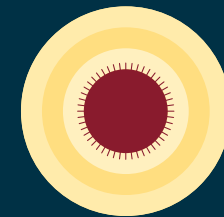


Purchase Agreements for BNG



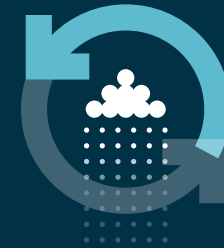
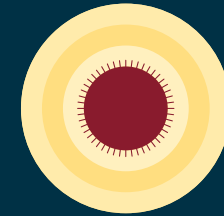
Purchase Agreements for BNG

From 12 February 2024, developers must provide a 10% Biodiversity Net Gain (“BNG”) on the biodiversity value of their development sites. Developers can meet this requirement either fully or in part through onsite delivery or offsite by providing biodiversity units from other sites they own or by purchasing units from third parties, or through the statutory credit regime.

Osborne Clarke’s natural capital practice specialises in nature-based market solutions and has been assisting its developer clients prepare precedent documents for the purchase of biodiversity units from offsite suppliers to meet their BNG requirements, with a focus on:

- user-friendly agreements that can be concluded quickly without extensive negotiation or legal input;
- standardised terms creating uniformity and best practice; and
- documents that can be used in different scenarios to meet your BNG requirement.

For an overview of the steps required to comply with the BNG requirement, please see our BNG flow chart: [Biodiversity Net Gain](#)



Our services

Our natural capital practice has experience in drafting precedent documents for developers, and can help prepare bespoke agreements to help you meet your BNG requirements:

1. Spot purchase agreement

- **Purpose:** basic agreement for the spot purchase of biodiversity units that already exist.
- **Terms:** cover the most significant risks to developers including: initial and deferred payments; title to and ownership of credits; appropriate verification of the credits; warranty protection on the land being burdened (s.106 agreement or conservation covenant) to ensure the biodiversity enhancement is secured for 30 years and the credits being fit for purpose.



2. Prospective unit purchase agreement

- **Purpose:** agreement for the direct purchase of biodiversity units from landowners who have not yet developed their site for the generation of biodiversity units.
- **Terms:** in addition to the key terms included in the spot purchase agreement, this agreement includes terms which provide for the delivery, verification and monitoring of natural capital projects.



3. Project framework agreement

- **Purpose:** agreement to establish a strategic long-term partnership with large biodiversity unit providers.
- **Terms:** a framework nature-based credit purchase agreement to purchase biodiversity units and other types of environmental credits on a 'call-off' basis from the supplier. The primary purpose of the framework agreement is to put in place a long-term strategy for securing biodiversity units providing cost certainty by having a specified 'strike price'.



4. Purchase checklist

- **Purpose:** a user-friendly contract checklist to assist in the evaluation and negotiation of seller terms and conditions proposed/imposed by natural capital platforms which sell biodiversity units.
- **Terms:** the checklist covers all risks associated with biodiversity units and nature-based projects.



Our Commitments

Osborne Clarke for Good

Osborne Clarke For Good is our way of making sure we're a responsible business, which is important to us. We do this by focusing on our three 'For Good' pillars:

- A good corporate citizen
- Always a good employer
- Being a good business

We want to use our skills and expertise for good and to make a positive contribution. We provide our legal expertise on a pro bono basis. We raise funds for charities that work in our communities. We focus on reducing our impact on the environment. We support many great initiatives, encouraging all our people to help meet our annual targets.

You can find out more about our actions and initiatives in [our annual Osborne Clarke for Good report](#).



Diversity and Inclusion

D&I sits at the heart of OC's culture and is a key strategic priority for us. Our drive to tackle inequality and under-representation is led by the Managing Partner & Executive Board, who have oversight over our diversity and inclusion strategy.

We focus on six key areas:

1. Gender
2. Race and ethnicity
3. Sexual orientation and gender identity
4. Social mobility
5. Age
6. Disability, neurodiversity and mental wellbeing

We have internal D&I policies to promote more inclusive practices across our business. For the diversity and inclusion position of OC, please refer to: [the dedicated D&I page of our website](#) and our [pay gap report](#).



Net Zero targets

Osborne Clarke has long been committed to being a good business and for over 20 years has been putting sustainability into action.

We have committed to near-term (2030) and long-term (2040) science-based targets and are one of the few law firms to have set a long-term target in line with the **SBTi Net Zero Standard**. This forms an integral part of our responsible business strategy. These targets are embedded in all aspects of our business and are underpinned by our sustainability governance structure, including a sustainability steering group of senior leaders, and an employee engagement forum for environment, OC Planet.

Our 2025 client strategy has a 'Decarbonisation' team at its core, covering all service lines and sectors, through which we engage with our clients on their net zero journeys.



Contacts

Key contacts

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Osborne Clarke in numbers

1300+

talented lawyers

working with

330+

expert Partners

in

26

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

Miami, New York, San Francisco

Asia

China: Shanghai

India*: Bengaluru, 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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