

**BYRNE
WALLACE**

YOUR
LEGAL
BUSINESS
PARTNERS



ICT, Software & Digital Media

Providing commercial advice to an innovative sector

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ByrneWallace is one of Ireland's largest law firms.
Our clients are leading and innovative public and private enterprises operating across all key industry sectors.

Driven by client needs

Over the years we have earned a reputation in Ireland and internationally as a leading business law firm with an award-winning approach to client service. We offer clients more than excellent transactional and specialist advice. We are recognised as "Your Legal Business Partners", delivering the full benefits of a trusted legal business partnership. We are constantly challenging ourselves to find ways of adding commercial insight as well as legal excellence.

Delivering solutions

We look to devise solutions and uncover opportunities, not just identify the problems. It is our job to understand our clients, their markets and their business goals and objectives – and to tailor our services accordingly. In addition to first-rate legal expertise, we apply commercial knowledge and a practical understanding of the totality of the issues to all our client work.

Resourced for success

We have the scale and experience to ensure that we deliver on our commitments in a timely, efficient and cost-effective manner. We are accessible, approachable and resourced to deliver the highest level of service you require.

Providing focused expertise

We are a full service practice and offer expert advice in the following areas:

- Banking and Finance
- Biotech
- Capital Markets
- Cleantech
- Consumer Law
- Connected Health
- Commercial
- Corporate
- Corporate Restructuring and Insolvency
- Data Protection
- Dispute Resolution (litigation)
- Employment Law
- EU and Competition
- Green Economy
- Health Services and Healthcare
- ICT, Software & Digital Media
- Inward Investment
- Life Sciences
- Medtech
- Mergers and Acquisitions
- Outsourcing
- Pharma
- Private Equity
- Projects, Energy and Natural Resources
- Property
- Regulatory advices
- Retail
- Venture Capital
- Tax

International reach

We maintain an office in New York to cater for the legal needs of our US clients looking to expand into Ireland and the rest of the EU. Through our association with leading Northern Ireland law firm, Mills Selig, we meet the needs of our clients throughout Ireland.

Award-winning

- Lexcel Standard of Excellence
Lexcel is a standard of excellence in practice management awarded by the Law Society of England & Wales. It is developed for the global legal profession. It is awarded only to law firms that prove under onsite assessment by an accredited external auditor that they meet the highest standards of client care, risk, quality and business management. While over 1,000 Firms have achieved Lexcel internationally, ByrneWallace is the first large law firm in Ireland to successfully achieve this accreditation.
- Irish Law Awards Winner
- Client Choice Awards Winner
- Chambers & Partners Top Ranked Leading Law Firm
- First Irish Law Firm to achieve ISO 14001 Environmental Management
- First Irish Law Firm to win Professional Services Green Award

The ICT (information and communications technology), software and digital media sector is a key driver of the Irish economy and is at the heart of the country's knowledge-driven investment and growth agenda. Our specialist lawyers advise new and established companies, both Irish and international, operating in the key areas of this dynamic industry, including: software; digital media and the internet; video game development; online gambling; online gaming; and cloud computing...

The ByrneWallace ICT, Software & Digital Media Group

Industry-specific legal expertise from a dedicated team focused on client needs.

The ByrneWallace ICT, Software & Digital Media Group draws on the specialist skills and expertise of lawyers from the firm's corporate and commercial, intellectual property, employment, regulatory, tax, litigation and dispute resolution, EU and competition and other specialist areas. We pool our diverse and complementary skills in an integrated, practical and innovative manner according to client needs. This dynamic and flexible approach has enabled us to develop and maintain a leading position in the provision of focused advice to this innovative sector.

The firm and a number of individual lawyers in the group have consistently been highly recommended in the intellectual property and technology sections of leading independent client directories, including Chambers & Partners Client Guide and Legal 500.

ByrneWallace has a strong track record on technology issues."

Legal 500



We provide specialist advice to technology, software and digital media companies at all key stages.

We provide legal business services to all types of enterprises active in the ICT, software and digital media sector. Our clients range from the earliest stage spin-out companies – from universities and innovation research hubs – to established later stage indigenous companies and

international players. Combining specialist skill sets, real industry and regulatory experience, and deep understanding of and enthusiasm for the unique challenges and possibilities facing clients in this sector, we deliver the highest quality legal service in a focused manner.

Maturity

- Trade sales
- IPOs and AIM listings

Expansion

- Mergers, acquisitions and joint ventures
- Restructurings
- Venture capital and follow-on fundraisings
- Regulatory issues
- Competition issues
- Cloud computing issues

Growth

- Website development and hosting agreements
- Out-licensing agreements
- SAAS (software as a service) agreements Online trading terms & conditions and privacy policies
- Seed funding
- Shareholder agreements
- Tax structuring
- Software export control advice

Start up

- Company set up
- Employee service agreements
- IP protection – trade marks and patent advice
- Domain name procurement
- In-licensing agreements
- Technology transfer/ collaboration agreements with third-level institutions
- Sub-contractor agreements
- Grant funding
- Property leases
- Non-disclosure agreements



A full service to the ICT, software and digital media sector

Focusing on your specific needs.



Corporate and Commercial

We advise on corporate transactions, including seed and venture funding rounds with private equity and government bodies and corporate structuring issues. Our expertise covers the full range of industry-specific commercial agreements, such as software and website development agreements, contractor agreements, non-disclosure agreements and reseller arrangements.

Intellectual Property

Our Intellectual Property Group provides expert advice on both commercial and contentious IP matters. The team brings together a wealth of experience in advising clients on sector-specific IP matters, including IP rights (patents, trade marks, design rights and copyright) and related issues – including registrations, exploitation, IP due diligence and IP

enforcement. Our lawyers focus on providing pragmatic solutions to the domestic and international IP issues faced by our clients.

We have a strong and proven track record in advising our clients on all forms of technology licensing arrangements such as evaluation agreements, software licence & support agreements, SaaS licences, OEM agreements and escrow agreements.

Online trading

We regularly advise on the legal aspects of e-commerce, such as domain name procurement and protection, website development and related copyright issues, merchant agreements with payment providers, website terms of use and privacy policies, online contract formation and online terms and conditions of sale (including compliance

with the Distance Selling Regulations, E-Commerce Directive and data protection legislation).

Cloud computing

Offering or purchasing services from the “cloud” raises several unique legal issues. These include: legal liability for any loss or unauthorised access to assets or data; the appropriate jurisdiction for disputes; cross-border data protection compliance; and the subtle differences between the SaaS and conventional licensing models and agreements. We advise on the considerations for adopting a successful cloud computing strategy while at the same time identifying and minimising the inherent legal risks.

Within the IT sector, this firm takes 'a no-nonsense approach to things, giving the client advice in a direct and down-to-earth fashion'...

Regulatory & Online Gambling

We advise on a broad range of regulatory issues relevant to technology companies, covering established and emerging business models and practices. For example, we have significant experience in advising on the software export control regime for dual use goods. We also advise on the gaming, betting and financial regulation issues applicable to online gambling companies.

Employment law

Our employment law department is the largest in the country and is consistently ranked as the top employment law practice in Ireland. Our range of employment law services is extensive and includes advice on: recruitment, service contracts and terms and conditions of employment; equality legislation; benefits including pensions and employee share plans; working time and holiday regulations; industrial relations disputes and related matters; employee-related litigation, including termination of service and unfair dismissal claims.

EU and Competition

We can provide tailored legal advice on all aspects of EU and Irish competition law - including dominance and pricing issues, merger control, competition compliance, state aid rules and litigation before the Irish and European Courts.

We advise ICT, software and digital media companies on the application of relevant block exemptions to their commercial agreements, such as technology transfer, vertical restraints (including distribution agreements), research and development and cooperation agreements.

US Office

Through our New York office we assist US companies who are investing and establishing operations in Ireland and the European Union. We also work with Irish and European clients who are extending their reach and developing their business networks into North America.

Trade Sales/IPO's

We advise our technology clients from start to finish and have advised several clients on multi million Euro trade sales and also on AIM listings.

‘The firm is becoming a notable fixture within the video game sector...’ **Chambers & Partners**



ICT, Software & Digital Media Group experience

Advised the Trump Organisation on all ICT and IP issues relating to the acquisition of Doonbeg Golf Resort.

Advised Blackbaud Inc.(NASDAQ: BLKB) on its recent acquisition of MyCharity.ie.

Advised Adaptive Mobile – mobile spam filtering – on all their licensing; data protection, corporate legal issues; multiple funding rounds, mergers and acquisitions transactions and litigation matters.

Advised Aztec Exchange on a major equity fundraising and the development of its receiveable auction platform.

Advised CR2 in relation to multiple international software licences.

Advised Prepay Power in relation to its business roll-out.

Advised BDO on a Master Services Agreement with Twitter.

Irish legal advisers on several issues to Red Hat.

Advised Swrve on a syndicated \$6.25m equity investment led by Atlantic Bridge Partners and Intel Capital.

Legal advisers to venture backed Rainmaker Business Technologies Limited in relation to a 2012 equity investment.

Advised Zagg on the establishment of its Irish Operations.

TRUMP
THE TRUMP ORGANIZATION



redhat.



DUNNES



FEEDHENRY



softex

First Derivatives plc



iontas



dimension data



Meet our team

Our team draws together extensive expertise and industry knowledge from key practice areas.

Darren Daly

*Partner & Head of ICT,
Corporate & Commercial*

Darren advises on general corporate law matters and provides specialist advice on intellectual property, ICT, e-commerce and data protection issues. Darren is recognised as a leading adviser to ICT, software and digital media clients.

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Feargal Brennan

*Partner, Corporate &
Commercial*

Feargal provides advisory and transactional advice to a wide variety of clients across an array of business sectors. He has advised numerous software and technology companies on a range of issues, including on all aspects of major information technology and related services outsourcing arrangements. He has over 15 years experience in advising on equity transactions and venture capital financings.

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Jon Legorburu

*Partner, Litigation &
Dispute Resolution*

Jon Legorburu heads the firm's contentious intellectual property (IP) division and represents domestic and overseas clients in all areas of IP litigation, including copyright, trade mark (CTM, national and Madrid Protocol registrations), design right, database right and patent litigation. He has specialist experience of multi-jurisdictional product liability and IP disputes.

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Brendan Gavin

*Associate, Corporate &
Commercial*

Brendan provides commercial law advice to clients in a variety of sectors (e.g. technology, retail, energy and public sectors) on matters such as the drafting, review and negotiation of commercial contracts, IP & technology, data protection, franchising, distribution, licencing, and general commercial law advisory work.

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Catherine Dowling

*Associate, Corporate &
Commercial*

Catherine advises on the areas of intellectual property, information technology, data protection and e-commerce and also advises on general corporate and commercial matters. She previously worked as in-house counsel with a telecoms company and has particular expertise in telecoms related issues.

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Dennis Agnew

*Partner, Corporate &
Commercial*

Dennis is a corporate transactional lawyer who heads the firm's Foreign Direct Investment team and acts for a broad range of US and Irish companies. Based in our New York office, Dennis' role is to provide Irish legal advice and know-how to US companies in as efficient a manner as possible.

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Anthony Smyth

Head of Tax

Anthony provides advisory and transactional advice to domestic and international corporations doing business in Ireland. Anthony has advised a wide range of ICT, life sciences and consumer brand clients on the tax efficient structuring of their operations including inward and outward bound projects and availing of the research and development regime.

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