

DIGITALISATION AND E-COMMERCE

Our economy is undergoing a profound digital change, and the rules of the game are changing with it. Business sectors have come face-to-face with major upheavals affecting existing business models. Now is the time to reinvent organisations, thoroughly rethink them and, above all, innovate. To meet these new challenges, as a full-service law firm, our teams at Gide bring together legal expertise, a pragmatic approach and availability for companies committed to a digitalisation process or an e-commerce activity.

A firm with multiple skills

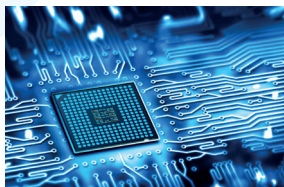
Gide advises both leading businesses and smaller companies active in a variety of sectors, such as financial services, insurance, transport, telecommunications, distribution, luxury goods, energy, media and even e-healthcare.

Our Digitalisation / E-commerce offer draws on the firm's multi-disciplinary skills and international presence. Growing demands in terms of digital transformation within companies require good command of a number of legal fields, such as data protection, new technologies, international trade law, corporate law, tax law and employment law. Our cross-disciplinary team is in a position to advise you on:

- New technologies
- Data protection
- E-healthcare
- Competition, consumer goods & international trade
- Banking law
- Insurance law
- Tax law
- Mergers & Acquisitions / Corporate
- Employment law
- Real Estate Transactions & Financing

New technologies

- Implementing a simple online customer experience that respects legal requirements as regards e-commerce
- Drafting general terms of sale and use of websites
- Implementing an electronic signature process as part of granting financing online
- Multi-country studies on the construction of a website rolled out homogeneously across several European jurisdictions



ALGIERS

BEIJING

BRUSSELS

CAIRO

CASABLANCA

ISTANBUL

LONDON

NEW YORK

PARIS

SHANGHAI

TUNIS

WARSAW

- Study on the implementation of a partnership between a bank and a car pooling service provider as part of an online sale or rental process
- Study pertaining to the implementation of a “Master Data Management” solution with a view to building a single and comprehensive database
- Negotiating with an IT service provider for a digital safe solution as part of implementing an e-commerce project, particularly with a view to identifying solutions to reduce the risk of fraud
- E-reputation, defending the reputation of e-commerce actors brought into question by clients or competitors on social networks and/or the Internet, undermining reputation, libel or smear campaign, responsibility of web hosts
- Referencing and digital advertising, assisting e-commerce website operators in negotiating and implementing agreements with referencing and/or digital advertising agencies

Data protection

- Assisting in designing a website with a view to respecting certain restrictions of the French General Regulations on Data Protection and those on the French Law for a Digital Republic
- Drafting confidentiality policies that comply with data processing carried out during website use
- Drafting notices to obtain web user consent, in particular for marketing purposes
- Preparing administrative formalities to be filed with data protection authorities as regards the processing of personal data implemented as part of the digitalisation of a bank's activities

E-healthcare

- Assisting healthcare software developers (mobile apps or websites) or connected devices in the implementation of their projects and understanding the legal requirements applicable
- Assisting in the analysis and qualification of a medical device or in vitro diagnosis medical device healthcare software: checking the medical use of the software, qualifying/classifying it as an independent device or accessory to another medical device, and the importance of clear claims
- Assisting in understanding the regulations applicable to medical devices: requirements as regards marketing authorisation (compliance with essential requirements, checks on the performance and safety of the medical device, CE marking, obligation to declare and communicate the products marketed etc.), compliance with the rules applicable in terms of advertising, implementation of surveillance system post-marketing, etc.
- Assisting in the implementation of “e-healthcare” platforms as regards the requirements related to the exercise of tele-health (mandatory authorisation delivered by the regional health agency and the French national commission for data protection and liberties, respect of rules related to the practice of medicine, risks associated to the illegal practice of medicine, coordination with the competent orders, contract architecture)
- Analysing regulatory requirements as regards communication and advertising for healthcare products online
- Analysing risks related to the potential failure of the software / connected device (responsibility for the product, criminal responsibility, etc.)
- Analysing the applicable rules of medical ethics (adherence to legal and regulatory requirements, respect of good practices, in particular checks of the compliance of communication between patients and healthcare professionals/healthcare industries with the applicable rules of ethics, etc.)
- Analysing the rules applicable as regards the collection and processing of data, in particular healthcare data, as part of the roll-out of healthcare platforms

Competition, consumer protection and international trade

Antitrust

- Defining the markets relevant to digital economy and the potential qualification of a dominant position on these markets (e.g. two-sided markets, network effect, breakthrough innovation, online / offline substitutability, etc.)
- Identifying antitrust situations and abuse of dominant position in the digital economy: discriminatory practices, de-referencing, refusal to sell, supply exclusivity, parity clause, data mining, etc.

Consumer protection / Unfair commercial practices

- Defining, establishing and analysing the compatibility of general terms of use and sale in relation to consumption law applicable to the various methods of online sale, and in particular for manufacturers / suppliers, actors of online distribution (retail websites) and promotion tools (platforms, referencing, price comparison tools)
- Assisting in defining and implementing digital contractualisation processes with consumers (double-click rule, withdrawal period, withdrawal forms, clear information, etc.)
- Assisting online retailers in defining their promotional offers and their practices for finding clients (reference price, IP tracking, online canvassing, etc.)
- Assisting certain e-commerce actors in procedures initiated by the French Directorate-General for Competition, Consumer Affairs and Prevention of Fraud (DGCCRF) on these topics

Distribution

- Assisting companies active in the digital industry in the access to distribution networks of major selective brands (pure player access to brands, resorting to marketplaces, referencing on price comparison tools, etc.)
- Assisting secondary sector companies in developing and adapting their distribution agreements with e-commerce actors (retail websites, marketplaces, etc.)

Collaborative economy

- Assisting players in traditional and collaborative economy in understanding the regulatory frameworks likely to apply to new consumption methods inherent to the collaborative economy phenomenon (rental of furnished accommodation to tourists, people transport, etc.)

Banking law

- Adapting the commercialisation of banking and financial products following online sale schemes
- Analysing the consequences of digitalisation on banking networks (online banks)
- Analysing the consequences of digitalisation on current distribution networks (IOBSP)
- Analysing regulatory restrictions as regards the provisions of the monetary and financial Code in particular

Insurance law

- Adapting insurance products following online sales schemes
- Analysing the consequences of digitalisation on current distribution networks: end of face-to-face advisers
- Implementing online distribution schemes for insurance products
- Analysing regulatory restrictions as regards the provisions of the insurance code
- Analysing the adaptation of insurance guarantees following corporate changes in terms of digitalisation

Tax law

- Analysing the tax rules applicable in the context of a project for the online sale of financial services and insurance products in several countries
- Analysing the tax consequences following on from the online distribution of products



Matters handled include

Weight Watchers

Assisting on its entire online service sale and e-commerce activities in France.

Cdiscount

Advising on the preparation and negotiation of a development service contract for the development of retail websites, the implementation and definition of general terms and conditions applicable to its marketplace, and the development of its retail website in several countries in Africa.

Spartoo

Assisting in the overhaul of the legal conditions of its marketplace, accessible from several European countries.

PriceMinister and its shareholders

Advising on the sale of PriceMinister to Rakuten, no. 1 online retailer in Japan.

Vestiaire Collective

Advising on the investment of Eurazeo, Condé Nast, Idinvest Partners, Balderton Capital, Ventech Capital (€33 million) and Vitruvian Partners, Eurazeo, Idinvest (€58 million) in its share capital.

Major French bank

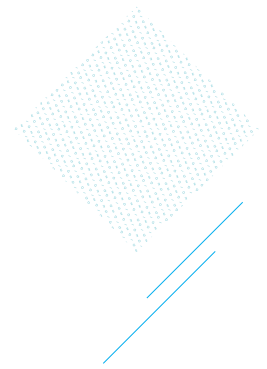
Assisting in the implementation of a website dedicated to credit offers.

Leading clothing brand

Multi-country study enabling the construction of a website rolled out homogeneously in several European countries.

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A more comprehensive list of our references is available



Mergers & Acquisitions / Corporate

- Supporting actors in the digital and e-commerce sectors on their capital raising and external growth operations, as well as on equity partnerships and legal restructuring
 - Drafting and negotiating contractual (investment protocol, share transfer contract, shareholders' agreement etc.) and statutory documentation
 - Implementing capital operations (capital increase, emission of preference shares and complex securities, merger, contribution or spin-off operations etc.)
 - Implementing profit-sharing schemes for employees and executives
- Advising leading financial investors acting in the field (venture capital fund or new venture capital fund, corporate venture capital fund etc.) on similar operations
- Working with major players in mass retail, finance, and more generally, traditional economy, on their development operations via external growth or capital investment in the digital sector, e-commerce and fintechs
- Assisting actors of the traditional or digital economy on changes wrought to the legal framework applicable to companies, financial securities they issue, and their financing conditions: crowdfunding, dematerialisation of general meetings, registration and transmission of securities via distributed ledger, etc. In particular, the firm is assisting the Paris Europlace Blockchain commission on its projects.

Employment law

- Analysing the consequences of digitalisation on work organisation, in particular on working time
- Implementing teleworking agreements
- Negotiating collective agreements or drafting charters implementing the right to disconnection, as provided by the "El Khomri" law of 8 August 2016
- Analysing digitalisation consequences on the frontier between salaried and non-salaried employees

Real Estate Transactions & Financing

- Implementing strategies to modify the distribution network formats: reducing the size of assets, subletting, transfer of asset portfolios, sale & lease-back
- Supporting the development of new real estate assets necessary for digitalisation strategies: data centres, logistics warehouses
- Implementing solutions to operate start-up incubators in total or partial sub-leases, service contracts, joint ventures
- Smart building property development
- Designing agreements for the creation of smart cities

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