

A photograph of a modern office hallway with a dark, vertically-ribbed wall and a light-colored tiled floor. Several people in business attire are walking, their figures blurred to convey a sense of motion and activity.

Law Firm bridging
Asia & Europe



About us

- Lawyers specialized in cross-border operations with Asia
- Sino-European Team in China with a footprint in Europe & Asia





International corporate law firm specialised in cross-border transactions with **China**

We are a corporate law firm based in China and have been licensed by the Ministry of Justice in China.

- | Each member of our team has been trained in international law firms and is familiar with cross-border transactions and international standards.
- | Our experience allows us to fully understand the legal implications and risks of doing business in China to provide efficient solutions to navigate through the complex legal environment in China.

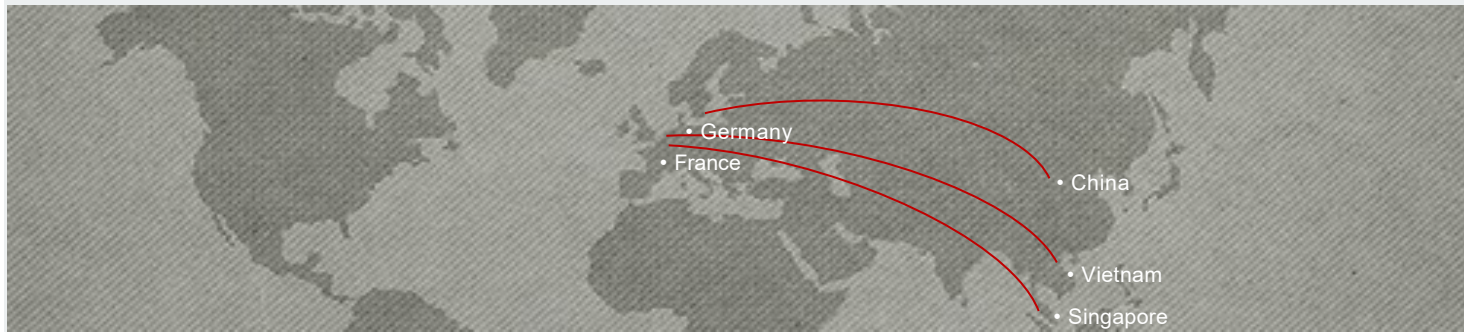
One of the strongest **Sino-European team** with a footprint in Asia and in Europe

2012 Leaf was established to address Mid-caps and large groups investing in China.

2016 Jean-Philippe Engel and Gregory Louvel became Partners to successfully develop the Tech and M&A practices of the Firm. Leaf became a strongly recognized player in the cross-border M&A operations and private equity deals between Europe and China.

2019 Peggy Wu became a Partner in Leaf. The Firm won several awards for M&A transactions as well as telecom and tech transactions.

2020 Charlotte Mantoux became the Partner in Charge of our Paris Office. We are developing our footprint in Europe and Asia through a networks of talented lawyers.





Our Practice

- Leaf Law firm specialises in Mergers & Acquisitions and has developed skills internally or in collaboration with external experts in order to support their clients throughout their deals and in particular in their cross-border operations between **Europe & Asia**.
- Leaf has offices in China & France.



Overview

M&A Transactions

1



Private Equity

3



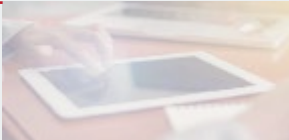
Joint-Venture

2



Commercial Law & Intellectual Property

4



Compliance

5



Corporate Law

7



Tech & Cybersecurity

9



Employment Law

6



Corporate Finance

8





M&A Transactions

- Management of due-diligence
- Structuring M&A transactions
- Complex cross-border negotiations with private or state-owned partners
- Assisting clients to efficiently value, sold or acquired assets
- Transfer of state-owned or privately-owned assets
- Transaction documentation drafting
- M&A filing & closing process with authorities
- Design earn-out and price adjustment mechanisms
- Manage representations and warranties

AWARDS

M&A Awards Winner Cross Border Transactions Firm of the Year Ranking 2018, 2019, 2020, 2021 and 2022 by **FinanceMonthly**

Valuable Practice In M&A - international firms Ranking 2018, 2020 and 2021 by **LEADERS LEAGUE**

Notable Practice Ranking 2018, 2020, 2021 and 2022 by **IFLR**



Joint-Venture

- Structure joint-ventures transactions
- Prepare negotiations with private partners or state-owned partners
- Background checks on potential partners
- Risk analysis of contemplated partnerships
- Protection of minority shareholders rights
- Secure land-use rights for industrial project
- Negotiation assistance
- Incorporation of Joint-Venture vehicles
- Management of filing & closing process with authorities

AWARDS

M&A Awards Winner Cross Border Transactions Firm of the Year Ranking 2018, 2019, 2020, 2021 and 2022 by **FinanceMonthly**

Valuable Practice In M&A - international firms Ranking 2018, 2020 and 2021 by **LEADERS LEAGUE**

Notable Practice Ranking 2018, 2020, 2021 and 2022 by **IFLR**



Private Equity

- Structuring financing operations
- Design the strategy for capital raising and venture capital
- Negotiate term-sheets and transaction documentation
- Complete a loan in China or Hong Kong
- Complete a capital increase in China or Hong Kong
- Negotiate with seeds, business angels and VC funds investors
- Exit from a venture

AWARDS

Highly Recommended in Private Equity - International Firms Ranking 2018 & 2019 by **LEADERS LEAGUE**

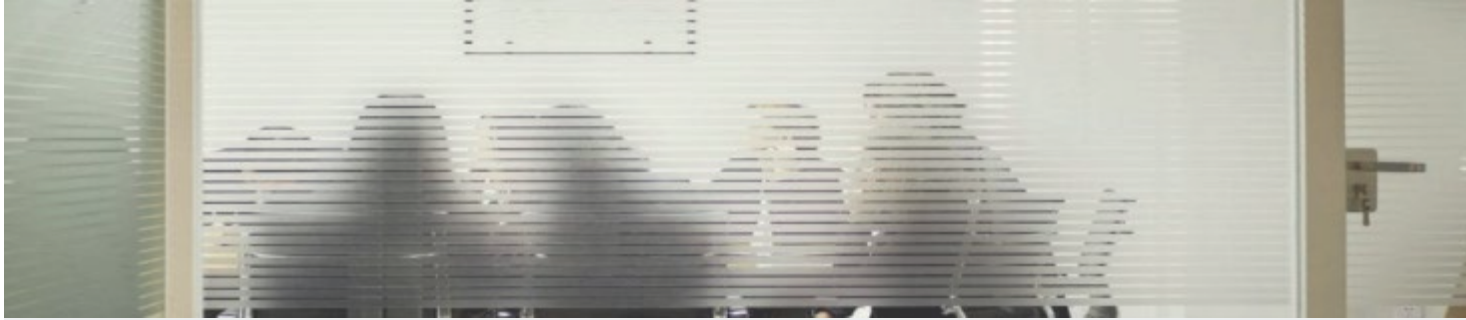
Notable Practice Ranking 2018, 2020, 2021 and 2022 by **IFLR**

Best Technology & Telecommunication Law Firm 2020 & Media, Entertainment & Sports 2022 by **China Business Law Journal**



Commercial Law & Intellectual Property Law

-
- Design legal solutions for commercial needs
 - Negotiate efficiently main commercial contracts
 - Analyse commercial contracts during due diligence
 - Establish online and offline distribution networks
 - Assistance for establishment of franchise channels
 - Crisis Management
 - Protect and monetize intellectual property (trademarks, copyrights, patents, domain names, social media, trade secrets)
 - Mapping IP rights and defining IP strategy
 - Assistance against IP infringers



Corporate Law

-
- Incorporation of vehicles in China and Asia
 - Feasibility study and assistance for corporate formalities
 - Board meeting risk management
 - Distribution of dividends
 - Cross border restructuring in China and Asia
 - Liquidation and de-registration
 - Exiting China



Compliance

Data Protection

- PRC cybersecurity law compliance and gap analysis with GDPR
- Data flow mapping
- Cyber-attack response plans

Anti-bribery

- Supervising roll out of anti-corruption processes
- Review codes of ethics and anti-corruption policies
- Third-party supplier audits under Sapin II
- Whistleblowing management

Mitigating Liabilities

- Detect, prevent and react against executives' liability
- Trainings and workshops
- Designing contractual protection mechanisms
- PRC Corporate Social Credit Score audits and remediation
- Advertisement compliance audit



Employment Law

-
- Employment due-diligence and restructuring
 - Structure management packages and incentive packages
 - Design employee incentive plans
 - Deal with individual and collective employment relationships
 - Management employment crisis
 - Preventing or reacting against white collar crime and ensure compliance
 - Collection of evidence from digital forensic
 - Alternative dispute resolution (mediation / negotiation)



Corporate Finance

M&A Transactions

- Conduct market analysis, market & off-market comparable
- Perform preliminary due-diligence leading to pre-valuation pricing
- Determine price valuation and support in price negotiation and potential adjustments
- Assist in data room implementation

Private Equity

- Support in reviewing your business model
- Prepare in setting up your business plan based on your industry
- Assist to design financial strategy for capital raising
- Assist during the whole negotiation process

Operational and Financial Optimization

- Support in optimization of company's back-office processes
- Create dynamic dashboards and KPIs
- Pre & Post Deal
- Provide effective solution to optimize your working capital



Tech & Cybersecurity

An alliance bringing Technology and Legal together:
the TL Team

We have created TL Team:

An alliance between Tech (digital security) and Legal (cyber regulatory framework) skills in a holistic approach.

TL Team, dedicated to tech matters, is located within the premises of Leaf and operates the cyber compliance practice and the Computer Forensic Investigation lab.



Key Awards & Recognitions

CROSS-BORDER M&A



Notable Practice in
M&A in China
2018 / 2020 /
2021 / 2022



Valuable Practice in M&A
2018 / 2020 / 2021



Best Cross Border Transactions Firm
2018 / 2019 / 2020 / 2021 / 2022

PRIVATE EQUITY, TECHNOLOGY & TELECOM, MEDIA & ENTERTAINMENT



Notable Practice in
Private Equity in
China 2018 / 2020
/ 2021 / 2022



Highly
Recommended
Team
2018 / 2019



Technology & Telecom 2020
Media, Entertainment & Sports 2022





THEY TRUST US



Ateliers Jean Nouvel



What clients say about us...

From Julien Bares
Vice President Tencent Group

The Leaf lawyers have assisted me for a few years on complex negotiations and structuring issues in China; involving discussions with Chinese partners including SOEs. Their knowledge of the PRC legal environment and understanding of business practices makes Leaf an asset on our side for the development of our business in China. I would recommend them to anybody who is planning to work in China or with Chinese companies including SOEs: **their legal expertise is at the top of the industry**, they have a very good understanding of the business in China, they analyze the risks very deeply and carefully and finally they **understand the dynamics of the Chinese Market**.

From Edouard Duval
EMW – CJF (Japanese Sovereign Fund)

Leaf team has been our close advisor for several years. They recently assisted us in **complex negotiations**. Thanks to their expertise and skills, we have been able to maximize our position, to secure our assets while building strong and healthy basis for a long-term relationship with our counterparts. I do recommend Leaf firm for their **successful track record**, their deep knowledge of Greater China environment and **cross border deals** which make them your **best partner for your negotiations**.

From Sebastien Codeville
CEO KaiOs

The Leaf Team is a reliable legal adviser for fundraising operations and corporate structuring. He successfully delivered and continue to **support key business projects** for us.

From Marc Bruere
General Secretary Bouygues

Leaf is a reliable partner. Their team successfully delivered on a key project involving complex **negotiations with Chinese counterparts**. Their key recommendations for action and professional achievements were **completely satisfying**. I would go with them for the next matter or deal.

From Olivier Ginon
CEO GL events

The Leaf Team is a very high-quality firm for cross-border M&A Transactions in China. Thanks to all the team!
(Leaf has assisted GL events on all its acquisition in China including a 2 billion RMB transaction)

From Zhong Zhuahua
General Counsel - Tenneco

[Leaf Team] is composed of some of the few foreign lawyers who truly understand Chinese laws and culture.





Contact

- Partners
- Offices
- Email



Bruno Grangier



Founder &
Managing Partner
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(+86) 136 6182 8004

BIO SUMMARY

Leaf is a law firm created by Bruno Grangier, a French lawyer based in China since 2004.

Bruno Grangier has worked in Shanghai, in Hong Kong and Paris. From these experiences, he has gained an extensive local and cross-border experience in transactions across China, conducting funding and M&A operations in China. The team designs capital raising and venture capital strategies covering all stages.

In 2022 and 2023, Bruno Grangier has been listed as **China's Elite 100 Lawyers** by China Business Law Journal.

RELEVANT EXPERIENCE

Bar Admission

- Paris Bar
- Foreign-Registered Lawyer in China
- CIETAC Arbitrator

Membership

- CCIFC
- EO
- BenCham

Qualifications

- LL.M in compared Chinese Law
- Business & corporate law DJCE

Languages

- French
- English

Peggy Wu



Partner
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(+86) 135 6407 0377

BIO SUMMARY

Peggy Wu is a partner of Leaf, experienced in transactions in the PRC as well as offshore.

She has worked with US law firms in China and has assisted several funds and corporate clients in their M&A deals and fundraising operations in China including several anti-trust cases on China market.

She is regularly representing foreign parties in negotiations for acquisitions of targets in China, including with private and public partners.

RELEVANT EXPERIENCE

Bar Admission

- PRC Bar

Languages

- Chinese
- English

Qualifications

- Economic Law from East China University of Political Science and Law

Charlotte Mantoux



Partner
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BIO SUMMARY

Charlotte has worked on international cross-border restructuring and transactions, advising a range of various clients on their investments and operations in Asia Pacific, particularly in Australia, Singapore, China and Hong Kong.

Charlotte supports French companies in their activities in China from our Paris office.

She has developed specific expertise in supporting our clients in corporate law, merger and acquisition as well as in the social aspects of business law operations in China.

RELEVANT EXPERIENCE

Bar Admission

- Paris Bar

Membership

- CCIFC
- ReseauXchine

Qualifications

- Post Graduate Master in French Business Law and Company Law
- Master in French Private Law

Languages

- French
- English

Jean-Philippe Engel



Partner
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BIO SUMMARY

Jean-Philippe has studied law in France and in China and has been living and working in Shanghai for more than a decade.

Over the years, he has developed a strong expertise in structuring and negotiating acquisitions of Chinese entities, Joint Ventures, as well as advising start-ups on their Private Equity financing rounds.

Jean-Philippe is a business-minded lawyer and is the trusted advisor of numerous CEOs and start-up founders in China for the structuring of their operations, strategic negotiations and crisis situations.

RELEVANT EXPERIENCE

Bar Admission

- Paris Bar
- Foreign-Registered Lawyer in China

Qualifications

- LL.M in compared Chinese Law
- Master in Business and Corporate Law
- PhD International Tax Law

Membership

- CCIFC

Languages

- French
- English

Grégory Louvel



Partner
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(+86) 139 1015 9437

BIO SUMMARY

Gregory has worked his entire career in international law firms and organizations. He has been in China for more than fifteen years.

He focuses his practice on corporate matters, leading mergers and acquisitions transactions and private equity financing for both international and Chinese clients.

Gregory's areas of expertise include tech, data, entertainment, and life sciences.

RELEVANT EXPERIENCE

Bar Admission

- Paris Bar
- Solicitor of England and Wales
- Foreign-Registered Lawyer in China

Qualifications

- Paris Institute of Political Sciences
- London College of Law

Membership

- La French Tech Beijing
- French Founders
- IAPP

Languages

- French
- English
- Chinese

Jasmine Zhang



Associate
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(+86) 150 2139 0803

BIO SUMMARY

Jasmine studied international law in China and has worked in local and international law firms.

She has gained much experience in Foreign Direct Investment, mergers and acquisitions transactions, outbound investment and dispute resolution through providing legal assistance to world-renowned clients.

RELEVANT EXPERIENCE

Qualifications

- PRC Bar
- JM in International Law, Xiamen University

Languages

- English
- Chinese

Marion Cambounet



Corporate Finance Partner
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(+86) 159 0167 2530

BIO SUMMARY

Marion has 17 years experience in corporate finance positions from Management Controller to Asia Controller then decided to launch her own consulting practice to support entrepreneurs and managers in their growth strategy.

Over the years, she has gained a hands-on approach on operational and strategic matters which allows her to assist her clients in optimizing company organization with an efficient and pragmatic approach.

She is regularly assisting entrepreneurs in their fundraising or M&A activities with always a strong focus on protecting her client interests.

RELEVANT EXPERIENCE

Qualifications

- Business school master
- Business intelligence expert

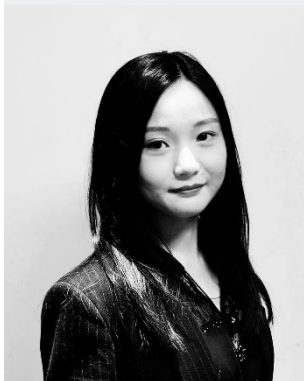
Membership

- ICN / Essec alumni
- AEGE
- IPWS

Languages

- French
- English

Zongying Chen



Finance Controller
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BIO SUMMARY

Zongying has studied business, economics, finance in China and in France and joined Leaf in 2017.

She provides services on financial due diligence for M&A purposes for clients, assists clients on analyzing and optimizing the company financial status, operating process implementation and ERP system setup.

RELEVANT EXPERIENCE

Qualifications

- Business school master

Languages

- French
- English
- Chinese

Sue Wang



Senior Associate
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(+86) 186 1244 1031

BIO SUMMARY

Sue Wang joined Leaf as an Associate in 2014. She focuses her practice on cross-border mergers and acquisitions, project development, joint ventures, and general commercial transactions. In addition, Ms. Wang is experienced in advising on corporate law, corporate governance, corporate restructures and labor law matters.

Ms. Wang regularly advises on data privacy issues and is IAPP certified.

RELEVANT EXPERIENCE

Qualifications

- School of Transnational Law, Peking University

Membership

- IAPP

Languages

- Chinese
- English

Liu Tong



Associate
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(+86) 13163269974

BIO SUMMARY

Liu Tong joined our firm as a junior associate.

She has gained experience in legal due-diligence in various M&A deals and has provided legal assistance to clients in various M&A transactions, foreign direct investment, corporate and labor law consulting, IP protection and compliance projects. She is also familiar with local practice in corporate incorporation matters.

RELEVANT EXPERIENCE

Bar Admission

- PRC Bar

Languages

- English
- Chinese

Qualifications

- Post-graduate of
Zhongnan University of
Economics and Law

Florent Geelhand



Associate
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(+86) 150 1065 7136

BIO SUMMARY

Florent Geelhand joined Leaf as an Associate in 2023. He focuses his practice on cross-border mergers and acquisitions, corporate law, commercial transactions and data privacy.

Prior to joining Leaf, Florent acted as a Trade & Investment Attaché at the French Embassy in China and as a Foreign Associate in a Red Circle Chinese law firm, advising Chinese State-owned enterprises on outbound investments matters in the energy sector.

RELEVANT EXPERIENCE

Qualifications

- Peking University, Guanghua School of Management
- University of Paris II – Panthéon Assas, Law School

Membership

- La French Tech, Beijing
- Royal Asiatic Society, Beijing

Languages

- French
- English
- Chinese

Lin Mengqi



Junior Associate
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BIO SUMMARY

Mengqi graduated from the Chinese University of Hong Kong with LL.M degree in Chinese Business Law. Her research interests focus on legal practice in Chinese capital market and has experiences in both PRC and international law firms.

Mengqi's practice mainly engaged in cross-border Merger and Acquisition projects, equity investment and other corporate related advisory services.

RELEVANT EXPERIENCE

Bar Admission

- PRC Bar

Languages

- English
- Chinese

Qualifications

- LL.M from the Chinese University of Hong Kong
- BA from East China University of Political Science and Law

Claire Caton



Junior Associate
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(+33) 6 43 39 15 75

BIO SUMMARY

Claire joined our Paris office as a junior associate.

After completing a Master's degree in tax law in Paris, Claire gained experience in several companies in the field of corporate taxation before pursuing an LL.M in New York at Columbia University. Following the LL.M, Claire mainly worked on cross-border M&A projects at a Chinese law firm in New York.

RELEVANT EXPERIENCE

Bar Admission

- New York Bar

Qualifications

- LL.M Columbia University in the City of New York
- Master in Corporate Taxation

Languages

- French
- English
- Chinese

Lola Chen



Paralegal
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(+86) 137 6105 6769

BIO SUMMARY

Lola Chen is a paralegal executive. She assists foreign and Chinese companies in connection with the preparation, monitoring and follow-up of all administrative procedures required in the context of their operations in PRC.

Lola has in-depth knowledge and experience dealing with various key administrative authorities such as the Ministry of Commerce, the Administration of Industry and Commerce, the Food and Drugs Administration or Tax authorities, be it a local, provincial/municipal or national level.

RELEVANT EXPERIENCE

Qualifications

- Bachelor degree in French at Shanghai Normal University

Languages

- French
- English
- Chinese

Shanghai - Beijing Paris



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