




**The Law Firm to the
Gambling Industry**

HARRIS *H* HAGAN
Specialists in Gambling and Leisure Law



Harris Hagan is the only City law firm dedicated exclusively to the provision of legal services to all sectors of the gambling and leisure industry in the UK and internationally.

We offer unparalleled legal experience, knowledge and commercial understanding of the industry. We understand not only the law, but the business behind it. We provide a full service to the gambling and leisure industry, including specialist regulatory, licensing, corporate and commercial advice.

The combined experience of our gaming, entertainment and commercial lawyers enables us to provide a highly specialist and seamless service. We have an understanding of the regulatory, commercial, technical and operational issues facing our clients and our partner-led approach ensures that our legal advice is both practical and commercial. We provide a level of service that is second to none.

We have advised many of the world's largest gambling and leisure operators. Our clients include governmental organisations, casinos, hotels, bars, restaurants, event venues, bookmakers, online gambling operators, corporate law firms, start up ventures and manufacturers of gambling equipment.





Land-based Gambling In this highly regulated environment, we guide clients through all aspects of regulatory and licensing work, including applications for licences, renewals, change of premises and regulatory investigations. We represent casino operators, betting operators, adult gaming centre operators, gaming machine manufacturers and their suppliers.

We assist clients with the development and expansion of their product offering, including advising on new games, marketing schemes, split premises, outside gaming areas and electronic gambling. We frequently advise corporate law firms, private equity firms and banks on gambling licensing and regulatory matters and specialist due diligence. We also assist with all the licensing and regulatory aspects of the sale and purchase of a gambling business or licence, including due diligence, change of control provisions and transfer and variation of the licence.

We are often asked to advise on the acquisition and disposal of casinos, corporate group structuring of multinational gambling corporations and venture capital investment, and also provide specialist commercial and business advice to gambling machine operators on franchise, distribution and licensing arrangements.

Recent work:

- ⇒ Representing Aspers Casinos in their bid for a large casino licence in Newham under the Gambling Act 2005
- ⇒ Advising the new owners of GalaCoral Group on licensing and regulatory issues arising out of the acquisition
- ⇒ Advising Global Cash Access Inc. on cash access products in the UK casino market

Online Gambling We advise online gambling operators on all aspects of their business. From cross-border jurisdictional issues to applying for licences in jurisdictions such as the UK, Alderney and the Isle of Man, we have the experience, contacts and industry knowledge to provide the advice they need.

In view of the nature and recommendations of the DCMS Consultation on the regulatory future of remote gambling in the UK, we have been advising existing and start-up operators on applying for a UK licence in the short to medium term future. With extensive experience of making UK licence applications for land based and online operators and a thorough understanding of the process and requirements, we are well placed to advise and assist those affected by the new proposals.

We support clients throughout the process of obtaining a licence, preparing the application, advising on business plan requirements, assisting with the development of socially responsible policies and liaising with the regulator to ensure a swift and smooth application process.

Recent work:

- ⇒ Appointed EU Counsel to major US gambling operator
- ⇒ Advising a leading US gaming operator on establishing its online gambling operation in Alderney, including European jurisdictional and commercial advice
- ⇒ Acting for a senior executive in achieving a successful outcome to the review of their PML by the UK Gambling Commission





Advertising We regularly advise on the codes, rules and regulations applicable to advertising gambling products in the UK. We review gambling advertisements as they are developed to ensure compliance with the CAP and BCAP codes and the Gambling Industry Code for Socially Responsible Gambling, and we also work closely with advertising agencies and ISPs.

We always seek to balance our interpretation of the rules with a commercially realistic approach. We also assist clients in the event of complaints to the Advertising Standards Authority in relation to their gambling advertisements. We advise our clients on gambling advertising throughout Europe and beyond, co-ordinating local advice based on an understanding of the products being offered.

Recent Work

- ⇒ Advising a leading online gambling operator on their UK advertising strategy
- ⇒ Advising clients on ASA complaints in relation to their advertising

Corporate Services

We regularly advise multinational corporations on a range of regulatory, transactional and corporate issues. We have the specialist gambling expertise to assist on industry specific and strategic business planning, company formation, corporate restructuring and offshore restructuring. We regularly advise clients, from multinational corporations to start up ventures, on a range of regulatory, transactional and corporate commercial issues, both online and offline. Our services include:

- ⇒ Mergers & Acquisitions
- ⇒ Venture capital arrangements
- ⇒ Private equity instruments
- ⇒ Corporate group structure and offshore restructuring
- ⇒ International joint ventures and strategic alliances
- ⇒ Share restructuring and reorganizations
- ⇒ Loan and facility documentation

Recent Work

- ⇒ Carrying out gaming related due diligence in relation to the acquisition of CashCade Limited (Foxy Bingo) by PartyGaming for up to £96m
- ⇒ EU corporate Counsel acting for US gambling software house in its share purchase of an Alderney licensed online gambling operator
- ⇒ Advising online gambling operator on joint venture agreement with Italian broadcasting corporation





E Business

Our gambling expertise enables us to provide our clients with detailed and industry specific advice on a range of online agreements. We pride ourselves of always being up-to-date with international developments affecting the online industry and regularly advise on Data Protection and EU Law Regulations and developments. We also provide advice on managing and protecting intellectual property online including copyright, design rights, data base rights and trade mark registration.

- ⇒ **White Label Agreements**
- ⇒ **Strategic Partnerships**
- ⇒ **E-commerce terms and conditions**
- ⇒ **Mobile Games**
- ⇒ **Sponsorship agreements**
- ⇒ **Intellectual Property**
- ⇒ **Regulatory and Compliance issues**
- ⇒ **Network Affiliation Arrangements**
- ⇒ **Co-Production Agreements**

Recent work

- ⇒ Drafting terms and conditions for online payment services provider providing payment services to the gambling sector
- ⇒ Advising US online gambling operators on mobile gambling across EU member states
- ⇒ Advising European Bank on specific requirements for online gambling operator client accounts



Information Technology

Technology systems and gambling software are at the heart of online gambling. As technology evolves, traditional methods of structuring legal solutions become out-dated and traditional methods of due diligence have been overtaken. We provide sector specific expertise and experience and can assist clients in achieving their strategies and position their business for enduring success, including:

- ⇒ Software development, licensing and maintenance
- ⇒ Hosting agreements
- ⇒ System integration agreements
- ⇒ Infrastructure agreements
- ⇒ IT Outsourcing projects and facilities management
- ⇒ White Label Agreements
- ⇒ Intellectual Property Rights Protection
- ⇒ Non-disclosure agreements
- ⇒ Mobile Gambling

Recent work

- ⇒ Advising online gambling operator on outsourcing and management agreement with services provider in the Isle of Man
- ⇒ Advising online gambling operator on gambling software licence and maintenance agreement with Swedish software house
- ⇒ Advising online games provider on exclusive white label agreement with the British Broadcasting Corporation

Data Protection

Privacy and Data Protection are core issues for online operators. The UK Data Protection Act 1988 is one of a number of highly significant laws which combine to create a complex regulatory environment governing the way in which businesses use individuals' personal information. Businesses have to ensure that data protection is adequately considered in respect of all data handling practices and future business developments. We can advise on ensuring UK and EU compliant data handling practises, including specific sectors covering information technology, e business and gambling regulatory requirements .

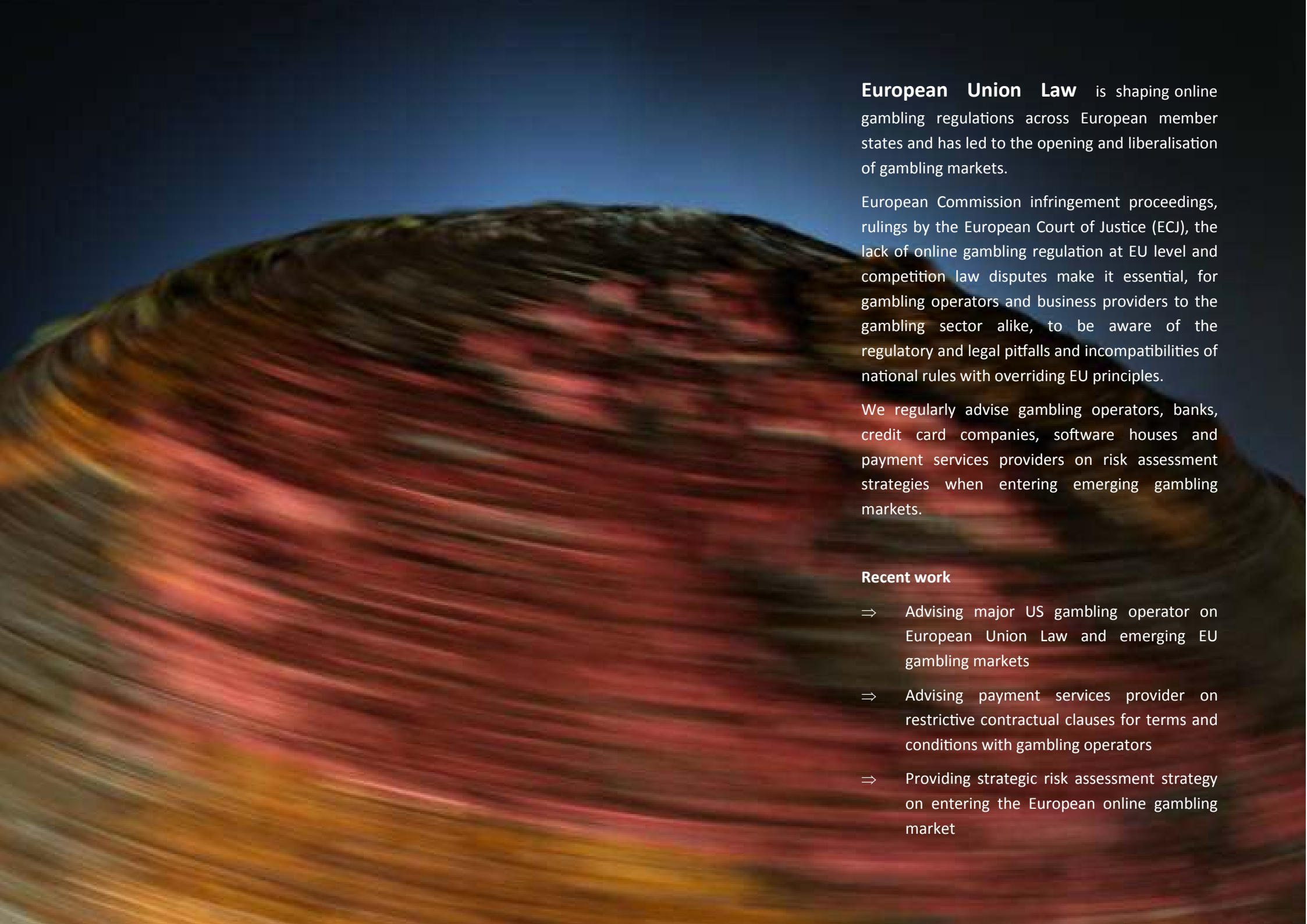
Our services include:

- ⇒ Group wide and international data protection guidelines
- ⇒ Intra-group data protection
- ⇒ Outsourcing
- ⇒ Commercial agreements and data sharing
- ⇒ Direct marketing and advertising regulations
- ⇒ Advice on EU Data Protection Requirements
- ⇒ Gambling specific data protection requirements
- ⇒ Cross jurisdiction data transfers
- ⇒ Record Retention Policies

Recent work

- ⇒ Advising US gambling operator on EU Data Protection Regulations, including internal structuring and transfer of Data overseas
- ⇒ Advising major UK gambling operator on disclosure requirements under the Gambling Act 2005 and on resulting Data Protection obligations
- ⇒ Advising on and drafting of various online privacy policies for online gambling operators
- ⇒ Advising online gambling operator on outsourcing of personal data to third data processor





European Union Law is shaping online gambling regulations across European member states and has led to the opening and liberalisation of gambling markets.

European Commission infringement proceedings, rulings by the European Court of Justice (ECJ), the lack of online gambling regulation at EU level and competition law disputes make it essential, for gambling operators and business providers to the gambling sector alike, to be aware of the regulatory and legal pitfalls and incompatibilities of national rules with overriding EU principles.

We regularly advise gambling operators, banks, credit card companies, software houses and payment services providers on risk assessment strategies when entering emerging gambling markets.

Recent work

- ⇒ Advising major US gambling operator on European Union Law and emerging EU gambling markets
- ⇒ Advising payment services provider on restrictive contractual clauses for terms and conditions with gambling operators
- ⇒ Providing strategic risk assessment strategy on entering the European online gambling market



Liquor and Entertainment

We have advised many of the world's largest leisure operators. Our services include all aspects of traditional licensing work for casinos, hotels, nightclubs, restaurants, bars and event venues, together with the provision of strategic advice and specialist due diligence.

In acquisitions and disposals the firm advises pre-transaction on key issues regarding licensing and other regulatory issues, including warranties to ensure liquor licensing law compliance and the addition and removal of strategic operational clauses. We have advised businesses on a range of licensing work, including:

- ⇒ Contested applications for new Premises Licences
- ⇒ Contested applications for late night licences for the sale of alcohol and the provision of entertainment
- ⇒ Strategic advice on, and reviews of, established operators' licensed estates
- ⇒ Due diligence on acquisitions of portfolios of restaurants, public houses, hotels
- ⇒ Contested applications for the provision of external smoking areas
- ⇒ Advice to investors relating to their acquisition of entertainment venues
- ⇒ Emergency applications for one-off special events
- ⇒ Applications for Operating Licences for Bookmakers, including Betting Intermediary Operating Licences
- ⇒ Contested applications for Betting Premises Licences Liquor

Recent work

- ⇒ Advising on the licensing for the prestigious new hotel development at St Pancras Station;
- ⇒ Obtaining the first "Olympic" licence in Westminster for the Royal Opera House;
- ⇒ Advising on the licensing for D&D Restaurants (formerly Conran) across London.

Gambling Specialists

Julian Harris Recognised as a leading specialist in national and international Gaming and Licensing law, Julian Harris is highly regarded by both operators and regulators throughout the world. Julian is recommended in all guides to the legal profession and is described as "astute", someone who "never misses a trick" and is also a "highly regarded and deeply experienced adviser", who is often referred to as the country's leading figure in gambling law. With over 25 years experience of gambling law, Julian has advised some of the world's largest gaming corporations and trade associations such as the British Casino Association and the Casino Operators Association. He is a member of the advisory board for the Global Gaming Exhibition (G2E) in Las Vegas which is operated by the American Gaming Association. Julian is an experienced advocate, a sought after conference speaker and the author of numerous articles for gaming and legal publications. For 20 years he has been a member and latterly Trustee of the International Association of Gaming Advisors. He is now an Officer and the 2011 Secretary.



John Hagan Specialising in all aspects of online and land based gambling law, John is recognised by the independent Guides as a leading gambling lawyer and is described as "popular with clients because of the lengths to which he goes to understand their specific needs". John qualified in 1993 and practised as a commercial litigator before specialising in gambling law in 1998. He has advised many of the world's largest gambling operators as well as trade associations. He is frequently instructed by other leading law firms, private equity firms and banks to provide specialist licensing and regulatory expertise in respect of corporate investments and transactions. John is an experienced Advocate, a frequent and respected conference speaker and a regular contributor of articles to national and international gaming publications. He is a member of the International Association of Gaming Advisors, International Masters of Gaming Law and is the Deputy Chairman of GamCare, the leading problem gambling charity in the UK.



Melanie Ellis Melanie is a solicitor in the gambling law team at Harris Hagan. After graduating from St Hilda's College, Oxford in 2003, Melanie trained as a barrister before joining Harris Hagan in 2005 and qualifying as a solicitor in 2008. Melanie has developed expertise in dealing with all aspects of gambling law advising major casino operators, online betting and gaming operators and start up companies. She has advised on establishing operations in the UK and in offshore jurisdictions, on issues relating to advertising in the UK, on lotteries and prize competitions and 'due diligence' on the licensing aspects of corporate acquisitions. She regularly contributes to gaming law publications.



Liquor and Entertainment Specialists

Liz Southorn Liz joined Harris Hagan in September 2004 having created and headed city solicitors, Richards Butler's (now Reed Smith), highly regarded betting, gaming, liquor licensing and entertainment department for 11 years. Her clients followed her to her new firm and Reed Smith, in common with many other law firms, refers all its licensing work to her, frequently involving Liz in joint presentations to new and existing clients. Liz specialises in all aspects of law and practice relating to liquor licensing, late night entertainment licensing and betting. Liz is recognised as a leading licensing lawyer in all the major directories. She is a recognised leader in this field, in which she has practised over 20 years, and has enjoyed top ratings in the major directories throughout her career. Liz acts for many of the major players in the betting and leisure world, having been involved in many landmark cases in the UK. She is renowned for her successful advocacy in courts and local authority tribunals throughout the country. She has particularly relevant and successful experience against various councils' late night policies. She has enjoyed success in obtaining late night alcohol licences, including the first 24 hour casino in Westminster, and in her work for major bookmakers. She is a regular speaker at seminars and on radio and an active member of BISL, sitting on the working parties for both gaming and liquor. She is also a fellow of the Society of Licensing Practitioners and remains a member of the London Brewery Solicitors' Association of which she was the first and, for several years, the only female member. Liz is a graduate of St Anne's College, Oxford and has a Masters Degree in Jurisprudence.



Francesca Burnett-Hall Francesca is a Licensing Assistant in the Liquor and Entertainment department. After completing her psychology degree in 2000, Francesca completed two post-graduate qualifications in law with commendations in both. She has worked at Harris Hagan since 2004. Francesca specialises in licensing and has experience in dealing with all types of application under the Licensing Act 2003, including applications for new Premises Licences, Personal Licences, Temporary Event Notices for special events, variations of Premises Licences and Designated Premises Supervisor applications. She also has experience in carrying out due diligence work relating to the sale and acquisition of licensed premises. Francesca can offer guidance on compliance with all licensing legislation. Francesca's leisure interests include swimming, photography and attending the theatre and ballet.



Corporate Commercial Specialists

David Stevens David is a consultant to the firm specialising in all aspects of corporate work. David offers a wide range of corporate legal services particularly in the field of mergers and acquisition, having had extensive experience internationally as General Counsel to a number of blue chip corporations. David read law at the London School of Economics and was a trainee and then an assistant solicitor with Slaughter and May before moving in house. David has handled billion dollar transactions in Europe, USA the Far East and Australia notably for SmithKline Beecham, WPP Group, Forte and BTR. He was a key member of the team that sold SmithKline Beecham's personal care and veterinary businesses and bought Sterling Health and Diversified Pharmaceuticals. He was also one of the five man team that defended Forte from the hostile takeover from Granada which while ultimately unsuccessful saw the share price go from £2.75 prior the bid to £4 when the offer went unconditional. At BTR David managed the sale of businesses valued in excess of £5 billion. David's last in house position was as General Counsel to IMS Health Inc, an S&P 500 corporation. David is also a consultant to the Alderney Gambling Control Commission



Marcos Charif Marcos is an associate solicitor at Harris Hagan and specialises in e-commerce, outsourcing and information technology for the gambling industry. Marcos is a dually qualified German and English lawyer. He has also studied European Union Law and Politics and holds a Ph.D. in International Relations. Marcos has a thorough understanding of the practical and commercial workings of the gambling sector and has advised betting and gaming companies, software developers and various online businesses on general contractual issues, terms and conditions and regulatory matters, as well as national and international software development, distribution and licensing agreements, research and development arrangements and system integration agreements. Marcos has also worked on a number of international transactions, including a £35 million joint venture agreement for a national lottery in the Middle East, sale and leasing arrangements for a fleet of airlines, as well as exclusive sponsorship agreements for the World Cup 2006 in Germany



“Absolutely the number one betting and gaming firm”

Chambers Guide to the Legal Profession



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