

China Group



China Inbound
Services to clients doing business in China

Corporate / M&A
Finance
Intellectual Property
Labour
Real Estate
Trade

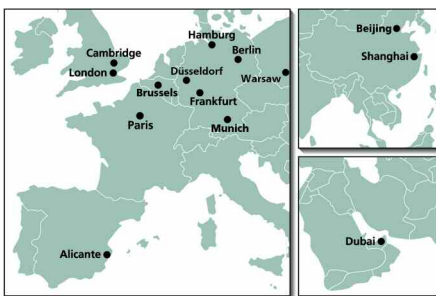
The law firm

Taylor Wessing is a full-service European law firm that provides advice to commercial organisations doing business across the world. With some 750 lawyers we advise multinationals, financial and public institutions, investment funds, entrepreneurial start-ups and growing enterprises. We offer specialist services in all aspects of national and international commercial law, in particular, corporate / M&A, tax, finance and projects, construction and real estate, intellectual property, antitrust, employment and pensions, and dispute resolution.

Taylor Wessing offers industry-focused advice by grouping together lawyers from different legal areas, but with in-depth sector experience. Our globally renowned expertise in intellectual property underpins our strength in knowledge-based industries such as IT and telecommunications, automotive and engineering, life sciences and healthcare, media and entertainment, leisure, fashion and travel. Other core industries include construction, infrastructure projects and the banking and finance sectors.

Taylor Wessing is based primarily in Europe's largest economies with 11 offices in the UK, Germany, France, Belgium, Spain and Poland. It has also recently opened a Middle-East office in Dubai.

We now have two offices in China – our Beijing and Shanghai offices work in tandem to serve a thriving Chinese market. Our clients also have the added benefit of our wide network of partner law firms.



What makes us different?

THEORY VERSUS PRACTICE

Is theory good enough? Not for us. We believe success is a practical matter. To help your business succeed, we use our wealth of experience to focus on exactly what you want to achieve. Together we can work out what is feasible, and what makes economic sense. Like you, our bottom line is that business success needs ideas that work in practice.

SUCCESS DOESN'T HAPPEN BY CHANCE

Would you toss a coin when making an important business decision? Neither would we. We operate along economic principles, just as you do. Our approach is to work with you, developing pragmatic, cost-efficient ways to maximise your business success. We also maintain a keen interest in the details of your products, services and markets to ensure that success is a matter of planning, not chance.

A SINGLE, PERSONAL CONTACT

Are you frustrated if you have to say the same thing many times over? That's understandable. We overcome this by assigning an experienced partner as your personal contact for the entire project, to ensure consistency of communication. Your personal lawyer acts as your link to our entire range of legal resources. They will supervise and manage your legal affairs from the outset, becoming familiar with the specific complexities of your business area and your individual company needs. Because our lawyers work in busy international practice environments, they are aware of all the latest legal and business developments.



China Inbound

With almost 30 professionals in Europe and China exclusively devoted to our China practice we are now one of Europe's leading China specialists for legal matters. We have been operating a licensed representative office in Shanghai since 1996 and have opened our Beijing office in 2008. We are proud to be involved in the development of the Chinese legal landscape as well as Sino-German model contracts through our work in bilateral Sino-German commissions (including the Working Group for Legal Exchange and Development of Standard Contracts, set up by MOFCOM and the German Federal Ministry of Economics).

Clients that have benefited from our China expertise include both multi-national corporations and medium-sized companies from a variety of industries such as automotive (including OEMs), aviation, chemicals, consumer products, food, infrastructure and services, IT and telecommunications, logistics, machinery, mining, pharmaceuticals, and real estate.

One of the particular advantages of our China Group is to have China specialists based in China as well as in Europe. Depending on your needs, we will provide a lawyer easily reached in each time zone. Over the years we have developed a strong co-operation with Chinese government organisations and administrative entities on a central, provincial and local level, as well as Chinese law firms, patent and trademark agencies, accountants, academic institutions, management consulting firms and market research institutes. This network enables us to offer our clients a broad scope of legal services to the highest standard, to assist in mediating problem areas and fully investigating the background to particular issues.

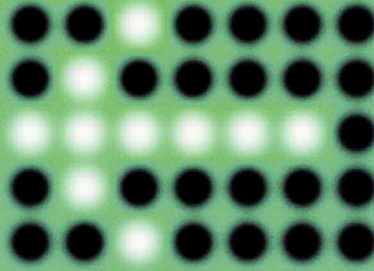
The core legal skills of our lawyers include all areas of law relevant to business transactions, but we are particularly known for our corporate / M&A, IP, real estate and commercial practice.

We have our own team of legal translators based in China and Europe to ensure accurate, timely and confidential document preparation.

We regularly act for clients negotiating complex transactions and agreements.

Historical Milestones of the China Practice include:

- First technology licence in 1981
- First joint venture establishment in 1983
- First appearance before CIETAC in 1983
- Harbour project
- Power plant in Henan
- Landmark Exhibition Centre Project in Shanghai
- Landmark Project in the automotive industry
- Co-development of a model contract for the delivery of goods under the bilateral Sino-German commission of MOFCOM and BMWi
- Co-development of a model contract for the licensing of patent and know-how rights under the bilateral Sino-German commission of MOFCOM and BMWi
- Landmark project in the logistics industry
- Landmark project in the aviation industry



Corporate / M&A | While greenfield establishments have been the major foreign direct investment tool for many years, the strengthening of the M&A landscape – in particular since the arrival of institutional investors in China – has led to a dramatic rise in corporate acquisitions of domestic as well as foreign-invested enterprises. Advising foreign clients in relation to the acquisition of private and state-owned Chinese enterprises, including due diligence processes, has become a core focus for our lawyers in a wide range of industries including automotive, IT and telecommunications, pharmaceutical, chemical, logistics and machinery.

Businesses mature over the years, and again we have been able to advise foreign investors as well as foreign-invested entities on:

- Corporate incorporations
- Mergers & Acquisitions
- Corporate restructurings
- Liquidations.

Such transactions range from the straightforward incorporation of wholly foreign-owned enterprises (WFOE) and joint ventures to the structuring and implementation of complex multi-jurisdictional mergers or acquisitions. Importantly our work also includes addressing and advising on corporate governance and compliance matters.



Finance | After China's entry to the WTO in 2001, the financial sector has been significantly liberated. Sophisticated financial transactions are increasingly undertaken in China. However, finance practitioners need to pay special attention to the particular regulatory requirements under China's tight foreign exchange regime in relation to such transactions.

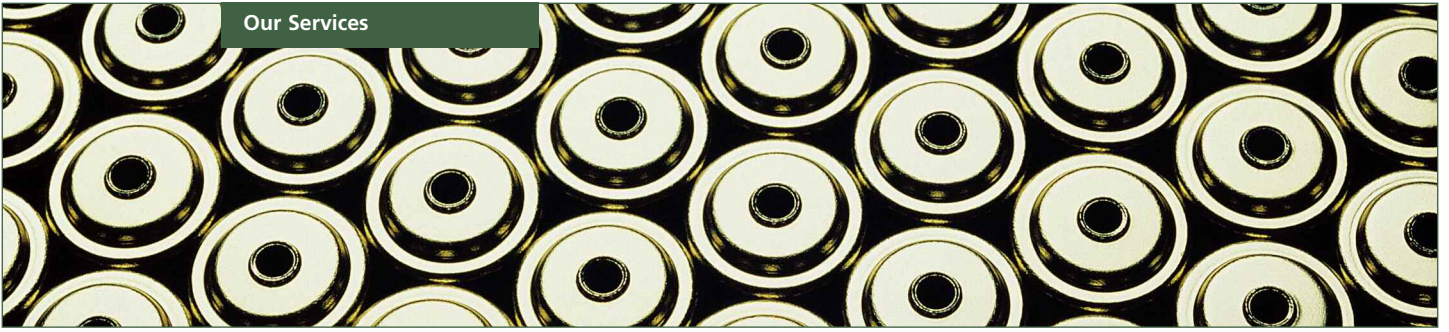
Financing arrangements are usually part of the major projects upon which we are advising. These include project finance arrangements for infrastructure projects, as well as equity and loan financing for large industrial and real estate investment projects.



“Taylor Wessing’s China Group has an impressive client base ...”

Chambers & Partners

2007



Intellectual Property

One of the greatest challenges for foreign companies doing business in China lies in protecting their intellectual property, in particular when it comes to transferring or licensing trademarks, know-how, patents and the like. Effective measures need to be taken to protect intellectual property rights against infringements. IPR protection measures start with the structuring of every investment.

Acting for IP-rich enterprises in China in many different sectors means that we have developed significant experience in matters pertinent to that sector – whether contentious or non-contentious. With one of the largest IP-departments, we ensure a worldwide perspective on the issues and the ability to manage multi-jurisdictional advice, strategy, licensing and litigation.



Labour

Labour law and rules governing employment in China develop rapidly. Depending on the locality of the operation concerned, variations may exist which require employment matters to be dealt with individually. International concerns may add another layer to the complexity.

Our lawyers are specialists in international and local labour law, and we are able to offer in-depth advice in particular regarding the following issues:

- Drafting and reviewing labour contracts
- Advice on social insurance issues
- Labour law related due diligence
- Drafting and reviewing employment handbooks
- Advice on expatriate secondment issues
- Visa / work permit solutions
- General individual income tax.



“Both Frankfurt and Munich have a remarkable record for inbound and outbound business with China, where Taylor Wessing is considered as one of the successful law firms.”



Real Estate | As in most emerging markets, the real estate sector has been one of the driving forces of economic development in China. The participation of foreign investors, however, is subject to high government scrutiny and legal barriers. Therefore careful structuring of foreign-invested real estate transactions is inevitable in order to achieve the desired solutions.

We have advised on many real estate transactions in China, ranging from the acquisition of land use rights, to the procurement of construction services for major industrial projects, to advising developers in relation to their investment in commercial real estate projects. One major aspect of our work is the corporate structuring of real estate projects in order to comply with the complex legal requirements of the Chinese real estate sector including financing considerations.

Trade | Today, matching industrial standards and quality requirements is of great importance when it comes to trading with China, both from a procurement as well as a delivery angle. Tailor-made mechanisms for quality supervision and response to sub-standard goods are essential. Against this background, integrating China operations into global supply chains is a great challenge and requires careful structuring as well as intelligent contractual solutions.

We advise on all trade-related aspects including contentious and non-contentious matters. We offer advice on contractual arrangements with Chinese suppliers in delivery and processing transactions as well as with Chinese purchasers. This includes considering all specific practical aspects relevant to trading in China.

We have extensive experience with trade-related and other disputes with Chinese enterprises. Some of our lawyers are listed as arbitrators with the China International Economic and Trade Arbitration Commission (CIETAC) and understand and have worked with the mechanisms of dispute resolution in China for many years. Our services include:

- Advice on feasible trade, distribution and procurement models from a legal perspective
- Establishment of foreign-invested commercial enterprises
- Provision of tailor-made contract solutions including drafting/review of general model terms in the areas of procurement and supply/delivery.

“The China Desk, headed by Michael-Florian Ranft, has been one of the firm’s flagship practices for some time now.”

JUVE Handbook 2008/2009

Berlin Brussels Cambridge Dubai Düsseldorf
Frankfurt Hamburg London Munich Paris
Alicante Beijing Shanghai Warsaw

www.taylorwessing.com



Offices and branches

Berlin

Ebertstraße 15
10117 Berlin
Germany
Tel +49 (0)30 88 56 36 0
Fax +49 (0)30 88 56 36 100
berlin@taylorwessing.com

Brussels

Trône House
4 Rue du Trône
1000 Brussels
Belgium
Tel +32 (0)2 2 89 60 60
Fax +32 (0)2 2 89 60 70
brussels@taylorwessing.com

Cambridge

24 Hills Road
Cambridge CB2 1JW
United Kingdom
Tel +44 (0)1223 44 64 00
Fax +44 (0)1223 44 64 01
cambridge@taylorwessing.com

Dubai

28th Floor, Al Moosa Tower II
Sheikh Zayed Road
P.O. Box 33675, Dubai
United Arab Emirates
Tel +971 (0)4 332 3324
Fax +971 (0)4 332 3325
dubai@taylorwessing.com

Düsseldorf / Neuss

Benrather Straße 15
40213 Düsseldorf
Germany
Tel +49 (0)211 83 87 0
Fax +49 (0)211 83 87 100
duesseldorf@taylorwessing.com

Am Krausenbaum 42
41464 Neuss
Germany

Tel +49 (0)2131 7 40 30 0
Fax +49 (0)2131 7 40 30 50
neuss@taylorwessing.com

Frankfurt am Main

Senckenberganlage 20-22
60325 Frankfurt a. M.
Germany
Tel +49 (0)69 9 71 30 0
Fax +49 (0)69 9 71 30 100
frankfurt@taylorwessing.com

Hamburg

Hanseatic Trade Center
Am Sandtorkai 41
20457 Hamburg
Germany
Tel +49 (0)40 3 68 03 0
Fax +49 (0)40 3 68 03 280
hamburg@taylorwessing.com

London

5 New Street Square
London EC4A 3TW
United Kingdom
Tel +44 (0)20 73 00 70 00
Fax +44 (0)20 73 00 71 00
london@taylorwessing.com

Munich

Isartorplatz 8
80331 Munich
Germany
Tel +49 (0)89 2 10 38 0
Fax +49 (0)89 2 10 38 300
muenchen@taylorwessing.com

Paris

42, Avenue Montaigne
75008 Paris
France
Tel +33 (0)1 72 74 03 33
Fax +33 (0)1 72 74 03 34
paris@taylorwessing.com

Representative Offices:

Alicante

Paseo Explanada de España No. 1
03002 Alicante
Spain
Tel +34 (0)96 5 14 28 05
Fax +34 (0)96 5 20 02 48
alicante@taylorwessing.com

Beijing

Unit 1503, Tower 2, Prosper Center
No. 5, Guanghua Road, Chaoyang District
Beijing 100020
People's Republic of China
Tel +86 (10) 85 87 58 86
Fax +86 (10) 85 87 58 85
beijing@taylorwessing.com

Shanghai

Unit 1509
United Plaza
No. 1468, Nanjing West Road
Shanghai 200040
People's Republic of China
Tel +86 (0)21 62 47 72 47
Fax +86 (0)21 62 47 72 48
shanghai@taylorwessing.com

Associated office:

Warsaw

BSJP
Al. Armii Ludowej 26
00-609 Warsaw
Poland
Tel +48 (0)22 5 79 89 80
Fax +48 (0)22 5 79 89 81
warszawa@taylorwessing.com