

# Corporate



**Forrester Sylvester Mackett**

SOLICITORS

*What matters to you matters to us*



We understand that your business is so important to you



### Nick Guinness

**T:** 01225 755621 | **E:** [nickguinness@fsm solicitors.co.uk](mailto:nickguinness@fsm solicitors.co.uk)

Nick acts mostly for small and medium sized businesses, often family owned, operating in a wide variety of industry sectors. With over 30 years' experience, Nick works closely with his clients to build a good understanding of their business and what they want to achieve, and to give them prompt and practical advice.

As always with Nick Guinness the matter was dealt with very professionally.

– Radley House Partnership

**Whether you are starting or growing a business, you think about it every day. We will take care of your business interests as if they were our own.**

We offer a service whose style and structure reflect our focus on small and medium sized family and owner-managed businesses.

You can benefit from comprehensive advice on all the main aspects of Corporate and Commercial law including:

- The sale and purchase of companies/businesses
- Shareholders agreements
- Joint ventures
- Partnerships
- Share reorganisations and buybacks
- Agency, distribution and franchise agreements
- Terms of business, supply, IT and other commercial contracts

**Whether your business is new or long established, it is essential that your lawyers understand your business and your needs.**



If you require any further advice, please contact our Corporate team who are happy to see you at any of our five offices.

## Starting a business & business structure

You may be considering starting up on your own as a sole trader or going into business with someone else.

Our experienced team will advise you on how you can operate your business, whether as a:

- Sole trader
- Partnership
- Limited Liability Partnership (LLP)
- Limited Liability Company

We always recommend that a Shareholders, LLP or Partnership Agreement is entered into sooner rather than later as this is when the parties are most likely to be in agreement. Otherwise, if problems arise, shareholders, LLP members and partners would have to rely on their rights under company, LLP/Partnership law which could be expensive to enforce, or, in the case of partners, the default regime provided by the Partnership Act 1890 will apply which may not suit the partners.

## Buying or selling a business

**Don't let legal problems hold up the process.**

Buying and selling a business or company can be a complex and time-consuming process, not least because in the case of a sale it needs to continue to operate whilst the sale is in progress. Complications can delay the transaction and make things more stressful for you.

By involving us early on, we can guide you through the transaction from start to finish, and ensure that the whole process is as streamlined and efficient as possible. We will advise and take appropriate action throughout the due diligence stage, draft and/or negotiate the terms of the sale agreement and address factors such as:

- Liabilities
- Employees
- Customer and supplier contracts
- Mortgages
- Leases

We will also liaise throughout with your accountants, tax and other advisers. We take a realistic approach to these matters and always discuss with you what level of contractual protection is practical and proportionate, bearing in mind the size and complexity of the deal.

### **What does this mean to you?**

Costs are kept to a sensible level whilst ensuring that the risks are suitably managed.

### **Running your business**

If you want to expand into other markets, then appointing a distributor or agent can often be an effective way of doing so. We will help you choose which is best for you and produce an appropriate agreement to govern that relationship.

Unless you sell goods there and then for cash, for example if you have a shop, we recommend that you have clearly set out terms of business or conditions of sale. This forms a contract with your customers for the goods or services that you supply.

### **It's vital to take particular care with terms and conditions when:**

- You deal with members of the public
- You sell them goods/services through a website or otherwise away from your premises

There are specific legal rights that must be taken into account.

You may also find that your suppliers have their own terms of business that they want you to accept before they supply you with goods or services. These need to be checked carefully.

CHIPPENHAM

01249 444300

FROME

01373 485485

MALMESBURY

01666 822671

SWINDON

01793 522688

TROWBRIDGE

01225 755621

WARMINSTER

01985 217464

[enquiries@fmsolicitors.co.uk](mailto:enquiries@fmsolicitors.co.uk)

[www.fmsolicitors.co.uk](http://www.fmsolicitors.co.uk)