

HAWKINS HATTON WISE UP FOR SAGE SOFTWARE COMPANY SALE

Award-winning Sage business partner DMC Software Solutions, from Peterborough, has sold its majority share to a Northern Irish company for an undisclosed sum.

The deal with Xperience Group, which is based in Lisburn, North Ireland, was agreed after managing director Mike Ramsey was advised by our firm. Mr Ramsey will retain his role at the firm he founded 11 years ago, as well as a 25 per cent share of the business.

DMC Software Solutions is in the top three UK Sage business partners and sells Sage software to SMEs and PLCs. It also offers training and support and implementation of Sage CRM and Microsoft Dynamics business solutions.

We were chosen by Mr Ramsey because of our specialist skills in the corporate sector.

“Hawkins Hatton was recommended to us and we received extremely prompt commercial advice,” says Mr Ramsey, whose business has won several Sage customer service awards over the past seven years.

“It was important for us to seek advice from specialist commercial lawyers and over the five months of negotiations for the sale of 75 per cent of the business, I was very pleased with the advice we were given without which I am sure I would not have achieved completion.”

Colin Rodrigues, our corporate partner, said specialist solicitors at the law firm ensured that Mr Ramsey received the best deal from the sale of his shares in DMC Software Solutions.

“We were delighted to represent Mr Ramsey in this process,” he said. “As one of the UK’s top Sage business partners, DMC Software Solutions has a solid reputation and as majority shareholder, Xperience Group can further develop the brand.”

Commenting on the deal Mike Ramsey added: “Xperience will enhance our portfolio as they are particularly strong with infrastructure and cloud technologies. This will bring great benefits to our existing clients as we will be a one stop shop for technology and services.”



Mike Ramsey (left), managing director, DMC Software and Colin Rodrigues (right), corporate partner, Hawkins Hatton.

In This Issue

- Hawkins Hatton wise up for Sage software company sale
- Is your IP protected?
- Expansion plans revealed after Worcester finance company FP Consulting is sold
- Making waves with a luxury motor yacht company

IS YOUR IP PROTECTED?



Harminder Sandhu, Managing Partner, Hawkins Hatton

The digital media age presents new opportunities for businesses to increase their profile. However it also presents new challenges to ensure that the business name, trademarks and other intellectual property are sufficiently protected from exploitation by competitors. For small businesses, the goodwill in their business name (which has often taken years to build up) is one of their most valuable assets. It is therefore vital that businesses remain vigilant against copyright infringement in what is largely uncharted territory for the law.

In recent months we have witnessed an increase in the number of clients who advertise their products and services on the internet, and have discovered their copyright is being infringed by a competitor. The internet has made it all too easy to copy images and text from one website to another with little regard for the copyright attached to those works. It appears competitors have resorted to this action, perhaps to avoid the costs associated with developing their own intellectual property, and also to take advantage of the fact UK copyright law has not yet caught up with the fast paced, ever changing digital age.

In a positive step for small businesses, the Government has recognised UK copyright laws

need to be overhauled to give businesses the protection they need. It has launched a consultation on changes to the law in this area (following on from recommendations made in the Hargreaves Review) and Professor Hargreaves concluded that the UK's current copyright laws are "falling behind what is needed". The Government intends to legislate this area although a timescale has not yet been set.

Provided businesses can demonstrate their copyright work is the original work of the business e.g. because it was produced by the business, or by an employee acting in the course of their employment, then the business can substantiate its ownership of copyright. If a business then becomes aware a third party is infringing its copyright work (by copying images on a website, or otherwise), the first step would usually be to seek an unequivocal undertaking from the third party requesting the removal of the offending material and prevention of any further use in the future. If the competitor does not agree to provide the undertaking sought, the business may need to consider whether to obtain an injunction from the court. The business would also have a claim for loss of profits occasioned by the breach of copyright.

A business may also have a claim for "passing off" where a competitor has misrepresented copyright works as their own in order to obtain a competitive advantage over the business. This is the case where the competitor's actions leads the public to believe that the services or goods offered by the competitor are goods and services of the business. The difficulty with a claim for passing off (and indeed any action for infringement of copyright) is demonstrating that the business has lost business/profit as a consequence of any confusion in the market place. Businesses should be live to the issue of "passing off" as this has the potential to be extremely damaging to their reputation in the market place.

In the current economic climate it is important that businesses monitor the use of their intellectual property to prevent competitors from using their copyright works to seek an unfair advantage and ultimately damaging their goodwill and reputation in the market place. It is hoped the current government consultation will result in a positive update in legislation to help businesses in their struggle to protect their intellectual property, although given the fast changing technological world it will be important that the law continues to keep up.

If you would like further information about investigating copyright infringements, please contact Harminder Sandhu at Hawkins Hatton, Tel: 01384 216840

EXPANSION PLANS REVEALED AFTER WORCESTER FINANCE COMPANY FP CONSULTING IS SOLD

Worcester - based independent financial advisors FP Consulting, has been sold to Baker Reynolds & Baker Ltd in a management buy-in deal.

As part of the staged deal, former owner Mr Chris Hindle will retain an interest in the business, which advises private and corporate clients on a range of financial matters, including retirement planning, estate planning, personal investments and taxation, for a short time.



left to right, Steven Baker, Baker Reynolds & Baker, Ruth Murday, Hawkins Hatton, Joanne Baker, Baker Reynolds & Baker and Chris Hindle, FP Consulting.

Mr Hindle, who was advised during the six-month-long negotiations by our firm, established the business when it was formed of two regulated FSA companies in March 2001. Based at Broad Street, it now employs five people.

It has sold to Baker Reynolds & Baker Ltd, which was recently formed by husband and wife team Joanne and Stephen Baker, plus Mark Reynolds, of Mark Reynolds Financial Planning Limited.

Based in Worcester, but relocating to Bromsgrove at the end of July 2012, Baker Reynolds & Baker Ltd plans to take on three new directors and expand operations by linking with accountants and lawyers in the Walsall and Lichfield areas.

Commenting on the deal, Mr Hindle said: "The staged management buy-in has been carefully negotiated and agreed between all parties and I wish Steve, Joanne and Mark all the very best as they look to expand the business.

"Hawkins Hatton provided exemplary support with

a commercial insight, so in short superb advice throughout the transaction."

Steve Baker added: "This has been a long and complicated process and we are indebted to the help we've had from Hawkins Hatton, as well as our tax adviser David Hazlehurst of Cutter and Co, Halesowen."

"We are very excited about taking FP Consulting Ltd forward into the new world following the changes to be made to Independent Financial Advice at the end of this year. Chris' experience will be priceless in helping us to do this."

Commenting on the sale, Colin Rodrigues, our corporate partner said: "The sale of FP Consulting to Baker Reynolds & Baker Ltd heralds a new chapter for the business and we are confident that it will strengthen its brand. We were pleased to advise Mr Hindle on the staged management buy-in, which will enable him to provide invaluable advice to the new team as they prepare for growth."

MAKING WAVES WITH A LUXURY MOTOR YACHT BUILDER

Running a successful business is rarely plain sailing, but for one entrepreneur at the helm of a luxury yacht building operation the legal support of Hawkins Hatton is helping to navigate a smooth growth course.

Pearl Motor Yachts, based in Stratford-upon-Avon has developed into one of the UK's leading luxury yacht builders since its formation by managing director Iain Smallridge in November 1998.

During this time Colin Rodrigues and the team have been on hand to offer advice on a whole range of commercial issues from contractual negotiations, dealer contracts and supply agreements through to protecting the company's intellectual property and ensuring compliance with legislation affecting niche manufacturing companies.

At the time of going to press Iain and his team was busy preparing for the annual international boat shows in advance of the launch of the company's latest innovative yacht creation – the new Pearl 75. As well as taking in the Southampton boat show the company was planning a high profile presence at the Fort Lauderdale in October, where the Pearl 60 is due to be show-cased.

With high net worth customers including well known names from the world of business, sport and film, Pearl Motor Yachts need to ensure their business interests are totally protected, particularly on the odd occasion when the waters become a little choppy.

"It's a unique and exciting business operating in a very glamorous sector, but our role is to ensure that the company is in tidy order when it comes to the contractual side of things," explained Colin Rodrigues. "As well as ticking the box on all the internal regulatory areas such as staff contracts and health and safety, we are also involved in



The Pearl 75

helping the company negotiate and agree supplier contracts and the expanding dealer networks which now represent the country in France, Spain, Portugal, Greece, Mallorca, Cyprus and the UK."

The flagship Pearl 75, due for launch later this year, has been developed through a special collaboration with the world renowned British interior designer Kelly Hoppen MBE, one of the most sought after designers in the country.

Iain Smallridge said: "This exciting new partnership will continue to keep Pearl at the forefront of innovative yacht design as we strive to offer our customers something a little different. The Pearl 75 has been on the drawing board for nearly three years and will be the largest of the Pearl fleet offering owners four luxuriously appointed staterooms and a unique open plan galley, lower helm and seating area sheltered under a conservatory style glass sector."

Colin Rodrigues added: "We are proud to be working for Pearl Motor Yachts which is recognised as the fastest growing boat builder in the UK. Whilst the Pearl name has become synonymous with luxurious comfort and exhilarating performance, we like to think we have played a small but important role as the company continues to make waves in the industry."