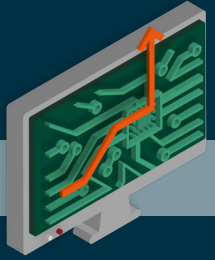


TRANSFORMATION

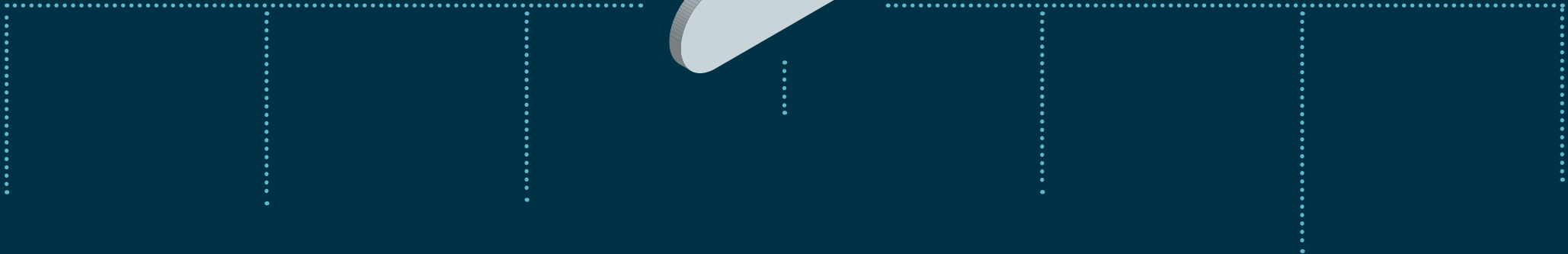


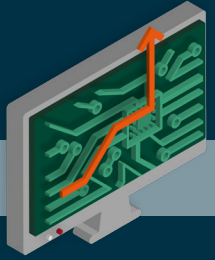
Digital Transformation Projects

The Legal Angles



Click the buttons below to find out how we support our clients in identifying, managing and mitigating risk around their digital transformation projects.





Digital Transformation Projects

The Legal Angles



Introduction

A continuum

Digital transformation is at the heart of future-focused business strategy.

But just what do we mean by “digital transformation”? Our experience is that the definition needs to be a wide one – bringing in digital technology to change how your business does things, which can range from...

Incremental improvements

At one end of the scale, it might be an upgrade to one of your subscription software services – like updates to software which incorporates new AI functionality (for example, converting a photo of a hand-written table of numbers into a spreadsheet).

to strategic repositioning

At the other end, it might be completely changing your business model. For example, taking inwards-facing tech and know-how developed for your own digital transformation and turning it into a new customer offering, a new revenue stream.

Fundamentally, there are many different ways to undertake digital transformation, but it brings huge opportunities for businesses to evolve, adapt and transform.

The challenge

Whilst digital transformation presents many business opportunities, managing these projects presents risks that need both legal and industry expertise.

Legal considerations need to be built into any digital transformation project strategy from Day One to ensure regulatory compliance “by design”, tailored risk management and timely delivery.

How we can help

Our experience of supporting digital transformation projects begins with the bedrock of tech procurement, bringing in regulatory and public procurement expertise where needed.

We design compliance into digital transformation projects. We support our clients in identifying, grading and mitigating legal risks across multiple territories worldwide, whether they relate to regulatory challenge, compliance for data flows, consumer liability, artificial intelligence, emerging competition, cybersecurity in the supply chain or other issues. We work closely with clients to advise also on the wider impact of digital transformation, such as workforce impact and good corporate governance. We are increasingly seeing environmental and climate change considerations being worked into procurement terms.

We assist in negotiating the best deals with technology partners, implementing terms, policies and practices to optimise a business’s position as it transforms, adapts and grows. When project partners fall out, we can work to get the project back on track, resolve disputes and, if necessary, help you close it down. We offer upskilling workshops, presentations or reports on navigating digital transformation.

Working with some of the largest technology businesses, a wide range of disruptors and innovators, and customers with increasingly sophisticated digital needs, we see digital transformation projects from every perspective.

Recognised Expertise

We were recently commended in the FT Innovation Lawyer Awards Europe 2020 for our internal education programme. This programme, which includes training on transformative technologies, enables all our lawyers, tech specialists or not, to understand the impact and potential of digitalisation for their clients.

To find out more, please **contact** one of our experts.

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Cutting Edge Technology

- Exciting, challenging, innovative digital technology, and the data that typically powers it, is driving transformation across the sectors.
- Data, artificial intelligence (AI) and other transformative technologies offer the potential for new insights, new products and services, new efficiencies and new business models. They also raise new questions.
- Our experts' depth of understanding around the digital technology that is shaping the future drives our commercially oriented, pragmatic approach to the resulting legal and regulatory issues.

Experience:

- Advising on the legal liabilities of using automated facial recognition in the UK, Germany and France.
- Advising on Article 22 compliance in relation to an AI travel optimisation solution and voice data for a new 'smart speaker' AI solution.
- Advising on the negotiation of a complex agile development agreement with a consortium of oil majors, investment banks and equity houses for the production of a unique platform to digitise the global commodities trading industry using blockchain technology.
- Advising a video game development studio on various blockchain initiatives, including commercial contracts, IT licences and publishing/advertising regulation.
- Advising on compliance with the GDPR automated decision-making requirements in relation to an AI travel optimisation solution.

Contacts



John Buyers
Partner

T +44 20 7105 7105
john.buyers@osborneclarke.com



Tamara Quinn
Partner

T +44 207 105 7066
tamara.quinn@osborneclarke.com

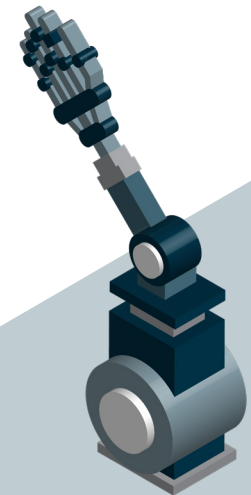


Chia-Ling Koh
Managing Director, Singapore

T +65 6350 4381
chialing.koh@osborneclarke.com

“Recognised in the market for its digital business services offering and a deep, firm-wide commitment to tech.”
Chambers

“John Buyers is very good on the bleeding edge areas like AI and machine learning, which is valuable experience to have; he has good insight into the way the industry’s moving.”
Chambers



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Tech Procurement

- We have a long pedigree of advising on tech procurement in all its forms, from IT development contracts, outsourcing arrangements or cloud services agreements to online customer journeys and apps. We understand the perspectives of both the supplier and customer, and bring in regulatory and public procurement expertise where needed.
- We assist in negotiating the best deals with technology partners, implementing terms, policies and practices to optimise a business's position as it transforms, adapts and grows.
- Our specialist team of regulated procurement lawyers advise on all aspects of UK, European Member State and international regulated public and utilities procurement law. We advise public bodies and regulated utilities on structuring and delivering high value procurements for contracts across all of our sectors.

Experience:

- Working with a global fashion brand on a contract for IT store support and innovation across its global store portfolio and a business critical contract for the provision of a number of Retail Cloud Services underpinning some of the company's core internal functionalities.
- Advised Wales & West Utilities (WWU) on its large digital transformation programme moving itself into a much more digitally focussed future. We have supported WWU with a number of tech procurement contracts, from core outsourcing, to risk prevention arrangements, to creating new template IT service agreements for the business to work with moving forward.
- Acting as an extension of Barratt's legal team for their digitalisation contract support, advising on a plethora of contracts for the procurement of various technologies, software, cloud services, upgrades and shifts, in relation to both build innovation and business change.

Contacts



Will Robertson
Partner

T +44 117 917 3660
will.robertson@osborneclarke.com



Tom Sharpe
Associate Director

T +44 207 105 7808
tom.sharpe@osborneclarke.com



Catherine Wolfenden
Partner

T +44 117 917 3600
catherine.wolfenden@osborneclarke.com



Ulrich Bäumer
Partner

T +49 221 5108 4164
ulrich.baumer@osborneclarke.com

“Will Robertson is hugely likeable and approachable. Excellent at summarising complex legal issues into plain English and generating a number of viable options for the client.”
Legal500, 2022

“The team have great technical knowledge and are therefore often well versed in typical market positions on issues.”

Chambers, 2022



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Digital Regulation

- The nature of a digitalisation strategy often means businesses are shifting direction or “pivoting” into new areas. More often than not, this means complying with different regulations to those which you’ve been dealing with on a day-to-day basis.
- This can be an intimidating prospect – your legal and business teams may be out of their comfort zone and need to upskill quickly to understand the new regulatory landscape, its impact on your proposed products and services and how it may affect your regulatory risk profile.
- We offer international digital regulatory expertise across all relevant areas to support you in understanding the regulatory landscape around your digitalisation strategies.
- Explore our distinct **digital regulation service offering** to find out more.

Experience:

- Advising a leading manufacturer of cameras on the global launch of a drone product, including gathering advice on drone regulation across 24 jurisdictions and a global overview on drone law.
- Designed and operated a global gambling advertiser review process for a leading social network.
- Advising a major IT vendor on the European regulatory position and appropriate licensing terms for an automated facial recognition in retail solution.

Contacts



John Davidson-Kelly
Partner

T +44 20 7105 7024
john.davidson-kelly@osborneclarke.com



Mary Lawrence
Partner

T +44 117 917 3512
mary.lawrence@osborneclarke.com

“Clear, practical and knowledgeable.”
Legal500, 2022

“A pleasure to work with, John Davidson-Kelly is very well plugged into tech industry legal issues, quick to respond and able to present information in a clear and concise manner.”
Chambers, 2022



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Data Strategy

- Data-driven innovation is now a feature of every sector, with digital transformation enabling data-driven business models that create a competitive edge.
- Data regulation is an increasing field, beginning to extend far beyond personal data. The rules around international data flows have been constantly shifting, with more change expected. Compliance can be complex.
- Understanding the matrix of legal, contractual and regulatory rights around data is a fundamental step in transforming data in to an asset and then realising it. Our **DATA Unlocked** offerings can help build that understanding.

Experience:

- Advised the Church of England Pensions Board and the Environment Agency Pension Fund on the formation of Transition Pathway Initiative Limited and the TPI Global Climate Transition Centre. The Transition Pathway Initiative is backed by investors with a combined \$40 trillion of assets under management or advisement and the new centre will be a key part of a post COP financial infrastructure to support transparency, accountability and action on climate commitments. The TPI Global Climate Transition Centre will provide free and publicly available in-depth data on how 10,000 companies are aligning with a net zero pathway, significantly scaling existing coverage across global equity markets. The Centre will also expand to assess government bonds and corporate debt issuers. **Find out more.**
- Advising a pan-European insurer on data exploitation and customer communications issues as well as the introduction of new IT (MS, 365, AWS) in a highly regulated environment.

Contacts



Tamara Quinn
Partner

T +44 207 105 7066
tamara.quinn@osborneclarke.com



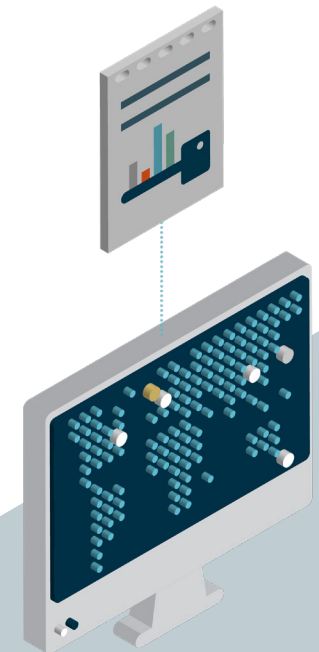
Georgina Graham
Associate Director

T +44 117 917 3556
georgina.graham@osborneclarke.com



Joanne Zaijier
Partner

T +31 20 702 8622
joanne.zaijier@osborneclarke.com



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Corporate Governance

- Digital transformation projects can have a significant impact on a company's business, changing the skills you need in your business.
- At the top level, where a new strategy takes your business into new territory, the directors are expected to have the “general knowledge, skill and experience” that may reasonably be expected of a director overseeing such a project.
- You may also need people with different technical skills to run these projects – these might be sourced by recruitment or by buying up businesses with the necessary talent.
- You may also need to evolve the company's corporate governance strategy following a digital transformation project to ensure that its policies and procedures reflect the new technologies that the business is utilising.
- We can help by providing structured advice relevant to your digital transformation project, including advising on strategic mergers and acquisitions, workforce restructuring and reskilling and upgrading your existing corporate governance frameworks.

Experience:

- Acting for a transport solutions group on an international reorganisation.
- Advising Hargreaves Lansdown on a reorganisation of its group-wide corporate governance arrangements, including updating policies, governance framework and assisting with implementation.

Contacts



Kate Mellor
Associate Director
 T +44 207 105 7382
kate.mellor@osborneclarke.com



Mark Wesker
Partner
 T +44 20 7105 7838
mark.wesker@osborneclarke.com



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Managing Disputes

- Tech procurement can go wrong. Sometimes there's no option but to close a project down. Litigation might be needed to recover losses. But we understand that very often the priority is to get the project back on track. Our dispute resolution team are skilled in both options.
- We can offer strategic, behind-the-scenes, advice on managing projects which have started to encounter difficulties (including utilising contractual and commercial leverage), as well support in winding down or terminating projects in a way which reduces your business' exposure to loss.

Experience:

- Advising a household name global retailer on a dispute with an IT provider engaged to develop a new global trading platform and dashboard to manage the business' entire global supply chain from original source through to shop or online sale. The project fell behind as the business approached its peak trading season, rendering it business critical. We helped the business exercise a number of contractual, commercial and litigation levers to resolve the disputes (which were worth many millions of pounds) and get the project back on track within very tight timeframes.
- Advising a leading multi-national digital entertainment company on a multi-million pound cross-border dispute relating to procurement of a digital entertainment technology system and related technology, including issues of jurisdiction and LCIA Arbitration procedure.
- Advising one of the Big Four professional services firms on a dispute against a public body, arising out of a very complex and high value IT services and implementation project.
- Acting for Dell in multi-million pound litigation concerning several major cross-border digital transformation projects.

Contacts



Charlie Wedin
Partner

T +44 20 7105 7856 / +44 117 917 4290
charlie.wedin@osborneclarke.com



Dawn Troman
Associate Director

T +44 118 925 2046
dawn.troman@osborneclarke.com



Daniel Stein
Partner

T +49 221 5108 4036
daniel.stein@osborneclarke.com

“Very pragmatic advice, takes the time to understand the issues and will respond quickly.”
Legal500, 2022

“Charlie Wedin is our go-to, not just for litigation but for helping navigate commercial matters that are sensitive or could become contentious. He is friendly, thoughtful, diligent, responsive. He does a great job on the matter at hand but is also thinking about our future business success.”

Legal500, 2022



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Cyber Security

- Cyber security is frequently cited as one of the major issues troubling boards, and for good reason. No organisation is immune from this and cyber risks can be particularly amplified when business go through rapid digital transformation.
- Faced with a challenging and rapidly changing regulatory landscape, the increase in ‘class action’ litigation claims, plus the dire reputational consequences which follow major security breaches, organisations need to understand what risks they face, and how to protect themselves.
- Our international team of specialist data, technology and disputes lawyers can help you to mitigate and manage cyber risk at all stages.

Experience:

- Advising a household name global consultancy firm on a business critical cyber issue arising in connection with the digital transformation of its HR function.
- Advising a public authority on a cyber security incident (including regulatory and other reporting obligations, and the potential for follow-on claims against its IT supplier), followed by strategic advice in relation to its subsequent digital transformation project (and the interplay between this and ongoing regulatory investigations).
- Acting for a household name global internet business in regulatory and litigation issues flowing from one of the world’s biggest ever cyber security incidents.

Contacts



Phil Tansley
Partner

T +44 20 7105 7041
philip.tansley@osborneclarke.com



Nina Lazic
Associate Director

T +44 207 105 7400
nina.lazic@osborneclarke.com



Xavier Pican
Partner

T +33 1 84 82 45 88
xavier.pican@osborneclarke.com



Lucie Mongin-Archambeaud
Partner

T +33 1 84 82 45 90
lucie.mongin-archambeaud@osborneclarke.com



Benjamin Docquir
Partner

T +32 2 515 93 36
benjamin.docquir@osborneclarke.com

“Professional, clear and decisive. Appointing [Phil] was one of best decisions we made when facing the challenge of a data breach.”

Company CEO



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Transformation

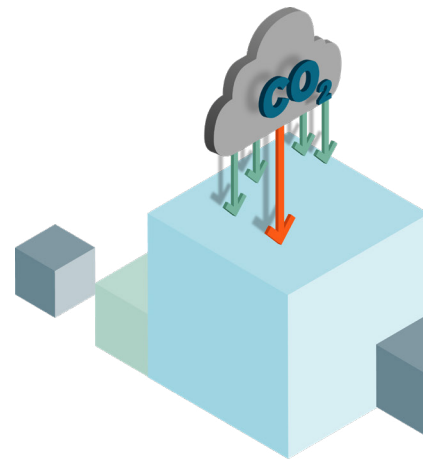
We immerse ourselves in the global issues that are transforming the landscape of how we live, work and do business. Focusing on the transformation drivers that will have the biggest impact on our clients, we use this insight to help you thrive, ensure agility and strengthen the resilience of your business. We are at your side, working closely with you to bring value, share new products and apply digital solutions. Together we'll be ready for what's next.

osborneclarke.com/transformation

We were recently commended in the FT Innovative Lawyers Europe 2020 awards.

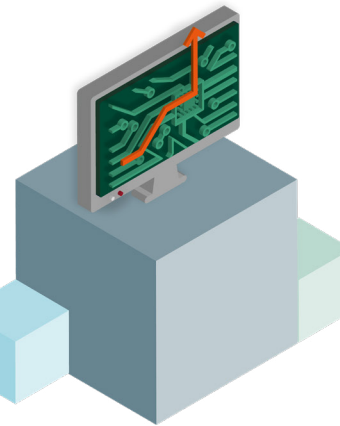
Decarbonisation

Carbon neutral imperatives are increasingly at the heart of business strategies. This will often require a radical rethink along your entire supply chain, from initial use of carbon all the way through to customer delivery. We will bring our expertise and track record to support you with every step along your decarbonisation journey.



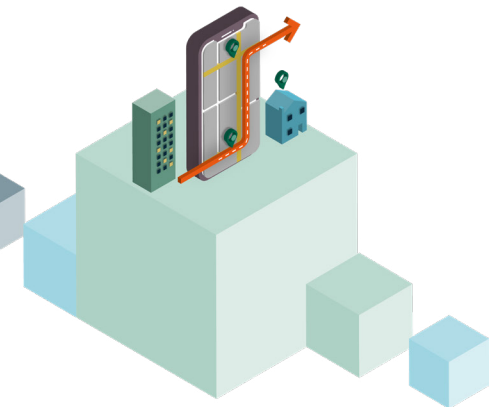
Digitalisation

Businesses are fast being re-shaped to fully exploit the possibilities of digital technology, but timely delivery is vital. Our lawyers are experts in advising on delivering a digitalisation strategy: from procuring digital infrastructure and technology to implementing a data strategy, or responding to a cybersecurity crisis. We support you as you expand or transform your business through technology.



Urban Dynamics

The vast majority of businesses operate in and benefit from the urban environment. The extent to which you understand and engage with urban dynamics will have a significant impact on your continued success. We understand that the way in which cities are designed, built and managed offers extraordinary opportunities. Our legal advice is focused on helping you to realise these opportunities.



Digital Transformation Projects

The Legal Angles

Contacts

Will Robertson

“Will Robertson is very approachable and able to explain complex matters in plain English.” (Chambers)



Will Robertson Partner

T +44 117 917 3660
will.robertson@osborneclarke.com

Nina Lazic

The latest directories recognise Nina as a “Rising Star” for litigation, “with particular expertise in technology sector disputes” (Legal500).



Nina Lazic Associate Director

T +44 207 105 7400
nina.lazic@osborneclarke.com

Kate Mellor

Kate is an experienced corporate lawyer specialising in providing corporate governance advice, as well as advising on other general corporate law matters.



Kate Mellor Associate Director

T +44 207 105 7382
kate.mellor@osborneclarke.com

Tom Sharpe

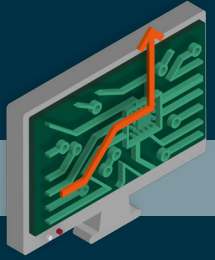
Tom is a commercial outsourcing and information technology specialist, as well as a member of Osborne Clarke’s AI and machine learning team.



Tom Sharpe Associate Director

T +44 207 105 7808
tom.sharpe@osborneclarke.com





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Osborne Clarke in numbers

1220+

talented lawyers

working with

320+

expert Partners

in

25

international locations*

advising across

8

core sectors

with insight into

3

Transformational trends

driven by

1

client-centred approach

Our locations around the world

Europe

Belgium: Brussels

France: Paris

Germany: Berlin, Cologne, Hamburg, Munich

Italy: Busto Arsizio, Milan, Rome

The Netherlands: Amsterdam

Poland: Warsaw

Spain: Barcelona, Madrid, Zaragoza

Sweden: Stockholm

UK: Bristol, London, Reading

USA

New York, San Francisco

Asia

China: Shanghai

India*: Bangalore, Mumbai, New Delhi

Singapore

Osborne Clarke is the business name for an international legal practice and its associated businesses. Full details here: osborneclarke.com/verein/

*Services in India are provided by a relationship firm

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