KEYSTONE LAW

Bryan Rickman

Consultant Solicitor

Jurisdiction: England & Wales

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Overview

Bryan is a highly experienced corporate and commercial lawyer, handling the full range of corporate transactions including M&A, private equity, corporate restructures and joint ventures. He is also an employee share schemes specialist.

I have used Bryan for corporate legal work (including shareholders' agreements, LLP agreements and various types of share schemes) across a number of the companies for whom I act as FD. These businesses are generally entrepreneurial owner managed SMEs and without exception I have found Bryan to be extremely responsive and thorough but also pragmatic and understanding in finding the right solutions for each transaction. Bryan is a pleasure to work with and I would highly recommend him.

Chris Spurgeon

Media Finance Ltd

I have recently started working with Bryan and I have found him to be very professional, a sentiment echoed by my fellow directors, easy to work with a very patient in explaining intricacies of anything I have asked him for advice on. Furthermore, there is not a whiff of arrogance from Bryan, something that I found with some lawyers I have dealt with in the past. I would thoroughly recommend Bryan for anybody needing corporate law work.

Mike Fenton

Redscan Cyber Security Limited

Bryan Rickman recently advised our business on a complex time sensitive project. From the beginning Bryan was responsive, efficient and helpful. His

ability to liaise with other professional advisers and "own problems" made, the entire process infinitely less painful and fraught than it might otherwise have been. I cannot recommend Bryan highly enough.

Scott Gibson
Edwards Gibson Limited

Bryan patiently led us through the complex process of setting up an EMI scheme and made sure that no stone was left unturned. Highly recommended.

Haydn Wrath
Travel Nation Limited

Expertise

Corporate

- Company secretarial
- Corporate finance including private equity financing
- Reorganisations, reconstructions, buybacks, capital reductions and demergers
- Shareholders' agreement and joint venture agreements
- M&A – shares and assets
- Loan and security documentation
- Partnership and LLP
- General commercial agreements

Employee share schemes

- Tax advantaged enterprise management incentives (EMI) and company share ownership plans
- Non-tax advantaged company share ownership plans
- Design and production of all scheme documentation
- General tax advice on the various schemes
- Related company and shareholder rights
- Related advice for M&A and other transactions
- Related advice for exiting employees
- Obtaining HMRC clearances and approvals

Cases

- Energy & Power Ltd: Advised the sellers on the £7M sale of this energy and power consultancy group to the German owned ThyssenKrupp UK plc. The deal threw up a number of complex earn-out and share consideration challenges, all of which were successfully resolved.

- Tullo Marshall Warren Ltd: Advised the sellers on the £38M sale of this direct advertising company to Creston plc. Negotiated all sale documentation and commercial issues and successfully completed the deal within clients' budget and timescale.
- Target MCG Ltd: Advised on the formation of this media and communications group and the simultaneous acquisition of three sets of companies (Cooler King Ltd and subsidiaries, OTM (UK) Ltd and White Label Productions Ltd) for a mixture of cash and shares. Drafted and negotiated the huge set of documents required, including all financial assistance paperwork, all banking documents and all shareholder arrangements going forward.
- Quiller Associates Ltd: Acted as lead lawyer for Huntsworth plc (a leading listed PR group) on the £10.7M purchase of this communications company. Drafted and negotiated all deal documentation including complex consideration provisions.
- Spectrum Strategy Consultants Ltd: Formed a new holding company for this communications strategy company to buy out the shares of a departing founder. In the process, restructured the share capital and granted replacement share options.
- Ashtenne Residential Ltd: Acted for this property development company on the raising of over £7M of finance from 14 private investors through a mixture of equity and debt. Drafted and negotiated all deal documentation and advised on FSMA requirements.
- Acted on numerous demergers by way of dividend in specie, reduction of capital and section 110 insolvency act schemes: These demergers typically required numerous stages and documents within each stage to fully complete the related demerger. This required an organised and systematic approach to the generation and finalisation of the documents and their completion.

Career

2008	**Keystone Law** | *Consultant Solicitor*
1996-2007	**Campbell Hooper** | *Associate Solicitor then Partner*
1993-1995	**Memery Crystal** | *Trainee Solicitor then Associate Solicitor*
1995	Qualified as a Solicitor