



Hogan  
Lovells

Global consumer  
industry from  
every angle



# Industry disruption and transformation. New technology. Changing distribution models. Seismic shifts in consumer demands.

Every decision you make must take these factors into account. Staying competitive in the retail and consumer products industry requires a proactive strategy that allows you to go after opportunities while keeping risk in check.

## **We understand the consumer sector.**

We have worked on complex matters for clients ranging from product developers and manufacturers to marketers, distributors and retailers. Our lawyers approach issues from a commercial, as well as legal, perspective. We know that increasingly sophisticated consumers are causing seismic changes in development, marketing, pricing and delivery of products and services, and are ready to assist clients adjust to these new dynamics.

## **One team, no borders.**

Our multilingual, multijurisdictional lawyers are where you need us – London, Paris, Dubai, Milan, New York, Amsterdam, Shanghai, Mexico, Indonesia and Vietnam, among other retail, fashion, financial, sourcing and distribution hubs. A single, industry-focused team combining global outlook with local knowledge.

We build the right team for each client and each matter in order to provide the most efficient counsel possible and achieve the outcomes you want.

## **We recognize the importance of being a part of the solution.**

Our approach is hands-on and committed, placing value on long-term relationships. We don't just come in for the big transactions – we want to be part of your business lifecycle, your trusted adviser for all aspects of your business.

“Multidisciplinary team advising clients on the full spectrum of issues facing the retail industry. Has extensive expertise in commercial contracts and in the development of e-commerce platforms.”

*Chambers UK, 2017*





Hogan Lovells lawyers have your global retail and consumer product needs covered across the full spectrum of services:

- Transactions
- Intellectual property
- Advertising and labeling
- Promotions and pricing
- Digital and online
- Privacy and cybersecurity
- Regulatory compliance
- Environmental compliance
- Supply chain
- Tax
- Real estate
- Employment
- Recalls and product liability
- Finance
- Restructuring
- Antitrust/Competition

## Transactions

### Key areas:

- Acquisitions
- Disposals
- Listings
- Joint ventures
- Supply chain
- Outsourcing

New markets.  
Acquisitions. Divestitures.  
Joint ventures. Distribution arrangements.  
Outsourcing arrangements.

The world's leading retail and consumer products companies look for sophisticated and industry-focused advice on their complex transactions and strategic business matters. They need legal teams that know this sector inside and out.

**The most competitive businesses constantly reassess their positions in this fast-moving industry. To stay ahead, you need the right strategy.**

Our efficient, coordinated, and sector-focused teams draw upon our deep global resources to get the job done. We know the trends, know what your competitors are doing, and know what your counterparts expect. Whether the critical issues in your transaction are antitrust, labor and benefits, real estate, trade, privacy, intellectual property or tax structuring, and wherever it the world you are, we've got you covered.

Our more than 500 M&A lawyers are in the markets that matter to you, – Africa, Asia, Australia, Europe, Latin America, the Middle East, and the U.S. – handling inbound, outbound, multijurisdictional, or domestic M&A.

**We develop strong relationships with our clients, understanding your strengths, weaknesses, opportunities, and risks.**

Consistently achieving top 10 industry rankings, both globally and in our local markets, our M&A team applies regulatory and industry knowledge with a practical problem-solving approach to deliver innovative, insightful, and practical solutions.

**400+** Transactions advised on globally with an aggregate value over US\$320bn. *2015-2017*



### Top 10 M&A Rankings:

- Global
- Europe
- United States
- United Kingdom
- Germany
- France

*Source: Thomson Reuters*



“They were brilliant - very responsive and attentive.”

*Chambers UK, 2017*

“The team is described as ‘top notch’ and praised for the ‘scale and sophistication’ of its bench.”

*Chambers USA, 2017*

## Intellectual property

Your ideas.  
Your innovations.  
Your brand.

Whether your concern is stopping copycats or counterfeiters, launching an advertising campaign, securing brand ambassadors, leveraging social media, creating an online presence or tapping into new technology, our IP lawyers understand how these assets make your business unique, and we know how to protect them.

There's a reason why more than half of the world's top 100 brands (*Financial Times, 2015*) have chosen us to represent them. With 400 IP professionals worldwide, we combine a global outlook with local knowledge across the life cycle of IP assets – from development to commercialization, and licensing through to maturity. But it's not how many lawyers we have; it's the way we work together that our clients really value.

We live and breathe IP.  
And we know consumer brands.

We can help you manage your entire brand portfolio, doing everything from trademark monitoring to building and consolidating the strategic position of your trademarks. Nationally and across borders – we build, manage, and enforce your IP assets.

### Key areas:

- Enforcement and litigation
- Protecting and registering IP
- Portfolio management
- Monitoring
- Risk management strategy
- Clearance searches
- Prosecution
- Defending objections and oppositions

Whether you are considering a transaction or managing your portfolio, we are skilled at analyzing the value of IP rights to help you make informed decisions and maximize value.

Knowledge. Efficiency. Practicality.

With our global reach, our network of lawyers supports your global strategy as a one-stop shop.




Intellectual Property: Band 1  
*Chambers Global-wide, 2018*

Intellectual Property: Band 1  
*Chambers Europe-wide, 2018*



Global IP Firm of the Year, 2018  
*Managing Intellectual Property Awards*





“A dedicated practice with experienced, integrated lawyers stationed across the globe. Collaborates closely with complementary teams well versed in such areas as tax, IP and privacy. The firm has a high-end global clientele of prominent players in financial services, life sciences, automotive, consumer markets and the industrial sector.”

*Chambers Global, 2017*

## Advertising and labeling

### What you say matters to your customers.

But regulators and consumer watchdog groups are also monitoring how you label your goods and the types of claims you make. Seemingly harmless labels have specific meanings to regulatory authorities around the world. Likewise, product claims must be supported by more than good intentions.

From creating cutting edge advertising campaigns that don't cross the line to challenging competitor claims, you need a team that is focused, creative, and clear on your objectives.

Discerning what types of claims are permissible, and where the landmines lie can be a tricky task.

We help you understand where regulators draw boundaries by working closely with you to understand your product's benefits and your communication objectives. But we also understand that you must advance these goals in a manner that does not dilute the strength of your underlying advertising strategy.

#### Capabilities:

- Clearance of advertising
- Claims substantiation
- Private litigation
- Challenges from competitors/customers
- Product composition
- Product classification, licensing and CE marking

Our team understands the rules across major jurisdictions and can help you navigate these regulatory issues on a global scale.

Our experience and industry knowledge enables us to help you identify regulatory and commercial issues before they arise. If your advertising is ultimately challenged, our compliance and products liability teams are ready to guide you through government enforcement actions and/or private litigation.



Media & Entertainment:  
Advertising & Marketing –  
Band 4


*Chambers UK, 2019*

“

Respected international firm with a long-standing advertising practice and a loyal client base of household-name brands. Well equipped to advise on cross-border advertising campaigns, ASA complaints and copy clearance, among other areas.

*Chambers UK, 2017*

”

A young woman with her hair tied back, wearing a white turtleneck and a plaid shirt, is looking down intently at something in a grocery store. The background is filled with green produce bins containing various items like lemons and tomatoes. A dark green diagonal overlay covers the bottom right portion of the image, containing a quote and attribution.

“They are business oriented and are able to quickly assess what we are looking for and identify what we need.”

*Chambers USA, 2018*

## Promotions and pricing

Price can be king, and how you present it to consumers is key.

Pricing strategies are increasingly scrutinized – by regulators, competitors, and others. You have to consider national and international legal restrictions, as well as industry and other voluntary codes of practice.

Whether you are discounting products, comparing pricing, establishing a resale price or an advertised pricing policy, we can help you comply with the relevant regulations.

**Are your prices clearly visible, readable, and assigned to a particular product?**

Are you required to include VAT and other charges (such as shipping costs) in your final price? Perhaps you are showing your consumers a previous reference price, but is it realistic?

We help clients across jurisdictions navigate common legal pitfalls when developing advertising and pricing strategies including: comparative advertising, native advertising, product pricing, endorsements, promotions, prize draws and potentially antitrust/competition issues in relation to pricing and discounts (including in relation to online sales).

### Key areas:

- Promotional terms and conditions
- Sponsorships
- Pricing issues
- Talent agreements
- Antitrust/competition compliance
- Charitable tie-ups
- Endorsements and brand ambassadors

You can achieve your commercial goals while balancing the risks of regulator or private party complaints or litigation.

There is often more than one way to reach an important business objective, and we help find the best approach to your challenges while developing custom measures to avert future complaints.

There are both opportunities and risk to developing claims and campaigns to support your story. We provide practical, actionable advice to find the right path for you.



Commercial Contracts –  
Band 1

*Chambers Global, 2018*



“The most remarkable qualities from my point of view are their cross-border capabilities and their absolute flexibility in case of urgent matters.”

*Chambers Europe, 2018*

## Digital and online

Online business. Rapid delivery.  
Supply chain innovation.  
Automation. Drones. New methods  
of obtaining marketing intelligence.

Digitization continues to revolutionize traditional business models, reshaping customer interactions and transactions. Navigating the digital economy is no longer an option. It is a necessary part of doing business.

### How do you ensure that your online operations are compliant?

As the digital and social media landscape evolves, you may consider novel ways to reach consumers. Native advertisements, bloggers, vloggers, endorsers, and online sweepstakes and contests are creative tactics, but it's not always clear what is within the bounds of applicable regulations.

We keep our finger on the pulse of enforcement actions coming out of consumer protection authorities around the world. We can guide you as you develop new digital or social media strategies, considering everything from data protection, consumer contracts, mandatory notices, promotions and the customer experience to IP licensing and enforcement and antitrust issues related to pricing and sales across channels.

With ever-changing consumer behavior, expanding technologies and the meteoric rise in online sales, it is challenging to keep up with

new regulatory requirements and anticipate coming regulatory changes. We support you as you innovate, tackle novel and complex compliance questions, and, if necessary, restructure your operations based on new business models.

As the retail and consumer products industry becomes ever more global, our international reach helps you manage compliance across borders.

Whether you are a traditional retailer, manufacturer, outsourced service provider, or developer of innovative buying technology, driving sales and revenue in the new economy, with different revenue sources and novel real property needs and obligations, requires the right strategy. That's where we come in.



Key areas:

- Terms and conditions of sale
- Website and app terms of use
- Privacy policies
- Mandatory information requirements
- Consumer protection
- Intellectual property infringement
- Antitrust/competition compliance
- Interacting with regulatory agencies
- Enforcement actions
- Online promotions
- Social media influencers
- Lease analysis for revenue sharing obligations
- Comparative advertising
- Native advertising

## Privacy and cybersecurity

### Your data is immensely valuable.

The data you hold about consumers provides essential insight into their preferences and buying habits. Big data tools, machine learning, cross-device linking, facial recognition, location-based insights, and other innovative technologies can help you tap into the value contained in consumer data. This knowledge can be used to improve your products, identify new markets, promote consumer engagement, evaluate store layouts, and increase sales.

The data you hold about your employees is valuable too.

Mining employee data can help reduce inefficiencies, identify growth opportunities, and identify legal and regulatory risk. If you have a global workforce, centralizing that data in one jurisdiction may reduce costs and streamline global operations.

But your data is also a source of risk.

The global privacy landscape is shifting rapidly. To maintain and establish compliance, you need to navigate the thicket of local and national laws that do not always align. The very technologies that promise to deliver great worth are often the same ones that sit in the regulatory crosshairs. When data is transferred across national borders, the rules

#### Key areas:

- Privacy and cybersecurity assessments
- Governance frameworks
- Marketing consents
- Incident response
- Cross border data transfers
- Online advertising
- Big data
- Machine learning
- Investigations
- Employee monitoring

regulating such transfers can form a maze in which even experienced companies can become lost. And all the while, it's vital that you protect your data and systems, including payment data, from internal and external threats.

#### We can help.

Hogan Lovells has one of the largest and most experienced privacy and cybersecurity practices in the world. We can assist you with all of your global compliance and risk management challenges, drafting policies and providing advice on legal issues, risk management strategies, and strategic governance, and responding to data emergencies anywhere, anytime.




Privacy and Data Security  
– Band 1

*Chambers USA, 2018*

Data Protection  
– Band 1

*Chambers Global, 2018*





“They are a fantastic, go-to firm for privacy counseling. They will drop everything when something is pressing and their work product is top-notch.”

*Chambers USA, 2017*

## Regulatory compliance

# Getting your product to market is increasingly complex, no matter where you operate.

Product compliance issues impact all levels of the supply chain for manufacturers and retailers.

Regulatory requirements affect what you include in your products, and how you market and sell them. From chemicals regulations to age-restricted products and food hygiene to electrical products regulations, now more than ever, it's important to understand the huge range of regulatory requirements at play, and be prepared for sudden changes.

### Are you thinking of launching a new product line?

The risk profile and regulatory requirements differ from product to product and country to country. Who in the supply chain is responsible for product labeling and packaging? What remedies are consumers entitled to by law? Do you need to offer an additional warranty?

One third of our lawyers worldwide operate in the regulatory sphere, setting us apart from other full-service global firms.

Our experience and in-depth industry knowledge enables us to identify issues before they arise. We regularly assist clients in highly regulated areas across a range of industries to navigate complex compliance issues, making sure their products are safe.

Our team is ready help you manage regulatory challenges, including coordinating with authorities and supporting you in minimizing regulatory risk and litigation and reputational exposure.

- Consumer protection
- Packaging compliance
- Health and safety
- Chemical regulations
- Interacting with regulatory agencies
- Environmental risks
- Enforcement actions

“

Excels at looking at the big picture: they understand how the legal work fits into my business, and stay on top of changing conditions and regulations in the food industry.

*Chambers USA, 2018*

”



“Their practice has deep regulatory connections and expertise that puts them in the best possible position to get their client positive results. They do a phenomenal job for us.”

*Chambers USA, 2018*

## Supply chain

# Your supply chain is critical to your success.

Developing your product and getting it to market is just the beginning. The terms on which payment is to be made will help determine both the financial consequences and the financial risk associated with the contract. Whether your goal is to optimize your value chain by shortening the payment cycle for accounts receivable, lengthening the payment cycle for accounts payable, or managing your transfer pricing, we can help.

Our lawyers regularly advise clients on choice of law and compliance with legislation that has developed in many jurisdictions to protect suppliers from nonpayment. Our tax team and economists help you create a transfer pricing program that fits your business model and maximizes tax savings.

### How do you manage commercial risk?

How do you ensure that your product is compliant? Can you terminate for non-payment or failure to deliver on time? What are your options upon the occurrence of a force majeure event? Our commercial team deals with these issues every day and can help you protect your supply chain with practical, commercial-focused counsel.

### Key areas:

- Warehousing and logistics
- Business-to-business sales
- Product recalls
- Product liability
- Antitrust/competition
- Anti-bribery and corruption
- Modern slavery
- Development, manufacturing, supply, distribution agreements

### It's not just financial.

Retailers face increased scrutiny of their supply chains, from certification and country of origin requirements to anti-bribery and corruption issues and modern slavery legislation. A misstep can have far reaching reputational and regulatory consequences.

### Structuring and documenting your supply chain arrangements can be complicated.

We have helped some of the world's largest companies applying the latest legal project management techniques in a quality, cost-effective manner, getting it right and doing it efficiently.



International Trade: Trade Remedies & Trade Policy  
- Band 1

*Chambers USA, 2018*

Commercial Contracts  
- Band 1

*Chambers Global, 2018*

Commercial Contracts  
- Band 1

*Chambers UK, 2019*



“Hogan remains one of the most well rounded antitrust groups in the world, with a top-10 position in mergers, cartels and litigation.”

*Global Competition Review (GCR), 2017*

## Tax

### A business world teeming with pressures.

The need for innovation and growth to stay competitive. Increased cross border activity. Heightened regulation. Not to mention the challenging tax environment, complex tax rules, greater tax transparency, and authorities acting on mandates to protect the tax base. All against a backdrop of media attention.

#### You need clear, pragmatic tax advice to navigate this world.

Measured advice that appropriately combines innovation and prudence. You need advisers who are one step ahead and recognize not just the value of maximizing after-tax profit, but the value of tax carry-forwards and how import duties, sales taxes and value-added taxes fit into your commercial arrangements with manufacturers or service providers.

#### We support retail and consumer products businesses from start to finish.

From choosing your global or regional base of operation, to registering your group companies, complying with tax laws and managing your audits.

Whether you are negotiating supply, distribution or customer agreements, applying for VAT refunds, structuring your intra-group agreements, expanding into new jurisdictions, acquiring premises leasing or even structuring manufacturer's warranties, customer loyalty or bonus programs or granting gifts to business partners – we understand and can guide you through the tax implications.

#### Key areas:

- VAT and other sales taxes
- Transfer pricing
- Business expenses
- Tax implications of leasing premises
- Stamp duty land tax impact

We're different – an integrated team of lawyers, accountants, and economists, we have the breadth and depth of knowledge you need in dealing with tax. From tax consulting to transactional tax advice, from tax optimization to tax valuations, from legislative guidance to tax audits and disputes. You can trust us to get it right. By being involved at all stages – planning, implementation, and review – we help you appropriately manage risk.

#### We pride ourselves on our knowledge of the retail and consumer products industry.

We understand your business levers. We also draw on the skills of other members of our top-class sector teams so that you have the complete advice you need, when you need it. We build tax strategies that work for your business as a whole.



Tax – Band 3

*Chambers UK, 2019*

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Hogan Lovells is “outstanding from a legal and deal perspective,” with “the best tax structuring people,” according to one source.

*Chambers USA, 2017*

”



“Working with them has been a delight. They are very modern in their approach and they are constantly on it, very efficient and a very tightly run ship.”

*Chambers UK, 2017*

## Real estate development and construction

### Changing consumer behavior. Globalization. Digitalization.

All of these things have changed the ways companies think about their online presence and brick and mortar operations. You must reckon with global trends — how and where your goods are best manufactured, stored and shipped, and the ways in which your customers seek out your products.

**Do you own, rent, or sublease your stores, factories, or warehouse facilities? Do you build them from scratch?**

Are your agreements flexible, so that you can more easily move locations, reduce store sizes, or close them? The dynamics of the retail industry are changing, and one thing is for sure. In a fast moving industry, retailers need to respond quickly to changes if they want to stay competitive.

The lawyers at Hogan Lovells know the retail and consumer products industry, real estate, and the disruptors that impact our clients.

Whether you are negotiating a lease or purchasing, selling, developing, building or financing, and be it a brick and mortar store, a sales office, a distribution center, warehouse or other facility, we can help. On the development and construction side, we handle environmental issues, compliance, building codes and standards across jurisdictions, land use, and planning matters.

With more than 400 lawyers advising real estate industry clients across four continents, we can help you throughout the entire property

lifecycle — wherever you are in the world. We have helped retail and consumer products clients navigate and redefine some of the most complex and high-profile real estate deals.

**We combine our industry knowledge with a practical and collaborative approach to problem solving.**

Our client relationships are strong because they are built on mutual respect. We talk the language of real estate. We will tell you the way we see it and work with you to get the deal done.



Real Estate Finance –  
Band 3  
*Chambers UK, 2019*



Real Estate Firm of the Year  
*Best Lawyers Awards, 2018*



**Key areas:**

- Leases
- Licenses
- Concessions
- Purchasing real estate
- Sale and lease back
- Construction projects
- Planning
- Fit out
- Health and safety
- Asset leasing and financing
- Energy supply including green energy programs
- Public nuisance and public liability insurance

## Employment

Unions.  
Country managers.  
Sales representatives.

Independent contractors. Overtime.  
Non-competes and non-solicitations.

In the competitive world of retail and consumer products, a company's workforce is one of its most important assets. Managing employees in today's global market is complex and requires knowledge of changing national statutes and case law. In many cases, national and international legal requirements and cultural factors influence daily work life.

Are you expanding your business into a new market and seeking to align your strategy to local employment law requirements while also keeping your broader goals in perspective? Are you managing an existing workforce, outsourcing parts of your operations, or planning a reduction in force? Or are you simply trying to protect your human assets and business against competition?

**You need an advisor who guides you through tough legal challenges by understanding your business and creating workable solutions.**

Our top-ranked global team advises on all types of employment challenges and opportunities, wherever in the world they occur. It's about more than just knowing the law. It's about knowing your business and people. Understanding the business sensitivities that surround each matter. Foreseeing and averting complications. Helping you to make informed decisions that minimize workforce risk. And finding solutions that work.

### Key areas:

- Workplace and employee handbooks
- Day-to-day HR matters (minimum wages, shift work models, and working time restrictions)
- Litigation and arbitration
- Employee co-determination rights, labor negotiations
- Executive compensation
- Separations
- Redundancies
- Acquired Rights Directive and business transfers

We combine the diverse and collective strengths of our more than 120 employment lawyers in offices across the United States, Europe, Latin America, the Middle East, Africa, Australia, and Asia. As an integrated, cross border team, we counsel retail and consumer products clients on expanding their businesses across the globe. Our advice is field-tested and, at the same time, carefully tailored to your specific business needs and objectives.

**Clients particularly value our ability to combine legal advice with a client-centric and pragmatic approach.**

We talk with our retail and consumer products clients every day in clear and straightforward terms about complicated employment-related and industry-specific issues. Whether you are facing employment related issues in one country or around the world, we're here to help.



Employment – Band 3  
*Chambers Global, 2018*

“Notable team with strong presence in Europe, Hong Kong and the UK. Provides global, full-service employment law advice with a particular focus on matters involving mass redundancies and restructurings, regulatory investigations, litigation and issues related to executives and board members.”

*Chambers Global, 2017*



## Recalls and product liability

Recalls.  
Administrative actions.  
Multijurisdictional recalls.  
Indemnification claims.  
Class action lawsuits.

### Key areas:

- Product recalls
- Crisis management
- Public relations communication
- Market and safety reports
- Technical standards
- Fact finding
- Experts
- Group claim procedures
- Interacting with regulatory agencies
- Handling government investigations and recalls

Managing a product incident is not an easy task. When does a defect rise to the level of a safety risk? What are the best practices for managing these issues? In understanding and analyzing a product issue, the conflicting interests of multiple stakeholders can be a challenge to negotiate. Safety incidents can impact the whole of the product supply chain – from retailer to manufacturer.

**We routinely work with companies on developing internal procedures so that potential issues are identified and addressed as soon as possible.**

When government reporting obligations come into play, we know not just the law but also how the regulators think and how they would likely respond to a given fact pattern.

When an issue arises, we become an integral part of your team, working across borders shoulder to shoulder with you, identifying expert resources when warranted, and guiding internal investigations to help protect against future problems, managing recalls and claims, and defending against litigation.

If circumstances warrant, we bring in our crisis management team to coordinate governmental and media communications. We provide nimble, informed legal counsel to evaluate when and what type of corrective action is appropriate.

**We understand that our clients require us to deliver practical and cost-effective advice, be aware of their commercial sensitivities, and act in a coordinated manner across different jurisdictions around the world.**



Product Liability –  
Mainly Defendant – Band 1  
*Chambers UK, 2019*

Product Liability - Food  
Band 1  
*Chambers UK, 2019*



“They’re one of the absolute leading players in product liability.”

*Chambers UK, 2019*

## Finance

# Industry transformation. Changing consumer demands.

New regulations, new technology, and changes in global supply and distribution models will continue to disrupt your business. And to survive, you must continually adjust your strategy. How you navigate global markets and attain optimal deal structures and terms has never been so important. Our finance teams can help.

**Our efficient and integrated team advises the full range of industry participants, giving us insight into issues on all sides of the deal table.**

Whether you are considering new financing or refinancing options, or looking for capital to grow your business, our finance lawyers bring a 360-degree perspective from experience in all corners of the retail and consumer products sector.

**We use the breadth of our knowledge and experience to find real solutions for clients.**

We work with large banks, monolines, diversified companies, market leaders, and high-growth start-ups to provide the capital to achieve their goals.

Capital markets. Commercial credit. Hedges and derivative products. Securitizations. Consumer financing solutions. Multi-lender platforms. With more than 400 finance lawyers located in 30 offices, including in the world's key financial hubs, we help you meet your business demands, embrace change, and harness opportunities.



Consumer Finance  
– Band 1

*Chambers UK, 2019*

Capital Markets:  
Structured Finance,  
Securitisations &  
Derivatives – Band 3

*Chambers Global, 2018*

Capital Markets:  
Structured Finance  
– Band 2

*Chambers Europe, 2018*

Key areas:

- Leveraged and acquisition finance
- Raising debt capital
- High-yield
- Derivatives
- Real estate finance
- Supply chain/trade finance



## Restructuring

Challenging market conditions can demand extraordinary measures.

### Key areas:

- Solvent restructurings
- Facilities agreements
- Insolvency processes and proceedings
- Exiting or consolidating real property
- Loan portfolio and distressed debt transactions

Are economic pressures making certain locations or lines of business unsustainable? Is the rapid development of the digital economy rendering some of your facilities unprofitable?

Facing these issues head on with a restructuring might be the best option for you.

Whether you are facing a specific challenge or a systemic problem, we can help you to find the appropriate path forward, managing discrete or large scale processes and working to ensure that all stakeholders are onboard.

Today's cross border restructuring and insolvency work calls for lawyers skilled in providing bold and commercial solutions.

It also calls for sharp technical skills to be able to guide clients through the complexities of this process. Our global restructuring lawyers apply deep experience and a practical approach to advise on the technical and commercial issues and the drivers behind stakeholder actions.

We work across common and civil law jurisdictions, combining local market knowledge and insights with international capabilities and perspective.

Global retail and consumer product clients depend on our ability to plan for cross border insolvencies or deal with unplanned or "free-fall" insolvencies.

We take a collaborative and pragmatic approach to help you find innovative solutions to your most serious business challenges.



Restructuring/Insolvency  
– Band 3

*Chambers Global, 2018*

Restructuring/Insolvency  
– Band 3

*Chambers Europe, 2018*

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When you are working on a restructuring you need to be sensitive to the local implications of what you are doing. We have appreciated their sensible advice and drive to get it done.

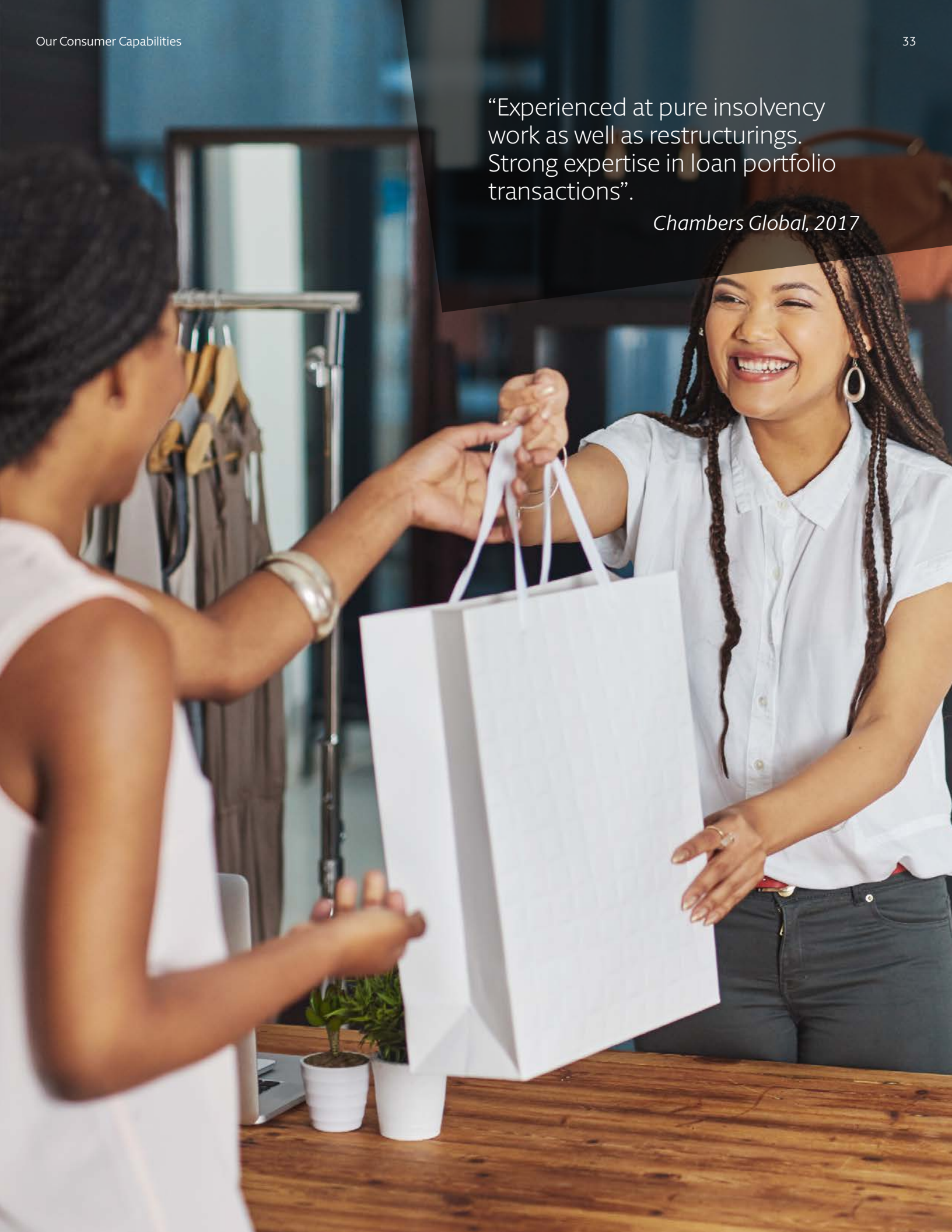
*Chambers Global, 2018*

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“Experienced at pure insolvency work as well as restructurings. Strong expertise in loan portfolio transactions”.

*Chambers Global, 2017*



## Antitrust/Competition

Expansion of e-commerce.  
New customer demands.  
Alternative distribution models.  
Price transparency.

### Be ready.

Keeping up with competition laws can be complex and time-consuming. As laws continue to evolve at a rapid pace, companies face new challenges and risks. Regulatory scrutiny is heightened and the consequences of noncompliance become more extreme all the time. Companies that get it wrong face criminal and financial penalties, litigation, disrupted deals, and reputational damage. Our global competition team can help you anticipate and address these risks before they become problems.

### Competition authorities are watching the consumer sector.

Fair competition and consumer rights are on top of the agenda for competition authorities. One of the world's leading competition authorities – the European Commission (the Commission) – recently conducted a sector inquiry into e-commerce which identified business practices that could restrict competition. This has led to an increase in antitrust enforcement in e-commerce markets and the initiation of several investigations. Other competition authorities around the globe are following developments and market trends in the retail and consumer goods industries with a view to gathering evidence of competition barriers. Today more than ever, it is essential for businesses to have a thorough understanding of distribution agreements, marketplace restrictions, pricing

### Key areas:

- Distribution systems and agreements
- Licensing agreements
- Cross-channel sales
- Price comparison tools
- Marketplace sales
- Pricing
- Discounts and rebates
- Geo-blocking
- Compliance
- Investigations
- Merger control

recommendations and other commercial practices (as well as their underlying rationale) when devising their sales and distribution strategies. We provide practical, actionable advice to find the right path for you and ensure you can remain competitive and profitable without breaking competition rules.

### We understand the challenges and opportunities in your sector.

We have worked on complex matters for clients ranging from product developers and manufacturers to retailers, from mass marketers to top luxury brands. Our lawyers approach issues from a commercial, as well as legal, perspective. We know that increasingly sophisticated consumers are causing seismic changes in development, marketing, pricing and delivery of products and services, and we are ready to assist you to adjust to these new dynamics.

### We are well connected and can provide advocacy support.

We don't just know the government agencies and authorities you'll have to deal with – we've been part of them. Our lawyers have worked at the European Commission, the U.S. Department of Justice (DOJ), the Federal Trade Commission (FTC), and the UK competition authority. They have contacts at the highest levels within these institutions, giving us insight of the latest policy developments and areas of concern in your sector and helping you make your voice heard.



“A leading ‘Global Elite’ antitrust and competition practice”.

*GCR100, 2018*

## Select representative experience

Advising **Brown-Forman** in connection with the establishment of an E-commerce platform for the sale of Jack Daniel's whisky products online, the first direct to consumer sales channel implemented by Brown-Forman in Europe (including all relevant contracts together with a number of regulatory issues) continued in 2016. The online store won the Best Grocery E-commerce category at the 2016 E-commerce Awards.



Advising **a major multinational consumer products company**, headquartered in London in relation to the re-organization of their distribution structure for Western Europe, including the creation of a hub based in the UK, with distribution arrangements for subsidiaries across 40 territories, and the drafting and negotiation of a wide range of agreements, including distribution agreements, transitional arrangements, and termination of existing arrangements.

Advising **one of the world's largest retailers** on e-commerce risks and legal issues in various international jurisdictions, and negotiating distribution and other commercial agreements in connection with the roll-out of its e-commerce offering in such jurisdictions.

Assisting **market-leading brands** in a range of industries, including cosmetics and consumer electronics, to coordinate the handling and resolution of individual product liability claims around the world.

Advising **SharkNinja**, maker of Shark vacuums and steam cleaners and Ninja blenders, on market entries into five countries, advising on distribution arrangements as well as IP protection, recall laws, regulatory corporate and employment issues.

Advised a **global manufacturer of confectionery, pet food and other food products** on a variety of commercial agreements, including co-manufacturing, licensing, distribution, warehousing, ingredient supply, capital equipment purchases, talent endorsement, sponsorship, promotional prize fulfilment and market research contracts.

Represented **a Fortune 500 lifestyle apparel company** in its purchase of an e-commerce business.

Advising **major manufacturers of consumer products** following the identification of potential safety issues. This includes advising on litigation risks, risk assessments, notification, and communications with authorities and consumers. Coordinating the input of advice from local counsel in multiple jurisdictions, and working closely with technical experts and other business advisers.

Advising one of **the largest retailers** in the world in the aftermath of a data breach affecting over 50 million payment cards. Our team played a central role in a multi-law firm team, advising on the technical and fact investigation and providing sophisticated regulatory counseling on the breach response and resulting enforcement matters.

Advised **a leading global retailer** in relation to dawn raids by the Italian tax authorities, and the consequent seizure of a number of the client's products for alleged non-compliant product labeling and packaging.

Advised **Estée Lauder** on the recent prelet of 140,000 sq. ft. at Fitzroy Place, W1, one of the largest in the West End's history.

Advised one of **the world's largest global manufacturer of confectionery** on its occupied properties including the acquisition of a store in London.

Advising **a global retail company** on employment agreements, employee and HR policies/standard terms and conditions as part of a wider due diligence exercise.

Representing **a Fortune 500 lifestyle apparel company** in its global compliance issues.

Arranging supply and distribution agreement on behalf of our client, **Fast Retailing**, with respect to brick-and-mortar and online sales of J Brand Jeans in various geographies worldwide.

Advised **Bestway Group** on its £620million acquisition of the Co-operative Group's Pharmacy business.

Advising **Bally** on franchising arrangements in the UAE.

Advising **Johnson & Johnson** on various commercial agreements in the UAE, wider Middle East, and Africa.

Representing **an international hair care company** in a trademark infringement lawsuit filed against the company's cofounder referring to an infringement of a trademark in an Instagram post.

Representing **an online retailer** in the UK appeal in relation to the use of trademarks as search terms in its online search function.

Assisting **Ballantyne Cashmere** in the management of its worldwide trademark and design portfolio.

Managing **H&M's** trade mark portfolio in China and Hong Kong and advising on a series of brand protection actions in China, including cross-investigations, warning letters, administrative raid actions, and civil actions.

## Your Consumer Team



**Kelly Tubman Hardy**  
Co-Head, Consumer Sector  
Partner, Baltimore and Washington  
T +1 410 959 2782 (Baltimore)  
T +1 202 637 5647 (Washington, D.C.)



**Richard Welfare**  
Co-Head, Consumer Industry Sector  
Partner, London  
T +44 20 7296 5398



**Meryl Rosen Bernstein**  
Co-Head, Retail and Fashion Sector  
Partner, Washington and Northern Virginia  
T +1 703 610 6229



**Sahira Khwaja**  
Co-Head, Retail and Fashion Sector  
Partner, London  
T +44 207 296 2251



**Oliver Chamberlain**  
Partner, London  
T +44 20 7296 5866



**Alex Dolmans**  
Partner, Madrid  
T +34 91 349 82 42



**Meghan Rissmiller**  
Partner, Washington, DC  
T +1 202 637 4658



**Susanne Karow**  
Office Managing Partner, Hamburg  
T +49 40 419 93 0





**Salomé Ciscal De Ugarte**  
Partner, Brussels  
T +32 2 505 0908



**Roberta Chang**  
Partner, Shanghai  
T +86 21 6122 3800



**Stephanie Keen**  
Office Managing Partner, Singapore  
T +65 6302 2553



**Thorsten Klinger**  
Senior Associate, Hamburg  
T +49 40 41993 228



**James Denvil**  
Senior Associate, Washington, DC  
T +1 202 637 5521



**Thomas Salomon**  
Partner, Hamburg  
T +49 40 419 93 287



**Christopher R. Donoho III**  
Partner, New York  
T +1 212 909 0630



**Florian Unsel**  
Partner, Munich  
T +49 89 290 12 280





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