



CMS Adonnino Ascoli & Cavasola Scamoni CMS Albiñana & Suárez de Lezo  
CMS Bureau Francis Lefebvre CMS Cameron McKenna CMS DeBacker CMS Derks Star Busmann  
CMS von Erlach Henrici CMS Hasche Sigle CMS Reich-Rohrwig Hainz

# Supporting your M&A activity in China

At the CMS Shanghai office we work hard to be a truly client-focused law firm. This means understanding the unique needs and challenges of your industry, and providing a service that is tailored to the particular concerns and requirements of each client.

# Who we are

CMS is the alliance of nine major independent European law firms providing clients with a full range of legal and tax services based on a thorough understanding of their business.

The CMS Shanghai Office is a cooperation between CMS Bureau Francis Lefebvre (France), CMS Cameron McKenna (UK) and CMS Hasche Sigle (Germany) and offers an integrated service to clients throughout China. The office is staffed with more than 30 lawyers, most of them Chinese, and the others from France, Germany, the UK and Switzerland and provides an extensive range of legal advice and services to clients doing business in China.

At CMS Shanghai Office, 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 service that is tailored to the particular concerns and requirements of each client. Using our know-how for your benefit is what CMS Shanghai Office is all about.

Our mergers and acquisition group brings together experts from the entire office, all focused on providing tailored services.

# Mergers & Acquisitions in China

M&A transactions are clearly on the rise even though they amount to still just a fraction of the overall foreign investment in China.

CMS helps you navigate successfully and quickly through the entire transaction process which includes:

- Advising on transaction structures
- Conducting Legal due diligence
- Participating in risk assessment analysis
- Drafting and negotiating transaction documents
- Post-closing
- Integration

# Our track record

CMS Shanghai has a proven track record of advising and guiding key clients on complex mergers & acquisitions projects in China.

Some of our most recent work includes:

- Advising the largest European Insulation Industrial Company on its acquisition of a Chinese manufacturer with multiple manufacturing sites across China.  
Value: USD 50 million
- Advising a leading independent manufacturer of forklift trucks on several acquisition projects including a minority participation in the subsidiary of a Chinese listed company comprising more than nine manufacturing sites and 35 branches across China.  
Value: USD 80 million
- Advising a French automotive company on the restructuring of its China operations - more than 12 JV's and WFOEs - and the establishment of a regional headquarter.
- Advising one of Europe's top five power company (electricity and gas) on its acquisition projects in China.  
Value (first phase): USD 80 million
- Advising India's largest engineering and construction conglomerate on 3 investment projects.  
Value: USD 42 million
- Advising the largest independent manufacturer of transmitters in the world on its acquisition in China.  
Value: USD 150 million
- Advising a French textile company on its acquisition of a minority stake in two subsidiaries of a PRC company listed on the Shenzhen stock exchange.  
Value: USD 25 million
- Advising the world's largest producer of custom-designed paper machine fabrics and process belts on its investment in China.  
Value: USD 90 million

“ Having come from private practice myself I recognise the complexities involved in getting this transaction delivered on time. It is very much appreciated.”

Client Feedback

# Our key team members



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### Why recommended

After practicing corporate law in Europe for several years, Jonathan acted, during two years, as member of the Swiss delegation to the WTO and was part of the negotiation team on the accession procedure of China. He left Switzerland to study Mandarin at Fudan University (Shanghai) in 2002 and worked for a European law firm's Shanghai office before joining CMS Shanghai office as Chief Representative in 2004.

He mainly advises on Mergers and Acquisitions, Corporate Law, and Intellectual Property.

Jonathan speaks English, French, German, Spanish and Chinese (mandarin).



## Emmanuel Meril

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### Why recommended

Emmanuel Meril is the partner in charge of the China practice of CMS. Before joining CMS in 1999, he worked for three years in Taiwan with a French law firm. He then moved to Shanghai in 1995, working with a legal consulting firm. He then established the Shanghai office in 2001.

He mainly advises on Mergers and Acquisitions, FDI, Tax Law, IPO, Industrial Property Law and International Contracts and has particular experience in Cross-Border Transactions involving China.

Emmanuel speaks French, English and Chinese (mandarin).



### **George Ji**

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#### **Why recommended**

George Ji is a Senior Associate. He has extensive experience in advising on M&A transactions across China. He has assisted numerous foreign companies in structuring their investment, conducting legal due diligence, negotiating with the seller on the terms of the transaction, negotiating with financial institutions as well as providing ongoing services. With a good understanding of client commercial needs, his service is seen to be value-adding and constructive by both clients and counterparts.

George speaks English, Chinese (mandarin) and Shanghai dialect.



### **Hugh Zhou**

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#### **Why recommended**

Hugh Zhou is an associate. Before joining CMS in 2005, he was working with a reputable PRC law firm. His main expertise is in the field of FDI and VC financing.

His experience includes:

- establishment of PRC subsidiaries for several American companies
- Advising the largest European Insulation Industrial Company on its acquisition of a Chinese manufacturer with multiple manufacturing sites across China
- participating in a Venture Capital financing project for a reputable American fund
- participating in the establishment of a Sino-foreign cooperative fund
- participating in an investment project for a famous Singapore fund
- advising a Singapore company on the Sino-foreign cooperative education
- advising a foreign financial institution on the acquisition of a Chinese bank's shares.

Hugh speaks English, Chinese (Mandarin) and Shanghai dialect.



### **Nicolas Zhu**

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#### **Why recommended**

Nicolas Zhu is an associate lawyer. Before joining CMS Shanghai office in 2002, he worked in the Shanghai office of a French law firm as well as a leading Chinese law firm.

His recent experience includes:

- a leading independent manufacturer of forklift trucks on several acquisition projects including the subsidiary of a listed company comprising more than nine manufacturing sites and 35 branches across China;
- acquisition of the assets of two Chinese forging companies in the automobile industry;
- acquisition of the shares of two Chinese companies in the textile industry and establishment of a joint venture with the mother company;
- acquisition of shares of a JV in Hangzhou in the material handling industry.

Nicolas speaks English, Chinese (Mandarin) and French.



### **Hannah Kamaie**

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#### **Why recommended**

Hannah Kamaie is an England and Wales qualified solicitor. Hannah has extensive cross-border corporate experience and has advised on areas such as mergers and acquisitions, capital markets, restructurings, refinancings and private finance initiatives.

Hannah has provided comprehensive advice to clients both in the PRC and in Europe from the London office and since 2008 from our Shanghai office.

Her recent experience includes advising:

- a large London insurance broker on the proposed disposal of the majority of its global business operations;
- management teams, banks or private equity houses on a variety of primary and secondary buy-outs both in the UK and across Europe;
- infrastructure funds in England and Wales on the acquisition of project portfolios and subsequent reorganisations.

Hannah speaks English and French.

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