

How In-House Counsel in China Select and Retain External Counsel

2010 Research Study



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Introduction

This is the latest of a series of reports produced by LexisNexis Martindale-Hubbell, examining how in-house lawyers select and retain outside law firms. Past studies on this topic have surveyed in-house counsel working in Central and Eastern Europe, Russia and Brazil, and also at medium sized companies. Collectively, these studies provide a useful source of international comparison. That is, they allow the reader to understand where the selection and recruitment decisions of in-house lawyers appear to be the same the world over, or whether those decisions appear to be specific to specific world regions.

Like Central and Eastern Europe in the early 1990s, China is often viewed by Westerners as a potential source of lucrative investment - tempered with a degree of fear over the extent to which the market is “different”, where Western “norms” and assumptions do not apply.

For Western law firms, therefore, this survey should be particularly useful. Firstly, it will highlight several areas in which Chinese corporate counsels appear to display distinctive characteristics - for example, few survey respondents have ever worked for a private practice law firm. But, at the same time, the report should provide law firms with a degree of reassurance. Like their colleagues around the world, Chinese counsel must weigh up the relative benefits of instructing “local” or “foreign” firms, while also managing static or reducing legal budgets.

For Chinese in-house counsel readers, this report offers them the chance to benchmark their departments against their peers. For example, are they employing more - or fewer - outside law firms, when compared with other Chinese companies? Based on what they have learned in this survey, should they experiment with different billing arrangements for their external counsel? Are they using the same sources of information to identify, evaluate and select external law firms in China, when compared with the survey’s respondents?

In conclusion, for both in-house and private practice readers, this survey provides a snapshot of “norms of behaviour” among in-house counsel working for large numbers of companies operating in China in 2010. Time will tell whether those “norms” will remain constant, and to what extent aspects of behaviour that are “distinctly Chinese” will diminish - or increase - over time.

Acknowledgements

We would like to thank all of the China-based in-house counsel who gave up their valuable time to participate in this study. Without their co-operation we would not be in a position to share these findings with you.

Their input into the study has provided valuable insights into how - and why - Chinese in-house counsels select and retain particular external law firms, and also the type of legal work they tend to outsource to those firms. The report will therefore be of interest to both in-house counsel and law firms serving the Chinese legal market.

The report also provides an insight into the internal dynamics of the Chinese in-house legal function - how many lawyers they tend to employ, their budgetary predictions, and in-house lawyers' perceptions of the value - or otherwise - of client feedback programmes offered by law firms.

We would like to thank LexisNexis China for enabling this report to be produced. With its offices in Hong Kong, Beijing, Shanghai and Guangzhou, LexisNexis China has developed an unrivalled understanding of the Chinese legal market. It is a testament to their local expertise and extensive range of high-level contacts that this report was made possible.

Our appreciation is also extended to Richard Parnham, who analyzed the research results and wrote this insightful report.



Derek Benton
Director, International Operations
LexisNexis Martindale-Hubbell

Executive Summary

Survey sampling

A wide range of companies operating in China took part in this study. Most companies were publicly traded and very large, with more than 1,000 employees – but almost a quarter of respondent organisations employed less than 500 people. Slightly less than half of the companies were based in China, with a similar number coming from either Western Europe or North America. Responses came from companies in a diverse number of industry sectors, ranging from chemicals to insurance, media to vehicle manufacturing.

Departmental structures

Among the 117 corporate counsels who responded to the survey, the typical in-house legal department operated in the following manner: More than half of corporate counsel respondents had never worked for a law firm – which means that many will have little or no experience of how law firms operate, internally. Exactly half of in-house legal department respondents employed between two to five lawyers. A further 41% of respondent companies employed more than five lawyers – but nearly one in ten of companies surveyed employed just one in-house lawyer in China.

In-house legal work versus external legal work

In-house legal departments in China tend to focus on routine and commodity matters and, to a lesser extent, complex recurring matters. Just 13% of respondents said they routinely handled complex, high profile, non-recurring matters – this type of work is more typically outsourced to external law firms.

Unfortunately, more than half of all respondents were unable to disclose the ratios of legal spend between the in-house department and their external law firms – either because they did not track such information, or because they were not willing to disclose it. Where such information was provided, in-house legal departments tended to account for a very large percentage of their company's annual legal spend. Within our sample group, very few companies spend the bulk of their total legal spend on outside law firms.

More than two-thirds of respondents said they believe their external legal spend would stay the same in the coming year. Of those who said their external legal spend would increase, some of the most commonly-cited reasons were: the increased complexity of cases; the growth of the company; or, because future cases were predicted to be higher risk. Where external legal spend was predicted to decrease, this tended to be because the company was trying to reduce its costs in general, or because the in-house legal department would be expanding, and therefore outsourcing less legal work.

Which type of law firm to select?

Foreign law firms were more likely than their local competitor to be instructed for complex, high profile or non-recurring matters - although both types of law firm were endorsed by at least half of all survey respondents. For complex and recurring matters, there was a noticeable preference for using local firms in preference to foreign ones.

In general, foreign firms were thought to have expertise that local law firms do not. Foreign firms were also believed to have greater capacity or resources than their local competitors. For their part, local law firms were thought of as having better local market knowledge, experience and contacts. Survey respondents also felt that local firms tended to offer the same level of expertise at a lower cost, when compared with their foreign firm rivals.

When asked to express a preference in terms of full service versus boutique law practices, a sharp cleavage of responses was in evidence. Boutique firms tended to be preferred for complex, high profile or non recurring matters, while full service firms were preferred for routine and commodity matters. For complex recurring matters, there was less of a clear preference between boutique and full service firms.

Selecting and retaining specific law firms

In-house legal teams typically take the lead in employing external counsel – more than three-quarters of respondents performed this role. Where responsibility for appointing external law firms was devolved to either board members or other business professions, in-house legal departments in those respondent companies tended to be small in size.

The vast majority of in-house legal department respondents employed between one to four external law firms. And, among those respondents that track or disclose such information, the majority of the company's budget for external legal spend tends to be allocated to just one or two law firms.

Around three quarters of all survey respondent companies maintained some form of preferred list of law firms – whether formally or informally constituted. Chinese respondents appeared to make use of such company-wide approved lists when identifying, evaluating or selecting a new local law firm to instruct for the first time. But, in absence of a preferred list, Chinese in-house counsel used many different sources to identify, evaluate and select possible law firms – everything from legal directories to media appearances, peer referrals to law firm newsletters.

In relation to why in-house counsel appoint specific firms, several reasons stand out – including the ability to understand the business, the ability to deliver results on time, and the expertise or reputation of individual lawyers. Conversely, corporate counsel are likely to dismiss law firms who are not responsive or do not maintain confidentiality, or if key lawyers leave the firm.

Keeping clients happy

Chinese corporate counsels tend to prefer to instruct law firms on either a fixed fee basis, or on an hourly rate arrangement with a price cap.

Besides demonstrating expertise and competitive charges, there are other ways in which law firms can keep their clients happy. Firstly, they can be more proactive in uncovering the clients' legal needs – almost two thirds of respondents said that, while their law firms were generally good at uncovering their needs, there was also some room for improvement. Secondly, law firms should consider asking their clients for formal feedback. While most survey respondents said they had never been asked to participate in a formal client satisfaction survey by their external law firm, 95% would welcome the chance to do so.

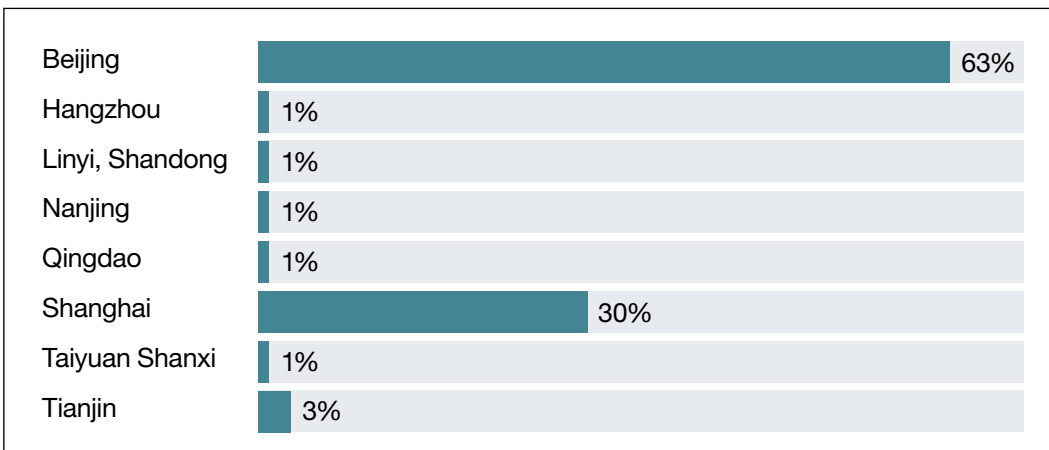
Methodology & demographics

A quantitative approach with a qualitative component

This study is based on 117 survey responses to a detailed telephone questionnaire, distributed among China-based in-house counsel during June and July, 2010. The questionnaire comprised 33 questions, covering numerous aspects of corporate counsels' relationship with external law firms, including the reasons that lay behind law firms' selection and retention. Twenty in-depth interviews were also conducted face-to-face. Comments from these interviews have been included in this report.

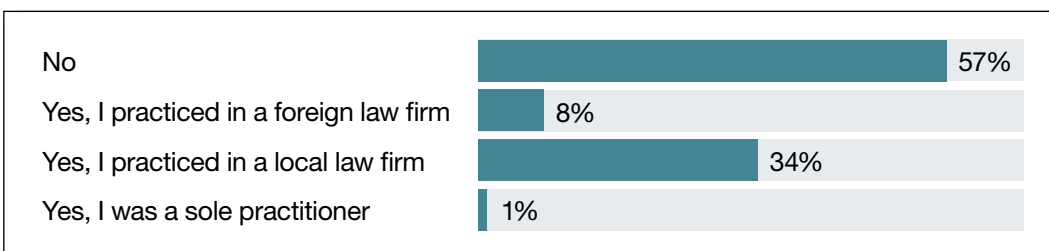
The survey also examined the internal organisation structure of in-house legal departments in China – how many in-house lawyers they employ and the extent of legal work that is retained in-house or exported to law firms.

Graph 1: In which region in China are you based?



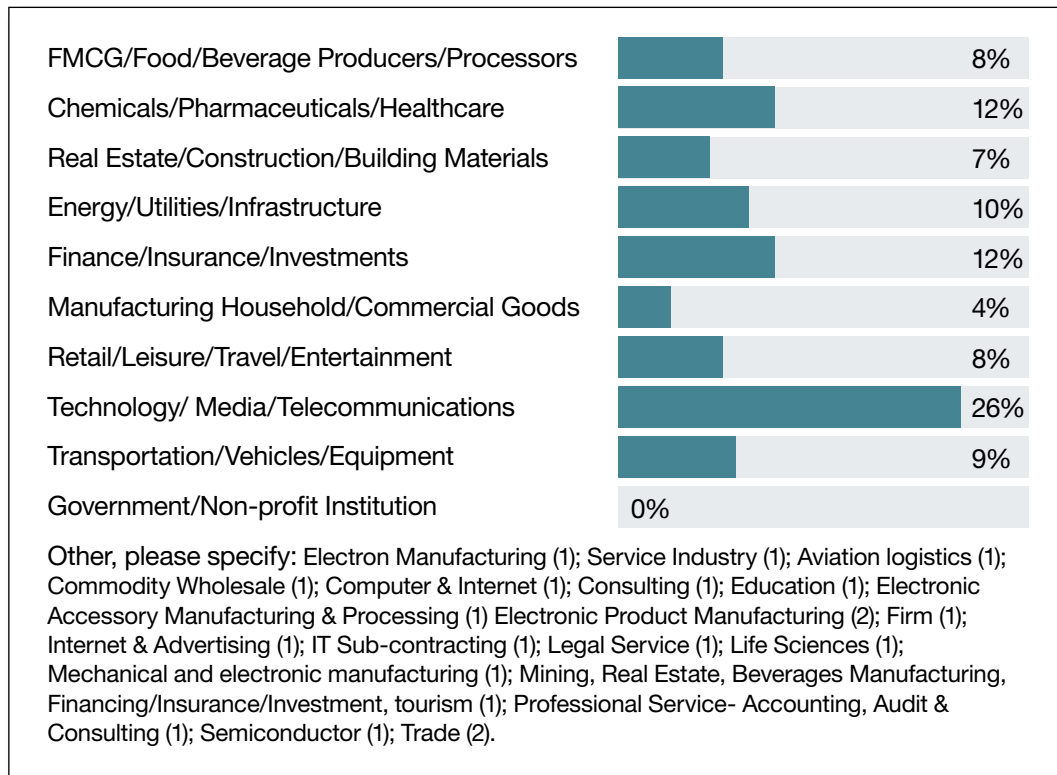
Graph 1 shows that, of the 117 different survey responses received, the vast majority of respondents were based in either Beijing (63%) or Shanghai (30%). The remaining respondents tended to originate from the eastern municipalities of China, or did not respond to this question.

Graph 2: Were you in private practice before becoming an in-house lawyer?



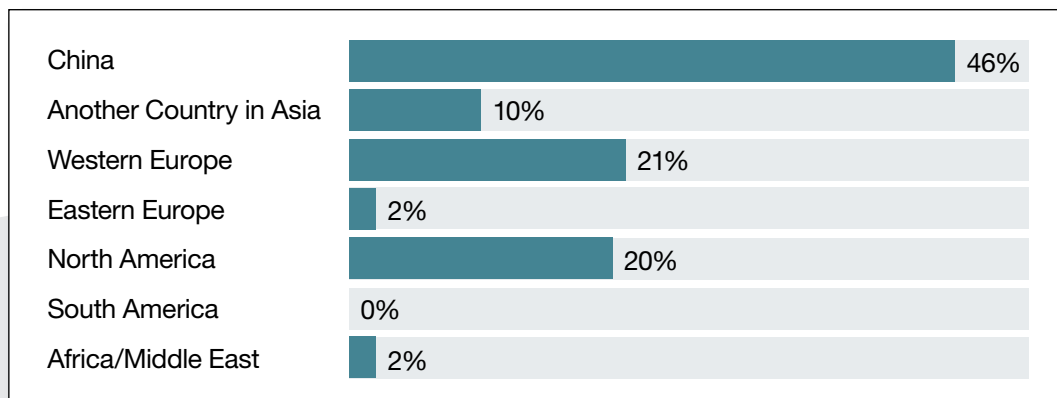
The survey also asked respondents to state their previous legal career, from a range of options (Graph 2). Interestingly, more than half of all those who responded had not previously worked in private practice. For foreign law firms new to China, this finding may have potentially important consequences: many of the in-house lawyers who instruct them will have no significant experience of how private practice law firms operate – and will therefore have few preconceptions or assumptions (good or bad) about what to expect from such firms.

Graph 3: What is your company’s main industry sector?



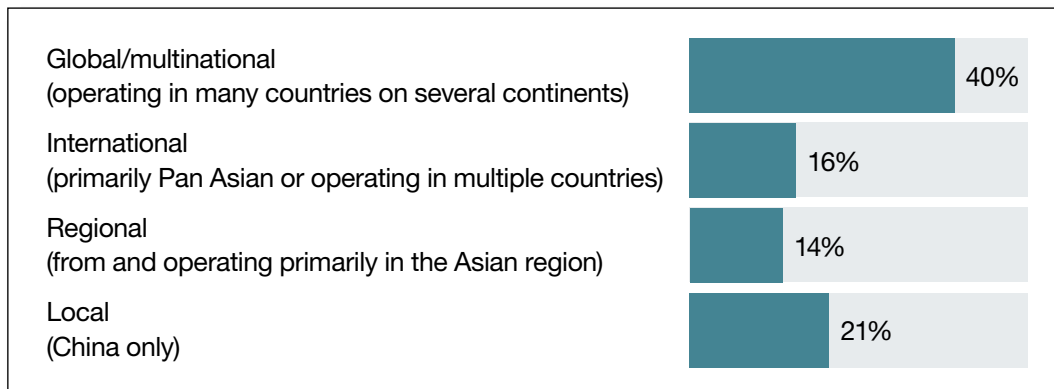
Graph 3 shows that a good cross section of industry sectors were represented by the sample – although no government or not for profit organisations took part in the survey.

Graph 4: What is the geographical origin of your ultimate holding company?



Slightly less than half of all respondents said their employer was based in China, giving the report a strongly Chinese flavour (Graph 4). The majority of the remaining survey participants worked for companies that were either based in North America or Western Europe. No companies originating in either South America or the Middle East took part in this study.

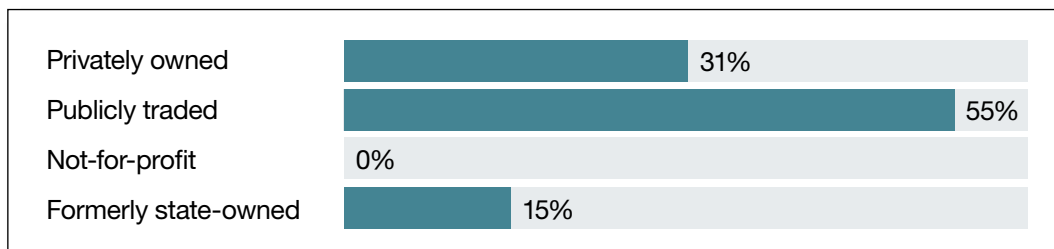
Graph 5: Which of the following terms best describes your company?



Graph 5 shows that just under half of all respondents were “truly global / multinational” – i.e. operating in many countries or on several continents. In general, respondents from this type of company were most likely to be based in Western Europe. North American and Chinese-based firms comprised a slightly smaller cohort of global / multinational responses.

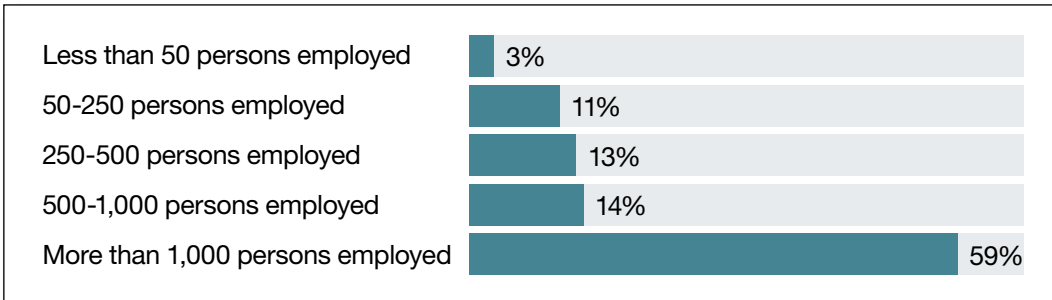
By contrast, Chinese-based companies were the single largest contingent among both the Pan-Asian, and also the Asian region, respondents.

Graph 6: Is your company in your country:



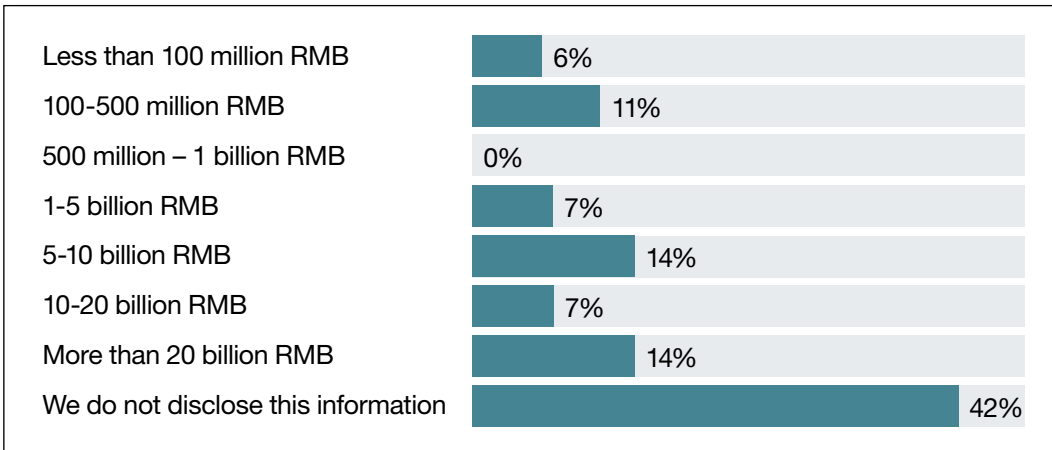
More than half of all respondents were publically traded companies – with a third of these companies being China-based. Yet again, survey responses to this question confirm that no “not for profit” companies took part in this survey (Graph 6).

Graph 7: How many people work in your company in China?



Around 60% of respondent companies employed more than 1,000 employees in China. Among the largest companies to respond, Chinese companies were by far the largest single group (Graph 7).

Graph 8: What is the annual turnover of your company in China?



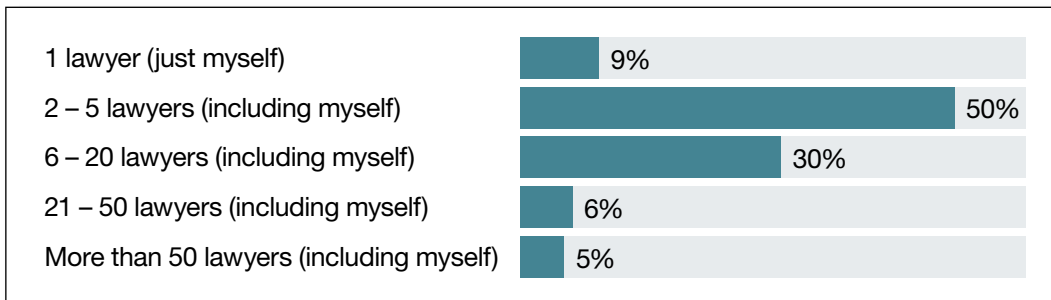
Our survey comprised companies with a wide range of annual Chinese turnovers – albeit with a very significant contingent where turnover was not disclosed (Graph 8).

It would be tempting – but wrong - to stereotype China’s perceived obsession with secrecy for this high incidence of non-disclosure of company turnover. In fact, an equal number of Western European and Chinese respondents (14% of the total number of respondents each) did not disclose their turnover to our survey, as did 7% of respondents where the company was based in Northern Europe. Perhaps even more oddly, 55% of the respondents who refused to disclose their annual Chinese turnover were publicly traded companies.

Of those companies with more than 20 billion RMB turnover in China, 81% of them were ultimately based in China, with just 13% from North America and 6% from Africa. This statistic reinforces the perception that this survey comprises responses from a significant number of very large Chinese companies.

Departmental structure

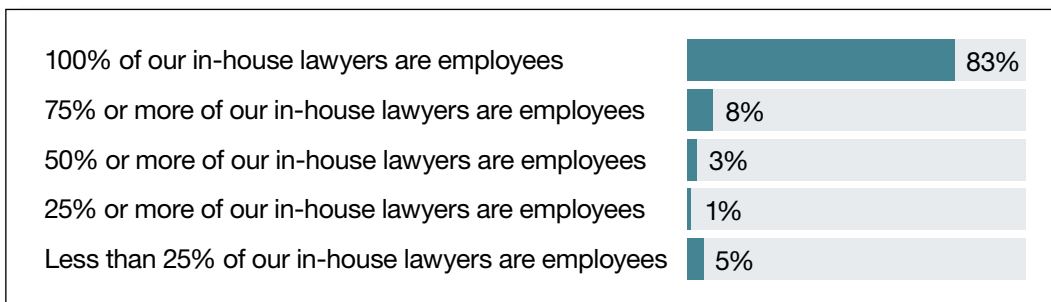
Graph 9: What is the total number of in-house lawyers in your legal department (full-time-employed) including yourself?



Graph 9 shows that half of all respondents revealed that their in-house legal team comprised between two to five lawyers, including themselves. One-lawyer in-house teams made up almost one tenth of all responses.

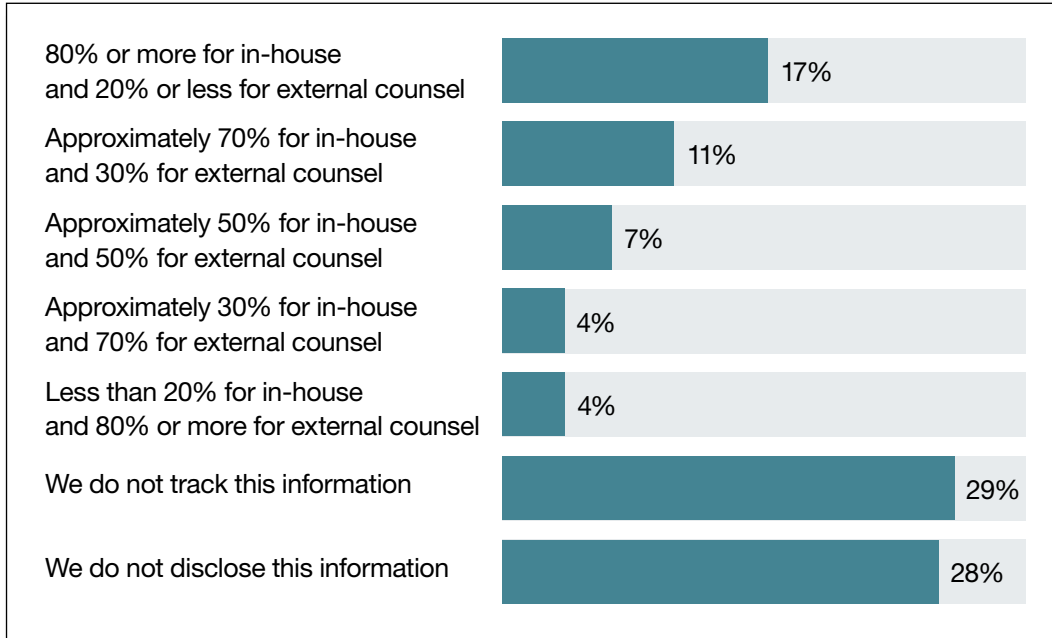
The nationality of the holding company appears to play little role in determining the number of lawyers a company employs – i.e. “Western” companies were no more likely to employ large numbers of lawyers than those from other world regions. In very general terms, companies in the technology / media and telecommunications sector were more likely to employ more lawyers than those from other industries, although this tendency is not particularly clear-cut.

Graph 10: What percent of the in-house lawyers in your department are full time employees of your company and not outsourced by contract?



The vast majority of in-house lawyers were directly employed by the company they worked for – i.e. they were not external counsel who acted as the company’s in-house lawyer while working for the company on a freelance or consultancy basis (Graph 10).

Graph 11: Approximately what percent of your annual legal expense (for your company) covers the cost of your in-house legal department and what percent covers the hiring of external counsel?



The survey shows a strong preference for keeping a large percentage of legal work in-house, when compared with the work sent to outside law firms (Graph 11).

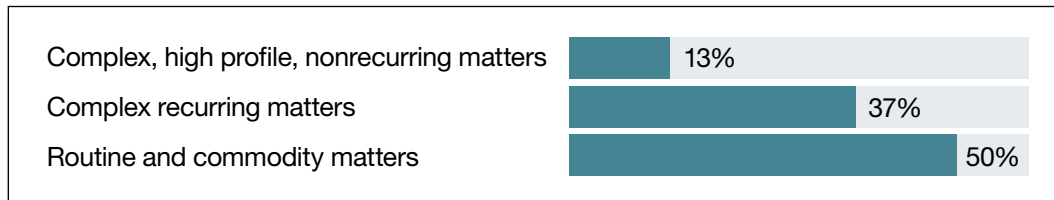
Overall, Chinese companies appear more likely to keep legal work in-house, in comparison to those originating in other world regions. However, this finding may simply reflect the fact that almost half of the respondents to the survey were based in China.

The survey found no overwhelming indications that companies from specific industry sectors are more or less likely to outsource their legal work - although very large companies in particular do tend to keep most of their legal work in-house.

“Basically, the in-house legal department takes most of the workload. Only those legal issues that are too complicated to be dealt with by the legal department will be assigned to external counsel.” – Mid-sized, China-based insurance company

“We don’t have an annual budget; we basically pay external legal service bills on a case-by-case basis, without an upper or lower limit.” – Small, pan-Asian finance company

Graph 12: Which answer best describes how your department handles the following types of legal matters for your company?



Graph 12 shows that among all respondents, there is a clear tendency for in-house legal departments to play to their strengths – i.e. handle complex and recurring matters in-house. There is an obvious reason for this: over time, in-house lawyers tend to develop far more specialist industry knowledge and experience than all but the best external law firms.

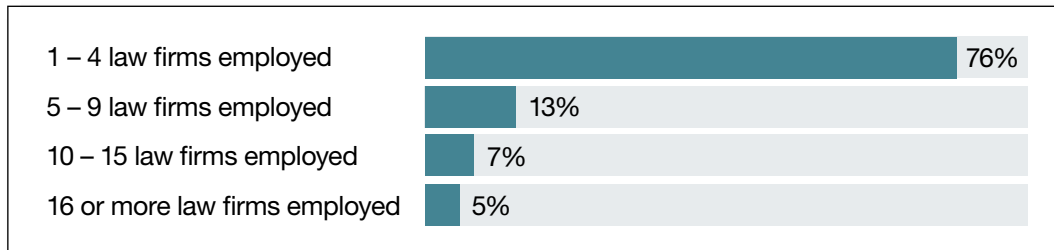
It also makes sense for in-house legal departments to handle routine and commodity matters themselves, rather than paying law firms to do the work. In-house lawyers are generally cheaper than their private practice equivalents, so long as there is a sufficient volume of work to keep the in-house legal team fully occupied.

Like previous survey findings exploring in-house and law firm relationships in other world regions, this latest survey shows that Chinese in-house counsel generally prefer to outsource complex, high profile and non-recurring matters to external law firms. Again, this arguably makes perfect sense. Law firms generally have a greater capacity to handle matters that would not be possible in-house lawyers to handle alone – either in term of relevant expertise, or the number of lawyers required to handle the work.

“Our company has a long history. Therefore, we have well-worked procedures for routine and commodity matters. We only outsource foreign-related legal matters, or those that we are not quite confident about, or those special or new to us, to our external counsel.”
– Beijing-based Chinese IT sub-contractor

Selecting external counsel

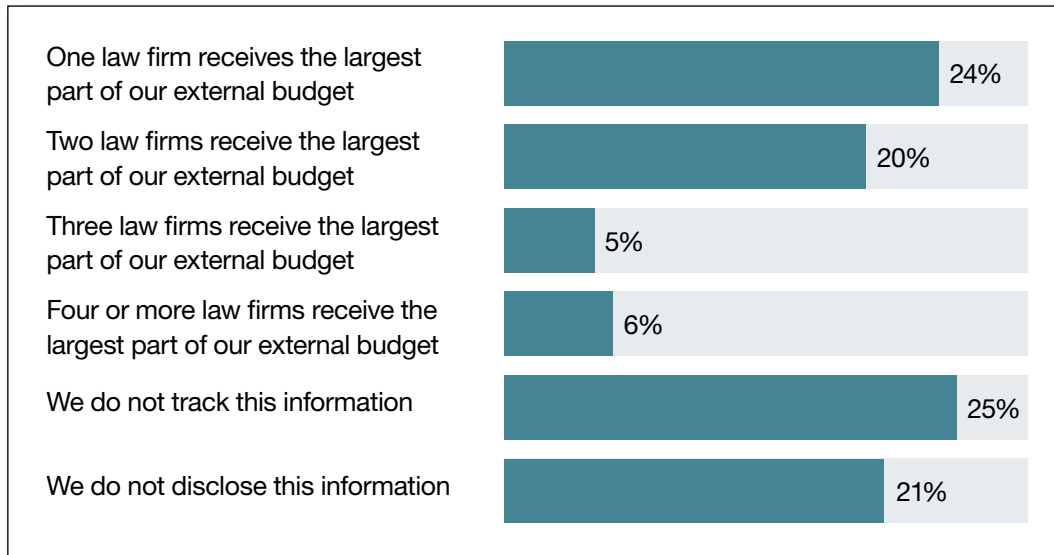
Graph 13: Approximately how many external law firms do you employ?



Most respondents to this survey appear to have taken firm control of the number of external law firms they employ (Graph 13).

Curiously, however, there appears to be little correlation between the number of in-house lawyers working for a company, and the number of external law firms a company instructs - one might have thought that very large in-house teams would only require the assistance of a very small number of external law firms, and vice versa. In fact, 80% of the respondents who employed 16 or more external law firms also employed more than 50 in-house lawyers within their company.

Graph 14: Which statement most accurately describes how you allocate work to your external counsel?

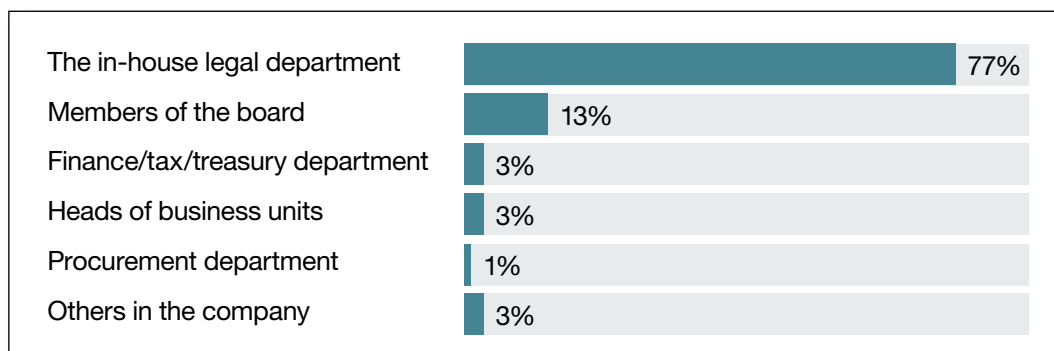


Graph 14 shows that, in total, almost half of all respondents either did not track, or disclose, the amount of external law firms they sent work to. With 52% of the “we do not track this information” replies, Chinese companies were the largest group of respondents in this category. However, when one considers the overall number of companies who responded to this survey, it is clear that North American and Western-based companies were almost as bad as their Chinese counterparts for failing to collect such information.

Where the number of law firms instructed is known, it is clear that most of the survey respondents tend to send the bulk of their work to one or two external legal practices.

Law firms operating in China might wish to reflect on this survey discovery in one of two ways. Either – Chinese companies are generally in favour of the “one-stop shop” approach. That is, “favoured law firms are likely to receive large percentage of a Chinese company’s external legal spend”. Alternatively, law firms may feel that: “it is very difficult for a new law firm to win a large amount of work from a company operating in China, if the firm does not already act for that company.”

Graph 15: Who in your company is involved in employing external legal counsel? (Can provide more than one answer.)



The overwhelming majority of respondents stated that the in-house legal department was the main body responsible for appointing outside law firms (Graph 15).

Curiously, the procurement department has yet to play any significant role in relation to selecting outside counsel in China, even though this department is becoming increasingly important to the law firm selection process in other world regions. In this survey, the only respondent who said their procurement department was responsible for appointing outside counsel was a North American-based company.

Where members of the board were responsible for appointing external law firms, these companies tended to employ a relatively small number of in-house lawyers. For example, 63% respondents who said that board members were mainly responsible for appointing outside lawyers also reported that their legal departments typically employed between two to five lawyers in China.

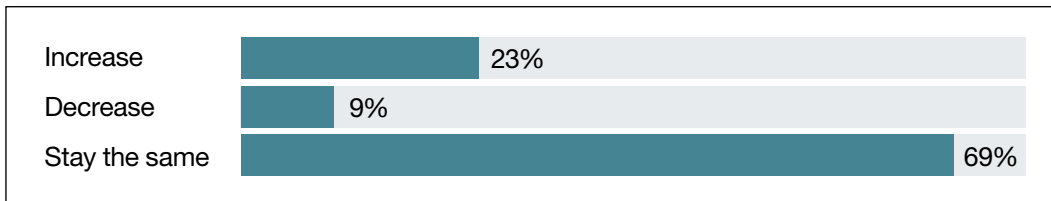
“The legal department may suggest, but has no right to employ, an external counsel. The legal department follows the order of the CEO or similar functions.” – Mid sized China-based insurance company

“The in-house legal department will decide which law firm to employ on a case or legal matter. But one of our current external counsels was appointed by the head of the company, as the head knew the external counsel well.” – Large Singapore-based TMT company

“The legal department makes recommendations that are subject to final approval by management.” – Small, pan-Asian finance company

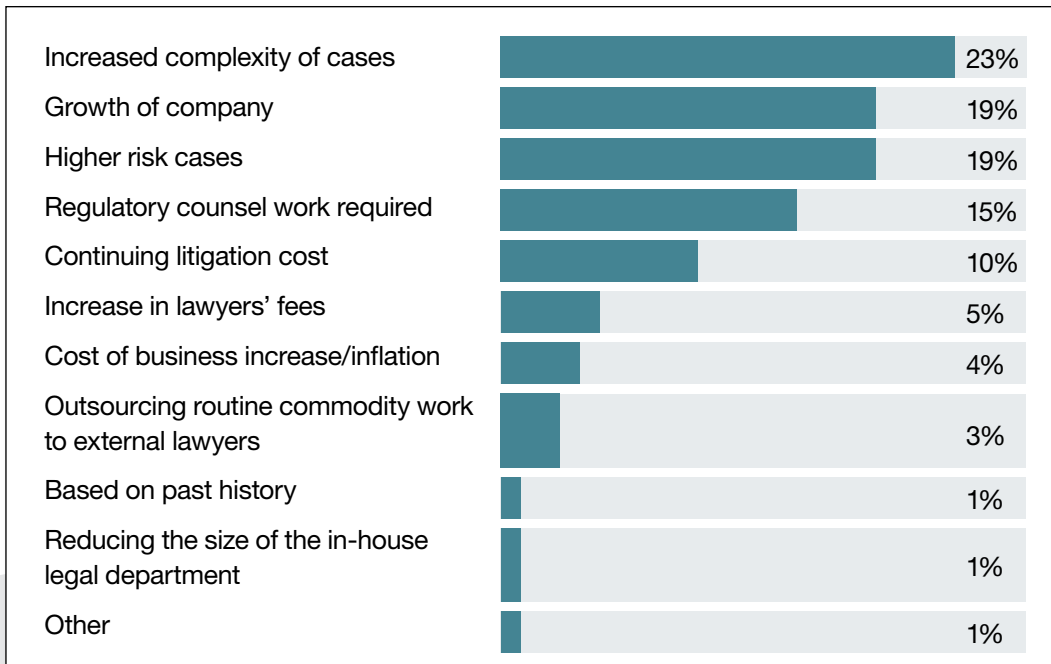
“The in-house legal department will lead the employment of an external counsel, but the final decision is always made by the corporate leaders.” – Large pan-Asian energy company

Graph 16: Do you expect your company’s annual legal expenses for hiring external counsel to change this year?



Around two thirds of all respondents said they expected their budget for outside law firms would stay more or less the same in the course of the coming year (Graph 16).

Graph 17: Possible reasons for increase (can provide more than one answer.)

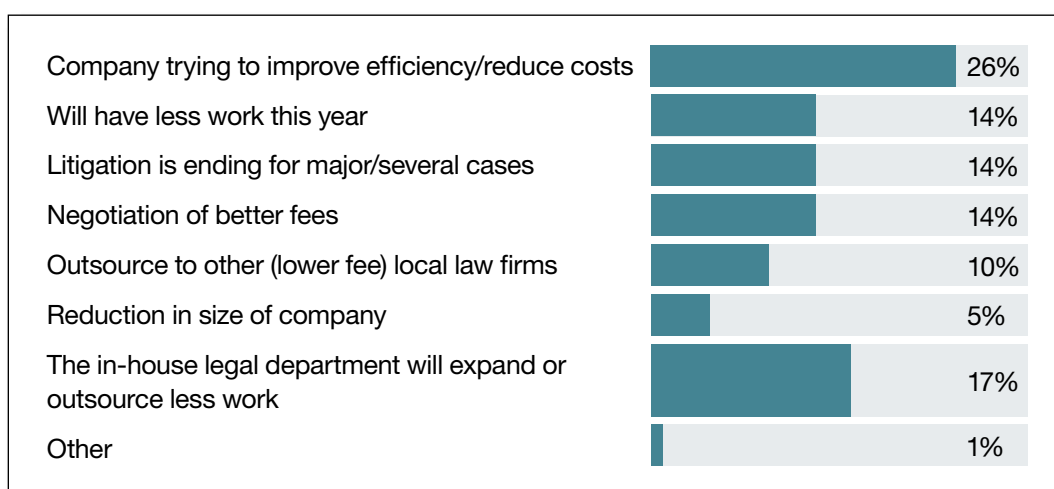


Where respondents anticipated an increase in spend on external counsel over the coming months, the three most commonly-cited reasons were: increased complexity of cases, higher risk cases and the growth of the company in general.

By contrast, two of the least popular reasons for believing that more work would be outsourced were either: a planned reduction in the size of the in-house legal department, or a prediction largely based on past trends (Graph 17).

Taken as a whole, the responses to this question arguably demonstrate that Chinese in-house counsel have a fairly clear idea about the reasons why their work is increasing, and which areas of their department’s competence they need to focus their attention on.

Graph 18: Possible reasons for decrease (can provide more than one answer.)

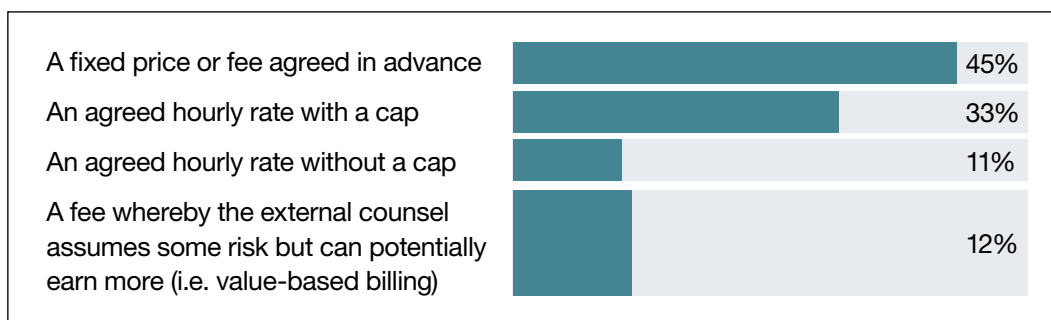


In a country famed for its rapid economic expansion, one may have forgiven Chinese in-house counsel for “taking their eye off the ball”, in terms of the extent to which keep control of their spend on external counsel. Not so, according to our survey.

While “external” factors, such as “litigation ending” and “will have less work this year” help explain why a significant minority of respondents intend to send less work to outside law firms, going forward, the need to keep budgets under control seems to be a popular reason for reducing external counsel spend in its own right.

Indeed, Graph 18 shows that the most-cited reason why Chinese survey respondents plan to cut their spend on external counsel is the need to improve efficiency, or cut costs – closely followed by (amongst others) renegotiating rates with existing firms, or moving work to (lower fee) local firms. Moving work in-house was also a commonly-cited reason for reducing spend on outside counsel.

“The competition between law firms is becoming fierce, and the chance to get a better fee for the similar service is now quite big. Also, along with the development of the business, we plan to expand our in-house legal department.” – Very large, Beijing-based TMT company

Graph 19: What is your preferred billing terms when employing external counsel?

Like their counterparts in a previous study focusing on Central and Eastern Europe, survey respondents in China appear reluctant to pay for legal work solely by reference to the billable hour. In China, it seems, fixed or agreed price arrangements are slightly more popular than both of the billable hour alternatives open to them, combined (Graph 19).

At a more granular level, it is worth noting that respondents working for Chinese companies in particular tend to be firm advocates of fixed fee billing. In total, 54% respondents who favoured this option also said they worked for Chinese-based companies.

However, it would be wrong to assume that billing preferences are automatically tied to the head office location of the company that our survey respondents work for. Indeed, the second most common advocates of fixed fee arrangements were those respondents working for North American companies. Conversely, the largest single group of respondents who said they preferred the un-capped billable hour were not those working for US-based companies. Rather, they were Chinese based companies.

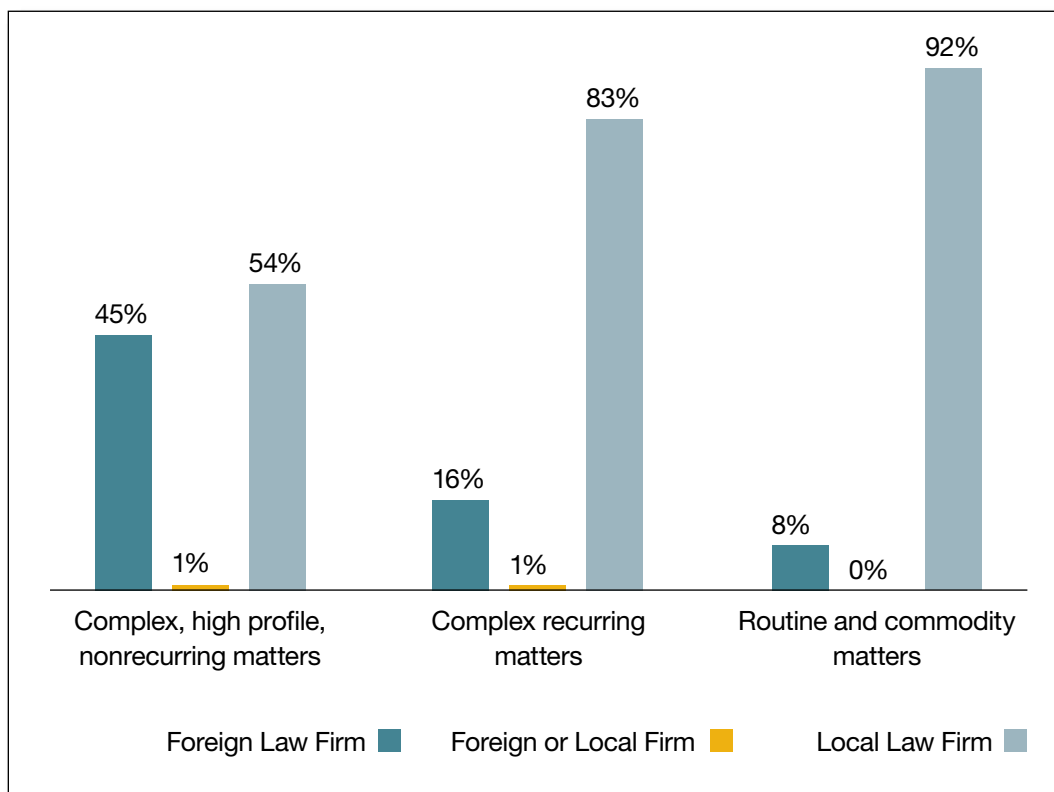
“For those complex and high-profile matters, I prefer to use a fixed price, or a fee agreed in advance. This is because I don’t know how long it will take the law firm/lawyer to complete a matter.” – Mid-sized China-based insurance company

“I don’t think hourly billing is good for us, because we would have to check and evaluate the time and workload, and sign each bill. Also, we find it is hard to agree on a time calculation with our external counsel.” – Beijing-based Chinese IT sub-contractor

“Fixed fees will help us avoid the trouble of complicated and redundant payment procedure. For non-litigation cases, we prefer a fixed fee. For litigation cases, because there are many out-of-control occasions, we adopt our billing preferences on a case-by-case basis. We might take a fixed fee, or share the risk with external counsel, by agreeing upon extra payment terms.” – Large North American-based TMT company.

“For external counsel payment, we adopt a combination of an annual fee and project fee. That is, we pay a fixed annual fee for routine matters and, if there are any unexpected litigation or arbitration cases, we pay extra fees for dealing with those disputes”
– Large, China-based entertainment company

“We adopt different payment methods for domestic and foreign law firms. When cooperating with domestic law firms, we usually agree on a fixed price in advance, and then pay additional fees for special projects. When cooperating with foreign law firms, we pay by the hour - but set an upper limit.” – Global, Australian-based, construction company

Graph 20: What kind of law firms do you normally work with (i.e. foreign or local)?

In common with past survey respondents from other world regions, foreign law firms are most likely to be instructed in complex, high-profile, one-off cases – although, even for this type of matter, local firms remain marginally more popular (Graph 20).

Conversely, the first instinct of a Chinese in-house counsel who wishes to outsource a routine, commodity matters, is to turn to a local firm – by a massive margin, when compared with the foreign law firm option.

For complex but recurring matters, foreign firms have a slightly better chance of being instructed - albeit as a distant second preference, when compared with their local law firm competitors.

“Choosing either a local or a foreign law firm depends on the nature of legal issues. For those foreign-related issues, we prefer a foreign law firm. For those local issues, surely a local law firm will be a better choice?” – Very large TMT company

“Local law firms are most commonly used in local litigation, because they can effectively communicate with judges. Also, local law firms also provide significant support in enforcing the court rulings.” – China-based IT sub-contractor

“For local legal matters, we usually turn to local law firm for advice, because they have a better understanding of local laws and regulations. But our IP issues are handled by a law firm in the USA, because we believe they are more professional in such issues.” - Global household manufacturing company.

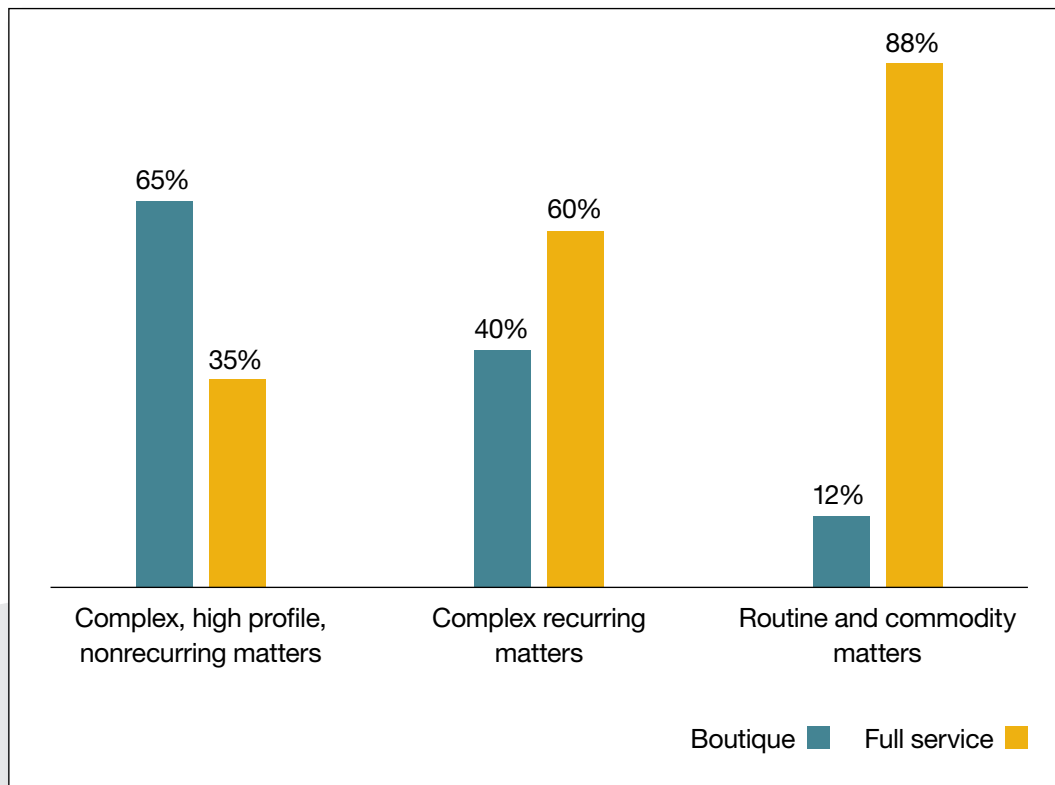
“The only criterion to select a foreign law firm or a local law firm for these matters is the nature of a project. At the moment, we only operate business in China. But, if we have a project involving foreign matters, we might turn to a foreign law firm for the foreign law-related part.” - Large China-based entertainment company

“Local law firms can provide very practical methods of dealing with problems, and are much easier to communicate with. Foreign law firms are better than local law firms in their systems construction, procedure control and document preparation – but this is not to say that they are more competent in the legal services they offer.” - Pan-Asian real estate company.

“In practice, whether a foreign or domestic firm is selected depends on the nature of the legal issues at hand. For our company, foreign firms are selected in most cases for IP matters, because IP issues are governed by global practices. Domestic firms are basically selected for domestic litigation issues.” - Western European vehicle manufacturer

“Employing foreign law firms is decided according to the jurisdiction of the project involved. We would retain a British or American firm for foreign investment project-related legal matters, because they are more professional in handling matters in their jurisdictions.” - Global, China-based energy company.

Graph 21: What kind of law firms do you normally work with (i.e. full service or boutique)?



As the survey data on Graph 21 shows, it is clear that boutique firms do have their place in the Chinese legal market, especially in relation to complex, high profile and non-recurring matters. Here, boutique firms are preferred by our survey respondents by a margin of almost two to one, when compared with their full service equivalents.

However, for complex and recurring matters, preferences are generally reversed, albeit by a smaller margin. Whereas 40% of respondents said they would prefer to use a boutique firm for complex recurring matters, 60% opted for the full service alternative.

It is also clear from our survey data that Chinese in-house counsel generally have little appetite for outsourcing routine and commodity work to a boutique practice, however highly regarded or specialist that boutique may be. If routine or commodity matters are to be outsourced at all – and they often are not – Chinese survey respondents would rather send the work to a full service, rather than a boutique, external law firm.

“I prefer full-service law firms, because their services may cover many different practice areas, and we prefer to have all of our legal issues settled within one law firm.” – Chinese IT sub-contractor

“Our business here mainly involves two major issues: IP and financing. For IP issues, we prefer to work with an IP boutique; but for financing I believe there are no boutique law firms available. So, as a result, we always work with full-service law firms that have a good financing team.” – Large North American, TMT company

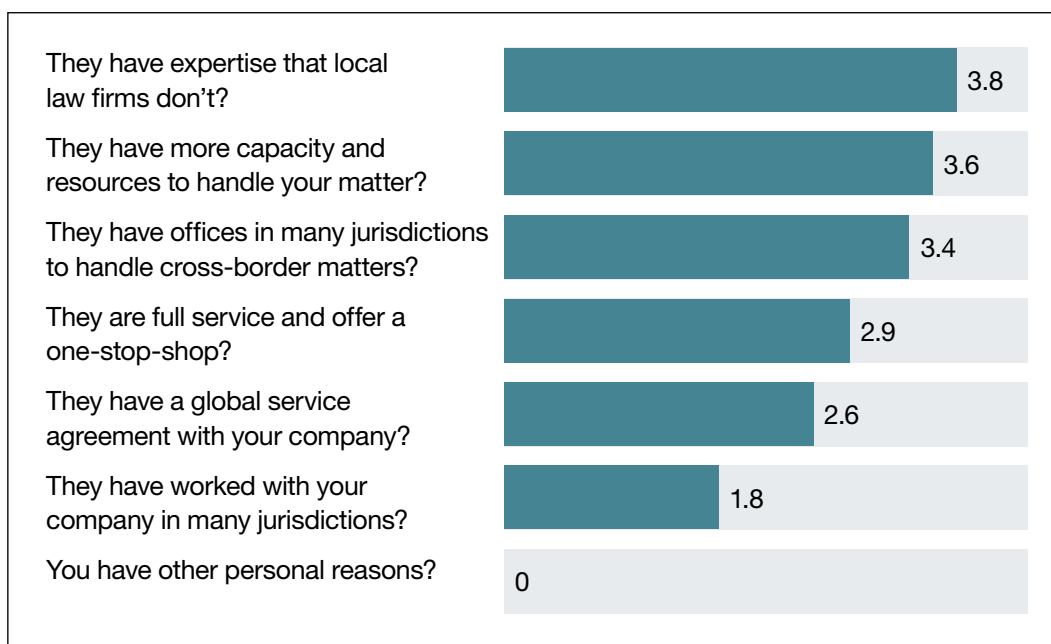
“Basically, I prefer to use full-service law firms. But, because we operate in a quite special industry, I would rather to employ an HR-focused law firms to settle our company’s disputes and related legal issues.” – Large Singapore-based TMT company

“We only use full-service law firms in the moment, as they can help us in many areas. But that’s not a sure thing in the future, because that will be decided by the nature of our projects or legal issues.” – Large China-based entertainment company

“Basically, we do not make a clear distinction between full service and boutique firms - some generalist firms can also provide good specialist services. At present, we use a generalist firm, which provides very good specialist services in many areas.” – Small, pan-Asian finance company

“Now, we only use law firms that provide comprehensive services. But we intend to use some boutique law firms in the future, for important legal issues such as IP. In future, routine matters will be handled by our in-house legal department.” – Global, Australian-based construction company

Graph 22: When hiring foreign law firms instead of local law firms, is it because... 0 is not important and 5 is very important.



Taken in the round, it is clear that two main factors persuade Chinese in-house lawyers to instruct foreign, as opposed to local, firms: expertise in areas of law that local firms do not have capacity in, and also the capacity and resources to handle the matter in hand (Graph 22).

Two of the more interesting results relate to the relative importance that Chinese counsel attach to a foreign firm's international offices, when deciding whether or not to instruct them. Here, it seems, the existence of a firm's multinational capacity is a significantly more important factor than the in-house lawyers' actual experience of working with the firm in a particular foreign office. In other words, Chinese respondents to this survey appear to trust a firm's "brand" even more than their own experience (or lack of) of dealing with a firm's office in a particular foreign country.

Perhaps one of the more polarised survey responses relates to the importance given by survey respondents to the existence of a global service agreement, which may require that a local in-house department instructs a particular law firm in their country. For many survey respondents, the existence of such an agreement is a key factor in deciding whether they should – or should not – instruct a particular foreign firm. But a clear minority of respondents also appear to place little or no importance on the existence of such an agreement, when making their external counsel appointments.

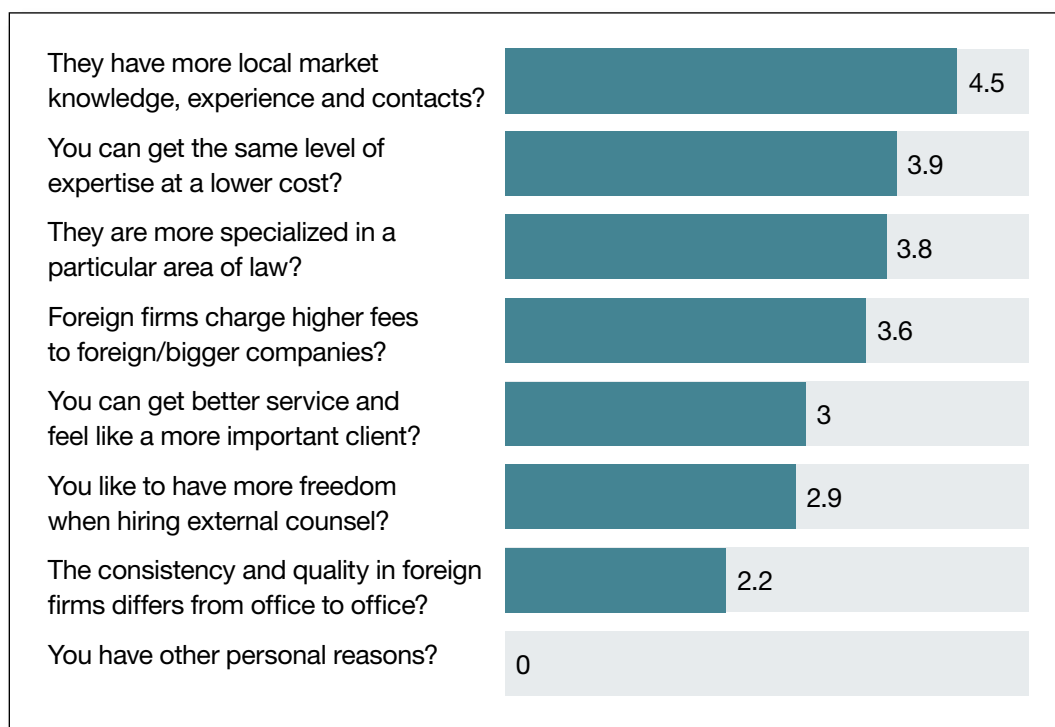
Of course, there may be a perfectly innocent reason why Chinese in-house counsels appear willing to defy their employer's global service agreement. For example, a specific foreign firm might be included in a global service agreement, but then not have any – or relevant – capacity inside China. However, some in-house counsels' apparently willingness to disregard what may be contractual commitment, negotiated by the company at global level, is slightly inexplicable.

“We retain foreign law firms for our foreign-related legal matters because they have local offices and specialist teams throughout the world. As a rule, we basically select firms we have successfully collaborated well in the past.” – Small, Beijing-based company, operating in the finance / insurance / investments sector

“Foreign law firms are more professional than local law firms in some foreign-related legal matters, such as IPOs and M&A work” – Pan-Asian real estate company

“We emphasize quality and fees. Although large firms have a large pool of resources, we do not regard scale as a decisive factor.” – Western European vehicle manufacturer

Graph 23: When hiring local law firms instead of foreign law firms, is it because... 0 is not important and 5 is very important.



If international expertise and large capacity are the main reasons that Chinese in-house counsels instruct foreign firms, then “local” law expertise, local market knowledge, experience and contacts are the principal reasons that Chinese in-house counsel prefer to instruct local firms (Graph 23). Local firms are also generally perceived to be cheaper than their foreign competitors.

Tellingly, even Chinese respondents who work for foreign companies recognise that it is often best to instruct local, as opposed to foreign, firms. It is certainly true that, of the respondents who gave local market knowledge, experience and contacts a “five” rating – i.e. the most important factor influencing their decision – 52% worked for Chinese companies. But it is also true that a further 20% worked for North American companies, and 15% worked for companies based in Western Europe.

In general, the response patterns indicate that respondents generally regard local firms as offering a comparable level of expertise when compared with foreign firms, but at a lower cost. However, respondents also generally disagreed with the proposition that the quality of foreign firms varied from office to office - and were moderately ambivalent about the idea that local firms made them feel “more important” or offered them a “better service”.

Collectively, these responses suggest that local firms have no particular unique selling point among our survey respondents, when compared with foreign firms, beyond price and local market expertise. Foreign firms may find such results heartening, because it means Chinese in-house counsel are open to instructing them, in the right circumstances. For local firms, this response should act as a “wake up” call that they cannot afford to be complacent in the face of growing competition from foreign firms.

“Local law firms always provide a high-quality service at a relatively lower price, when compared with foreign law firms. According to my experience, foreign law firms charge fees that are at least twice that of local law firms for a similar legal service.” – Mid sized China-based insurance company

“As far as I know, there are no foreign law firms that can compete with the local law firm that we employ. The local law firm we work with has been operating their business in China for about 20 years. They always get things done in a timely, efficient, and high quality manner. Foreign law firms may be good at such issues in their own countries, but in China, they can not compete, because they do not really understand the laws and culture here.” – Large, North American TMT company.

“We mainly depend on local law firms to handle litigation-related issues. Obviously, local law firms have big advantages in handling court issues, because they have more talent and experience in this field. Furthermore, they have strong social connections which, sometimes, will help get a case settled. They also charge less than foreign firms.” – Australian-based construction company

Graph 24: Which of the following best describes how your legal department maintains a list of external counsel to work with?



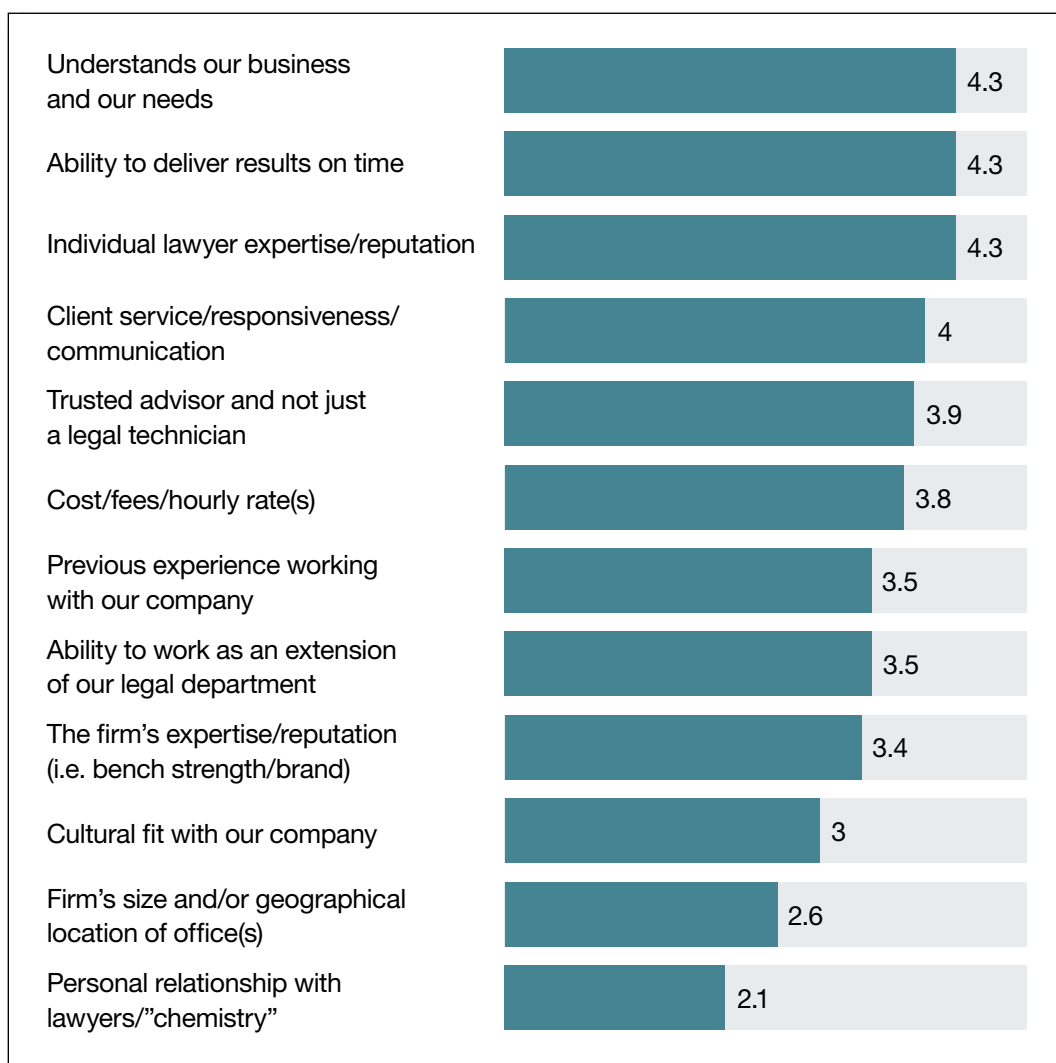
Graph 24 reveals that the largest single response group among survey respondents said they had an informal preferred list of law firms to instruct. This was closely followed by those in-house counsel who had settled on a formal, approved, list of outside counsel. The smallest category of respondents were those that did not have any defined list of preferred firms.

In general, Chinese respondents have proved themselves to be relatively sophisticated, in terms of the extent to which they keep control of which law firms to instruct, when compared with other world regions. For example, when a similar survey was carried out in Central and Eastern Europe in 2008, 44% of respondents said that they did not have a defined list of external law firms – nearly twice as large a percentage as their Chinese equivalents.

“The head of our company’s legal department has drawn up the list, according to referrals from schoolmates and friends, and the reputation of different law firms and counsels. However, we do not use counsels appearing on this list to handle vital projects, such as litigation cases. Instead, we mainly conduct a public bidding among three law firms.”

– Mid-sized company specialising in transportation / vehicles / equipment

Graph 25: How important are each of the following criteria in determining which external counsel you hire? 0 is not important and 5 is very important.



Graph 25 shows just how varied are the motivations for selecting a new law firm to instruct. For many respondents, it is important that their law firms understand their business. For others, a firm's timeliness of response and client service will be the deciding factor.

Previous experience of working with, and also costs and rates, invariably loom large in many respondents' considerations. However, it would probably be fair to say that a firm's size and / or geographical locations is only of middling importance to many in-house counsel, as is the issue of "cultural fit".

The relative importance of the reputation and expertise of an individual lawyer, as opposed to the expertise and brand of the firm they work for, is an interesting dynamic. Although not by a huge margin, the survey indicates that the reputation and expertise of the individual lawyer is generally regarded as more important of the two competing considerations.

However, it should also be recognised that the importance of individual expertise is one thing - personal chemistry is another. The fact that so many respondents were willing to rate personal chemistry as a relatively unimportant factor shows that individual lawyers cannot win new work on the basis of their personality alone. Clients, it seems, are relatively tolerant to the idea of employing external lawyers that they do not like, or are ambivalent about on a personal level, so long as those external lawyers are good at their jobs.

"A law firm with high reputation sometimes can help diminish the risks on the legal department." - Mid-sized company specialising in transportation / vehicles / equipment

"I think the reputation/expertise of a law firm is more important than that of an individual lawyer. This is because it takes time to know a lawyer, but it is easier to know a law firm." – Mid-sized China-based insurance company

"I don't think personal relationships are that important. But, if I had to choose between a stranger and a well-acquainted lawyer, where there is no big difference in their service quality, I would choose the latter. 'Chemistry' is quite important for me." – Beijing-based IT sub-contractor

"The service quality is always the first and most important criteria for us to use a law firm or lawyer. My experience is that you cannot use a lawyer who has a good personal relationship with you, if they do not also provide you with a helpful service." – Large, North American-based TMT company

"The selection of law firms depends on the nature of relevant legal issues. For example, for those relatively simple issues, costs will be the most important decisive factor. However, for relatively complicated legal issues, expertise or reputation of a law firm will be most important for us." – West European-based chemicals company

"High quality professional services are the most fundamental and important criteria. When it comes to specific legal matters, the professional level of the individual lawyer will also be critical." – Pan-Asian real estate company

"Generally speaking, the most important reason for me to employ a law firm is that the firm is earnest, responsible and professional. At the same time, it should also understand our business and charge reasonable rates." – Global household manufacturing company

"I don't particularly care about the quality of the whole team of our external counsel, because usually I will appoint a specific lawyer to handle our legal matters. If he/she is professional enough, that's enough for me." – Mid-sized TMT company

Graph 26: Besides your own personal experience, which sources do you use to identify, evaluate or select external counsel? Multiple choice

Sources	Identification	Evaluation	Selection	Count
Your company's preferred list of external counsel	14	28	35	77
Referrals from your in-house lawyers	14	40	20	74
Referrals from other external counsel	22	40	11	73
Referrals from companies in your industry	23	31	12	66
Referrals from other in-house lawyers	20	37	7	64
Referrals from other managers in your company	17	30	9	56
Referrals from accountants/notaries/banks	27	22	4	53
Law firms' websites	23	16	8	47
China Legal Review, LexisNexis	23	16	7	46
Lexiscnweb.com	19	18	8	45
Legal 500	17	15	11	43
Seminars/Conferences – given by law firms	21	19	3	43
(directory) Martindale-Hubbell Legal Network	21	14	7	42
ALB	20	17	4	41
Competitive bids (RFPs/beauty contests)	14	16	11	41
(web) martindale.com, lawyers.com, lexis.com	23	12	6	41
Online search engines (e.g. Google, Yahoo, etc.)	24	13	4	41
Firm appearing in the media	21	16	3	40
Seminars/Conferences – given by others	21	14	5	40
Westlaw Legal Directory	19	13	8	40
Thomson Legal Record	20	13	5	38
Bar directories	16	16	5	37
Newsletters	22	13	2	37
66law.com	24	8	4	36
9ask.com	24	8	4	36
Chambers Guides	24	9	3	36
Other sector directories	24	7	4	35
Trade organizations	20	13	2	35
Other	0	0	0	0

One of the most striking aspects of the responses to this question is just how many sources of information that clients use to identify, evaluate and select their external counsel (Graph 26).

In relation to law identification, referrals from fellow professionals – either lawyers or non-lawyers - are clearly an important source of information, as are numerous global and regional legal directories, and also law firms' own website. But it is also striking how random some survey respondents' sources of law firm identification appear to be – a media appearance, a seminar presentation, even a firm's appearance in the results page of search engine, are all considered to be valid research tools.

When one moves onto the evaluation stage, Chinese respondents appear to be using a slightly more focused range of source materials. In general, the importance of recommendations from fellow professionals takes on a more pronounced relative prominence, as do some of the more well-known legal directories. But it would, perhaps, be over-stating the survey findings to claim that some of the more unusual research tools had been dispensed with. A firm's media appearances, for example, appear to be regarded as an equally important tool for evaluating a firms' capability as some of the more prestigious, and independently researched, legal directories.

Thankfully, the importance of some of these more unconventional resources markedly decrease in relative importance, when in-house counsels actually make their final decision about which law firms to instruct. At this point, referrals – either internally within the company, or from other trusted sources - clearly and unambiguously come into their own.

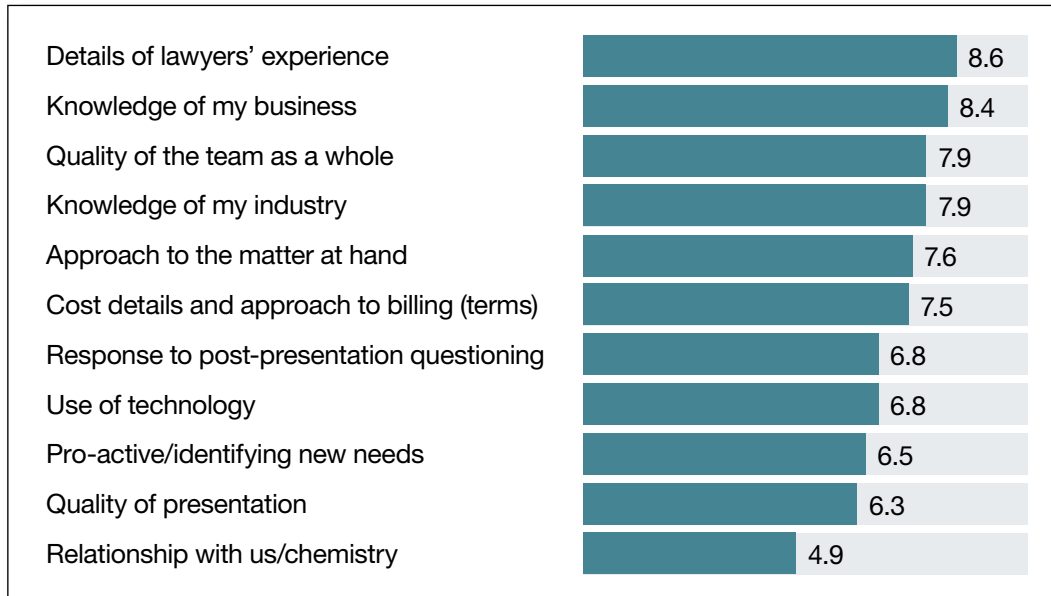
“All of our external counsel or law firms are retained through referrals from: (1) friends or classmates; (2) colleagues in the profession; (3) management; and (4) lawyers we meet at relevant meetings, who we believe to be a good match for our work.” – Small, Beijing-based company, operating in the finance / insurance investments sector

“We basically choose law firms on the basis of recommendations by our friends and counsel, as well as those who have a working relationship with us. Media reports and conferences are also a source.” – Australian-based construction company

“Recommendations made by friends are the only basis on which our legal department hires law firms. The final selection decision depends on our own needs, and is made by comparing and assessing several firms in respect of their proposals and quotations.”
– Western European vehicle manufacturer

Retaining external counsel

Graph 27: Which key factors are likely to determine whether a law firm that has worked with you will be retained (is used again for other work)? (1 is not important and 10 is very important.)

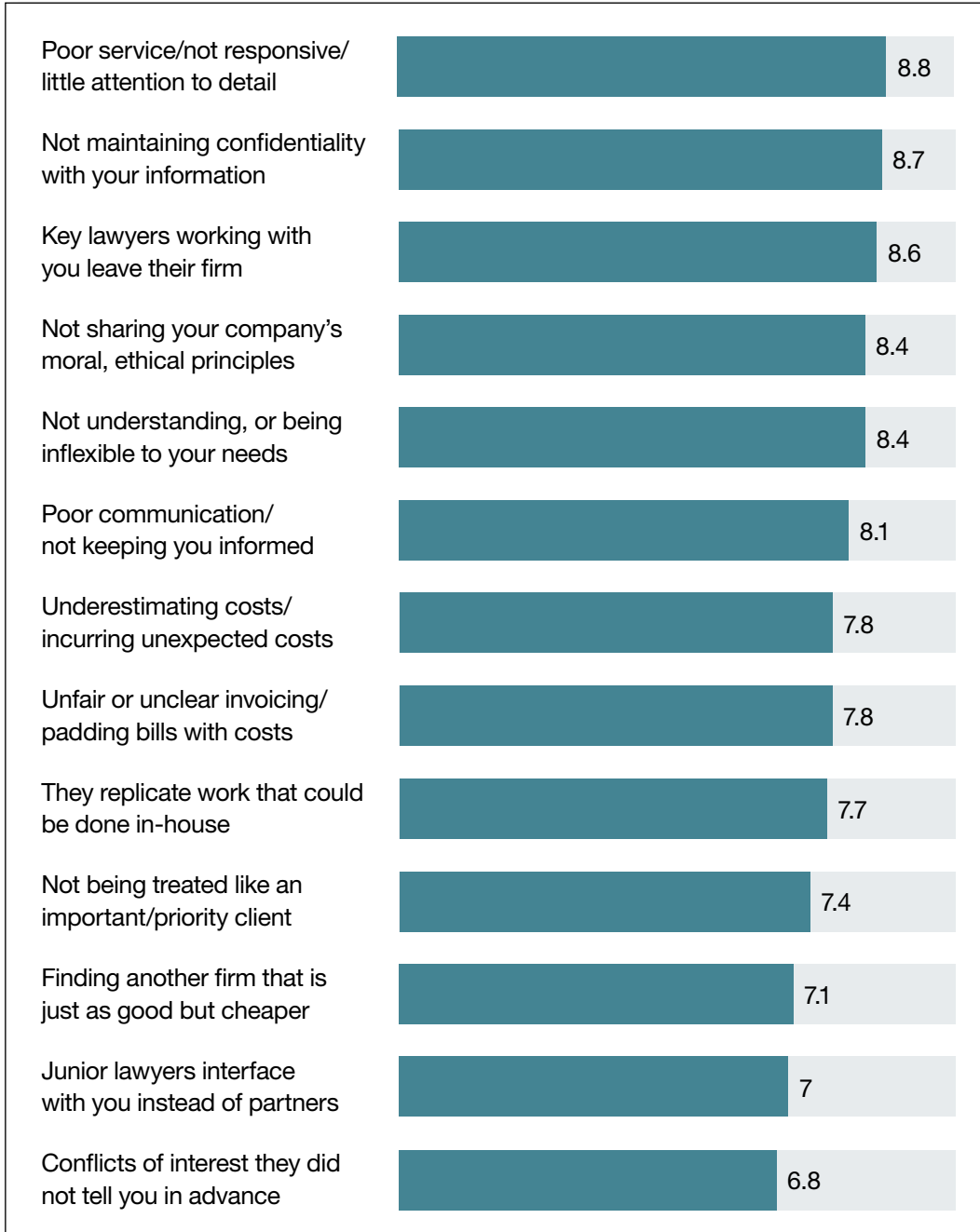


Overall, the single most cited reason that clients use when deciding which law firms to retain are the clients' experiences of dealing with (individual) lawyers - regarded as even more important than the firm's legal team as a whole. Knowledge of a client's business and, to a slightly lesser extent, the client's industry sector, were also important considerations (Graph 27).

Other issues, such as law firms' use of technology, and also cost and billing issues, were also rated as being either moderately or very important - as were the firm's approach to specific matters at hand.

The relative importance of personal relationships and chemistry is an interesting point of discussion, when compared with factors that were considered important when a new firm is first instructed. During the initial appointment stage, survey respondents appeared relatively relaxed about engaging external lawyers they have no particular chemistry with - perhaps on the assumption that any chemistry would emerge once they started working together. Yet, personal chemistry is generally regarded as a moderately important reason for retaining a firm, once that firm had actually been instructed.

Graph 28: Besides poor legal performance, what gets a law firm removed from your preferred list of outside counsel? (1 is not important and 10 is very important.)



Graph 28 reveals that, besides poor service, some of the more highly-cited reasons that may cause a law firm to be removed from an in-house counsel's panel are breach of confidentiality, or poor service / responsiveness / attention to detail. "Moral" considerations also play a significant role in Chinese in-house counsels' decisions to remove law firms from their panels. Some of these moral considerations are highly specific, which firms can take steps to actively avoid becoming a problem – i.e. ensuring all potential conflicts of interest are disclosed in a timely fashion. Others are less concrete, and arguably less easy for a firm to rectify – such as when a firm fails to share the client's moral or ethical principles.

The survey shows that issues relating to unexpected costs, or unfair / unclear billing are clearly important to many survey respondents. For those reasons, it is perhaps not surprising that a significant minority of clients would happily remove a firm from their panel, if they can find a comparable firm at a cheaper price.

However, responses to this question also show just how many reasons in-house lawyers give for removing a firm from their panel. Besides cost, ethics and expertise, poor communications, inflexibility, substituting juniors for partners, and not being made to feel important are all valid reasons for dispensing with a firm's services. The importance of personal relationships are highlighted - yet again - by the relatively high number of respondents who indicated that key lawyers leaving the firm might cause them to remove the firm from their preferred list.

Because there are so many reasons why an in-house lawyer may remove a firm from their panel, law firms must inevitably reach the following conclusion: In order to be retained, they must focus on delivering excellence in all aspects of their service. There are no "quick fixes" they can apply to, that only deal with particular problem areas.

"We place our priority on a firm's expertise and morality. We are in a financial industry, so law firms or lawyers who work with us must comply with our rules concerning confidentiality. If external counsels voluntarily share moral and ethical principles with their client, or have rigid ethical requirements, it will save clients from many potential risks which might eventually cost them heavily." – Large pan-Asian company in the finance / insurance / investments sector.

"In general, we will focus on service quality, and the morality of our external counsels. We operate in a quite a special industry, so confidentiality to us is as important as water to fish. Moral issues are also important. If our external counsel proposes short-cuts or legally grey issues, then I would prefer to avoid the short-cuts, even if our company has to pay heavily as a result. Short cuts always come with hidden risks. As a company, we want to operate with honour." – Mid-sized, Beijing-based, TMT company

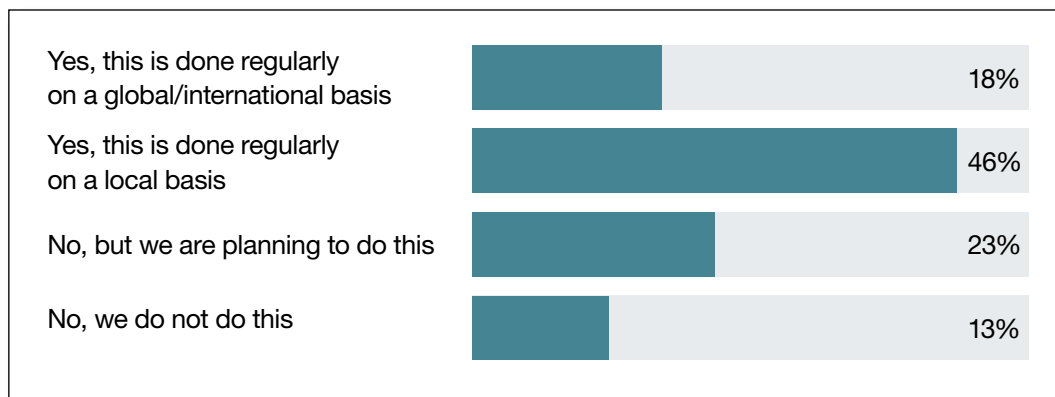
"Personally, I highly believe that a good lawyer must first be a good person – i.e. moral. Morality helps establish a trust between lawyers and their clients, and for us, it will secure us from many potential risks." – Large North American TMT company

“What we care most are time control and efficiency. If an external counsel fails to meet these criteria, we will not work with them any more. Ethical issues are another important point that we pay high attention to.” – Large Singapore-based TMT company

“Basically, there are two reasons for us to dismiss an external counsel: First, if the firm is no longer needed, because the project they were working on is either complete or terminated. Secondly, if the firm fails to provide high quality advice in a timely manner.” – China-based entertainment company

“Quality of service is the most important factor for retaining a law firm. But moral factors are also quite important. For an in-house counsel, morality is an important aspect of risk control.” – Pan Asian real estate company.

Graph 29: Does your department or your company make its own internal evaluation regarding the satisfaction of the external counsel it hires?



It is clear that survey respondents in China are taking active steps to evaluate the performance of the external counsel they appoint, within their company’s own internal client base. Indeed, almost two-thirds of respondents actively monitor their internal clients’ satisfaction of the external counsel they instruct – either because a global evaluation policy is in place, or because they have independently decided to conduct such a review on a local basis (Graph 29).

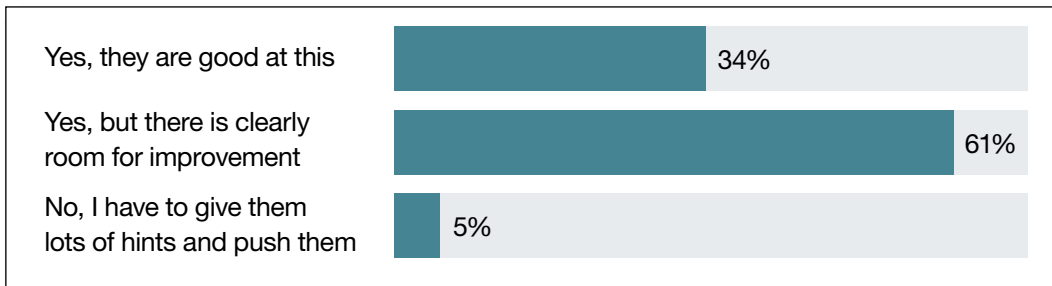
Even among those in-house counsel who are yet to establish their own law firm feedback programme, almost two-thirds of respondents say they plan to introduce a scheme in the near future. Just 13% of respondents either did not have, or had no plans to introduce, a law firm evaluation scheme.

“At the end of every year, we comprehensively evaluate all of our external law firms, and base our procurement in the next year on the evaluation.” – Mid-sized China-based company dealing in transportation / vehicles / equipment.

“We carry out an evaluation on a yearly base. We will evaluate the quality of the service of our external counsel, and will renew our contract based on that evaluation.” – Beijing-based Chinese IT sub-contractor

“Our evaluation is not carried out in written form. It is only a basic judgement of the firm’s service quality.” – Pan-Asian real estate company

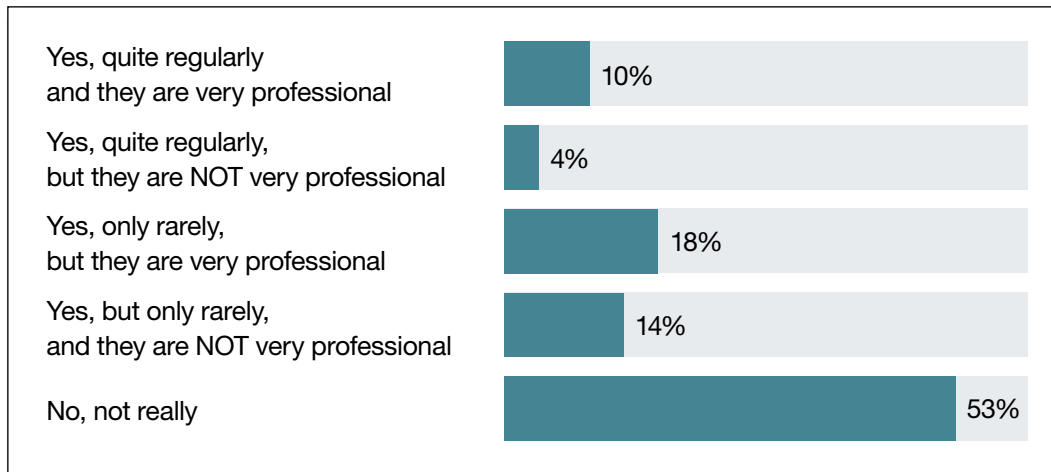
Graph 30: Are your outside counsel good at uncovering your legal needs?



Worrying for external law firms, only around one-third of respondents said their external law firms were “good at uncovering their legal needs” (Graph 30). This suggests that many firms are failing to be as pro-active as in-house counsel might like – a strange finding, considering that “uncovering legal needs” may possibly translate into “winning new business” and “improving client satisfaction.”

Client service

Graph 31: Have any of your outside counsel ever conducted a formal client satisfaction survey with you?



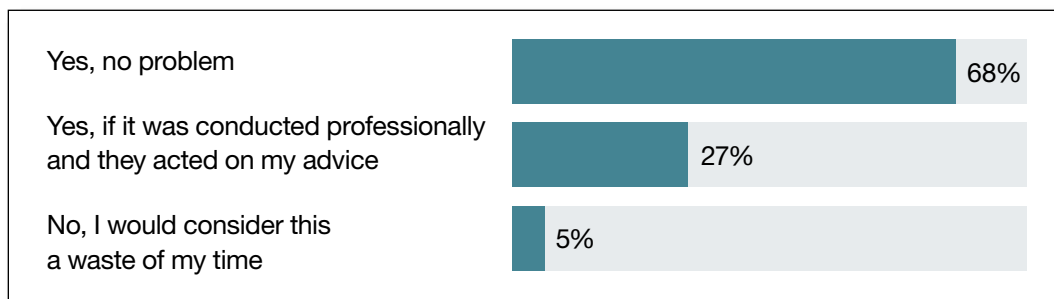
An earlier survey question revealed that in-house counsels routinely obtain feedback from their own internal clients, in relation to the performance of their external law firms. However, this latest question reveals that the importance of obtaining feedback is clearly still lost on Chinese law firms themselves (Graph 31). In total, approximately half of all survey respondents said their law firms had never asked them to take part in a formal client satisfaction survey.

Of course, any decision by a law firm to establish a client satisfaction programme is clearly a risk for the firm. The most obvious risk is that clients give the firm a poor rating: while it may be important that law firms know this, such a revelation is unlikely to be welcomed by those within the firm who provide that poor service.

But, as the responses to this question also make clear, the manner in which such a survey is conducted is also important to in-house counsel. While the majority of respondents who had completed a client satisfaction survey reported that the experience had been handled professionally, a significant minority did not.

In order to get the best out of any client satisfaction programme, any law firms that decided to get down this route must therefore ensure the programme is handled professionally.

Graph 32: If your external counsel asked you to participate in a formal client satisfaction survey, to learn how they could better serve you, would you participate?



Given the lack of client surveys carried out by law firms, and the poor response from a minority of clients who have submitted themselves to a client satisfaction survey process, many Chinese law firms may believe that client feedback programmes are simply more trouble than they are worth.

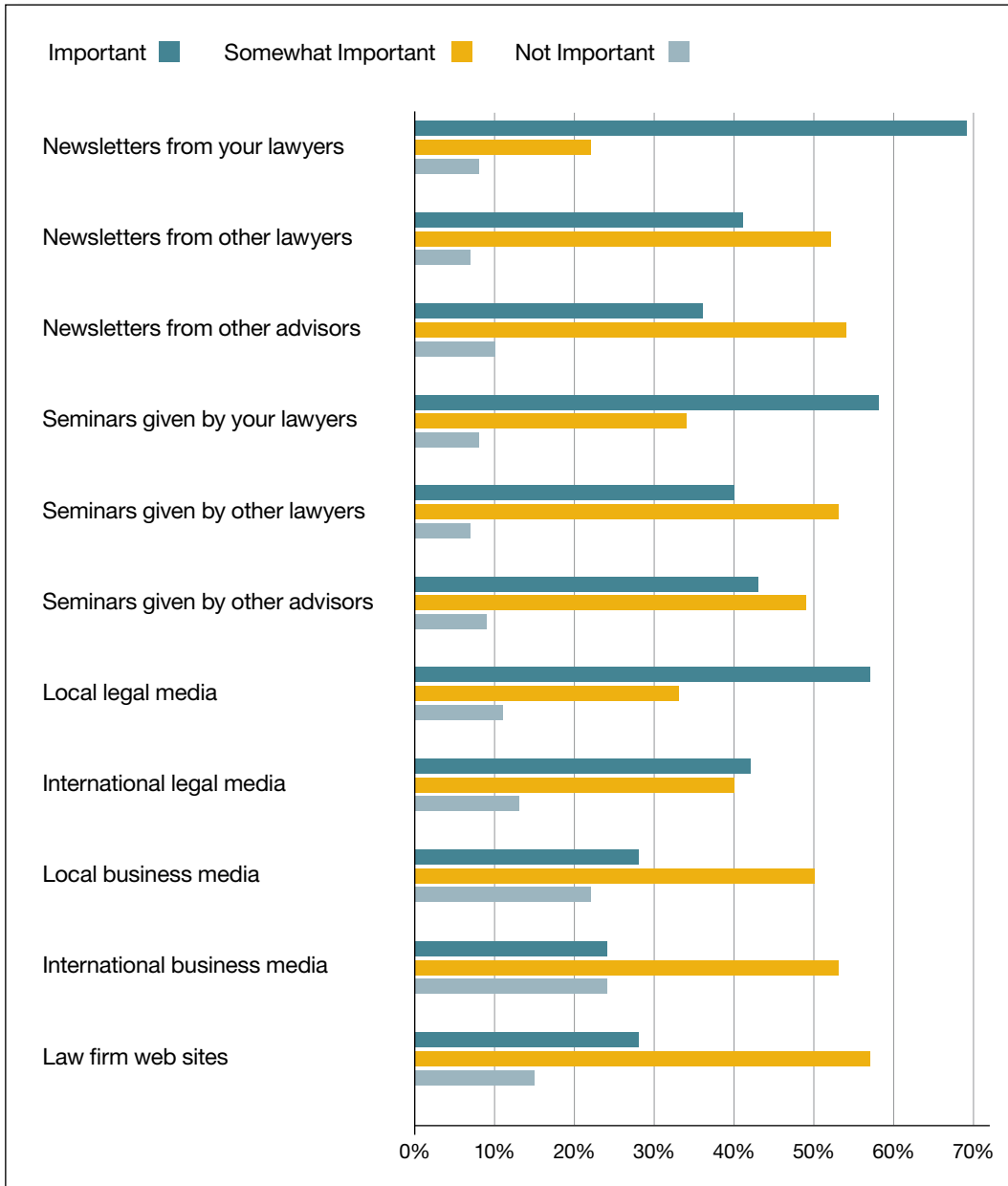
Although an understandable response, it is arguable that this would be a mistaken conclusion to reach. As the responses to the above question emphatically demonstrate, clients would generally welcome the chance to provide their law firms with feedback - whether or not the programme was handled professionally, and even if their feedback was not ultimately acted upon.

"I don't like to participate in any formal survey conducted by the law firms because they are meaningless to me. But I would not object to participating in such a survey if it was conducted by, or about, the exact lawyer who works with us." – Beijing-based Chinese IT sub-contractor

"We do not do take part in such surveys. However, we don't retain incompetent lawyers or law firms - which is a type of evaluation. Furthermore, we sometimes evaluate a lawyers' service in a relaxed way - for example, when we have dinner, or communicate, with them." – Small, Beijing-based Chinese company, operating in the finance / insurance / investments sector.

Market information

Graph 33: How do you keep informed about legal developments that affect your business?



John (Nelson) Wanamaker, generally regarded as the father of modern advertising, once said: “Half the money I spend on advertising is wasted; the trouble is I don’t know which half”.

And, judging by the response to this question on Graph 33, the same is true of law firms who produce business-focused marketing literature. It is clear that clients generally welcome news of legal developments that affect their business. But, as responses to this survey also show, clients have no overwhelming preference by which media channel they should receive such news. Newsletters are generally preferred, but seminars, and also local legal media, are also regarded as important sources of information.

Just as importantly, it is also clear from the breakdown of responses that client loyalty is weak. Generally, the survey shows that in-house lawyers prefer to make use of legal updates provided by their own law firms. But, if pushed, they also regard information from other law firms – or even other non-legal advisors – as “somewhat important”.

Law firms cannot therefore assume that clients will loyally read their legal updates, when given the chance to obtain the same information from alternative sources.

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The Parties

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So far, LexisNexis has launched a number of products and related service in local China market due to our product introduction and innovation, with clients from various sectors, including government, foreign and domestic enterprises, foreign and domestic law firms and the universities in major cities in China. These products and services cover various most popular online data information products in the world, and imported international original-edition books and periodicals that are published by LexisNexis in different languages and enjoy a high reputation in the world. Online data products developed by LexisNexis in China include the professional bilingual information products for the local market, Lexiscn.com and Findalawyer.com. LexisNexis successfully set up a special conference service team in 2006 to meet the strong demand of our clients based on our specialty advantages in the business. The team organizes various legal senior seminars, trainings and summits, and began to involve in publishing local books in late 2006, seeking to find a new chance in this developing market by cooperating with local major publishing houses. In the year 2008, LexisNexis make the product release on Lexiscn.com and makes it the full LTE services for the professional customer.

Other Research Studies

The following research studies, commissioned by LexisNexis Martindale-Hubbell, are available free of charge. To request a copy, please email research@martindale.com.



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How In-House Counsel in Russia are Managing their Legal Departments – 2009 Research Study



How In-House Counsel in Central & Eastern Europe Select and Retain their External Counsel – 2008 Research Study



The Profitable Legal Department - How legal departments can prosper by generating revenue for their company - 2010 Research Report

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