

A strong foundation
for your success

Changing Role of the Corporate Legal Function and Risk Management

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'The name Fondia comes from the Latin word fondo, which stands for foundation.'

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1897
First female law student, Grata Flos
Matilda Greig, commenced at the
University of Melbourne



FONDIA

We are out to revolutionize the way of providing legal services.

We...

- have the unparalleled ability to think simple.
- are not here for the flourishes of the law, but for our customers.
- do not sell the mysterious knowledge of oak-panelled cabinets but practical high-quality business law.
- want to get rid of the abstruseness of legal services.
- do ordinary things, but we do them with great expertise.



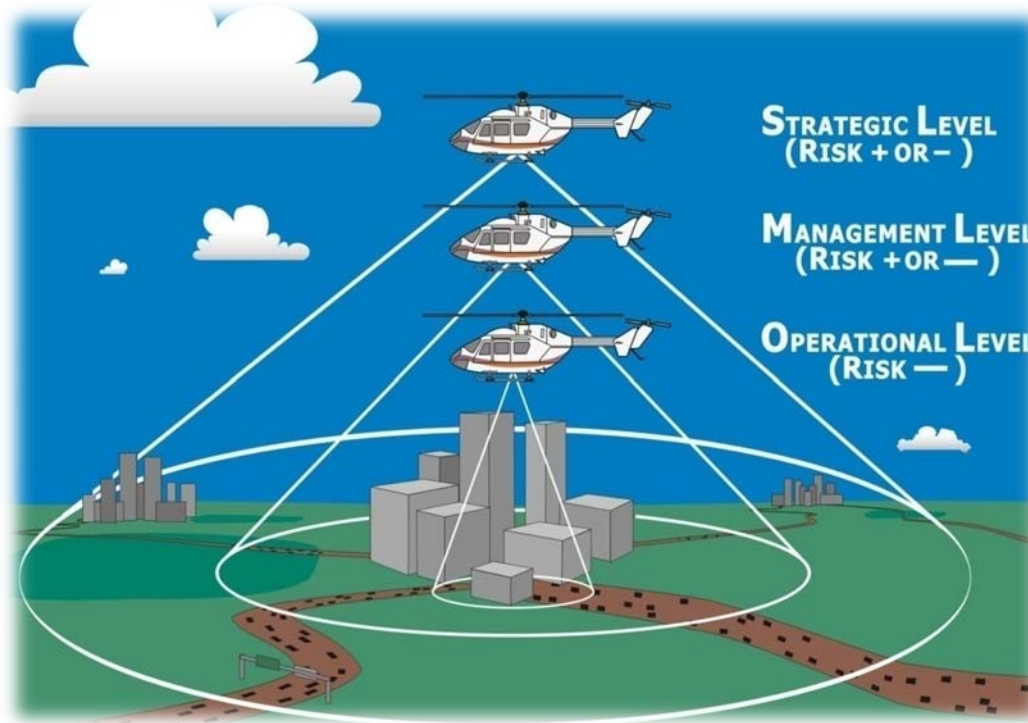
1. Fondia Ltd – in brief

- Offers companies a flexible legal department service model
- Growth company founded in 2004; personnel 43 (3/09)
 - > functions Finland-wide; expansion to Scandinavia in the near future
- Lawyers are top professionals
 - > background in Finland's largest attorneys-at-law offices and large companies' legal departments
 - > working languages Finnish, Swedish, English and German
- Specializes in two business areas:
 - > *FondiaLegal Department*: ongoing legal support
 - > *FondiaTransactions*: financing, M&A and other special projects
- Customers are growth companies and large companies' legal departments from Finland and abroad



FONDIA

2. Legal Function; Where in the Business Organization ?



2. Legal Function; Where in the Business Organization ?



2.1. How to organize the Legal Function?

Choice of different models

- a) Centralized (HQ legal team) only
- b) De-centralized totally
- c) Partly in HQ and partly in Business Unit
- d) International organization – lawyers in HQ, subsidiaries and business units

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All lawyers should always report to the General Counsel



3. Role of the General Counsel

- Best practice; General counsel
 - ✓ reports to CEO
 - ✓ is a member of the Executive Management Team
 - ✓ acts as Board Secretary (Company Secretary)

- The described position of General Counsel gives to legal function a strategic role in the company (enables independent approach)



4. Strategy the Legal Function

The Legal team contributes proactively to corporate strategy and goals by enabling the successful completion of the business

- Define what is done in-house and what outside
- . Let the business concentrate on the business
- . Map and manager the legal risks in the business and different transactions
- . Be active in corporate governance
- . Take responsibility on the contract management



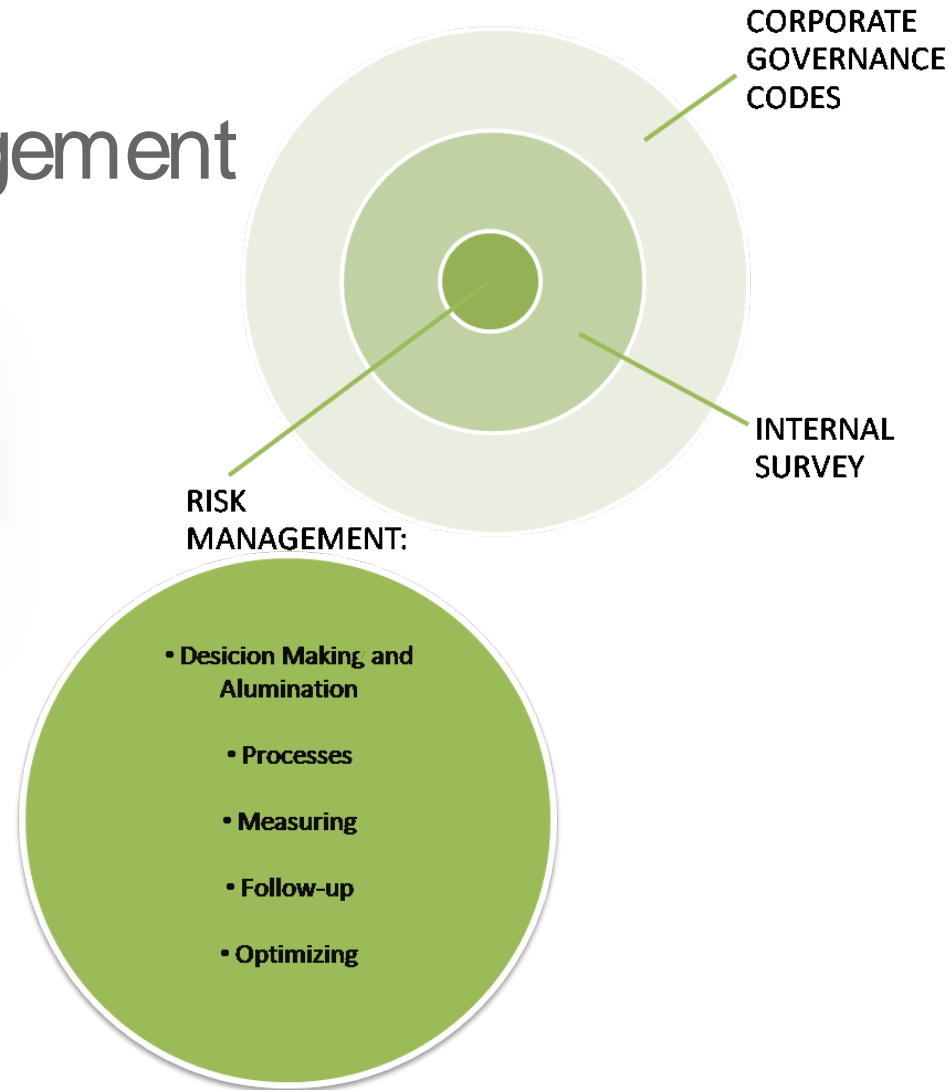
4.1 What is expected from a business lawyer

Right Approach (multi-tasking):

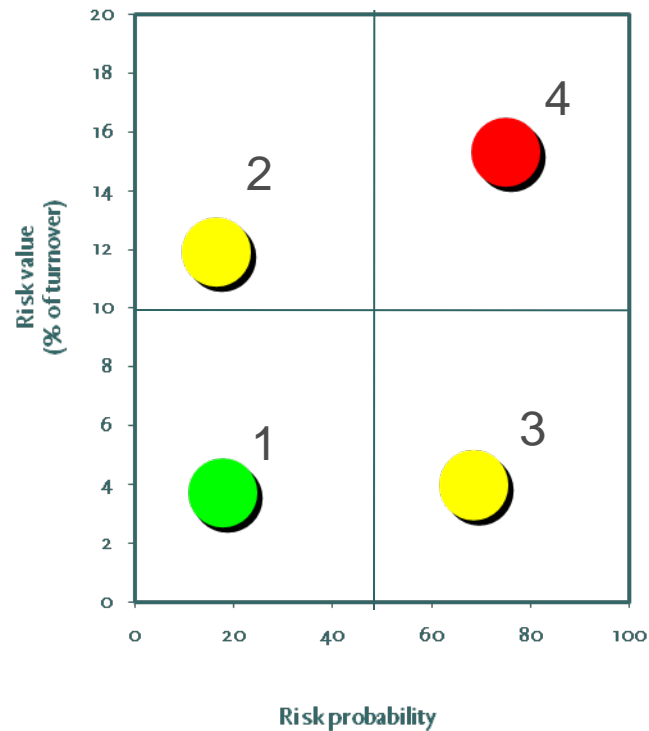
1. Professional
2. Understands business
3. Proactive, practical approach
4. Flexible, service minded, but determined
5. Able to establish priorities
6. Cost efficient implementation
7. Master the best practices



5. Risk Management



5.1. Risk analysis



1. Agreements of the new business unit
 - Task; review the agreements and store
 - Responsibility N.N
2. IPR litigation in a subsidiary
 - Task: Mange best possible way
 - Responsibility M.M
3. Negotiations with customer(requires compensation)
 - Task: Professional negotiations
 - Responsibility X.X
4. Environmental risk
 - Task: Requires professionals
 - Responsibility Y.Y

6. Management of the Legal Department

Professional Management of the Legal Department:

- Planning (strategy, budget, targets, resources, technology ...)
- Staffing
- Working tools and measures
- Be seen throughout the corporation; personally and through the Intranet

HAVE FUN!



Thank you!

