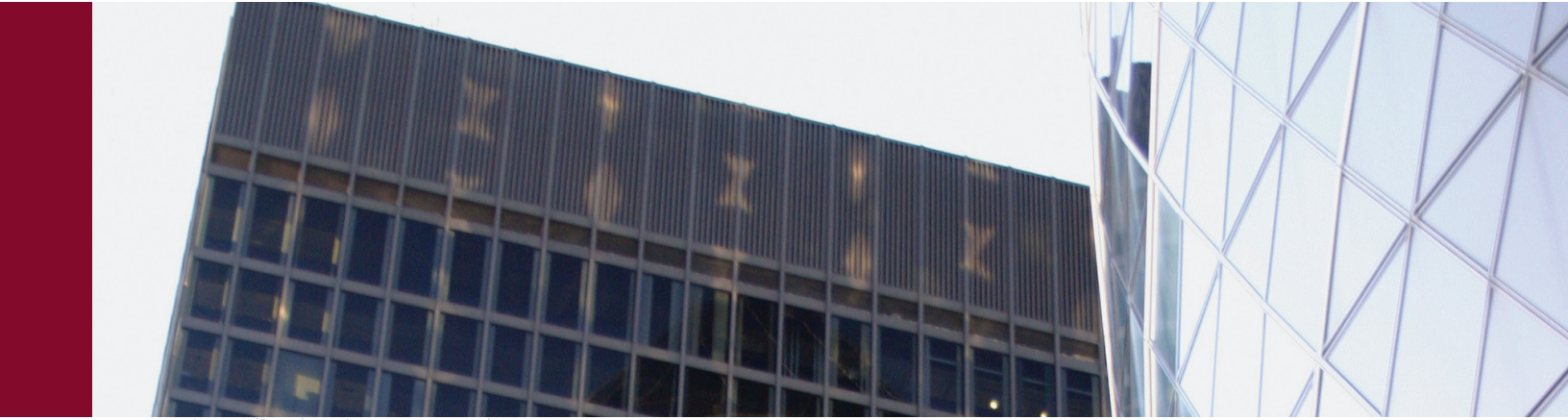


K&L | GATES



## International Real Estate

Kirkpatrick & Lockhart Preston Gates Ellis LLP



# International Real Estate



The K&L Gates global real estate practice. A unified team of 44 real estate professionals in Europe and Asia tackling the most challenging international real estate transactions, backed by our national real estate group in the U.S. and our European, Asian and American colleagues in corporate, tax, finance, construction, environmental, planning and zoning. Bringing to bear on your transaction or investment a depth of knowledge and experience, a broad web of relationships and the efficiency and responsiveness of a single law firm. Having the ability to structure and execute the closing of your investment, represent you in financing a new venture, negotiate your new lease or guide you in your ground-up development project.

Your company needs a new office in London, a new distribution facility in Germany and a sales office in Beijing. Significant opportunity for your investors in German retail property portfolios and Hong Kong office buildings are feasible. The London capital markets offer the most attractive terms for financing your real estate investments in the EU. Investors seek yields and diversification that require foreign real estate investments. Are you currently prepared to execute a global strategy?

Questions and risks. How do I structure an investment in UK or German real estate? How does an American company lease real estate in China? How will we minimize transfer and gains taxes and permit advantageous repatriation of profits while minimizing exposure and satisfying the capital markets? How do I complete timely and effective due diligence on the assets? Who has the local on-the-ground knowledge to understand the markets, the law and the regulators, guide the transaction to a close and help us finance and operate the assets?

## Asia

K&L Gates has offices in Beijing, Hong Kong and Taipei. Our Asian real estate team advises private and corporate investors, listed companies and financial institutions on Greater China real estate and related financing transactions. Our real estate experience covers acquisitions, development, conversion, leasing, property management, property holding re-structuring and financing. Our Asian real estate team also advises companies and investment and merchant banks on real estate issues in relation to IPOs and mergers and acquisitions.

Some recent transactions include:

- Handling the development and financing of a multi-use planned community in Shanghai.
- Negotiating the formation of a joint venture to develop office, retail and industrial properties in China.
- Representing foreign lenders in development loans to real estate projects in China.
- Performing due diligence on behalf of foreign investors in development projects in China.
- Representing a U.S. title company in providing escrow and title services in China.
- Reviewing office and retail leases in China.
- Negotiating hotel and property management contracts in China for owners with Ritz-Carlton Hotel and Apartments and Grand Hyatt Hotel and for European and U.S. hotel operations with owners.
- Representing Stone Group Holdings Limited in the acquisition of Beijing Cloud & Water Villa Resort Co. Ltd, which has rights over 30 square kilometers of land in Beijing.
- Representing the purchaser in the acquisition and financing of a serviced apartment building in Hong Kong, including all related regulatory and licensing issues.
- Advising regarding the public tender and sale of commercial and hotel buildings in Hong Kong.
- Handling the acquisition, conversion, stratification and sale of retail malls throughout Hong Kong.
- Representing the purchaser in acquiring hotels in Macau.
- Representing a client in obtaining a grant of a casino and gaming concession by the government of Macau.
- Advising a regional real estate management and servicing company with over US \$7 billion of assets under management.

# United Kingdom

Our London real estate team of 32 real estate professionals offers one of the premier real property practices in the UK. Our London real estate lawyers focus on investment transactions, finance, representation of corporate tenants, and development projects with a strong emphasis in representing property funds in single asset and portfolio acquisitions and dispositions and representing lenders in funding real estate acquisitions in the UK and throughout Europe. The team is experienced in structuring UK and European real estate investments for American investors and in representing U.S. corporations in their UK and European real estate needs. Funding for European real estate assets frequently emanates from London under documents governed by English law, wherever the assets are located, and our team is experienced in structuring and closing these financings. We have considerable experience in London in acting for offshore entities, i.e., JPUTs, BVI companies, Liechtenstein Anstalts, Dutch BVs, Luxembourg Sarls, etc., and many of the larger UK real estate investments are now administered from the Channel Islands. Our experience extends to all necessary structuring and tax-related advice. The team collaborates closely with our Berlin office on the acquisition or financing by UK purchasers or lenders of German real estate assets, and has long-standing relationships with local counsel in other European nations for transactions in those countries.

Some recent investment and financing projects undertaken in London include:

- Acting for CBRE Realty Trust, an American REIT in the acquisition of a building in Coventry.
- Acting for a U.S. real estate investment company on a €500 million real estate investment with Goldman Sachs and others in France and Holland.
- Acting for Liechtenstein Anstalt on the sale of a Liechtenstein AG to a Dubai entity, and subsequently acting for Liechtenstein entity under its new ownership. The sole asset of the entity is a well known office building in Central London valued at over £300 million.
- Acting for First London European Properties Sarl in setting up a structure of Luxemburg companies as its vehicle for investment acquisitions in Germany.
- Acting for Grande Group, based in Singapore on the sale of a BVI subsidiary whose sole asset is a freehold building in Central London.
- Acting for a Singaporean investor in connection with various dealings (through British Virgin Island holding companies) with hotel assets in the UK, including a £50 million working capital and re-finance facility for a hotel in London, and also the sale of a hotel in Birmingham and joint venture development of surplus land.
- Acting for various German banks in connection with loans with respect to UK property assets, but administered and documented from Germany, including Westfälische Hypothekbank (now part of Hypo Real Estate (Dortmund/Munich)), Münchener Hypothekbank (Munich) and IKB Deutsche Industriebank (Düsseldorf).
- Acting for Heron International on the purchase of 50% of Abford House Unit Trust, owner of Abford House, Victoria, London SW1.
- Acting for Overseas-Chinese Banking Corporation on a multi-currency syndicated facility for three Orient Express Hotels in Italy and on a loan against shares in a company owning a Thai hotel company.
- Acting for ABN Amro on a €100 million facility to Dutch borrowers to re-finance the acquisition of German real estate assets.
- Acting for Capmark Bank Europe Plc on a large number of facilities relating to the acquisition or the re-financing of German real estate assets (14 engagements in the last six months) totaling over €450 million in debt.

# Germany

The Berlin real estate team consists of 11 lawyers in a comprehensive German real estate practice, including acquisitions, dispositions, leasing, finance and development throughout Germany. All are fluent in English and work seamlessly with our UK and American offices. The group represents international investors and banks, primarily American and English, in German real estate investments, and is experienced in providing transaction structuring advice, due diligence services and overall transactional representation for those investments. The Berlin team also maintains long-standing relationships with local counsel and other real estate professionals in other European countries, particularly in Eastern Europe. Some recent projects undertaken by our lawyers in Berlin include:

- Representing Strategic Value Partners in an investment in a retail portfolio in Germany (€100m).
- Advising a fund on various portfolio acquisitions totaling €570 million.
- Advising a fund on a range of real estate acquisitions totaling €170 million.
- Advising a fund on the acquisition of a shopping centre (€30 million).
- Representing Fortis Private Real Estate in the acquisition of a Ramada Hotel in Berlin.
- Advising London-based lenders such as ABN AMRO Bank, Capmark Bank Europe, Citibank and Lloyds TSB Bank in financing German real estate investments.

## How can we help you?

We would be pleased to discuss with you the ways in which our international real estate practice can guide you in navigating the opportunities and risks of overseas real estate transactions. Our European and Asian offices are uniquely positioned to help your company compete in the dynamic global economy.

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# K&L | GATES

K&L Gates comprises approximately 1,400 lawyers in 22 offices located in North America, Europe and Asia, and represents capital markets participants, entrepreneurs, growth and middle market companies, leading FORTUNE 100 and FTSE 100 global corporations and public sector entities. For more information, please visit [www.klgates.com](http://www.klgates.com)

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