



Legal Service Package For M&A

北京明航律师事务所 | BEIJING MINGHANG LAW FIRM

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About Us | Founder : Lawyer Qi Lianfeng



Guest of CCTV *Economy & Law* Program

Founder of Beijing Minghang Law Firm

Member of American Chamber of Commerce

Member of European Chamber of Commerce

Member of Australian Chamber of Commerce

Media Commentator / Famous Lawyer

Expert Lawyer on International Marriage & Family Practice

Introduction of Legal Service Package for SME

Legal Service Package for JV

Legal Service Package for WFOE

**Legal Service Package for
Production Enterprise**

**Legal Service Package for Service
Enterprise**

**Legal Service Package for IT/
Internet Enterprise**

Generally speaking, the establishment and operation of a company will involve corporate legal affairs, contractual legal affairs, labor legal affairs, investment and M&A legal affairs, litigation & arbitration affairs, etc. The circumstances of each entrepreneur or company is different, so the legal problems they encounter are different.

We have listed the company's general needs in every legal field, and entrepreneurs or companies can choose part of each legal field according to their own needs. We will provide the relevant legal services according to the specific needs of our customers. The customer can also resolve the legal problems even though they does not hire long-term legal counsel, which will greatly save the cost!

At the same time, we have designed and made some legal service packages for several types of enterprises, which can help client understand the legal affairs of an enterprise and is very convenient to use for resolution of problem. For example, a start-ups needs to solve the problem of equity structure design, how to sign an agreement for establishing a company, the legal risk of renting the office and so on.

Merger and Acquisition

Plan and Arrangement

China government has issued special regulations for foreign investors to acquire domestic enterprises. To conduct M&A by foreign investor in China, an analysis of the transaction's legal feasibility should firstly be conducted in accordance with the laws and regulations on foreign investors' M&A.

Preparation Prior to M&A

Due Diligence

We can issue a preliminary legal feasibility study report to the client according to the client's need and the relevant laws and regulations and tell the client from the view and height of the overall route framework whether the M&A transaction is feasible or not.

Legal Opinion & Suggestion

Draft/Review/Negotiation

In order to analyze and demonstrate the feasibility of an M&A transactions, we need to work together with audit institutions, evaluation institutions and target enterprises and also communicate with other relevant organizations or individuals.

Assist Delivery of M&A

Merger and Acquisition

Plan and Arrangement

Preparation Prior to M&A

Due Diligence

Legal Opinion & Suggestion

Draft/Review/Negotiation

Assist Delivery of M&A

After making the initial decision to acquire the target company, it is necessary to prepare for the M&A project by foreign investor. In this regard, we can provide the following support and help to the client:

Define the needs of M&A and formulate detailed plans

Assist client to set up M&A team

Draft the letter of intent for M&A

Draft the confidentiality agreement for M&A

Provide other legal documents and services as required

Merger and Acquisition

Plan and Arrangement

Preparation Prior to M&A

Due Diligence

Legal Opinion & Suggestion

Draft/Review/Negotiation

Assist Delivery of M&A

There are very big legal risks with M&A, so detailed due diligence must be conducted in order to prevent and control the legal risks. Due diligence is also the most critical step in M&A. For this, we can provide the following services:

Develop due diligence plans for client

Draft a detailed due diligence checklist

Schedule due diligence

Start due diligence over the target company

Issue a preliminary due diligence report

Merger and Acquisition

Plan and Arrangement

Preparation Prior to M&A

Due Diligence

Legal Opinion & Suggestion

Draft/Review/Negotiation

Assist Delivery of M&A

After the due diligence is finished, the lawyer needs to fully analyze and demonstrate the legal risks of the proposed M&A project, the specific methods of the M&A project and so on. If there are legal obstacles or risks with the M&A project, we will analyze how to resolve them, and so on. In this regard, we can provide the following support and help for the client:

Provide legal opinions and suggestions to the client according to the results of due diligence and design the M&A plan.

Conduct further and more detailed due diligence on the proposed M&A projects

Issue final due diligence report

Further analyze and demonstrate the M&A plans and conditions with the client

Negotiate the terms of M&A with the target company

Merger and Acquisition

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Legal Opinion & Suggestion

Draft/Review/Negotiation

Assist Delivery of M&A

M&A agreements are the most crucial legal documents in M&A project. All the results agreed upon by the parties shall ultimately be confirmed in the M&A agreement. Drafting an M&A agreement is a very professional and very important legal work.

We can help the client draft M&A agreement, review M&A agreement, negotiate with the other side and modify the M&A agreement accordingly. We can assist the client and the target company to conduct closing of M&A pursuant to the stipulations of the M&A agreement.

M&A by foreign investor(s) requires government review and approval and then registration. This task requires to prepare a large number of legal documents in accordance with the requirements of the Chinese government. The workload is very heavy and the procedures are tedious. A slight omission in details will lead to delays!

Media Interview

CCTV

Phoenix TV

China People's Daily

News.cn

China Daily

China Legal Daily

Global Times

Washington Post

New York Times

CNN

The Globe and Mail

BTV *Face to Face* Program

BTV *Entertainment Daily* Program

BTV Education *Society & Law* Program

Sina.com

Sohu.com

Legal Evening Newspaper

Beijing Evening Newspaper

Qi Lianfeng was also interviewed by many other domestic and international media and has commented on many hot topics, but it can't be listed in details here.

Representative Cases

International IP License Agreement with 10 Million Dollars: We helped a client reach an international Intellectual Property License Agreement with 10 Million Dollars and participated in the whole process of negotiation on this project. Qi was in charge of all the legal works himself after the project launch.

Provide legal services to Top 500 enterprises on IP issues: We provided legal services to Fortune 500 enterprises like Apple Corporation, McDonald Corporation.

Real Estate Equity M&A Project: We once participated in a real estate M&A project that was conducted by the way of acquiring the equity of the targeted company. Qi participated in all the work of negotiation and contract drafting in this project. During the process, Qi negotiated with different parties and designed legal framework in order to successfully complete this project and prevent legal risks.

Representative Cases

Joint Venture Establishment: Qi ever helped the client negotiate with a company coming from South Korean and then set up a Sino-Korea Game Development Joint Venture Company. In the process, We was involved in all negotiations, drafted all the legal documents and participated in the whole process of company establishment.

Solve Legal Disputes on Construction Projects: In a dispute of construction project, We helped the client comb and analyze very complicated legal relations involved in the case and made practical strategies for the client.

Acted as the Legal Counsel for a Large Real Estate Development Group, in the meantime, We handled a lot of daily legal affairs for this real estate development group and this development groups' subsidiaries, such as: Construction Company, Decoration Company and Property Service Company and handed a lot of litigation cases for these companies.

Resources and Strength

International Business Resource: We have long-term and stable relationship with the chamber of commerce of America, EU, Australia, Hong Kong and so on. As a result, we can help clients to develop international cooperation. Meanwhile, we have relationship with law firms and accounting firms in EU, US, Australia, Japan, Korea, Hong Kong etc., so we can help clients and governments to solve overseas.

Domestic Business Resource: We have board connection and cooperation with many enterprises in mainland China so that we can fully facilitate these resources to provide help and support to some companies and governments.

International Media Resource: We have long-term communication and cooperation with lots of top tier international media agencies, as is a strength that other organization may not have. When a company or government needs to get in touch with international media, we can certainly help on this.

Resources and Strength

Domestic Media Resource: We have long-term communication and cooperation with over a hundred of domestic media agencies, including traditional media, new media and social media. With these resources, we can help companies to improve their brand and to do marketing and PR and so on.

International Government Resource: We often communicate with HK government, embassies of some foreign countries and other international government authorities. We can provide support when Chinese companies need to cooperate with foreign governments.

Domestic Government Resources: We have connections with lots of governments in mainland China and we can help Chinese companies, western companies or western governments to get in touch with Chinese government so as to achieve win-win outcome.

Contact Us

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Thank You Very Much!