



# HOSPITALITY AND LEISURE IN ASIA



EVERYTHING MATTERS

# A TEAM THAT DELIVERS MORE

Our multidisciplinary DLA Piper team in Asia works with a wide variety of domestic and international clients in the hospitality and leisure sector. We can help you meet the many unique challenges you face across all areas of law.

We have developed a way of working that is designed to get you the right results, on time, and at a fair price. Combining legal expertise, industry experience and commercial thinking, we have a sophisticated understanding of the intricacies and nuances of development, marketing, sales, finance and management-related issues.

We are based in six locations across Asia: Hong Kong, Beijing, Shanghai, Singapore, Tokyo and Bangkok. Our lawyers are either Asian or have lived and worked in Asia for many years. Many also have strong experience in other international jurisdictions, including Europe and the US. Our advisers are part of one team that spans the globe in over 70 locations: a single unit, cutting across borders and simplifying your cross-border projects. Many lawyers in our group are qualified to practise in multiple jurisdictions and all are fluent in English, as well as a range of Asian languages, including Mandarin, Cantonese, Japanese, Thai, Korean, Bahasa Indonesia, Bahasa Malaysia and Vietnamese.

Wherever they are based, all of our lawyers share a philosophy of 'everything matters'. That means you receive a consistently high standard of personal service and quality advice.

The skills, resources and attitudes you need, when and where you need them: we can help you achieve more.



## UNDERSTANDING ASIA

Tourism, business travel, entertainment and leisure have been on the ascendancy across Asia since the end of the economic crisis of the late 1990s. Although tempered by challenges resulting from the recent global financial crisis, we are aware of numerous plans for the steady development of the hospitality and leisure sector in Asia.

Economic growth, increasing disposable income, political stability and promotional activity have all fuelled tourism and related sectors across most of Asia. Despite the challenges faced by the economic downturn, the outlook for most Asian countries is more optimistic than elsewhere in the world.

Many international operators still have ambitious, though slowed, expansion plans for Asia. In China, for example, there has been an explosion of international operators. The growth of casinos in Macau, along with ongoing expansion of other regulated gambling, has also provided plenty of opportunities – along with inevitable risks – for players in the sector.

Our Hospitality and Leisure team understands the social, economic and commercial impact of factors affecting this sector and is well placed to provide astute and commercial advice to our clients in this region and across the globe.



## AREAS OF EXPERTISE

We advise hospitality and leisure clients on a wide variety of matters, including:

- **Corporate** – buying, selling, managing, operating, financing and investing in all types of hotels, from limited-service properties to full-service hotels and resorts. We represent clients ranging from five-star hotels to economy brands, and conduct deals of all sizes, including transactions for clients with operations in multiple locations across Asia. Lawyers in our group have been involved in acquisitions, financing, negotiations, zoning, development, management agreements and specific ownership and management needs.
- **Employment** – we have assisted operators on employment and consultancy agreements, internal policies, handbook reviews, terminations, discrimination/harassment, disputes, fidelity issues, personal data privacy, share option and other incentive schemes, all immigration matters, occupational retirement schemes, provident funds, regulatory, restrictive covenants, confidentiality and employment related matters/ disputes, mergers and acquisitions, and intellectual property issues.
- **Franchising** – all aspects of franchising including rights and obligations, distributorship, master franchising and licensing agreements, restructuring of franchise rights, due diligence and enforcement actions.
- **Litigation** – complex local and international disputes on behalf of hospitality and leisure clients. Experience in resolving banking, trade, shareholders’ rights, insolvency, regulatory, marine, insurance, construction, projects, real estate and employment-related disputes.
- **Real Estate** – auctions, tenders and sealed bid processes, acquisitions, disposals and lettings, landlord and tenant-related issues (including rent reviews), land grants and modifications, mortgages and mortgage portfolio securitisations, possession actions, developments, financings, estate and regional portfolio management, and litigation.
- **Regulatory and Government Affairs** – financial services regulations, data protection, safety, health and environment, international trade, customs and tax, competition/antitrust requirements and media relations.
- **Restructuring** – enforcement actions, formal and informal restructurings and insolvency scenarios.
- **Tax** – international and domestic tax-related scenarios from M&A-related tax advice involving upfront planning, acquisition vehicle planning, due diligence, business process review and post-acquisition integration to supply-chain planning and modelling involving procurement and contract manufacturing, distribution and retail and also including after-sales services, personal wealth planning and investment advisory services.
- **Intellectual Property and Technology** – intellectual property (IP) and information technology (IT) law, prosecution and enforcement of regional IP portfolios, data privacy, franchising and advertising, technology and business process outsourcing, large-scale IT procurement, e-business, media and entertainment, and communications laws.



## EXAMPLES OF OUR WORK

- Advising Hilton on the negotiation of management contracts in China, Hong Kong, Thailand and Vietnam, and on a franchise agreement with Thai entities including related tax issues.
- Advising a developer/owner on the purchase of a prime property in Shanghai, together with advising on the hotel management agreement with a six-star hotel operator for the same property.
- Advising a prominent, international luxury hotel operator and hospitality management company based in the Middle East on real estate projects in Asia.
- Acting for Hyatt in relation to the hotel management agreement for Grand Hyatt in Seoul and providing other advice and assistance in respect of its operations in China and Asia.
- Advising a global hotel chain on a management agreement for its flagship hotel in Hong Kong after renegotiations with the owner and the Hong Kong Government.
- Advising a Singapore-based hotel company on the drafting of its standard hotel management agreement for the proposed management of a hotel in Malaysia and on management contracts for hotels in China.
- Representing Dusit Thani on its management of a hotel in Bali as well as on its co-investment to expand its hotel group in India (Bird Group).
- Advising an international hotel group and its affiliate on timeshare vacation home plans in Japan, the establishment of a sales and marketing network in Japan and related legal issues connected with financial programmes for the sale and purchase of such timeshare interests in Japan.
- Advising Hyatt on its development of a major hotel and a residential project in Chiangmai, Thailand.
- Advising a high-end global hotel group in Asia on hotel management, structuring and employee retention.
- Advising one of the largest and most successful lodging franchisors in the world with respect to its development plans internationally, including China.
- Advising Wynn Macau Resort in relation to due diligence matters, a private placement of convertible subordinated debentures and a US listed equity offering.
- Advising an international chain of theme hotels on a licence agreement permitting the use of its brand name, theme and registered trademarks for a casino and hotel development in Macau.
- Registering a hotel management agreement with MOFCOM and SAIC in Shanghai for a prominent international luxury hotel brand.
- Advising a major casino and hotel operator on its joint venture arrangements and bid for each of two integrated resort and casino projects in Singapore.
- Advising a major Chinese bank on a construction loan in relation to the construction of a five-star hotel in Chicago, US.
- Advising a UK-based hotel group and a Bahrain-based bank on their joint acquisition of 80% of the shares in a Macau company which owned a 29-storey four-star hotel property.

- Advising the shareholders of a group of companies owning and operating a golf course of approximately 708,346 square metres between Taipa and Coloane Islands in Macau in the disposal of this group.
- Advising an Asia-based spa and hotel operator on its hotel management and operations in China.
- Advising a leading US luxury hotel operator on its management services in China's real estate market and reviewing certain key regulations regarding the restrictions on overseas companies entering the Chinese property market.
- Advising a leading US international hotel and resort group on the negotiation of a joint venture agreement in Thailand with a major regional hotel, spa, restaurant and nightclub owner/operator and advising the new joint venture entity on the establishment of its luxury resort fractional ownership programme and ongoing related corporate, employment and tax issues in Thailand.



## KEY CONTACTS

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## ABOUT US

From the quality of our legal advice and business insight to the efficiency of our legal teams, we believe that when it comes to the way we serve and interact with our clients, everything matters.

DLA Piper is a global law firm with lawyers across Asia Pacific, Europe, the Middle East and the United States.

## FOR MORE INFORMATION

To learn more about DLA Piper, visit [www.dlapiper.com](http://www.dlapiper.com).

In Singapore, we are restricted for regulatory reasons (as are most international/foreign registered law firms) from practising local law. This means that if a matter needs advice on any Singapore law issues we will arrange for this advice to be provided and issued by a separate local law firm.

In the People's Republic of China, we are restricted for regulatory reasons (as are most international law firms) from practising local law. This means we work with local law firms if a matter needs advice on local law (eg the production of local law legal opinions).

If you have finished with this document, please pass it on to other interested parties or recycle it, thank you.

[www.dlapiper.com](http://www.dlapiper.com)

DLA Piper is a global law firm operating through various separate and distinct legal entities.

Further details of these entities can be found at [www.dlapiper.com](http://www.dlapiper.com) | Hong Kong switchboard +852 2103 0808

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