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# Retail sector





# Retail sector overview

At CMS we work hard to be a truly client focused law firm. This means understanding the unique needs and challenges of each market sector, and providing a tailored service addressing your particular concerns and requirements.

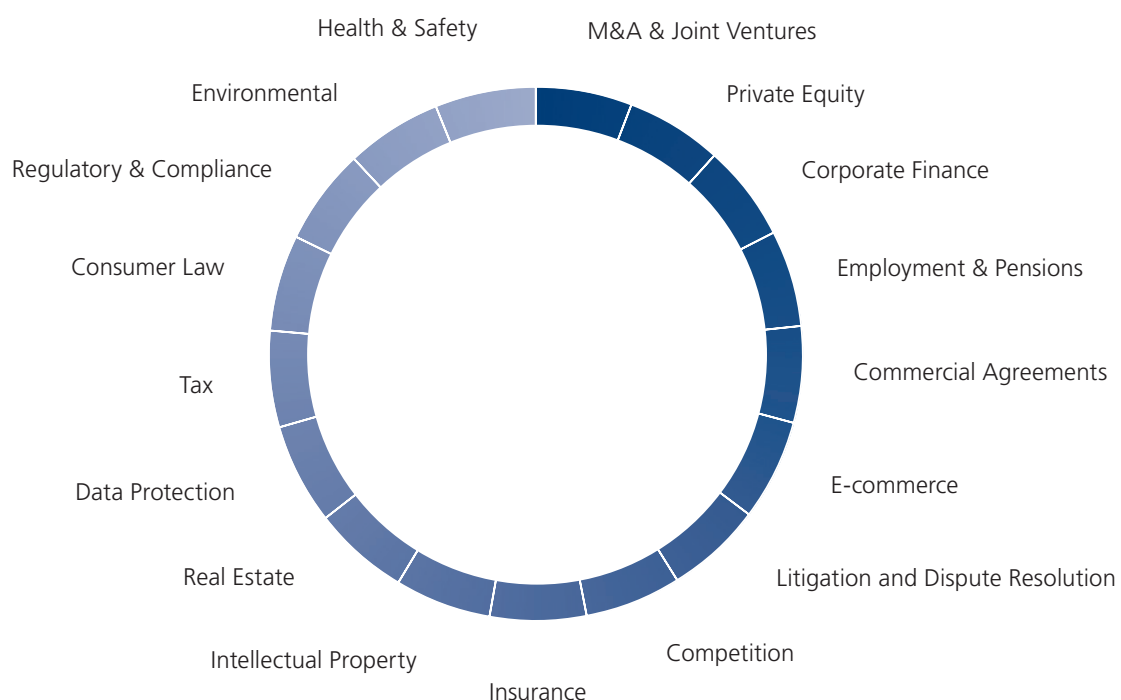
The retail sector in the UK and internationally faces significant challenges. Retailers must adapt fast as the lines blur between the high-street and online, as the requirements of omni-channel place pressure on supply chains, and as consumer behaviours continue to change. All the while they must tackle huge margin pressures generated by intense competition from discounters and growing supply chain costs, and grapple with a challenging regulatory environment, from rules on packaging and labelling to legislation in relation to online selling, and the Consumer Rights Act 2015.

## CMS retail expertise

CMS supports our retail clients on the full range of day-to-day matters including drafting and negotiating commercial contracts, including terms and conditions, franchise and concession agreements, consumer rights, IP and counterfeiting issues, compliance with regulations, supplier issues (including insolvency), labelling, product liability, compliance with packaging regulations and general commercial and corporate advice.

We also advise retailers on corporate transactions, banking and refinancing matters, and on reorganisations and restructurings. Our real estate department works with many large retailers on their property portfolios and property litigation issues, whilst our employment and pensions departments work for numerous retailers on HR and pension matters.

## Areas of law



## Specific retail issues

CMS supports retailers on all issues but more recently advises on specific areas that arise out of the current market such as:


 **Regulation:** we advise retailers on the challenging regulatory environment in which they operate, from complex and ever-changing rules on packaging, labelling and nutritional information, to the Consumer Rights Acts 2015.

 **New market entry:** we help retailers grow internationally, using the deep local expertise of our global network to guide them on the issues and challenges they face entering new jurisdictions.

 **Data privacy:** we help retailers deal with the large and growing volumes of customer information gathered through digital channels, helping them get the most from their data without breaching data protection regulations.

 **Real estate:** as the significance of online channels grows, as consumer shopping behaviours change, and as store formats are revised, we help retailers rethink their property portfolios.

 **M&A & IPOs:** we help retailers tackle consolidation in the market and we are consistently ranked as the leading firm for European M&A. We also support the retail sector on corporate finance matters and private equity investments and disposals.

 **Online:** we advise retailers on compliance with UK and EU online and distance selling regulations.

## Our retail experience

The following provides an indication of some of our diverse experience in the retail sector:

### A British luxury fashion house

— Advising in relation to its flagship store in Knightsbridge.

### A French fashion brand and retailer

— Advising on a dispute with a commercial agent, negotiating an agreed settlement of the dispute and termination of the agency agreement.

### A global casual wear designer and retailer

— Advice in relation to the roll out of their e-commerce operation across Europe as well as on property issues.

### A major online retailer

— Advising on a range of IP/IT and commercial issues including distance selling and e-commerce, consumer protection, parallel trade and many other issues.

### An operator of luxury outlet shopping destinations

— Advising on various corporate and banking matters, on VAT issues relating to the extension of one of its outlet centres, and on data protection matters.

### Aurum

— Advising Landsbanki hf and the management sellers on the sale of the entire issued share capital of Aurum, the jewellers.

### Belgium's largest food retailer

— Acting for the retailer in proceedings against Mastercard claiming damages for the amount

of interchange fees charged following a ruling by the EU's General Court finding Mastercard's fees are illegal.

### Blockbuster Group

— Advising Blockbuster Entertainment Limited (and its board) in relation to various matters, and ultimately attending to the appointment of administrators.

### Brake Bros

— Advising on the development and letting of a new 207,000 sq foot storage and distribution centre in Suttons Business Park.

### Carpentryright

— Acting for RBS on its £95 million facility to Carpentryright plc.

### Claire's Accessories

— Advising Claire's Accessories on the establishment of its first stores in Poland, Czech Republic and Hungary.

### Delhaize Group

— Acting for the Belgian international food retailer on its EUR932.5 million acquisition of the Serbian DeltaMaxi Group.

### Dune

— Advising on the refinancing of its debt including the provision of substantially increased facilities to assist in its development.

**Kaufland**

- Advising on day-to-day commercial and regulatory issues across several CEE jurisdictions including Poland, Czech Republic, Bulgaria and Romania.

**Kazar Footwear**

- Advising on the grant of a multi-jurisdiction franchise agreement to Landmark Group, a high-profile consumer products conglomerate based in Dubai, covering the UAE and surrounding territories, and covering branded stores and e-commerce sales channels.

**Lotus**

- Negotiating the development agreement and lease of a merchandise shop at Café Royal, Regent Street.

**Naspers**

- Advising Netherlands retailer, MIH Allegro on the acquisition of a controlling stake in Netretail Holding BV Netherlands retailer.

**Payless Shoesource**

- Advising on the grant of franchise agreements to franchisees based in Libya and Angola.

**Porsche Design**

- Advising on a new store in Harrods London.

**Post Office Limited**

- Advice in relation to branding and IP issues.

**Sainsbury's**

- Advising on all aspects of the Sainsbury's real estate portfolio including the development of new stores and day-to-day estate management matters.

**Several UK fashion & luxury retailers**

- Advising the pension trustees of House of Fraser, Harrods and Selfridges.

**Sofa.com**

- Advising CBPE Capital LLP in relation to the acquisition of Sofa.com Limited, the cutting-edge online furniture retailer.

**Toys 'R' Us**

- Acting on Toys 'R' Us' retail property work for over 20 years including: advising in relation to the lease of Toys 'R' Us' new Maidenhead office, and the leasing of various retail premises, including Stevenage, Carlisle and four new pop-up stores.

**Waterford Wedgwood Royal Doulton**

- Acting for the luxury retailer in connection with the redevelopment of the Wedgwood factory premises as well as on corporate, IP, employment and pensions matters.

**WH Smith**

- Acting for a syndicate of banks in providing revolving and accordion facilities of £143 million to WH Smith plc.

**White Stuff**

- Advising on financing, IP, commercial, corporate, employee and employee share scheme matters.

# Contact us

If you would like to discuss your legal requirements please contact us below:



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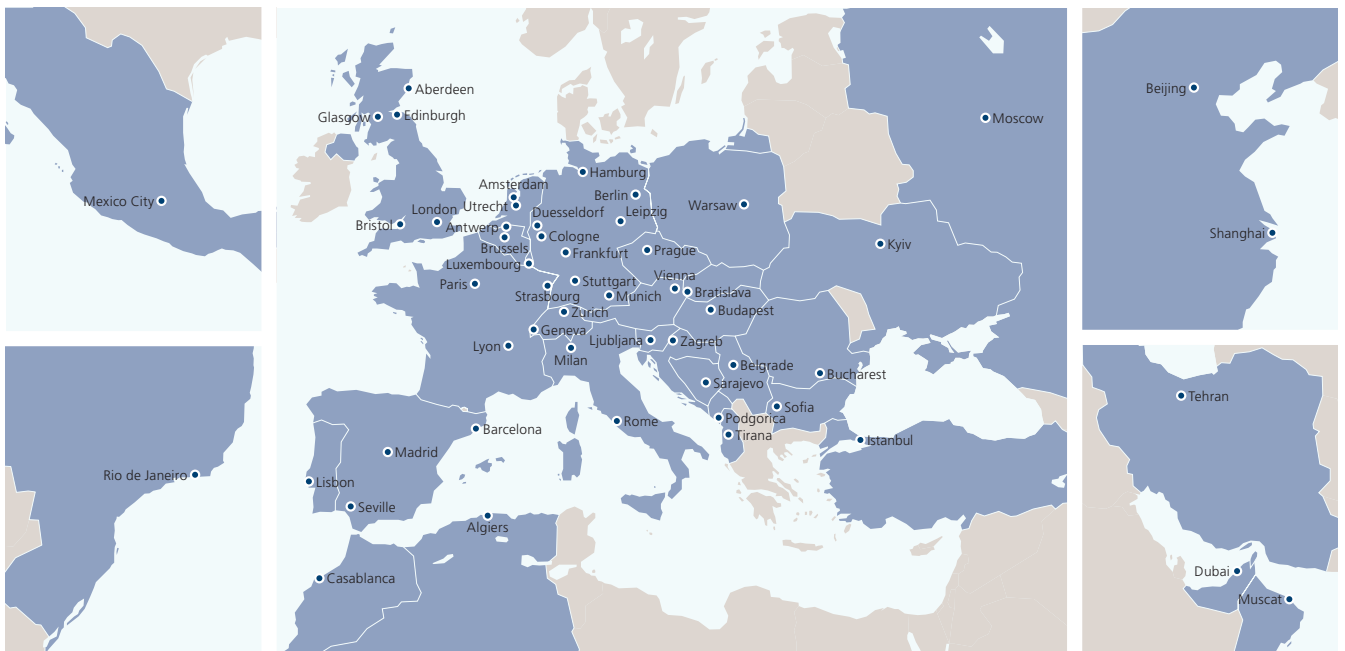
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# Geographical scope

If your business is international, or looking to expand overseas, we can provide a service across 34 jurisdictions with 60 offices in Europe and beyond.

The unique way our business is structured means you will benefit from lawyers with genuine local knowledge and understanding combined with the service levels and resources of an international firm. We have a particularly strong presence in CEE.



“ Their pragmatism is excellent, and they maintain good client relationships.

*Chambers and Partners 2015 (Retail)*

“ CMS provide very clear advice and understanding of our business as a retailer. Quality is absolutely outstanding.

*Client feedback*

“ Professional, commercial and practical.

*Client feedback*

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