

# Global Hospitality and Leisure Practice





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““ Continues to be particularly renowned for its work in the leisure and hospitality arena... They place high value on responsiveness and customer service.””

Chambers USA 2015



# Mayer Brown at a Glance

Mayer Brown is an international law firm noted for our commitment to client service and its ability to solve the most complex and demanding legal and business challenges worldwide. Because of our exceptional commitment to our clients, we are routinely named to the BTI Client Service A-Team, an annual ranking of the top 30 law firms based on independent survey feedback from corporate counsel at global and Fortune 1000 companies. In fact, in 2013, we were ranked #2 of 650 law firms.

Our global platform spans 19 offices in North America, Europe and Asia, with additional offices in São Paulo and Rio de Janeiro through our association with Brazilian law firm Tauil & Chequer Advogados. The Mayer Brown Practices comprise more than 1,500 lawyers—900 in the Americas, 360 in Europe and 250 in Asia—among the largest law firm workforces in the world. Our geographic strength means we can offer local market knowledge combined with global reach.

We serve many of the world's largest companies, including a significant proportion of the Fortune 100, FTSE 100, DAX and Hang Seng Index companies. In focusing on the hospitality and leisure sector, we provide legal services in areas such as employment and benefits; corporate and securities; banking and finance; intellectual property; litigation and dispute resolution; antitrust and competition; environmental; financial services regulatory & enforcement; government and global trade; real estate; tax; restructuring, bankruptcy and insolvency; and wealth management.

In working with Mayer Brown anywhere in the world, our clients have both the resources of a leading global law firm and a core team of experts dedicated to furthering your business interests. In addition, Mayer Brown regularly works with a network of dedicated lawyers who are highly experienced in the particular issue in question in those jurisdictions where it does not have a physical presence. Such network extends our capability to cover virtually every jurisdiction globally.







“Formidable team acting for the industry’s leading clients. Traditionally stands out for its impressive client portfolio... They provide breadth and depth. We can get the right advice from more than one partner and their responsiveness is good.”

Chambers Asia-Pacific 2015



# Global Hospitality and Leisure Practice

Mayer Brown has an extensive hospitality and leisure practice involving more than 100 lawyers from across the firm's worldwide offices. Our on-the-ground presence and knowledge of local culture, business and networks are key to our commitment to client service and ability to solve the most complex and demanding legal and business challenge in the hospitality and leisure industry.

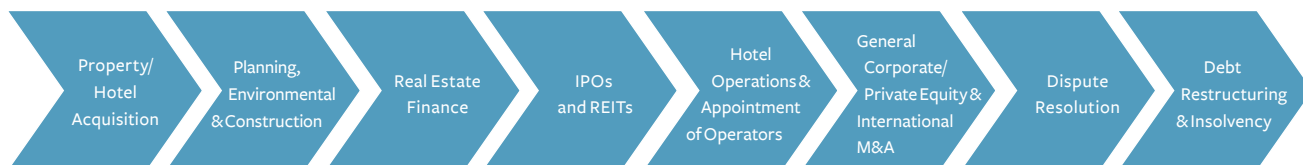
## Outstanding Track Record

Over the past decade, our lawyers have worked on more than 2,000 hotel-related matters representing our clients in transactions involving some of the world's best-known brands. Our capabilities span the hospitality and leisure market, covering lodging chains to boutique hotels, from family resorts to six-star suite hotels and serviced apartments accumulating in-depth understanding of the complexities of our clients' business environment.

## Service offering covering the full cycle of hotel projects

Representing the full spectrum of issues that can arise during the acquisition, development, construction, financing, pre and post-opening preparation, management and disposal of hospitality and leisure real estate assets, our team is familiar with such transactions from all angles and know how they work from the inside out, thus adding value for our clients.

Wherever you are in the life cycle, we can help.



## Acquisition and Development

- Representing both purchasers and sellers in acquiring and selling all types of real estate including development of hotels, casinos, resorts, serviced apartments, branded residences, exhibition centers, sports stadia, mixed use developments and undeveloped land for large scale residential, retail, office, healthcare, leisure and industrial premises.
- Extensive experience structuring and establishing joint ventures, obtaining government and regulatory and planning permit approvals, land acquisition, dealing with land use issues, title issues, user issues and other planning issues.

## Real Estate Finance

- Advising developers, institutional investors, real estate investment trusts, pension fund advisers, firm corporate clients, borrowers and lenders including banks and syndicates and financing investors on financing and consideration of investment alternatives for hotels, casinos, resorts and pleasure and luxury cruise ships, and financing owners of such assets for working capital purposes.
- One of the most active law firms in senior secured, syndicated acquisition financings, mezzanine financings, REITS and securitisations, refinancing and recapitalisations for hotels, casinos, resorts, and other leisure asset classes.
- Financings for virtually all major LBO sponsors and private equity firms, including hostile tender offers and crossborder Transactions.
- Private equity lawyers embedded in our Hospitality & Leisure Group to ensure genuine industry knowledge and dedication to handle all the issues involved in asset management, acquisitions and disposals for private equity funds within the hospitality sector through a single team to increase the effectiveness and provide a seamless service.

## Operations and Appointment of Operators

- Advising on and negotiating management agreements, covering most of the major hotel and lodging chains.

## Planning, Environmental & Construction

- Offering land use and town and country planning experience ranging from single building projects to large master planned projects including the development of master planned hotels, casinos, resorts and sports stadia.
- Working with local authorities to seek various forms of land use/planning approvals and licensing permits.
- Significant experience in the negotiation of procurement, tender procedures, appointment of contractors and consultants, construction agreements and project management agreements.
- Advising on the full range of environmental law, health and safety and liability issues from regional and international perspective on regulatory and compliance issues, corporate transactions and commercial support.

## Dispute Resolution

- Handling a range of dispute resolution processes from construction to the operation of hospitality and leisure focused properties.
- Experienced in resolving disputes under the rules and procedures of various jurisdictions and institutions and well placed to advise on cross-jurisdictional issues.
- Resources to identify and adopt a strategic and cost effective approach to resolve any case, assessing the strengths and weaknesses of our clients' position and serving in accordance with their best interests to meet their objectives.
- Determining the most favourable solution by taking into account commercial and intangible considerations such as reputation or business connections where options may include settling a case, going to court or arbitration, or adopting some form of alternative dispute resolution, such as mediation.



## Tax

- Ranked among the top ten law firms in the world with more than 100 Tax lawyers in our offices worldwide representing public and private real estate investment trusts, institutional real estate investors, and real estate fund managers and developers engaged in hotel investments on business transactions, restructurings and planning, including taxation of cross-border transactions and state and local issues as well as providing sub-practices in areas such as transactions, consulting and planning, audits, administrative appeals, litigation, government relations and transfer pricing.

## Operational Matters

- **Cybersecurity & Data Privacy.** Working with major corporations worldwide to help them comply with data privacy and security regulatory obligations, including, the development of data security programs; breach response plans; notification policies and strategies for minimizing adverse consequences that may arise from litigation or governmental actions following a breach incident.
- **Anti-Corruption & FCPA.** Offering an all-encompassing solution to ensure compliance with an increasingly global framework of anti-corruption statutes and advising on the multiple, complex features of the FCPA and the UK Bribery Act and the interplay of those laws with domestic anti-bribery laws globally. The team offers comprehensive guidance and counseling, including corporate compliance programs, prospective transactions, internal investigations and enforcement proceedings.
- **Gaming Regulatory.** Work with major gaming companies on the unique regulatory, financing, transactional, intellectual property and real estate-related legal issues which arise in the ownership, operation and financing of a gaming enterprise, including deploying strategies to manage casinos (more recently of distressed gaming companies), including preparation of management agreements.
- **Employment.** Advising on all forms of Employment and HR-related matters including disputes, transactional and strategic employment issues and navigating complex non-contentious issues often involving tens of thousands of employees on employment contracts, staff manuals, pension and retirement schemes, and union related advice, while keeping them abreast of the latest developments in Employment legislation.
- **Intellectual Property.** Offering the full range of Intellectual Property services including IP registration and enforcement, trademark registration, hotel licensing, liquor licensing, franchise contracts and service contracts.
- **Insurance.** Over 100 lawyers globally advising on general & life, annuity, variable products, financial guaranty, mortgage insurance, property and casualty insurance while analysing property and casualty claims including professional indemnity, casualty, personal injury, property damage, business interruption and those arising out of products liability and directors and officers liability policies





“We are impressed by the diversity and quality of their expertise and client base... All in all, excellent service and they are commercial.”

Chambers UK 2016



# Hospitality and Leisure Clients

We represent owners, hotel, serviced apartment and gaming operators, developers, financiers and other prominent participants in the hotel and leisure industry worldwide, including:

A.C. Coin & Slot Service Co.	MacauSlot
Airport Authority Hong Kong	Mandalay Resort Group
Bank of America	Merrill Lynch
Benson Elliott Capital Management	Midwest Gaming & Entertainment
Carey Property	Mirae Asset Global Investments Co., Ltd
China Resources Land Limited	Nan Fung Group
Citigroup Property Investors	Newfoundworld Limited
Core Development Inc	Ocean Park Corporation
CTF Hotels	OPIC
Deerbrook	Par-A-Dice
Galaxy Entertainment Group	Regal Hotels International
Great Eagle Holdings Limited	Royal Bank of Scotland
Grove International	RREEF
GTech	Scotiabank
Hang Lung Properties Limited	SEA Holdings Limited
Harilela Hotel Group	Shiva Hotels
Harte Holdings	Shui On Construction and Materials Limited
Henderson Land Development Company Limited	Shun Tak Holdings Limited
HKR International Limited	Sino Land Company Limited
Hollywood Casino Corporation	Starwood Capital
Hong Kong SAR Government	Sun Hung Kai Properties Limited
Hongkong Land Company Limited	Swire Hotels
Hotusa	Swire Properties Limited
Hyatt Gaming	Technion
ING Real Estate Investment Management	The Hong Kong Jockey Club
International Gaming Technology	The Society of Travelling and Entertainment of Macau Limited
Intrawest	TUI Group
Isle of Capri Casinos, Inc.	UBS Realty Investors LLC
K.Wah Real Estates Company Limited	WestLB AG
Kerry Properties Limited	Westmont Hospitality
Lai Sun Development Company Limited	Weston Capital Management
Langham Hotels International	Wharf (Holdings) Limited
LaSalle Investment Management	Wheelock Properties Limited
Lion ES Hotels	

# Representative Global Experience

## AMERICAS

- Advised **Carlyle Realty** in connection with the refinancing of an existing mortgage loan secured by a resort hotel in South Beach, Miami, Florida, with a construction loan to provide redevelopment funds.
- Represented **IDB Brasil** regarding APA de Maricá, an environmentally protected area belonging to a Spanish real estate company wishing to construct a world class resort.
- Advised a **joint venture between domestic and foreign investors** in the \$1 billion acquisition of a public real estate investment trust owning 63 limited-service hotels.
- Advised a **leading property company**, as the borrower, in connection with the \$75 million refinancing of The Lowell Hotel in New York.
- Advised a **leading real estate investment firm** in connection with the financing of a resort hotel in South Beach, Miami, Florida, the funds from which will be used in part for redevelopment of the hotel.
- Advised **Lion ES Hotels LP** in the \$800 million sale to Blackstone Group of 47 extended-stay Residence Inn and Homewood Suites hotels throughout the US.
- Advised a **major life insurance company** in its \$84.6 million acquisition of the James New York - Soho, a hotel located in New York.
- Advised a **major life insurance company** in the \$92.4 million acquisition of the 421-room Hotel Sofitel San Francisco Bay in Redwood City.
- Advised a **major private equity firm** in the joint venture, acquisition and financing of two Florida Keys Hotels.
- Advised a **private real estate investment trust** in the \$214 million acquisition of a hotel and retail project in Washington DC.
- Advised a **real estate development company** in the negotiation and execution of a long-term ground lease to develop a boutique hotel in New York City's Chinatown neighborhood. We advised the entity on the joint venture agreement with future work to follow on construction and hotel management phases.
- Advised a **real estate investment firm** in connection with the partial release of property in Houston, Texas in connection with a joint venture development of a Hyatt Regency hotel.
- Advised a **real estate investment firm** in the \$61.4 million sale of the Hilton Del Mar Hotel, located in Del Mar, California, along with the defeasance of the existing financing.
- Advised a **real estate investment firm** in the acquisition and construction financing of a resort hotel located in Islamorada, Florida.

- Represented **Renaissance do Brasil Hotelaria Ltda.**, after they filed an administrative motion before the Municipality of São Paulo requesting the authorization for the operation of its heliport, and a subsequent injunction due to lack of decision.
- Advised **Technion Engenharia** and **Adar Financeira** in the structuring of the acquisition of leasing rights for the construction of a 5 star hotel in Rio de Janeiro.
- Advised **Wells Fargo Principal Investments**, as lender, in connection with the amendment and restatement of a \$65 million revolving credit facility made to Tropicana Las Vegas Inc.

## EUROPE

- Advised **Almus Capital** and **Mount Kellett** on acquisitions, financing and tax structuring for two luxury hotels in Paris.
- Advised **Ascott Residence Trust** on the acquisition of real estate portfolio of the Citadines apart'hotels in France, Germany, Belgium, Spain and the UK.
- Advised on the acquisition of hotels for **Benson Elliott** (Novotel in Edinburgh and Sophia Country Club in the South of France) and negotiation of the hotel management agreements.
- Advised Canadian property group **Brookfield Property Partners** on its acquisition of Center Parcs' five holiday villages in the UK from Blackstone Group. Brookfield were the successful bidder after a dual IPO and trade sale process.
- Advised **Carey Property** in the £89 million sale of the Harrington Hall Hotel in South Kensington, London to an investment group in the Middle East.
- Advised **Crosstree Real Estate** on a joint venture with AEG to manage the "entertainment district" of restaurants, bars and other facilities at The O2 arena, London, and to develop, lease and operate the undeveloped part as a designer outlet retail village.
- Advised **CTF Development** (the Frankfurt-based investment company owned by the Cheng family, one of the wealthiest families in Hong Kong) on its acquisition of five Ramada Encore hotels in Birmingham, Derby, Inverness, Ipswich and Warrington.
- Advised **CTF Development** on the acquisition of five Belgian hotels from Blackstone and Alliance Hotellerie. All five hotels will be fully renovated and rebranded under the Penta hotel brand.
- Advised **CTF Holdings** on the financing of the £88 million refurbishment of the Chancery Court Hotel, Holborn, London, and on the related construction procurement documentation. Further advice was then given on the hotel's rebranding as Rosewood London and its subsequent financing.



- Advised on the expansion of the hotel investment platform created by **Grove International Partners** with Event, through the acquisitions of two hotels in Germany (Munich and Hamburg) and expansion of the hotel investment platform created by Grove International Partners with Westmont Hospitality in Japan.
  - Advised **JER Real Estate Advisors** on the acquisition and acquisition finance of the Marriott Munich Hotel from Marriott International Inc., and the formation of a joint venture with a German co-investor relating to the Hotel.
  - Advised **KOP Group** and **Reignwood Group** in relation to the purchase of the landmark former headquarters of the Willis Insurance Group, Ten Trinity Square in the City of London for £105 million, which is to be developed into a 5+ star luxury hotel with 37 residential apartments and a private members' club.
  - Advising a **multinational travel and tourism company** on real estate matters.
  - Advised **Selfridges Hotel** on the purchase, lease termination, refurbishment works, negotiation of management agreement and debt arrangements.
  - Advised **Westmont Hospitality** on the sale to Soluxe of the Marriott Renaissance hotel in Paris.
- ASIA**
- Advised **Andamandara Co Ltd.** on the project structure and documentation for a first class luxury resort and residences in Phuket.
  - Advised **Banyan Tree Indochina Hospitality Fund** in relation to a further round of fund raising to proceed with the development of Laguna Hue, an integrated resort in Vietnam comprising Banyan Tree and Angsana resorts and spas, residences, an 18 hole golf course and clubhouse.
  - Advised **Great Eagle Holdings Limited** on the proposed spin-off and separate listing of its three hotel properties in Hong Kong, in the form of a share stapled units structure; the portfolio included The Langham, Langham Place Hotel, and Eaton.
  - Acted for **Harilela Hotel Group** in the successful tender for the HK\$809 million acquisition of the entire Fook Yee Building, Nos.324 to 330A Lockhart Road, Wan Chai, Hong Kong.
  - Advising on numerous management and other agreements for **hotels, branded residences and serviced apartments** ACROSS ASIA-PACIFIC including Banyan Tree Hainan, Four Seasons Seoul, Hyatt Regency Nanjing, Mandarin Oriental Shenzhen, pentahotel Hong Kong, Raffles Bali, Rosewood Clearwater Bay Hainan, Sheraton Mactan Resort and Residences, and Yotel Singapore.
  - Advised **JPMorgan Greater China Property Fund Cayman Master, L.P.** in its acquisition of a 70% stake from a local listed investor in three hotel properties in Hong Kong under development at the time; The Jervois, Twenty One Whitfield, and 99 Bonham.
  - Acted for **JPMorgan Real Estate Fund** and **National Electronics Holdings Limited** in the disposal of their equity interest and related shareholder's loan in a BVI company, Mercato Group Limited, which indirectly owns Twenty One Whitfield for a consideration of HK\$395 million.
  - Advised **Kien A Corporation** on the structure and negotiation of documentation in respect of the Hyatt Regency project in Danang comprising a luxury Hyatt Regency hotel with branded residences.
  - Acted for **LaSalle Asia Opportunity II SARL** in the sale of Novotel Hotel on 348 Nathan Road in Kowloon, Hong Kong.
  - Advised Limetree Capital Partners on the development of a hotel cum residential development project on a number of land sites in Cam Ranh Bay and Nha Trang, Khanh Hoa Province, Vietnam.
  - Advising **Ocean Park Corporation** on the town planning and construction aspects of its tenders for the development of two hotels. The contract for the Hong Kong Ocean Park Marriott Hotel was awarded to the Lai Sun Group in May 2014.
  - Acted for **ONYX Hospitality Group** (Amari Hotels and Resorts Co. Ltd.) in its acquisition of the Shama Group which is a leading provider of boutique serviced apartments in Hong Kong with 13 operational properties in Hong Kong, Shanghai, Dalian and Bangkok.
  - Advised **OPIC** as lender in the construction of a \$100 million hotel in Baghdad.
  - Advised a **private equity real estate investment group** in the HK\$500 million sale of Leading Brand Holding Limited to Prosper Harvest Investments Limited, subsidiary of joint venture established by Regal Hotels International Holdings Limited and Paliburg Holdings Limited.
  - Acting for **Shun Tak subsidiary Artyzen Hospitality Limited** on a joint venture with citizenM to develop the citizenM brand across Asia.
  - Acted for a **Singaporean fund** in relation to the proposed financing of hotels and resorts in Phuket, Thailand with a facility up to US\$25 million granted to a company incorporated in Hong Kong which is a holding company of several companies in Thailand.
  - Advised **Supreme Key Limited**, a joint venture between a foreign investment corporation and Pioneer Global Group Limited, in the US\$938 million purchase of InterContinental Hong Kong by the way of share acquisition from the Hotel's current owner and management company, InterContinental Hotels & Resorts Group.
  - Advised **Swire Properties** on the acquisition of 762,251 sq. ft. of land in Daci Temple Area, Jinjiang District, Chengdu for RMB 2,002.88 million; the proposed development will comprise a premium shopping centre, a boutique hotel, serviced apartments and an office tower. Advised **Swiss-Belhotel International Limited** on the acquisition of shares in a hotel and resort investment project to be developed in Quang Nam Province, Vietnam.
  - Acted for **VinaCapital** on a US\$100 million to US\$150 million resort development in Central Vietnam.

# Key Individuals

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## About Mayer Brown

Mayer Brown is a global legal services provider advising clients across the Americas, Asia and Europe. Our geographic strength means we can offer local market knowledge combined with global reach. We are noted for our commitment to client service and our ability to assist clients with their most complex and demanding legal and business challenges worldwide. We serve many of the world's largest companies, including a significant proportion of the Fortune 100, FTSE 100, DAX and Hang Seng Index companies and more than half of the world's largest banks. We provide legal services in areas such as banking and finance; corporate and securities; litigation and dispute resolution; antitrust and competition; US Supreme Court and appellate matters; employment and benefits; environmental; financial services regulatory and enforcement; government and global trade; intellectual property; real estate; tax; restructuring, bankruptcy and insolvency; and wealth management.

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