

DISRUPTIVE TECH COUNSEL



INNOVATE. DISRUPT. REPEAT.

WORKING WITH LAW FIRMS



Global Capital provides legal &
strategic counsel to clients to develop,
commercialize, finance or use
Disruptive Tech



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. . . and companies that advise this value chain

other law firms

accounting firms

consulting firms

investment funds and investment banks

headhunters

accelerators



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We regularly work with other law firms


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HOW LAW FIRMS USE
GLOBAL CAPITAL



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LAW FIRMS

Include us in their teams (subcontractor)

Refer tech matters to us

Refer us lower-fee projects

Seek our help in certain jurisdictions

Ask us to help train their lawyers

Engage our lawyers on an interim basis when workloads increase

Work with our clients on “bet-the-farm” matters

Engage us for due diligence



WHEN WE CALLED ON OTHER LAW FIRMS

Our clients needed counsel on

- Specialized Italian employment contracts
- VC investments
- spin-off of Central European sub
- Italian privacy law integration with GDPR and US privacy laws
- Italian M&A counsel
- patent litigation



WHEN LAW FIRMS CALLED ON US

Law firms needed counsel on

- XaaS, VR and AI agreements
- transborder EU contract issues
- US incorporation and general counsel
- acquisition of Italian company by US investor
- GDPR, UK and US privacy compliance
- IP issues in artworks and sponsorship contracts for art fair
- quotidian work (because we're less expensive)



USE CASE: US/ITALY M&A

We were engaged to be US counsel for Italian company in M&A deal

- negotiated stock purchase and IP license agreements
- performed IP & SaaS/distribution due diligence
- managed closing



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WHAT WE DO



GLOBAL CAPITAL

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We bring our expertise
in Disruptive Tech

Artificial Intelligence

Virtual/Augmented/XR Reality

Business Analytics/Big Data

SaaS/PaaS/XaaS & platforms

Telemedicine/digital medicine

Digital LBE

Social Media

Apps

Media & entertainment

Venture/private equity/finance

Technology and rights in art & culture

Blockchain (DLT) . . . and others



Draft & negotiate, e.g.

- tech dev & PaaS/XaaS agreements/distribution agreements
- inbound & outbound license agreements

Advise on international expansion

Form strategic alliances

Represent buyers/sellers in private-side M&A

Serve as interim general counsel

Conduct legal & strategic due diligence

Advise on and coordinate tech transfer

Advise on IP rights of artworks (digital & otherwise, e.g., VR/XR, museums/archives)

LEGAL COUNSEL


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STRATEGIC COUNSEL



Develop short and mid-term *strategic plans*

Implement *strategic actions*

Find *strategic partners* (for tech dev, distribution, transborder expansion)

Conduct technology assessment & *training*

Perform tech & business *due diligence*

Coordinate *platform* integration

... and other deliverables



SOME DISRUPTIVE TECH CLIENTS



international **AI scaleups** | petcare **telemedicine** platform |
transnational **M&A** advisors | **contact center** platform |
medtech **VR** startup | event planning **API** company | **B2B**
marketplace | venture **fund formation** for blockchain investors
| international **alliance** program | **alternative** energy **private**
equity fund | **legaltech** scaleup | online **media** company |
biomass energy tech company | patent & **innovation** fund

More at globalcaplaw.com/engagements



A QUICK LOOK AT SOME OF 2019

Serve as interim general counsel for EU AI scaleup | negotiate international reseller agreements | advise on AI/blockchain integration | negotiate medtech startup tech dev agreements & “design bible” | structure JV for VR & analytics companies | draft TOUs & GDPR/privacy policies for multiple companies | launch international strategic alliance program | negotiate AI startup tech agreements & seed round | advise on launch of EU tech company US sub | structure cloud-based tech spinoff | negotiate data analytics company tech dev & XaaS agreements


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WHO WE ARE



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WE DO INTERNATIONAL

Global Capital is a small tech firm with lawyers in the US & EU (Milan)

With a network of other lawyers in key jurisdictions

Global Capital's lower cost structure appeals to larger law firms who need specialized expertise or just more lawyers



A SMALL AND NIMBLE LAW & STRATEGY FIRM

- no charges for the usual nonsense
- “quasi-virtual” without marble entries and incomprehensible art on the walls
- rates 40-75% below competitors
- project, flat, capped or deferred fees and equity
- value-based billing

WHAT WE COST


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SOME PRACTICE INNOVATIONS

Tech Services Package

- For cash-strapped startups & scaleups we tailor legal & strategic services based on growth stage, and with set or capped fees

DDP: Document Drafting Platform

- Over the years we have built—and are building—a proprietary document drafting platform that lowers client costs and increases responsiveness



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THE GLOBAL CAPITAL TEAM

Global Capital builds on a core of professionals with a larger network of specialists in critical jurisdictions.

Our team includes only professionals with more than two decades of experience with technology clients.

Every professional speaks at least one other language, with extensive international experience.



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OUR CORE TEAM



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JAMES C. ROBERTS III

JD University of Chicago

MA Stanford University

BS University of California-Berkeley

James founded and manages Global Capital. He advises clients on M&A, strategic alliances, joint ventures, licensing, intellectual property and international markets in the US, Europe and Asia. James is admitted to practice by the State Bar of California. He “commutes” between California and Milan, Italy. He regularly lectures, writes and mentors on disruptive tech.

CRISTINA MANASSE

Laurea (JD) University of Milan

MA Bocconi University

Cristina, Italian counsel, specializes in commercial, art and cultural and related intellectual property law. In addition to tech clients, she advises private and institutional collectors, museums, art galleries, auction houses, artists, fair organizers and sponsors, media and publishers on art and culture legal matters. She regularly publishes articles on art law and lectures at various universities, including the Bocconi ASK Center, where she is on the faculty.

RICHARD M. GEE

JD Loyola University

BA University of California-Los Angeles

Richard, in Colorado, specializes in mergers and acquisitions, venture and equipment financing, shareholder, partnership, joint tenancy and LLC operating agreements. His expertise also includes intellectual property acquisition, disposition, licensing, clearance and registration as well as entertainment contracts. He is admitted in California And Colorado.

MURRAY VINCE

*LLB Osgoode Hall Law School (York University) Toronto,
Ontario*

BA Bowdoin College

Murray advises on legal and strategic projects, bringing his global experience negotiating, managing and leading effective, results-driven global engagements, as a senior manager in large enterprises, scaleups and startups and as a lawyer. He has closed multi-million dollar business transactions, served as general counsel, guiding companies through IPOs and managed teams from large to small, including long periods employed in Apple, Microsoft and Intellectual Ventures.

Your Clients Are Always Yours

Our anti-poaching* policy

We will never hunt your clients.

We will not work with them without your permission.

Ever.

Period.

*to steal (game or fish) from another's property; to take without permission and use as one's own





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GLOBAL CAPITAL ONLINE RESOURCES

Innovate. Disrupt. Repeat.

Use Cases & Recent Engagements

Working with Enterprises

Working with Scaleups & Startups

Working with Investors

Working with Law Firms

Working with External Advisors (e.g., accounting,
consulting, headhunters)



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