

Beijing Office

28,31,33,36,37/F SK Tower, 6A Jianguomenwai Avenue,
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Tel: 86-10-5957 2288
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Shanghai Office

10-11/F, Two IFC, No. 8 Century Avenue,
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Tel: 86-21-6061 3666
Fax: 86-21-6061 3555

Shenzhen Office

8-10/F, Tower A, Rongchao Tower, 6003 Yitian Road,
Futian District, Shenzhen 518026, P.R.China

Tel: 86-755-3325 6666
Fax: 86-755-3320 6888/6889

Guangzhou Office

23/F, R&F Center, 10#Huaxia Road, TianHe District,
Guangzhou 510623

Tel: 86-20-2826 1688
Fax: 86-20-2826 1666

Wuhan Office

50/F, New World International Trade Tower,
568 Jianshe Road, Jiangnan District, Wuhan 430022, P.R.China

Tel: 86-27-8555 7988
Fax: 86-27-8555 7588

Chengdu Office

6/F, East Building, La Defense, 1480 North Tianfu Avenue,
High-tech Zone, Chengdu 610042, P.R.China

Tel: 86-28-6208 8000
Fax: 86-28-6208 8111

Chongqing Office

5-1 A, Tower D, PICC Life Insurance Tower, 3 Financial Street,
Jiangbei District, Chongqing 400023, P.R.China

Tel: 86-23-8879 8388
Fax: 86-23-8879 8300

Qingdao Office

27/F, Tower A, COSCO Plaza, 61B HongKong Middle Road,
Shinan District, Qingdao 266071, P.R.China

Tel: 86-532-5572 8677/8678
Fax: 86-532-8667 7666

Hangzhou Office

22/F, Tower A, China Resources Building, 1366 Qianjiang Road,
Jiangan District, Hangzhou

Tel: 86-571-5692 1222
Fax: 86-571-5692 1333

Nanjing Office

14/F, Asia Pacific Business Building, No.2 Hanzhong Road,
Gulou District, Nanjing, Jiangsu, PRC

Tel: 86-025-6951 1818
Fax: 86-025-6951 1717

Tokyo Office

3/F Kabutocho Daiichi Heiwa Building 5-1 Nihonbashi
Kabuto-cho Chuo-ku Tokyo 103-0026, Japan

Tel: 050-3736 5188

Hong Kong Office

4/F Jardine House, 1 Connaught Place, Central, Hong Kong

Tel: 86-852-2877 3088
Fax: 86-852-2525 1099

London Office

10-11 Austin Friars London EC2N 2HG, U.K.

Tel: 44-20-7382 1567
Fax: 44-20-7382 1568

New York Office

2 Wall Street, 21/F, New York, NY 10005

Tel: 1-212-380-8388
Fax: 1-212-810-1995

Los Angeles Office

4322 Wilshire Blvd., Suite 200, Los Angeles, CA 90010

Tel: 1-323-930-5690
Fax: 1-323-930-5693

San Francisco Office

33 New Montgomery Street, Suite 990, San Francisco, CA 94105

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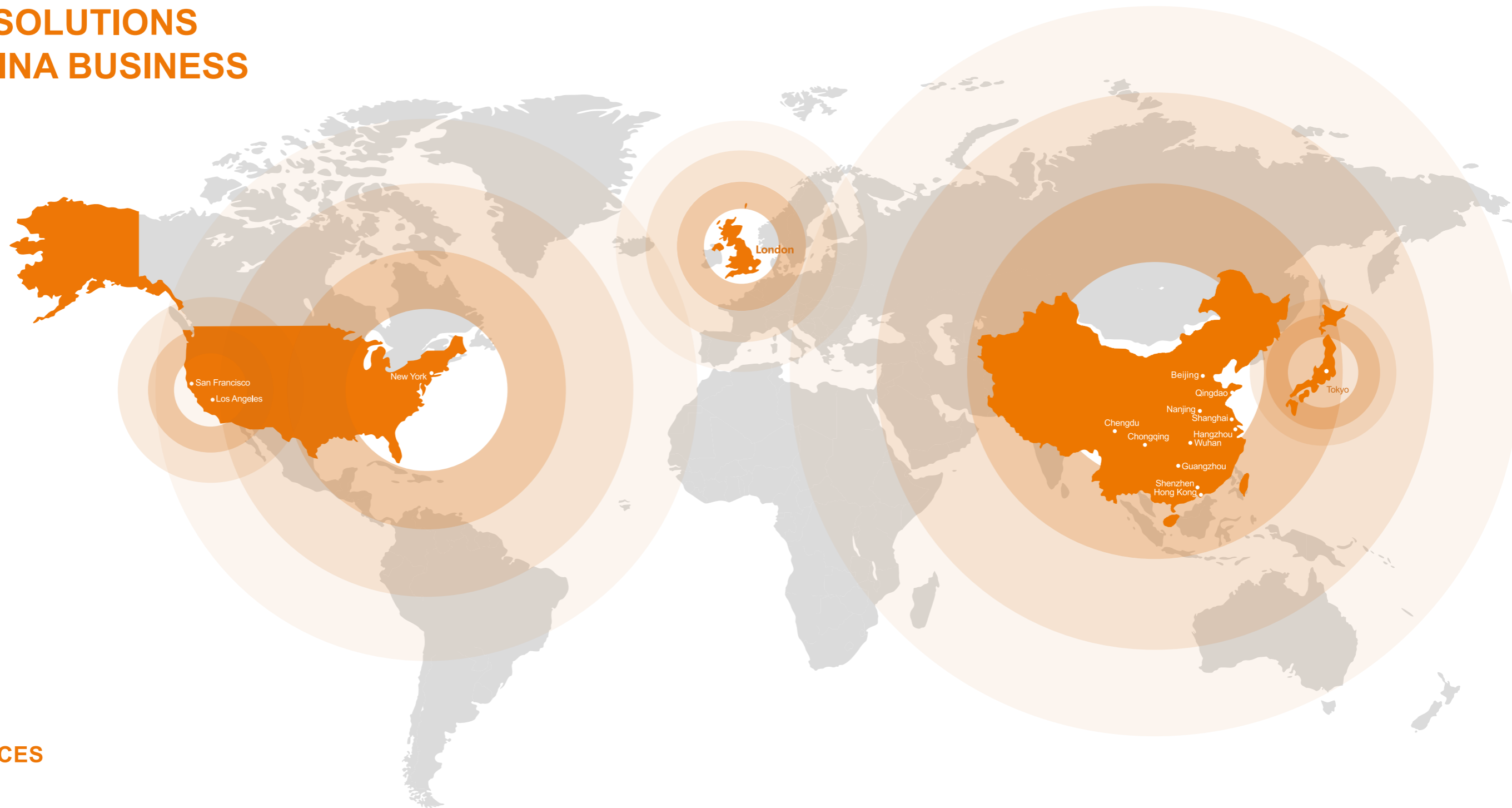
LEGAL SOLUTIONS FOR CHINA BUSINESS



LIMITED LIABILITY PARTNERSHIP

ZHONG LUN LAW FIRM
WWW.ZHONGLUN.COM

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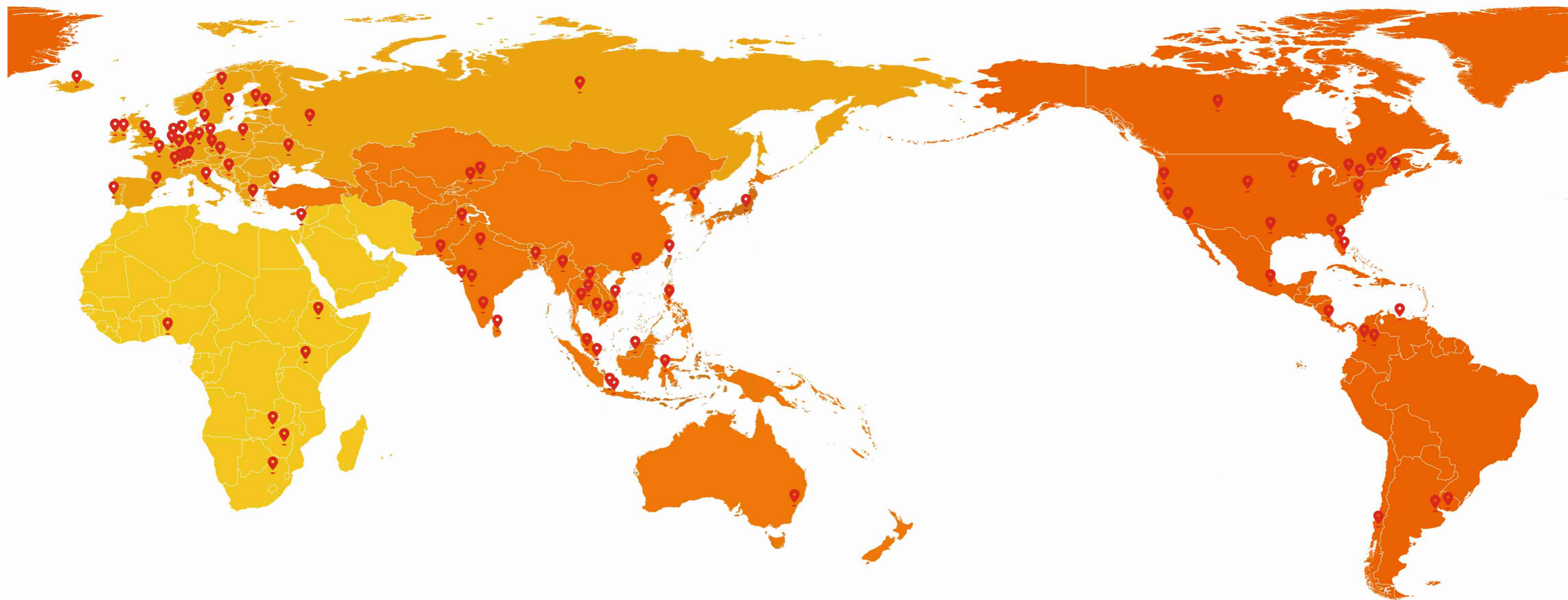


16 OFFICES

Founded in **1993**, Zhong Lun Law Firm was one of the first private law partnerships to receive approval from the Ministry of Justice. After years of rapid development and steady growth, today Zhong Lun is one of the largest full service law firms in China. With over 290 partners and over 1500 professionals working in sixteen offices in Beijing, Shanghai, Shenzhen, Guangzhou, Wuhan, Chengdu, Chongqing, Qingdao, Hangzhou, Nanjing, Tokyo, Hong Kong, London, New York, Los Angeles and San Francisco.

Zhong Lun offers high-quality Chinese legal services across a wide range of industries and sectors by dint of our specialized expertise and close teamwork.

ZHONGLUN GLOBAL NETWORK



150+ PARTNER FIRMS

90+ JURISDICTIONS

By establishing multi-dimensional and multi-channel rapport with overseas law firms, Zhong Lun has built a diversified and far-reaching global platform to more effectively provide clients with comprehensive and one-stop legal services. Zhong Lun is the only law firm in China that has joined the World Law Group.

OUR HONORS

★ Chambers & Partners

2017
PRC Law Firm of the Year (Dispute Resolution)
2015
PRC Law Firm of the Year (Corporate and Finance)

★ China Law & Practice

2016
China Firm of the Year
Pro Bono Initiatives of the Year

★ International Financial Law Review

2015 & 2017
National Law Firm of the Year

★ China Business Law Journal

2013 & 2017
Best Overall PRC Law Firm
2014 & 2017
Law Firm of the Year (Beijing)

★ Asian Legal Business

2015 & 2016
One of the Most 10 Powerful Law Firms in China
2013 & 2014 & 2016
China Employer of Choice

★ The Lawyer

2016
Law Firm of the Year: Asia

Zhong Lun's outstanding work has achieved broad recognition and its practice groups and lawyers are frequently cited and recommended in their respective markets by distinguished legal media groups such as Chambers & Partners, IFLR, The Legal 500, The Lawyer, Asian Legal Business, China Law & Practice and others.

OUR PRACTICE AREAS

PRACTICE AREAS



CAPITAL MARKETS/SECURITIES

A top-tier onshore and offshore securities practice with recognized professional teams.

Ranked Band 1 in Capital Markets
(Chambers Asia Pacific, 2013-2018)

Ranked Tier 1 in Capital Markets
(IFLR1000, 2014-2018)

Capital Markets Firm of the Year
(Asialaw, 2017)

According to the China Capital Markets Legal System Development Report released by the China Securities Regulatory Commission, Zhong Lun is ranked among the best Chinese law firms in securities volume with respect to listings on the Main Board Market and ChiNext Board Market, refinancing of listed companies, mergers and reorganizations of listed companies and overseas issuance of securities, etc.

Zhong Lun Law Firm was one of the first Chinese firms to establish a capital markets/securities practice. Over the past two decades, we have accumulated considerable expertise in a wide array of securities-related legal services. Zhong Lun has advised nearly 1,000 major Chinese companies on their onshore and offshore offerings and listings of A-shares, B-shares, H-shares, red chips, equity shares, etc. on the Shanghai Stock Exchange, Shenzhen Stock Exchange, SEHK, NYSE, NASDAQ, AMEX, as well as exchanges in Toronto, Singapore, Tokyo, London, Taiwan, Australia, Korea and Frankfurt. Zhong Lun has carefully developed a close rapport with securities regulators, stock exchanges, heavyweight investment banks both at home and abroad, audit and appraisal institutions and listed companies in many countries and regions to ensure that we can provide the highest-quality legal services for our clients.

In many years of practice both domestic and abroad, Zhong Lun has established a close rapport with securities regulators, stock exchanges, investment banks, audit and appraisal institutions and listed companies across the globe to ensure the highest-quality legal services for our clients.



“Maintains a balanced practice onshore and offshore . Provides a well - rounded service in A-share, H-share and red-chip bond issuance and other listings. Equally accomplished in representing clients in both equity and debt matters and has considerable experience representing domestic entities and financial institutions.”

Clients laud the firm's consistency of service, greatly appreciating that “ it is careful in dealing with the issuance ” and “ knows our organisation very well.”

— Chambers Asia Pacific 2018

SCOPE OF SERVICES

Equity Capital Markets

- Pre-IPO restructuring
- Private placement
- Domestic and overseas IPOs
- Refinancing of listed companies by stocks, convertible bonds, bond depository receipts, REITs and other financing instruments
- Back-door listings
- Acquisitions, mergers, divestments, major assets restructuring, delisting and relisting of listed companies
- Division and repurchase of shares in listed companies
- Corporate governance
- Design of management incentive plans and employee stock ownership plans
- Post-listing information disclosure
- Listed companies
- Formation of securities investment funds and asset management

Debt Capital Markets

- Corporate bonds
- Enterprise bonds
- Financial bonds
- Short-term commercial paper
- Mid-term notes

PRIVATE EQUITY & INVESTMENT FUND

Ranked Band 1 in Private Equity for consecutive years
(Chambers Asia Pacific)

Highly Recommended in Investment Funds for consecutive years
(Chambers Asia Pacific)

Ranked Tier 1 in Private Equity
(IFLR1000, 2014-2018)

Outstanding Firm for Top China PE Investment Deals
(China Business Law Journal, 2016-2017)

Zhong Lun Law Firm's Private Equity and Investment Funds Practice Group is widely recognized as a pioneer in the private equity ("PE") and investment funds practice industry, with a full range of services running through fund formation, fundraising, investment, project management and fund exit. Zhong Lun's extensive PE and investment funds related deal experiences include not only the establishment of domestic RMB funds, but also the formation of offshore USD funds. Our strength is to deliver legal services for cross-border transactions, involving private equity, debt and mezzanine financing and other forms of investment, with a focus on integration of Chinese and foreign law.

Chambers Asia Pacific praised Zhong Lun as "an eminent player in the market" and that "They provide trustworthy expertise. They are responsive and efficient." Our equity investment and investment funds practice areas have been ranked in Band 1 ever since Chambers Asia Pacific established these two categories for PRC law firms. Other major foreign publications and institutions also recognize Zhong Lun as one of the best law firms in China in these areas.



Private Equity

"Remains an eminent player in the market, housing a deep bench of private equity specialists across its network of offices. Provides advice to an impressive roster of clients regarding both onshore and cross-border investment and financings. Also advises on dismantling red-chip structures and pre-IPO financings."

The team's commercially attuned advice is highlighted.

One interviewee says: " Their communication and attitude towards clients impressed me. They do not just answer my question directly, instead briefing me with the whole background picture and things that may be associated with that question."

—Chambers Asia Pacific 2018

Investment Fund

"Remains a key player in the market, assisting asset management companies, venture capital firms and other investment vehicles with formation, fund-raising and investment issues. Also advises government guide funds on their investments into the private equity area . Frequently works on regulatory compliance work such as registration of fund managers and filing of private funds with the Asset Management Association of China."

One client says: "They are responsive. They are grounded and give actionable solutions."

—Chambers Asia Pacific 2018



SCOPE OF SERVICES

- Formation and fundraising of various equity investment funds, including private equity, venture capital and other fund investment platforms
- Investments by government-guiding funds, fund of funds and other investors into PE funds
- PE funds' investments into portfolio companies
- Investment management for portfolio companies invested in by PE funds
- Fund exits, including sale and other M&A activity, capital market transactions including IPO, recapitalization
- Deal financing
- Liquidation of PE funds

REAL ESTATE

One of the preeminent firms in the real estate field in China

Ranked Band 1 in Real Estate

(Chambers Asia Pacific, 2007-2018)

Ranked Tier 1 in Real Estate & Construction

(The Legal 500 Asia Pacific, 2016-2018)

Real Estate Law Firm of the Year

(Asian Legal Business, 2010-2018)

Real Estate & REIT Law Firm of the Year

(China Business Law Journal, 2016-2017)

Zhong Lun Law Firm's Real Estate Practice Group is a pillar practice of the firm. Zhong Lun has top professional strengths and best teams in this field, with distinguished lawyers, who are regarded highly and trusted by our clients and have remained in the forefront of this critical practice area. Zhong Lun is one of the few law firms capable of providing full range real estate related legal services from start to finish and covering the whole real estate industry for various clients (including government agencies, investors, developers, building contractors, financial institutions, users, real estate funds, etc.). We advise on land comprehensive development, land grant, project financing, real estate development, real estate transfer, various M&A transactions, property operation and management, public offerings of real estate companies and securitization of real property, infrastructures and PPP, environment and energy and real estate related dispute resolutions, which have a comprehensive coverage of many subdivisions of the real estate industry, including residential real estates, office real estates, commercial real estates, industrial real estates, theme parks, housing real estates for the aged, tourism real estates, hotel management and design & construction of golf courses.

Zhong Lun's Real Estate and PPP Project Teams are unmatched in terms of the numerous honors we received in the rankings by various recognized legal rating agencies. Zhong Lun has numerous partners who are acclaimed in the industry and they have professional ability to deal with all details in this field. Zhong Lun's Real Estate Practice Group knows the ins and outs of all applicable laws and has a high reputation in the industry. Many clients say, "Zhong Lun is our first choice."

“Standout full-service firm with a deep grounding in real estate law. Increasingly prominent on major PPP projects in the domestic market as well as on overseas construction deals. Has an impressively broad client base which includes private equity funds, financial institutions, real estate developers, commercial property users and government agencies. Additional expertise in the real estate securitization area.”

The team is lauded for its depth of experience and resources. One enthused client says: "In terms of the real estate area in China, Zhong Lun is definitely the number one! They are well experienced and knowledgeable about the market. In terms of number of lawyers or quality or bench depth, they are very strong. These qualities distinguish them from other firms in the market. Another interviewee agrees: "They have rich resources and they can co-ordinate within the firm.”

— Chambers Asia Pacific 2018 ”

SCOPE OF SERVICES

Land Investment

- Business models, legal risk assessment and cooperative conditions in land investment
- Land investment and agreements for land transactions
- Land expropriation and demolition compensation
- Land comprehensive development and PPP

Real Estate Development

- Legal structuring of project development or joint development
- Establishment of real estate companies
- Acquisition, grant and transfer of state-owned land use rights
- Pre-sale and sale of real property
- Property management
- Property handover
- Acquisition and divestment of real estate companies or special purpose vehicles

Real Estate M&A

- Legal structuring of real estate acquisitions
- Legal due diligence
- M&A transaction documentation and negotiation
- Government approvals and registration
- Tax matters related to M&A

Real Estate Investment & Financing

- General financing of real estate companies
- Private equity investment and financing for real estate projects
- Trust funds for real estate projects or project companies
- Financing of real estate companies by issuing bonds
- Securitization of real estates
- Other innovative financing channels

Property Operation and Management

- Legal and tax issues in relation to the operation of real property
- Property leasing

IPO & Refinancing of Real Estate Companies

- Onshore and offshore initial public offerings of real estate companies
- M&A and restructuring of listed real estate companies
- Refinancing of listed real estate companies
- Establishment and listing of REITs

Dispute Resolution

- Acting as counsels in the arbitration cases involving real estate
- Acting as counsels in the lawsuits (including administrative lawsuits) involving real estate

CONSTRUCTION & INFRASTRUCTURE

Ranked Band 1 in Construction for consecutive years
(Chambers Asia Pacific)

Highly Recommended in Projects & Infrastructure for consecutive years
(Chambers Asia Pacific)

Ranked Tier 1 in Energy & Infrastructure
(IFLR1000, 2016)

Ranked Tier 1 Law Firm in Real Estate and Construction
(The Legal 500 Asia Pacific, 2016-2018)

Construction & Infrastructure Law Firm of the Year
(China Business Law Journal, 2016-2017)

Zhong Lun has a leading construction practice consistently ranked as the best in China by Chambers Asia Pacific, Asian Legal Business and other international authoritative legal service evaluation agencies. We advise on a full range of projects, including residential area, commercial complexes, theme parks, public utilities, industrial plants and infrastructures. Our professional and comprehensive legal service covers contract planning, tendering, contract review and negotiation, contract performance, claims, inspection and final settlement. Together with our large team scale, specialized expertise and substantial experience, Zhong Lun has been featured at the top of the industry, delivering in-depth legal services to many landmarks with national and global influence such as the Olympic venues, China Zun Tower, Beijing Universal Studios, CCTV Headquarters, and National Museum. To assist in the vigorous development of China's overseas investment business, Zhong Lun accompanies Chinese investors and contractors in their business dealings around the world. With our in-depth understanding of the overseas engineering investment environment and legal issues, Zhong Lun has advised Chinese enterprises in energy, mining, industry, infrastructure and civil projects throughout the Middle East, Southeast Asia, Australia, South America, North America and Europe.



“ Real Estate & Construction

“Standout full-service firm with a deep grounding in real estate law. Increasingly prominent on major PPP projects in the domestic market as well as on overseas construction deals. Has an impressively broad client base which includes private equity funds, financial institutions, real estate developers, commercial property users and government agencies. Additional expertise in the real estate securitisation area.”

The team is lauded for its depth of experience and resources. One enthused client says: “In terms of the real estate area in China, Zhong Lun is definitely the number one! They are well experienced and knowledgeable about the market. In terms of number of lawyers or quality or bench depth, they are very strong. These qualities distinguish them from other firms in the market.”

Another interviewee agrees: “ They have rich resources and they can co-ordinate within the firm.”

— Chambers Asia Pacific 2018

Projects & Infrastructure

“Recognised for its comprehensive offerings on a variety of project and infrastructure issues, with specialist knowledge of EPC, BOT and PPP models. Assists investors and funds with their investments into energy and infrastructure projects. Receives an increasing number of instructions, acting for domestic entities in various overseas power plant construction and infrastructure projects.”

Acted for PowerChina Roadbridge Group as investor on the approximately CNY24 billion Chenganyu highway PPP project in Sichuan. The project was re-bid and involved complex historic issues, especially those concerning original investors.

— Chambers Asia Pacific 2018 ”

SCOPE OF SERVICES

Construction

- Project proposals
- Bid invitation and bidding
- Preparation of documents and participation in negotiations
- Performance and oversight of construction contracts
- Completion inspection and delivery of construction projects
- Final accounts for construction projects
- Quality guarantees and warranties for construction projects

Infrastructure

- Due diligence investigations
- Design of the overall deal structure of investment projects
- Procurement by private investors
- Drafting and revision of and negotiation for project contracts
- Design of deal structures for financing
- Drafting and revision of and negotiation for financing contracts
- Financial investors' entering into and exiting projects
- Project guarantees
- Establishment of project companies
- Construction of projects
- Operation and management of projects
- Project handover
- Tax planning
- Insurance planning

Hospitality Sector Law Firm of the Year in China (Corporate INTL, 2012-2013)

Hospitality Law Firm of the Year in China (Global Law Experts, 2013)

As a leader in the hospitality and tourism industry, Zhong Lun Law Firm's Hospitality & Tourism Practice Group maintains a competitive edge in the hotel and tourism investment and management area. Zhong Lun is well-placed to provide a comprehensive range of legal services for owners and developers of hotels and tourism projects, management companies, financial institutions (like banks) and other participants in the market, covering the whole nine yards of hospitality and tourism related legal matters, including the investment and development, operation, management and franchising, acquisition and transfer, financing and refinancing, and dispute resolution of or in relation to hotels and tourism projects, as well as sub-market matters in this sector, such as resorts, strata-title right hotels, serviced apartments, branded residences, hotel property management, time share, theme parks and pension projects.

The hotel and tourism development and management legal services area covers all aspects including the transaction and design phase of the hotel and tourism project, the development phase of the construction, the pre-opening stage and operation, the post-commencement phase, and dispute resolution.

SCOPE OF SERVICES

- Transaction structuring
- Investment and development
- Operation, management and franchise
- Acquisitions and other transfers
- Leasing
- Financing and refinancing
- Day-to-day management
- Property management
- Intellectual property protection
- Arbitration/litigation/expert ruling
- Hotel & tourism derivatives, such as serviced apartments, branded residences and time share

ENVIRONMENT, ENERGY & RESOURCES

Ranked Band 1 in Environment,

Energy & Natural Resources

(Chambers Asia Pacific, 2013-2018)

Highly Recommended in Energy & Infrastructure

(IFLR1000, 2016-2017)

Ranked Tier 1 in Projects & Energy

(The Legal 500 Asia Pacific, 2017-2018)

Energy & Natural Resources Law Firm of the Year

(China Business Law Journal, 2016)

Environment, Energy & Natural Resources, handled by an excellent team of lawyers with a strong focus, represents a very unique practice boasted by our firm. The practice has been categorized as Band 1, the highest ranking by Chambers Asia Pacific, for the sixth consecutive year, and many lawyers of our firm active in this sector have received Chamber's Asia Pacific recommendation.

Alongside Fortune 500 clients, we provide services for governmental authorities and NGOs. Our lawyers have handled a great variety of environmental projects, including the treatment of waters, wastewater and river valleys, treatment and desilting of waterways, land reclamation, water diversion, and the development of urban environment by integrating the municipal lakes and waterways. Our highly praised non-litigation counseling entails services in relation to administrative permit, HSE compliance status, due diligence investigation, financing for and investment in environmental projects, construction, M&A, listing, refinancing, establishment and operation of environmental charitable funds, securitization and other matters, and we have also accumulated substantial experience regarding environmental public interest litigation, administrative reconsideration, administrative litigation, civil litigation and arbitration, and other kinds of proceedings concerning environmental disputes.

As to energy and resources, we provide domestic and foreign clients with full-range support covering the due diligence investigation on target countries and projects, the acquisition of mineral exploration rights and mining rights, obtaining of franchising, exploration and construction, M&A of projects, listing and financing, with regard to hydroelectricity, thermal power, nuclear power, wind power, solar power, biomass energy, forest, petrol, natural gas (LNG), coal seam gas, coal, gold mines and minerals extraction.



Environment

"Well-established firm that offers services in the environmental law arena. Regularly sought after by domestic companies and environmental institutions for its expertise in pollution and transactional matters. Its expertise in regulatory and legislative issues is also frequently sought out by state bodies."

Acted for PowerChina Roadbridge Group on its PPP water environment treatment project in suburban Beijing, including river management and 'sponge cities' sub-projects.

— Chambers Asia Pacific 2018

Energy & Natural Resources

"Full-service firm with a solid offering in the energy and natural resources sector, particularly in relation to domestic and cross-border new energy and mining projects and related transactions. Remains a popular choice among domestic corporations and investors for M&A, investment and project development matters. Offers additional experience in disputes work in this sphere."

Clients highlight the team's ability to operate on cross-border matters, remarking: "It is a professional law firm with responsible legal advisers who can give very targeted and good advice. They are quite experienced in dealing with international businesses and have established good relationships with counterpart legal firms locally."

Another interviewee notes: "They are very responsive to our queries and very knowledgeable about the projects. The team also have a good and thorough understanding of the Chinese government's One Belt One Road policy."

— Chambers Asia Pacific 2018



SCOPE OF SERVICES

Environment

- o Full-range services regarding environment related PPP projects
- o HSE review and compliance counseling
- o Review, management and prevention of environment law related risks
- o Due diligence investigation regarding environmental law
- o Energy conservation and emission reduction projects
- o Cap and trade schemes and green finance
- o Management of and investment in carbon assets
- o Investment in and M&A of environmental infrastructures
- o Licensing and transfer of energy saving and environmental protection technologies
- o Solutions for environmental emergencies
- o Disputes over and compensation for environmental pollution and ecological damage
- o Serving as a long-term legal counsel for environmental institutions
- o Resolution of environmental disputes

Energy

- o Establishment of Sino-foreign joint ventures
- o Full-range services for domestic and foreign energy PPP projects
- o Tendering for offshore energy projects and providing subsequent services
- o M&A of energy projects at home and abroad and green field investments
- o Financing for energy projects
- o PE financing and public financing for energy companies
- o Management of legal risks of energy companies
- o Dispute resolution involving energy sector
- o Acting as a long-term legal counsel for energy companies and their competent authorities

Mining

- o Due diligence investigations on mining rights and mining companies
- o Applications for exploration and mining rights, and transfer, mortgage and lease thereof
- o Negotiation for mining exploration agreements
- o M&A of mining companies and natural resources companies
- o Acting as a long-term legal counsel for mining companies, natural resources companies and their competent authorities
- o Issuance of onshore or offshore bonds for mining companies and natural resources companies
- o Investment in mining and natural resource projects
- o Establishment of joint ventures to develop mining exploration projects
- o Full-range services for PPP projects with regard to mining or natural resources
- o Establishment of risk prevention and containment systems for mining companies
- o Dispute resolution in relation to mining

Corporate and Finance - PRC Law Firm of the Year
(Chambers & Partners, 2015)

**Foreign Direct Investment Law Firm
of the Year - Industry Choice**
(Corporate INTL, 2014)

Zhong Lun Law Firm has a long history of assisting international companies of various sizes, as well as individual business owners in all phases of their China operations. We also represent domestic companies and government authorities in transactions with their foreign counterparts. Our clients include many of the world's most reputable companies including leading players in various subsectors, investment funds, and dozens of the Global Fortune 500.

As business mode continues to shift away from traditional green-land investments towards M&A, we strive to stay on the forefront of the industry and navigate our clients through some of the most high profile and high value deals in the market. Our large pool of corporate attorneys' requisite experience, commercial insights, as well as strong relationships with regulatory bodies at all levels of China's government hierarchy ensure that our clients receive practical and value-creating advice in both legal and commercial aspects.

We have accumulated rich experience and advised deals in various industries and sectors, especially including, hotel and hospitality, urban complex (shopping centers), electronic display, automobile manufacture, film industry, e-commerce, fast-moving consumer goods (FMCG), medical and health industry, etc.

SCOPE OF SERVICES

FDI

- Foreign investment accessibility assessment
- Establishment of foreign invested enterprises ("FIEs") and representative offices
- Establishment of Sino-foreign joint ventures and commercial associated negotiations
- Concentration of undertakings filing
- Establishment of regional headquarters for multinational corporations
- Establishment of foreign investment/holding companies
- Localization and ongoing legal and compliance advice
- Currency exchange control
- Domestic and cross-border financing of FIEs and capital restructuring
- Reinvestment by FIEs
- Labor and human resources
- Customs and border control
- Environment protection
- Tax planning
- Intellectual property protection
- Liquidation of FIEs

Cross-border M&A

- Foreign investment accessibility assessment
- Target selection and risk/feasibility assessment
- Initial investment structuring, business negotiations, and due diligence
- Government approval and formalities
- Consultation on obtaining business license and permits, as well as exemptions
- Delivery of target
- Ongoing post-delivery legal services
- Concentration of undertakings filing
- National security review



MERGERS & ACQUISITIONS

**Ranked Band 1 in Corporate and M&A
for consecutive years**
(Chambers Asia Pacific)

Ranked Tier 1 in M&A
(IFLR1000, 2014-2018)

Tier 1 Law Firm in Corporate and M&A
(The Legal 500 Asia Pacific, 2014-2018)

Tier 1 in China Domestic M&A Rankings
(Asian Legal Business, 2014-2018)

Corporate M&A is one of Zhong Lun's core practice areas. Zhong Lun has been widely recognized as a market leader in this area. Since Chambers Asia Pacific released its first ranking for Chinese law firms in 2007, each year numerous Zhong Lun lawyers have been ranked as leading lawyers in this area including "Band 1" lawyers. In the recent years, Zhong Lun has represented many reputable multinational clients and listed companies clients both domestic and international in a large number of well-known and complex transactions, including reorganization, M&A, cross-border transaction, and outbound investment. In these successful transactions, Zhong Lun lawyers have demonstrated their core strength of providing integrated service and advice by using the resources of different expertise and experience within the firm, and have impressed the clients with their insightful understanding of Chinese laws and regulatory environment, rich knowledge of tax, finance and business, as well deep understanding of client's need and abilities to always craft solutions.

“Highly rated team with extensive experience in M&A, restructuring, strategic investment and alliances. Maintains a strong track record in advising clients from a variety of industries such as TMT, financial services and utilities. Has seen an increase in cross-border transactions, acting for large domestic corporations.”

The team wins praise for its responsiveness and knowledge base. One interviewee says it is “knowledgeable about the Chinese local market and very responsive to our timelines.” Another source agrees: “They have quick responses and good quality.”

Its expertise in the real estate sector is also highlighted, with an interviewee stating: “They are good at real estate work in the PRC market. They have been doing well.”

— Chambers Asia Pacific 2018 ”

SCOPE OF SERVICES

- Advice on market entry of industry sectors
- Advice on transaction structures, tax planning and issues in relation to transactions
- Conducting legal due diligence
- Drafting and negotiation of transaction documents
- Advice on regulatory approvals
- Issuing legal opinions as required by clients or regulators
- Advice on pre-closing, transitional stage, and post-closing integration
- Advice on anti-trust filings

BANKRUPTCY & RESTRUCTURING

Ranked Band 1 in Restructuring and Insolvency for consecutive years

(Chambers Asia Pacific)

Restructuring & Insolvency Firm of the Year

(China Business Law Journal, 2015-2017)

Outstanding Firm in Restructuring & Insolvency

(Asialaw Profiles, 2016-2018)

Zhong Lun Law Firm was among the first PRC firms to advise on China's bankruptcy, reorganization and liquidation laws and regulations. Our professional team has been on the roster of approved bankruptcy administrators by various People's Courts including Beijing Municipal Higher People's Court, Shenzhen Intermediate People's Court, Shanghai Higher People's Court, Guangzhou Intermediate People's Court, Qingdao Intermediate People's Court, Chengdu Intermediate People's Court, Wuhan Intermediate People's Court and ranked in Band 1 by the Shenzhen Intermediate People's Court and Shanghai Higher People's Court. Zhong Lun Law Firm has been appointed to act as bankruptcy administrator in high-profile cases for a diverse group of domestic and international companies, including Hantang Securities, Minfa Securities, *Zhonghe Taibai, *Chuangzhi Technology, Shenzhen Weiguan, Fujian Nuoqi and Anxi Tieguan Corporation, and we provided legal service in several cross-border bankruptcy cases over the past few years. We also advised Shengrun, Kejian, Zhonghua, Wanji Pharmaceutical, Hainan Zhongdu and other listed and non-listed companies on their reorganizations.

Zhong Lun is highly recommended by Chambers Asia Pacific as a Band 1 bankruptcy and reorganization law firm for several years. Zhong Lun was named "Bankruptcy and Reorganization Law Firm of 2015—2017" by China Business Law Journal, and "Best Chinese Bankruptcy, Reorganization and Liquidation Law Firm of 2014" by Asian-mena Counsel Magazine. The case of Zhonghe Taibai and the case of Nuoqi (the first successful domestic reorganization case of H-Share listing), in which Zhong Lun was the bankruptcy administrator, received widespread media coverage and was reported by CCTV. And the cases of * ST Taibai, * ST Zhonghua, * ST Hailong, Zhejiang Glass, in which Zhong Lun acted as the administrators, counsel of debtors and the chairman of the creditor's meeting, were selected into the first "Ten typical bankruptcy cases" by the Supreme People's Court.

Zhong Lun's bankruptcy and reorganization team consists of over 50 professionals with rich experience in this field gathered from the Beijing Office, Shenzhen Office, Shanghai Office, Guangzhou Office, Qingdao Office, Chengdu Office, Wuhan Office and Hong Kong Office, and can provide customers with high quality and efficient legal service. Our professional team has published several monographs, including Analysis on Arbitration Rules of Cases of Enterprise Bankruptcy of People's Court (Law Press, 2016) and Road to Exit and Revitalization of Enterprises in Difficulties-Bankruptcy Liquidation and Reorganization Practice Research (The People's Court Press, 2012), and reported a series of influential papers which were highly noticed and praised.

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“Highly respected firm with a long history of handling insolvency-related matters and corporate reorganisations. Continues to be instructed as administrator on big-ticket liquidation work for both listed and non-listed corporations from a variety of industries. Possesses a strong client base in South China”

One client praises the firm's assured handling of a recent case: “The court recognised its professionalism. It was the chief designer of the case and a pioneer of the local reorganisation business.”

— Chambers Asia Pacific 2018 ”

SCOPE OF SERVICES

- Serving as bankruptcy administrator/member of liquidation teams
- Advising debtors, reorganizers, shareholders, creditors and other interested parties on the corporate reorganization of listed or non-listed companies
- Filing bankruptcy applications on behalf of creditors, debtors and other relevant parties against debtors
- Conducting pre-investigation on debt restructuring of troubled companies and proposing solutions
- Filing compulsory liquidation applications on behalf of shareholders and creditors
- Participating in bankruptcy and compulsory liquidation proceedings as legal advisor for creditors and other rights holders
- Serving as liquidation committee legal advisor
- Participating in risk disposal of securities companies, trusts and other financial institutions as delegated by PRC regulators or relevant parties
- Providing other services related to reorganization

Ranked Band 1 in Banking and Finance

(Chambers Asia Pacific, 2011-2018)

Highly Recommended in Banking and Finance

(IFLR1000, 2014-2018)

Ranked Tier 1 Law Firm in Banking and Finance

(The Legal 500 Asia Pacific, 2014-2018)

Outstanding Firm in Banking & Finance

(Asialaw Profiles, 2016-2017)

As one of the earliest Chinese law firms to advise on banking and financial services, Zhong Lun has provided comprehensive legal service on financial service related issues, accumulated ample practical experience while winning multiple recommendations and awards given by Chambers Asia Pacific, Asian Legal Business, China Law & Practice, Corporate International, China Business Law Journal, The Legal 500, IFLR1000, International Journal of Project Financing, etc.

As one of the first PRC law firms to develop a banking and finance practice, Zhong Lun Law Firm is experienced in providing in-depth legal services for a wide variety of clients, including many influential Chinese and international banks and financial institutions, multinational corporations and domestic enterprises.

Our services cover compliance review and advice, due diligence investigation, structuring for financing transactions and security arrangements, drafting and negotiating legal documents in Chinese and English and other banking and financial legal issues. Our team of legal professionals has rich experience and a high level of expertise advising on cross-border financing transactions, as well as complex structured finance.



“Extensive experience and knowledge of a full spectrum of banking services, from handling term loan facilities and project finance to syndicated loan transactions. The practice has further expertise in asset securitisation and banking compliance.”

Clients consider the team's efficiency as one of its key strengths. One interviewee says: “When we encountered any issues, they were very responsive to our queries.”

— Chambers Asia Pacific 2018



SCOPE OF SERVICES

- Commercial loans, syndicated loans and cross-border financing portfolios
- M&A loans, including financing for cross-border M&A
- Finance facilities for real estate, energy, infrastructure and other projects
- Finance facilities for commercial buildings, office buildings, residential buildings, hotels, multi-purpose development complexes, parking lots and other real estate projects
- Finance facilities for China outbound investment projects
- Finance facilities for privatization matters
- Synthetic financing
- Trade finance, commodity finance, letters of credit and letters of guarantee
- Protection of financial claims, debt restructuring, disposal of non-performing assets and management of financial crises
- Financial leasing for vessels, airplanes and large equipment
- Automobile consumer finance
- Financial derivatives and innovative financial products
- Financial retail products, structured notes and QDII
- Establishment and restructuring of banks and other financial institutions
- Banking compliance review
- Internet finance
- Supply chain finance

SECURITIZATION & FINANCIAL PRODUCTS

Ranked Band 1 in Securitization for consecutive years

(Chambers Asia Pacific)

Structured Finance and Securitization Law Firm of the Year

(China Business Law Journal, 2014-2015)

Market Leader of the Year

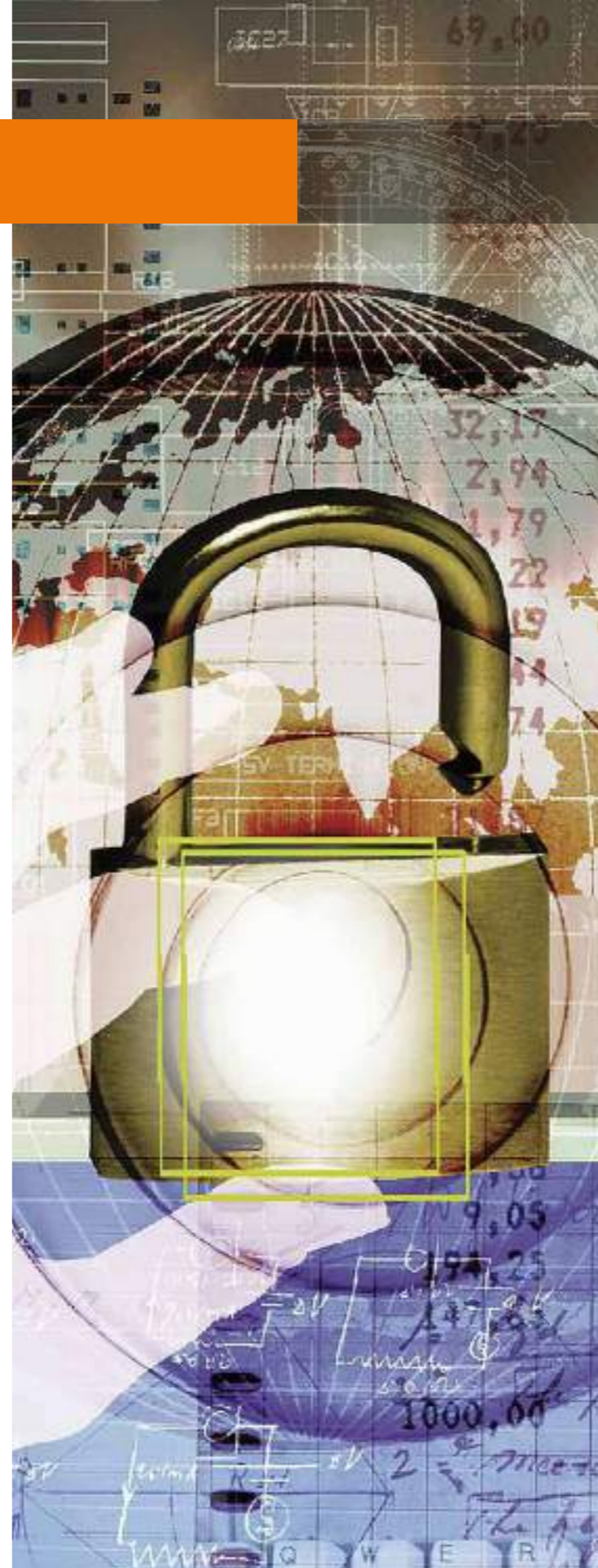
(China Asset Securitization Institution, 2017)

Annual Excellence Award

(Banking Credit Asset Registration and Distribution Center, 2016)

Asset securitization is an important technical solution to deepen financial reform and strengthen the economy. Over the years, Zhong Lun has set out a strategic plan engaging a considerable number of partners and teams, building the platform for technical and professional support provision to promote the quality of legal services in all areas of securitization. Zhong Lun is a leading legal service provider in Chinese asset securitization market. To promote the healthy development of the domestic asset securitization market, Zhong Lun initiated the establishment of the China Securitization Forum (www.chinasecuritization.org) in 2006, which is a Chinese securitization, structured finance industry communicating platform with a global vision. Several Zhong Lun lawyers serve as secretariat of the forum.

Zhong Lun covers all areas of financial products handled by financial institutions regulated by China's central financial regulators, i.e., the 'one bank, two commissions' (consisting of the People's Bank of China, the China Banking and Insurance Regulatory Commission and the China Securities Regulatory Commission) and other financial institutions and entities similar to financial institutions not directly supervised by those authorities. Zhong Lun advises commercial banks, insurance (asset management) companies, trust companies, securities firms, fund companies and many other financial institutions on matters including asset management, inter-institution financing, boutique investment banking, structured financing, standard and non-standard products, with services ranging from due diligence investigation and design of the deal structure to drafting and review of transactional documents, negotiation, assistance in the filing process and risk management in relation to the transactions. In recent years, financial inclusion based on the internet has been developing vigorously, and as one of the forerunners in the sector, Zhong Lun has accumulated a wealth of hands-on experience in internet financing through working on a multitude of cases (including P2P lending and third-party payment), earning a sterling reputation in this field.



“Leading practice in the securitization arena, drawing on resources across its offices in Beijing, Shanghai, Shenzhen, Qingdao, Wuhan and New York. Good track record on transactions including CLOs, auto-ABS and RMBS. Remains counsel of choice for commercial and policy banks as well as financial leasing companies. Also noted for its strength in real-related transactions.”

Clients say the team is “among the top in this area based on their knowledge” and praise its “dedication and good use of its guidance in guaranteeing transactions” compliance with PRC law and regulatory regimes.”

Market commentators acknowledge the firm's strong presence, with one client noting that it “dominates almost all China Banking Regulatory Commission's products and has a huge presence in the ABS market.”

— Chambers Asia Pacific 2018

SCOPE OF SERVICES

- Enterprise loan securitization
- Auto loan and equipment loan securitization
- Residential mortgage loan securitization
- Credit card securitization
- Leasing assets securitization
- Factoring assets securitization
- Special asset management program
- Project asset backed program
- Real estate investment trusts
- Asset-backed notes
- Non-performing asset securitization
- Structured finance
- Esoteric asset securitization

FINANCE LEASE

Ranked Band 1 in Banking and Finance

(Chambers Asia Pacific, 2011-2018)

Highly Recommended in Banking and Finance

(IFLR1000, 2014-2018)

Ranked Tier 1 Law Firm in Banking and Finance

(The Legal 500 Asia Pacific, 2014-2018)

Outstanding Firm in Banking & Finance

(Asialaw Profiles, 2016-2017)

As one of the earliest Chinese law firms involved in bank financing and debt trading, Zhong Lun has provided in-depth and full-range legal services to many banks and financial institutions both at home and abroad, and has accumulated substantial practical experience in the process. Zhong Lun has been consistently recommended highly by industry watchers, such as Chambers Asia Pacific and IFLR1000, for our excellence in asset financing, financial loan, structured financing and other financing related work.

Finance lease related legal services have always been our forte, and we have advised dozens of banks, financial lease companies and lessees on domestic, foreign and cross-border finance lease deals with a good variety of deal structures, including direct-financing lease, sale leaseback, entrusted lease, joint lease, leveraged lease, tax-oriented lease, sublease, transfer of leased assets and lease securitization. We have handled cases involving transport, energy, telecommunication, resource development, electricity and other sectors, leasing airplanes, ships, large industrial equipment, transport facilities, vehicles, energy facilities and other subject matter. Over years of practice, we have developed close and effective cooperation with leasing and finance associations, competent authorities governing lease deals, appraisers of leased assets, lease insurance companies, secondary markets for leased assets and many other entities active in the industry, making sure that the services we render to our clients are comprehensive and instrumental in achieving their commercial goals.

“Extensive experience and knowledge of a full spectrum of banking services, from handling term loan facilities and project finance to syndicated loan transactions. The practice has further expertise in asset securitisation and banking compliance.”

Clients consider the team's efficiency as one of its key strengths. One interviewee says: “When we encountered any issues, they were very responsive to our queries.”

— Chambers Asia Pacific 2018 ”

SCOPE OF SERVICES

- Providing general consulting in relation to lease compliance
- Setting up lease company and its onshore and/or offshore special purpose vehicles
- Assisting in purchasing special types of leased assets (such as aircraft and vessels)
- Conducting due diligence investigation into leased assets, lessors and lessees
- Designing deal structures for finance lease and security
- Drafting and reviewing instruments for finance lease and assisting in relevant negotiations
- Advising on and assisting in the types of financing (including bank loans, factoring, trust financing and asset-backed securitization)
- Arranging the delivery of the leased assets and the closing of relevant financing
- Advising on the disposal of leased assets

Ranked Band 1 in Competition/Antitrust

(Chambers Asia Pacific, 2012 & 2013 & 2016-2018)

Highly Recommended in Competition

(IFLR1000, 2014-2018)

Tier 1 Law Firm in Antitrust and Competition

(The Legal 500 Asia Pacific, 2016-2018)

Competition & Antitrust Law Firm of the Year

(China Business Law Journal, 2013-2015&2017)

Zhong Lun Law Firm was one of the first PRC firms to establish an antitrust/competition practice. Over the past years, we have rendered services to a number of local and international market leaders and accumulated a wealth of experience in this critical area. Our Antitrust/Competition Practice Group team is flush with distinguished local expertise, as well as international experience gained by many of our lawyers earlier in their careers, when they practiced competition law at prestigious international law firms. Equipped with in-depth and fine-tuned understanding of antitrust issues, Zhong Lun's lawyers have acted as legislation experts participating in the discussion and drafting of China's antitrust law and its supplementary regulations. The antitrust lawyers of the firm offer the clients with feasible and effective solutions by applying impressive expertise, sophisticated understanding of various sectors and global vision to China's legal environment. Zhong Lun's antitrust and competition law practice has been highly recommended by Chambers Asia Pacific for many a time and maintaining its Band 1 ranking. The practice's impressive honors and awards also include top recommendation from The Legal 500, "Competition and Anti-trust Law Firm of the Year" from China Business Law Journal, and a variety of awards given by well-established industry watchers such as IFLR and Asian-mena Counsel.

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“A sizeable team with resources on hand cross its Beijing, Shanghai and Guangdong offices. Offers wide-ranging expertise in the antitrust sphere, covering merger control filings, cartel investigations, dawn raids, litigation and agreement reviews. Represents clients in antitrust contentious issues on national and local levels.”

Clients praise the team's efficient work habits, appreciating that it “takes prudent and practical steps based on the full picture,” and that while “fully understanding what would be beneficial to the client,” it does not unquestioningly “adopt the client's argument,” because it is “clearly aware of how legal experts should be positioned.”

— Chambers Asia Pacific 2018

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SCOPE OF SERVICES

- Review and revise clients' commercial agreements and provide related legal advice
- Providing legal advice on issues that may involve the abuse of market dominance by enterprises
- Assess whether a transaction requires antitrust reporting, assist clients to formulate mergers and acquisitions strategies and assist clients in their declaration of control of concentrations between undertakings
- Negotiation of settlements with anti-monopoly law enforcement agencies
- Developing antitrust compliance programs for enterprises and training for corporate employees
- Represent clients in civil litigation, administrative litigation and administrative reviews

BELT AND ROAD INITIATIVE & OUTBOUND INVESTMENTS

Deal of the Year:
CNMC's Investment in African Copper Mine
(China Business Law Journal, 2017)

Deal of the Year:
NAURA Technology Acquires Akrion Systems
(China Business Law Journal, 2017)

Zhong Lun's services for outbound investments, including investments under the Belt and Road Initiative, have seldom been rivaled. Our team is composed of lawyers with qualifications in the US, the UK, France, Canada, Hong Kong, Australia, Japan or other jurisdictions and fluent in English, French, German, Russian, Japanese or Korean apart from their mother tongue, and has established cooperation with law firms from more than 100 jurisdictions across the globe. For more than a decade, our lawyers have assisted in Chinese enterprises' outbound investments targeting developed economies, such as the US, Canada and Australia, as well as some under developed countries in Africa, Latin America and Asia. As the Belt and Road Initiative continues to gather momentum, we further expand our worldwide reach and help carry out a multitude of high profile projects with international impact in Southeast Asian, South Asian, Central Asian, West Asian, European and African countries. Preeminent in the industry, we have provided clients with all-round, high-quality and meticulous service regarding infrastructure, energy, environmental protection, investment, trade, labor, intellectual property rights, dispute resolution and other matters, serving to both support and safeguard Chinese investors' outbound investments.

Zhong Lun's representative outbound investment clients include central enterprises, large state-owned enterprises, large state-owned investment funds, listed companies and investment banks, involving overseas sectors such as natural resources, energy, large infrastructure, real estate, PPP, and some technology intensive foreign industries, including telecommunication, healthcare, high-end manufacturing, retail, high technology and finance. Our extensive global reach doesn't mean we take our eyes off the domestic markets, as investments in relation to China's policies of cutting overcapacity is one of our major focuses. Our works are extensive not only in a geographic sense, but also in terms of the wide variety of investment forms in overseas projects we deal with, such projects including M&A, greenfield projects, PPP projects and tenders.

SCOPE OF SERVICES

- Surveying on the legal environment of potential investment destinations
- Analyzing, assessing and formulating plans against general risks, investment risks and legal risks
- Providing services for the whole process from design to establishment of overseas financing platforms
- Conducting due diligences in outbound M&A and investment deals
- Advising on transactional structures for outbound M&A and investment deals
- Assisting corporate groups in passing their internal inspections on their proposed outbound investments
- Assisting in obtaining relevant PRC governmental approvals
- Drafting the transactional documents for outbound M&A and investment deals
- Assisting in the preparation for tender-bidding process
- Participating and assisting in the business negotiation
- Facilitating the closing of outbound investment related projects
- Assisting the acquisition of annexation loans and project financings
- Providing legal advice on outbound investment in PPP projects
- Advising on the commercial insurance for outbound investments
- Providing full-range counseling for insurance against political risks
- Advising on matters involving approvals by official bodies
- Advising on the approval/ review procedures at Chinese government level for outbound investments
- Assisting clients in selecting, coordinating and managing local intermediary agencies based outside China
- Rendering dispute resolution services in various jurisdictions
- Issuing legal opinions on specialized issues
- Providing legal advice on bilateral investment treaties, tax treaties and the application for other international arrangements
- Offering training sessions on the laws of investment destinations

WTO/INTERNATIONAL TRADE

Ranked Band 1 in International Trade/WTO (Respondent) for consecutive years

(Chambers Asia Pacific)

Highly Recommended in WTO/International Trade

(The Legal 500 Asia Pacific, 2014-2018)

PRC Trade Law Firm of the Year

(China Law & Practice, 2014)

International Trade Law Firm of the Year - Editor Choice

(Corporate INTL, 2014)

The Zhong Lun WTO/International Trade Team has represented MOFCOM in responding to anti-subsidy investigations and safeguard investigations initiated by several WTO members, such as EU, Canada, US, South Africa and India and prepared for submissions on legal arguments. We also represented various Chambers of Commerce and Industrial Associations to present non-injury arguments in numerous trade remedy investigations. Additionally, we represented domestic enterprises in responding to antidumping, anti-subsidy and safeguard investigations initiated by a large number of foreign investigating authorities. In addition to trade remedy cases, the team has represented Chinese companies in appeals in the EU courts, as well as represented MOFCOM in several WTO dispute settlement cases. Its business scope also includes import and export compliance, technical barriers to trade, customs law, international trade practice, etc. The team has been recognized by several international and domestic rating institutions as an outstanding and prestigious team in this practice area. For example, the Chambers Asia Pacific has acknowledged several times this team as “the Best Law Firm of International Trade Law of the Year” , and rated it as the top tier in China for consecutive years.



“Commended for its experience in responding to anti-dumping and countervailing duty investigations. Knowledge covers a wide range of markets, including the EU, Turkey, Indonesia and South Korea. Clients also benefit from its extensive expertise in handling WTO disputes.”

Sources appreciate that the firm can bring specialists with different areas of knowledge on board, noting: “The team is very effective. They obviously have a good mix of partners and associates, and expertise in the team. They can bring a full range of expertise and skills to the case.”

— Chambers Asia Pacific 2018



SCOPE OF SERVICES

- Anti-dumping and countervailing investigations and related review procedures
- Safeguard investigations
- Judicial reviews in respect of trade remedy determinations
- WTO dispute settlement and WTO law consultancy
- Import/export controls, free-trade zones and regulatory compliance
- Customs procedures, such as tariff classification, rule of origin and customs evaluation
- Advising on other issues related to PRC trade policy and law



LABOR & EMPLOYMENT

Ranked Band 1 in Employment for consecutive years
(Chambers Asia Pacific)

Ranked Tier 1 in Employment
(The Legal 500 Asia Pacific, 2017-2018)

Employment & Labor Law Firm of the Year
(China Business Law Journal, 2016)

Recommended in Labor & Employment
(Asialaw Profiles, 2016-2018)

Zhong Lun's labor and employment team has received a top-tier (Band One) recommendation for several years running by Chambers & Partners, and has also received high praise and special recommendation by many other well-known industry rating agencies including The Legal 500 and China Law & Practice. The team handles both contentious and non-contentious matters for clients. As for contentious matters, the team focuses mainly on domestic labor disputes but also handles foreign-related labor disputes. As for non-contentious matters, the team advises clients on complicated cross-border and/or cross-jurisdiction foreign-related labor and employment issues besides consulting on general domestic labor and employment matters. Our clients include multinationals, large state-owned enterprises, large-scale financial institutions, many foreign law firms along with small and medium-sized foreign and Chinese companies.

“Offers well-rounded expertise in employment law, with a depth of knowledge of HR management. Frequently engaged by international companies and large state-owned enterprises in a variety of industries including real estate, finance, energy and technology. Has handled large redundancy projects and disputes related to compliance and non-compete agreements.”

The team wins praise from interviewees for being “very detail-oriented, patient and able to assess things from the client's standpoint.”

Another source says: “The lawyers are experienced and give timely responses.”

— Chambers Asia Pacific 2018 ”

SCOPE OF SERVICES

- Advising clients on employee recruitment hiring and termination
- Drafting, reviewing and revising employment contracts, employee handbooks, confidentiality and non-competition agreements, compensation and benefit policies and other HR-related documents
- Advising on employee transfer and placement with regard to business restructurings, mergers and acquisitions, and assisting with businesses workforce reduction plans and strategies, and attending on-site negotiations with affected employees
- Providing legal services related to cross-border labor and employment issues, including staff mobility, immigration, and application for work and resident permits, etc. for dispatched overseas senior executives and ordinary employees
- Advising clients on handling cases involving white collar crime, compliance/anti-corruption issues and other matters, and assisting clients in investigating and collecting evidence and terminating employees
- Advising on the retention of key employees before and after a change in control of businesses, and also drafting, reviewing and revising “Golden Parachute Plans”, stock incentive plans and other related documents for senior executives working in China
- Providing legal services related to trade union law, such as drafting, reviewing and revising collective contracts, participating in collective bargaining and guiding clients in establishing trade unions and handling disputes and controversies with trade unions
- Advising clients on filing and payment of social insurance premiums, transfer of social insurance and compliance issues related to social insurance and employee benefits
- Providing clients with strategies in labor dispute cases, representing clients in labor-related mediations, settlements, arbitrations and litigations
- Providing training to clients on labor and employment law, compliance/anti-corruption, protection of trade secrets, etc.

TAXATION & WEALTH PLANNING

ZhongLun is one of the few law firms that can provide full-range comprehensive tax law services, especially in regards to international tax laws.

Highly Recommended in Tax for consecutive years
(Chambers Asia Pacific)

Highly Recommended in Tax
(The Legal 500 Asia Pacific, 2016-2018)

Tax Outstanding Firm
(Asialaw Profiles, 2016-2018)

Taxation Firm of the Year
(China Business Law Journal, 2013-2016)

As a trusted law firm in tax and private client services, Zhong Lun's tax practice is one of the most highly regarded tax groups in China. Renowned for its solid international expertise, Zhong Lun's tax group is particularly adept at dealing with complex cross-border tax issues, including providing high-quality tax advice in transnational transactions and investments, tax planning and dispute resolution services. All of Zhong Lun's tax lawyers graduated from top law schools in China and overseas, and have practiced in international law firms and/or the Big Four accounting firms. Many of them are admitted in both the PRC and the United States. Their in-depth knowledge, expertise and practical experience cover PRC tax law and international tax law. In addition to tax law, they also have an extensive understanding of other legal areas, such as company law, financial law, foreign investment law, securities law, real estate and funds related laws.

Our clients come from many industries, including manufacturing, technology, finance, pharmaceuticals, investment funds, real estate, telecommunications, energy resources, logistics, infrastructure, trade, construction as well as modern services, and most of which are global multinational companies, funds and the most influential enterprises in China.

As one of the largest and most experienced private client groups in the Greater China region, Zhong Lun's lawyers also specialize in providing comprehensive legal services related to wealth planning for high net worth individuals and families.

“Demonstrates an impressive track record in advising clients on various wealth management matters, covering matrimonial, succession planning, trusts, tax and corporate issues. Its deft handling of cross-border and high-stakes cases attracts frequent mandates from high net worth individuals, banks and trust companies. The practice is additionally boosted by internal collaboration across offices in Mainland China and Hong Kong.”

The team wins acclaim for its depth of knowledge and experience. One client enthuses: “They have very rich technical expertise. They understand the Asia market very well and what the clients are thinking. They are very willing to think outside the box and the solutions are tailor-made.” Another source remarks: “They are basically the best!”

One client highlights the group's resources, saying: “They have a lot of resources and expertise in China. They are also very experienced in Hong Kong and Canadian laws, which is good. Besides, they have US tax expertise.”

— Chambers Asia Pacific 2018 ”

SCOPE OF SERVICES

Taxation

- Tax strategies for investment entry and exit
- Investment structuring
- Restructuring and M&As, including pre-IPO restructuring
- Financing structuring
- Tax planning for high net worth individuals and company executives
- Tax efficient supply chain management planning
- Tax advisory services on day to day company operations
- Tax planning for import and export
- Transfer pricing
- Tax dispute resolution

Wealth Planning

- Asset and investment planning in the most tax efficient manner
- Use of trust or foundation for asset protection
- Estate planning by means of will, trust, insurance and other tools
- Pre-IPO and Post-IPO wealth planning for major shareholders
- Pre-immigration wealth risk evaluation and planning
- Pre-marriage and marital wealth risk evaluation and planning
- Legal advice and dispute resolution services on domestic and overseas marriage and inheritance issues.
- Witness and execution of estate planning and wills
- Holistic wealth planning
- Assisting in design and establishment of Family Office
- Advice on Automatic Exchange of Information and the Common Reporting Standard



CUSTOMS & TRADE COMPLIANCE

Zhong Lun's Customs & Trade Compliance Team comprises partners and associates from our offices around the world. A number of key members of the team worked at the legal or customs affairs departments of local customs offices or have extensive experience in international trade practice. They are versed in laws and regulations relating to foreign trade and customs supervision and well acquainted with the customs regulatory mechanism, law enforcement standards and reform orientation. They also have an intimate knowledge of how customs process a case and relevant operation practices. We have developed a good working relationship with the General Administration of Customs of the PRC, its local counterparts, and industry associations, forming a bridge for effective communication between enterprises and the Customs.

Tapping on our extensive knowledge on customs and international trade, laws and regulations as well as experience in practicing law, we have successfully helped our clients both at home and abroad to respond to or deal with a large number of customs cases in China. Our clients come from a wide range of industries, including pharmaceutical, energy, telecommunication, aviation, railway transport, automobile, luxury, daily necessities, industrial manufacturing, shipping, and cross-border e-commerce.

SCOPE OF SERVICES

Daily Compliance-Related Work

- Advising on customs clearance procedures and guarantee for customs-related matters
- Helping prepare documents for AEO accreditation
- Helping with corporate self-review and voluntary disclosure
- Counseling on formalities for customs inspections and quarantine
- Comparing and analyzing the pros and cons of the policies applicable to various areas under special customs supervision

Import and Export Taxes

- Customs confirming duty-paid values
- Categorizing and pre-categorizing goods
- Advising on tax reliefs for imported and exported goods
- Advising on dispose of goods qualified for tax reliefs

Regulation of Processing Trade

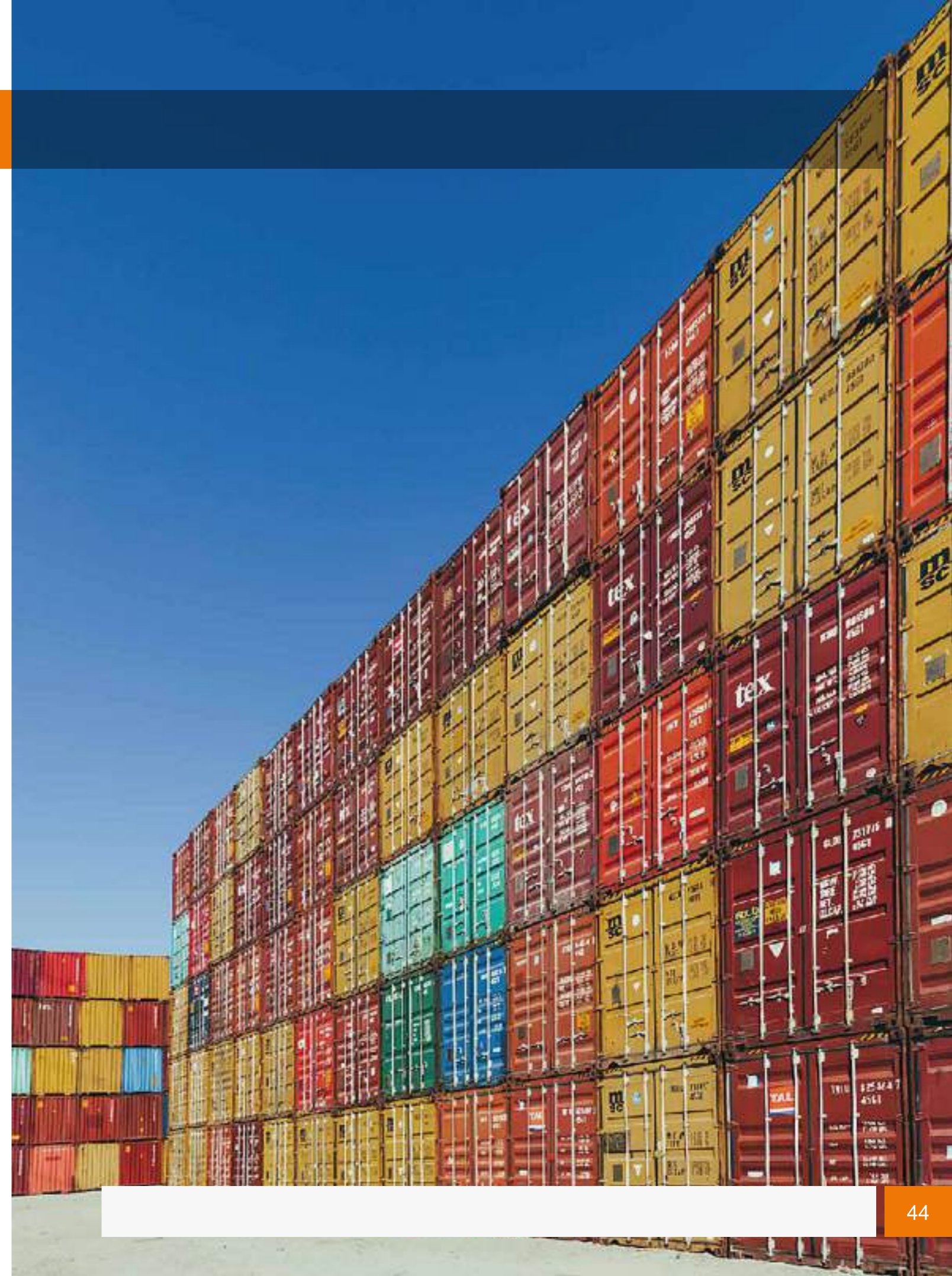
- Setting up processing trade enterprises
- Advising on making and verification of processing trade handbooks
- Counseling on regulation and supervision of bonded materials
- Counseling on customs affairs, ERP, and collaborative warehouse management

Customs Record Filing and Protection of Intellectual Property

- Advising on record filing of intellectual property with the Customs
- Applying for customs protection of intellectual property
- Following up and coordinating with customs officials in regards to specific cases on matters related to customs protection of intellectual property
- Providing brand-related trainings to the Customs

Customs Cases and Legal Remedies

- Responding to customs inspections
- Responding to customs verifications
- Responding to customs anti-smuggling investigations
- Responding to customs investigations into intellectual property
- Representing clients in administrative reconsideration
- Representing clients in administrative litigation



LITIGATION & ARBITRATION

PRC Law Firm of the Year - Dispute Resolution
(Chambers & Partners, 2017)

Ranked Tier 1 for consecutive years
(The Legal 500 Asia Pacific)

Dispute Resolution Firm of the Year - China
(China Law & Practice, 2016)

International Arbitration Practice PRC Law Firm of the Year
(Global Arbitration Review, 2015)

Zhong Lun's litigation and arbitration team boasts a wealth of experience in handling litigation, arbitration, enforcement and all kinds of emergencies in relation thereto, and is without a doubt a cut above other contenders in the industry.

Our team has a smooth-running workflow: first, we take the initiative and help our client in any way we can to prevent the dispute from happening; second, should any of our clients get involved in a dispute, we come up with tailor-made and well-developed solutions to ensure that our clients always have the upper hand. Being immersed in Oriental culture, we are fully committed to win cases for our clients without letting go of any opportunity to settle the dispute, thus lowering the costs of dispute resolution shouldered by the clients.

We hold on to the belief that the best kind of advice should be direct, practical and clear-cut, combining the domestic reality with international trends, and we use our best endeavors to help our clients optimize their representations and evidence, safeguarding their best interests.

Zhong Lun is recognized as one of the firms appearing in the largest number of cases before the Supreme People's Court of China. We also have extensive experience when it comes to arbitration cases before China International Economic and Trade Arbitration Commission (CIETAC), Hong Kong International Arbitration Centre (HKIAC), Singapore International Arbitration Centre (SIAC), Beijing Arbitration Commission, Shanghai Arbitration Commission and Shenzhen Arbitration Commission. In addition, more than ten of our partners serve as arbitrators for HKIAC, CIETAC, Beijing Arbitration Commission and other local arbitration commissions.

Our broad client base encompasses both domestic clientele and a great number of industrial heavyweights from abroad, whom are deeply impressed with and praise us for our excellent language abilities, communication skills, expertise, commitment and seamless cooperation.

“Well-reputed group of practitioners with expertise spanning a range of commercial disputes. Especially skilled at handling real estate, constructions, financing and corporate-related cases. Domestic companies seek its solid expertise in litigation and arbitration in China and beyond. Has seen an increase in cross-border arbitration instructions, including various contractual disputes.”

Clients are impressed with the firm's service. One source enthuses: “ Their professional ability is outstanding. They stand and view things from our standpoint. The advice and service fit our practical needs and exceed our expectations. ”

Peers also recognise it as one of the leading teams in the market, with one interviewee highlighting that they are “ well rounded ” and “an old firm with a balanced development.”

— Chambers Asia Pacific 2018 ”

COMPLIANCE/REGULATORY

PRC Law Firm of the Year - Dispute Resolution
(Chambers & Partners, 2017)

Highly Recommended in Regulatory/Compliance
(The Legal 500 Asia Pacific, 2018)

Highly Recommended in Financial Services Regulatory
(Asialaw Profiles, 2016-2018)

Anti-Bribery and Compliance Law Firm of the Year
(China Business Law Journal, 2016-2017)

Zhong Lun has an outstanding team of lawyers in the compliance and regulatory practice field. The team consists of dozens of partners and over 100 professionals from domestic and overseas offices, including former prosecutors, former judges, former government officials (including public security, Administration of Industry and Commerce (AIC), National Development and Reform Commission (NDRC), customs, quality inspection, State Administration of Foreign Exchange (SAFE), environmental protection, tax and anti-trust officials), as well as attorneys, admitted in China and other jurisdictions, and former compliance officers of major Chinese and international corporations, who combine their extensive global capabilities with their substantial local experience. Zhong Lun has established its position as a pioneer in this practice area, by providing comprehensive services, which are tailored to clients' needs. The firm's regulatory compliance team has handled numerous high-profile cases initiated by both domestic and foreign authorities.

SCOPE OF SERVICES

- o Daily legal advice and compliance training
- o Establishment of the internal compliance systems of enterprise
- o Prevention and control of compliance risks in business transactions
- o Internal investigation, governmental investigations and crisis management
- o Fcpa and other foreign anti-corruption/anti-bribery law services
- o Criminal crisis response and related compliance services
- o Compliance services in domestic and overseas merger/acquisition and investment
- o Cyber security and data protection
- o Compliance services on anti-monopoly
- o Compliance services on tax, environmental protection, and other sectors



We take pride in our team of top-notch lawyers dedicated to criminal compliance practice here at Zhong Lun. Led by talented and experienced partners, the team has defended many high-profile individuals, including persons in charge of large state-owned companies, famous entrepreneurs and senior officers of multinational corporations, and has also provided guidance in formulating compliance/anti-corruption rules for large multinational corporations, state-owned companies and financial institutions. For their excellent work, many of our criminal compliance lawyers have earned considerable reputations among both domestic and foreign clientele.

Boasting an impressive assemblage of legal talents with international outlook and in-depth local experience, our criminal compliance team has built effective communication channels with all levels of judiciary bodies throughout the country, as most of our criminal defense lawyers have working experience in court trials, public prosecution, and investigation into white-collar crimes and other criminal offenses with courts, procuratorates and public security bureaus across China.

Our criminal compliance team works in multiple languages, including English, which enable the attorneys to better help overseas companies in dealing with criminal offenses or other illegal conduct by domestic firms. We have handled a multitude of criminal cases initiated in Italy, Canada and other countries in matters related to bankruptcy fraud and contract fraud, just to name a few.

With diligence and impeccable expertise, our criminal compliance team has offered and will continue to offer our clients with first-class services tailored to the clients' needs.

SCOPE OF SERVICES

Prevention and Management of Criminal Risks/Compliance/Anti-corruption, and Day-to-day Legal Counseling

- Assist clients to formulate and adjust their local operations and business practices to be in compliance with the anti-corruption/compliance laws and regulations of China and other jurisdictions (the US, the EU, etc.). This would include, for example, assisting with framing and shaping a localized compliance policy system, criminal compliance risk prevention, and other controlling mechanisms
- Provide training, day-to-day counseling and law updates in relation to prevention and management of criminal risks/compliance/anti-corruption matters, and help clients formulate and improve their internal compliance rules and risk management systems
- Advise on cases in terms of prevention and management of criminal risks/compliance/anti-corruption and assist in responding to investigations, surprise checks and enquiries conducted by government authorities, services in this regard including contingency planning, on-site assistance and crisis management
- Provide legal hotline service to our clients' senior officers exposed to criminal/compliance/anti-corruption risks, ensuring that effective legal counseling is instantly available to the clients
- Provide criminal risk management/compliance/anti-corruption advice on the laws of target jurisdictions of Chinese companies' outbound investments, and help secure the participation of China's enterprises in the Belt and Road Initiative and other outbound investment projects
- Conduct, upon the clients' request, investigations into or inspections on the clients' counterparties (such as their suppliers), including the counterparties themselves and their shareholders, actual controllers and senior officers in terms of criminal accusations/compliance/anti-corruption

Dealing with Criminal Investigation/Criminal Defense/Representation in Cases Combining Criminal and Civil Claims

- Assist clients in dealing with emergencies where criminal/compliance/anti-corruption investigations are initiated without warning by relevant authorities, and swiftly come up with preliminary responsive measures and help contain public reaction
- Provide clients with comprehensive criminal defense services and develop the best possible defense strategies with a view to securing the most favorable results
- Represent clients in criminal cases involving civil proceedings or in connection with civil or administrative lawsuits, and assist the clients in collecting evidence and responding to any claims
- Help clients have sufficient and effective communication with case handling authorities regarding criminal coercive measures, compensations and settlements in order to obtain for the clients the best results possible
- Represent clients in cases where criminal and civil issues are intertwined, and assist in initiating state investigation of criminal offences and behavior with a view to winning favorable results for the civil part of the cases through evidence collection, investigation and judgment of the criminal part of the same

Highly Recommended in Shipping (The Legal 500 Asia Pacific, 2016-2018)

Highly Recommended in Shipping, Maritime & Aviation (Asialaw Profiles, 2016-2018)

As the world's oldest legal practice area Shipping and Maritime is closely related to other practice areas including transport, international trade, international settlements and insurance. Zhong Lun's Shipping and Maritime legal services team has efficiently and effectively represented our clients, at home or abroad, in cases with regard to extended affairs from above-mentioned activities.

SCOPE OF SERVICES

Maritime-Related Issues

- Collisions with ships or rocks, groundings, strandings
- Damage caused by vessels to fishing facilities, fish farming facilities, farmed seafood and above-water or underwater facilities
- Marine engineering and product quality liability
- Wrongful lien on ships, cargo, materials/fuel/spare parts of ships
- Marine pollution and cleanup
- Marine salvage, towage and recovery of sunken ships
- General average
- Maritime personal injury
- Shipping fraud
- Other maritime torts

Maritime Commercial Issues

- Maritime cargo and carriage contracts (including damage to cargo, cargo shortages, release of cargo without original bill of lading, transfer of bill of lading, etc.)
- Disputes regarding charter contracts (time charter, bareboat charter, etc.)
- Sale, purchase, lease, financing and management of ships and vessels
- Shipbuilding, repair and engineering
- Ship ownership, priority, lien and pledge
- Contracts of towage and pilotage
- Ship and cargo agency, logistics and storage
- Contracts regarding the materials, fuel and spare parts of ships
- Maritime labor and employment issues
- Port/pier leasing, operation and management
- The management, mortgage, pledge, financing and leasing of the cargo, facilities and containers at port
- Guarantees related to maritime transport, sale and purchase of ships, marine engineering, operation and management of ports, independent guarantees and letters of credit
- Marine insurance and indemnity insurance contracts

Special Maritime Procedures

- Security of maritime claim, maritime evidence preservation and maritime injunction
- The recognition and enforcement of foreign-related arbitral awards
- Limitation fund for compensation for maritime claims (including limitation fund for compensation for oil pollution damage)

Trade

- International trade contracts
- International trade settlement and letters of credit

Non-litigation Cases

- Ship financing and shipping container financing
- Acting as long-term legal counsel for vessel owners, builders, logistics, traders, shipping companies etc.



INTELLECTUAL PROPERTY

Highly Recommended in Intellectual Property for consecutive years

(Chambers Asia Pacific)

Ranked Tier 1 in Intellectual Property

(The Legal 500 Asia Pacific, 2017-2018)

Highly Recommended in Intellectual Property

(Asialaw Profiles, 2018)

IP Law Firm

(ALB, 2016-2017)

The Intellectual Property Department of Zhong Lun Law Firm has been widely praised for helping Chinese enterprises set foot into the international market and helping multinational enterprises enter the Chinese market, with highly efficient, professional and “one-stop” services, and it continuously receives recommendations in rankings of the authoritative legal rating agencies. In Chambers Asia Pacific 2018, in the practice area of intellectual property (including litigation and non-litigation), Zhong Lun Law Firm and its five partners are highly recommended. In the ranking of law firms in Asia-Pacific region of 2018 announced by The Legal 500, Zhong Lun Law Firm has been selected as “Top-Tier Firm” in the practice area of intellectual property. In the “Ranking of Intellectual Property in China of 2018” announced by Asian Legal Business, Zhong Lun Law Firm has been selected as one of the “Highly Recommended IP Law Firms in China of 2017”. Zhong Lun Law Firm represented four cases among “Top 10 IP Hotspots Cases of 2016” selected by IPHOUSE, and five cases among “10 Cases Drawing Widespread Concerns in the Community” listed by Chief Justice of Beijing IP Court. The proportion is one of the highest among all law firms in China.

The Intellectual Property Department of Zhong Lun Law Firm brings together a number of lawyers, trademark agents and patent agents who have graduated from prestigious universities in China and abroad to provide a full-service of intellectual property.

SCOPE OF SERVICES

- Intellectual property infringement litigation
- Unfair competition and trade secret litigation
- Anti-monopoly cases relating to intellectual property
- Application and registration of patent, trademark, copyright and IC layout
- Due diligence, licensing and transaction of intellectual property
- Administrative protection procedures of intellectual property
- Anti-counterfeiting products and customs protection of intellectual property
- IP strategy consulting of enterprises
- IP portfolio management of enterprises
- Patent pool convening, assessment of essential patent and patent licensing policies
- Assisting the clients to response to intellectual procedures including 337 investigations outside China
- Legal affairs in the industries of Internet and technology, media and telecom (TMT)

“Renowned for its corporate and dispute resolution capabilities in IP-related matters. Continues to be a popular choice among well-known foreign and domestic corporations, thanks to its comprehensive IP offerings, covering prosecution, civil and administrative litigation, and portfolio management. Leverages its industry knowledge in areas such as TMT, life sciences and the automotive sector.”

The team wins warm acclaim for its responsiveness and good grasp of the issues. One source confirms: “They are on top of things and very very in order. They have things under control and we rely on them 100%. They are also very flexible and responsive.”

Clients highlight its experience in litigation matters, saying: “They are quite strong in litigation. They consider things from a lot of different angles, so the preparation and the court performance is good.”

— Chambers Asia Pacific 2018 ”

TECHNOLOGY, TELECOMS & INTERNET

Ranked Band 1 in TMT

(Chambers Asia Pacific, 2013-2018)

Ranked Tier 1 in TMT

(The Legal 500 Asia Pacific, 2018)

IT, Telco & Media Outstanding Firm

(Asialaw Profiles, 2018)

TMT Firm of the Year

(China Business Law Journal, 2014-2016)

Over the past two decades, Zhong Lun has been actively involved at the forefront of legal matters related to science and technology, telecommunications and the Internet, and has provided legal advice to numerous science and technology companies, telecom operators, providers of value-added service and internet companies. Our accumulated experience is considerable. Indeed, the science and technology, telecommunications and internet practice of Zhong Lun has been consistently ranked Band 1 and highly recommended by Chambers, a well-respected international legal rating agency, and has received high recommendations and awards for many times from The Legal 500, China Business Law Journal, Asialaw and other preeminent industry watchers.

In respect of science and technology, telecommunications and internet business, Zhong Lun's practice involves basic telecommunications, internet/e-commerce and other value-added telecom business, Big Data, Internet of Things, artificial intelligence, cloud computing projects, protection of personal information and data, cross-border transmission of data, network security compliance, internet finance, etc.



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“ Singled out for experience in a wide range of work , from investment , financing, M&A and IPOs to compliance issues in the TMT sphere. Client roster includes leading internet and technology companies , investment funds and venture capital firms. Its expertise in the IP area adds depth to its practice.”

Clients are quick to praise the team for its good grasp of new developments in the sector.

One notes: “ The lawyers not only have legal knowledge but also have strong industry knowledge. They are familiar with the developments in the market and able to give advice that other firms cannot offer, utilising their experience and industry knowledge.”

Another interviewee appreciates that “they discuss problems quite comprehensively.”

— Chambers Asia Pacific 2018 ”

SCOPE OF SERVICES

- Providing science and technology, telecommunications and internet enterprises with full-range services including due diligence investigation, compliance advice, designing of investment structure, negotiation, documents drafting and transaction closing for their financing, reorganization, merger and acquisition, foreign direct investment and capital markets business
- Advising on construction and development of basic telecommunication facilities
- Providing legal services related to Big Data, protection of personal information and privacy, data collection, cross-border transmission, etc.
- Assisting clients, in line with market access policies, in the investment of various value-added telecommunications services
- Assisting domestic start-up companies in establishing business models that meet the requirements of financing and IPO
- Providing legal services related to the setup and operation of e-commerce platforms
- Providing legal services concerning network security, including the construction of compliance system, protection of key information infrastructure, etc.
- Assisting in the settlement of disputes over domain names
- Offering legal services regarding internet finance, including third-party payment, P2P lending, crowdfunding, innovative internet financing platform, internet banking and big data for online financing, etc.

CULTURE, ENTERTAINMENT & MEDIA

Ranked Band 1 in TMT

(Chambers Asia Pacific, 2013-2017)

Ranked Tier 1 in TMT

(The Legal 500 Asia Pacific, 2017)

IT, Telco & Media Outstanding Firm

(Asialaw Profiles, 2018)

TMT Firm of the Year

(China Business Law Journal, 2014-2016)

Zhong Lun is among the first law firms taking on business related to culture, entertainment and media, having committed ourselves to this practice area as early as the late 1990s. Extensively experienced and well reputed, Zhong Lun lawyers focusing on culture, entertainment and media have over the years been highly recommended by Chambers Asia Pacific for multiple times.

Zhong Lun's strengths in the culture, entertainment and media practice mainly lie in the counseling for film, television programs, video games, animations, new media, advertisement, print media, music records, sports competitions, theme parks, publication, and performing arts management, among others. In this practice area, Zhong Lun lawyers not only fully support clients in traditional work, including financing, M&A, listing, compliance and IP rights, but also help innovative clients to develop new business models in compliance with PRC laws and regulatory requirements.



“Singled out for experience in a wide range of work, from investment, financing, M&A and IPOs to compliance issues in the TMT sphere. Client roster includes leading internet and technology companies, investment funds and venture capital firms. Its expertise in the IP area adds depth to its practice.”

Clients are quick to praise the team for its good grasp of new developments in the sector. One notes: “The lawyers not only have legal knowledge but also have strong industry knowledge. They are familiar with the developments in the market and able to give advice that other firms cannot offer, utilising their experience and industry knowledge.”

Another interviewee appreciates that “they discuss problems quite comprehensively.”

— Chambers Asia Pacific 2018 ”

SCOPE OF SERVICES

- Providing legal services concerning investments and financing in relation to TV stations, radio stations, journals, newspapers, online media, mobile media and other forms of media
- Providing legal services for matters related to films, TV shows, animation, music, artwork and other cultural forms of art
- Acting on behalf of celebrities, screenwriters, composers, lyricists, novelists and other artists in matters related to their creational process, performance, endorsement and management
- Advising on the planning, production, operation and business development for large stage performances, expositions and commercial events, and on the establishment, development and operation of performing arts management companies and performing arts organizations
- Advising on the hosting, marketing, broadcasting, live broadcasting and online streaming of large events, sports events and other types of commercial activities
- Assisting in online publication, registration of domain names, and the comprehensive protection of copyrights, trademarks, and other IP rights with regard to new media, and providing counseling regarding the acquisition and maintenance of licenses for value added services of the internet service providers and the establishment, operation and risk management of companies in culture, entertainment and media sector
- Providing legal services for the planning, adaptation, creation, operation, business development of TV games, online games, mobile games and other forms of video games, and for matters related to shutdown of game servers and copyright infringement
- Providing legal services to high net worth individuals and families, including celebrities regarding individual/family wealth management, trusts, charitable donations, charitable foundations and other types of cultural charitable projects

HEALTHCARE & LIFE SCIENCE

Ranked Band 3 in Healthcare

(Chambers Asia Pacific, 2018)

Ranked Band 2 in Healthcare

(Chambers Asia Pacific, 2015-2017)

Highly Recommended in Healthcare and life sciences

(The Legal 500 Asia Pacific, 2018)

Healthcare, Pharma & Life Sciences Law Firm of the Year

(China Business Law Journal, 2016-2017)

Zhong Lun's expertise in medicine, healthcare and life sciences has always held a top spot in the legal service industry. Fully committed to renovate our services to keep up with these constantly evolving fields, we have forged our unique and much-loved models of services designed for sectors including healthcare, public health, life science, personal health management services, rehabilitation services, senior care, medicine, medical equipment, biologicals, dietary supplements and cosmetics, thus maintaining our undeniable edge in the fierce competition. Our firm has a dedicated team of several dozen partners and associates with extensive experience and considerable influence in health and life sciences, and their sterling track record reflects a deep understanding of the operating rules and development trends, solid background knowledge and hands-on experience in these sectors. They stay at the forefront of the industries by actively participating in the research on and formulation of public policies, and by designing new types and models of deals.

Zhong Lun's services in health and life sciences cover practically every aspect, including healthcare service, public health, life science, personal health management service, rehabilitation service, senior care, pharmaceuticals, medical devices, blood products, biologics, dietary supplements, internet-based smart healthcare, healthcare industry chains and innovative forms of retail and other related services such as the establishment of legal entities, sales contracts, regulatory affairs, administrative approvals, compliance, M&A, financing, listing, protection of IP rights, anti-bribery, dispute resolution, the transformation of medical institutions into enterprises, the reform and re-organisation of medical institutions, and PPP. We provide all-encompassing services to clients in medical treatment, medical insurance and pharmaceuticals, covering the entire life cycle of human beings, and leaving no small branches of the health care industry unattended for. Our health and life science team has advised large multinational developers and manufacturers of medicine/medical devices, various medical healthcare organizations, elderly care institutions, service providers, domestic industry leaders and emerging medical information service providers.

SCOPE OF SERVICES

- **Review and formulation of compliance measures for companies.** We devise and examine internal regulations for pharmaceutical companies/medical device companies with regard to matters including their marketing, R&D and management of third parties, provide compliance related training programs for officers and employees alike for such companies, conduct compliance reviews and demonstrations on business models for medical healthcare institutions and advise on laws and regulations in medical administration and management.
- **Regulatory.** We offer regulatory affairs counseling primarily concerning medicines and medical devices, and matters we advise on are mainly comprise clinical trials, registration of products, GMP compliance, marketing of the products, product recall, tender, antitrust and price control, among others. We also provide inclusive legal regulation consulting regarding access to market, medical insurance, pricing, medical items, quality control and sanitary control.
- **Investment, financing and M&A.** We advise on the investment, financing and merger and acquisition of equities, property rights, and other rights and interests of medical healthcare corporates and non-corporate entities.
- **Re-engineering and re-organization.** We advise on the reform and re-organization of the property rights, rights and interests and operation rights for and the transformation into enterprises of state-owned enterprises and institutions as well as non-profit organizations.
- **Anti-corruption and commercial bribery investigations.** We act on behalf of our clients to handle legal actions lodged on them by governmental authorities, including industrial and commercial authorities, and anti-bribery and anti-corruption investigations conducted by overseas regulatory bodies; we also assist multinationals and large pharmaceutical/medical device companies in dealing with criminal or administrative investigations on them regarding commercial bribery.
- **Dispute resolution.** We represent our clients in disputes in relation to medicine and medical devices, including disputes over service contracts, agency agreements, clinical trials for medicines, compensations due to medical malpractice, and monopoly and unfair competition.
- **IP rights.** We have IP rights practitioners based across the globe at our offices in Beijing, Shanghai, Guangzhou, Hong Kong, London, New York and other metropolises. Consequently, we are well-positioned to render multi-regional, comprehensive, professional and innovative legal solutions, concerning matters including cross-border M&A, sales of medicines, R&D of medicines, patent strategies, transfer of technologies and relevant cooperation, development, licensing and dispute resolution involving IP rights.
- **Private equities and investment in startups.** We take care of the establishment, financing, liquidation and daily management of PE/start-up funds, and provide counseling for the investment in, M&A of and exit from such funds.

Recommended as Recognized Practitioner in Aviation(Finance) (Chambers Asia Pacific, 2017)

China's aviation/automobile industry is quickly becoming one of the most competitive and active markets in the national economy, and Zhong Lun's professionals are fully committed to provide top quality legal advice to both Chinese and foreign customers in this industry. Our firm has years of practical experience in providing legal services to heavyweights in these sectors, including large airlines, airport group companies, vehicle manufacturers, auto parts manufacturers, ancillary services providers and operators, dealers, and related financial companies and leasing companies. Such focus on the aviation/automobile industry allows us to keep abreast of the trends of policymaking, business situation, regulatory environment and transaction risks in this sector. We devote plenty of time to conduct in-depth analysis and study on various types of aviation and automobile business as well as related laws, administrative rules and regulations, documentation standards and administrative procedures, and what we have learned from our extensive research has been flexibly used in our practice, gaining deep trust from clients.

SCOPE OF SERVICES

- Assisting airlines, automobile enterprises, and airport companies in their reorganizations, IPO, restructuring, merger and acquisition, and refinancing
- Providing aircraft and car manufacturers and dealers with legal services concerning franchise management
- Advising foreign-invested enterprises and Sino-foreign joint ventures on the establishment, localization of operations and rendering counseling services concerning compliance management
- Providing full-range legal services for the development, construction, operation, and property management of civil airport projects
- Assisting in the protection of intellectual property and trade secrets in connection with aviation/automobile projects
- Advising on the bulk trading of aircraft, automobile and the engines and parts thereof, and the import and export, taxation and customs related to the foregoing
- Advising on the leasing and financing of large assets such as airplanes and automobiles
- Advising on antitrust related matters in the aviation/automobile business
- Providing legal services related to the international air cargo transport and passenger transport
- Assisting in the dispute resolution in the aviation/automobile sectors

With the continued advance of China's comprehensive national power and robust development of the technology in national defense and military industry, enterprises in this sector shoulder a dual strategic task of helping develop the nation's economy and at the same time safeguarding national security. As China's national defense and military industry grows, the talents, technology and resources in the arms industry continue shifting to serving civilian purposes, and non-military enterprises become increasingly involved in military industry. Such trends lead to the convergence and sharing of military and civilian resources, forming between the military and civilians a comprehensive, highly efficient and deeply integrated cooperation that covers a multitude of sectors.

Zhong Lun's professional teams take the lead in providing legal services to national defense and military industry. Among the first entities included in the Schedule of Legal Consulting Providers for Confidential Military Industry Business issued by the State Administration of Science, Technology and Industry for National Defense, our Chengdu Office has obtained Certificate of Registration as an Entity Meeting the Requirements of Security and Confidentiality of Confidential Military Industry Business, and has practitioners privy to confidential matters in relation to the military industry, who furnish counseling services related to electronic information, new material, high-end tech equipment, technology transfer and other fields to defense technology entities, military and civilian cooperation entities, and companies and organizations of the military industry.

SCOPE OF SERVICES

Capital Markets

- Pre-IPO restructuring and reorganization
- Domestic IPOs
- Company refinancing (including stocks, convertible bonds and other financing instruments)
- Company acquisitions, mergers, spinoffs and material assets reorganization
- Split and repurchase of shares
- Designing management incentive plans, employee stock ownership plans, etc.

Relevant Legislative Activities

- Zhong Lun is the sole law firm invited by the State Administration of Science, Technology and Industry for National Defense to participate in the drafting of Regulations on Nuclear Security



PROFESSIONAL

ENTERPRISING

INCLUSIVE

SHARING

OUR VALUES

OUR SOCIAL RESPONSIBILITY

1993

Zhong Lun Law Firm was founded

2010

Zhong Lun Charity Fund was established

2014

Zhong Lun Charity Foundation was officially registered

As a socially responsible full-service law firm, Zhong Lun treasures the support it receives from the society and makes great efforts to repay the kindness. To this end, Zhong Lun Charity Fund (the "Fund") was established with unanimous consent at the firm's first partners' meeting in 2010. On May 7, 2014, Zhong Lun Charity Foundation (the "Foundation") sponsored by Zhong Lun Law Firm was established as a PE fund upon approval by Beijing Civil Affairs Bureau, with a registered capital of RMB 2.05 million.

The Foundation focuses on a variety of matters, including healthcare, environmental protection, education, disaster relief, support of underprivileged people, pro bono legal service, legal aid, and volunteering.

Fully dedicated to charitable work, the firm offers the Foundation a well-connected and well-resourced platform for its development. Zhong Luners have been cooperating with clients to establish multiple special funds, the most notable of which are Teachers' Outlook Fund, Love Without Boundaries Fund, Top Spring Education Aid Fund, Zhong Lun - Nankai Scholarship Fund for Overseas Education and the Fund for Research Projects of PKU Law & Development Academy.