

# MST Lawyers

## Firm capability statement

March 2016



great service sensible solutions

---

**MST Lawyers**

315 Ferntree Gully Road, Mount Waverley Victoria 3149 Australia  
PO Box 858 Mount Waverley Victoria 3149 Australia  
[www.mst.com.au](http://www.mst.com.au)

Telephone: +61 3 8540 0200  
Facsimile: +61 3 8540 0202  
Email: [mst@mst.com.au](mailto:mst@mst.com.au)

MST Legal Pty Ltd trading as MST Lawyers ABN 49 417 397 084  
Liability limited by a scheme approved under  
Professional Standards Legislation

# Who we are and what we do

## Firm Overview

MST Lawyers is a progressive law firm comprising around 60 dedicated Lawyers and support staff. The firm has grown from a small firm originally founded in the 1950s into a dynamic mid-tier commercial legal practice, based in Mount Waverley, Victoria.

### KEY PRACTICE AREAS

### KEY CONTACTS

<b>Corporate Advisory and Franchising</b>	<b>John Sier (Principal)</b> +61 3 8540 0270 +61 417 439 978 john.sier@mst.com.au	<b>Michael Carr (Principal)</b> +61 3 8540 0260 +61 412 537 539 michael.carr@mst.com.au	<b>Raynia Theodore (Principal)</b> +61 3 8540 0242 +61 419 877 345 raynia.theodore@mst.com.au	<b>Savvas Apostolou (Principal)</b> +61 3 8540 0261 +61 421 790 370 savvas.apostolou@mst.com.au
<b>Property and Leasing</b>	<b>Paul Watkins (Principal)</b> +61 3 8540 0230 +61 414 440 165 paul.watkins@mst.com.au	<b>Evelyn Marcou (Snr Associate)</b> +61 3 8540 0243 +61 409 384 025 evelyn.marcou@mst.com.au		
<b>Dispute Resolution and Litigation</b>	<b>Philip Colman (Principal)</b> +61 3 8540 0240 +61 417 438 259 philip.colman@mst.com.au	<b>Mark Skermer (Principal)</b> +61 3 8540 0262 +61 448 901 681 mark.skermer@mst.com.au		
<b>Workplace Relations</b>	<b>Herbert Fischbacher (Principal)</b> +61 3 8540 0290 +61 417 565 962 herb@mst.com.au	<b>Chao Ni (Snr Associate)</b> +61 3 8540 0297 +61 408 006 159 chao.ni@mst.com.au		
<b>Wills and Estates</b>	<b>Paul Watkins (Principal)</b> +61 3 8540 0230 +61 414 440 165 paul.watkins@mst.com.au	<b>Andrea Olsson (Snr Associate)</b> +61 3 8540 0232 +61 419 348 247 andrea.olsson@mst.com.au		
<b>Family Law</b>	<b>Belinda Spong (Snr Associate - Team Leader)</b> +61 3 8540 0238 +61 488 672 232 belinda.spong@mst.com.au	<b>Amanda Humphreys (Snr Associate)</b> +61 3 8540 0283 +61 408 017 784 amanda.humphreys@mst.com.au		

# What sets MST apart

## Value Added Proposition

MST Lawyers services a diverse range of clients, including individuals, SMEs, national and international corporations (including publicly listed corporations), national retail groups and national franchise groups, many of whom are household names throughout Australia and the world.

In our humble opinion, we provide the following unique service benefits for our clients.

- We are located in the central business hub of Monash and we operate from a convenient and accessible office location.
- Our lawyers are trained with the specific focus of providing sensible and commercial advice to clients. This includes communicating effectively with the audience in mind and avoiding the use of unnecessary legal jargon.
- We provide negotiated fixed fee arrangements in the practice areas of Property and Leasing, Workplace Relations and Wills and Estates. This can provide clients with certainty surrounding legal costs.
- We have a tried and tested network of barristers from which we are able to select and brief for any type of advanced legal proceedings or for the purpose of obtaining a second opinion at the preliminary stages of a dispute.
- The conscious separation of our various practice areas ensure that for any given task, a lawyer with extensive experience in the relevant area will provide their expertise. Lawyers from each of our practice area regularly hold free workshops to educate clients on the latest legal developments in their respective field.
- Not only do our clients have access to excellent legal practitioners, they will also be a member of a large network of clients and professionals operating in accounting, banking and financing industries.
- We are an active member in the Law Firm Network, which spans internationally across the globe.
- Out of 12 lawyers listed in 2015 edition of Who's Who Franchising, three of our principals, John Sier, Philip Colman and Raynia Theodore, are listed. This renowned publication profiles the top franchising lawyers across the world as nominated by their clients and peers, and are independently assessed by Who's Who Legal.
- Our clients have access to experienced practitioners who are recognised by the Law Institute of Victoria as accredited specialists in their respective area of expertise:

Paul Watkins: Wills & Estates, Business Law

Belinda Spong: Family Law

Amanda Humphreys Family Law

Andrea Olsson: Wills & Estates

Philip Colman: Commercial Litigation

# Corporate Advisory and Franchising

## Capabilities

- Drafting business purchase and sale agreements, confidentiality deeds, trust deeds, licensing agreements, distribution agreements, manufacturing agreements, supply & procurement agreements, terms & conditions of trade, privacy policies, memoranda of understanding, heads of agreement, loan agreements & security deeds, option agreements and shareholder agreements.
- Advising on a full range of commercial matters, including business purchases and sales, share purchases and sales, due diligence on pre-sale of business, the full range of regulatory issues (ACCC, FIRB, ASX and ASIC) that can arise in M&A transactions, management buyouts, schemes of arrangement and insolvency issues.
- Advising on Franchising Code compliance, drafting franchise agreements, disclosure documents and ancillary documentation, sales, purchases and restructuring of franchise systems, sales and purchases of franchised businesses, strategic planning and advice (including asset protection), multi-tiered franchising options (including master franchising), Competition and Consumer Act compliance (including dealing with the ACCC), breach notices, termination and dispute notices, dispute resolution, IP strategy, trademarks registration and portfolio management in Australia and overseas, all aspects of employment affecting franchise networks, including enterprise agreement design and implementation for franchise networks.

## Recent Work

- Acted for the purchaser in the acquisition of national franchise network in the café industry.
- Acted for the purchaser in the acquisition of building franchise networks operating in Australia and New Zealand.
- Advising several ASX-listed entities on a wide range of acquisitions and other transactions.
- Presently representing the vendor of a large national retailer in a confidential sale matter of approximately \$45 million.
- Acting for a client in various IP, IT and related shareholder disputes, including negotiating and drafting licence agreements with national and international media organisations.
- Acting for a vendor in a \$26 million share sale matter which settled in late November 2015.



**John Sier, BEc, LLB**

*Principal*

Office: +61 3 8540 0270

Mobile: +61 417 439 978

Email: [john.sier@mst.com.au](mailto:john.sier@mst.com.au)

Profile: [www.mst.com.au/people/john-sier/](http://www.mst.com.au/people/john-sier/)



**Michael Carr, BEc, LLB**

*Principal*

Office: +61 3 8540 0260

Mobile: +61 412 537 539

Email: [michael.carr@mst.com.au](mailto:michael.carr@mst.com.au)

Profile: [www.mst.com.au/people/michael-carr/](http://www.mst.com.au/people/michael-carr/)



**Raynia Theodore, BEc, LLB**

*Principal*

Office: +61 3 8540 0242

Mobile: +61 419 877 345

Email: [raynia.theodore@mst.com.au](mailto:raynia.theodore@mst.com.au)

Profile: [www.mst.com.au/people/raynia-theodore/](http://www.mst.com.au/people/raynia-theodore/)



**Savvas Apostolou, BA, LLB**

*Principal*

Office: +61 3 8540 0261

Mobile: +61 421 790 370

Email: [savvas.apostolou@mst.com.au](mailto:savvas.apostolou@mst.com.au)

Profile: [www.mst.com.au/people/savvas-apostolou/](http://www.mst.com.au/people/savvas-apostolou/)

# Property and Leasing

## Capabilities

- Drafting commercial and industrial leases, disclosure statements, assignment of lease deeds, surrender of lease deeds, occupancy licences and providing general leasing advice
- Reviewing, negotiating and advising on commercial and industrial leases
- Advising and acting on behalf of clients in leasing dispute and resolution processes
- Drafting commercial contracts of sale, off the plan contracts of sale and vendor's statements and arranging and effecting settlements
- Reviewing contracts of sale, vendor's statements and providing general advice to clients
- Providing general property law advice
- Providing lease dispute advice
- Undertaking due diligence for commercial property acquisitions
- Assisting clients with the sale or purchase of a home, a holiday home or a residential investment property

## Recent Work

- Negotiating national lease terms with major landlords across Australia on behalf of one of our national franchisor client
- Successfully completing the settlement of all 26 lots in a subdivision for one of our property developer clients
- Undertaking due diligence and completing the acquisition of a commercial building on Collins Street in the CBD
- Successfully negotiated a positive outcome on behalf of a commercial landlord against a tenant in relation to the making good of premises
- Negotiated terms of a deed of surrender of lease for a client seeking to exit a lease in a major shopping centre



**Paul Watkins, BA, LLB**

*Principal*

*Accredited Specialist in Wills & Estates and Business Law*

Office: +61 3 8540 0230

Mobile: +61 414 440 165

Email: [paul.watkins@mst.com.au](mailto:paul.watkins@mst.com.au)

Profile: [www.mst.com.au/people/paul-watkins/](http://www.mst.com.au/people/paul-watkins/)



**Evelyn Marcou, BA, LLB**

*Senior Associate*

Office: +61 3 8540 0243

Mobile: +61 409 384 025

Email: [evelyn.marcou@mst.com.au](mailto:evelyn.marcou@mst.com.au)

Profile: [www.mst.com.au/people/evelyn-marcou/](http://www.mst.com.au/people/evelyn-marcou/)

# Dispute Resolution and Litigation

## Capabilities

- Acting in matters involving:
  - Claims and disputes arising from all types of contractual arrangements (with particular skills in claims relating to leases, franchise agreements, business or share sale agreements, property agreements, insurance policies, shareholder agreements, partnership agreements and security agreements)
  - Claims and disputes between business partners, directors and shareholders
  - Claims and disputes relating to property, including disputes relating to ownership
  - Claims and disputes relating to priority or enforcement of mortgages and charges affecting property and disputes in relation to boundaries of real property
  - Claims and disputes between persons involved in construction and engineering
  - Claims for the recovery of debts
  - Defending recovery claims made by liquidators of insolvent companies and bankruptcy trustees
- Applications for restraining orders (injunctions) including freezing orders and search orders
- Advising on and prosecuting claims for external administrators of companies and trustees in bankruptcy
- Enforcement of local and foreign judgments
- Mediation and alternative dispute resolution
- Insolvency and reconstruction

## Recent Work

- Successfully resolved a complicated building matter brought against a national retailer, resulting in a settlement figure of almost the full amount of the claim
- On behalf of a Franchisor, successfully defended and cross-claimed a Federal Circuit Court proceeding in relation to claims of misleading and deceptive conduct and breaches of the Franchising Code
- Successfully obtained a dismissal of a Defendant's Re-hearing application with a substantial order for costs
- Obtained judgment in the Federal Court against a finance broker for an amount greater than \$2million for allegedly misleading and deceiving our client as to the value of certain properties



**Philip Colman, BJuris, LLB**

*Principal*

*Accredited Specialist in Commercial Litigation*

Office: +61 3 8540 0240

Mobile: +61 417 438 259

Email: [philip.colman@mst.com.au](mailto:philip.colman@mst.com.au)

Profile: [www.mst.com.au/people/philip-colman/](http://www.mst.com.au/people/philip-colman/)



**Mark Skermer, LLB(Hons)**

*Principal*

Office: +61 3 8540 0262

Mobile: +61 448 901 681

Email: [mark.skermer@mst.com.au](mailto:mark.skermer@mst.com.au)

Profile: [www.mst.com.au/people/mark-skermer/](http://www.mst.com.au/people/mark-skermer/)

# Workplace Relations

## Capabilities

- Advising on all aspects of employment (from recruitment to post cessation of employment), independent contracting (including sham contracting), industrial award and enterprise agreement compliance, enterprise agreement bargaining (including industrial relation matters)
- Designing and implementing executive contracts, senior level employment restraints and agreements to protect confidential information and intellectual property
- Designing and implementing enterprise agreements
- Acting in litigious matters such as unfair dismissal, general protections, unlawful termination, stop-bullying and discrimination and sexual harassment claims
- Advising on redundancy processes and reporting obligations
- Conducting workplace relations training
- Conducting workplace compliance audits
- Conducting investigations into workplace misconduct
- Supporting international affiliate law firms on Australian workplace relations law
- Advising on transfers of business implications from an employment perspective as part of purchase and sale transactions

## Recent Work

- Successfully obtaining a positive outcome for Metro Quarry Group in an appeal to the Full Bench of the Fair Work Commission in an unfair dismissal matter (*Metro Quarry Group Pty Ltd v John Ingham* [2016] FWCFB 47)
- Implemented enterprise agreements for large national franchise employers in the real estate, fast food, hospitality and retail industries
- Acting in a County Court matter defending against a claim for breach of post-employment restraints
- Provision of workplace relations ad hoc advice through a dedicated hotline support service to a major franchise network and retail association
- Other numerous disputes in the Fair Work Commission, Federal Circuit Court, Federal Court and Supreme Court of Victoria acting for employers and employees that have settled prior to trial



**Herbert Fischbacher**, BEc, LLB  
*Principal*

Office: +61 3 8540 0290

Mobile: +61 417 565 962

Email: herb@mst.com.au

Profile: [www.mst.com.au/people/herbert-fischbacher/](http://www.mst.com.au/people/herbert-fischbacher/)



**Chao Ni**, BE(IT)(Hons), LLB  
*Senior Associate*

Office: +61 8540 0297

Mobile: +61 417 565 962

Email: chao.ni@mst.com.au

Profile: [www.mst.com.au/people/chao-ni/](http://www.mst.com.au/people/chao-ni/)

# Wills and Estates

## Capabilities

- Drafting wills and powers of attorney
- Advising clients on estate planning issues
- Obtaining grants of probate and assisting executors to administer deceased estates
- Representing clients in matters involving claims for provision from deceased estates
- Representing clients in litigious matters such as challenges to the validity of Wills
- Representing clients in relation to superannuation death benefit disputes
- Appearing for clients in VCAT in guardianship and administration matters
- Advising on retirement village and aged care agreements

## Recent Work

- Assisting a client at a Victorian Civil and Administrative Tribunal hearing to maintain his power of attorney, his preferred option, rather than the proposed appointment of State Trustees
- Defending an estate against a claim by a child from a prior relationship who lived overseas
- Obtaining a grant of probate for 3 children of their father's estate and working through the tax/stamp duty issues arising out of the proposed distribution
- Preparing numerous Wills and Powers of Attorney



**Paul Watkins, BA, LLB**  
*Principal*  
*Accredited Specialist in Wills & Estates and Business Law*  
Office: +61 3 8540 0230  
Mobile: +61 414 440 165  
Email: paul.watkins@mst.com.au  
Profile: [www.mst.com.au/people/paul-watkins/](http://www.mst.com.au/people/paul-watkins/)



**Andrea Olsson, BEc, LLB**  
*Senior Associate*  
*Accredited Specialist in Wills & Estates*  
Office: +61 3 8540 0232  
Mobile: +61 419 348 247  
Email: andrea.olsson@mst.com.au  
Profile: [www.mst.com.au/people/andrea-olsson/](http://www.mst.com.au/people/andrea-olsson/)





# Family Law

## Capabilities

Our team includes three Law Institute of Victoria accredited family law specialists. Our specialists practice exclusively in family law, providing assistance in relation to all aspects of relationships and relationship breakdown, including:

- Property and financial issues, including financial agreements prior to and during marriages and de facto relationships (pre-nuptial and cohabitation agreements)
- Upon the breakdown of marriages and de facto relationships; spousal maintenance; child support and child support agreements; injunctions and restraining orders
- Parenting matters, including issues relating to parental responsibility (decision making); living and spending time (contact) arrangements for children; relocation; overseas travel and passports; adoption; and surrogacy
- Family violence, including intervention orders
- Divorce and related issues
- Third party matters, including interested parties, companies and creditors
- International family law matters, including jurisdictional disputes; child abduction (Hague Convention) proceedings; international relocation and parenting cases; registration of overseas orders and the making of “mirror orders”
- International child support and maintenance issues and cross-national property matters

## Affiliations

Our lawyers are members of and/or affiliated with the following:

- Law Council of Australia – Family Law Section
- Law Institute of Victoria – Family Law Section and Junior Lawyers Committee
- Association of Family and Conciliation Courts Australian Chapter – (AFCC)
- International Academy of Matrimonial Lawyers (IAML)
- MieKKeV - supporting mediation and providing support in cross border, child abduction, mediation and parenting disputes
- Peninsula Community Legal Service



**Belinda Spong, BA, LLB**  
*Senior Associate - Team Leader*  
*Accredited Specialist in Family Law*  
Office: +61 3 8540 0238  
Mobile: +61 488 672 232  
Email: [belinda.spong@mst.com.au](mailto:belinda.spong@mst.com.au)  
Profile: [www.mst.com.au/people/belinda-spong/](http://www.mst.com.au/people/belinda-spong/)



**Amanda Humphreys**  
*Senior Associate*  
*Accredited Specialist in Family Law*  
Office: +61 3 8540 0283  
Mobile: +61 408 017 784  
Email: [amanda.humphreys@mst.com.au](mailto:amanda.humphreys@mst.com.au)  
Profile: [www.mst.com.au/people/amanda-humphreys-3/](http://www.mst.com.au/people/amanda-humphreys-3/)



## What our clients think

*"Bakers Delight Holdings Ltd has been using MST Lawyers since around 1980. Their work for us has covered a range of activities from vetting property leases, various contracts of sale and purchase of businesses and a multitude of legal disputes.*

*We recommend MST Lawyers as a responsive, professional firm with a reasonable fee structure."*

**Roger Gillespie**  
Joint CEO/Executive Chairman  
Bakers Delight

*"I have been a client of MST Lawyers for the last 18 years and have always been a happy client. MST Lawyers have provided us advice, support and legal representation in areas such as Industrial Relations, Commercial, Intellectual Property and Litigation. MST Lawyers have been very accessible, returning calls usually within hours, willing to finalise a contract in a couple of days and represent us in the Industrial Relations Commission in a professional, competent and effective manner.*

*I believe that MST Lawyers are a unique legal firm whose philosophy 'the client comes first' is a reality."*

**Arie Kliger**  
Chairman  
Diamond Protection

*"As a national franchised labour hire business we have constant need for legal advice in commercial, employment and franchising law. We consider the relationship we have with our lawyers to be one of our most important commercial 'partnerships'; indeed for us having the right legal support is critical.*

*MST has the expertise we need to deal with the difficult issues that our business faces from time to time. We know we can count on them to provide everything from an answer right now to a question that we have today, through to dealing with a major legal battle that may arise.*

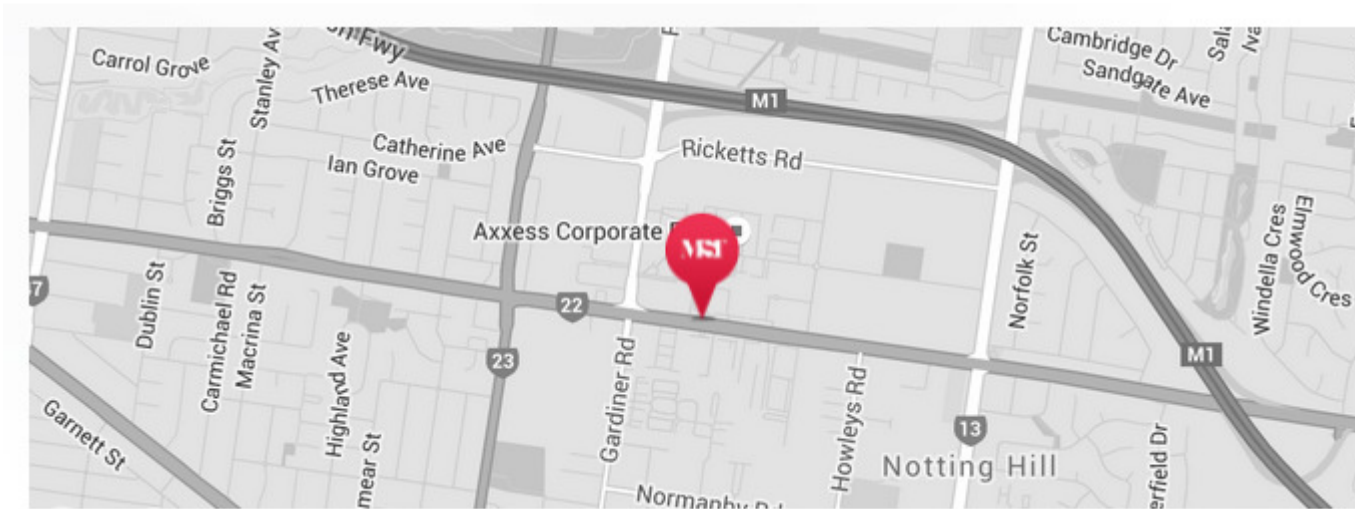
*Having had some dealings with MST beforehand when we took over the Workforce business in 2003 MST were our choice of legal support partner. I can honestly say that in all the years since we have never had cause to reconsider that decision.*

*Over a 40 year business career I have dealt with many of the largest legal firms in the country and at times right through to small suburban solicitors. If you have outgrown your current solicitor or if you want a viable and practical alternative to one of the big firms, I recommend you call MST."*

**Michael McTiernan**  
Director  
Workforce Extensions

# How to find us

## Map



## Postage Details

315 Ferntree Gully Road, Mount Waverley, Victoria, Australia 3149

PO Box 858, Mount Waverley, Victoria, Australia 3149

DX 32001, Mount Waverley, Victoria

## Phone Details

Reception: +61 3 8540 0200 | 1300 MST LAW

Facsimile: +61 3 8540 0202

Email: [mst@mst.com.au](mailto:mst@mst.com.au)

Website: [www.mst.com.au](http://www.mst.com.au)