



SHEPHERD+ WEDDERBURN

ASSET BASED FINANCE



Adding Value

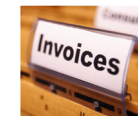
- The Shepherd+ Wedderburn Asset Based Finance team is uniquely drawn from across all disciplines within the firm both contentious and advisory.
- We offer one point of contact to a team of highly experienced professional advisors with both legal and commercial experience committed to your sector.
- Our advice is client focused, practical and solution driven.
- Our industry experience allows us to assist you in making long term commercial decisions rather than simply looking to provide the 'legal' answer.

Experience



Asset Based Lending

- Drafting standard form loan agreements and security documentation
- Advising on securities including personal guarantees and floating charges
- Raising court proceedings for recovery of Assets
- Arranging for auction of Assets and the subsequent court order for payment of any balance due
- Advising on satisfactory quality and retention of title claims
- Experienced in all aspects of Consumer Credit legislation
- Advising on customer insolvency



Invoice Finance

- Drafting standard form agreements and security documentation
- Advising on cross border securities including debentures and floating charges
- Managing insolvency situations of your clients and their customers
- Collect outs
- Debt recovery
- Client due diligence
- Membership of the Scottish Law Commission on Standardising Security over Asset Class and Debt Books



Banking

- Advising on a wide range of asset based lending transactions, across a variety of asset classes including receivables, timber, coal, whisky, plant and machinery
- Preparing standard form English and Scottish invoice discounting, debt factoring and asset finance documentation for a variety of lenders, ranging from UK banks to specialist lenders
- Advising on hire purchase and lease finance transactions
- Advising on commodity hedging arrangements
- Providing a helpline for Scottish asset and invoice finance queries for a major international bank
- Capital markets transactions with a combined value of over £100 billion



ABL Related Fraud

- Experience in co-ordinating investigations with cross border and multi-jurisdictional elements
- Practical experience investigating and managing many types of ABL Fraud including;
 - Double Discounting
 - Fresh Air Invoicing
 - Re-financing of stolen assets
- Experienced in securing and recovering Assets across a number of jurisdictions

Delivering value to your business

INNOVATIVE + COMMERCIAL

We're always willing to try new things to achieve the right result and our people aren't just legal experts, they know your business.

PRACTICAL + INTEGRATED

We always take a pragmatic approach to business and lawyers from each discipline across the firm work together as a team.

ENTHUSIASTIC + COMMITTED

We will approach your business with flair and imagination. We will get to know you and your business. We will happily attend any strategy meeting and can provide a brief secondment to really get to know you.

COLLABORATIVE + ACCESSIBLE

We take relationship management seriously and provide this time free of charge. We offer buddy systems, away days and business briefings. Additionally, you can reach us 24 hours a day, 7 days a week, every day of the year.

TRANSPARENT + EFFICIENT

Clarity on costs is paramount and we offer a number of accurate costing models. Our streamlined case management system is extremely cost effective and copes with a high volume of cases.

UP-TO-DATE + THOROUGH

We'll provide a full 'health check' to ensure standard documents are consistent, up-to-date and reflect recent legislative changes.

KNOWLEDGEABLE + RECIPROCAL

We provide bespoke training and seminars; access to publications; client events and our online knowledge portal, The Hub. We also seek to identify opportunities where we can make business connections or direct business referrals to our clients.



Key Contacts

Dispute Resolution

"Shepherd and Wedderburn is a 'good option for big-ticket cases'" LEGAL 500 2013



Alastair Frood, Partner

Alastair is a recognised specialist in banking and finance litigation. He advises on a range of finance-related disputes including asset recovery, collect-outs, fraud, enforcing securities and interpretation of standard documentation. He also has extensive experience in alternate dispute resolution and is regularly involved in multi-party mediations, arbitrations and expert determinations.

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Gillian Carty, Partner

Gillian is a licensed Insolvency Practitioner and accredited by the Law Society of Scotland in Insolvency Law. She focuses on contentious insolvency and enforcement issues working with many clients in the banking and finance sector. Gillian is a regular contributor to seminars and speaker at industry conferences and is recognised for her technical knowledge and shrewd commercial approach.

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Banking

"...a well-respected team, which benefits from strong relationships on both the borrower and lender sides." LEGAL 500 2013



Andrew Kinnes, Partner

Andrew is recognised as an expert in the field of Asset Based Lending, having acted for a wide range of UK and overseas borrowers and lenders across a variety of asset classes. He regularly advises on the implications of cross border securities and is currently a member of an advisory group assisting the Scottish Law Commission with its ongoing review of the law in Scotland relating to the transfer of moveable property.

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Property and Infrastructure

"They have a sensible, realistic approach to problem solving. Their general attitude is to try to get the deal done rather than finding reasons to not get it done." CHAMBERS 2014



Andrew Hall, Partner

Andrew is involved in all aspects of commercial property. He specialises in commercial and residential development, strategic land and property finance, with particular experience acting for house builders and landowners, UK banks and on large-scale multi-developer sites.

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Amar Wali, Associate

Amar is pragmatic and solution driven. His experience covers property finance, the energy sector, property acquisition and disposal, development and landlord and tenant work. He has particular expertise in property finance - recently acting for asset based lenders in the funding of wind farm developments together with carrying out the appropriate due diligence and preparation of security documentation.

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Corporate

"It does more than deliver. It's one of the only teams that really has a commercial way of thinking." CHAMBERS 2014



George Boyle, Partner

George specialises in mergers and acquisitions, buy-ins/buy-outs, joint ventures and corporate restructurings. He advises private and public sector clients, and banks, on a variety of transactions and projects and has a reputation for engaging with clients on a variety of transactions and projects to firmly understand their commercial objectives.

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Intellectual Property and Commercial Contracts

"Quite simply they're a fantastic team. They know what to do and will work very hard to help you achieve that goal." CHAMBERS 2014



Joanna Boag-Thomson, Partner

Joanna is an approachable and commercially astute IP/Contracts lawyer. Her work ranges from branding, merchandising and high profile sponsorship deals to complex research and development and collaboration. She is an accredited specialist and teacher of IP law and a visible player in Scotland's IT sector. She regularly reviews customer contracts as part of clients' take on procedures.

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Share Incentives

"The kind of support they provide is absolutely fantastic. They're so proactive and the firm's responsiveness is second to none." CHAMBERS 2014



Rodger Cairns, Partner

Rodger advises public, private and international companies on a wide range of matters relating to share schemes, executive compensation and corporate governance. Chambers state that Rodger has "huge integrity, great professional skills and a lot of courage in what can be a sensitive area." Both the team and Rodger are top ranked by Chambers.

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Restructuring

"They are highly proactive, commercial and responsive to us. They were able to bring the wider Shepherd and Wedderburn team in to deal with our matter" CHAMBERS 2014



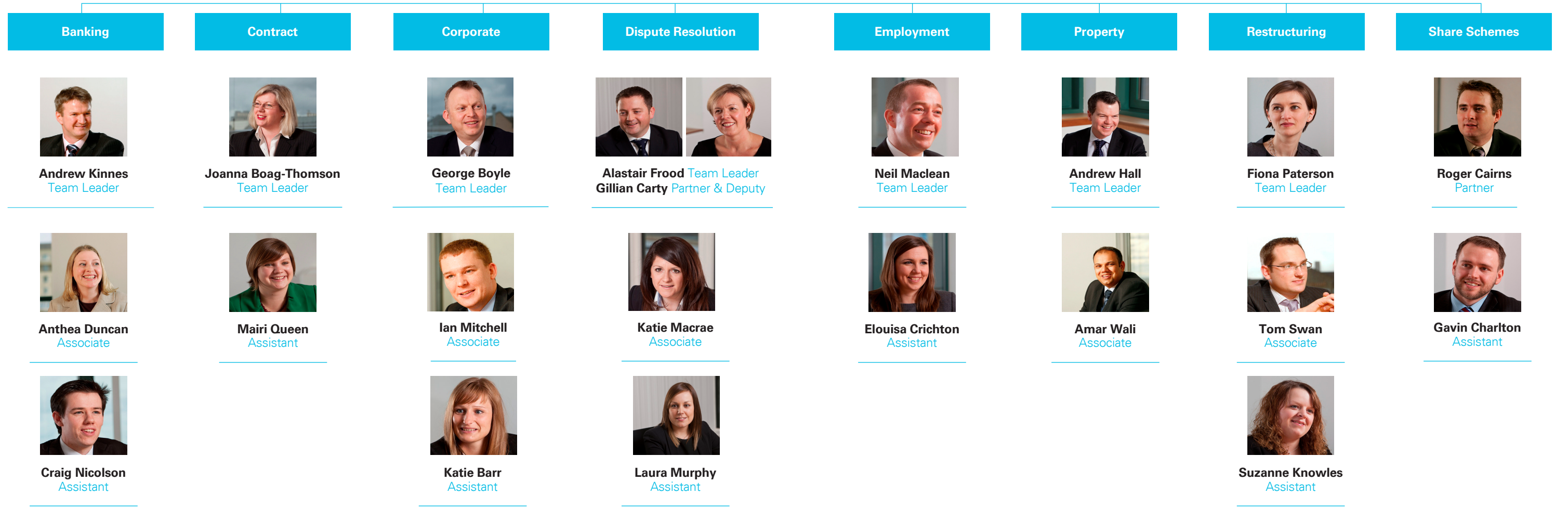
Fiona Paterson, Partner

Fiona is qualified in Scots and English law, specialising in corporate insolvency matters, corporate and financial restructuring, directors' duties and security issues. She frequently advises on cross-border matters, acting for lenders in relation to distressed connections, advising on restructuring options and dealing with formal insolvencies.

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The Shepherd and Wedderburn Asset Based Finance Team

Alastair Frood
Relationship Partner



“ I was very impressed by the team, they were efficient, timely and organised. ”



An Exceptional Track Record

Case Study



Andrew Kinnes - Banking

Asset Finance

Negotiation of Asset Backed Lending Facilities

Andrew was approached by a client that held a significant asset base. The client wanted to use the collateral in the assets as security for new lending facilities. The facilities which were negotiated were provided by a major UK bank and were in excess of £50 million. It was the first lend of this nature at such a significant level in Scotland. Entirely new documentation required to be drafted for the purpose.



Alastair Froom - Dispute Resolution

Invoice Finance

Collect Out / Enforcing Security

An Invoice Finance client approached Alastair on the insolvency of one of its customers. The remit was to collect all outstanding debts to recover the balance that fell due on insolvency. Due to the varied list of customers this involved; co-ordinating staged payment agreements; negotiating with a large customer that had a non-assignment clause; uncovering double factoring fraud; pursuing directors under warranties in separate jurisdictions; and securing assets pending court award to ensure full recovery for client.



Joanna Boag-Thomson - Contracts

Invoice Finance

Customer Due Diligence

An Invoice Finance client had the opportunity to take on a new customer. The prospect had been profitable over a number of years however only had one main customer. The strength of the debt relied heavily on the existing contract between the prospect and their customer. Joanna was able to review the contract with input from the disputes team and assess the strength of the agreement and the enforceability. This allowed the Client to assess the risk involved in taking on the new client and the terms of any agreement.

About us

A leading UK team...

- Over 230 lawyers across four offices
- Full service, multi-disciplinary team
- Specific expertise in the financial sector
- Advising corporate, public and private clients across the UK and internationally on a full range of legal matters

With highly rated and award winning lawyers...

- 46 lawyers recognised as leaders in their field
- 40 practice areas ranked as leading, including banking and finance, insolvency and corporate recovery and corporate

Working with institutional, private and listed clients...

- We have a reputation for providing an exceptional legal service. Shepherd and Wedderburn act for 28 publicly traded clients (from FTSE100 and AIM) for whom we are either sole or joint corporate legal adviser

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