

International Expansion Outlook

A practical guide to help you prepare
for your company's global growth

Start



Succeed in times of change

Osborne Clarke offers legal services to help clients navigate change and take advantage of new opportunities, including expansion, technology, and changes in regulation, investors, and consumers. Their experienced professionals can assist with even the most complex legal issues, empowering clients to succeed in tomorrow's world.



Located here to help you there

Since the launch of our first US office in 2000, our US-based team has been giving clients access to the know-how and expertise that we've developed over the years supporting US businesses operating internationally. Our entire US team is based in the US with offices in New York, Miami and San Francisco, allowing us to better understand the needs of the companies we work with. While we do not practice US law, our skilled lawyers can offer advice on your international questions – all in your US time zone.

Expertise in your market

We serve both new and established US companies, providing tailored legal advice and market insights based on deep sector expertise. We specialize in the following areas:

- Tech, Media and Communications
- Life Sciences & Healthcare
- Financial Services
- Retail
- Built Environment
- Energy & Utilities
- Mobility & Infrastructure

Solutions for your challenges

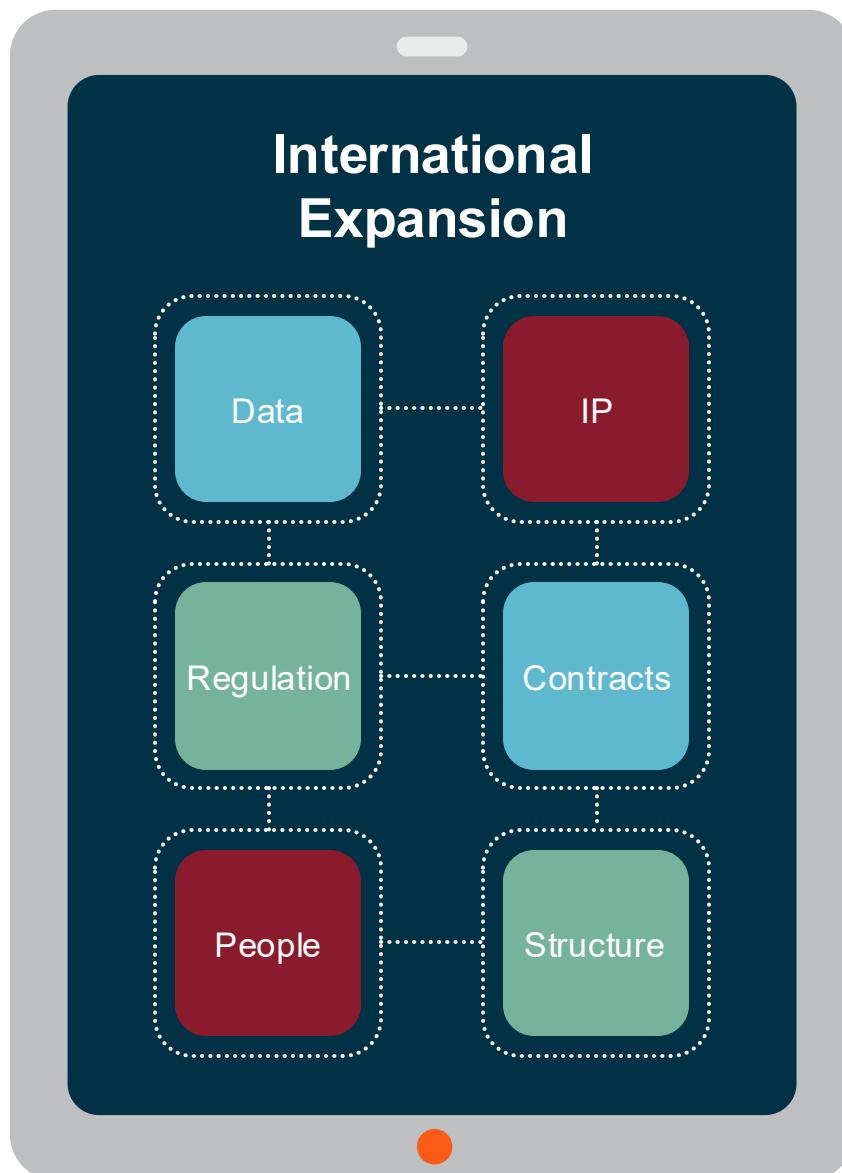
We offer comprehensive solutions for your needs, drawing on our extensive experience in various legal fields:

- Global Compliance
- International HR
- Data & Technology
- Global Contracts
- Transaction Support
- International Expansion & Growth
- Dispute Resolution
- IP & Patent Support
- Real Estate
- Finance & Banking
- Global Tax

Our approach to international expansion projects

Osborne Clarke offers market entry solutions to US companies looking to expand overseas. Our 'In a Box' service provides a dedicated project manager and practical action plan tailored to your business, with support from overseas experts. Contact Osborne Clarke for more information on scope and pricing for your chosen jurisdiction.



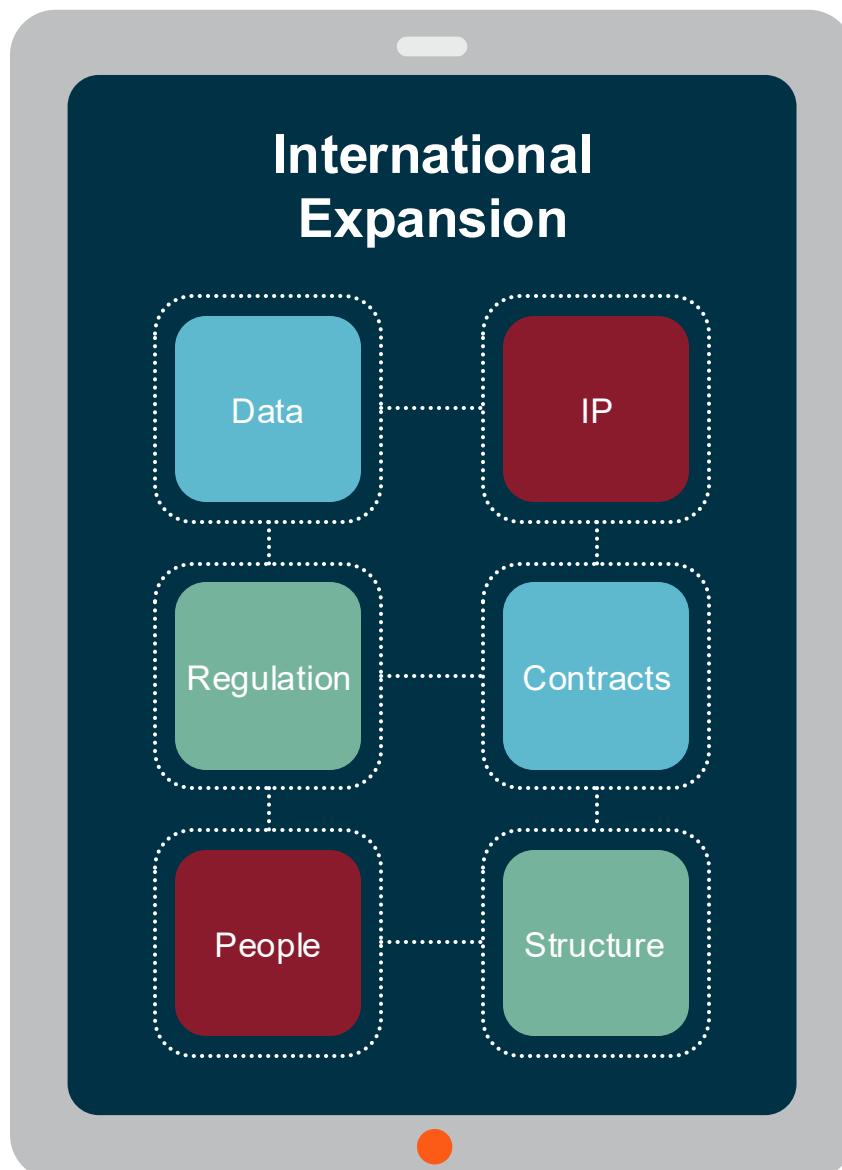


International Expansion Outlook Toolkit

We have put together an International Expansion Outlook toolkit which provides an overview of the six areas that are most important for your business to consider while navigating expansion and growth into global markets.

We look forward to working with you.





Data

Points of discussion

Next steps to consider

Personal Data:

Data protection and privacy laws are typically more stringent in overseas countries, especially in Europe under GDPR. Is the company handling personal data of any citizens within a foreign country?



Audit your company's domestic and international data flows to understand where data for non US individuals is stored, processed and is transferred.

Data Policies:

Have you assessed your company's data flows into and out of overseas countries? Do you have internal policies for data management and security? Do you have an external privacy policy and terms localized for the company's key international markets?



Put in place internal data management, retention and erasure policies. Update consumer-facing data consent procedures, privacy policies and terms and conditions to comply with applicable regulations.

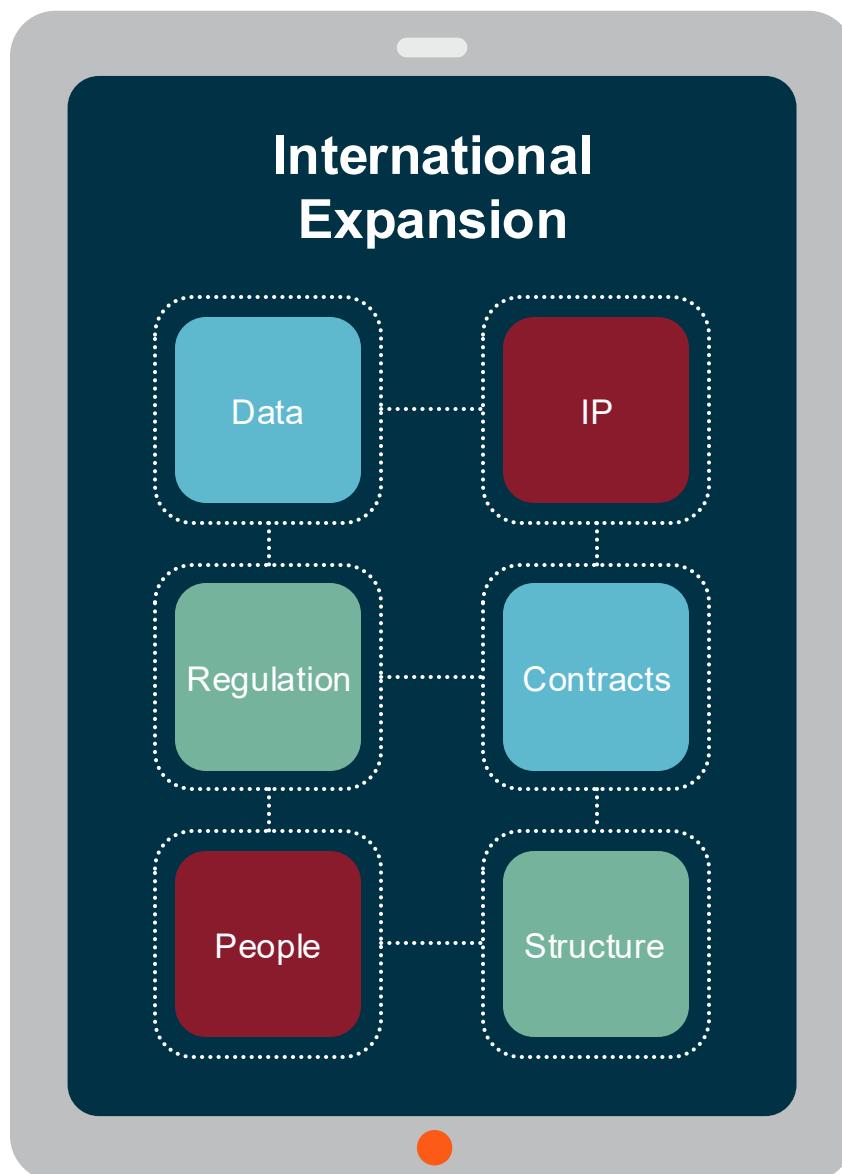
Data Transfers:

Does the company transfer any personal data of foreign citizens back to the US (including its employees)? Did your company make all appropriate registrations with local regulators and are your processes compliant?



Review applicable data protection regulations in the overseas countries and ensure cross border data flows are compliant. If transferring EU citizen personal data back to the US, consider registering for Privacy Shield and comply with self-certified requirements.





Information Protection

Points of discussion

Next steps to consider

Trademark:

Does your company have trademark protection in the US? Are any changes needed to the use of your company name, brand and products to fit within local overseas market and is anyone else currently using a similar name or brand in the target market? Can trademark protection be obtained overseas and is a regional registration available e.g. Euwide protection?

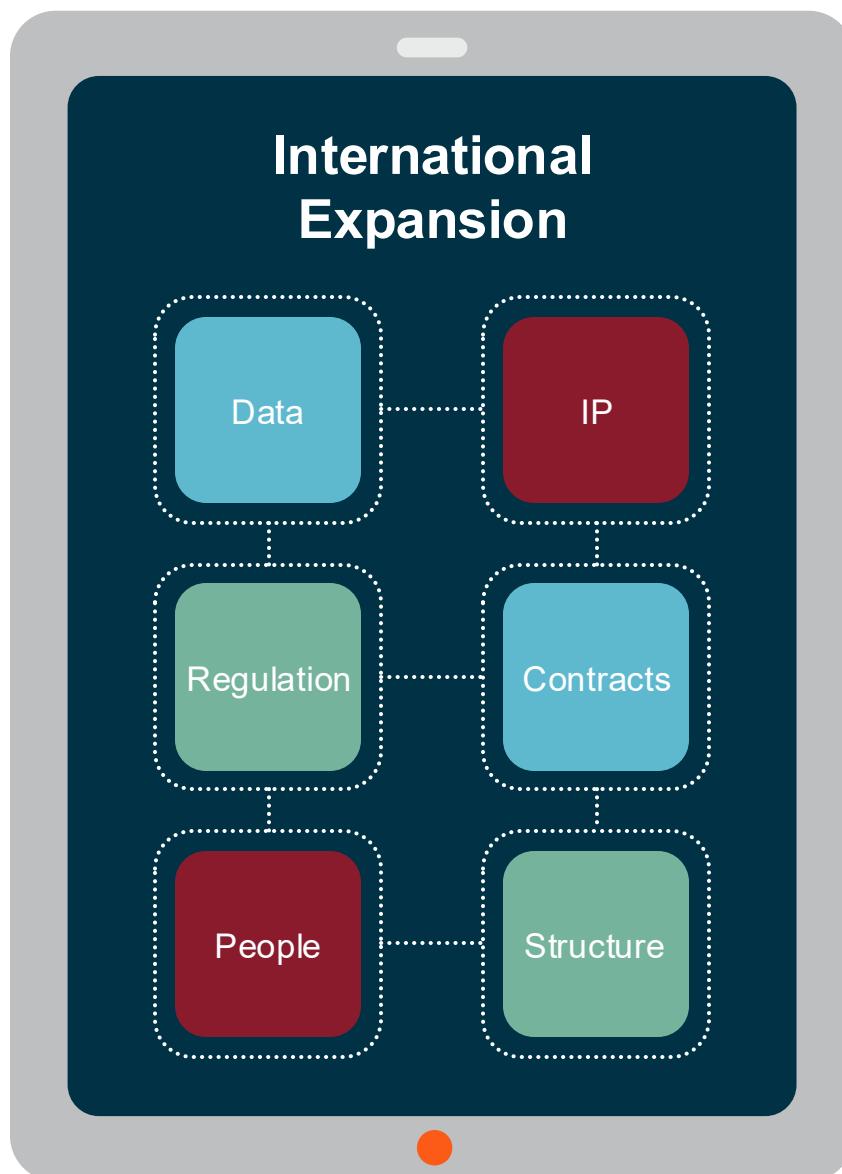
Conduct a trademark search to ensure the mark is available. Register the trademark in the company's key markets and obtain full regional coverage if available. If infringement occurs, enforce rights to continue protecting the brand.

Patents and Copyright:

Does your company hold US patents, copyright protection or any other IP that's protected domestically? Is this IP registerable under the regulations of the overseas market in the same way it is in the US?

Conduct a patent or further IP searches to ensure the IP right is available and can be registered in the market and obtain regional coverage if available. If infringement occurs, enforce IP rights to preserve exclusive use in the market.





Regulation

Points of discussion

Regulatory Compliance:

Does your company's product fall under any regulatory authorities requiring further compliance or product localization for the market?

Next steps to consider

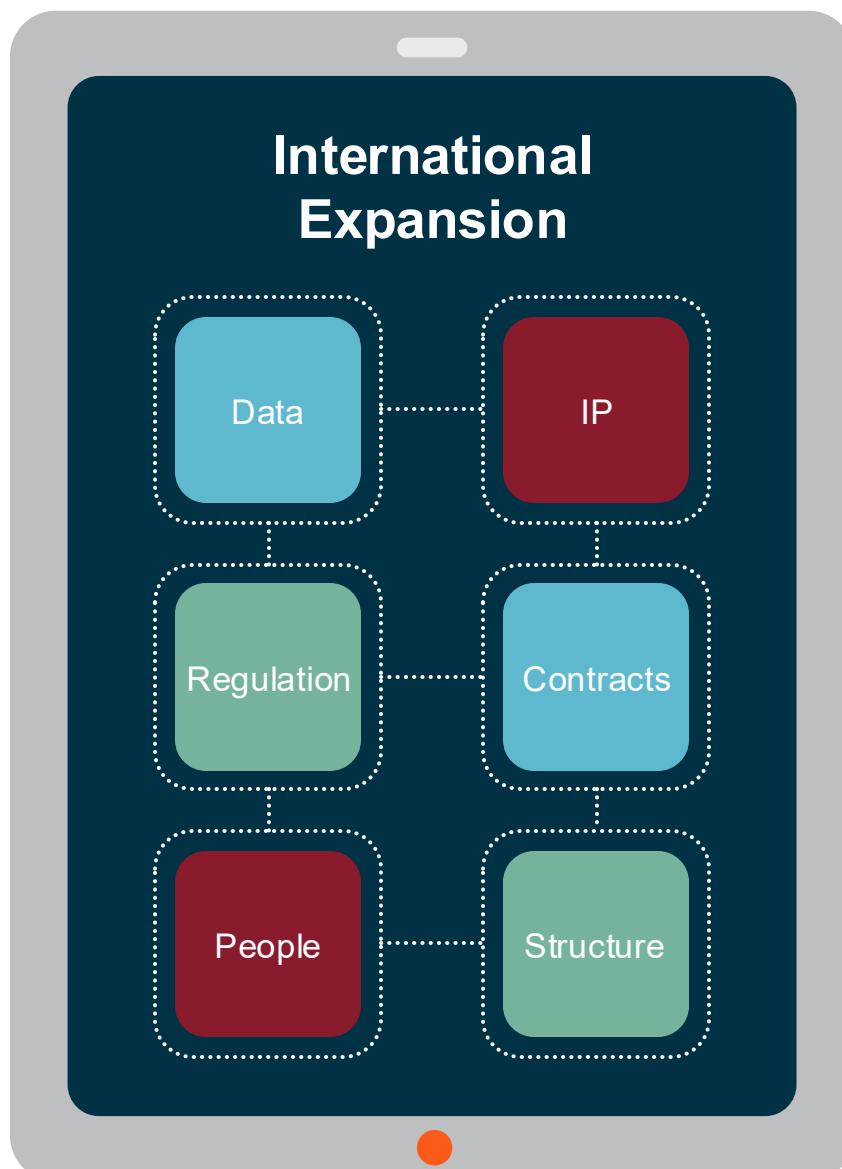
If your business is in a regulated area in the US, the overseas country will likely require you meet certain standards. Ensure you comply with applicable regulatory standards and obtain any licensing or approvals.

Product Compliance:

Do you sell to consumers overseas? Do you sell a physical product to consumers? Do you need to change your product labelling or other consumer disclosures?

If selling to consumers, consumer protection rules will apply requiring you engage customers, market and sell your product according to applicable regulations. If selling a physical product, product certifications e.g. CE mark may be required and applicable product labelling, language and safety rules should be reviewed.





Contracts

Points of discussion

Next steps to consider

Signing entity:

Consider the need for commercial agreements to be signed by the US entity to benefit from a "cost plus" tax structure.

Ensure the agreement of overseas contracts follow an appropriate procedure to maintain "cost plus" structure if applicable.

B2B Contracts:

Do commercial contracts and vendor agreements need to be localized under the laws of the overseas country?

Localize commercial contracts for overseas markets focusing on the key countries the company will be trading in.

Are website user terms and conditions or other consumer facing agreements localized and translated for the market?

Localize all consumer terms for the overseas countries where the company has the majority of its users of your product or service.

Advertising:

Is the business advertising in the overseas country, running promotions or engaging consumers?

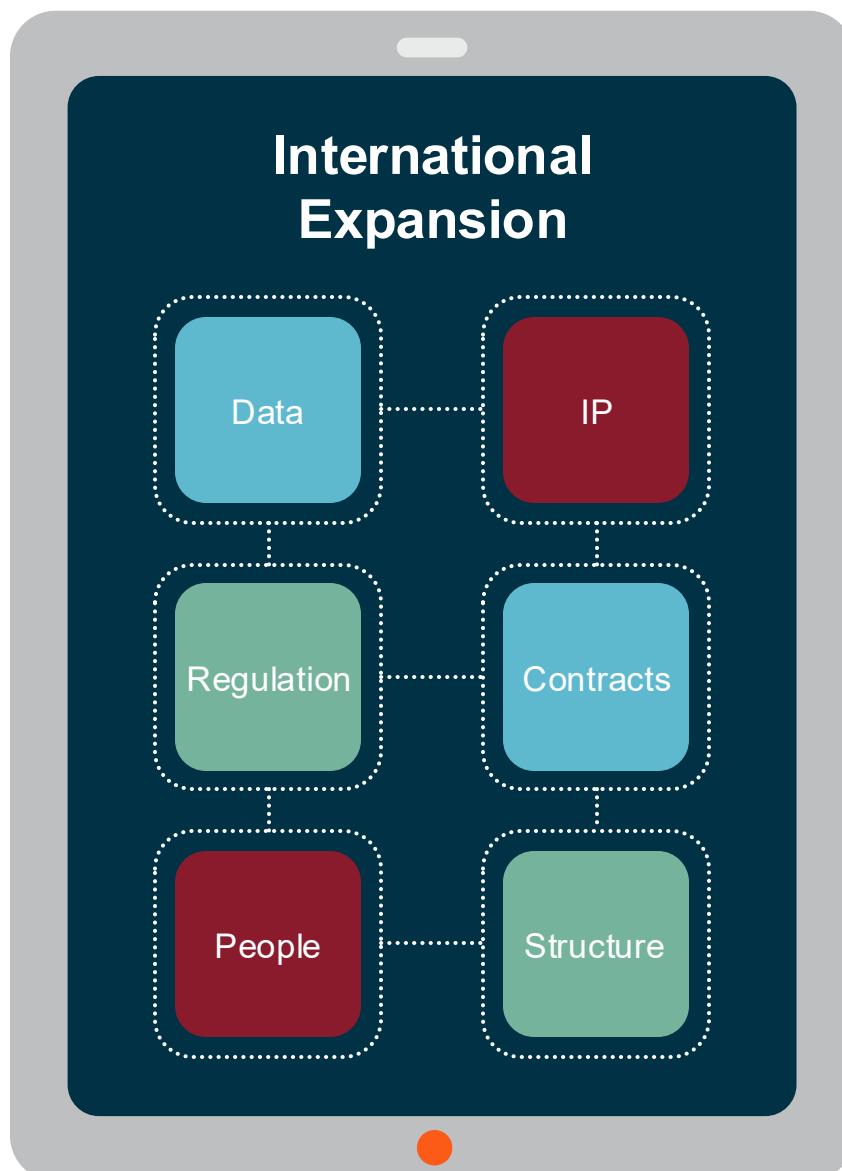
If advertising overseas, specific rules and cultural sensitivities will likely apply which should be reviewed to conform with local laws.

Dispute resolution:

How and where would you prefer to handle disputes?

Consider the advantages of arbitration over litigation and whether you are able to select jurisdiction for resolution of disputes.





People

Points of discussion

Next steps to consider

Contractors:

Does the business have contractors in the country? In practice, are they being treated as employees? Does the company have a contract or an IP ownership agreement with them?

→ Assess contractor relationships and put in place appropriate agreements.

Employees:

Does the company plan to hire in the country? Is a localized employment agreement in place? What are the terms of the agreement and is the offer in line with market standards?

→ Hire employees using proper procedures and put in place localized employment contracts. File for payroll and social security taxes and consider engaging service providers to manage payroll and benefits.

Stock options:

Will the company offer stock options to overseas employees?

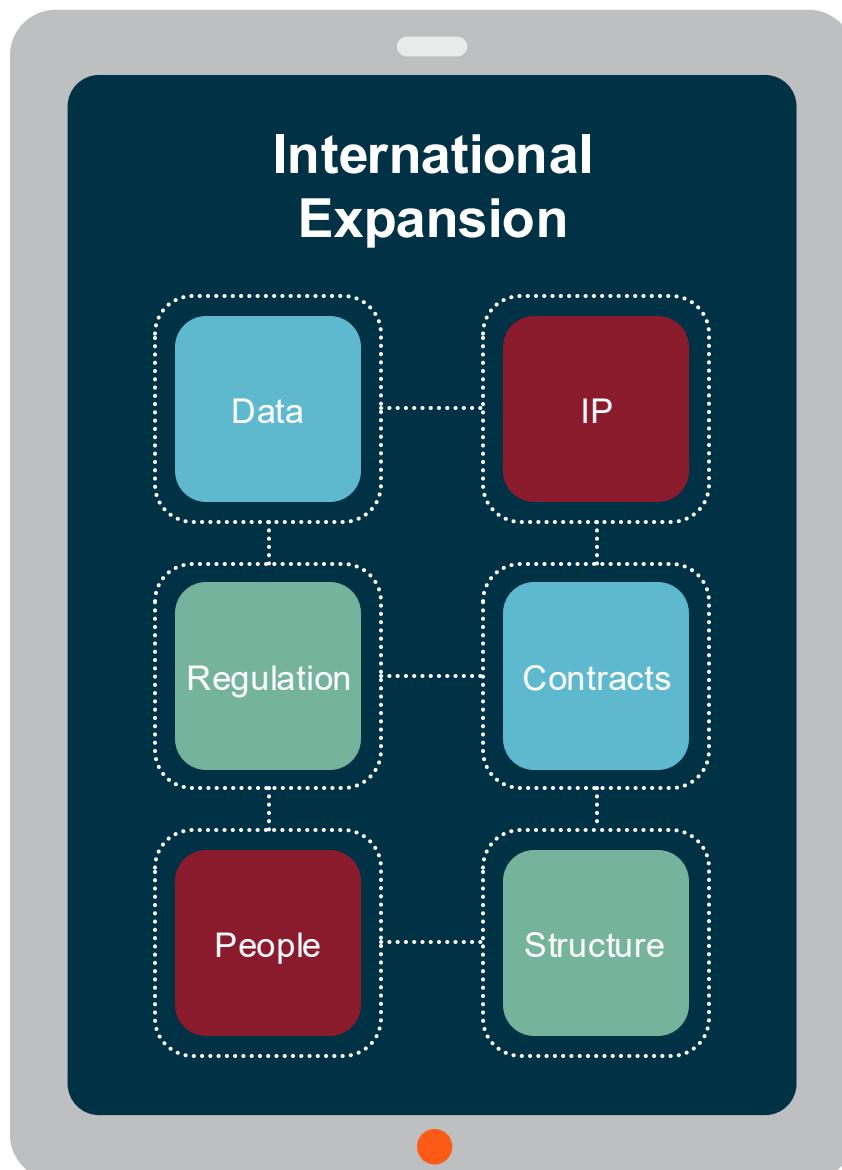
→ If offering stock options, localize the plan to meet foreign tax regimes and file for a tax efficient program if applicable.

Immigration:

Does the company plan to send US or other employees overseas to the country?

→ Obtain appropriate visa, license or work authorization for each employee as required.





Structure

Points of discussion

Structure:

Does your business currently have a permanent establishment in the country or will it soon create one necessitating use of corporate registration?

Formation Process:

What procedures are required to form this entity in the particular country?

Corporate Maintenance:

What procedures are required to maintain the entity and what filings are required?

Tax:

What will the corporate tax structure look like? Does a "cost plus" model make sense for the business?

Acquisition:

Should the business plan to enter a new market by acquisition of an overseas target company?

Next steps to consider

Structure/Formation Process:

Form a corporate entity per the required procedures that works for your business from an operational, corporate structure and tax perspective. Take into account the timeline for setting up this entity which can range from days to months depending on the country.

Maintain the overseas entity making required filings and engaging outsourced service providers where appropriate.

Consider optimal tax structure.

Consider advantages and disadvantages relating to acquisition of an existing businesses.



Credentials

Below is a preview of some of the business we have advised:



The creativity that they applied to solving impossible issues in our transaction was extraordinary; I have never seen it done better.

David Bell, Chief Innovation Officer and General Counsel, Grifols SA

The Osborne Clarke team's professionalism, expertise and global reach has enabled our own global expansion.

Pat Clayton, Deputy CFO, Liftoff

Osborne Clarke's US team did a fantastic job managing our international legal advice with their overseas lawyers and best friend law firms providing guidance and strategic support throughout our international growth efforts.

Fred Wolens, General Counsel, Recorded Future

Contact



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Osborne Clarke in numbers

1260+

talented lawyers

working with

330+

expert Partners

in

26

international locations*

advising across

8

core sectors

with insight into

3

Transformational trends

driven by

1

client-centric approach

Our locations around the world

Europe

Belgium: Brussels

France: Paris

Germany: Berlin, Cologne, Hamburg, Munich

Italy: Busto Arsizio, Milan, Rome

The Netherlands: Amsterdam

Poland: Warsaw

Spain: Barcelona, Madrid, Zaragoza

Sweden: Stockholm

UK: Bristol, London, Reading

USA

Miami, New York, San Francisco

Asia

China: Shanghai

India*: Bangalore, Mumbai, New Delhi

Singapore

Osborne Clarke is the business name for an international legal practice and its associated businesses. Full details here:
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