



环 球 律 师 事 务 所
GLOBAL LAW OFFICE

Our Overview

The history of Global Law Office dates back to 1984, when it became the first law firm in the People's Republic of China (the "PRC") to take an international perspective on its business, fully embracing the outside world.

In today's global economy, we continue to set the pace as the PRC's most innovative and progressive law firm. In doing so, we build on the energy and creativity of our highly qualified professionals, most of whom have gained qualifications and hands-on experience in law schools and firms throughout Asia, North America, Europe and Australia.

Our clients are the most important part of our business. We have attracted clients from all parts of the world, working in countless industries and market areas.

Our value is delivered to our international and domestic clients through our deep knowledge and experience across the full range of practice areas and industries affected by Chinese law. As one of the country's most well-established and respected firms, we can bring our clients the legal and cultural understanding needed for long-term success in the PRC.

With more than 30 years dedicated to providing a full range of legal services, Global continues to be one of the leading PRC law firms.



Our record of legal innovation is unique in the PRC. Over three decades, our expertise has helped set the agenda for change through precedents involving many of the country's 'firsts'.

Our Precedents

Our record of legal innovation is unique in the PRC. Over three decades, our expertise has helped set the agenda for change through precedents involving many of the country's 'firsts':

- The first power plant with overseas project financing – Shandong Rizhao Power Plant
- The first nuclear power plant project – Dayawan Nuclear Power Plant
- The first Sino-USA joint venture project – Pingshuo Coal Mine
- The first leasing of aircraft – Southern Airlines of China
- The first and second N-Share offering and listing of PRC-based enterprises on the New York Stock Exchange – Brilliance Automotive China Holdings Ltd in 1992 and China Yuchai International Ltd in 1994
- The first offshore securitisation transaction, backed by receivables generated from PRC-based originators' offshore receivables – the 1997 COSCO offshore freight receivables securitisation project
- The first onshore asset securitisation transaction – securitisation of financial receivables of RMB13.25 billion of China Huarong Asset Management Company
- The first state-owned red chip company listed in Hong Kong to acquire the controlling interest in an A-share company listed in China by means of a reverse takeover – Tianjin Port Development Holdings Ltd (3382.HK), through its wholly-owned subsidiary Grand Point Investment Ltd, acquired 56.81% shares in Tianjin Port Holdings Co, Ltd (600717.SH) from Tianjin Port (Group) Co, Ltd for a total consideration of HK\$10,961 million
- The first OTC derivatives master agreement and relevant definitions documents in the PRC – as the key drafting member for the NAFMII Master Agreement and its Definitions between 2007 and 2013
- The first issuance of medium-term notes in the PRC interbank bond market – Huadian Group as the first batch of issuers in 2008
- The first credit risk mitigation agreement (the Chinese equivalent of CDS) and credit risk mitigation warrants in the PRC – the CRMA and CRMW issued by China Bond Insurance Co, Ltd as protection seller in 2009
- The first issuance of CNY bonds in Hong Kong, London and Taiwan markets – the Dim Sum and Island Bonds issued by China Construction Bank Corporation Ltd as the first batch of Mainland-background issuers between 2008 and 2013
- The first issuance of Panda Bonds by an international company in the PRC – Daimler AG in 2014
- The first case to apply the Docdex Rules of the International Chamber of Commerce in Paris, France, involving a Chinese bank in relation to a letter of credit dispute – the Beijing Commercial Bank L/C case
- The first case of a PRC-based party defending a lawsuit in the USA – the “Firecracker Case”
- The first arbitration case in Stockholm – representing a joint-venture company based in Guangdong Province before the Arbitration Institute of Stockholm Chamber of Commerce
- The first maritime case covering the whole procedure from ship arrest to ship sale – the vessel “Lago”
- The first successful case of recognition and enforcement of a foreign maritime arbitration award – the vessel “Garden Gate”
- The first maritime litigation case involving the International Convention on Civil Liability for Oil Pollution Damage of 1969 – “Yian Jiu You 2”

Our Values

The values which we have continued to uphold enable us to nurture sustainable relationships with our clients and deliver precisely what they are looking for.

People oriented

- Client – providing clients with the highest quality service to fulfil and exceed their expectations
- Talent – attracting and retaining excellent and outstanding people
- Respect – respecting the differences which make us individuals

Excellence

- Leadership – achieving and maintaining the leading position in each of our practice areas
- Creativity – dealing with emerging issues in an innovative and effective manner
- Adaptability – adapting quickly to constantly changing market, economic and legal environments

Integrity and dependability

- Integrity – uncompromising consistency in our promises, actions, and the outcome of our representations
- Responsibility – fully committing our time and energy to our clients' needs
- Diligence – overcoming any obstacle that appears to stand in the way of fulfilling our clients' needs through persistent and determined effort

Practical Wisdom

- Pragmatic – practicing law with pragmatic minds
- Prudent – treating issues with complete circumspection
- Experienced – fostering the ability and wisdom to solve practical issues by continually gathering experience

Our Strengths

At Global, we are proud to be one of the PRC's most respected and well-connected law firms, recognized as such by both international and domestic league tables and legal institutions, including Legal 500, Chambers and Partners, Asian Legal Business, etc. We draw on our strengths to ensure we continue to grow and offer the most valuable service to our clients.

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 three decades clearly demonstrate our commitment to innovation and technical excellence.

We further believe that personality is just as important as professional excellence and experience. Naturally, factors like professional ethics 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. Our clients benefit from our partners' input at every step of the way.

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 almost 30 years has demonstrated that our strong commitment to our clients is recognized, and that our clients enjoy working with us.



Our value is delivered to our international and domestic clients through our deep knowledge and experience across the full range of practice areas and industries affected by Chinese law.

Our Services and Practice areas

At Global, we're proud of our ability to deliver exceptionally high-quality, '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 (in alphabetical order):

- Aircraft/Ship Leasing and Financing
- Anti-dumping, Countervailing and Safeguard
- Antitrust and Competition
- Arbitration
- Aviation and Space
- Bankruptcy and Liquidation
- Capital Markets
- Construction and Real Estate
- Corporate and Investment
- Disposal of Non-Performing Loans
- Insurance
- Intellectual Property
- International Banking and Finance
- Labour and Employment
- Litigation
- Maritime and Transport
- Mergers and Acquisitions
- Mining and Natural Resources
- Outbound Investment
- Pharmaceutical and Healthcare
- Project Financing and Construction
- Regulatory Compliance and Defence
- Securitisation and Structured Finance
- Tax
- Venture Capital and Private Equity

Aircraft/Ship Leasing and Financing:

Since China's first project of aircraft leasing, we have helped many domestic and international financial institutions, leasing companies, manufacturers, airlines and shipping companies solve their leasing and financing challenges.

Our services include:

- Design of financing structures
- Drafting, reviewing and negotiating financing-related contracts
- Providing legal advice and issuing legal opinions
- Assisting in the process of obtaining government approvals, permits and registrations, etc.

Anti-dumping, Countervailing and Safeguard:

We are recognized as the Chinese market pioneer and leader in this area, and are highly experienced in representing foreign companies in anti-dumping, countervailing and safeguard investigations initiated by the PRC government, in addition to helping PRC companies involved in anti-dumping and countervailing investigations in other countries. We also advise on all matters affecting trade and customs, including WTO trade policy, incorrect classification, and export control issues.

Antitrust and Competition: We built up a team specialising in antitrust and competition laws long before the enactment of the PRC Antitrust Law in 2007, and they have gathered vast experience and expertise in a number of cases concerning antitrust matters.

Our services include:

- Providing clients with legal advice on risk management and compliance relating to antitrust and unfair competition
- Drafting antitrust filing reports relating to both domestic and international business concentrations
- Representing clients in filing antitrust reports for M&A and other transactions relating to obtaining clearance from the antitrust enforcement authorities

- Representing and defending clients in investigations conducted by the antitrust enforcement authorities
- Representing clients in antitrust litigation

Arbitration: Since China's first arbitration case in Stockholm, we have been ranked as a leading firm in international arbitration. Our deep experience includes handling cases in both domestic and international cases related to China and numerous foreign jurisdictions, providing services that range from strategic advice and commencing or defending arbitration, to attending hearings and pursuing enforcement.

Aviation and Space: As China's first law firm to practice in this area, we have handled many commercial transactions and international disaster settlements. Our services range from fleet purchasing, leasing and licensing, to airport operations, code-sharing, and satellite-launch and communications support.

Bankruptcy and Liquidation: Our pioneering specialist team is highly experienced in advising on all aspects of bankruptcy and liquidation – drafting applications, launching proceedings, designing debt-restructuring agreements and helping to distribute liquidated assets.

Capital Markets: Since China's first company presented a public offering and listing on the New York Stock Exchange, we have assisted numerous companies to gain finance from the domestic and overseas capital market. In particular, we are experienced in highly complex, structured transactions, advising underwriters and issuers in both debt and equity capital markets.

Our expertise areas include:

- Domestic and overseas IPOs
- Offering and listing of conventional and structured fixed-income products
- Post-IPO financing
- Mergers and acquisitions of listed companies
- Restructuring and reorganization of listed companies
- Compliance and corporate governance of listed companies

Construction and Real Estate: We have exceptional national and international experience, providing services that range from contract terms and negotiations to risk control, leasing and sales support, project financing and estate management.

Corporate and Investment: Since China's first Sino-USA joint-venture project, we have assisted a large number of domestic and foreign clients with their day-to-day business operation in a wide range of industries and sectors across China, and our legal services cover every aspect of business concerns, from inception to liquidation, including:

- Design of investment structures and corporate governance structures
- Conducting legal due diligence
- Drafting, reviewing and negotiating relevant formation documents
- Assisting in the process of obtaining government approvals, permits and registrations
- Providing legal and compliance advice on product quality, industrial safety, tax planning, IP protection, labour and human resources, foreign exchange and customs issues, exit strategies, etc.
- Drafting, reviewing and negotiating various business agreements within the course of day-to-day business
- Assisting in litigation and arbitration
- Assisting in restructuring, dissolution and liquidation, and bankruptcy

Disposal of Non-Performing Assets: We are a key player in helping interested parties to realise value from portfolios of non-performing assets. In particular, we have significant experience in helping commercial banks to separate non-performing loans from other assets.

Our services include:

- Design of deal structures
- Conducting legal due diligence
- Drafting, reviewing and negotiating relevant legal documents

Insurance: We have great experience handling cases involving insurance and re-insurance, advising, among other matters, on policies and arrangement, claims and settlement, dispute resolution and recovery claims.

Intellectual Property: We have successfully advised and represented clients, including some of the world's 500 largest companies, on matters including dispute resolution, trademark, patents, copyright, domain names, know-how and trade secrets.

Our services include:


- Prosecution, registration, and management of IP rights
- Strategic IP advice and planning
- IP early warning
- IP audits and due diligence
- Drafting, negotiating and reviewing documentation for IP transactions
- Pursuing reviews of administrative IP decisions
- Enforcing IP rights via administrative actions
- Litigation and arbitration on IP-related disputes

International Banking and Finance:

We have advised on thousands of international banking and finance transactions, building a reputation for excellence that makes us widely recommended and accepted by both Chinese and international banks and financial institutions.

Our expertise areas include:

- Syndicated loans
- Merger/acquisition finance
- Project finance
- Structured finance
- Financial derivatives
- Debt restructuring
- Formation, acquisition, reorganization of and investment in financial institutions
- Financing of financial institutions and day-to-day legal and compliance issues



At Global, we're proud of our ability to deliver exceptionally high-quality, 'one-stop' services across a diverse set of practice areas.

Labour and Employment: We advise clients on a great range of labour-related issues, not only in business transactions but also in day-to-day operations. Our labour lawyers have in-depth knowledge and experience in labour-related matters, such as establishing labour management systems, handling human resources problems, settling complicated labour disputes, etc.

Our services include:

- Advising on labour issues in connection with daily business operations
- Handling various labour disputes
- Drafting and negotiating all kinds of labour-related documents, including individual and collective labour contracts, training agreements, non-compete agreements, confidentiality agreements, employee manuals, and so on
- Assisting in labour-related matters in connection with corporate M&As, restructuring, bankruptcy, liquidation and dissolutions, etc.

Litigation: Our specialist team works with many Chinese and multinational companies, advising on strategy, representing them in lawsuits held by the PRC's courts at all levels and in various provinces and cities (including the Supreme People's Court of the PRC, the local High People's Court, etc.), collecting and preserving evidence and pursuing enforcement.

Maritime and Transport: Since China's first end-to-end maritime case from arrest to sale, the first successful enforcement of a foreign maritime arbitration award, and the first maritime litigation case involving the International Convention on Civil Liability for Oil Pollution Damage, we have been renowned as a leader in this complex area, supporting shipping companies, airlines, P&I clubs, cargo interests and insurance, towage and salvage companies.

Our services include:

- Drafting and reviewing contracts
- Handling arbitration and litigation arising from marine/air/land transportation, marine matters and accidents
- Assisting in the preservation of evidence, the arrest of ships and the attachment of cargoes, bunkers and equipment

Mergers & Acquisitions: We advise on all aspects of private acquisitions and disposals, public takeovers and mergers, from initial investment right through to exit, with particular strength and expertise in cross-border transactions and transactions involving state-owned assets. Focus areas include entry of foreign investment, industrial compliance, regulation of state-owned assets, tax, foreign exchange, intellectual property, employment, national security reviews, and more.

Our expertise areas include:

- Equity acquisition
- Asset acquisition
- Leveraged buyouts
- Tender offers
- Mergers and split-ups of corporations
- Spin-offs
- Acquisition by auctions

Mining and Natural Resources: We regularly advise domestic and foreign project owners, developers, investors, explorers, lessors, lessees and finance providers on all aspects of their operations, from application for exploration rights through to M&A or IPO in China or elsewhere. We have experience in many natural resources, including oil, natural gas, coal, iron, copper, gold, aluminium, zinc, magnesium, rare earth, wolfram and more.

Our services include:

- Advising clients on transaction structures and tax arrangements
- Conducting legal due diligence on target assets and companies

- Drafting, reviewing and negotiating legal documents
- Assisting in the process of obtaining government approvals, permits and registrations
- Assisting clients in prior-closing and post-closing matters

Outbound Investment: We have provided invaluable assistance in the success of a growing number of ambitious Chinese enterprises seeking a place in the global market through outbound investment and the acquisition of foreign enterprises.

Our services include:

- Advising on the selection of foreign counsel and other service providers and coordinating their work
- Assisting in the process of obtaining government approvals, permits and registrations
- Advising on deal structures, financing arrangements, investment methods, and so on
- Drafting, reviewing and negotiating transaction documents
- Advising on post-closing integration of offshore investments with domestic business

Pharmaceutical & Healthcare:

Our Pharmaceutical and Healthcare (P&H) practice group is one of the leading advisers in China, having not only first-class experience, but also a thorough understanding of P&H industry practice. We have provided 'one-stop' legal services for every area of the P&H industry, including drug R&D, clinical research organizations (CRO), pharmaceuticals, life sciences, biotechnology, medical devices, supply producers and distributors, hospitals and other healthcare providers, as well as various investment funds in the P&H sector.

Global advises clients on challenging P&H legal issues such as regulatory compliance, structuring transactions and contractual

arrangements, realization of pipeline and geographic expansions, capital raising and project financing, mergers and acquisitions, reorganization, IP protection, licensing and distribution arrangements, settlement of disputes involving adverse effects during clinical trials and medical treatment, etc.

Global also has close links to industrial associations and is involved in making recommendations on industry codes of conduct.

Project Financing and Construction:

Since China's first power plant project with overseas financing and first nuclear plant project, we have supported many of China's most significant infrastructural projects, including power, petrochemical and water plants, highways, mines, ports and more.

Our services include:

For project financing

- Design of financing structures
- Conducting legal due diligence on the projects, the developers and other related parties
- Drafting, reviewing and negotiating transaction documents
- Providing legal advice and issuing legal opinions
- Assisting in the process of obtaining government approvals, permits and registration

For project construction

- Advising on acquisitions of land use rights, demolition, zoning, bidding, industrial compliance, and project design and construction
- Drafting, reviewing and negotiating equipment purchase contracts, FIDIC contracts, and other legal documents
- Assisting in the process of obtaining government approvals, permits and registrations
- Matters concerning indemnity claims
- Project settlement and dispute resolution

We have provided invaluable assistance to the success of a growing number of ambitious Chinese enterprises seeking to become more and more important players in the global market through outbound investment and acquisition of foreign enterprises.



Regulatory Compliance and Defence: As a pioneer in this area, we cover the full spectrum of our clients' regulatory needs, ranging from compliance to defence. We are experienced in meeting all aspects of regulatory compliance needs, including risk assessment, compliance policy, reporting, training, investigation and defence. With the support of our other practice groups, our compliance team has helped, among others, leading businesses, financial institutions, professional bodies, government and non-government organizations and entrepreneurs, in identifying non-compliance issues and regulatory risks, streamlining reporting systems and developing effective compliance measures. We have particular expertise in defending our clients in regulatory investigations, actions launched against them, and guiding them carefully through the process.

Securitisation and Structured Finance:

Commencing from China's first offshore and first onshore securitisation transactions, our lawyers' wealth of experience, in-depth practice and research has made us the PRC's market leader in this area.

Our services include:

- Advising on transaction-specific issues relating to industry compliance, trust, contract, security and tax, etc.
- Advising on the transactional structure of asset securitisation and structured finance
- Drafting, reviewing and negotiating relevant legal documents
- Conducting legal due diligence on the underlying assets
- Issuing legal opinions
- Assisting in the process of obtaining approvals, permits and registrations

Tax: We provide advice and services to our clients on their businesses and transactions, not only from the legal compliance perspective, but also from the tax-efficiency perspective, because we clearly understand that to do business in China, legal compliance is the first concern, with tax planning following closely behind.

Our services include:

- Tax advice for companies' day-to-day operations in China
- Tax planning for various types of transactions, including investments and divestments in equipment, real estate, intellectual property, financial products and equity, corporate restructuring, mergers and acquisitions, securitisation, etc.
- Tax compliance review, tax due diligence and other tax-related services for IPOs and other financing or investment transactions

Venture Capital and Private Equity:

We have represented many leading foreign and domestic VC and PE funds with regard to their portfolio investments in China, covering a wide range of industries, in addition to the formation of VC and PE funds. We also regularly support various onshore and offshore companies with their private equity financing.

Our services include:

- Fund formation
- Design of investment structures
- Conducting legal due diligence
- Drafting, reviewing and negotiating transaction documents
- Assisting in the process of obtaining government approval, permits and registration
- Providing legal advice and issuing legal opinion

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