

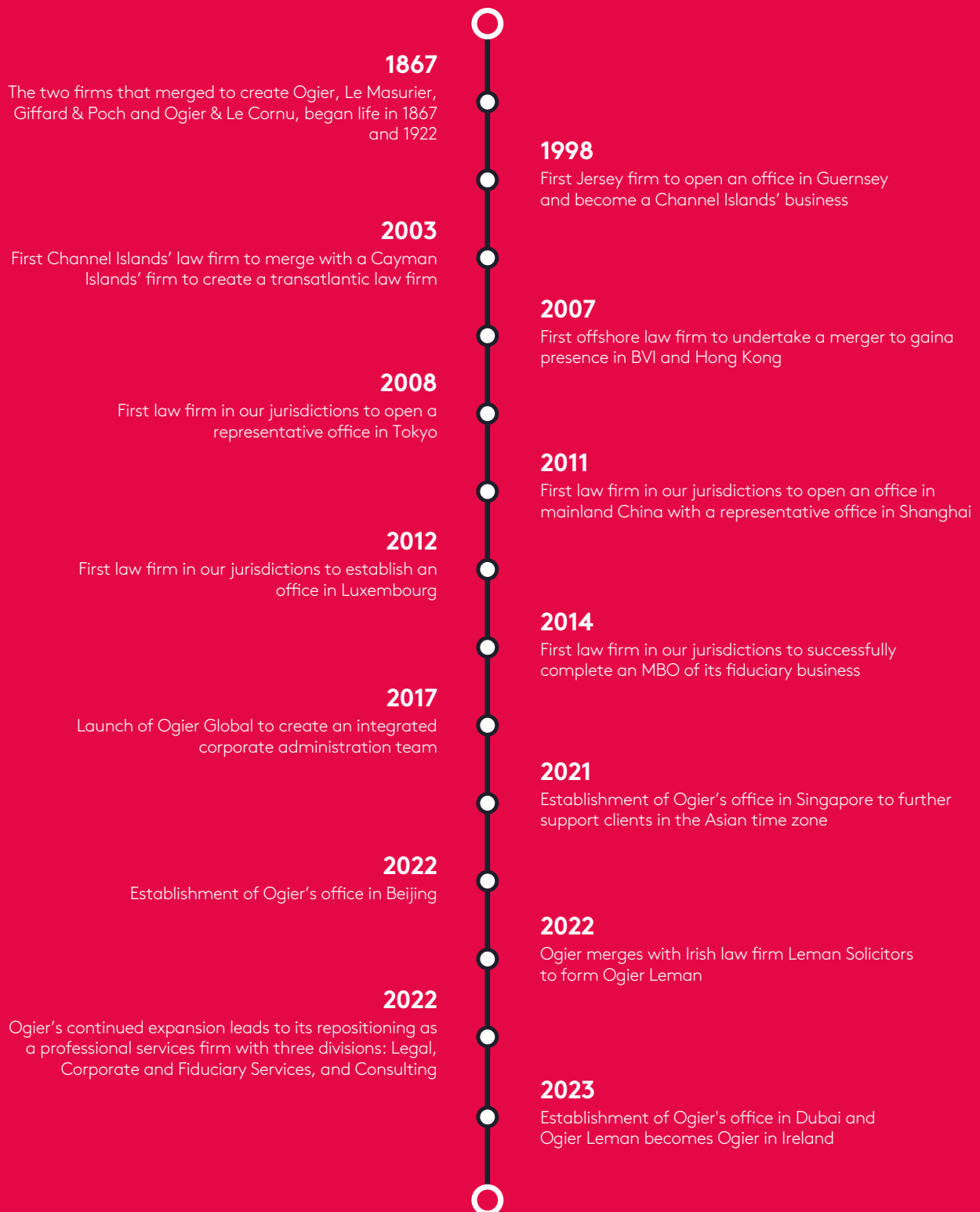
Ogier

Legal
Corporate and Fiduciary
Consulting

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Key moments



What we do

We are a professional services firm with the knowledge and expertise to handle the most demanding and complex transactions and provide expert, efficient and cost effective services to all our clients.



Ogier are equal parts exemplary, professional and down to earth. They are extremely efficient and thorough and really take a tailored approach to each client and matter presented.

Legal 500 Caribbean, Cayman Islands, Regulatory, 2022



Industry-leading breadth and experience whilst remaining personable and very approachable.

Legal 500 UK, Jersey, Banking and Finance, 2022

Legal

Our commercial understanding and experience of working with leading financial institutions, professional advisers and regulatory bodies enable us to add real value to our clients' businesses.

Ogier provides practical advice on a unique combination of six laws: BVI, Cayman, Guernsey, Irish, Jersey and Luxembourg. Our global network covers Asian, European and US time zones.

In a rapidly evolving marketplace legal advice needs a flexible approach. Smooth, efficient, quiet service for the daily running of businesses, with serious power and finesse at times when activities deviate from the norm. Our business model is structured to meet individual needs.

We are lawyers to the world's leading financial institutions, professional advisers, regulatory bodies and high net worth individuals.

Corporate and Fiduciary

Providing exceptional and efficient service, our Corporate, Funds, Private Wealth and Capital Markets teams offer clients integrated legal and corporate administration services with a strong reputation in governance and regulatory compliance.

Working closely with Ogier's partnered legal teams to incorporate and administer a wide variety of vehicles, our highly experienced team of technical experts provides exceptional personal service, working collaboratively with clients to deliver responsive, commercial solutions.

We have a proven track record and a strong reputation for our focus on corporate governance, regulatory compliance and data integrity.

Consulting

Our experts provide independent guidance spanning advice and training to implementation and evaluation across sustainable investing, regulatory compliance and tech. Our tailored advice meets clients' specific needs, delivering flexible solutions and support.

Legal services

Banking and Finance

By matching the right level of experience and expertise to each transaction, our Banking and Finance team has earned the title of a 'well-oiled machine'.



It is a first-class firm. They are responsive, personable and most importantly very accessible. They also operate with a great deal of integrity.

Chambers UK, Jersey, Corporate and Finance, 2022



Ogier has an impressive collaborative approach, their responsiveness and approachability set them apart from their competitors.

Legal 500 Caribbean, Cayman Islands, Banking and Finance, 2021



I would consider them among the elite firms in the jurisdictions where they operate.

Chambers Global, BVI, Corporate and Finance, 2021

Our global team of experts supports banking and other financial clients transacting in or with counterparties or collateral in the BVI, Cayman, Guernsey, Ireland, Jersey and Luxembourg. Our presence in all major timezones, ensures that complex transactions can be effected within the tightest of deadlines.

We've built our practice to advise all stakeholders across the full financial product lifecycle. From debt and other security instrument listings to restructuring and insolvency, we draw on the complementary disciplines of our banking, structured finance, investment funds, corporate and dispute resolution teams to provide a fast and efficient service.

Our specialist teams offer exceptional levels of expertise to issuers listing on The International Stock Exchange (TISE) and the Cayman Islands Stock Exchange (CSX). Ogier is also frequently instructed as Cayman counsel in respect of debt issuances on the Hong Kong Stock Exchange (HKEx), Singapore Stock Exchange (SGX) and other international exchanges.

Our legal teams work closely with Ogier Global's corporate administration professionals to support clients with the formation and administration of asset finance vehicles, public and private debt issuers (including Islamic finance structures) and securitisation vehicles.

Specialised teams cover the following areas:

- Asset finance
- Debt capital markets
- Derivatives
- Fund finance
- Islamic finance
- Leveraged finance
- Listing services
- Real estate finance
- Regulatory
- Restructuring and insolvency
- Structured finance
- Sustainable finance



They display a keen understanding of what is most important to clients and are very accommodating of challenging and tight deadlines.
Chambers UK, 2021



Katrina Edge
Partner,
Banking and Finance

Legal services

Corporate

Regularly working on big ticket and complex cross border transactions, we are a 'go to' firm for this type of work.



They go the extra mile. Legal 500 UK, Guernsey, Corporate and M&A, 2022

Our skilled corporate lawyers advise on a broad range of industry sectors, commercial opportunities and investment-related transactions, and bring their experience and knowledge to bear on each instruction.

Renowned for our in-depth understanding and long-standing experience in the market, we are sought out for being at the forefront of financial industry regulatory changes and our insight on local regulations.



The investment that Ogier has made in technology stands them head and shoulders above others. This investment positively impacts their service delivery. They embrace technology to enhance the client experience. Legal 500 UK, Jersey, Corporate and Commercial, 2020

Ogier has an excellent transactional track record, having been involved in some of the largest and most complicated deals to have taken place in our jurisdictions in recent years. We also have extensive experience in advising on the establishment of many forms of domestic and cross-border corporate vehicles, trusts and partnerships.

Services include:

- Contracts and outsourcing
- Corporate relocations
- Economic substance
- Equity capital markets
- Financial services
- General corporate
- Investment structure
- Joint venture and strategic alliances
- Listing services
- Mergers and acquisitions
- Private equity
- Regulatory
- Restructuring and insolvency
- Technology and Web3

Our legal experts work closely with professionals from Ogier Global to provide seamless and efficient legal and corporate administration services. These include forming and administering corporate vehicles for initial public offerings (IPO), mergers and acquisitions (M&A), corporate re-structuring and investment holding.



Deep knowledge of BVI law and practice as well as very good knowledge of US market requirements. Legal 500 Caribbean, BVI, Corporate and Commercial, 2022

Our client portal, Ogier Connect, gives clients real-time access to statutory information and uses market-leading encryption ensuring security and peace of mind. It offers clients an easy-to-use platform to manage the corporate administration of their businesses, from a single vehicle to the most complex of corporate structures.



Very practical and client-oriented, providing practical solutions. Chambers Asia-Pacific, 2021



Nathan Powell
Partner,
Corporate

Legal services

Investment Funds

You don't pay for a learning curve when you instruct us. We have been focused on funds since the beginning of the industry.



They are knowledgeable and responsive, communicate clearly, and have a keen sense of the need to balance legal and commercial concerns.

Legal 500 Caribbean, Cayman Islands, Investment Funds, 2022



Their approach delivers clarity and focus, with total confidence in ultimate outcome. Working with any of them, and their team, is a pleasure.

Legal 500 UK, Guernsey, Investment Funds, 2022



Staff members are extremely knowledgeable and provide clear and concise guidance pertaining to regulatory matters.

Legal 500 Caribbean, BVI, Investment Funds, 2022

Following international capital flows, our investment funds specialists draw on the experience of dedicated funds teams across our global network of offices, including BVI, Cayman, Guernsey, Hong Kong, Jersey and Luxembourg.

The onshore funds and tax capability provided by our Luxembourg office sets us apart and we have a thriving office in Hong Kong and unmatched insights into Asia through our Beijing, Shanghai, Singapore and Tokyo offices.

Many of our specialists have played a leading role in developing market practice and drafting progressive funds legislation across a number of our jurisdictions.

We have particular strength advising private equity sponsors and investors on all aspects of closed-ended funds including portfolio company transactions.

We advise on a wide spectrum of fund structures and their particular regulatory and commercial approaches. With the support of our experienced fund finance and dispute resolution specialists, and our funds team at Ogier Global, we provide a holistic service across the full fund lifecycle. Our services include advising on structuring and supporting fund formation, including the provision of registered office and company secretarial services to investment managers, corporate fund vehicles, general partners, limited partnerships carry and special purpose vehicles, to advising on regulations including fund licensing and automatic exchange of information, corporate governance and investor disputes. We also advise on the management of liquidity and business interruptions, strategic investor arrangements and fund wind-down and termination.

Ogier works with investment funds of all types including:

- Debt
- Hedge
- Hybrid
- Infrastructure
- Investment management
- Mezzanine
- Private equity
- Real estate
- Structured product
- Sustainable investing and impact funds
- Venture capital



I hold the Ogier team in very high regard. They are efficient, reliable and always make themselves available.

Chambers Global, 2021



James Bergstrom
Partner,
Investment Funds

Legal services

Restructuring and Insolvency

We have extensive international experience advising on contentious and non-contentious restructuring and insolvency matters.



Ogier is one of the world's top law firms for cross-border insolvency and restructuring. **Global Restructuring Review, 2022**

With global winds blowing towards increasingly complex restructuring matters, our global Restructuring and insolvency team draws upon the creativity, knowledge and experience of the entire firm across multiple disciplines to provide responsive and commercial solutions for clients.

Luxembourg. Our team includes some of the foremost names in our jurisdictions, including partners who worked through the 2008 financial crisis and who drove the restructuring and insolvency work that flowed from it.

The team's pedigree sees us instructed on the largest and most important matters in our jurisdictions, including the first ever 'soft touch' provisional liquidation in the BVI, the Cayman-centred Abraaj private equity group, the award-winning restructuring of Ocean Rig, the first and largest restructuring of its kind, and the \$2 billion dispute over the Guernsey-based Carlyle Group.

Services include:

- Corporate restructuring and reorganisation
- Distressed Funds and Private Equity
- Formal insolvency procedures
- Investor and shareholder rights/ actions
- Liquid or insolvent trusts
- Member and creditor schemes of arrangements
- Negligence and breach of duty claims
- Policies and best practice
- Refinancing
- Statutory remedies



Ogier's work on Ocean Rig restructuring recognised with three awards.

Spanning Asian, European and US time-zones and working across a range of Ogier's service lines including Banking and Finance, Corporate, Dispute Resolution, Investment Funds, M&A, Private Equity and Real Estate, our multidisciplinary approach enables us to offer a one-stop, cost-efficient solution that cuts through complexity to get to what really matters.

Our expertise extends to all aspects of restructurings from consensual workouts to contentious schemes of arrangement. The close working relationship between our contentious and non-contentious teams across all of our jurisdictions means we are ideally placed to advise in the most difficult and unpredictable of distressed situations.

As a leading firm in our jurisdictions, we are in constant dialogue with the regulators in the BVI, Cayman, Guernsey, Ireland, Jersey and

Case studies

US\$760m

Offshore domiciled debt

Mongolian Mining Corporation

Our Hong Kong team advised on the restructuring of Hong Kong Stock Exchange-listed, coking coal producer and exporter Mongolian Mining Corporation involving US\$760 million in offshore domiciled debt

£1.5bn

Global restructuring

Constellation Oil Services

Our BVI team advised the Brazilian-headquartered group on its \$1.5 billion global restructuring utilising the first ever BVI 'soft touch' provisional liquidation.

BVI law

Bankruptcy protection

Toys R Us

We advised Toys R Us on its voluntary application for Chapter 11 bankruptcy protection, advising on matters of BVI law from our BVI and Jersey offices.



Legal services

Dispute Resolution

When disputes arise in our jurisdictions, they are often complex, international and high value.



The team inspires confidence and commands respect from opponents and judges alike.
Chambers UK, Jersey, Dispute Resolution, 2022



Ogier's team have been exceptional. They are not afraid to push the envelope, fiercely guarding clients' interests, and seeking remedies that go beyond the norm in commercial litigation.
Legal 500 Caribbean, Cayman Islands, Dispute Resolution, 2022



Ogier is a formidable force in Guernsey. They are knowledgeable, well connected, and tenacious. They produce top-quality written work, have an excellent network of solicitors and barristers they use for support, and are capable of delivering a blow in court. They also are very client-focused and responsive.
Legal 500 UK, Guernsey, Dispute Resolution, 2022

Ogier is one of the largest teams in our jurisdictions advising on technical, strategic and procedural aspects across the spectrum of contentious commercial issues and disputes.

With a team whose experience spans cross-border, multi-million and multi-billion dollar disputes across Europe, the Middle East, Asia and the US, we resolve disputes in negotiation, mediation, arbitration or in court.

We have a pedigree in local and cross-border trust dispute resolution. Ogier counts as its clients a large number of the leading institutional and independent fiduciary businesses in our jurisdictions.

Ogier's restructuring and insolvency team offers legal advice to banks, financial intermediaries and corporates, as well as onshore counsel and other professional services providers in connection with company structures. Ogier has excellent relationships with regulators in each of the British Virgin Islands, Cayman, Guernsey, Ireland, Jersey and Luxembourg.

Services include:

- Banking disputes
- Corporate and financial services disputes
- Enforcement of judgments and awards
- Fraud and asset-tracing
- Funds disputes
- International arbitration
- Investigations and regulatory advice
- Restructuring and insolvency
- Shareholder and valuation disputes
- Trusts disputes and private wealth



Their distinguishing factor is their emotionally intelligent approach to finding the best way to win the argument whether that calls for a direct approach or a more circuitous one. The team includes brilliant minds who consistently master the detail without losing overall perspective.
Legal 500 Caribbean, 2022



Marc Kish
Partner,
Global Head of
Dispute Resolution

Locations

We have 108 partners and a growing team of more than 1100 people working across major international finance centres in Europe, the Caribbean and Asia.

Ogier has an incredible breadth of experience across disciplines with top people in every substantive area. They excel in client service and responsiveness.
Legal 500 UK, 2021



London

BVI Law
 Cayman Law
 Guernsey Law
 Jersey Law
 Corporate and Fiduciary

Guernsey

BVI Law
 Guernsey Law
 Corporate and Fiduciary

Jersey

BVI Law
 Jersey Law
 Luxembourg Law
 Ogier Regulatory Consulting
 Corporate and Fiduciary

Ireland

Irish Law
 Corporate and Fiduciary

Operating in rigorous regulatory environments, we understand the need to keep pace with change. Multi-jurisdictional matters are our speciality; we offer fast access to a range of international structuring options and a large number of our matters focus on cross-border issues.

* Our Beijing, Shanghai and Tokyo offices are representative offices of Ogier.

Beijing*

BVI Law
 Cayman Law
 Guernsey Law
 Jersey Law
 Luxembourg Law

Tokyo*

Corporate and Fiduciary

Shanghai*

BVI Law
 Cayman Law
 Guernsey Law
 Jersey Law
 Luxembourg Law
 Corporate and Fiduciary

Hong Kong

BVI Law
 Cayman Law
 Guernsey Law
 Jersey Law
 Corporate and Fiduciary

Dubai

BVI Law
 Cayman Law
 Guernsey Law
 Jersey Law
 Luxembourg Law
 Corporate and Fiduciary
 Ogier Regulatory Consulting

Singapore

Corporate and Fiduciary

Luxembourg

Cayman Law
 Jersey Law
 Luxembourg Law
 Corporate and Fiduciary



Case studies

Foxconn Industrial Internet Co. Ltd

Ogier's Hong Kong team have acted as counsel in connection with Foxconn Industrial Internet's RMB 27 billion (US\$ 4.3 billion) initial public offering on the Shanghai Stock Exchange.

The team provided Cayman Islands and BVI legal advice to the IPO, which is China's largest domestic listing since 2015 and was the fourth largest Chinese IPO in the past 10 years.

Additionally, Foxconn obtained regulatory approval in a record-breaking five weeks compared to the usual one to two year waiting period for most IPO applicants.

US\$ 4.3bn

value of IPO

Generali Worldwide Insurance Company Limited

An Ogier team from across Guernsey, the Cayman Islands, the British Virgin Islands and Jersey advised Generali on its entry into an agreement to sell Generali Worldwide Insurance Company Limited and Generali Link to Life Company Consolidation Group (LCCG).

The Ogier team provided advice across four jurisdictions fielding a combined team from numerous service lines including corporate, regulatory, insurance, competition, dispute resolution, employment, pensions and property.

€409m

value of sale

Battersea Power Station

Ogier advised on the most expensive single asset property deal in UK history with the c.£1.6 billion purchase of the iconic Battersea Power Station.

An Ogier team advised a joint venture formed by Permodalan Nasional Berhad and the Employees Provident Fund on the transaction to acquire Phase Two of the redevelopment of the site (including the famous power station).

The former power station dates back to the 1930s and is one of the most recognisable on the London skyline - the iconic Grade II* listed building sits on a 42 acre-site.

£1.6bn
total of purchase

Paladin Capital Group

Our Luxembourg team acted as Luxembourg Counsel on the structuring and launch of Paladin's cutting-edge fund investing in and developing global cyber security assets.

Paladin, one of the world's leading investors in this sector, has offices in both Europe and the US and works closely with governments, universities, research and development companies and entrepreneurs in the cyber security domain. Since its inception, it has committed more than \$1 billion across multiple funds and investment vehicles.


US\$ 1bn
in commitments

Legal services

Local Legal Services

Local businesses are the engine room of our jurisdictions' economies.

 They are the best on the island. Easy to deal with, responsive and efficient. Chambers UK, Jersey, Property, 2022

 Ogier provides excellent client service on all aspects of employment law, be it employment advice, publications or updates. The team is always very responsive, advice is always provided in a clear and concise manner, always professional, but delivered in an empathetic and practical manner. Legal 500 UK, Guernsey, Employment, 2022

 Ogier have demonstrated commitment to their staff welfare which comes through in a calm and considered approach to their work. Legal 500 UK, Jersey, Commercial Property, 2022

With 13 international offices and a diverse practice, Ogier is used to working for multinational corporations. But our heart is in the locations from which we operate and we've never taken our focus away from our local markets.

When you intend to do business in the Cayman Islands, Guernsey, Ireland or Jersey you need legal advice that is expert, fast, and fairly priced. We also provide Employment law services in Luxembourg.

Whether it's a family business, an entrepreneurial start-up or the local arm of a larger operation, what businesses need to thrive in an ever-changing economy are trusted advisors who understand how to take advantage of opportunity, manage challenges and mitigate risk.

Services:

- Acquisition and disposal of businesses
- Aircraft and yacht registrations
- Corporate law
- Competition law
- Employment law
- Estate planning
- Dispute Resolution
- Immigration
- Infrastructure projects
- Liquor licensing
- Planning and construction law
- Property law
- Property finance
- Regulatory advice and disputes
- Special Economic Zone businesses
- Trusts Advisory Group
- Wills, probate and estate planning

Q The team have very good depth and breath of experience at all levels. They are a very forward thinking firm and are able to handle matters in an efficient and joined-up manner, given their internal systems and they way they have adopted changes in technology. Legal 500 UK, 2022



Jonathan Hughes
Partner,
Local Legal Services

Legal services

Private Equity

Advising clients for over 30 years, we know every inch of the private equity legal terrain and our longstanding partner team has shaped much of it.



The team is excellent. They provide prompt service and are all very knowledgeable, thorough and delightful to work with.

Chambers Global,
Cayman Islands,
Investment Funds, 2021



A highly competent, professional and organised firm with a strong team of partners and associates who work cohesively together.

Chambers Global,
Offshore, 2021



The whole team is great. They are reliable, prompt and nice to work with.

Chambers UK, Jersey,
Corporate and Finance,
2021

The quality of our technical capacity and client service is matched by the breadth of our experience across every type of closed-ended vehicle. With a unique global footprint that includes six leading centres for private equity – BVI, the Cayman Islands, Guernsey, Ireland, Jersey and Luxembourg – our industry-leading partners, legal and corporate administration teams provide a full range of services to private equity sponsors, their advisers and intermediary law firms, advising on a wide spectrum of fund structures and their particular regulatory and commercial approaches, as well as complex downstream transactions and financings.

We regularly advise the world's largest private equity firms on all aspects of the private equity lifecycle; we also take pride in helping start-up sponsors launch their first fund structure. Our expertise across each of our jurisdictions means we can assist with both the structuring and execution of complex cross border transactions. We have been involved in some of the most noteworthy private equity deals completed in our jurisdictions, offering a global perspective to suit an international client base.

Services:

- Fund formation and capital raising
- Finance
- Downstream corporate advisory – acquisitions
- Downstream corporate advisory – exit phase
- Disputes
- Restructuring and insolvency
- Corporate administration

Case studies

€380m

Online advertising platforms purchase

Baltic advertising group

Ogier advised one of the world's leading private equity investment groups, investing in companies across different global sectors, on the Euro 380 million purchase of a group with a portfolio of leading online classified advertising platforms.

Ogier advised on both the corporate and finance parts of the transaction and the work included the establishment of six Luxembourg SPVs and the preparation/ negotiation of all corporate set-up and transactional documents.

£162m

Sterling Industrial Holdings Unit Trust sale

Sterling portfolio

Ogier advised a long term private equity real estate client in connection with its £162m sale of the Sterling Industrial Holdings Unit Trust to private equity firm Westbrook Partners.

Comprising 28 assets located throughout the UK, including the 1m sq ft building at Imperial Park in Newport, the portfolio sold above the asking price amidst strong investor interest.

The Ogier legal team worked closely with CMS Cameron McKenna Nabarro Olswang LLP and Mishcon de Reya LLP on the deal.

UK court

sanctioned scheme of arrangement

Warburg Pincus & TowerBrook Capital Partners

Ogier advised Warburg Pincus and TowerBrook Capital Partners in connection with the Jersey aspects of a take-private acquisition of AA plc, to be implemented by a UK court sanctioned scheme of arrangement.

Ogier advised the clients on all Jersey aspects of the transaction, including corporate structuring, regulatory and financing matters. In addition, a team at Ogier's corporate services business, Ogier Global, assisted with all Jersey corporate administration requirements.

Legal services

Private Wealth

The strength of our private wealth team is the quality and experience of the lawyers we have across our global offices.



I find them extremely helpful, they have huge depth and breadth in the team. They're the best on the island.
Chambers UK, Jersey, Trusts, 2022

From simple to more sophisticated structures established for succession purposes, asset protection, tax efficiency, family governance or confidentiality, the team is focused on providing the best advice for each client. Our client base includes trustees, fiduciaries, settlors, beneficiaries and family offices and their advisers.

In conjunction with our High Value Residency Team, we advise domestic and international clients on relocating to the Channel Islands, Ireland or the Caribbean.. As well as advising on buying and selling residential property and the associated estate planning, our wider services to individuals relocating their businesses and family include advising on residency applications in conjunction with trusted tax advisers, co-ordinating surveyors, architects, site and property finding professionals, as well as private banks to provide a seamless and personal service.



Ogier helps lead the way for private client work in Cayman. They have a truly global outlook and enormous trusts experience which they bring to bear on their work.
Legal 500 Caribbean, Cayman Islands, Trusts and Private Client, 2022

Our client base includes trustees, fiduciaries, settlors, beneficiaries and family offices and their advisers. High-net-worth clients across the globe benefit from our sensitive approach and innovative structuring.

Services include:

- BVI VISTA trusts
- Cayman STAR trusts
- Charitable and non-charitable purpose trusts
- Employee benefit trusts
- Estate planning
- Family office
- Guernsey and Jersey foundations
- Relocations
- Philanthropic structures
- Private trust companies
- Property
- Regulatory
- Relocations
- Reserved powers trusts
- Trusts: drafting, set up and advice

With our Dispute Resolution team we offer a seamless contentious and non-contentious advisory service. Our contentious trusts team can help to resolve disputes concerning trusts and foundations, should the need arise.

Ogier's Trusts Advisory Group also includes relevant corporate support to structures underlying trusts.



Although practicing in a fairly large firm they offer a boutique feel in that there is always the right level of partner involvement.
Legal 500 UK, Guernsey, Private Client and Trusts, 2022



Highly specialised and client focused. Ogier has a large network of offices, which allows them to consider many different jurisdictions when considering solutions to client situations. They are always highly responsive and provides first-rate work.

Legal 500 UK, 2022



Matt Guthrie
Partner,
Private Wealth

Legal services

Real Estate

We work on the largest, most complex real estate transactions, adding real value to clients and onshore advisers.



The team at Ogier is excellent. It delivers top-notch customer service at every level and during every step of a transaction, including a tremendous amount of after-care.

Legal 500 Caribbean, Cayman Islands, Real Estate, 2022



First of all, the team works as a team and clients always feel looked after. The team is extremely professional and the quality of the work is excellent. And finally, team members go the extra mile for their clients adding value to the experience along the way.

Legal 500 UK, Jersey, Commercial Property, 2022



They are very confident and very nice to deal with. They are very prompt and commercial in their responses.

Real Estate client feedback

Ogier's team holds a leading position in the market and has considerable experience advising on large scale real estate transactions, as well as real estate structuring and financing.

Our full service real estate and property law team advises developers, landlords and institutional investors on major property transactions, and has significant experience in relation to complex structures including real estate and other investment funds.

Our services include the establishment, structuring and regulation of a wide variety of real estate investment structures, the sale and acquisition of real estate investment structures and vehicles, development projects (including innovative costs funding mechanisms) and on-going legal and administration services to real estate investment structures.

Across our jurisdictions, our focus is on getting the deal done whilst at the same time achieving the best commercial outcome for our clients. We pride ourselves on our commercial awareness, shown best through our recommendations and client endorsements.

Services include:

- Property finance acting for both lenders and borrowers
- Property disputes and insolvency issues, including building disputes, lease dilapidations, planning appeals and realising security over real property
- Acquisitions and development projects
- Multi-party, joint venture and single investor structures
- Sales and lettings of large scale commercial and residential projects
- Property securitisation
- Commercial and residential portfolio acquisitions and disposals
- Advice on the full spectrum of real estate funds with commercially focused tax and regulatory advice
- Formation and ongoing administration of companies, partnerships and trusts for the finance, acquisition, holding and securitisation of commercial and residential property

Case studies

£47.2m

Legal & General
Investment
Management

Urban Logistics

Ogier provided Jersey legal advice for Urban Logistics REIT plc on the acquisition of seven distribution properties for a total of £47.2 million from Legal & General Investment Management.

The transaction, effected through the acquisition of a Jersey property unit trust, involved a number of law firms across Jersey, England and Scotland, with Ogier working closely with Urban Logistics' onshore counsel, Wedlake Bell.

5

acre square office
development

City of London

Ogier acted as Jersey legal counsel on a complex deal which concluded in the purchase of the prestigious Five Acre Square office development in the City of London.

Ogier advised on all corporate, regulatory, structuring and finance aspects of the deal, which involved the purchase of units in a JPOT (Jersey Property Unit Trust), the settlement of existing financing as well as putting in place new financing and the relevant security.

£140m

financing deal

The Collective

Ogier provided Jersey legal and corporate administration advice on a new £140 million financing deal for innovative co-living operator, The Collective, to expand their global property interests.

The Collective will use the finance package to acquire additional development sites, with a particular focus on the UK, Germany, Ireland and the US. The Ogier team comprised of real estate legal teams and our corporate administration business, Ogier Global. English legal advice was provided by CMS Cameron McKenna Nabarro Olswang LLP.

Legal services

Tax

Ogier's Tax team draws together partners with specific tax expertise, who are also recognised in the world of corporate law. First and foremost, they understand business.



Accessible, approachable and pragmatic with a key understanding of the challenges in today's world.

Legal 500 UK, Jersey, Private Client, Trusts and Tax, 2022



The team is very responsive.

Legal 500 EMEA, Luxembourg, 2021



Ogier are equal parts exemplary, professional and down to earth. They are extremely efficient and thorough and really take a tailored approach to each client and matter presented.

Legal 500 Caribbean, Cayman Islands, 2022

Ogier works hand in hand with tax departments at onshore law and accountancy firms on cross-border advisory and transactional tax matters. We work with private equity and venture capital firms, investment funds, multinational corporate groups and high net worth individuals, with the capacity to advise on BVI, Cayman, Guernsey, Irish, Jersey and Luxembourg law.

We provide cross-jurisdictional analysis on which jurisdiction is most appropriate to businesses setting up in our locations and offer practical experience of the impact of tax residence.

Tax advice for:

- Hybrid finance instruments, hybrid structures and partnerships
- Luxembourg fund-type vehicles (AIFs)
- Private equity, real estate and hedge funds
- Private wealth: trusts, companies, foundations
- Redomiciliation and migration of companies and trusts
- Securitisation
- Structured finance
- Tax claims and refunds



Our partner-led teams advise clients across sectors on a full range of tax matters including regulatory requirements, tax residence and economic substance legislation.



Aurelie Clementz
Partner,
Tax

Legal services

Regulatory

The regulatory environment is increasingly complex and is often challenging for regulated businesses.

Specialist legal support is frequently required to advise on regulatory change or to consider the right response to potential issues.

Ogier strives to ensure that our clients not only remain in compliance with their regulatory obligations but that they receive forewarning and practical advice regarding the implementation of regulatory proposals, initiatives and reforms.

We have long-standing and professional relationships with industry regulators in the BVI, Cayman Islands, Guernsey, Ireland, Jersey and Luxembourg which is coupled with our wealth of experience assisting some of the world's largest financial services businesses in implementing change to meet the requirements of new laws and regulations. We pride ourselves on balancing astute technical compliance with realistic practical implementation advice.

Ogier regularly advises clients on registration, licensing and regulatory compliance. Our team has helped to shape much of the law and regulations that impact our clients, be it through active participation in various industry bodies and regulatory committees, through consultation on new laws or direct dialogue with the regulatory body in each of our jurisdictions.

Regulatory services include:

- Competition law
- Corporate and fiduciary services
- GDPR
- Economic substance
- Regulatory consulting

Case studies

US\$2.7bn

value of acquisition

Ocean Rig UDW Inc.

Ogier advised Transocean Ltd. (NYSE: RIG) on the Cayman law aspects of its successful acquisition of Ocean Rig UDW Inc. (NASDAQ: ORIG) valued at approximately \$2.7 billion, inclusive of Ocean Rig UDW Inc.'s net debt.

Transocean Ltd. is a leading international provider of offshore contract drilling services for oil and gas wells, and the acquisition results in a combined fleet of 57 floaters. The merger consideration comprised of 1.6128 newly issued shares of Transocean Ltd. plus \$12.75 in cash for each share of Ocean Rig UDW Inc.'s common stock.

US\$2bn

9 year dispute

Carlyle Group

Ogier advised Carlyle Group over a 9 year dispute worth nearly \$2bn, with more than 187 claims pursued against Washington DC-based investment firm The Carlyle Group and CCC's seven executive and non-executive directors, the case was thought to be the largest in Guernsey's history by financial value, duration, and number of documents filed.

A judgment handed down in April 2019 has upheld the first instance judgment that the directors of Carlyle Capital Corporation (CCC) were not in breach of their duty of skill and care or their fiduciary duty and that CCC's investment manager, Carlyle Investment Management LLC (CIM) was not in breach of its contractual or tortious obligations.

Corporate and Fiduciary services

Ogier Global

Providing exceptional and efficient service, Ogier Global offers clients integrated legal and corporate administration services.



In addition to their legal services arm, they are also able to provide a high quality and responsive fiduciary team on the ground in Hong Kong which makes it very convenient for us since BVI/Cayman are so many hours behind us. IFLR 1000, Hong Kong, Ogier Global, 2021



A stellar job with handling clients and their incorporations. Client feedback

Our corporate and fiduciary business, Ogier Global, works closely with Ogier's partner-led legal teams to incorporate and administer a wide variety of vehicles.

Our highly experienced and responsive team of experts are able to provide a full range of services to entities based in BVI, Cayman, Dubai, Guernsey, Hong Kong, Ireland, Jersey, Luxembourg, Singapore and the United Kingdom.

Supported by market-leading technology, our entity administration platform and in-built client service portal, Ogier Connect, gives clients real-time access to statutory information and the ability to interact with the administration of their entities.

Our highly experienced and responsive team of technical experts focuses on providing the highest level of personal service, working collaboratively with clients and delivering commercial solutions in the most efficient way.

Working closely with Ogier's Banking and Finance, Corporate, Real Estate and Investment Funds legal teams, our services include:

- Accounting and Financial Reporting Services
- Corporate Services
- Fund Services
- Investor Services
- Governance Services
- Private Wealth Services
- Real Estate Services
- Regulatory and Compliance Services
- Structured Finance Services

Ogier Global's team of professionals has a proven track record in the market and strong reputations for their focus on corporate governance, regulatory compliance and data integrity.



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Monique Adams,
Director,
Ogier Global

Consulting services

Ogier Regulatory Consulting

Navigating regulatory regimes is increasingly challenging. Capable, knowledgeable and experienced specialists are in short supply.



We found the team responsive, flexible and fully appreciated our needs and challenges. Legal 500 Caribbean, BVI, Regulatory and Compliance, 2022



Ogier are market leaders in banking and finance and regulatory law. Their advice is pragmatic, easy to digest, timely and well considered. Legal 500 UK, Jersey, Regulatory and White Collar Crime, 2022

With our international team of regulatory lawyers advising on which and how laws must be complied with, our compliance consultants advise on the operational implementation of programmes to meet those legal requirements. For example, regulatory lawyers might advise a regulated client that they need a cybersecurity policy and what this should cover. Our compliance consultants will work with the client to develop and implement a policy that is tailored to the client's specific infrastructure.

For many financial services clients our advice begins with a needs assessment and review of the client's latest risk assessments. In conjunction with Ogier's regulatory legal team, we can identify applicable regulatory requirements and the appropriate course of action. We then facilitate the approval of the work required by those responsible for governance. We can be engaged in the discharge of those action points or return at a future time to review the completion, reporting any further recommendations.

Services include:

- Advisory
- AML Officer services
- Audit (AML, Compliance)
- Training
- Remediation and monitoring



Working alongside Ogier's global team of regulatory law specialists, our legal and compliance advice is seamless, high quality and cost effective.



Tui Itoi
Managing Director,
Ogier Regulatory
Consulting

Consulting services

Sustainable Investment Consulting

Supporting our clients to navigate sustainable investment consulting goals and leverage opportunities.

Our dedicated consultancy at Ogier Global offers bespoke design, integration, management and reporting solutions. We recognise there is no one-size-fits-all approach when it comes to sustainable investment (SI) and have built our practice to provide tailored advice according to our clients' needs across the SI lifecycle.

We work across the spectrum of asset class and SI strategies facilitating institutional investors, multi-strategy asset managers, private equity funds, private debt and credit, venture funds, family offices and foundations.

Several global megatrends are shaping SI today, including the climate crisis, evolving regulation, growing investor demand and increased awareness that accounting for sustainability and ESG factors may lead to better risk-adjusted financial return in the long-run.

Evolving regulations are pressuring financial market participants to enhance their current operating models to refine, embrace, and embed ESG practices. Authorities around the world are moving ahead

to require enhanced disclosure on ESG or sustainability factors of investment products and business activities to assist investment decision-making.

Investor demand is also growing, driven by younger generations and high-net-worth individuals seeking to invest with their values. This is pushing asset managers to act and respond with sustainable investment solutions that match investors' risk, return and impact profile.

Our services

- Policy and strategy
- Regularity compliance
- Training and education
- Portfolio integration
- Due diligence
- Measurement and management
- Reporting
- Independent verification



SI Consulting delivers flexible solutions to our clients no matter where you are on your sustainable investment journey. Whether you are starting out or enhancing your investment strategy to factor ESG risks and opportunities, our team can support you.



Leonie Kelly
Director and Head of
Sustainable Investment
Consulting

Contacts

Beijing

Room 976
Level 9, Tower 2, China Central Place
No. 79 Jianguo Road,
Chaoyang District
Beijing 100025
China

T +86 10 8509 8460
E beijing@ogier.com

British Virgin Islands

Ritter House
Wickhams Cay II
PO Box 3170
Road Town, Tortola
British Virgin Islands VG1110

T +1 284 852 7300
F +1 284 852 7450
E bvi@ogier.com

Cayman Islands

89 Nexus Way
Grand Cayman
Cayman Islands KY1-9009

T +1 345 949 9876
F +1 345 949 9877
E cayman@ogier.com

Dubai

1003, South Tower
Emirates Financial towers
DIFC
Dubai

T +971 4 450 1900
E dubai@ogier.com

Guernsey

Redwood House
St Julian's Avenue
St Peter Port
Guernsey GY1 1WA
Channel Islands

T +44 1481 721672
F +44 1481 721575
E gsy@ogier.com

Hong Kong

11th Floor Central Tower
28 Queen's Road Central
Central
Hong Kong

T +852 3656 6000
F +852 3656 6001
E hk@ogier.com

Ireland

Percy Exchange
8-34 Percy Place
Ballsbridge, Dublin 4

T +353 1 639 3000
E ireland@ogier.com

Jersey

44 Esplanade
St Helier
Jersey JE4 9WG
Channel Islands

T +44 1534 504000
F +44 1534 504444
E jsy@ogier.com

London

19th Floor
100 Bishopsgate
London EC2N 4AG

T +44 1481 721672
F +44 1534 514444
E london@ogier.com

Luxembourg

2-4 rue Eugène Ruppert
PO Box 2078
L-2453 Luxembourg

T +352 2712 2000
F +352 2461 1680
E luxembourg@ogier.com

Shanghai

Room 3671
Level 36 Shanghai International
Finance Centre Tower II
No. 8 Century Avenue
Pudong New Area
Shanghai 200120
China

T +86 21 6062 6294
E shanghai@ogier.com

Singapore

9 Raffles Place
Level 6 Republic Plaza 1
Singapore 048619

T +65 6995 2200
F +65 6223 1900
E singapore@ogier.com

Tokyo

Holland Hills Mori Tower RoP
Suite 702
Toranomom 5-11-1
Minato-ku Tokyo
105-0001 Japan

T +81 3 6402 5635
F +81 3 6402 5636
E tokyo@ogier.com

“Ogier has an incredible breadth of experience across disciplines with top people in every substantive area. They excel in client service and responsiveness.”

Legal 500 UK, 2021

**Legal
Corporate and Fiduciary
Consulting**

Beijing
British Virgin Islands
Cayman Islands
Dubai
Guernsey
Hong Kong
Ireland
Jersey
London
Luxembourg
Shanghai
Singapore
Tokyo

Ogier provides practical advice on British Virgin Islands, Cayman Islands, Guernsey, Irish, Jersey and Luxembourg law through our global network of offices. Ours is the only firm to advise on these six laws. We regularly win awards for the quality of our client service, our work and our people.

Ogier Global is Ogier's corporate administration business.

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Regulatory information can be found at [ogier.com](https://www.ogier.com)