

(JunHe) The various teams work closely together to provide customers with comprehensive cross-legal advice and legal resources in various fields.

—Chambers Asia-Pacific

## The Chemical Industry

**Legal services in the chemical industry are complex, cross over multiple fields and cover specialized issues. With JunHe's integrated operating model, it is able to provide legal services covering the whole chemical industry according to the client's needs and features of a specific project. This includes services involving domestic and overseas investments, finance, mergers and acquisitions, construction, product sales, and dispute resolution among others. With outstanding professional skills and rich practical experience, JunHe's lawyers are able to perfectly integrate international practices with Chinese investment, construction and management customs to provide practical and innovative legal advice and suggestions to clients.**

The chemical industry includes sub-sectors such as petroleum refining, fine chemicals, new chemical materials, modern coal chemicals, chemical fertilizers, cosmetics, daily chemical products among others. This industry is regulated by two administrative departments, namely the National Development and Reform Commission ("NDRC") and the Ministry of Industry and Information Technology ("MIIT"). Laws and regulations that are used to govern the industry include Company Law, Foreign Investment Law, Contract Law, Administrative Law, Land Administration Law, Urban and Rural Planning Law, Construction Law, Tendering and Bidding Law and other relevant laws, rules and regulations of the chemical industry. Special attention should also be paid to the regulations and rules related to work safety, fire control, management of hazardous chemicals, environmental protection, health and epidemic prevention, as well as prevention and treatment of occupational diseases.

In accordance with the specific chemical project at hand, JunHe's lawyers are able to provide legal opinions and suggestions to Chinese and foreign clients on a variety of matters including mergers and acquisitions ("M&A") investment, M&A financing, anti-monopoly issues, loans, general M&A issues, and project approval/verification. JunHe's lawyers are also able to provide clients with comprehensive and/or specialized legal services related to planning, land, bidding, project construction, engineering contracting, as well as legal services related to daily operations, product sales of chemical enterprises among many other services.

### **Legal Services that JunHe Provides in the Chemical Industry:**

- Provide legal advice on issues related to the chemical industry's examination, approval, filing and registration procedures in China;
- Assist with due diligence on the assets or equity to be acquired by foreign investors in China;
- Cooperate with the law firm in the target company's country ("the target country's law firm") to provide legal advice to Chinese clients on the laws in the target country;
- Cooperate with the target country's law firm to perform due diligence on the target company;
- Provide legal advice to clients on the investments and transaction structures involved in chemical projects;
- Provide legal advice to clients on the financing plans involved in chemical project transactions;
- Assist in drafting, amending and negotiating investment agreements, joint venture agreements, articles of association and other legal documents;

JunHe, founded in Beijing in 1989, is one of the first private partnership law firms in China. Since its establishment, JunHe has grown to be a large and recognized Chinese law firm. The firm has fourteen offices around the world and a team comprised of more than a thousand professionals.



**They (JunHe) have very strong client skills and understands all the context of the business deals and the clients well.**

—Chambers Greater China Region

- Provide legal services for the establishment and operation of joint ventures between companies in the chemical industry;
- Provide legal services for bidding, project contracting, completion and other matters involved in the initiation of chemical projects;
- Provide services for the sale of chemical products;
- Provide legal services for dispute resolution involving engineering, sales and other issues in chemical projects;

#### **Selected Deals**

##### **Advising a multinational chemical company on its investment to establish a large chemical project in China**

In this project, JunHe provided legal services for a famous multinational chemical company on a large coal chemical joint venture (“JV”) project with a major Chinese coal group in western China (“the Company”). Particularly, JunHe assisted in the Company’s investment in the construction and operation of several large chemical enterprises, terminal warehousing and logistics center projects in East and North China. The legal services provided by JunHe included the pre-development, examination and approval of the project, negotiation of the joint venture agreement and establishment of the joint venture, as well as legal assistance throughout the implementation of the project.

##### **Represented China National Tire & Rubber Co., Ltd. on its acquisition of an Italian company**

In this project, JunHe provided legal services for China National Tire & Rubber Co., Ltd. (“China National Tire”), a subsidiary of China National Chemical Corporation Ltd., on its acquisition of a 100% stake in Pirelli, an Italian listed company. The project involved an investment amounting to several billion Euros. As China National Tire’s appointed legal adviser for this acquisition, JunHe’s lawyers took advantage of the platform-based management of the firm and assigned different professional teams to this project. This was to ensure the provision of a full range of legal services for the overseas acquisition business, domestic and overseas syndicated loans, global and China anti-monopoly declaration, and acceptance of investments by the Silk Road Fund.

##### **Represented Blue Star New Chemical Materials Co., Ltd. in its major Asset Replacement and Equity Acquisition**

In this project, JunHe assisted Blue Star New Chemical Materials Co., Ltd. (600299.SH) with its asset replacement as well as its share purchase of Bluestar Adisseo Company which amounted to RMB10.6 billion. This project represented the first case of a state-owned company listing on the A-share market after it has acquired an overseas company through the ‘Go Out’ strategy. It is also the first successful restructuring case which took place by concurrently carrying out a sale of substantial assets and a reorganization of material assets.

##### **Provided Perennial Legal Services for a French Cosmetics Company**

JunHe represents a world-renowned French cosmetics brand and provides long-term support for all of its legal affairs in China. The services provided by JunHe include designing investment structures for the company’s new lines of business, establishing branches and subsidiaries, applying for licenses and permits, drafting and reviewing the company’s articles of association and resolutions of the board of directors, drafting and reviewing all types of business contracts, providing compliance legal advice, assisting the company in internal investigations, providing all types of training, and assisting in resolving all types of disputes among others.

Law Firms of the Year -  
Industrials & Manufacturing  
2022, 2021, 2020  
Law Firms of the Year -  
Energy & Natural Resources  
2019, 2018  
China Business Law Awards