

**Your World First**



# Delivering Consumer Products expertise in China



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In China, the team provides comprehensive and tailored advice to [...] clients looking to capitalise on growing markets in the PRC. Clients like the lawyers' proactive approach, remarking: 'They are completely on the ball and extremely thorough'.

*Chambers Asia*



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## CMS, China

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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



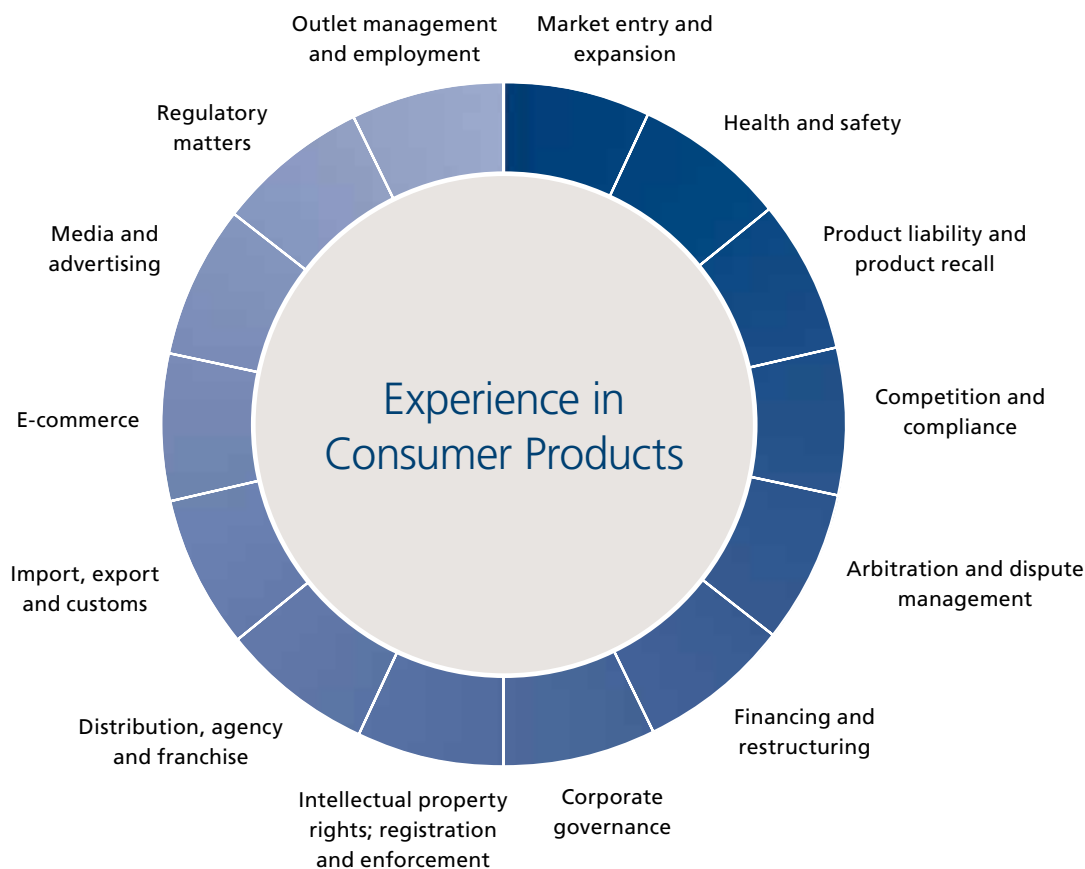
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# Consumer Products expertise

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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.



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## Our track record

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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 midsize 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*



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## Our China team

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**Nick Beckett**

Managing Partner, Beijing Office

**T** +86 10 8527 0287

**M** +86 186 1842 8030

**E** [nick.beckett@cms-cmck.com](mailto:nick.beckett@cms-cmck.com)

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*





**Falk Lichtenstein**

Counsel, Head of Consumer Products

Beijing

**T** +86 10 8527 0597

**E** [falk.lichtenstein@cmslegal.cn](mailto:falk.lichtenstein@cmslegal.cn)

Falk is the Head of the Consumer Products sector group in China and has been advising clients in the consumer goods sector on corporate law, Chinese and international commercial law as well as dispute resolution since 2006.

Falk has advised a number of leading European consumer product manufacturers and distributors on their legal activities in China, including advice on distribution structure, assistance with establishment and restructuring of local business entities, commercial contracts and payment claims against customers.

Falk studied law at the Universities of Rostock and Freiburg from 1996 to 2001. In 2004, he completed his doctorate at the University of Freiburg. He worked there as a teaching and research assistant at the Institute for German and International Civil Procedural Law for more than five years. In 2006 he passed the Second Legal State Examination in Baden-Württemberg and joined CMS, China.

He speaks German, English and Chinese (Mandarin).



Samuel Yang

Senior Associate, Consumer Products, Commercial

Beijing

**T** +86 10 8590 0769

**E** sam.yang@cms-cmck.com

Samuel has worked in private practice and in-house roles for more than nine years. He advises on regulatory matters and a wide range of corporate and commercial transactions.

Samuel's recent work includes advising a luxury UK brand seeking to enter China and advising a leading UK telecoms company on their consultancy agreement with a major supermarket chain.

Samuel received his LL.B. from the Dalian Maritime University and his LL.M. from the Law School of the University of International Business and Economics.

Samuel speaks Chinese (Mandarin) and English.



**Vera Zhang**

Senior Associate, Consumer Products, Corporate

Beijing

**T** +86 10 8590 0799

**E** vera.zhang@cms-cmck.com

Vera is a senior associate specialising in venture capital and private equity investment, cross-border M&A transactions, IPOs, bond issuance and capital market transactions. Vera advises clients in reorganisation, due diligence, the reviewing and drafting of legal documents, as well as conducting legal research on various aspects of the People's Republic of China (PRC) laws and policies. Before joining CMS, Vera worked for several top-tier law firms in the PRC where she was involved in various international IPOs in different industries including consumer products and manufacturing. She has also been involved in venture capital and private equity investments for international funds, local funds and investment companies, as well as developing companies.

Vera obtained her LL.B degree and LL.M degree on International Economic Law from the University of International Business and Economics.

Vera speaks Chinese (Mandarin) and English.



**E** qiushi.guo@cms-cmck.com

He speaks Chinese (Mandarin) and English.



E jane.lin@cms-cmck.com

**Angela Feng**

Associate, Consumer Products, Employment  
 Shanghai  
**T** +86 21 6289 6363  
**E** [angela.feng@cmslegal.cn](mailto:angela.feng@cmslegal.cn)

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 Lin**

Associate, Consumer Products, Corporate  
 Shanghai  
**T** +86 21 6289 6363  
**E** [jie.lin@cmslegal.cn](mailto:jie.lin@cmslegal.cn)

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.

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**Grace Lin**

Associate, Consumer Products, Tax  
 Shanghai  
**T** +86 21 6289 6363  
**E** [grace.lin@cmslegal.cn](mailto:grace.lin@cmslegal.cn)

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.

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**Dr. David Pountney**

Lawyer and Scientist, Consumer Products, Regulatory, IP  
 Beijing  
**T** +86 10 8527 0287  
**E** [david.pountney@cms-cmck.com](mailto:david.pountney@cms-cmck.com)

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.

CMS, China  
CMS Cameron McKenna LLP  
Beijing Representative Office (UK)  
Room 1901, Building A  
Sanlitun SOHO Center  
Chaoyang District  
100027 Beijing  
China

T +86 10 8527 0259  
F +86 10 8590 0831

CMS, China  
2801 Plaza 66 Tower 2  
1266 Nanjing Road West  
200040 Shanghai  
China

T +86 21 6289 6363  
F +86 21 6289 9696

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