

# February 24, 2021



# Preliminary Thoughts

- Terminology
- Perspective of remarks
- Upside vs. downside
- Balance (Superman vs. Spider-Man)
- Primary risks
  - Bad people / bad match
  - Bad (or no) contract / surprises
- Budgeting and timing considerations





# US Commercial Service

**SQUIRE**  
PATTON BOGGS

Let our global network work for you.

## Worldwide Recognition

As the U.S. government, we can open doors that no one else can in markets around the world.

## Global Network

Our unmatched global network with trade experts in more than 80 countries can provide you with on-the-ground knowledge and connections.

## Results Driven

Our expert, in-person counseling is unparalleled and designed to help you succeed in global markets. In FY 2019, we facilitated \$107.4 B in U.S. exports (\$88.9 B) and inward investment (\$18.5 B) supporting over 486,000 American jobs by assisting over 29,500 U.S. exporters and 6,400 investment clients.

## The world is open for your business.

Our global network of experienced trade professionals is located throughout the United States and in U.S. Embassies and Consulates worldwide. Whether you're looking to make your first export sale or expand to additional markets, we offer the expertise you need to connect with lucrative opportunities and increase your bottom line.

### Our Services



#### Export Counseling

Develop effective market entry and sales strategies.  
Understand export documentation requirements and import regulations of foreign markets.  
Navigate U.S. government export controls, compliance and trade financing options.



#### Market Intelligence

Analyze market potential and foreign competitors.  
Obtain useful information on best prospects, financing, laws, and cultural issues.  
Conduct background checks on potential buyers and distributors.



#### Business Matchmaking

Connect with pre-screened potential partners.  
Promote your product or service to prospective buyers at trade events worldwide.  
Meet with international industry and government decision makers in your target markets



#### Commercial Diplomacy

Overcome trade obstacles to successfully enter international markets.  
Benefit from coordinated U.S. government engagement with foreign governments to protect U.S. business interests.

# Market Entry Best Practices

- Determination of market entry factors
- Prioritization of markets
- Globalization of value proposition
- Collection and review of market intelligence
- Comprehensive review of distributors or agents



# Considerations Outside the Contract

- Business Due Diligence
  - Reputation and experience
  - Financial ability
  - Existing product line
  - Existing customer base or network of sub-distributors
  - Locations
  - Sales team
  - Product strategy
  - Market intelligence
  - After-sale support



# Considerations Outside the Contract

- Foreign Corrupt Practices Act (FCPA)
- Competition Laws
- Relationship Laws



# The Contract

- Local Counsel Review
- Defining the Relationship
- Commercial Terms
- Dealing with Local Laws
- FCPA
- Governing Law and Dispute Resolution





# Understanding International Commercial Contracts



Jeff's chapter on international distribution in the

*Understanding International Commercial Contracts* edition of the  
*Inside the Minds* book series (Aspatore 2015)

can be accessed via a link in his bio at:

<https://www.squirepattonboggs.com/en/professionals/w/wahl-jeffrey-ryan>

## Questions?



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