

WELCOME TO ADVANT 欢迎来到昂帆

We guide you through European market entry 我们为您进入欧洲市场提供引导 April 2023 | 2023年4月



INTRODUCTION 介绍



ADVANT AT A GLANCE - 昂帆概览

- A **distinctly European** law firm association
- 一家旗帜鲜明的欧盟律师事务所联盟
- **600+ professionals**, including 145 equity partners 拥有超过600名专业人士,包含145名权益合伙人
 - Three member firms in Europe's largest markets: ADVANT Beiten (Germany),
- ADVANT Altana (France) and ADVANT Nctm (Italy)
 欧洲最大市场中的三家成员律师事务所:昂帆百达(德国)、昂帆Altana(法国)和昂帆安启建(意大利)
- Global reach through **14 offices** across Europe and beyond, including Beijing and Shanghai 通过在欧洲和其他地区的14个办事处实现全球覆盖网络,包括北京和上海
 - Best-in-class advice to both corporates and strategic investors in Europe as well as across
- continents 为企业和战略投资者提供顶尖的法律咨询 – 在欧洲以及各大洲均是如此

OUR TRANSACTION EXPERTISE – 我们在交易方面的专长

WHAT SEPARATES US FROM OTHERS 我们的与众不同之处

- Approx. **200 M&A transactions** over the last 12 months both buy side and sell side 在过去12个月中,进行约200个并购交易 包含买方和卖方的代理
 - Strong midmarket focus and deep understanding of daily business and corporate culture
- facing potential targets高度关注中型市场,深入了解潜在目标所面临的日常业务和企业文化
 - **Dedicated China desk** with decades of experience, broad sector knowledge and reliable
- contacts both on personal and professional level
 专门设立的中国业务部拥有数十年的经验、广泛的行业知识以及可靠的个人和专业联系

THE GO-TO EUROPEAN ALLIANCE - 启航欧洲的联盟

FROM A CHINESE POINT OF VIEW: THREE MAJOR REASONS FOR CHOOSING ADVANT 从中国的视角出发:选择昂帆的三大理由

Our team are experienced industry experts. We don't waste time learning the ropes. So you can concentrate on the business.

- 我们的团队由经验丰富的行业专家组成。我们不会在了解行业规矩上浪费时间,因此您只需要专注于业务本身。
- We speak the language of owner-managed companies like no other law firm and have advised on numerous transactions with foreign participation.
- 我们能够与业主自身管理的企业以其使用语言进行交流,并且已经为许多有外资参与的交易提供了咨询建议,这是其他律师事务所不具备的。
- We get the deal done. We provide solutions when we identify a problem rather than just point out the risks. Our goal is to move your business forward.
- 我们力求完成交易。当发现问题时,我们能够向您提供解决方案,而不是仅仅指出风险。我们的目标是推动您的业务发展。

OUR SELECTED CHINESE CLIENTS - 我们的中国客户精选

































OUR SELECTED CHINESE CLIENTS - 我们的中国客户精选









CHANGHONG



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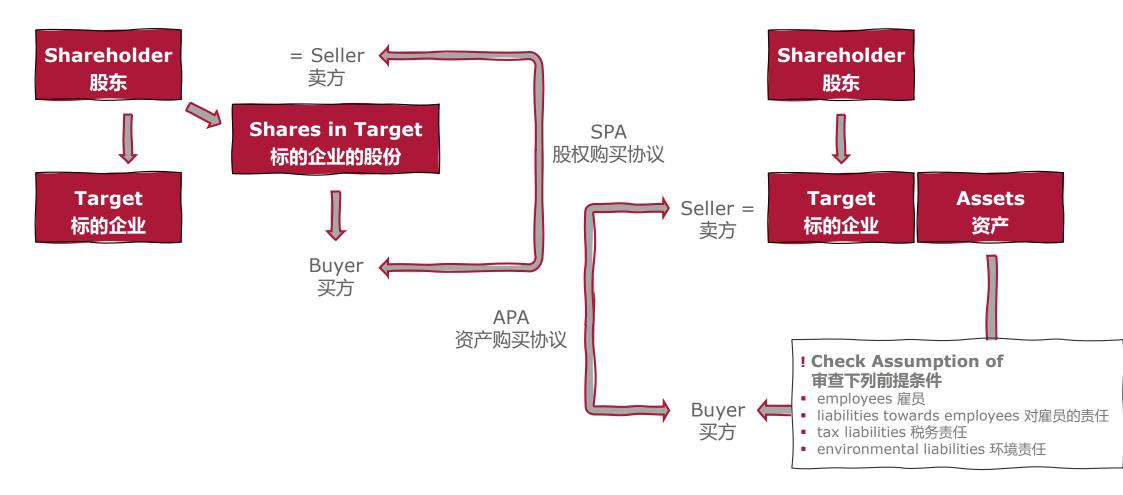
LEARNING FROM EXPERIENCE: M&A PROCESS

从经验中学习:

并购流程



OBJECT OF PURCHASE - 收购对象



LETTER OF INTENT (1) - 意向书

- Parties 合同方
- Object of transaction (shares/assets)
 交易对象(股权/资产)
- Possible purchase price (under condition that certain expectations of the buyer are met)
 or calculation formula, outline of purchase price adjustment
 可能的收购价格(在满足买方某些期望的条件下)或计算公式,购买价格调整的概要
- Outline of major points of the contemplated transaction including ancillary agreements 拟进行的交易的要点概述,包括附属协议

LETTER OF INTENT (2) - 意向书

- Due diligence process 尽职调查流程
- Timelines for transaction considering foreign direct investment control, merger clearance and Chinese approvals 考虑到外商直接投资审核、合并审核和中国政府审批的交易时间表
- If contemplated: taking out W&I insurance (可纳入考虑) 办理交易的保证与赔偿保险
- Confidentiality 保密性
- Exclusivity (if applicable) 独家性 (如使用)

LETTER OF INTENT (3) - 意向书

- Costs of proceedings (break-up fee as the case may be)
 - 诉讼费用(视情况而定的分手费)
- Applicable law and dispute resolution

 (arbitration or state courts, country, language)
 for LoI and Purchase Agreement
 意向书和收购协议的适用法律以及争端解决方式(仲裁或法院、国家、语言)
- Language of Purchase Agreement 收购协议的语言

Practical Advice 实务建议

The LoI should be drafted with care as it is often difficult to request major changes (e.g. inclusion of a guarantor for Seller's obligations) in subsequent negotiation 应谨慎起草意向书,因为在随后的谈判中,通常很难要求进行重大修改(例如为卖方的义务加入担保人)

Important 重点

- Definition of binding and non binding stipulations
 有约束力和无约束力规定的定义
- Risk: pre-contractual liability

风险:缔约责任

DUE DILIGENCE (1) - 尽职调查

Buyer interest - 买方的利益

- Well equipped VDR 设立完备的虚拟数据库
- Comprehensive DD 全面的尽职调查
- Time to also understand local legal framework –
 还需要了解当地的法律框架
- In case of missing or incomplete information: warranty or indemnity – 在信息缺失或不完整的情况下: 保证或赔偿

Seller position - 卖方立场

- Small and medium sized companies: poor organisation of documents, oral agreements, ...
 中小型公司:文件保管瑕疵、口头协议等
- Protection of sensible information 敏感信息 的保护
- Quick process 快速流程
- Only limited warranties and indemnities
 仅提供有限的保证和赔偿

DUE DILIGENCE (2) - 尽职调查

Recommendations - 建议

- Define focus of DD 界定尽职调查的重点
 - Value drivers 价值驱动因素
 - Check carefully IP rights as initial impression may not correspond to legal situation 对知识 产权进行谨慎审查,因为最初的印象可能与实际法律状况不相符
 - Verify GDPR and if applicable ESG compliance 验证《一般数据保护条例》,若使用,还应审核环境、社会和治理方面的合规
 - Employee regulations 雇员规定

DUE DILIGENCE (3) - 尽职调查

Recommendations - 建议

- Bridge the gap: disclosure in tranches or to third-party experts 弥补差距: 分批披露或向第三方专家披露
- Communicate early what is missing (W&I insurance also relies on DD)
 尽早对缺失的内容进行沟通(保证与赔偿保险也依赖于尽职调查的结果)

NEGOTIATION - 协商



In general, IN EU DEALS, higher fall out of Chinese negotiation than western negotiation 总体而言,在欧盟范围的交易中,中方谈判的失败率高于西方谈判

Suggestions: 建议:

- Establish a trust relationship 建立信任关系
- Precise planning 精确的项目计划
- Start with a LOI/MOU, NOT with a full agreement 从意向书(或备忘录)开始,而言完整的协议
- Good communication: language and clarity 良好的沟通:语言和清晰的内容
- Clarify decision making process 互换决策过程中的信息

- Negotiation: Top-down approach 协商:根据协商事宜的重要性程度进行安排
- Investment approval process 投资审批流程
- Local M&A practice and standards 当地的并购实务操作和标准
- Keep the EU seller(s) involved 始终使欧洲卖方(即使在收购后也)与标的公司保 持联系

NEGOTIATION - 协商

Acquisition agreement 收购协议

- Key contents 主要内容
- Warranties and representation and letter of disclosure 保证与陈述和披露函
- Conditions precedente (ODI approval, antitrust)
 前提条件(境外投资备案、反垄断)

Shareholders' agreement 股东协议

- Understand your legal rights and duties
 了解您的权力和义务
- Local corporate governance ("republican companies", remote control)
 当地公司治理("共和企业"、远程管理)
- Exit provisions退出条款

Completion issues 完成事宜

- Notarisation and registration
 公证与注册
- Legalization or apostille (Hague Convention)
 双认证或海牙认证
- Prepare in time 及时准备

NEGOTIATION: SUMMARY - 协商: 总结

WHAT YOU NEED FOR A SUCCESSFUL EU M&A PROJECT: 成功在欧盟市场进行并购项目的关键:



YOUR DEDICATED CONTACTS 您的专属联系人



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with a particular focus on the relations between Italy, interests in China and Chinese businesses active in Europe. Arbitration Center and the Shenzhen International Arbitration Court.

尤其涉及意大利、中国和香港之间的交易。他为在中国有投资的意大 利公司和在欧洲活跃的中国企业提供法律协助。杨慕华律师也是上海 国际仲裁中心和深圳国际仲裁庭的仲裁员。

Hermes mainly deals with Mergers & Acquisitions, Insa is Partner at ADVANT Beiten in Munich and a member Lukas is a legal counsel at ADVANT Beiten's Munich office commercial and corporate law and Litigation & Arbitration, of the Corporate/M&A practice group. She advises national and international clients on mergers and acquisitions and China and Hong Kong. He assists Italian companies with private equity transactions. She has many years of experience with complex, especially cross-border Hermes is a panel arbitrator at the Shanghai International transactions. In addition to her focus on the mobility sector, Insa has particular expertise in the renewable energy and telecommunications sectors.

杨慕华的业务领域主要包含企业并购、商业和公司法以及诉讼与仲裁,穆勒是昂帆百达律师事务所慕尼黑分所的合伙人,也是企业/并购业 务组的成员。她为国内和国际客户提供企业并购以及私募股权交易方 面的咨询。她对于复杂的,特别是跨国交易方面累积了多年的实务经 验。除了专注于交通领域,Insa在可再生能源和电信领域也有特别 的专长。

and member of the China Practice. He focuses on advising Chinese companies about their market entry and business activities in Germany, Furthermore, he advises German companies on their activities in China.

于璐是昂帆百达律师事务所慕尼黑分所的法律顾问, 同时也是中国业 务部的成员。他专注于为中国企业在德国的市场进入和开展商业活动 提供咨询。此外他也为德国公司在中国的从事经营活动提供咨询。

INCREASING FDI SCRUTINY 日益增强的外商直接投资审查



OVERARCHING EU-WIDE FRAMEWORK FOR FDI CONTROL -欧盟范围内外商直接投资审核的总体框架

OPERATED BY EU MEMBER STATES 由各欧盟成员国进行运作

- FDI Screening Regulation in force since October 2020 《欧盟外商直接投资审查条例》自2020年10月生效
- European Commission screened more than 800 transactions and issued opinions on some three percent of cases 欧盟委员会对800多宗交易进行了审查,并对大约3%的案件发表了意见
- Ultimate decision on prohibition or remedies lies with EU Member States 关于交易禁止或补救措施的最终决定权在各欧盟成员国手中

NEW ADDITIONAL INSTRUMENT - 新增的附加工具

LOOKING AT SUBSIDIES PROVIDED TO ACQUIRORS AND BIDDERS – 对提供给收购者和竞标者的补贴进行审查

M&A 并购

- FSR for Foreign Subsidies Regulation will enter into force in October 2023 《欧盟外国补贴条例》将于2023年10月生效
- Financial contributions by state sponsors of more than 50 million EUR 收到国家的财政捐助超过5000万欧元
- Financial contributions have to be notified and will be scrutinized 必须对该财政捐助进行申报,并将对其进行审查
- Pending the review the merger or acquisition may not go ahead 在审查出结果之前,可能无法完成并购交易

Public Tenders 公开招标

- Financial contributions of more than four million EUR per country will be scrutinized in public tenders with a value of more than 250 million EUR
 - 在价值超过2.5亿欧元的公开招标中,金额超过400 万欧元的财政捐助将受到严格审查
- Lower thresholds apply in certain cases 在个别案件中可能会适用较低的门槛

UPCOMING CONTROL OF OUTBOUND INVESTMENTS? - 即将到来的境外投资审核?

- The USA are working on a mechanism to review outbound investments 美国正在制定一个对外投资的审查机制
- US Departments of Commerce and Treasury have issued reports 美国商务部和财政部已发布了报告
- Now we hear that the European Commission and Member States consider similar approaches

有消息说目前欧盟委员会和成员国也在考虑类似的方法

OVERVIEW OF EU FOREIGN INVESTMENT SCREENING REGULATION - 欧盟外国投资审查法规概述

Regulation (EU) 2019/452

欧盟2019/452号法规

Framework for FDI screening in EU Member States

欧盟成员国的外国直接投资审查 框架 Cooperation and information exchange

合作与信息交流

FACTORS TO CONSIDER FOR FDI SCREENING – 外国直接投资审查应考虑的因素

Critical infrastructure

关键基础设施

Critical technologies

关键技术

Sensitive information

敏感信息

Freedom and pluralism of the media

媒体的自由与多元化

Security of supply of critical inputs

关键输入的供应安全

NATIONAL LAWS AND REGULATIONS - 国家法律法规

Vary among EU Member States

在欧盟成员国之间有所不同

Types of investments, transactions, and investors caught

涉及的投资类型、交易和投资者

Specific rules for certain foreign investors

针对特定外国投资者的具体规则

Local nexus requirements

地方关联要求

Conditions and thresholds

条件和门槛

ITALY SPECIFIC SCREENED SECTORS - 审查筛选的具体行业

Technology-intensive

技术密集型

Electronic communications with 5G technology

5G技术的电子通信

Healthcare

医疗健康

Pharmaceuticals

制药

Agribusiness

农业综合业

Finance (including credit and insurance sectors)

金融 (包括信贷和保险部门)

Hydrocarbons

碳氢化合物

INVESTMENTS AND TRANSACTIONS - 投资和交易

- Resolutions, acts or transactions that change ownership, control or availability of assets 改变所有权、控制权或可得性的决议、行为或交易
- Establishment of a company 设立公司
- Intra-group transactions 集团内部交易



ADVANT Altana | Beiten | Nctm

ITALY SPECIFIC THRESHOLDS- 具体门槛

New thresholds for non-EU acquirers have been set from 2020. 自2020年起,对非欧盟的收购方设定了新的门槛



15 %; 20 %; 25 %; 50%

More than 10% of a share of voting rights or an equity interest (+ 1 million Euros of investment)
超过10%的投票权股份或股权 (并且估值超过100万 欧元)



NON-EU ACQUIRERS – 非欧盟收购方的门槛

How can non-EU entities be identified?

如何识别非欧盟实体?



Nationality or place of establishment of the ultimate investor or parent company. It does not matter whether the company's registered address, place of management or principal place of business is in the EU 最终投资者或母公司的国籍或设立地。公司的注册 地址、

管理地或主要营业地是否在欧盟境内并不重要

DISCUSSION: THE IMPLEMENTATION OF THE SCREENING REGULATION IN ITALY, FRANCE AND GERMANY

讨论:

该审查条例在意大利、法国和德国的实施情况



SUBSTANCE - 本质

- **1.** What kinds of foreign investments, foreign investors and transactions are caught? Is the acquisition of minority interests caught? Is internal re-organisation within a corporate group covered? Does the law extend to asset purchases? Does the law extend to incorporations? 哪些类型的外国投资、外国投资者和交易会受到影响?收购少数股权是否受影响? 公司集团内部的重组是否包括在内?法律是否延伸至资产购买?法律是否适用于公司的成立?
- **2.** Are there specific rules for certain foreign investors (e.g. non-EU/non-WTO), including state-owned enterprises (SOEs)?

对于特定的外国投资者(如非欧盟/非世贸组织),包括国有企业,是否有具体的规则?

SUBSTANCE - 本质

- **3.** Is there a local nexus requirement for an acquisition or investment? If so, what is the nature of such requirement (existence of subsidiaries, assets, etc.)? Are indirect acquisitions of local subsidiaries and/or other assets also caught? 收购或投资是否有当地关系的要求?如果有,这种要求的性质是什么(存在子公司、资产等)?对当地子公司和/或其他资产的间接收购是否也受到限制?
- **4.** What conditions must be met for the law to apply? Are there any monetary or market share-based thresholds?

适用该法律的前提条件是什么?是否有任何货币或基于市场份额的门槛?

PROCEDURE - 流程

1. Is there a 'standstill' provision, prohibiting implementation pending clearance by the authorities? What are the sanctions for breach of the standstill provision? 是否有一个 "停滞"条款,禁止在行政当局批准之前完成交易?对违反该停滞规定的行为有什么制裁?

2. Is there a filing deadline and what is the timeframe of review in order to obtain approval? Is there a two-stage investigation process for clearance? On what basis will the authorities open a second-stage investigation?

针对审批是否有申报期限,如有,审查的时间框架是什么?审批是否为两个阶段的调查过程?行政当局会根据什么来展开第二阶段的调查?

PROCEDURE - 流程

3. Are there any sanctions for not filing (fines, criminal liability, invalidity or unwinding of the transaction, etc.) and what is the current practice of the authorities?

若未进行申报是否有任何制裁(罚款、刑事责任、交易无效或撤销等),政府当局目前的做法是什么?

4. What are the main evaluation criteria and are there any guidelines available? Do the authorities publish decisions of approval or prohibition? How is commercial information, including business secrets, protected from disclosure?

主要的评估标准是什么,是否有任何指导方针?政府当局是否公布批准或禁止的决定?如何保护商业信息,包括商业机密不被泄露?

TRENDS AND RECENT DEVELOPMENTS - 趋势和最新发展

1. What is the recent enforcement practice of the authorities and have there been any significant cases? Are there any notable trends emerging in the enforcement of the FDI screening regime? Statistics?

政府当局最近的执法实践是什么,是否有任何重大案件?在执行外商直接投资审查制度方面是否出现了明显的趋势?统计数据?

2. Are there any current proposals to change the foreign investment review policy or the current laws?

目前是否有任何对外商投资审查政策或现行法律进行修改的提案?

YOUR DEDICATED CONTACTS 您的专属联系人



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Christian is Partner at ADVANT Beiten's Berlin office and Laura specializes in Chinese law, Company Law, Contract Lelu is Senior Associate at ADVANT Beiten's Berlin office member of the Corporate/M&A practice group. His area of Law, IPR and Food Safety. She is part of the China Desk of expertise comprises mergers & acquisitions, private equity Nctm. She advised many Italian companies for the Chinese and alternative investments. He advises national and market and major Chinese enterprises in Italy. international clients on cross-border M&A transactions and joint ventures.

冯蔚豪博士是昂帆百达律师事务所柏林办事处的合伙人, 也是公司/ 并购业务组的成员。他的专业领域包括并购、私募股权和另类投资。 他为国内和国际客户提供跨国并购交易和合资企业方面的咨询。

罗兰花的专长是中国法、公司法、合同法、知识产权和食品安全。她 是昂帆安启建中国业务部的成员。她为许多意大利公司的中国市场和 在意大利的主要中国企业提供咨询。

and member of the Corporate/M&A practice group and the China Practice. She particularly advises national and international clients on transactions, restructuring, greenfield projects as well as commercial law. Her practice also includes advising Chinese companies and investors on their market entry and business activities in Germany.

李乐璐是昂帆百达律师事务所柏林办公室的资深律师, 也是公司/并 购业务组和中国业务组的成员。她特别为国内和国际客户提供交易、 重组、绿地项目以及商法方面的咨询。她的业务还包括为中国公司和 投资者在德国的市场进入和商业活动提供咨询。

GREENFIELD PROJECT FOR CHINESE COMPANIES

中国企业的绿地投资项目

COMMON PROCEDURE OF A GREENFIELD PROJECT AND RELEVANT PRACTICE GROUP INFORMATION

绿地项目流程及相关业务组信息



PROJECT OVERVIEW - 项目流程概览

TIME FRAME; FROM DECISION-MAKING TO START OF OPERATIONS: 3-6 YEARS

时间线一从做出决定到开始运营: 3至6年









DECISION 决定

- Corporate objective 营业范围
- Location 地点

PLANNING 计划

- Establishing a
 Team of Advisors
 (Legal, Technical,
 Tax)
 选择服务团队 (法律
 技术、税务)
- Set up of a Corporate Entity 设立公司主体

EXECUTION 执行

- Acquisition of Real Estate 购买不动产
- Planning and authorization process 规划和审批过程
- Construction process 建筑过程

OPERATION 运营

- Equipment 机器设备
- Personal 人员
- Operating permits 运营许可
- Corporate governance 企业治理

MATTERS TO BE CONSIDERED - 注意事项



- shareholding structure 持股结构
- capital 资金
- public perception 公共认知
- governance 治理
- decision and representation powers –决定权和代表权
- supervisors 监督 (监事)
- setup formalities 设立手续

ENVIRONMENTAL LAW (1) - 环境法

 Our environmental law experts advise on any approval procedures as well as the sale and purchase of companies, facilities and real estate, and on the acquisition, establishment and operation of commercial and agricultural companies. We develop commercial solutions, often in close co-operation with the relevant authorities, environmental consultants, technical advisors and architects.

我们的环境法专家能够对所有的审批程序以及公司、设施和不动产的买卖,以及商业和农业公司的收购、建立和运营提供咨询建议。我们长期与有关当局、环境顾问、技术顾问和建筑师开展紧密合作,为客户制定商业解决方案。

ENVIRONMENTAL LAW (2) - 环境法

• We identify and evaluate the risks of liability associated with contaminated sites, including soil or ground water pollution, and determine the financial and other obligations under the relevant regulation, e.g. for emissions, waste disposal and sewage, from building pollutants or from the use of hazardous materials. Our team is well-versed at drafting contracts which clearly allocate any identified risks in of our clients' best interests. 我们会识别和评估与污染场地相关的责任风险(包括土壤或地下水污染)并确定相关法规规定的财政和其他义务,例如对排放物、废物处理和污水、建筑污染物或危险材料的使用。我们的团队专长于起草合同,明确分配任何已识别的风险,以维护客户的最佳利益。

ENVIRONMENTAL LAW (3) - 环境法

AT A GLANCE 概览

- Plant approval procedures
 工厂审批程序
- Compliance, including with future legal requirements 合规,包括遵守今后的法律要求
- Waste disposal, sewage collection and treatment 废物处理、污水收集和处理
- Defence against measures taken by authorities, such as retroactive conditions, site closures and reconstruction orders 对政府当局采取的措施进行辩护,如追溯性条件、场地关闭和重建令等
- Public law contracts with authorities, e.g. reconstruction agreements 与政府当局签署的公法合同,如重建协议

ENVIRONMENTAL LAW (4) - 环境法

AT A GLANCE 概览

- Enforcement of recourse claims
 追索权的强制执行
- Emissions trading 排放权交易
- Conservation law 保护性法律
- Industry requirements, e.g. REACH Regulation, WEEE Directive, RoHS Directive/ElektroG (Electrical and Electronic Equipment Act), Battery Act, Packaging Ordinance 行业要求,如化学品注册、评估、许可和限制的法规、欧盟关于废弃电子电气设备的指令、在电子电气设备中限制使用某些有害物质指令/电子电气设备法、电池法、包装条例。
- Defence against intrusive projects, e.g. emitting facilities in the neighbourhood 对于预性项目的防御,例如附近的排放设施

ENVIRONMENTAL LAW - 环境法

Odours 异味 Noise 噪音 Power 电力

Sewage discharge/treatment 污水的排放和处理



Waste 废品

Groud water contamination 地下水保护

Ground contamination 地表污染

Water supply 水利供应

ENERGY LAW - 能源法

- Connection to the energy infrastructure (grid)
 能源基础设施 (电网) 的连接
- Negotiation with grid operator on capacity and on enhancement of the grid 与电网运营商就容量和加强电网的问题进行谈判
- Regulatory implications in the event of sharing energy infrastructure or selling energy
 在共享能源基础设施或出售能源的情况下的监管问题
- analysis of potential energy subsidies
 对潜在能源补贴的分析

SUBSIDIES FOR GREEN -/BROWN-FIELD INVESTMENT

绿地投资(创建投资)/褐地投资(跨国并购)的补贴



Potential Subsidies

(usually a combination of EU, national and regional funds)
潜在的补贴



Regional aid

(Joint Federal Task)

区域性的补助 - 改善区域经济

结构 (联邦联合任务)



Decision on regional level

R&D aid

(Program to be defined)

研发与创新援助

(方案待定)



Decision on state level 在联邦层面的决定

Define relevant measure 界定相关的措施

- Analysis of possible measures on regional, state and EU-level 分析国家、联邦和欧盟层面的可能措施
- Obtain political backing 获得政治上的支持
- Coordination with authorities "fitting the investment into the program"
 - 分析国家、联邦和欧盟层面的可能措施

Define competent authority 界定主管的部门

- Coordination with relevant authority on working level 在工作层面上与有关当局协调
- Preparation of formal filing documents 准备正式的申报文件
- Dealing with claims of competitors
 处理竞争对手的申诉

Compliance with conditions 遵守条件

- Understand and comply with conditions for spending subsidies and avoid claw-back 理解并遵守支出补贴的条件,避免出现拿回扣的情形
- Procurement law can apply when choosing contractors
 选择承包商时可能会适用政府采购法

BUILDING AND PROPERTY LAW - 建筑和财产法

Drafting and Negotiation of Lease Agreements 租赁协议的起草和谈判

- Offices, manufacturing, retail, hotels, logistics etc. 办公室、制造业、零售业、酒店、 物流等
- Commercial Lease Law, Tax Law
- 商业租赁法、税法

起草地产代理协议、独家代理和分销协议

Drafting of Estate Agent Agreements, Sole Agency and Distribution Agreements 居间法

Brokers' Law

Sale/Purchase 销售/购买 架构, Structuring, Asset-/Share-Deal 资产/股权交易

- Due Diligence 尽职调查
- Contractual negotiations, Real Estate
 Law, Corporate Law, Tax Law
 合同谈判不动产法、公司法、税法



Notary Services / 公证处服务



Tax Compliance / 税务合规



Litigation / 诉讼 Mediation / 调解 Arbitration / 仲裁 Enforcement / 执行



• Defects, delay, acceptance, warranty, remuneration etc. 缺陷、延迟、验收、保证、报酬等。
Private Building and Architects' Law 私人建筑和建筑师法

Legal Assistance with Project and Land Development and Building Permit Procedure 项目和土地开发及建筑许可程序方面的 法律援助

Public Building and Planning Law 公共建筑和规划法

Contracts of all Parties involved in Construction: 参与建设的所有各方的合同:

- Contractor agreements
 (single contract award,
 general contractor)
 承包商协议(单一合同授予,总承包商)
- Architectural contract etc.
 建筑合同等。

Private Building and Architects 'Law, Procurement Law (if applicable)

私人建筑和建筑师法和政府采购法 (若适用)



FULL RANGE OF SERVICES - 全方位服务

Inter-company Agreements 企业内部协议

Compliance Policy 合规政策 General terms 格式条款

Employment / Service Contract 劳动/服务合同

Incorporation Law 公司法 Data Protection 数据保护

Commercial Agreements 商业合同 Residence Law Issues 居留法事宜

IP Protection 知识产权保护

YOUR DEDICATED CONTACTS 您的专属联系人



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