

ALLEN & OVERY

Experts in Global Business and Human Rights Law





A rapidly evolving legal landscape

The first global standard addressing the risk of adverse impacts on human rights linked to business activity was adopted at the United Nations in 2011. Since then, pressure has been mounting on States to protect human rights and corporations to respect human rights, and on both to play a role in ensuring that anyone who experiences a business-related impact on their human rights receives an effective remedy.

Numerous human rights standards are becoming legally binding on business through national laws, court rulings and references in contracts. Many businesses today are required to report on how they identify and address human rights impacts, and are measured against one another and held to account for the public commitments they make. Financial institutions in particular are increasingly required to integrate sustainability factors, including respect for human rights, into their investment decisions, consider the adverse impacts of an investment decision on human rights and make their governance policies consistent with the integration of human rights risks.

Failing to take the right action at the right time can now lead to litigation, sanctions, investor divestment, loss of legal and social licenses to operate, negative publicity and financial damage. Aside from it becoming a matter of legal compliance and the right thing to do, it also makes good business sense to respect human rights.

Businesses that respect human rights are able to focus on their core objectives and long term planning; develop positive relationships with regulators, business partners, shareholders and stakeholders; obtain legal and social licences to operate or sell their products and services; build strong brands and reputations; and recruit and retain the best talent.

Allen & Overy's Global Business & Human Rights Law Group integrates lawyers from across the firm to provide both transactional and stand alone advice, as well as dispute resolution services in all areas of BHR law at national, regional and international levels.



Ranked for Business and Human Rights Law

Chambers Global-wide 2020

Varied and complex challenges for business

Companies have a responsibility, and increasingly a legal obligation, to identify, address and report on human rights issues in their own operations and in their networks of suppliers, partners and contractors.

Allen & Overy has the subject matter expertise to guide you safely through this rapidly changing legal landscape. We recognise that different clients are at different stages with respect to BHR issues, and confront different challenges, and we tailor our advice accordingly.

Common human rights challenges that we help companies avoid or address include:



Projects caught up in corruption or required to comply with abusive laws



Suppliers using forced labour (modern slavery), child labour or trafficking workers



Projects displacing communities or depleting critical natural resources



Unsafe or unhealthy working conditions and/or health impacts on local populations



Businesses fuelling, or being involved in, conflicts, terrorism or war crimes



Excessive use of force by state or security forces protecting companies



Workers or communities unable to raise grievances, receive remedies or avoid reprisals



Products used to commit human rights violations



Impact of environmental harm and climate change on human rights



Tension between digital rights, privacy, and government demands for information



Social, cultural or economic disruption affecting vulnerable groups and the rights of indigenous peoples



Labour issues, barriers to freedom of association and unfair wages



Employees or customers facing discrimination or unequal pay



Association with other actors who abuse human rights or threaten human rights defenders

How can we help?

Our BHR experts support clients throughout all stages of their businesses as domestic and international legal frameworks adapt to regulate the impact of global business activity on human rights. Our multi-practice team provides holistic and sophisticated advice informed by legal and commercial considerations on matters that include:

Policy design and compliance systems

We help clients design human rights policies to suit their businesses and operating contexts, and compliance systems to respond to the evolving expectations of stakeholders, investors, business partners, courts and regulators. We assist clients to devise innovative ways to ensure compliance with human rights standards, including by the entities in their value chains.

Identifying risks and opportunities

We are able to identify and assess the positive and negative impacts of business activities on human rights across entire value chains and portfolios, and help clients understand the legal ramifications of their business activities.

Governance and capacity building

We work with our clients to develop effective management structures and strategies to address human rights impacts, and advise company executives, legal departments and boards on best practices for implementing them.

Measuring, reporting and communicating

We help clients set appropriate human rights performance targets and develop systems to monitor performance. We also assist with corporate reporting and communications with stakeholders, regulators and business partners, and advise on associated legal risks.



**Investigations
and crisis
management**

Our BHR team, which includes former prosecutors, are highly experienced in investigations and accustomed to dealing with regulators and prosecuting bodies, including across borders. We advise on human rights-related internal and external investigations, as well as the defence of enforcement actions, due diligence and compliance. We also advise on developing, planning and implementing BHR crisis management strategies and structures across a range of sectors.

**Dispute
resolution**

Our BHR team includes dispute resolution experts, who represent clients in civil, criminal and administrative proceedings before State courts, as well in commercial disputes in international and investor-State arbitrations raising BHR issues. We also advise clients before international tribunals and non-judicial bodies, such as OECD National Contact Points. The disputes include mass transnational torts, claims against businesses for alleged involvement in State human rights violations and climate change litigation.

**Grievance
mechanisms**

Our expertise extends to the design of grievance mechanisms and whistleblowing policies, tailored to the operating contexts of our clients around the world. We help our clients ensure that they have effective early warning systems in place and have the capacity to operate them so that they can prevent human rights impacts or provide remedies when impacts do occur.

**Transactional
support**

We advise on the management of human rights-related regulatory risks and liabilities in mergers, acquisitions, disposals, financings, projects, joint ventures, investments and other transactions. We are uniquely well suited to provide guidance about the applicable regulatory climate and international obligations, analyse the human rights performance of target companies, and advise on innovative mechanisms to commit counterparties to respect human rights.

Why Allen & Overy



A highly experienced team

- One of the few specialist BHR practices in the world, with nearly two decades of experience.
- Combination of academic, professional and government expertise, unparalleled in a law firm practice.
- Group Co-Head Suzanne Spears is recognised as a leading BHR law practitioner by Chambers Global.



A truly global service

- Our broad and extensive geographical reach, together with a network of specialist local firms, means we can provide comprehensive advice on any domestic jurisdiction, public and private international law.
- We can keep you abreast of the latest BHR initiatives, legislative developments and litigation around the globe.



A holistic, seamless approach

- Leading transactional and litigation practices in every major area of business activity and sector-specific practice groups.
- Multi-disciplinary BHR team consists of leading specialists with a range of skills, who provide seamless advice and representation.
- The leaders of our BHR team also are part of our Environment, Social and Governance (ESG) Group, which focuses on sustainability issues facing financial institutions and investors.



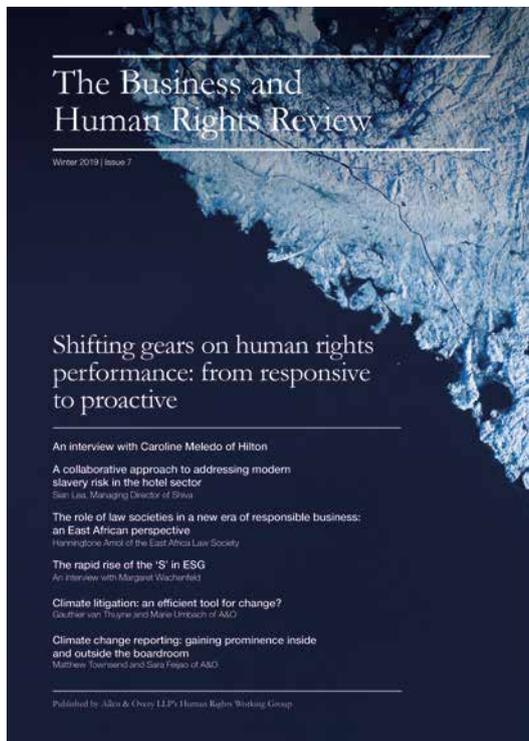
A long-term relationship

- We work with our clients as partners, investing time to understand your business objectives and needs.
- We provide solutions to enable you to meet your responsibilities to respect human rights and aspirations for a positive social impact.

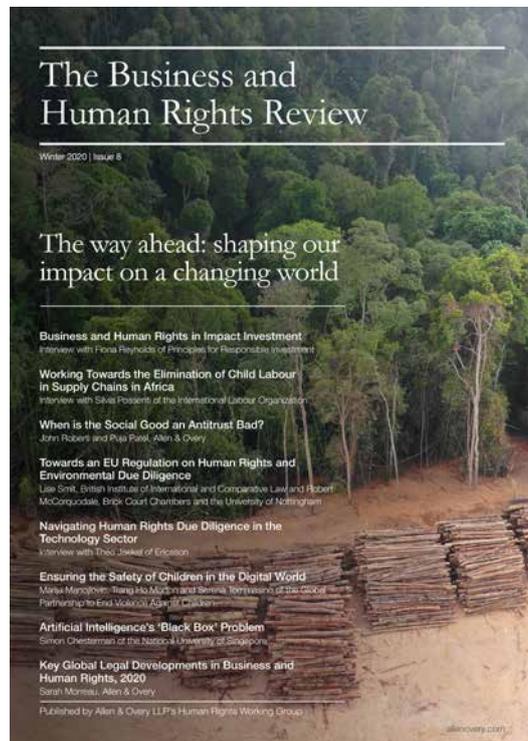
Thought leaders

We are at the forefront of the field, regularly contributing to academic journals, leading panel discussions, delivering training, speaking at conferences about business and human rights and engaging with international and domestic policy makers and regulators.

In addition, we publish the leading publication **The Business and Human Rights Review**, an interdisciplinary journal that brings together academia, business, NGOs and multilateral bodies to debate issues surrounding the relationship between business and human rights.



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Innovators

As a leading law firm, we're creating solutions to some of the most intractable challenges faced by companies, financial institutions and law firms today. We are the only global law firm to have embedded a tech innovation space, an online regulation tracker and a consulting business at the heart of our firm.

In our tech innovation space, **Fuse**, A&O lawyers, clients and start-ups come together to help clients exploit digital solutions in their own legal functions. Today, 500 global businesses rely on our online subscription service, **aosphere**, to understand and keep pace with their legal and compliance obligations globally, reduce spend on

external counsel and access the best-quality data on the market – exactly at the time they need it. **A&O Consulting** helps clients respond to unprecedented challenges with high-quality, business-focused advice on issues relating to governance, corporate purpose and culture, conduct and operational risk, and regulations.

A&O's BHR lawyers are working together with these innovative initiatives to explore, develop and test legal, regulatory and deal-related solutions to BHR problems for our clients.

Examples of our BHR experience

A selection of our BHR experience includes advising:

Financial services and corporate clients on their obligations to report on human rights issues under the Modern Slavery Act, and related due diligence exercises in respect of their supply chains and their own business activities, and drafting their Modern Slavery Statements.

A mining company listed in London and its subsidiary listed in an African country on designing its operational level grievance mechanisms, negotiating and revising its memoranda of understanding with the State police forces, and advising on security and human rights impact assessments and compliance systems.

A natural resource company including on more than a dozen BHR-related transnational tort claims before the English High Court, and advising on stakeholder communications, corporate annual reporting, board meetings and the AGM.

A FTSE 100 multinational with a complex food processing and retail supply chain, on developments in BHR-related regulation and transnational tort litigation, and risk mitigation measures regarding its suppliers and overseas operations.

Numerous industrial and energy clients on freedom of information requests, OECD National Contact Points claims, and supply chain disclosure obligations, including conflict minerals and payments to Government by the extractive industries.

European and American financial institutions providing project finance to infrastructure or energy projects in Africa and Latin America on the application of the Equator Principles, IFC Environmental and Social Performance Standards and UN Guiding Principles on BHR.

A tobacco company on litigation risk mitigation measures in relation to its supply chain in countries with a high incidence of modern slavery and child labour, including the use of blockchain technology and perpetual clauses in contracts.

An international financial institution on immunities issues, complaints procedures and emerging litigation risk in relation to the environmental and social impacts of projects and companies to which it lends or provides advisory services.

Lenders to the sponsors of a LNG project in an African country with respect to the sponsors' arrangements with the State's security forces and means to ensure that they comply with the Voluntary Principles on Security and Human Rights.

A Canadian headquartered mining company in relation to the suspension of its licences by Latin American countries on the basis of alleged environmental and social impacts of its proposed mine.

The United Nations Secretary General's Special Representative on Business and Human Rights on the nexus between international investment law and international human rights law.

An oil and gas major in an investment treaty arbitration involving State defences based on the environmental and social impact of the company's operations and alleged violation of local law.

A leading financial institution in delivering a workshop to the IT legal team defining the implications of the firm's human rights policy for that team, identifying key human rights risks for the team's business and practical steps to implement the policy and remedy breaches.

A range of companies in relation to their non-financial reporting requirements under the UK Companies Act, particularly in relation to human rights, environmental and carbon emissions.

An industry association in submitting an *amicus curiae* brief in the Second Circuit in an Alien Tort Statute lawsuit brought against a financial institution by victims of genocide.

An African State in defending an investment treaty arbitration involving claims of human rights violations.

Meet some of the global team



Suzanne Spears
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Suzanne is co-head of the BHR Group and a partner in the International Arbitration Group. She is recognised by Chambers Global as one of the world’s leading lawyers in BHR.

Suzanne advises clients on risk management, compliance and corporate governance in relation to the regulation of BHR, and on dispute resolution planning and prevention. Suzanne is often instructed to advise on highly sensitive issues, such as relationships with host governments and security forces, human rights grievance mechanisms, human rights due diligence and compliance in supply chains, dispute resolution with local communities and transnational litigation involving BHR issues. She is also a member of the firm’s ESG Group and advises financial institutions and investors with respect to adverse impacts on sustainability factors.

She is a highly-regarded advocate in the resolution of complex, high-value cross-border disputes by way of international arbitration, and advises on a wide range of contentious and non-contentious matters arising under international law.

“‘Excellent’ practitioner
Suzanne Spears wins plaudits
for her ‘diverse background
in this area’ and for being
‘very energetic’.”

“...recognised for her
knowledge of the [Guiding
Principles] and the UK’s
Modern Slavery Act.”

“Sources report being
‘highly impressed’ with her
knowledge and long-term
commitment to this area.”

Chambers Global Business and Human Rights
Law 2018, 2019 and 2020



Andrew Denny
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Andrew is co-head of the BHR Group and a partner in the Litigation department. He specialises in commercial and financial litigation, business and human rights issues and public and administrative law. He has particular expertise in cross-border disputes, including jurisdiction challenges, anti-suit injunctions and managing parallel claims in different jurisdictions.

Andrew advises corporate clients on human rights issues including defending claims in the UK courts in relation to alleged human rights impacts in other jurisdictions and advising clients on potential risks of such litigation. He leads the editorial board of the firm’s publication The Business & Human Rights Review and chairs Allen & Overy’s Human Rights Working Group.

“...very good litigator who runs cases brilliantly.”

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“Noteworthy firm with a significant human rights practice spanning litigation and compliance across several markets.”

Chambers Global 2020, Business and Human Rights Law

GLOBAL PRESENCE

Allen & Overy is an international legal practice with approximately 5,500 people, including some 550 partners, working in over 40 offices worldwide.

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A list of the members of Allen & Overy LLP and of the non-members who are designated as partners, and a list of the directors of Allen & Overy (Holdings) Limited, is open to inspection at our registered office at One Bishops Square, London E1 6AD.