



brownejacobson<sup>LLP</sup>

Brexit Overview

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# Your Commercial Contracts and Brexit

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The UK's departure from the EU is likely to have a significant impact on your existing and future commercial contracts. There are a number of areas where Brexit could be disruptive; therefore, ensuring that your commercial agreements are ready for a post-Brexit world is now a priority. Although there is significant uncertainty over how Brexit will affect organisations trading across the EEA, we can help you put together an appropriate action plan.

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## Key Issues

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### Territory

References to the EU or EEA or other geographical locations may be affected by Brexit. Have you reviewed your distribution, franchise, IP licensing and other commercial agreements?

### Increased costs

There are likely to be increased costs as a result of changes to international trade rules and other legislation. Have you assessed who will be bearing the burden?

### Force Majeure

Arguably Brexit may constitute a "force majeure event". Have you reviewed your standard clauses to avoid needless disputes with contracting parties

### Termination

You may want the ability to terminate or renegotiate agreements after Brexit. Have you assessed the termination provisions in existing contracts and those currently under negotiation?

### Dispute resolution

Brexit may affect your ability to resolve disputes across borders. Have you considered alternatives like imposing an arbitration clause?



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## How We Can Help You

### Initial planning

We can provide an overview of the key risks affecting your commercial contracts in various Brexit scenarios and the preliminary risk mitigation steps.

### Risk analysis

We can help you assess your business needs and produce a risk register for commercial contracts setting out the priority issues and action points.

### Contract audit

We can carry out an on or offsite assessment of your commercial contracts and identify the key clauses that need amending or renegotiating.

### Bespoke advice

We can develop tailored advice to address specific issues like drafting and negotiating amendments and integrating Brexit issues in the contracting process.

### Ongoing support

We can provide continuing legal and project management support to help you adapt to legislative and policy changes brought about by Brexit.

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**Action Points**

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**01****Understand your commercial arrangements**

Review your business needs, locations of your business and your current commercial arrangements to understand how Brexit might have an impact.

**02****Audit your current commercial contracts**

Review your current commercial contracts, understand how they might be affected and develop a plan to address the problems.

**03****Amend and update your agreements**

Have proactive and early discussions with contracting parties to collaborate or renegotiate certain terms that might be a problem.

**04****Build Brexit into current and future negotiations**

Make sure you consider Brexit and its impact on contractual clauses as part of your day-to-day negotiation of new commercial agreements.

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For further guides on the impact of Brexit  
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