



**THE IMPORTANCE OF ENGLISH LAW IN RUSSIA AND  
INTERNATIONALLY**

**Moscow State Law Academy – named after O.E. Kutafin  
1 October, 2018**

**Luke Conner, Managing Partner**

- **Moscow based**
- **Corporate, M&A, arbitration, and private client focus**
- **Flexible working practices**
- **Exploring new frontiers – artificial intelligence**
- **Genuinely entrepreneurial**
- **Expanding rapidly**
- **Exclusive Russian Member of Cicero**
- **First Russian member of Select Counsel**
- **Please check out our website at [www.connerco.ru](http://www.connerco.ru)**

**Luke Conner, Managing Partner, Conner & Company**



- **Graduate of the University of Manchester and Nottingham Law School**
- **English qualified solicitor**
- **2003 – 2005: trained in the City of London with CMS Cameron McKenna LLP**
- **2005 – 2007: Associate Solicitor at Gibson, Dunn & Crutcher LLP in London**
- **2007 – 2011: Associate at Linklaters CIS in London and Moscow**
- **2011 – 2015: Senior Associate and International Counsel at Chadbourne & Parke LLP in Moscow**
- **2015: founded Conner & Company**
- **January 2017: appointed President of the British Business Club in Moscow**

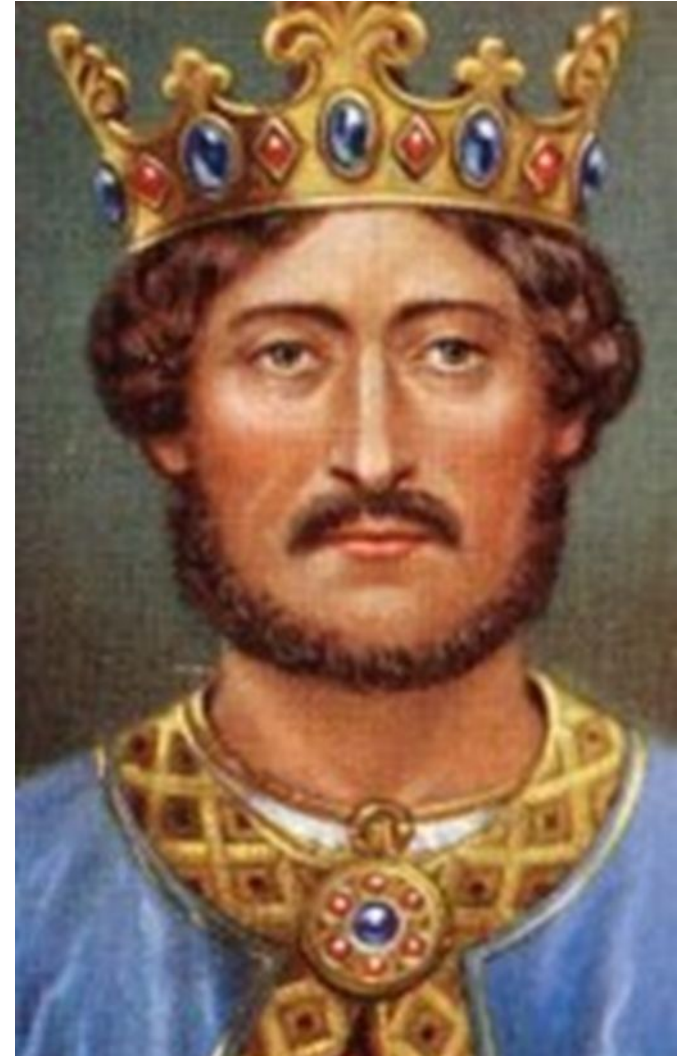
## The Importance of English law in Russia and Internationally

- The background to, and history of, English law
- The constitution
- The reasons for English law's pre-eminence
- Some statistical proof
- Geographical reach
- What the future holds for English law, here and elsewhere

**A few points to note:**

- **Laws of England and Wales.....**
- **Scotland and Northern Ireland have different legal systems**
- **Scotland has a civil law legal system**
- **Avoid using the term “U.K. law” .....**

- The Magna Carta 1215.....
- Common law since 6 July, 1189.....
- .....no codification, judge-made law, binding judicial precedent – *stare decisis* and *ratio decidendi*
- Statute law
- The Crusades and the law of trust and equity



- Distinction between the legal and beneficial ownership, between those who held the title, and those to whom the benefit of, and income from the, land would accrue.
- The key thing to remember – the settlor settles the assets to be managed on trust by the trustees for the beneficiary(ies).
- Court of the Chancery; the *Earl of Oxford's Case*.
- Habeas Corpus 1679
- Freedom of Contract: Sir Edward Coke in *Semayne's case*, 1604.
- The legacy of The East India Company – limited liability and export assistance

- Often said to be unwritten..... In actual fact, it is largely written, but not contained in a single unified document.
- 4 sources: (i) statute law; (ii) common law; (iii) parliamentary convention; and (iv) works of authority.
- Constitutional conventions.....
- No “entrenchment” i.e. Parliament can’t be said to have made a law that is “unconstitutional” and laws can’t be granted extra protection to stop them from being overturned.
- Legislation made by the Queen in Parliament i.e. the Commons, the Lords and the Royal Assent of the monarch.
- Parliament is sovereign.



## The reasons for English law's pre-eminence

- Judge-made law; reliable judiciary; independent and impartial
- Huge experience in dealing with commercial matters, including some very specific and specialist areas
- Additional vast experience in dealing with international disputes
- Case law developed over centuries, with constant ongoing legal refinement, and associated flexibility
- English law has certain distinguishing features which make it popular with business people
- English law allows the courts and arbitral tribunals to enforce contracts to reflect the intentions of the parties and the commercial bargain which they intended to make when signing the contract
- Trusts and equitable remedies i.e. solutions based on “fair principles” rather than formality
- No duty of good faith

## The reasons for English law's pre-eminence 2

- Russian companies are able to enter into English law-governed agreements with any foreign party, where foreign assets or where transaction entered into abroad
- Ideal jurisdiction to use where both parties desire genuine neutrality
- Perfect for use with many of the offshore jurisdictions i.e. share purchase agreements and shareholders' agreements for Cypriot entities and holding structures
- Can be used in conjunction with a Russian law governed share purchase agreement to acquire assets in a Russian company e.g. it is common to have an English law Framework Agreement, which contains key financial terms, warranties, indemnities etc.
- Sensible choice of law where complex financial provisions are required – the intentions of the parties will be upheld in court
- Allows use of English structures: trusts, shareholders agreements, options etc.

## English law allows for:

- legal privilege
- knock for knock indemnities;
- waivers of consequential loss;
- pay when paid clauses
- liquidation of anticipated damages;
- implied terms; and
- reasonable time bars and limitations.

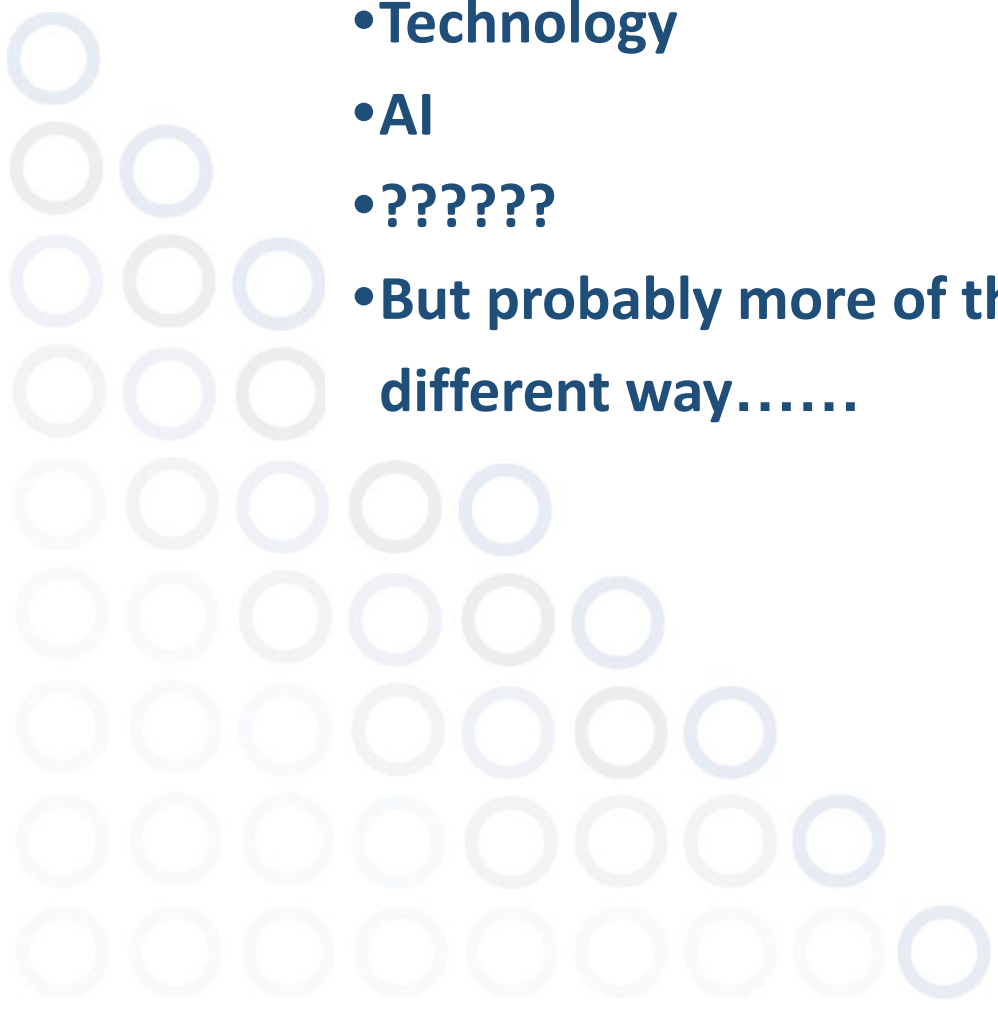
**Other reasons:**

- London as a pre-eminent financial centre;
- stability;
- services oriented economy – 80 per cent. of U.K. GDP;
- local expertise;
- size of local legal market;
- top 100 firms GBP 24 billion turnover plus (2017);
- overall GBP 30 billion plus.

- **40% of global corporate arbitration clauses use English law as a governing law (Queen Mary University)**
- **London is the recognised leading international centre for dispute resolution**
- **Statistics by the LCIA and HM Tribunal – 81% involve a foreign party; 49% entirely foreign**
- **U.K. legal market biggest in Europe and second in the world;**
- **Bigger than Germany, France, Italy, Spain and Netherlands put together;**
- **200 foreign law firms in the U.K.**

- A relic of the Empire.....
- 25% of the world's 320 plus legal jurisdictions have English law as their base
- They are referred to as common law legal systems
- These jurisdictions are typified by their:
  - adversarial court systems;
  - precedential, judge-made law;
  - the law of equity and trusts.
- Some examples:
  - most of the U.K. and the U.S.;
  - India, Canada, Australia, New Zealand, Ireland, Singapore, Hong Kong, Pakistan, Bangladesh;
  - the major offshore financial centres, such as Cyprus, the Channel Islands, the Isle of Man, the British Virgin Islands, the Cayman Islands, Bermuda.

- **Brexit**
- **Technology**
- **AI**
- **??????**
- **But probably more of the same, merely in a different way.....**



- **Wikipedia**
- **Queen Mary University (report)**
- **The City UK (report)**
- **QLTSchool website**
- **The Lawyer**
- **The Law Society – Legal Services Sector Forecasts**

All rights reserved Conner & Company, LLC, and Luke Conner ©



**Thank you!**

**Luke Conner**  
**Managing Partner**  
**+7 968 756 31 68**  
**[lconner@connerco.ru](mailto:lconner@connerco.ru)**

**[www.connerco.ru](http://www.connerco.ru)**