

# Our Overview

The history of Global Law Office (hereinafter the "GLO") dates back to the establishment of China's Legal Consultant Office of the Council for the Promotion of International Trade (hereinafter the "CCPIT") in 1979. After years of persistent endeavours and development, we have become one of the largest and leading Chinese law firms.

We value the principles of simplicity, integrity and positivity. As a client-centered firm, we constantly improve our service and communications qualities, focusing on efficient and creative legal solutions for our clients.

Since its inception, GLO has been and remains committed to the mission of "serving domestic and international clients with a globalized vision, globalized team and globalized quality". This has allowed us to always maintain a leading position in the industry in the midst of an ever-changing global economic environment.

All of our lawyers graduated from top law schools at home and abroad, most of whom hold advanced qualifications such as LL.M. or above. Some of our partners are also qualified and have practiced law in the United States, the United Kingdom, Australia, Switzerland, Singapore, New Zealand, Hong Kong and other regions. Our lawyers have outstanding and diverse practice backgrounds, many of whom have worked in the courts, regulatory bodies top domestic and international law firms or industry leading corporations and institutions.

With profound legal knowledge, extensive practice experience, high professional dedication and a strong sense of professional ethics, we have proved our values and earned the trust of both domestic and foreign clients. We are highly recommended as a leading PRC law firm being recognized as such by both international and domestic legal ranking bodies and directories (*Chambers and Partners*, *The Legal 500* and *Asian Legal Business*, etc.) and media for consecutive years.

We provide comprehensive one-stop legal services for domestic and international clients from various sectors and industries and continue to help domestic and foreign clients achieve enduring and long-term success via our unique advantages.



# Our Precedents

- The first DFI panda bonds issued by an overseas enterprise - In 2021, Daimler International Finance B.V. successfully issued its panda bonds under the debt financing instruments universal registration model
- The first green and blue double certified China corporate USD bonds in Greater China - In 2021, CSSC (Hong Kong) Shipping Company Limited issued USD 500 million bonds in Hong Kong
- The first panda bonds issued by a Macau SAR Issuer - In 2021, Luso International Banking Limited successfully issued its first panda bonds
- The world's first simultaneous issuance of tri-product ESG bonds (i.e. green, transition and sustainability-linked bonds) -In 2021, China Construction Bank successfully issued its landmark multi-currency environmental, social and governance (ESG) bonds, which marks a number of market-firsts in ESG finance
- The first-ever offering of the US-dollar green subordinated perpetual bonds by an Asia-Pacific corporate issuer -In 2021, GLP Singapore successfully issued US-dollar green subordinated perpetual bonds
- The first-of-its-kind Shanghai FTZ bonds issued by a non-mainland China incorporated entity, and the first-of-its-kind issuance of USD-denominated Shanghai FTZ bonds In 2021, GLP China Holdings Limited successfully issued USD-denominated bonds in the China (Shanghai) Pilot Free Trade Zone (Shanghai FTZ)

- The first RMB dim sum bonds in Central Asia - In 2020, China Construction Bank Astana Branch successfully issued 1 billion offshore RMB bonds in the international bond capital market. The first landed in Central Asia was issued in offshore RMB and was jointly traded on the Astana International Exchange and Hong Kong Listed simultaneously
- The first offshore supplementary capital instruments issued by Chinese financial leasing companies - In 2020, China Development Bank Financial Leasing Co., Ltd. successfully issued the first offshore supplementary capital instruments
- The first coronavirus combating panda bonds issued by international financial organisations - In 2020, New Development Bank issued coronavirus combating bonds
- The first case in Chinese capital market in which a red chip architecture company directly issues A-stocks and lists in domestic China - In 2020, China Resources Microelectronics Limited (688396.SH) listed on Technology Innovation Board of Shanghai Stock Exchange
- The first perpetual bonds issued by domestic non-bank financial institution
   In 2019, China Bond Insurance Co., Ltd.'s 2019 RMB1.5 billion perpetual bonds (phase I)
- The first China Industrial Internet SaaS (Software as a Service) listing - In 2019, Fangduoduo.com's (DUO) listing on Nasdaq Stock Exchange

- The first offshore RMB bonds listed in Hong Kong and Macau - In 2019, Beijing Infrastructure Investment Co., Ltd. successfully issued 1 billion offshore RMB bonds in the bond markets of Hong Kong and Macau
- The first domestic rail transit company to optimize financing and supervise corporate bonds - In 2019, Beijing Infrastructure Investment Co., Ltd. third bonds
- The first international development agency RMB bonds that has been registered and successfully issued (since the new rules for panda bonds were issued in September 2018) -In 2019, New Development Bank successfully issued RMB 3 billion in bonds
- The first case of quite significant trademark ownership case in Chinese intellectual property - In 2019, Yoovidhya Family ("Redbull" trademark) intellectual property disputes
- The first reverse merger case in which a red chip Hong Kong listed public company spinned off part of its China business to list on A share market - In 2014, Skyworth Digital Holding Ltd, a Hong Kong listed public company, achieved the spin-off and listing of its domestic set-top box business (valued at RMB 3.5 billion) via China Resources Jinhua Co., Ltd. in the A share market
- The first issuance of panda bonds by an international company in the PRC -In 2014, Daimler AG successfully issued panda bonds

- The first issuance of CNY bonds in Hong Kong, London and Taiwan markets - Between 2008 and 2013, the Dim Sum and Island Bonds issued by China Construction Bank Corporation Ltd as the first batch of Mainlandbackground issuers
- The first OTC derivatives master agreement and relevant definitions documents in the PRC - Between 2007 and 2013, the key drafting member for the NAFMII Master Agreement and its Definitions
- The first credit risk mitigation agreement (the Chinese equivalent of CDS) and credit risk mitigation warrants in the PRC - In 2009, the CRMA and CRMW issued by China Bond Insurance Co., Ltd. as protection seller
- The first SOE red chip company listed in Hong Kong to acquire controlling interest in an A-share company listed in China In 2009, Tianjin Port Development Holdings Limited (3382.HK) through its wholly-owned subsidiary Grand Point Investment Limited, acquired from Tianjin Port (Group) Co., Ltd 951,512,511 shares in Tianjin Port Holdings Co., Ltd. (600717. SH).

- The first issuance of medium-term notes in the PRC interbank bond market - In 2008, with Huadian Group as the first batch of issuers
- The first onshore asset securitisation transaction - In 2003, securitisation of financial receivables of RMB13.25 billion of China Huarong Asset Management Company
- The first maritime litigation case involving the International Convention on Civil Liability for Oil Pollution Damage of 1969 - In 2002, the "Yian Jiu You 2" case
- The first foreign general offer targeting Chinese companies on the Hong Kong Stock Exchange - In 2002, SAB Miller's general offer to buy Harbin Brewery Group in 2002
- The first power plant with overseas project financing - In 2000, Shandong Rizhao Power Plant
- The first case to apply the Docdex Regulations of the International Chamber of Commerce regarding a L/C dispute in litigation at a PRC court
   In 1999, Beijing Commercial Bank L/C case
- The first offshore securitisation transaction, backed by receivables generated from PRC-based originators' offshore receivables - In 1997, COSCO offshore freight receivables securitisation project
- The first successful case for recognition and enforcement of a foreign maritime arbitration award - In 1993, the vessel "Garden Gate" case

- The first and second N-Share offering and listing of PRC-based enterprises on the New York Stock Exchange - In 1992, Brilliance Automotive China Holdings Ltd and in 1994, China Yuchai International Ltd listed on the New York Stock Exchange
- The first nuclear power plant project -In 1987, Dayawan Nuclear Power Plant
- The first Sino Foreign cooperation project - In 1985, Pingshuo Coal Mine
- The first maritime case involving the whole procedure from ship arresting to auction of ship - In 1985, the vessel "Lago" case
- The first case of a Chinese company defending a lawsuit in the USA - In 1979, the "Firecracker Case"
- The first arbitration case involving a PRC company in Stockholm -Represented a joint-venture company based in Guangdong Province before the Arbitration Institute of Stockholm Chamber of Commerce

# Our Honors and Strengths

Through years of unremitting effort and pursuit, we have maintained a leading position in the industry and become more prominent.

We are highly recommended as a leading PRC law firm being recognized over consecutive years by such international and domestic legal directories and media as the *Chambers and Partners*, *The Legal 500* and *Asian Legal Business*, etc.

We believe that clients select and stay with us for our experience, our reputation, and our technical excellence, as well as our innovative capability. The number and importance of the legal precedents we have set over the last few decades clearly demonstrate our commitment to innovation and technical excellence.

We further believe that personal values are just as important as professional excellence and experience. Naturally, factors like professional ethics, loyalty and integrity are vital. But so are less obvious attributes, such as ambition, energy and, above all, a caring approach towards our responsibilities and clients.

This illustrates the substantial difference in our approach, ensuring our total commitment to remaining up to date with the latest legal developments, and remaining hands-on with our clients throughout every stage of their cases. The fact that many of our clients have stayed with us for years has demonstrated that our strong commitment to our clients is recognized, and that our clients enjoy working with us.

With our international vision, international experts and international network, we have helped many Chinese enterprises successfully pursue and achieve leading positions in the global market.

# Our Services and Practice areas

At GLO, we're proud of our ability to deliver exceptionally highquality, "one-stop" services across a diverse set of practice areas for a comprehensive range of industries and sectors. Our main services and practice areas include:

- Anti-trust & Competition
- Banking & Finance
- Capital Market
- Compliance & Risk Control
- Corporate / Merger & Acquisition
- Debt Restructuring & Corporate Liquidation/ Bankruptcy
- Dispute Resolution
- Intellectual Property
- Japan Business
- Labour & Employment
- Outbound Investment

- · Private Equity & Investment Funds
- Tax
- Energy & Mining
- Entertainment & Sports
- Insurance
- · Life Science & Healthcare
- Real Estate & Construction
- Shipping
- Telecom, Media & Technology
- Trade & Customs
- Transportation

## **Anti-trust & Competition**

GLO has established a professional lawyer team in anti-trust, national security review and anti-unfair competition since 2008 when the "Anti-trust Law" became effective. Our team consists of partners and lawvers with extensive practice experience. Many members of the group once worked at domestic and foreign antitrust law enforcement authorities (e.g., the MOFCOM, NDRC and AICs, DGCOM of European Commission) or served as judges at courts. With such background, they offer clients a unique combination of experience and insight as both a regulator/judge and a lawyer. In addition, some of our partners and associates have profound industry background (e.g., the pharmaceutical industry) and/or intensive experiences in other practices (e.g., intellectual property), and are thus well-equipped for highlysophisticated issues. our team can provide legal services in multiple foreign languages, including English, Japanese, and Korean. We have provided professional anti-trust and competition law services for domestic and foreign clients across a number of industries including medicine and healthcare, internet, automobile, electric appliance, IT, food and beverage, chemical engineering, banking, transportation, trade and retail industries. Our services mainly include:

### Anti-trust / Anti-unfair Competition

- Initiating or responding to complaints related to anti-trust law / anti-unfair competition law on behalf of clients
- Responding to anti-trust / anti-unfair competition law investigations initiated by competition authorities on behalf of clients
- Filing anti-trust / anti-unfair competition law civil and administrative proceedings on behalf of clients
- Providing anti-trust / anti-unfair competition law compliance legal services for clients

 Making anti-trust declarations of concentration of business operators (also known as merger control filings) within China on behalf of clients or coordinating their anti-trust declarations outside China

#### **National Security Review**

- Submitting national security review applications on behalf of clients
- Responding to national security review procedures initiated by governments on behalf of clients
- Providing clients with legal services including prior consulting and analysis related to national security review

## **Banking & Finance**

We come as the first law firm to provide banking and finance legal services for foreign and domestic banks across China. Since establishment, we have provided legal services for tens of thousands of domestic and foreign banking and finance projects, and issued various types of PRC legal opinions. Our clients include various domestic and foreign banks and nonbank financial institutions, international development institutions, international organizations and domestically renowned corporate borrowers. We have been rated as the Band 1 Chinese law firm in banking and finance business by a number of domestic and foreign authoritative law rating agencies for consecutively years, including "The Legal 500 Asia Pacific", "Chambers and Partners" and "Asian Legal Business". With rich practical experience in domestic and foreign banking and finance business, our legal team specialises in dealing with complexly structured banking and finance transactions. We've been pursuing accuracy and efficiency of solutions. To ensure the quality of our services, in accordance with "client-centered" principle and the concept of making partners continuously participate in every project, we guarantee the quality of every detail for our clients. Our practice mainly include:

- Bank financing
- · Project financing
- · Acquisition financing
- · Real estate financing
- Trust investment and financing
- Finance leasing
- Ship financing
- · Aircraft financing
- Trade financing

Our services mainly include:

- Assisting clients in establishing financing framework, and providing legal advice for clients regarding issues during financing
- Drafting, modifying or reviewing financing documents such as credit contracts and various guarantee contracts
- Conducting due diligence at relevant government authorities on behalf of clients
- Reviewing or helping clients apply and obtain approvals, records and/ or registrations with or from relevant government authorities regarding financing and guarantee documents
- Issuing Chinese legal opinion in relation to the entire financing project
- Dispute resolution

## **Capital Market**

Our professionals have extensive experience in capital markets legal services, covering stocks, bonds, securitisation, structured financing, and other standard or non-standard equity and debt financing. We are specialized in discovering and identifying legal issues, providing our clients with satisfactory, compliant, feasible and cost-effective solutions through efficient and accurate services. With a deep understanding of law and practical experience, we are particularly specialized in dealing with complicated transactions and have been engaged in many milestone and innovative cases which are viewed today as important precedents in this area of law.

#### **Equity and Bonds**

Since representing the first Chinese company listing on the New York Stock Exchange, we have advised a large number of companies on various forms of stock and bond financing in both domestic and international capital markets, including the Shanghai Stock Exchange, Shenzhen Stock Exchange, National Equities Exchange and Quotations, inter-bank market in China, as well as Hong Kong Stock Exchange, New York Stock Exchange, NASDAQ and stock exchanges in Singapore, London, Toronto, Frankfurt, Seoul, among others. As the legal counsel of either the issuer or the underwriter, we provide services that cover full range of securities related matters, mainly including:

- Initial public offering of shares (IPO) both onshore and offshore
- Issuing and listing of structured fixed income products
- Post-IPO offering of listed companies
- M&A of listed companies
- Restructuring and reorganization of listed companies
- Compliance and corporate governance of listed companies
- Onshore and offshore issuing and trading of various bond products

#### **Securitisation and Structured Financing**

As the first law firm to provide professional services in relation to structured financing business including offshore and onshore securitisation, we maintain a significantly leading position among peers in China. Our services mainly include:

- Providing legal opinions regarding specific issues such as industrial policies, trust contracts, guarantees, taxes, etc. involved in transactions
- Designing structured financing plans
- Participating in negotiation and drafting, reviewing and amending various legal documents
- Conducting due diligence and issuing legal due diligence report on underlying assets related to the structured financing
- Assisting clients with the filings and procedures in applying for various governmental approvals, licenses and registrations
- · Issuing legal opinions

# **Compliance & Risk Control**

As one of the leading law firms in China in the field of regulatory and compliance, we have rich experience in legal risk assessment, compliance policy formulation, compliance training, compliance investigation and violation reporting, etc., and can provide all the legal services that clients need in regulatory and compliance. We can help enterprises. financial institutions, professional services organizations, government and non-governmental organizations, and entrepreneurs identify gaps in industry and legal regulation, streamline regulatory and reporting systems, and develop and implement effective preventive measures.

We use our deep understanding of regulatory environment in China to develop compliance strategies for our clients.
When a client faces an investigation

by the regulatory authorities, we can guide the client to effectively respond to the investigation according to law at the first time, intervene and analyze the legal risk incidents of enterprises, so as to put forward solutions and media communication programs. We can find and verify the clues of internal risk incidents, and assist the enterprise to conduct daily compliance investigation and deal with compliance risks. We can respond to legal risk incidents and legal compliance investigation according to law, and provide clients with a full range of legal support.

On behalf of our clients, we have handled dozens of government investigation cases related to anti-corruption, anti-monopoly, promotion and advertising, internal transactions, food and drug safety, and assisted clients communicate with State Administration for Market Regulation (SAMR), National Development and Reform commission (NDRC), The Ministry of Public Security of the People's Republic of China, National Medical Products Administration (NMPA). We have also collaborated with a number of top law firms around the world to jointly handle FCPA cases in China.

We have profound legal knowledge of compliance and risk control and can provide strong legal support for clients. We can help enterprises improve their ability to prevent and resolve legal risks, ensure their efficient, stable and safe operation, improve their operation and management level, enhance their competitiveness through the anticipation of risk, analysis, disposal, for enterprises to establish an effective legal risk control system, control or reduce potential risks that exist in the enterprise operation, process operation. We also provide perspective legal support to our clients by establishing an effective compliance and risk control system. Our services mainly include:

- Regulatory compliance
- · Customs and trade compliance
- · Cyber security and data compliance
- Criminal compliance

# Corporate / Merger & Acquisition

Our services in corporate and M&A business involve a range of transaction types and cover the entire transaction process, including acquisition and disposal of non-listed assets and acquisition of listed companies from initial investment up to equity withdrawal. Especially, we have rich practical experience in dealing with cross-border transactions as well as trading and acquisition and restructuring of state-owned assets.

#### Merger and acquisition

Our business involves a range of industries including financial services, manufacturing, trade, energy and mining, automobile, real estate and construction, communication and transportation, life science and medical care, food and catering, culture, entertainment & sports and TMT, and covers all the aspects of transactions, including foreign capital access, overseas investment, industrial regulation, stateowned asset management, tax, FX regulation, intellectual property, labour, antitrust, data compliance audits and national security review, among others. Our services mainly include:

- Equity Merger and Acquisition
- · Asset Merger and Acquisition
- Leveraged Buyouts Acquisition
- · Tender Offer Acquisition
- · Bidding for Acquisitions
- Merger and Division
- Split and Restructure

#### **Corporate business**

Regarding corporate relevant legal affairs, our experience can satisfy all the needs of a company from establishment to liquidation. Our services mainly include:

- Designing investment structure and corporate governance structure
- · Conducting legal due diligence
- Participating in negotiating and drafting, reviewing and modifying documents related to incorporation
- Processing various government approvals, licenses and registrations, among others
- Providing comprehensive legal opinions regarding tax planning, intellectual property protection, labor and human resources management, FX, customs and exit strategy, among others
- Drafting, reviewing and negotiating various business contracts in daily operation
- Dealing with litigation and arbitration affairs
- Dealing with restructuring, settlement and liquidation, etc.

# Corporate Liquidation / Bankruptcy

As the pioneer in the fields of debt restructuring and corporate liquidation/bankruptcy legal services in China, we have extensive experience covering all aspects in this regard, and have undertaken lots of bankruptcy cases (including bankruptcy liquidation, reorganization, reconciliation, preliminary reorganization, etc.) serving as bankruptcy case administrator, bankrupt enterprise investor's and creditors' legal counsel, providing legal opinions and guidance for corporate liquidation cases and processing related derivative disputes.

In recent years, we undertook dozens of complicated bankruptcies and restructuring matters, including several milestone cases, which attract significant attention by general public and intensively reported by media. Our services mainly include:

- Serving as administrator in bankruptcy cases, liquidation group member in company mandatory liquidation cases
- Serving as legal counsel of creditor, reorganization party, investor, etc. in bankruptcy cases, providing a range of comprehensive legal services including bankruptcy application, creditors' rights declaration, investment analysis, etc.
- Accepting delegation of distressed companies, conducting investigation and analysis about debt restructuring matters, and putting forward bankruptcy prevention and related plans
- Providing legal risk investigation services for proposed bankruptcy/liquidation/restructure enterprises
- Processing derivative proceedings related to company liquidation, bankruptcy and restructure
- Accepting delegation of regulators or relevant parties to participate in risk disposal of financial institutions
- Other businesses related to liquidation, bankruptcy and restructuring

## **Dispute Resolution**

We represented clients in a large number of complicated litigation and/or arbitration cases, including several milestone cases, which were widely followed by general public and intensively reported by media. Whether you are involved in commercial dispute, commercial fraud, financial litigation, real estate dispute or intellectual property dispute and rights protection, our dispute resolution team can always provide comprehensive legal assistance.

#### Litigation

We are recognized as one of the leading Chinese law firms in the field, and always in the forefront of domestic counterparts. We are particularly specialised in representing international and domestic clients in foreignrelated commercial litigation; complex commercial, civil, intellectual property, and labour proceedings; and criminal defense for corporate crime, duty crime, and whitecollar crime. Our expertise in the litigation field include: foreign direct investment and mergers and acquisitions transactions; financial and securities investment; construction and real estate contracts; and shipbuilding, repair shipping contracts; shipping; insurance; intellectual property and technology licensing; international trade contracts; equipment and machinery supply agreements; bank financing and other types of financing labour contracts; etc. Our main services include:

- Providing solutions to potential disputes
- Advising on litigation strategies
- Representing clients in various proceedings
- Acting for clients in response to various administrative investigations and penalties
- Assist clients in out-of-procedure settlement (ADR)
- Drafting litigation documents and collecting evidence
- Evidence and property preservation and seeking enforcement

#### **Arbitration**

We have been one of the leading Chinese law firms in this field at home and abroad since we undertook the first arbitration case by a Chinese company at the Stockholm Arbitration Institute in Sweden. Our arbitration legal team has long been engaged in legal consulting and dispute resolution in the fields of international trade, international investment, and international finance, including dispute resolution methods such as negotiation, mediation, expert review, arbitration, and litigation. The areas involved are international cargo trading, maritime business Laws in the fields of maritime affairs, foreign investment in China, Sino-foreign joint ventures, international syndicated loans, project financing, construction engineering contracts, insurance, logistics, international technology transfer, patent and know-how licensing, trademark licensing, processing and distribution agreements, etc.

We have successfully represented a large number of arbitration cases on behalf of domestic and foreign clients in the China International Economic and Trade Arbitration Commission, China Maritime Arbitration Commission and Beijing Arbitration Commission. In our dispute resolution team, we have a few partners who are arbitrators of China International Economic and Trade Arbitration Commission, China Maritime Arbitration Commission, Beijing Arbitration Commission and Hong Kong International Arbitration Centre.

Our strong international arbitration team have handled many cases involving Chinese factors in many arbitration institutions including the following:

- International Centre for Settlement of Investment Disputes (ICSID)
- American Arbitration Association (AAA)
- International Chamber of Commerce International Court of Arbitration (ICC)
- London Court of International Arbitration (LCIA)
- Arbitration Institute of the Stockholm Chamber of Commerce (SCC)

- Hong Kong International Arbitration Centre (HKIAC)
- Singapore International Arbitration Centre (SIAC)
- Japan Commercial Arbitration Association (JCAA)
- Korean Commercial Arbitration Board (KCAB)
- China International Economic and Trade
   Arbitration Commission (CIETAC)
- China Maritime Arbitration Commission (CMAC)
- Beijing Arbitration Commission / Beijing International Arbitration Center (BAC)
- Shenzhen Court of International Arbitration (SCIA)
- Shanghai International Economic and Trade Arbitration Commission / Shanghai International Arbitration Center (SHIAC)

# **Intellectual Property**

Our IP Practice covers contentious and non-contentious legal service across a broad spectrum of IP types, including patent, trademark, copyright, trade secret, domain name, e-commerce, plant variety protection, unfair competition, and IP related anti-trust, etc. Our IP practice areas include IP due diligence, strategic consultancy and planning for IP protection, IP early warning, IP litigation, IP arbitration, IP transactions, IP financing and pledge, brand protection & anti-counterfeiting strategy, IP protection concerning technology import and export, etc.

#### **IP Contentious**

- Copyright infringement
- Patent infringement
- Trademark infringement
- Trade secret misappropriation
- Cybersquatting
- Unfair competition
- Anti-counterfeiting and administrative rights protection

- IP-related anti-trust
- Invalid patent (and relevant administrative lawsuits)
- Trademark objection, invalidation cancellation (and related administrative lawsuits)
- IP license and assignment disputes
- IP-related international and domestic arbitration

#### **IP Non-contentious**

- · General IP-related consultation
- · Freedom to operate
- IP due diligence and infringement assessment
- Anti-infringement and anti-counterfeiting strategies
- Strategic IP planning and mapping
- · IP portfolio management
- · IP licensing and assignment
- IP service in M&A deals
- Trademark and patent customs recordable prosecution
- Trademark and patent customs protection
- Copyright and computer software registration

## **Japan Business**

GLO has a professional Japan business team, which has been focused on providing comprehensive legal services for Japanese enterprises and Chinese clients investing in Japan. The team partners have many years of legal experience in China and Japan, and the team lawyers have all studied in top universities in Japan. They have a deep understanding of the legal system and cultural differences between China and Japan and are fluent in Japanese.

GLO Japan business team always upholds and practices the concept of "client-centered". Relying on the platform advantages and professional advantages of our firm as one of the few top comprehensive law firms in China, GLO Japan business team provides a one-step legal service for projects between China and Japan through close and seamless cooperation with professional lawyers in various fields and regions and extensive cooperative service network in Japan. Especially in the following fields, we have won the trust and high praise of clients in pharmaceutical, TMT, automobile and parts, finance, commercial operation, real estate, shipping, chemical, food, consumer goods and many other industries. Our services mainly include:

- Foreign investment / M & A / company operation
- Compliance / risk control / crisis management and regulatory response (including anti-monopoly and anti-unfair competition, anti-bribery and anti-fraud, data and network security, export control, environmental protection and safe production, labor, advertising, etc.)
- Intellectual property
- Dispute resolution
- Other legal services related to cross border investment and cross border transactions between China and Japan

## **Labour & Employment**

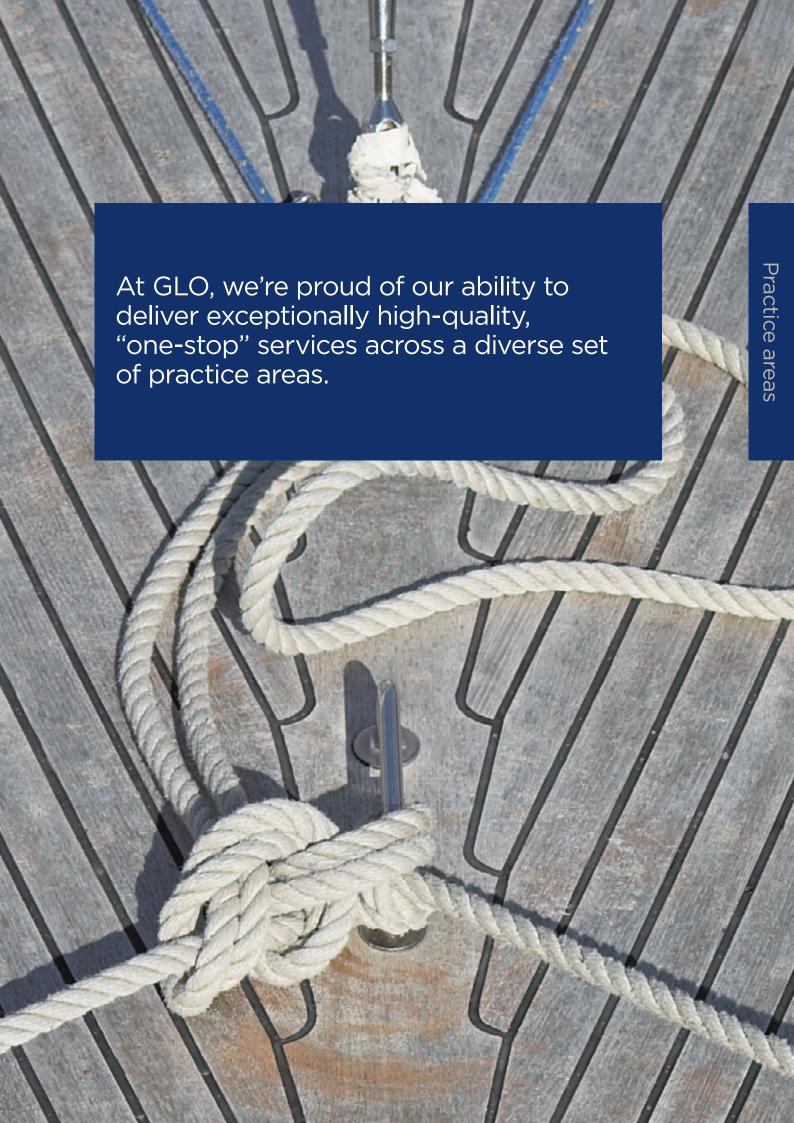
Our labour and employment department not only deals with labour and employment related matters in project transactions for clients, but also helps them solve daily operation related labour issues. Our service scope covers a wide range. Our extensive legal knowledge and practical experience allows us to provide comprehensive legal services, including establishment of labour management systems, solutions for employment issues, and complex labour disputes, among others. We deal with all labour and employment matters in relation to employees' secondment and placement, participating in collective bargaining, and handling various labour related disputes, etc, especially in contentious and noncontentious matters regarding options, competition restrictions, and disputes with executives with multiple identities. Our services mainly include:

- Advising on labour related issues in corporate daily operation
- · Solving various labour disputes
- Drafting and modifying various documents related to labour and employment matters, including individual labour contracts, collective labour contracts, training agreements, competition restrictions, confidentiality agreements, employee manuals
- Participating in collective bargaining
- Helping companies handle labour related matters during the acquisition, reorganization, bankruptcy, liquidation and resolution

## **Outbound Investment**

Since the firm's establishment, GLO has been dedicated in foreign related legal affairs. With excellent international knowledge background and work experience of our outbound investment team, we have represented a range of clients, delivering legal services regarding investment projects in many different countries and territories, accumulating extensive experience. Our overseas investment experience covers a wide range of sectors from energy and mining to pharmaceuticals and chemical engineering, a variety of investment methods from green land investment to M&A, a range of investment entities from SOEs to private companies. We are familiar with the myriad processes and matters requiring attention in outbound investment and the importance of always focusing and researching the related developments and nuanced changes of both international and Chinese laws and regulations; Meanwhile, we also keep alerted of many major investment countries' developments and changes of environment and policy. We have formed and maintained long and steady co-operations with extensive renowned local law firms from Europe, North America, Latin America, Africa, Middle Asia, Southeast Asia, among others. This allows us to provide advice and solutions related to Chinese laws regarding overseas investment projects for clients, and provide efficient and quality services regarding the cross-jurisdiction legal demands of international projects. Our services mainly include:

- Providing suggestions for clients regarding selection of overseas law firms and other service providers, and coordinating the work of such service providers
- Offering suggestions for clients regarding trading structure, financing arrangements, investment methods, among others
- Participating in negotiating and drafting, reviewing and modifying relevant trading documents
- Helping clients go through various domestic formalities, including various government approvals, licenses and registrations
- Providing legal services regarding overseas investment after delivery and consolidation of domestic businesses



# Private Equity & Investment Funds

As one of the leading law firms in this field, we have provided comprehensive legal services for a range of domestic and foreign toptier venture capital funds and private equity funds regarding a variety of investment and financing projects, assisted fund managers to initiate the establishment of venture capital funds and private investment funds, and also helped a large number of domestic and foreign enterprises obtain venture capital and private equity financing.

### **Private Equity**

We have accumulated rich experience in USD denominated investment and RMB denominated investment fields, and have carried out in-depth and detailed research on the establishment of red chip structure (including VIE structure) and USD fund direct investment structure. We have experience in helping clients carry out project due diligence, legal assessment and transaction execution in significant industries including financial services, internet, high technology, media, culture & entertainment, consumer goods, real estate, healthcare, franchising and manufacturing.

We have not only rich experience in representing investors, but also have abundant case experience in representing financing firms and founders. With a deep understanding of the best legal practices and development trends of each investment term, we know how to strike the best and most effective balance of interests in terms negotiation and realize all-win results. Vast practical experience and industrial background knowledge allows us to enhance value in every process of the client investment cycle. Our services mainly include:

- Conducting legal due diligence on investment projects
- Designing and participating in discussions and demonstrations relating to project investment law structure, providing relevant legal consulting opinions, and drafting investment transaction legal documents

- Participating in business negotiation with relevant private equity investment parties (investor, project company or its shareholders)
- Assisting on setting up offshore company structures, and the establishment of offshore companies and offshore accounts set up
- Assisting and advising on Circular 37 filings
   of State Administration of Foreign Exchange,
   wholly foreign owned enterprises (WFOE)
   set-up, outward direct investment (ODI),
   pre-investment restructuring of the invested
   company (if applicable), and delivery of
   project investment
- Providing legal advise regarding project investment (including compliance and tax law advice)

#### M&A service related

- Assisting or representing clients on legal and business negotiations
- Advising on and design domestic and overseas legal environment investigations, risk assessments, and providing trading plans and design services
- Providing tax administration consulting, tax cost optimization and tax dispute resolution (to help complete Circular 7 filings of State Taxation Administration)
- Assisting companies or projects on financing
- Conducting legal due diligence, issuing due diligence reports, drafting and reviewing trading documents
- Issuing legal opinions about authorization, approval procedures, client or regulators' requirements to be fulfilled by the transaction
- Providing legal and regulation advise or opinions regarding company establishment, as well as change and management related to the transaction
- Helping to obtain approval from government departments
- Facilitating transaction execution and subsequent integration

#### Listing service related

- Assisting clients establish pre-listing restructuring and regulation plans in accordance with comprehensive due diligence
- Helping clients structure the listing subject establishment, business and asset restructuring according to their basic information
- Helping clients establish and complete management team or employees' equity ownership and incentive plan according to their demands
- Reviewing or helping clients complete investment contribution of strategic investors as well as financial investors
- Helping clients complete joint-stock company establishment, establish and improve organizational structure as well as various governance systems according to the listing plans
- Helping clients establish operation standards in various aspects such as asset, business, historical development, internal governance, labor & social security, tax payment, environmental protection, quality supervision, taxes, arbitration and litigation
- Issuing various legal documents including lawyers' work report, legal opinion and attestation legal opinion after comprehensive verification according to requirements of reviewing authority
- Helping clients complete supervisory review, verify subsequent events and issue relevant legal opinions
- Helping clients complete listing at the exchange and issuing listing legal opinions

#### **Investment fund**

The GLO team has been the trailblazer and pioneer of legal services in private funds since their inception in the Chinese market. We are recognized as a leading law firm in private fund business in China for providing creative solutions and solving complex issues capabilities. We provide comprehensive and full-coverage legal services for clients in the formation, funding, management, investment and exit of private funds. The GLO team on behalf of fund managers participate in negotiations with various investors, which include mainstream institutional investors in the market. We complete fund investment on behalf of institutional investors that includes many reputable fund managers active in domestic private fund industry, and provides high-quality and efficient private fund manager registration, significant event change and private fund filing legal services for a range of private fund managers. Legal services regarding compliant operation, internal governance and team motivation of private fund management institutions also come as a business field with unique special advantages. Our services mainly include:

- Fund formation: including design and demonstration of fund establishment plan and legal structure; drafting of fund legal documents; participation in negotiations with potential investors at the request of clients; assistance in compliance matters of fund raising, etc.
- Fund internal governance and daily operation
- Management team motivation: assist in designing team motivation and discipline programs, legal structures and developing related systems, drafting related legal documents
- Private fund establishment, filing and other regulatory matters

## Tax

As one of the few law firms providing tax services in China, GLO can provide clients with capabilities of solving comprehensive tax related legal issues. We advise various matters, from the perspective of legal compliance to how to better realize tax optimization, aiming to ensure that our clients are able to carry out businesses and transactions in China more robustly, while making more effective tax plans to better manage business risks. Our services mainly include:

- Providing tax advice regarding the daily operation of companies in China
- Providing tax planning for various economic activities, including investment and treatment of equipment, real property, intellectual property, monetary products and equities, corporate administration, merger, securitization
- Conducting tax compliance review, tax due diligence and other relevant tax services regarding the first public offering and shares and listing as well as other financing or investment projects of companies

## **Energy & Mining**

We represent domestic and foreign energy and mining owners, developers, investors, survey parties, tenants, leasers and financing parties providing various legal services regarding investment, development and construction, financing, acquisition and listing, etc. of energy and mining projects. We have extensive experience in major energy and mining industries and have been committed to maximizing business value and minimizing legal risks for our clients, such as cross-border M&A projects, green-field investment. EPC projects with minority equity investment, Offtake of mineral commodity and Bulk commodity trade financing. We participated extensive mining projects around the globe covering North America, Australia, South America, Africa, Middle Asia, involving oil, natural gas, coal bed gas, coal, potassic salt, iron, copper, gold, nickel, aluminium, lead and zinc, magnesium, rare earth, tungsten and other major nonferrous metals. Meanwhile, we provide legal services

regarding renewable energy and power generation projects. Our services mainly include:

- Designing transaction structure and tax planning for clients
- Conducting legal due diligence on target companies, mining rights and other mineral assets
- Negotiating and drafting, reviewing and modifying transactional documents
- Assisting clients with various formalities, including various government approvals, licenses and registrations
- Assisting with closing and post-closing matters

## **Entertainment & Sports**

Our Entertainment and Sports Practice Group bring together legal experts in various fields including copyright law, trademark law, franchising, contract law, labor law, tort law, foreign investment law, regulatory and compliance, and competition law, etc. We can assist clients in structuring their deals on a full spectrum of investment, production, promotion and marketing, distribution (including import), and licensing of films, TV series, Internet drama, videos, games, webcasts, commercial performances and endorsements, and sports events, etc. Moreover, we are also capable of advising clients on a variety of transactions and matters in relation to the aforesaid areas, including without limitation, copyright transactions, business agency, talent agency and commercial endorsements, business compliance, project financing and acquisitions, and intellectual property.

Our clients include prominent international and domestic film and TV investment companies, production companies, distribution companies, theaters & cinemas, gaming companies, music recording companies, video and new media platforms, design companies, talent agencies, advertising companies, famous talent (e.g., directors, actors, scriptwriters), sports stadiums, event organizers, clubs, and the culture and entertainment business sectors of the central and local SOEs, etc.

### Insurance

Focusing on the overall landscape of the insurance industry, GLO is committed to providing clients with special legal services not limited to the existing industries and businesses requirement while considering the industry development and outlook, in order to ensure our clients succeed. With extensive experience in insurance and reinsurance field, GLO provides one-stop solutions for comprehensive legal matters related to the insurance industry including insurance establishment, asset management, investing & financing, trust and fund projects, restructuring, equity transfer, insurance payout, insurance coverage, daily legal consulting and business dispute resolution on behalf of insurance and reinsurance companies and sponsors. Our services mainly include:

- Establishment of insurance companies
- Formulation of insurance contracts
- Planning of insurance arrangements
- Resolution of insurance disputes
- Assistance in dealing with insurance claims and pay-outs
- Insurance asset management, etc.

## Life Science & Healthcare

We have extensive experience in Life Sciences & Healthcare (L&H) practice, which allows us to take into account both the business and legal needs for our clients. We leverage the perfect combination of characteristics of L&H sector and our professional expertise to provide efficient and feasible solutions to our clients. We always adhere to the philosophy and principles that emphasize both industry background and legal knowledge, legal compliance and commercial feasibility.

We deeply understand the relevant laws and regulations of L&H sector in China, as well as the gradually complexity of the local operation environment.

We can provide clients with comprehensive legal services related to L&H, including

drug research and development (R&D), clinical research organizations (CRO), pharmaceuticals, life sciences, animal medicine, biopharmaceutical, medical devices, supply producers and distributors, hospitals and other medical service providers and various investment funds in the L&H sector. Our L&H team has maintained the leading position in the industry, especially for the compliance related matters.

- Compliance and regulatory
- Structuring industry-specific transactions and contractual arrangements
- Realization of pipeline and geographic expansions
- Capital raising and project financing, mergers and acquisitions, reorganizations
- IP protection
- Licensing and distribution arrangements
- Dispute settlement for adverse effects in clinical trials medical treatment

## **Real Estate & Construction**

We can provide comprehensive legal services in various aspects from real estate design, financing, bidding and tendering, to engineering construction and completion phases, and to commercial property operation. Our real estate & construction team can provide legal services regarding project financing and trust, development and operation, sales and rental, M&A and dispute resolution in real estate field. Our service projects generally involve residential buildings, commercial buildings, large building complex and hotel management. Based on extensive industry experience and research outcomes as well as insights into real estate, hospitality and construction industry, our legal team provides creative and customized legal service plans for clients, with an aim to maximize the benefits of clients while rapidly facilitate the successfully implementation. At the same time, we help clients effectively adjust construction projects in order to seize the opportunities while facing the challenges due to regulatory changes. We are widely recognized by clients for providing quality and efficient legal services.

#### **Real Estate Development**

We have undertaken many projects related to this field and accumulated rich experience. Our services mainly include the following operations of land, real estate companies/projects:

- M& A
- · Project financing
- Property rental
- · Operation & management

#### **Engineering Construction**

We have undertaken many projects related to this field and accumulated rich experience. Our services mainly include:

- Engineering construction project financing
- Providing consulting opinions about acquisition of land use rights, demolition, planning, bidding & tendering, industry regulation, project building & construction
- Participating in negotiation and drafting, reviewing and modifying equipment procurement contracts, FIDIC contracts and other legal documents
- Helping clients go through various formalities, including various government approvals, licenses and registrations
- Relevant matters of claim
- Engineering settlement and dispute resolution, etc.

#### **Hotel Management**

We have undertaken many projects related to this field and accumulated rich experience. Our services mainly include:

- · Hotel investment and development
- · Hotel management and franchise
- Hotel development and operation
- Hotel management agreement negotiation
- · Hotel merge and acquisition
- · Hotel financing and refinancing
- Hotel asset backed securitization
- Hotel dispute resolution, etc.

## **Shipping**

Our shipping legal experts have dealt with various contentious and non-contentious cases, some of which have been included as representative cases by the China Maritime Arbitration Commission. Our shipping legal teams based in Beijing, Shanghai, Shenzhen and Chengdu have dealt with shipping cases related to B/L, charter contract, CsOA, salvage & rescue, towing, sea pollution, among others, in mainland China, Hong Kong SAR, Taiwan area, Singapore, London and other major shipping countries or territories, which involve significant amount and sometimes even draw wide attention in the industry. We provide legal services for large shipping companies, China- and foreign-invested banks, logistics companies, trade companies and shipping insurance agencies regarding a large number of complex legal issues.

Our shipping legal team has undertaken many landmark cases in the shipping field, including the first case of involving the completion of all procedures from ship detention to ship sale in China, the first case of applying to recognize and execute foreign maritime arbitration on an agency and the first oil spill pollution litigation case involving the CLC. In addition, we have regularly processed a large number of shipping litigation and arbitration cases in major Chinese maritime courts, Mainland China, Hong Kong SAR, London and other countries and territories. For decades, our shipping legal team has been dubbed as a pioneer in this complicated field. Many of our lawyers are appointed as members of maritime arbitration organizations such as China Maritime Arbitration Commission and Hong Kong International Arbitration Center. Our services mainly include:

- Drafting and revising relevant agreements
- Processing dispute resolution related to sea, land, air transportation and logistics, shipping commerce, affairs and accidents
- Conducting evidence preservation, retaining ships and goods, fuel, equipment, et

# Telecom, Media & Technology

GLO provides services for a large number of clients from telecom, media, high-tech and fintech industries regarding legal matters in various aspects including enterprises' investing & financing, merger & reorganization, domestic and foreign listing, corporate governance, regulatory compliance, intellectual property, labour & employment and dispute resolution, etc.

Today, with the development of technology and economic society, our services in the sector also widely cover internet, big data, artificial intelligence (AI), cloud services, Internet of Things (IoTs), blockchain, virtual currency, digital content protection and distribution, data compliance and privacy, internet security, franchise and licensing, among others.

Our diverse clients include well-known PE/VC investment organizations, internet and high-tech companies, telecom operators, e-commerce platforms, new media covering large-scale multinational companies and organizations, state-owned enterprises, private economy, small medium enterprises (SMEs) and start-ups.

### **Telecom and Internet**

- Access permission, regulatory compliance, operational governance
- Investing & financing, merger & reorganization, cross-border investment, domestic and foreign listing and bond issuance
- Labour & employment
- Intellectual property
- Dispute resolution, etc.

#### **Media and E-commerce**

- Investing & financing, merger & reorganization, cross-border investment, domestic and foreign listing and bond issuance
- Advertising, marketing and sponsoring of relevant business contracts and legal documents
- Content licenses, marketing strategies and arrangements
- Regulatory compliance and data privacy protection
- Brand and intellectual property protection
- · Dispute resolution, etc.

#### **High Technology**

- Investing & financing, merger & reorganization, cross-border investment, domestic and foreign listing and bond issuance
- Labour and employment
- Antitrust and unfair competition
- Technology research & development, transfer
- Protection of business secrets and intellectual property
- Data compliance and protection
- Dispute resolution, etc.

#### Fintech

- Financial services in various forms such as B2B, B2C, P2P and O2O
- Mobile payment
- Big data and cloud computing
- Artificial intelligence
- Virtual currency and blockchain, among others

## **Trade & Customs**

With extensive experience in trade and customs, GLO assists clients to handle and solve complex legal issues in this field in a comprehensive manner. We respond to a large number of anti-dumping, countervailing and safeguard measures investigations initiated in China on behalf of overseas companies and represent China-based companies in responding to anti-dumping, countervailing and safeguard measures investigations initiated by foreign countries. GLO has represented the Chinese government in a number of WTO dispute resolution cases, and taken the lead among Chinese law firms to represent Chinese clients in U.S. Section 301 investigations. We also regularly advise, represent or defend renowned Chinese and foreign companies across various sectors like banking, automobile, machinery, electronics, aerospace, artificial intelligence and defense on export control and economic sanctions.

#### International Trade

Our services mainly include:

- Anti-dumping investigations
- · Countervailing investigations
- Safeguard measures investigations
- Section 301 investigations, Section 337 investigations
- Export control and economic sanctions
- · WTO dispute resolution
- Import and export quota and license control consulting

Competent lawyers of the GLO customs and trade compliance team are pioneers and trailblazers of customs and trade compliance business in Chinese legal market. Lawyers on the team provide a variety of customs and trade compliance legal services and crisis management services for clients including Fortune 500 and offer in-depth services regarding complex problems such as classification of customs commodity, customs valuation of import and export transfer pricing, place of origin compliance under free trade agreement and export control in China and foreign countries. GLO has established import & export commodity customs classification consulting service centre, which is tasked with solving difficult problems related to tax number classification of import & export commodity and providing tax planning consulting. In addition, the lawyers provide criminal defense services for corporate clients in a large number of criminal cases related to smuggling.

## **Customs and Trade Compliance**

Our services mainly include:

- Tax consulting and tax planning during import and export
- Commodity classification and tax number consulting
- Import commodity transfer pricing tax, customs risk prevention & control and customs price negotiation consulting
- Customs risk consulting regarding non-trade payments and loyalties
- Consulting regarding certain tax relief items of import commodity
- Tax increase exclusion and commodity tax number, tax rate adjustment/tax rules survey and consulting
- · Place of origin compliance consulting
- Import and export examination and quarantine consulting

- Customs and trade compliance examination, customs risk internal control and trade compliance system construction consulting
- Supply chain and import & export business model consulting
- Intellectual property border protection
- Customs inspection and antismuggling case consulting and agency, crisis management
- Free trade zone and regional free trade agreement consulting
- Access and import & export compliance consulting regarding agricultural products, food, medicine, medical equipment, used mechanical and electrical equipment and waste, among others
- Export control and dual-use item consulting
- Special consulting services for customs and trade compliance due diligence in investing, financing and listing and merger projects

# **Transportation**

As the first law firm providing aviation and aerospace legal services across China, GLO deals with a variety of aviation and aerospace business legal matters on behalf of clients and has handled compensation solutions for a number of international air accidents. GLO provides legal services regarding financial lease and operational lease of various aircraft and equipment and securitization of rental income for a variety of domestic and foreign aircraft manufacturers, airline companies, financial organizations.

With extensive experience in rail transit and road fields, GLO provide whole-process legal services regarding the planning, designing, construction, operation, etc. of rail transit and roads.

#### **Aviation**

- Purchasing and introducing, financial leasing of aircraft
- Purchasing or leasing of aircraft, motors and equipment
- Business jets purchasing, selling and financing services
- Airline company M&A
- Development and investment of aviation industrial park
- Application procedures for flight rights and licenses
- Preparation, review, modification and negotiation of code sharing agreements
- Satellite launch and communication, among others

#### **Rail Transit**

- Development, construction and operation of railways, urban rail transit systems, etc.
- PPP projects
- Project bidding and tendering
- Syndicated loans
- Domestic and cross-border financial leasing of metro lines, subsea tunnels, etc.
- Operation and income rights transfer of metro lines

#### Road

- Development, construction and operation of highways, etc
- PPP projects
- · Project bidding and tendering
- Syndicated loans
- Domestic and cross-border financial leasing

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