



Greater Bay Area:

Our Legal Capabilities



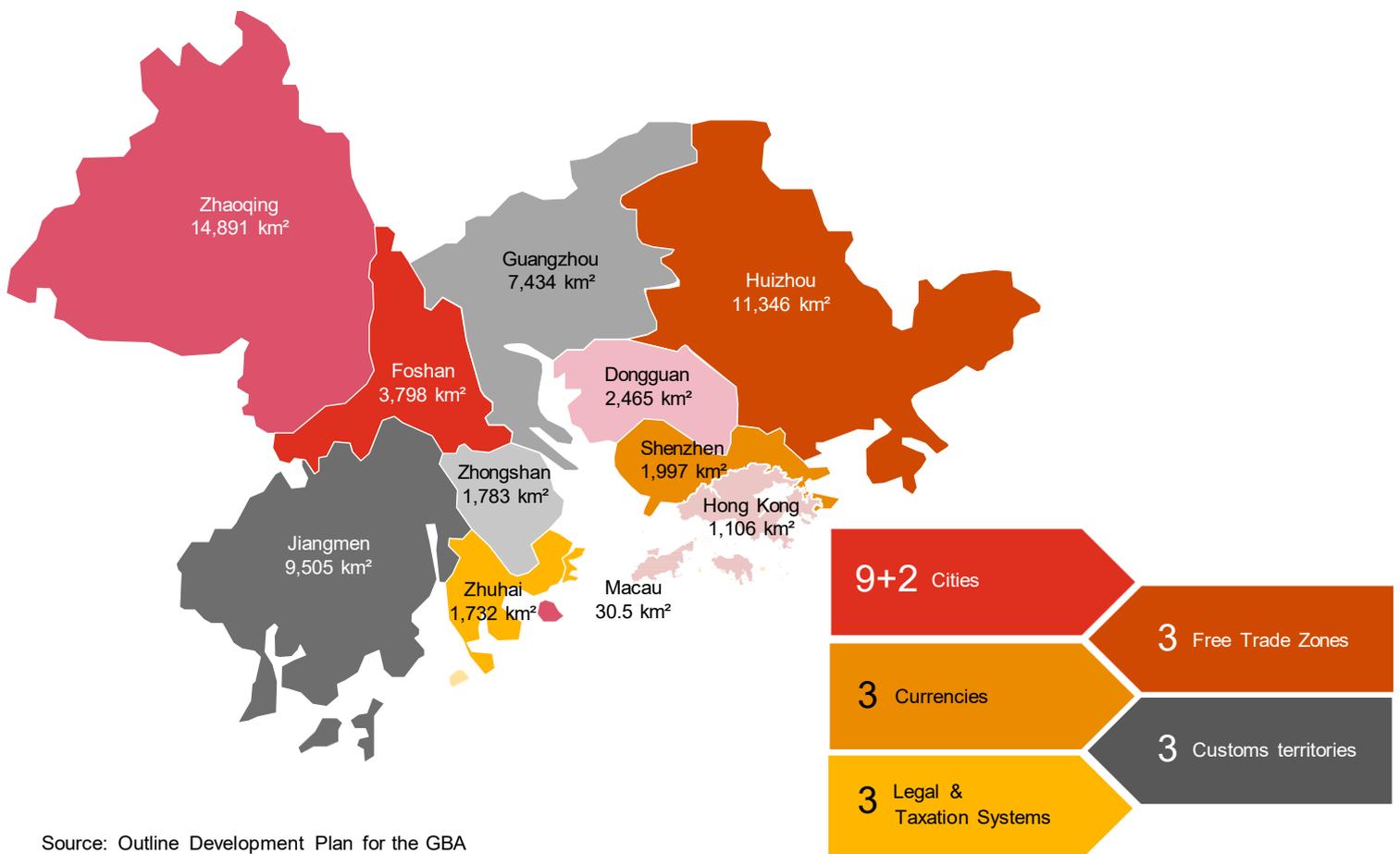
Tiang & Partners
程偉賓律師事務所

An independent Hong Kong law firm and
a member of the PwC network



An introduction to the Greater Bay Area

The concept of the Guangdong-Hong Kong-Macau Greater Bay Area (GBA) was first raised in 2016 as part of China's 13th Five Year Plan. The GBA comprises the two Special Administrative Regions of Hong Kong and Macau, as well as the nine municipalities of Guangzhou, Shenzhen, Zhuhai, Foshan, Huizhou, Dongguan, Zhongshan, Jiangmen and Zhaoqing in Guangdong Province. The GBA's mission is to deepen cooperation amongst Guangdong, Hong Kong and Macau, leveraging the respective advantages of each; facilitate integration within the region; and promote coordinated regional economic development, resulting in an international first-class bay area ideal for working, living and travelling.



Source: Outline Development Plan for the GBA

Our services



How we can help in the GBA

Our market-leading legal and regulatory experts provide business-critical support to businesses, governments and public authorities in the GBA. We can provide a unique tailor-made service to address the most challenging issues with sector-specific expertise. We also cover legal services in Mainland China and Macau through collaborations with PRC and Macanese law firms.

We have identified the following key areas in which we can add value and advise clients operating in the GBA:

GBA market entry

- Analysis of sector regulations
- Identification of specific local regulations
- Liaising with local authorities
- Sector-specific regulatory advice

GBA employment

- Hiring: employment contracts, formalities, employee handbooks
- Restructuring, lay-offs
- Employment disputes and settlement
- Social benefits, work safety and employer liabilities

Joint ventures in the GBA

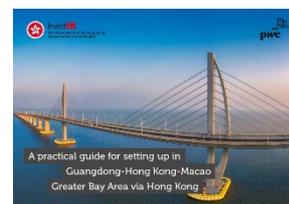
- Drafting and negotiation of shareholders agreements (Hong Kong or PRC joint ventures)
- Drafting and negotiation of ancillary contracts (e.g. IP licencing agreements, supply/distribution agreements, technical assistance agreements)
- Strategic alliances and M&A

GBA regulatory

- Cybersecurity, data protection
- Competition law, consumer protection
- Anti-money laundering
- Compliance and investigations

Corporate support in the GBA

- Drafting of incorporation documents
- Handling of local incorporation formalities in Hong Kong and GBA**
- Corporate restructuring of existing operations
- Fundraisings and accessing capital markets



** InvestHK and PwC jointly launched a comprehensive investment guidebook to help foreign companies setting up or planning to set up in the GBA via Hong Kong. Download the English report here: <https://tinyurl.com/mr3vv2a2>

Key GBA industry sectors



Education



Financial services



Healthcare



Retail and consumer



Technology, media and telecoms



Transport and logistics

Our credentials

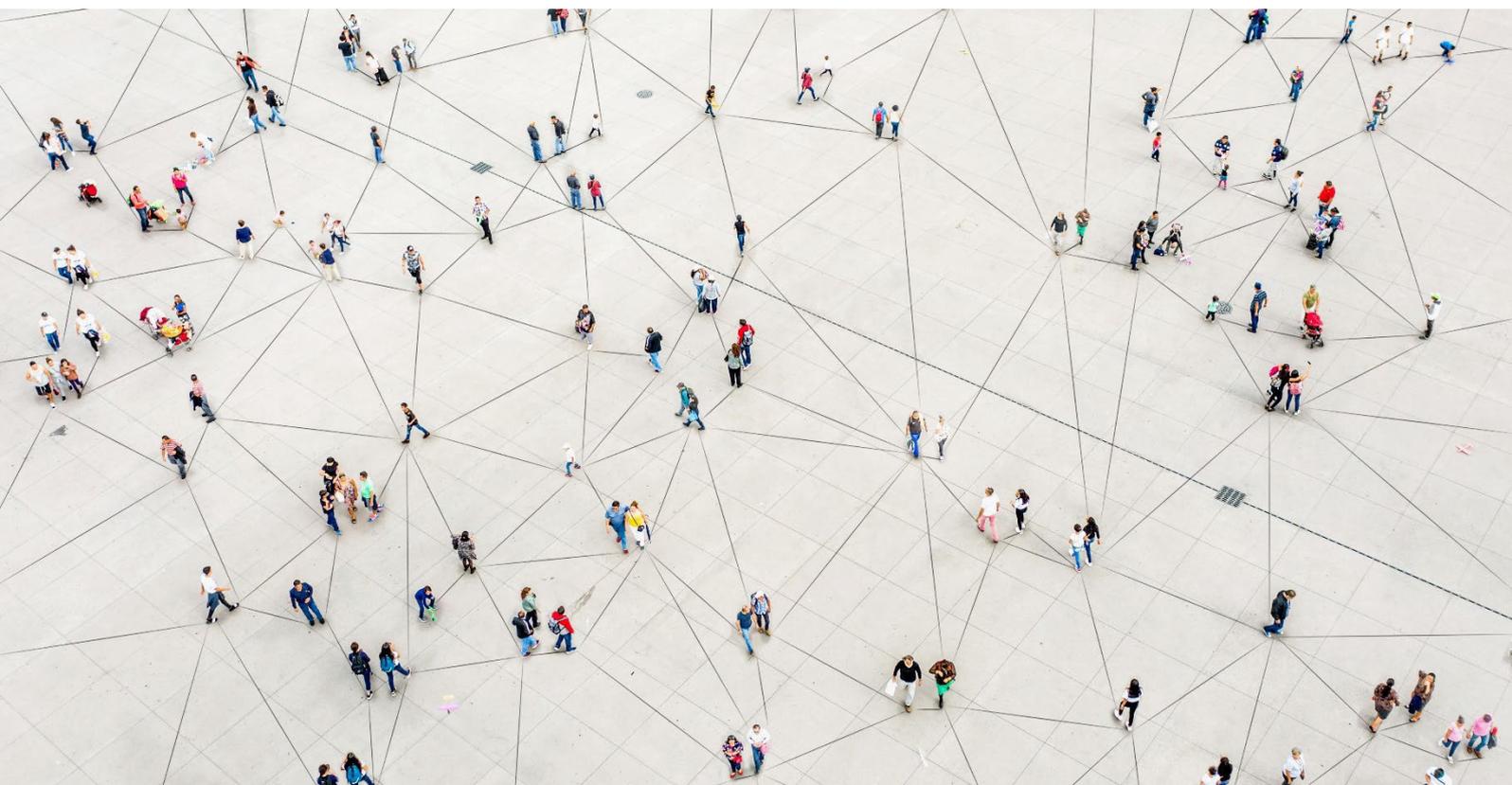
Corporate

Our assistance includes market-entry, drafting of corporate documents, negotiation with PRC partners or authorities, handling of ancillary agreements, land/leasing arrangements, permits and licences, etc:

- Advising the investment arm of a Hong Kong-based global trading group on a joint venture with a global alternative asset manager to establish a US\$500 million PE fund investing in consumer related growth companies in/connected to GBA.
- Advising a foreign university on the establishment of a WFOE in Shenzhen for the establishment of a research centre.
- Advising on the establishment of an education technology WFOE in the Shenzhen Qianhai Free Trade Zone for an Australian start-up.
- Advising a foreign investor in the context of its joint-venture operating one of the major environmental facilities project in Shenzhen Municipality.
- Assisting a food company on establishment of a Sino-foreign joint venture in Foshan City.
- Advising on the establishment of a WFOE in Guangzhou for an international cancer care provider.
- Advising a Canadian aviation company on an MRO (Maintenance, Repair, Operations) project in Zhuhai.
- Advising a Swiss luxury watch brand in relation to market entry and exit legal support in relation to joint ventures with local partners for its retail operations in Hong Kong and Macau.

M&A/restructuring

- Assisted a major Australian-listed supermarket chain in the divestment of its entire wine distribution business in Mainland China, Hong Kong and Macau.
- Assisting with the restructure of a Guangzhou-based WFOE for Australian dairy company.
- Conducting legal due diligence for a Shenzhen based TMT company.
- Advising on the liquidation of a manufacturing subsidiary of a foreign investor in Huizhou.
- Advising on a plant sale in Guangzhou for a foreign investor.
- Advising a leading Japanese furniture company on its acquisition of a furniture factory in Dongguan city.
- Advising an industry leader in new and refurbished corrugating and pressure rolls on its acquisition of a manufacturing company in Foshan, Guangdong Province.
- Advising a Hong Kong listed property developer on its disclosable acquisition of property interests in the Shenzhen Bay area from a connected person, triggering shareholders approval and independent financial advisor requirements.
- Assisting an Australia-listed steel business on the restructure of a business in Guangzhou and sale of land to a Government-based investment company.





Our credentials (cont'd)

M&A/restructuring (cont'd)

- Advising an international toys manufacturer on the sale of assets in Dongguan.
- Advising a global logistics provider on the sale of assets in Zhongshan.
- Advising an international consumer electronics manufacturer on a restructuring project in Guangzhou.
- Advising a leading US infrastructure company on its exit from a design build finance operate (DBFO) water joint venture in Guangzhou.
- Advising a Malaysian agribusiness company on its acquisition of a cold chain company in Guangdong.
- Representing the largest global supermarket chain operator in legal due diligence for several new stores in GBA.
- Advising a Hong Kong private investment company on setting up a private fund to make investments in companies with a substantial business presence in GBA.
- Advising a Hong Kong / Shenzhen cross-border transport company in a tax and legal restructuring project to streamline funds and transactions flow.

Domestic/outbound

- Representing a Dongguan based investment corporation in the acquisition of a group of Hong Kong companies holding SFC licences and Money Lenders Licence.
- Representing a Dongguan based investment corporation in the acquisition of an asset holding company.
- Acting as a day-to-day contact for post-listing compliance and general corporate legal advice for various GBA-headquartered companies listed on the Hong Kong stock exchange, including advising on joint venture agreements, connected transaction supply arrangements, agency agreements, property leasing agreements, licensing arrangements with other brands, etc.
- Advising a Guangzhou based state-owned agribusiness company on its acquisition of rubber assets in multiple jurisdictions in Southeast Asia.
- Advising a Shenzhen based sport gaming company on corporate governance and financing issues.
- Advising a Shenzhen leading global developer of medical devices on GDPR compliance.
- Advising a Shenzhen based health management company on its acquisition of a private hospital in Zhongshan, Guangdong Province.

Our credentials (cont'd)

Employment

- Providing employment legal services in Shenzhen to various foreign-investment enterprises for the:
 - Transfer of more than 700 employees to an affiliated company within two days.
 - Termination of more than 300 employees within two days.
 - Collective labour arbitration cases lodged by more than 60 employees (resulting in the arbitration tribunal overruling all employees' claims).
- Conducting HR due diligence in Shenzhen for a leading Japanese manufacturing company and providing employment legal advice on an employee transfer plan under a company merger.
- Advising a Shenzhen based Chinese TMT company on employment and HR model upgrade.

Macau

Our team has a broad range of experience across various practice areas in Macau:

- Advising a leading developer and operator of an integrated entertainment and resort facilities group on GBA insurance market entry strategy from data privacy and competition law perspectives.
- Providing Macau privacy advice to an Australia-listed retailer.
- Advising a US-listed client on Macau consumer protection laws.
- Advising a luxury clothing brand on a business acquisition involving assets and retail locations in Macau.
- Advising a world-leading environmental facilities operator in relation to various tenders for wastewater treatment in Macau.
- Advising a luxury brand in relation to the negotiation of certain commercial lease agreements in Macau.
- Advising a world-leading environmental facilities operator in relation to the acquisition of a Macau company engaged in engineering services.
- Advising a food and beverage operator in relation to certain franchise and brand licensing issues in Macau.
- Advising a global environmental services operator in relation to the intra-group transfer of certain assets in Macau.
- Acting for the Macau branch of a large commercial bank as arranger, facility agent, security agent and a lender in a syndicated loan transaction.
- Acting for a Japanese client in relation to Macau employment law advice, via a local Macau law firm.
- Acting for a Japan automotive client in relation to Macau and Hong Kong on laws and regulations on importation of motorcycles.

About us

Tiang & Partners

Tiang & Partners is an independent Hong Kong law firm and a member of the PwC network. We provide a holistic, commercially focused, integrated offering.

The PwC global legal services network connects the expertise of over 3,600 legal professionals in 90+ territories, bringing the right combination of legal insight, business understanding and technological innovation to transform how you work and make the right decisions. In Asia Pacific, we collaborate closely the offices across 12 territories among the PwC network of law firms.

We believe in the power of legal to solve your most significant challenges and take on the future. With extensive experience advising in Hong Kong, the Asia Pacific region and beyond, we are able to support international businesses on their regional expansion or assist local businesses in going global. Whether our clients are focusing on Hong Kong, developing the Mainland China market or expanding globally, we act as a regional coordination hub to solve important problems and build trust in society.

Market recognitions



“Innovation in Enabling Business Growth”
– Establishment of Global Shipping Business Network

#competitionlaw #supplychain #blockchain #transformation

Excellent market recognitions with the following ranked practice areas:

- Antitrust & Competition
- M&A
- Asset Finance (Aviation)
- FinTech
- Capital Markets (Hong Kong, South Korea)
- Structured Finance & Securitisation
- Investment Funds
- Intellectual Property - Trademarks / Copyright



integrated Corporate and Regulatory Services (iCARS)

The integrated Corporate and Regulatory Services (iCARS) team at PwC China includes members who were previously partners and lawyers at Chinese and international law firms, providing a range of corporate, regulatory, compliance and employment services. By working closely with experienced PwC tax, advisory and regulatory professionals, we provide "one-stop shop" services to assist corporate and regulatory issues for clients with global expansion or restructuring projects.

Our community of solvers empower you to take on your most challenging business and commercial issues. Whether you are managing complex regulatory and compliance issues, preparing to transform your business, or navigating the fast-evolving world of Environmental, Social and Governance, our integrated solutions are designed to meet the different needs of your business.

Your key contacts

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** Joyce holds a People's Republic of China Lawyer's licence (Guangdong-Hong Kong-Macao Greater Bay Area), issued by the Department of Justice, Guangdong Province*



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The materials contained in this publication were assembled in 2023 and were based on the law enforceable and information available at that time.

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