

Professional

Experience

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Personal

# Commercial and corporate services

Based in Guangzhou since 2008, our experienced commercial and corporate team has developed a strong country-wide network of local legal counsel and agents. Assisting a broad range of foreign-owned businesses on all aspects of setting up and continuing to do business in China, they also benefit from the support of our 60-strong full service corporate and commercial team based in Europe.

**Expert and practical solutions**

# Managing your commercial ventures in China

Our China team offers the very highest quality strategic assistance on mergers and acquisitions, takeovers, investment, commercial contracts, corporate real estate, employment, intellectual property, corporate reorganisations, company secretarial and compliance.

Like all foreign firms in China, we are a Representative Office and, therefore, we work with local counsel and agents to achieve our clients' objectives.

Our specialist services include:

## **Entity set-up**

- Financing and capitalisation
- Legal formalities and documentation
- Approvals, registrations and operating licences
- Post-establishment registrations

## **Mergers and acquisitions (M&A)**

- Due diligence
- Negotiating acquisition terms
- Regulatory requirements, approvals and registration
- Negotiating and drafting documentation
- Dealing with creditors and debtors
- Transfer of employees and other assets
- Handling mergers between foreign-invested enterprises

## **Employment**

- Employment regulations and ancillary documentation
- Procuring flexible working schemes, visas and residency permits for foreign nationals
- Terminating employment contracts
- Resolving employment disputes

## **Corporate real estate**

- Due diligence

- Negotiating with landlords and vendors
- Drafting, finalising and registering leasing agreements
- Land acquisition strategies
- Preparing land grant and transfer documents
- Negotiating project management, construction and renovation agreements
- Obtaining construction approval and registration

## **Company secretarial and compliance services**

- Business strategies
- Statutory filing obligations and intra-company secretarial requirements
- Legal audits
- Changes of company details
- Organising local financial assistance

## **Restructuring, deregistration, and liquidation**

- Contract termination
- Deregistering representative offices
- Liquidation
- Sales of Chinese businesses
- Opening and closing branches and liaison offices

## **Commercial (including IP)**

- Due diligence
- Negotiating, drafting and finalising commercial agreements (including IP licensing)
- Contract termination

## You can benefit from our expertise...

### £11m London Taxi Company deal

- On behalf of Manganese Bronze Holdings, parent company of our firm's long-standing client The London Taxi Company and maker of the iconic London black cabs, we provided corporate assistance in China to the cross border team acting for PwC on the £11m sale of the business and assets to private Chinese car manufacturer Geely.

### First UK charter flights from China

- We advised Birmingham Airport regarding its chartered flight agreement with Chinese tour operator Caissa Travel Management Co Ltd, enabling Birmingham to

become the first UK airport to offer charter package tours from China to the UK, expected to contribute £19 million to the UK economy.

### A landmark deal

- We assisted in the negotiation of a design service agreement on behalf of internationally renowned and award-winning architecture firm Zaha Hadid's Architects. The Changsha Meixihu International Culture and Arts Centre, based in the centre of the Hunan Province's \$130 billion urban development plan, is a 115,000 square meter cultural hub.

Complex, ever-changing and often provincial legal regulations can make doing business in China a complicated and risky process without sound, practical advice to help you navigate the procedural hurdles.

With years of experience operating in-country, a deep knowledge of the regulatory landscape and strong local networks of officials, local counsel and agents, our China team is adept at dealing with the jurisdictional requirements in all the provinces throughout China.

With a proven track record assisting the likes of Aston Martin, Hackett, Stefanini, United Biscuits, the University College London and Ricardo, rest assured we will navigate you away from potential pitfalls, ensuring your commercial interests are realised to their fullest potential.

Because the requirements for foreign investors change frequently in China, it can be difficult to make sure foreign owned businesses remain fully compliant – yet failure to do so risks costly financial and significant legal consequences. From the moment you decide to investigate business opportunities in China, our experienced team will get straight to the nub of your issues, providing practical solutions tailored for your specific needs, helping you to stay up-to-date with all the latest regulatory requirements.

We can assist in guiding you through the process of setting up a Wholly Foreign Owned Entity (WFOE), drafting your Scope of Business to avoid unintentionally restricting your business activities or falling foul of regulatory requirements with too broad a definition. Capitalising on our close relationships with local agents, we can assist you to appoint a suitable local representative, which often makes it administratively easier to manage on-going corporate governance, including various filing requirements post set-up.

But it is not just about setting up businesses in China, we help with all types of commercial agreements (including IP focussed agreements) to ensure you are properly protected day to day in China. Language and cultural barriers sometimes make cross-border collaborations challenging, but our multi-lingual team can communicate with business partners and employees on your behalf. We can assist you with understanding China's licensing requirements for manufacturers and other businesses, identifying and conducting due diligence on future business partners and preparing all necessary legal paperwork to protect your commercial interests.



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