

Overview

Whether you are starting a new business, investing in an existing one, managing compliance, raising capital or managing a complex transaction, you need to have confidence in the advice you receive.

The corporate world is fast-moving and decisions need to be made quickly and efficiently. You want to work with a team of professionals that understands the markets you operate in and takes the time to prioritise the issues that matter to you. No matter what your goals or where your business is in its lifecycle, having a team that can apply expert legal knowledge to your commercial issues will help you to navigate the complexities of all your business transactions.

We work with listed companies, local subsidiaries of multinationals, private companies, trusts and individuals. We want you to succeed, not just comply, so we work with you to understand your drivers and make your decisions as simple as possible. Our advice is accessible and pragmatic, and our aim is to help you achieve results in an effective and efficient way.

Services

Regulatory

Whether you are just starting out, an established company, or undertaking a complex transaction, we can advise you on the regulatory environment affecting your business or the transaction you are undertaking. We support all forms of corporate entity, providing compliance advice across the business lifecycle in areas such as the Companies Act 1993, Financial Markets Authority Act 2011, Commerce Act 1986 and Overseas Investment Act 2005.

Corporate Structuring

Choosing the most appropriate structure for your investment or business venture is critical. Whether you are starting a new enterprise, establishing an employee share scheme or changing as part of a restructure, we can help you to find a model that suits your needs. The right structure could include limited partnerships, companies, joint ventures, unit trusts, trading trusts or partnerships.

Private Equity & Capital Raising

Whether you require funding as a start-up, or early stage company as an established business, or to gain a strategic stake in an enterprise, we can help you raise the capital you need.

We understand the nuances of private equity and venture capital funding, and can help you to plan, structure, consolidate and manage your investment. We can also help you with management buyouts, exit strategies and leveraged buyouts.

Corporate Governance

The success of your business is in how it operates. Having the right governance structure and processes in place can help you to build brand equity, retain good people and enhance productivity. As well as advising on compliance and best practice, we can help you to understand shareholder rights and negotiate and resolve disputes.

We are experts in drafting, negotiating and advising on distribution, supply and customer contracts and terms of trade.

Distribution and Supply

We are experienced in formulating the best strategy to unwind existing distribution and licensing arrangements which often requires an understanding of intellectual property implications. Our team also has the expertise to support the delivery of your business needs through commercial and online channels.

Procurement and Outsourcing

Typically, procurement and outsourcing contracts are long term progressions with significant investment and commitment. Key to managing risks for both parties and avoiding a relationship breakdown is having upfront certainty of services, pricing and KPI's. Our depth of experience in these major contracts, including acting for government and for companies contracting with government, will prove invaluable.

Legislative Compliance (Including Consumer Law and Fair Trading)

Failure to comply with your consumer law obligations can have significant consequences for your business. You could face prosecution, fines, damage to your reputation, loss of profits and wasted staff time. We can assist you to comply with the Fair Trading Act 1986 and other consumer legislation. We can also review your marketing collateral for compliance with both the Fair Trading Act and Advertising Standards Codes, as well as to consider if there are any intellectual property implications.

Brand Promotion and Sponsorships

The value of your brand can be unlocked and enhanced through appropriate brand promotion and sponsorship either online or at key events. We are experts at drafting and negotiating sponsorship and influencer agreements, including for online promotion of your brand. We link in with our Intellectual Property experts to ensure your brand is appropriately protected, and we can advise on your obligations with regard to sponsored posts on social media.

Joint Ventures and Strategic Alliances

Research shows that 50/50 joint ventures are more sustainable compared to majority/minority arrangements. Mismatched interests require added safety valves such as put and call options (in preference to a Russian roulette) to avoid significant loss of value when there is a falling out. Our experience with all varieties of joint arrangements will ensure a strong and successful venture or strategic alliance whatever your stakeholding.

Franchising

Our franchise law team is experienced in the design and set-up of new franchises. We can help you develop a greenfield franchising concept or convert existing distribution and sale networks into a franchise format. We also advise on altering overseas franchise arrangements to comply with New Zealand law. Dentons Kensington Swan is a member of the Franchise Association of New Zealand and advises on compliance with its Codes of Practice and Ethics.

Warranty and Indemnity Insurance

Warranties and indemnities can be contentious in a sale agreement and expose the vendor to risk. That risk can now be insured against by both vendors and purchasers, but you need to have the right insurance in place. We advise insurers and the insured in this fast-developing area of the market, giving us a unique perspective to advise you from.

Areas of focus include:

- Asia Business
- Banking and Finance
- Intellectual Property and Technology
- Māori Business
- Mergers and Acquisitions
- Overseas Investment
- Privacy and Cybersecurity

Your Key Contacts

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