



华瑞兴律师事务所
United & Way Law Firm

The Power of Teamwork





BRIEF INTRODUCTION

Founded in 2002, United & Way Law Firm has been in providing general legal services with special emphasis on Mergers and Acquisitions, Trust Financing, Deposition of Non-Performing Assets, Hospitality Industry, Foreign Commercial Affairs and Insurance, Foreign-related Construction projects, Construction and Engineering, Real Estate, Infrastructure, Unfinished Building Purchase etc. We have over 30 qualified lawyers with some being bilingual (Chinese, English and/or Japanese, Cantonese) and licensed from overseas. For over a decade, United & Way has been providing professional legal services to numerous clients and earned a first class reputation for its trust-worthy and reliable services.

Our office is over 500 m² and situated in Zhujiang New Town at Suite 1303, Leatop Plaza, 32 East Zhujiang Road, Zhujiang New Town, Tianhe District, Guangzhou, Guangdong, China, which is Guangzhou's new CBD. There' s convenient transportation, beautiful scenery overlooking the Pearl River Delta, modern infrastructure with an elegant style.

CULTURE

Our corporate culture focuses on professional development, brand building, community involvement and continuously maintaining a strong management team. Our principle is to adhere to and uphold the rule of law both domestically and internationally by building a professional, team oriented and comprehensive law firm. Our philosophy is to provide a customized, personal and professional legal services for our clients.

OUR LAWYERS

United & Way Law Firm comprises of an internationalized and specialized team of lawyers, with most of them graduating from prestigious law schools in China and or abroad. A large number of our partners and lawyers have practiced law in the United States, Australia, Germany, Singapore and other international law firms; and have extensive international legal experience. Having studied and worked abroad, our lawyers are highly proficient in foreign-related legal affairs.

United & Way Law Firm has adopted a working mechanism that combines specialization within each team' s framework. Every particular practice group consists of expert partners and experienced associates that work alongside each other; making them an integral part of other teams within the firm which are fully supported whenever and wherever they are needed.

CLIENT RELATIONSHIP

Our clients include multinational corporations namely, large and medium sized state-owned enterprises, private industries, financial corporations, investment funds and government agencies; such as finance, construction, insurance, manufacturing, retail, pharmaceutical & healthcare, education, entertainment and media, infrastructure, public service, energy, mining, telecommunications and advanced technology.

We have established a long term cooperative relationships with relevant Chinese government authorities which has enabled us to quickly recognize and thoroughly understand our clients' needs and requirements. By keeping up to date with the development of China' s Legislation, it has provided us with the most current laws in order to effectively serve our clients legal needs within China' s unique market.

United & Way Law Firm has gained a solid reputation both domestically and internationally through its trust-worthy services over the years. It has become a well-known law firm for overseas construction and engineering projects. In addition, United & Way Law Firm maintains close cooperative relationships with international law firms located in New York, London, Frankfurt, Sydney, Tokyo, Beijing, Shanghai, Hong Kong, Macao along with a number of best-known law firms in China.

CLIENT RELATIONSHIP

PROFESSION AREAS

The Legislative Affairs Office of
Guangzhou City People's Government

PROFESSION AREAS

Our main service areas include :

1. Project and Financing

Our lawyers have accumulated extensive experience in domestic and international financial affairs.

Our services include:

- Banking regulation & compliance
- Import/Export credit facilities and secured transactions
- Syndicated loans
- Project financing, acquisition financing, asset financing
- Financial derivatives
- Local banks introduction of foreign strategic investment
- Foreign banks set up of wholly owned subsidiary banks in China
- Establishment of non-banking financial institutions
- Financing for Chinese outbound investments
- Debt restructuring
- Disposal of non-performing assets
- Insurance

【Successful Cases】

The large scale land and real estate project financing in Guangzhou, Shenzhen, Zhuhai, Foshan and Zhangjiajie, Hunan just to name few.

2. Insurance

We have represented Chinese and foreign companies in establishing the joint-venture insurance companies and transferring equities. At the same time, we have represented a number of famous international insurance groups with their business operations in China.

Our services include:

- Mergers & Acquisitions of insurance companies
- Establishment of representative offices and branches of insurance companies
- Operation of insurance capital (equity and debt investments)
- Design and compliance of insurance products
- Audit
- Daily compliance services
- Insurance litigation

【Successful Cases】

Guangzhou Yilun yonghong Investment Cooperation
Guangzhou Wanbao New World Trade Cooperation
Guangzhou Liancheng Investment Consulting Cooperation
Guangzhou Huanya Water Treatment Cooperation are prime examples.

3. Tax

The Tax Department team of United & Way has extensive knowledge of PRC tax laws and regulations with vast practical experience. With solid professional skills, a diligent work attitude and profound understanding of the clients' needs, we have assisted our clients in accomplishing numerous tax planning challenges and dispute resolution projects.

Our services include:

- Tax-related business consultation for foreign companies in China
- Tax planning for foreign direct investment
- International tax designing for outbound investments of Chinese enterprises
- Tax compliance review or tax due diligence
- Tax services for IPO projects
- Tax advice on non-resident tax issues
- Tax planning on supply chain issues
- Employee incentives and individual income tax services

【Successful Cases】

- Guangdong International Diamond chamber of Commerce
- PELESYS Canada
- Shenzhen Haige Logistics Cooperation

4. Capital Markets & Securities

Lawyers in our capital markets and securities group assist clients in dealing with relevant corporate matters related to equity financing, bond financing, funds, mergers & acquisitions. Additionally, our lawyers also provide long term legal consultation for publicly listed companies.

Our services include:

- Domestic and overseas securities issuance and listing
- Domestic and overseas bond issuance and listing
- Public companies restructuring and reorganization
- Public companies mergers and acquisitions
- Public company governance and compliance
- Listed on the main board, SME board, GEM board and New Third board
- List of equity exchange

【Successful Cases】

- Listing of New Third board of Qizhi Biologic Cooperation
- Listing of New Third board of Kingpan Industry
- Listing of Guangzhou Equity Exchange
- Listing of Shenzhen Qianhai Equity Exchange



5. Corporate Governance & Compliance

United & Way provides clients with comprehensive corporate governance and compliance advice which include employment, environment protection, anti-bribery, government procurement, IPR protection, international trade, personal and confidential information protection. Our corporate governance and compliance team assist clients to reduce or avoid the risks of administrative penalties, civil liabilities, criminal liabilities and other legal risks which may potentially have adverse effects on the clients' businesses, while safeguarding the reputation and brands against copyright infringement.

Our services include:

- Compliance advices
- Compliance review
- Corporate governance
- FCPA investigation
- Anti-commercial bribery investigation

【Successful Cases】

The protection action of shareholders' right to know information

6. Corporate M&A

United & Way Law Firm has vast experience in various domestic and cross-border merger and acquisition (M&A) projects. In recent years, we have participated in many large-scale M&A projects. Our M&A team members include experts from all our service areas; particularly, outbound investments, securities, tax, intellectual property and corporate practice. We have represented investors, target companies, financial advisors and major shareholders in a variety of industries coupled with many types of M&A transactions.

Our services include:

- Spin-offs
- Strategic investments
- Merger and acquisition of equities and assets
- Cooperation restructuring and split-up

【Successful Cases】

Country Garden M&A projects
Australia M&A projects



7. Foreign Direct Investments

United & Way Law Firm has focused on foreign direct investments (FDI) in China since its establishment.

Our services include:

Design of investment structures while conducting due diligence

Establishment of joint ventures, wholly foreign-owned enterprises or other forms of corporate entities for foreign investments

Tax planning and exit strategies

Intellectual property rights protection

Design of corporate governance structure

Foreign exchange affairs

Customs procedure and import/export of equipment and products

Labor and human resources

Registrations and filings with government authorities

Assistance in litigation and arbitration in relation to foreign investments

Ongoing legal and compliance advice to foreign-invested enterprises

【Successful Case】

Capital Tree (Singapore) primary land development in China

8. International Trade

United & Way Law Firm has been extensively engaged in international trade remedy cases, WTO disputes settlement, trade negotiations, customs clearance, and import/ export businesses due to our accurate grasp of the globalization trend; familiarity of the international trade law system, comprehensive understanding of the laws of China and its major trading partners have enabled us to provide the best solutions for our clients who are interested in the international market.

Our services include:

Import /export contract negotiation and drafting

Credit card / telegraphic transfer

Processing quality disputes

Processing bill of lading disputes

Representing industrial interests of enterprises to the relevant governmental authorities

Customs clearance and import/export businesses

【Successful Case】

International trade dispute settlement Chamber of Commerce in Santiago, Chile

Consulate General of Chile



9. Foreign Employment and Collective Negotiation

We regularly provide comprehensive legal services related to labor and employment in multinational companies, financial institutions, large companies and trade organizations.

Our services include:

Establishment and termination of employment relationships

Formulation and implementation of company rules and regulations

Determination of employee transfer plans and strategies in M&A transactions

Labor & employment law compliance audits

Crisis public relations and management in case of labor-management conflicts

Labor dispute resolution

Non-disclosure of trade secret and

Non-competition

【Successful Case】

BP Industrial lubricants Company

Guangzhou Itochu Corporation

Mitsubishi Pharma (Guangzhou) Corporation

Taiwan Yong Honglun International Ltd.

ROBERTET

10. Intellectual Property Rights

The intellectual property group of United & Way Law Firm is divided into four parts: Patent, Trademark, IPR and IPR Litigation. We provide a full range of IPR -related services in relation to prosecution/registration of patents and trademarks; registration of copyrights, formulation and enforcement of IP strategies, protection of IPR and IPR -related litigation.

Our services include:

Formulating and implementing intellectual property strategy

Patent and trademark application and protection, copyright and computer software registrations.

IPR consulting and training

Due diligence and transactional matters related to technology

IPR licensing, franchising, and related services

IPR supervision and risk management

IPR infringement risk analysis

Administrative remedy of IPR

【Successful Case】

Malaysia Malacca Government Public Construction and Infrastructure Committee

KTBC Group

Dees Fashion Trading

China Newland Overseas Group



11. Dispute Resolution

Our dispute resolution team enjoys a solid reputation at home and abroad; which has participated in numerous and significant litigation and arbitration cases.

Our services include:

- Disputes related to banking & finance
- Disputes related to company law and securities law
- Disputes related to construction, real estate and infrastructure
- Commercial contract disputes
- Bankruptcy and corporate restructuring
- Disputes related to international trade
- Commercial disputes related to maritime and marine law
- Compliance related to customs law
- Antitrust disputes
- Labor disputes
- Disputes related to product quality and liability
- Disputes related to energy and mineral resources
- Commercial bribery and white-collar crimes
- Commercial disputes related to overseas investment of Chinese enterprises
- Disputes related to Chinese companies listed overseas
- Investment and WTO disputes

【Successful Case】

Foshan Nanhai New Castle Metal Corporation.
Daye Nonferrous Metal Guangzhou Co. Ltd

12. Outbound Investment and Oversea Project of BOT/EPC/FIDIC

United & Way has assisted numerous Chinese enterprises with overseas investment, acquisition of equity and assets and construction projects.

Our services include:

- Assisting clients with domestic approval formalities
- Providing legal advice on the legal regulatory environments of target countries, project structures of overseas investment projects, legal risks and other legal issues
- Conducting legal due diligence
- Conducting analysis of various investments, financing arrangements and structures, and advising on adjustments of investment methods
- Drafting legal documents and providing legal opinions

【Successful Cases】

Guangdong Electric Power Design Institute.
The first and second phase of Vung Ang Thermal Power Station in Vietnam.
Guangdong Power International Engineering Corporation.
Jordan Oil Shale Fired Thermal Power Plant.
Shanghai Zhenhua Port Machinery Company Limited,
South Africa Port Construction BOT Project

International Cooperation

United & Way Law Firm has entered into agreements and established a long-term cooperative partnership with several prestigious international law firms. Among them are MILLS&REEVE and the GRAF VON WESTPHALEN.

1. MILLS&REEVE

M MILLS&REEVE is recognized as one of the top 5 UK law firms with 112 partners; over 360 lawyers and more than 870 staff in total. The firm has offices in London, Birmingham, Cambridge, Leeds, Manchester and Norwich.

MILLS&REEVE is a broad-based legal practice with a turnover of 77 million. It covers all major legal practice areas including projects and construction, corporate, real estate (investment and development), IT, intellectual property, technology, commercial, banking and finance.



2. GRAF VON WESTPHALEN

Graf von Westphalen is a general partnership law firm established in 1948 in Hamburg. As one of the largest independent law firms in Germany, Graf von Westphalen has 130 professional staff and 300 employees that include lawyers. It has offices in Berlin, Düsseldorf, Frankfurt, Hamburg, Munich, Alicante, Brussels, Istanbul and Shanghai, GvW can provide advice to clients around the world.

GvW is a general law firm that provides clients with a "one-stop" legal solution to all legal challenges. Even the most complicated affairs require many experts to attend; but the client only needs to communicate with one professional at GvW. GvW pursues the industrial culture while attaching equal importance to the supreme professional standards by emphasizing flexibility and quality services. GvW offers services in the following legal fields: commercial law, corporate law, labor law, equity capital market, overseas trade and customs law, information technology (IT), intellectual property law, auction, mergers and acquisition, cross-border transactions, private placement, venture capital, project financing, real estate, restructuring and taxation.

International
Cooperation



SOCIAL RESPONSIBILITIES

United & Way Law Firm keeps in mind social responsibilities while developing business. Over the years, United & Way has insisted in undertaking social responsibilities; set up and participated in a series of unique charitable projects such as various events designed for factories, communities , villages , street and public welfare organizations by providing long-term interim training courses for local college and University graduates. Also, offering “pro bono” legal service and advice just to name a few.

United & Way also promotes environmental protection by reducing waste, encouraging the use of public transportation, papers and other stationaries in order to achieve a low-carbon, energy-saving working environment.



SOCIAL RESPONSIBILITIES



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