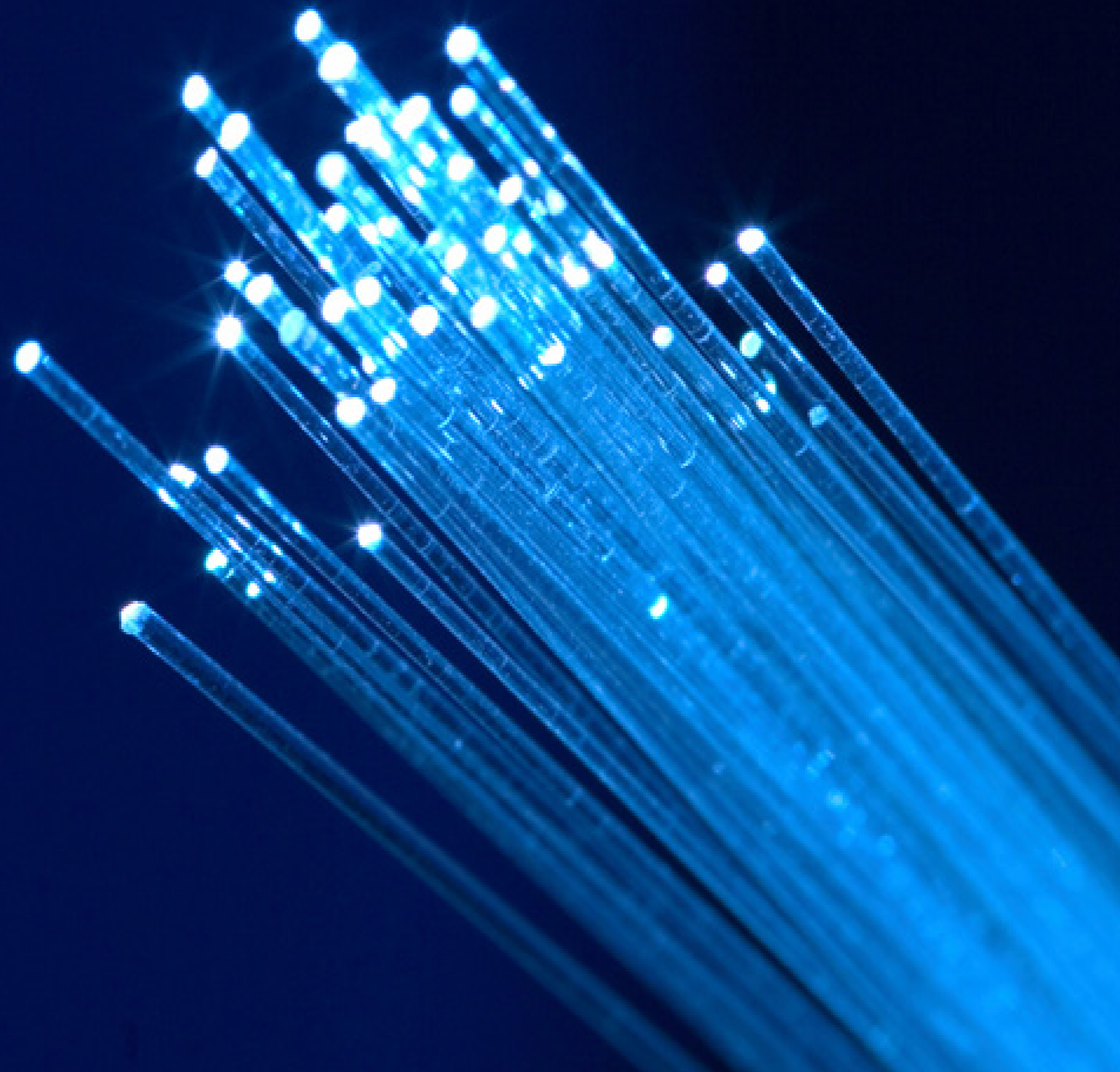


Bird & Bird
& Cyber Security

*The threat:
trojans, trap doors
malware, packet
sniffers, worms,
viruses, hacking
and denial of service.
Physical security
is insufficient
protection against
these new forms
of threat.*

Government, industry and commerce are becoming increasingly aware of the threats posed by hostile and difficult to identify forces through cyber attacks. As more and more critical data and infrastructure becomes networked, asset owners and their suppliers need to become more sophisticated and responsive in dealing with these challenges. In this context, companies and governments need legal and commercial advisers who recognise these challenges and have the skills and experience to help deliver their cyber and defence strategies.



What is Cyber Security?

Cyber security, cyber defence, cyber threats, cyber crime, network security and IT security are all over-lapping terms dealing with essentially the same issue: the proactive utilisation of telecommunications and computer networks to protect essential assets from theft, damage or disruption.

Why work with us?

Cyber is evolving at the meeting point of communications, IT and defence. Our Cyber team draws on our decades of knowledge and experience in these sectors to provide you with an integrated team of specialised lawyers with considerable expertise and strength in the cyber field.

As well as their legal experience, many of our team have spent long periods of their careers working in-house within the industry - meaning we understand the key dynamics of these marketplaces and

can help our clients to develop and deliver cohesive strategies for cyber and defence that comply with regulations but do not undermine the core value and purpose of the assets or services being protected.

Our reputation

Bird & Bird LLP is an international law firm that provides a unique service based on extensive knowledge of key industry sectors and areas of legal practice. We have an outstanding reputation for helping our clients achieve success through our innovative and creative solutions driven by our deep understanding and experience of their business sectors.

We offer worldwide expertise in the cyber sector. With offices in Abu Dhabi, Beijing, Bratislava, Brussels, Budapest, Düsseldorf, The Hague, Frankfurt, Helsinki, Hong Kong, London, Lyon, Madrid, Milan, Munich, Paris, Prague, Rome, Shanghai, Stockholm and Warsaw and an association in Singapore, together with close ties with firms in other key centres in Europe, the Middle East, Asia and the United States, we are ideally placed to offer you local expertise within a global context.

Our clients range from some of the largest organisations in the world, to smaller, entrepreneurial companies focussed on specific aspects of cyber technology. In the cyber space we act for a range of buyers and suppliers of cyber technologies and services, so we have the experience of seeing both sides and often act as a broker of understanding during challenging negotiations.

Protecting critical assets and infrastructure

We have a long track record of working with the UK MoD and government bodies across Europe in innovative technology matters underpinning critical national infrastructures and services, such as healthcare records, energy and utilities networks, vehicle licensing, and children's educational information. We have in-depth experience of major technology projects in the security field and have advised in relation to a number of highly sensitive non-military government programmes. Our ability to do so is aided significantly by our extensive knowledge of information assurance and accreditation procedures.

Our lawyers are established experts in the defence and security sectors, and our work with national and international defence organisations means we know how to make sense of UK DEFCONs and DEFFORMs to fit complicated and innovative deals and how to deal with Smart Procurement approaches. We draft and negotiate prime contract and sub-contract

arrangements, collateral and direct agreement arrangements and advise on the terms of loan and security arrangements put in place to finance the capital requirements of a project. We also work regularly on deals in the private sector for a range of blue-chip companies from sectors including financial services, energy, utilities and health in which issues of IT, communications and physical security are paramount.

On top of our sector and market expertise, to be visibly better than our competitors, we need consistently to exceed our clients' expectations. This involves rigorous application of the best standards of client care. This was recently reflected in Legal Week Intelligence's seventh annual Client Satisfaction Report, where Bird & Bird was rated as one of the top three international firms for client satisfaction. The report is based on responses from 1,265 senior in-house lawyers and finance directors.

“[Bird & Bird] is one of the top three international firms for client satisfaction.”

Legal Week Intelligence Client Satisfaction Report 2010



Protecting your intangible assets and ensuring networked infrastructure remains robust invariably combines advice on the national and international legal, regulatory and licensing issues concerning the provision and purchase of cyber security services, drawing on our extensive expertise in IP, e-commerce, data protection and corporate M&A.

Bird & Bird is universally well known for the quality of its market leading IT, communications and defence practices, working with clients ranging from national and international operators and regulators, through to major financial institutions and users.

Intellectual Property

Protecting intellectual property has been a cornerstone of Bird & Bird's practice for generations. In that time the legal and technological landscapes have changed almost beyond recognition but our commitment and expertise have remained at the forefront of IP protection, adapting and changing to find new solutions. Our experience applies to a range of methods for protecting your business against the effects of cyber attacks. We can advise on the implications and limitations of using proprietary technology to safeguard your systems and information, how to share your information with third parties safely and how to intervene with immediate action if your information or systems are threatened or misappropriated. We can support and guide cyber security technology businesses through their IP protection and commercialisation strategies to ensure they receive the full benefit of their ideas and investment. Our team has a huge range of technological expertise applicable to the cyber industry including electronic hardware, computer systems, software and communications systems.

Export controls

In a world of global trade and multi-vendor integrated and interoperable technologies, we recognise the importance of export and import opportunities for our clients, particularly where cyber and defence strategies are concerned, and understand the serious consequences of non compliance with export regulation. Our international reach and extensive experience with national administrations enables us to deal with multinational projects and issues, as well as to provide advice which allows for local and international laws, policies and business practices.

“The firm continues to justify its top ranking with a depth and understanding of clients’ issues second to none.”

Legal 500 EMEA

Commercial

Our Commercial portfolio of services is one of the core focuses of the firm and our depth of excellence is recognised by tier one rankings for our sector groups and our partners. Our multi-jurisdictional experience includes both single transactions with elements in several places and the provision of general legal advice across several locations where we have particular expertise in international client management.

Our commercial lawyers have a thorough understanding of the legal issues that can impact on domestic and international transactions. They work pro-actively with clients to get the deal done whilst ensuring that their activities are soundly and securely based. We provide first rate practical professional advice and assistance on a wide range of commercial arrangements from strategic planning of transactions and negotiation of contracts to deal implementation and contract management.

Corporate transactions

Since 2007 Bird & Bird has acted on M&A transactions with a total deal value of more than €5 billion. A substantial amount of this transactional expertise is in the communications, IT and defence sectors where the firm is recognised as one of the market leaders, with first rate experience of acquisitions and divestments of complete technology companies. We expect there to be more M&A activity in the cyber security field in the coming years, and this is something we are already strongly placed to advise on. Our M&A team has a focus and reputation for public and private mid-market deals, particularly those which are cross border. We are known for being pragmatic, easy to deal with and for getting things done. We are one team internationally and understand the differences between local approaches, laws and customs. We are familiar with the regulatory and contractual implications of M&A relating to ADS businesses, including “golden share” arrangements. In the UK we regularly advise on the implications of DEFCONS 518 and 566 (MOD approvals) and the Enterprise Act, pursuant to which there are a range of structural or behavioural remedies open to the Secretary of State. Undertakings can include requirements to establish “Chinese walls”, to allow contractors access to the target’s resources on reasonable and non-discriminatory terms, and to deal with third party sub-contractors in sub-contract tendering situations on fair, reasonable and non-discriminatory terms. Team members have practical experience of negotiating and implementing these sorts of undertakings.

“An impressive track record of high profile transactions.”

Legal 500 EMEA

Data protection

Today more critical data than ever is held in cyber space, and attacks on virtual infrastructures can have serious ramifications in terms of disclosure and misuse of personal data. Bird & Bird has an unrivalled reputation in data protection issues, with noted experts across our offices. Our clients often collect large quantities of sensitive personal data and are high profile businesses, including IT and service providers, financial institutions, healthcare providers and government bodies. We provide many different levels of advice in this area - ranging from compliance assistance on particular issues (e.g. protection against or reaction to data security breaches) to full data protection audits and assistance with international data compliance projects, such as the creation of contracts and binding corporate rules for the transfer of data on a worldwide basis.

Dispute resolution

Given the complexity of the cyber sector and the extensive network of sales and distribution agreements that build up around them, things can go wrong. Beyond our contractual and regulatory practices, we have extensive experience in helping our clients manage risk, and defending and bringing actions in this area. In particular, we understand the required relationships with local enforcement authorities.

EU and Competition Law

Bird & Bird’s EU and Competition Law Group combines a depth of experience and understanding of competition law with a strongly practical, solution-orientated approach to meeting clients’ needs. The cyber industry is a truly cross-border one and we advise our clients at EC level and in all major European jurisdictions on merger control and a full range of commercial transactions, including research and development, technology collaboration agreements, licensing, distribution and marketing agreements, service supply, outsourcing and dispute settlement agreements. We represent clients on competition matters before the European Commission and national competition authorities, and in the courts. We also frequently advise on the application of the EU competition rules in relation to state undertakings (or undertakings granted exclusive or special rights by the state) and on the EU state aid rules. An example of the sort of work we undertake in this area includes advising a global diversified technology and industrial leader on EU merger control proceedings.

Procurement

We have first hand experience of the key regulatory issues arising in procurement, IT and telecommunications, and we are therefore exceptionally placed to advise on supply and purchase of goods and services for the cyber security and defence industry. The regulatory arena is constantly evolving, but we often advise clients on matters such as the EU Defence and Security Directive, bribery and corruption legislation (including the Bribery Act in the UK), and offset compliance, as well as e-commerce and privacy. As all of our clients are seeking to diversify their customer base, European co-operation will have increasing importance.



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“The team builds up ‘excellent working relationships’ with clients. Its ‘highly responsive, flexible and commercial’ lawyers provide ‘timely, relevant, well-balanced and detailed advice in layman’s terms, really getting to the nub of the issue.’”

Chambers 2009, Public Procurement

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Bird & Bird is an international legal practice comprising Bird & Bird LLP and its affiliated and associated businesses and has offices in the locations listed on our web site: twobirds.com.

A list of members of Bird & Bird LLP, and of any non-members who are designated as partners and of their respective professional qualifications, is open to inspection at the above address.