



Dewey & LeBoeuf

An Introduction to the UK Compensation, Benefits and Employment Practice



UK Compensation, Benefits and Employment Practice

Our UK Compensation, Benefits and Employment Practice

As an integral part of the firm's global Compensation, Benefits and Employment Group, the UK Practice offers clients a valuable international perspective in the following areas:

- Employment and HR advice;
- Transactional support;
- Employment and pensions litigation;
- Pensions, employee share incentives and benefits advice;
- International cross-border advice;
- Associated tax advice; and
- Business related immigration.

Employment and HR Advice

We advise on all aspects of employment law. Non-compliance with rules, regulations and directives can be expensive for employers. Being alert to legal obligations and managing workplace problems effectively has never been more important. We are experienced at handling problems that have both a domestic and cross-border dimension and aim to provide practical and efficient solutions. We provide legal and HR advice as well as strategic support.

Our lawyers regularly advise on:

- Boardroom issues and corporate governance;
- Data protection;
- Disciplinary, grievance and dismissal procedures;
- Maternity and paternity rights and parental leave;
- Settlement agreements;
- Contracts of employment/staff handbooks;
- Employment policies and procedures;
- Redundancy programmes;
- Seconded, consultants, agents, leased employees and other "atypical workers;"
- National and European works councils; and
- Employee representative and trade union issues.

About Dewey & LeBoeuf

Dewey & LeBoeuf is one of the world's largest law firms with over 1,100 lawyers practising in 26 offices worldwide. The firm is known for its pre-eminence in providing legal services to the energy, utilities, banking, finance and insurance industries. Our practice has grown from this foundation to become a full-service law firm with clients in all industry sectors, including oil and gas, power, chemicals, banking, mining, manufacturing, aviation and aerospace, maritime, real estate, telecommunications, technology, information and media, as well as governments and their agencies. Our experience in these fields has, in turn, brought us to leading positions in capital markets, project finance, corporate and financial services, bankruptcy, environmental, tax, international arbitration and litigation practices.

Dewey & LeBoeuf's multinational network of offices serves local interests and ensures a cost-effective and coordinated strategy in matters involving multiple jurisdictions. Our overseas offices are strategically located, enhancing clients' access to, and ease of doing business in, major international markets.

For additional information, please visit www.dl.com.

UK Compensation, Benefits and Employment Practice (cont'd)

Transactional Support

We advise on the employment aspects of acquisitions and disposals of businesses, as well as mergers and takeovers and other commercial transactions. As part of a global law firm, we are very familiar with advising on the European aspects of multinational deals, advising international companies making investments in companies in UK and Europe and advising European companies investing in overseas employers. We are specialists in TUPE and complex outsourcing projects.

Our transactional employment work involves:

- Due diligence and assessment of risk;
- Employment aspects of transaction documents;
- Strategic support for multinational transactions;
- Consultation and notification requirements for employers;
- The effects of transactions on terms and conditions of employment; and
- Outsourcing on a national and international basis.

In addition, we have substantial experience in advising on pension and benefits issues associated with corporate transactions, including:

- Due diligence and assessment of risks;
- Pension/share plan/benefits indemnities and warranties;
- Negotiations with trustees and advisers;
- Clearance applications with the Pensions Regulator;
- Assessment of post-completion liabilities and support on integration of benefit programmes;
- Negotiating and drafting pension provisions for transfers of public sector employees to private sector employees;
- Advising on the impact on a target group's employee share plans of a proposed takeover or reorganization and the associated offer to the employee members; and
- Pre-IPO planning.



UK Compensation, Benefits and Employment Practice (cont'd)

Employment and Pensions Litigation

The number of Tribunal claims in the UK has increased dramatically in recent years. Tribunal claims are a fact of life for many employers and it is important for our clients to know how to deal effectively with such claims when they arise. We offer sound experience and a commercial approach to Tribunal litigation.

We aim to resolve employment disputes and work with clients to identify the best possible solution. Our lawyers will consider from the outset whether there are grounds for a commercial settlement or whether a claim should be defended or pursued.

Our team has vast knowledge in representing clients in the Employment Tribunal, the Employment Appeal Tribunal and the High Court in a wide variety of actions including:

- Unfair dismissal;
- Breach of contract;
- Bonus related claims;
- Applications for injunctions and enforcing restrictive covenants;
- Discrimination claims (sex, race, age, religion, disability, sexual orientation) and equal pay;
- TUPE related claims; and
- Claims arising upon the insolvency of an employer.

Pensions can involve very large financial liabilities. Claims can be presented to the UK Pensions Ombudsman and through the Courts. In addition, the UK Pensions Regulator effectively polices compliance and can impose severe economic sanctions not only against direct corporate sponsors but against the related corporate group. This has included participation in proceedings against parent companies in the U.S and Canada.

We have wide-ranging experience in addressing disputes relating to individual beneficiaries, trustees and corporate sponsors, involving the Pensions Ombudsman, the Pension Regulator and the UK and US courts.

UK Compensation, Benefits and Employment Practice (cont'd)

Pensions and Benefits

Dewey & LeBoeuf advise on all aspects of pensions and employee benefits law.

We are well-versed in the area of pension plan governance, including advice to both sponsoring employers and trustees on new legislative requirements and initiatives affecting these plans.

We have clients across a broad spectrum of industries, including public and private employers and plan sponsors, plan trustees, private equity funds, fiduciary liability coverage and plan products, employee benefit consultants, third-party administrators, investment advisors, business associations, multiemployer plans, buyers and sellers of businesses, and individual executives.

Our London-based pensions and benefits specialists advise on the following:

- Acting as appointed legal adviser under the Pensions Act 1995 to pension plan trustees;
- Legal advisers to corporate sponsors and parent companies on pension issues;
- Legal aspects of pension plan funding;
- UK regulatory clearance issues;
- European legislation and cross-border pension plans; and
- Drafting pension plan documentation

We frequently advise on complex issues associated with the structuring of employee share and cash benefits; share related incentives in the private equity industry and employee related cross-border issues for corporate employers. We bring together experience on tax and social security issues, securities law, employment law, corporate governance and regulatory and shareholder issues and our understanding of best practice. Our experience includes the following areas:

- UK HMRC "approved" and unapproved share options and other share incentive plans;
- UK shadow share plans and bonus plans;
- Global share plans;
- Extending parent (particularly US parent) share plans to UK and European employees;
- Private equity funds "carried interest arrangements;"
- Management "ratchet share" and other LTIP arrangements;
- Employer-financed retirement benefits schemes (EFRBS);



UK Compensation, Benefits and Employment Practice (cont'd)

- Personal service companies;
- Salary sacrifice;
- Secondments;
- PAYE and employer national insurance contributions implications of business trips to the UK by non-UK resident employees; and
- Intra-group recharges and supplies of services in relation to employees performing “group functions.”

Business Related Immigration

The UK Immigration Rules present huge challenges for employers and individuals. They are complex and subject to constant change. We have extensive knowledge and experience of the UK Immigration Rules and regularly advise clients on business related immigration issues including:

- Sponsorship obligations and compliance;
- Immigration aspects of mergers, acquisitions and service changes;
- Tier 1 Highly Skilled Worker, Entrepreneur and Investor applications;
- Tier 2 General and Intra Company Transfer applications;
- Visas for dependants;
- Sponsorship applications; and
- Indefinite leave and citizenship applications.

International Cross Border Advice

As a global law firm, handling cross-border matters is one of the strengths and hallmarks of our practice — we have the experience to co-ordinate and project manage complex multijurisdictional matters. Dewey & LeBoeuf London is the firm’s second largest office and acts as a gateway to our 13 other Europe, Middle East and Africa offices: Abu Dhabi, Brussels, Doha, Dubai, Frankfurt, Johannesburg, Madrid, Milan, Moscow, Paris, Riyadh, Rome and Warsaw.

Working closely with our knowledgeable lawyers across Europe, we have vast experience advising multinationals on issues of European employment and benefit policies (whistleblowing, data protection, anti-discrimination), European redundancy programmes and the application of the Acquired Rights Directive to restructuring programmes in Europe. We have vast experience on cross-border pension and employee benefit arrangements.

As a result of our investment in the developing global markets, we are considered one of the leading international firms for work in the emerging markets and for the co-ordination of cross-border advice.

UK Compensation, Benefits and Employment Practice (cont'd)

Value Added Services

Client Alerts

Dewey & LeBoeuf provides regular client alert updates and briefing on important legislative, regulatory or judicial developments. Our Client Alerts offer practical information about how the development will impact the business community and/or a specific area of law.

Training/Seminars

Dewey & LeBoeuf sponsors a variety of client seminars and events throughout the year. Many of the seminars are held on-site with individual clients. We would be happy to hold Continuing Legal Education (CLE) or Continuing Professional Development (CPD) courses to fit specific needs.

In addition, the firm offers clients access to our Dewey & LeBoeuf University (DLU) training programmes. DLU reflects the firm's commitment to providing resources for our lawyers to develop both their legal and lawyering skills. As well as benefiting from a faculty of partners and associates, DLU faculty also includes clients, commercial providers, academics and other professionals.



Contacts

For further information, please contact the following members of the Practice:



Sarah Linton
Partner,
Employment
slinton@dl.com
+ 44 20 7459 5191



Michael Salters
Consultant,
Pension
msalters@dl.com
+ 44 20 7459 5216



Judith Harger
Partner, Tax and
Share Plans
jharger@dl.com
+ 44 20 7459 5185

Dewey & LeBoeuf LLP

New York | London | Washington, DC | Abu Dhabi | Albany | Almaty | Beijing | Boston | Brussels | Chicago | Doha | Dubai | Frankfurt
Hong Kong | Houston | Johannesburg | Los Angeles | Madrid | Milan | Moscow | Paris | Riyadh | Rome | San Francisco | Silicon Valley | Warsaw

dl.com

The material contained herein does not constitute legal advice. Prior results do not guarantee future performance.

© 2012 Dewey & LeBoeuf LLP. All rights reserved.

In this publication, Dewey & LeBoeuf means the international legal practice comprising Dewey & LeBoeuf LLP, a limited liability partnership registered in the State of New York, Dewey & LeBoeuf LLP, a limited liability partnership incorporated under the laws of England and Wales, and all other affiliated partnerships, companies and entities. For further information on Dewey & LeBoeuf, please visit www.dl.com.