



# FRANCHISING

How we can help

# ABOUT US

Actions speak louder.

- Our franchise team is made up of lawyers with UK and international legal experience, with specialists in intellectual property, dispute resolution, corporate, commercial, employment, risk and commercial property law.
- Our understanding of the structure and nature of the franchise business sector comes from our extensive experience assisting franchisors and franchisees in establishing and expanding their franchise businesses. We are able to provide a full service offering to franchisors, franchisee groups and individual franchisees.
- We offer franchisees a review of their franchise agreements for a fixed fee, highlighting any issues so that they understand the potential pitfalls and risks associated with operating a franchise. Our franchisor clients include small to medium sized businesses and large well-known international brands.



Clients say: *"The firm is highly responsive and provides high-quality transaction management and execution. The flexibility of the team in bringing the appropriate resources to a transaction supported with the range of experience required makes them a trusted partner."* **Chambers 2018**

*"They are organised and have a strong client focus. They are experts in their field."*  
**Chambers 2017**

## THE FOOT ANSTEY FRANCHISING TEAM



**PAUL COX**  
Intellectual Property  
+44 (0) 2380 172212  
paul.cox@footanstey.com



**CHARLIE MAPLES**  
Employment  
+44 (0) 1872 246601  
charlie.maples@footanstey.com



**JOHN CATCHPOLE**  
Commercial Property  
+44 (0) 1872 243316  
john.catchpole@footanstey.com



**RACHEL WARREN**  
Dispute Resolution  
+44 (0) 1392 685210  
rachel.warren@footanstey.com



**MARK MILLAR**  
Corporate  
+44 (0) 117 915 4634  
mark.millar@footanstey.com



**JAMES FALLE**  
Commercial  
+44 (0) 1392 411221  
james.falle@footanstey.com

# FRANCHISING SERVICES

## OUR FRANCHISING SERVICES INCLUDE:

- Intellectual Property
- Dispute Resolution
- Corporate
- Commercial
- Employment
- Risk
- Commercial Property

## AREAS WE COVER:

- Drafting and negotiating franchise documentation
- Restructuring existing franchise networks
- Acquisition and disposal of franchised businesses
- Working with franchise consultants
- Dispute resolution and enforcing franchise obligations
- Brand protection and portfolio management
- Reputation management
- Direct and indirect franchisee leasing
- Negotiating franchisor guarantees, options and step in rights with landlords
- Advising on options for engaging staff
- Premise selection and setup
- Overseas expansion

## WE ARE MEMBERS OF



British Franchise Association  
promoting and accrediting excellence in franchising



**ESTABLISHED NETWORK OF CONTACTS  
ACROSS THE INDUSTRY**

# FRANCHISING SERVICES

## Intellectual Property

The intellectual property team at Foot Anstey consists of five partners and seven other solicitors, trainees and paralegals. We deal with all intellectual property matters covering the protection, enforcement and exploitation of intellectual property rights around the world, either directly or through our carefully selected associated firms.

Our clients include start ups, small to medium sized businesses and large international companies in a variety of sectors and industries. Our experience extends to advising on all intellectual property issues including trade marks, copyright, designs, patents, domain name disputes, passing off, confidential information, licensing and sponsoring.

Paul Cox, partner, leads the team and has been recognised by the legal directories for many years as a leading individual in the intellectual property field.

### Our recent experience includes:

- Acting for various fast food companies in managing their trade mark portfolio and dealing with infringement issues.
- Advising and drafting franchising agreements in various sectors.

### Areas we cover:

- Filing trade marks around the world and strategic advice on intellectual property protection
- Resolving intellectual property disputes
- Bringing and defending court proceedings including applications for interim injunctions, default judgments, summary judgments and ISP blocking orders
- Drafting and advising clients on franchising and confidentiality agreements
- Drafting and advising clients on standalone trade mark and other intellectual property licences

### WE ARE MEMBERS OF

**CITMA** The Chartered  
Institute of Trade  
Mark Attorneys

**ECTA**

European Communities Trade Mark Association

# FRANCHISING SERVICES

## Dispute Resolution

Disputes will inevitably arise in any contractual relationship and the franchisor/franchisee relationship is no exception. The complex relationship between franchisors and franchisees including the length of the term of the franchise agreement, the number of franchisees in any franchise network, and the power imbalance between franchisors and franchisees are often catalysts for disputes. It is therefore imperative for business continuity, and reputational management, that franchise disputes are dealt with swiftly and effectively. Our team of experienced litigators are on hand to ensure that franchise disputes are dealt with promptly allowing you (whether you are a franchisor or franchisee) to get back to focusing on your business.

### Our recent experience includes:

- Acting for a franchisee in a claim against the franchisor specialising in the sale of frozen food for derogation from grant, and breach of good faith. Settlement of the dispute was achieved through negotiation of a buy-out by the franchisor.
- Acting for a franchisee estate agent business in relation to a dispute involving the alleged termination of a franchise agreement.

### Areas we cover:

- Advising on disputes relating to the franchisor / franchisee relationship, including renegotiation of franchise agreements, and performance related disputes
- Advice on restrictive covenants including bringing or defending urgent enforcement actions
- Protection of confidential information and trade secrets
- Focus on efficient resolution of disputes wherever possible by using tactical settlement offers, mediation and other dispute resolution techniques
- Supporting on the reputation management aspects of the franchise agreement
- Flexible and innovative approach to pricing aimed at minimising and mitigating the cost risks imposed by litigation

# FRANCHISING SERVICES

## Employment

Our style of employment and pensions advice is pro-active and built on adding real value beyond pure legal advice on issues that arise. Employment law is constantly evolving, and therefore we work closely with our clients to advise them of upcoming changes which may impact their business and consider how best to address those in line with our clients' aims.

Our employment team has a wealth of experience in helping to manage franchising-linked employment/staffing issues, in particular around TUPE transfers, restructuring, and contract and policy drafting. Such expertise also extends across an array of sectors across the UK including automotive, retail, logistics, and restaurants / food & drink.

We regularly advise clients on worker status issues and the most appropriate way to engage staff depending on the needs of the franchise. Our team are also experienced in handling day to day employment queries which include everything from managing sickness absence, disciplinary and grievance processes, to terminations. We also frequently act for clients in defending employment tribunal claims in areas such as unfair dismissal, discrimination and whistleblowing.

### Our recent experience includes:

- Assisting national Garages Group, Helston Garages, with 37 franchised dealerships turning over in excess of £580m with their employment requirements.

### Areas we cover:

- Staff transfers (TUPE) on the sale or acquisition of a franchise
- Pensions (including auto-enrolment)
- Worker status issues
- Contract and policy drafting
- Employment tribunals
- Operational and strategic employment advice
- Disciplinary and grievance processes
- Insolvency
- Worker status issues
- Terminations
- Day to day employment queries
- Defending employment tribunal claims

# FRANCHISING SERVICES

## Corporate

Foot Anstey's corporate team have advised on franchising projects in a number of different industry sectors. We deliver advice to a wide range of clients including multi-national businesses, financial institutions and major UK corporates.

We offer city-quality franchise advice at competitive prices which differentiates us from other law firms.

Our clients tell us we are innovative and forward thinking because we don't approach tasks as lawyers – we start with business conversations to understand the goals and strategies of our clients and law firm partners and then create bespoke services to support their delivery.

### Our recent experience includes:

- Assisting on a venture capital investment into Sfilatino, an Italian sandwich franchise.
- Assisting a major UK publishing group in relation to the republication of classified adverts as an annual supplement, and the termination of an advertising franchise.

### Areas we cover:

- Disposals and acquisitions of franchise networks
- Structuring
- Equity holdings
- Duties of those leading the franchise entity
- Obligations under franchise agreements
- European angles
- Stringent rules
- Drafting corporate franchising contracts

# FRANCHISING SERVICES

## Commercial

Commercial is a core part of our franchise offering. We advise clients on the contractual and other commercial arrangements that establish the franchise structure, as well as those that support its day to day operational requirements and back office functions. Working from our network of offices across the South West, South East and London, our commercial team works as one cohesive unit to provide advice and support to major national and international businesses operating across many different sectors.

We deliver a no-nonsense results-focussed service in collaboration with our clients. Many of our lawyers have spent a considerable amount of time working in-house on secondment with clients. This enables us to offer a commercial insight as well as practical and technical excellence. We are participators not commentators, and we deliver practical value-for-money legal solutions.

### Our recent experience includes:

- All aspects of transport industry franchises, principally in the rail sector for major rail operators.
- Preparing the suite of template agreements (including deposit agreements and franchise agreements) to set up a new franchise business – often working alongside franchise consultants.
- Setting up, tendering and commissioning a passenger ferry operator's franchise of the King Harry Ferry.
- Advising franchisees on the interpretation of restrictive covenants within their franchise agreement.

### Areas we cover:

- Drafting confidentiality and non-disclosure agreements
- Drafting deposit agreements
- Advising on franchise renewals
- Advising on the BFA code of ethics and the BFA technical bulletins
- Drafting supply of goods services agreements
- Drafting IT and outsourcing agreements
- Advising on data protection and marketing regulatory compliance
- Advising on anti-bribery and corruption law compliance
- Advising on competition law issues
- Advising on commercial contracts

# FRANCHISING SERVICES

## Commercial Property

Our well-established and respected team of 80+ property lawyers provides a full range of real estate services to franchisee and franchisor clients. We know the different drivers for clients and understand how your real estate requirements will change over time either through expansion or changing franchise requirements.

We make it our mission to understand your motivation for a transaction and working with you, we will ensure sites are assessed for both short term and your anticipated long term franchise needs and requirements, assessing with you development and redevelopment potential and exploring refurbishment options.

Where required, from pre planning, through to construction to use as trading centres, our team will keep you well aware of your requirements so you don't fall foul of any obligations. We have significant portfolio management experience, working collaboratively with clients through use of advanced tech platforms.

### Our recent experience includes:

- Assisting on the acquisition of a 9.5 acres site on Matford Green Business Park in Exeter for a multi-million pound motor park development for Vospers, who operate 16 franchised motor retail dealerships.
- Acting on the purchase of development land at Matford Green where a combined Land Rover Jaguar dealership will be constructed in line with the franchisors' requirements.

### Areas we cover:

- Development land purchases
- Estate management and services
- Infrastructure and site lay out
- Master planning options
- Strategic site assessment
- Relocation
- Adhering to franchisor model requirements
- Single and multiple site acquisitions
- Growth and expansion
- Real estate finance and refinance
- Leasehold portfolio management
- Regulated property and onerous conditions
- Property litigation and dispute resolution

# FOOT ANSTEY: AT A GLANCE

Actions speak louder.

One of the fastest growing law firms in the UK...

## Proven Track Record

- Demonstrable track record and experience in the banking and financial services sector
- Dedicated team, responsive to changing needs
- Comprehensive offering from banking, corporate and regulatory specialists

## Investment in Relationships

- We are committed to developing and investing in our relationship with clients
- Our contribution to your success will be our main priority
- We will always explore ways to add value – both commercially and financially

## Competitive Pricing

- Fee structures tailored to your needs
- Value for money – clear, transparent and competitive
- Partner with you to help plan and control legal spend


**600** STAFF
 
**7** LOCATIONS ACROSS UK
 
**80%** GROWTH OVER PAST FIVE YEARS

