

Your World First

C/M/S

Law.Tax

Delivering Consumer Products expertise in China





CMS, China

For 30 years, we have been providing legal and tax advice to clients operating in China.

- **Coverage:** Through our two offices in Beijing and Shanghai and CMS' footprint, which is the largest in Europe, we are well placed to advise the Consumer Products sector on issues in China and across APAC.
- **Depth:** With 30 lawyers in China, a number of dedicated Consumer Product lawyers across CMS and a wider team of sector experts, we understand the business needs of our clients and more importantly the Consumer Products sector.
- **Know-how:** Our knowledge of the Chinese legal and regulatory systems, including the Consumer Products sector, and our cultural awareness enables us to provide our clients with solution driven and commercial advice on projects in the People's Republic of China (PRC).
- **Reputation:** We are recognised leaders in the Consumer Products sector and in 2011 we were ranked as the number one law firm for the number of completed M&A deals in Europe by Mergermarket.
- **One-stop shop:** We operate across all legal disciplines including corporate, commercial, IP, competition and regulatory allowing us to deliver to all your legal requirements and challenges.



CMS has a leading reputation in the European Consumer Products M&A market, regularly completing more deals than the magic circle firms.

Mergermarket 2011



CMS key facts

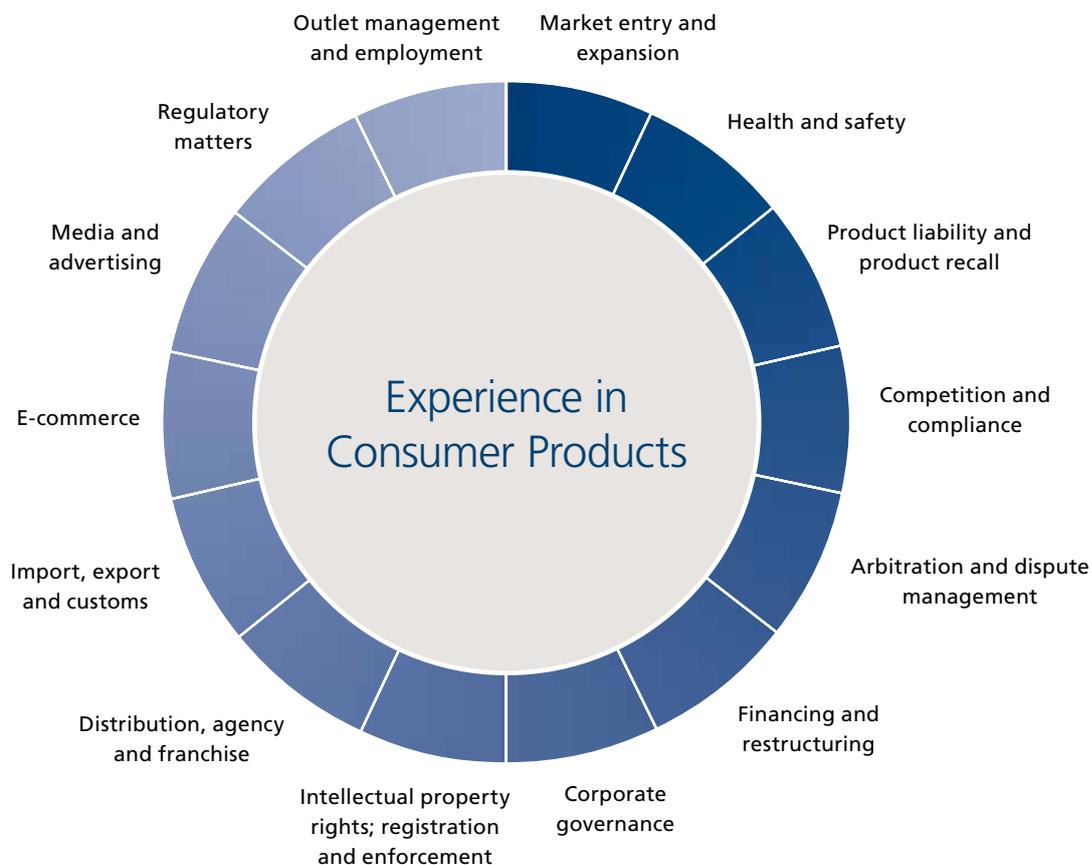
- 10 member firms
- 750 partners and over 2,800 lawyers
- 56 offices in 31 countries
- CMS offers strong local advice with international coordination
- 8 Sector Groups bringing together sector specialists



Consumer Products expertise

Both our clients and the industry recognise CMS as a leading legal adviser to the Consumer Products sector in China, Europe and key emerging markets.

Our legal experts cover a spectrum of legal disciplines with extensive experience in Consumer Products.



We understand the sector and the issues and risks faced by you, particularly in China. For example, in April 2012 the Measures for Administration on Information Disclosure of Commercial Franchise came into force impacting on foreign and foreign-investor franchisers. In July 2012, the Supreme People's Court of the People's Republic of China reviewed the Chinese law on sales contracts to make them more attractive to foreign investment. These are just some of the legal issues impacting the sector at present.



Our track record

Our relevant experience includes advising:

- A world-renowned luxury writing instruments company on a lease agreement dispute in Tianjin and on retail-related dispute resolution matters in Beijing.
- A Germany-based retail group on PRC law issues concerning their supplier relationship with PRC suppliers.
- A London-based luxury menswear brand on the establishment of a multi-purpose legal entity including retail, F&B and entertainment.
- A world leading diamond company on the establishment of flagship stores, commercial contracts, General Terms and Conditions and website policy.
- A bakery and mill group with an extensive product range on establishment and restructuring of a bakery retail chain joint venture in Shanghai with 18 branches.
- A European coffee retail chain on its purchase, establishment, opening and operation of retail outlets throughout China under the umbrella of two regional joint ventures.
- A management company on the first ever transformation of such a company into a holding company in China, which included complex regulatory approvals.
- A leading textile manufacturer in Europe on establishment and restructuring of a joint venture in China.

- The world's second largest luxury group in a complex multi-million euro real estate project in a historically protected site in Shanghai which hosts a number of the group's leading brands; advice stretched outside the real estate and construction sector to include corporate and tax issues. The project also called for frequent discussions and negotiations with local authorities.
- A world leader in the stationery business on its investment in China including establishment of manufacturing and export processing facilities as well as all its domestic contractual relationship with wholesalers and retailers.
- A European fashion company with more than 2300 retail stores in China on all their tax, contractual, trading and outsourcing matters.
- A US toy company on its outsourcing structure in China including all contractual relationships with the different suppliers.
- A top French retail conglomerate in the negotiation of a joint venture to conduct e-commerce and to establish an internet platform in China.
- A well-known French family business, leader in the creation and distribution of luxury cosmetics, perfumes and make-up on the establishment of its wholesale distribution subsidiary and corner stores throughout China; advice also included drafting and negotiations of distribution and various commercial arrangements, tax and custom matters.
- A large French multinational cosmetics company on trademark infringement disputes, product liability cases, media-related disputes and tax optimisation.
- A world leading French premium wine and spirit company on a transfer pricing issue relating to distribution facilities in a free trade zone in Shanghai.
- A Spanish wine producer on the acquisition of a domestic distribution company.
- Several mid-sized market fashion companies on retail, corporate, sourcing, franchising and tax matters.
- A German furniture manufacturer on distribution agreements in China and competition aspects.
- A global leading high-end cooking utilities manufacturer on the restructuring of their distribution entity, branches and distribution network in China.
- A leading German household and kitchenware manufacturer on retail, licensing and tax structure and draft of relevant contracts, advice on restructuring of their legal entities and retail branches in China.
- A household goods manufacturer on regulatory product distribution issues in China.



CMS is distinguished by its Consumer Products Group. It fits well with us and means that they have a definite focus on issues that we are coming across. They have the right people across practice areas and jurisdictions.

Client feedback, a leading international Consumer Products company



Our China team



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Nick is the Managing Partner of Beijing. Nick has extensive experience in advising on all aspects of intellectual property and commercial matters internationally with his practice spanning both contentious and non-contentious issues. Nick has substantial experience in coordinating complex multi-jurisdictional matters, regularly working with colleagues throughout CMS and elsewhere. In particular his work in the areas of parallel trade, anti-counterfeiting, due diligence and trade mark and patent opinions and litigation span international borders. Nick is recommended as a prominent practitioner in his field in the PLC Lifesciences Handbook and the Guide to the World's Leading Trade Mark Law Practitioners, and is described as providing 'heavyweight IP, parallel trade and patent litigation capability for an impressive roster of clients' in Legal 500. Nick recently led the team on Takeda's €9.6billion acquisition of Swiss drug company, Nycomed A/S.

Nick speaks English, French and Spanish.



Clients say of Nick Beckett that they 'have never seen such organisation, attention to detail and overall depth'.

Legal 500



Qiushi Guo

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Qiushi is an associate specialising in regulatory and compliance issues. Qiushi has advised many clients in the Consumer Products sector on corporate due diligence and commercial drafting. Qiushi also has extensive knowledge and experience in M&A transactions and foreign direct investment.

Qiushi graduated from Tianjin Medical University with a Bachelor's Degree in Medical Law in 2006 and has obtained two masters degrees in law from University of Glasgow and Temple University.

He speaks Chinese (Mandarin) and English.



Jane Lin

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Jane is a lawyer in the Intellectual Property team in London and the coordinator of the Asia Desk for the UK and CEE. Jane was previously an IP Project Leader at Takeda Pharmaceutical Company Ltd in Tokyo. She specialises in cross-border IP litigation, IP right protection and implementation, lifecycle management, patent strategy planning, freedom-to-operate, validity opinions and enforcement support, as well as emerging market legal affairs supervision. Jane also works with multinational companies on their investment in both Asia, especially in China and Japan, and Europe.

Jane has a Juris Doctor degree from University of Florida Levin College of Law, and a Masters of Engineering from Kyushu Institute of Technology where she majored in Information Science and Neural Artificial Intelligence.

Jane is admitted to the New York Bar, and is fluent in English, Japanese and Chinese (Mandarin).



Angela Feng

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Angela advises clients on all legal issues relating to PRC employment law and commercial law. She has considerable experience in advising clients in the Consumer Products sector.

She studied law at Fudan University in Shanghai.



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Jie specialises in advising clients on foreign direct investment and M&A as well as Chinese commercial law.

She studied law at China Women’s University and obtained an LL.M. from SOAS, University of London.

Jie speaks Chinese (Mandarin) and English.



Grace Lin

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Grace advises clients on tax compliance and planning, cross-border transactions, transfer pricing issues and foreign exchange and custom issues. She also has experience in tax health checks and M&A financial and tax due diligence.

Grace obtained a M.Sc. in Accounting and Financial Management from Lancaster University in the United Kingdom, and she is a member of ACCA.

Grace speaks Chinese (Mandarin) and English.



Dr. David Pountney

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David provides technical support and assistance to lawyers in the Consumer Products group both in the UK and China on a number of matters, including patent litigation, patent due diligence, regulatory matters, and M&A and commercial deals where there is a need to review scientific and technical issues. Prior to joining CMS, David held research positions in both academia and the pharmaceutical industry. David has conducted scientific research across several therapeutic areas in medical centres in Paris and New York, and for many years led a pre-clinical drug discovery team at GlaxoSmithKline.

David graduated from University College Swansea in Biochemistry and obtained a PhD degree in Clinical Biochemistry from King’s College London.

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