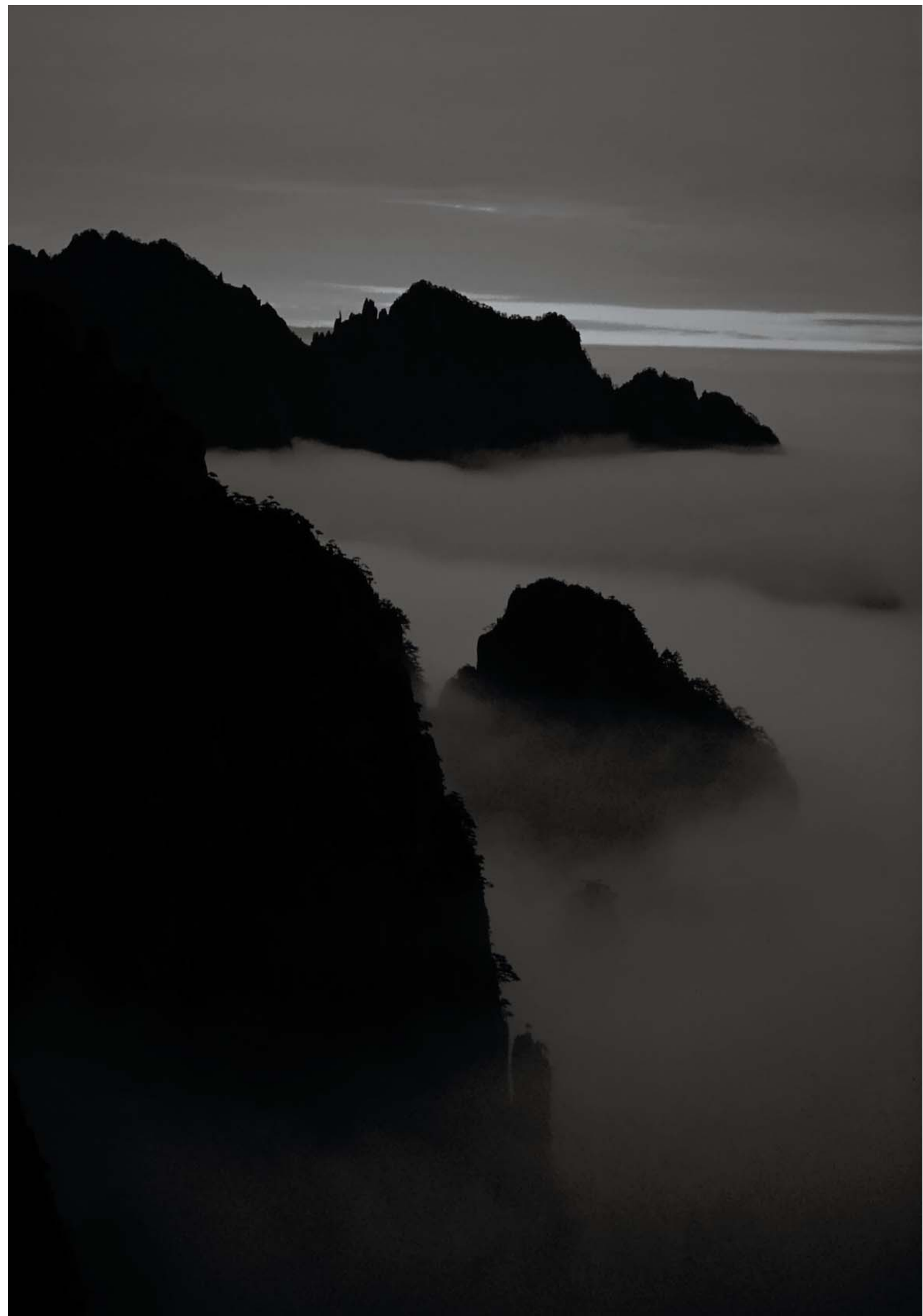
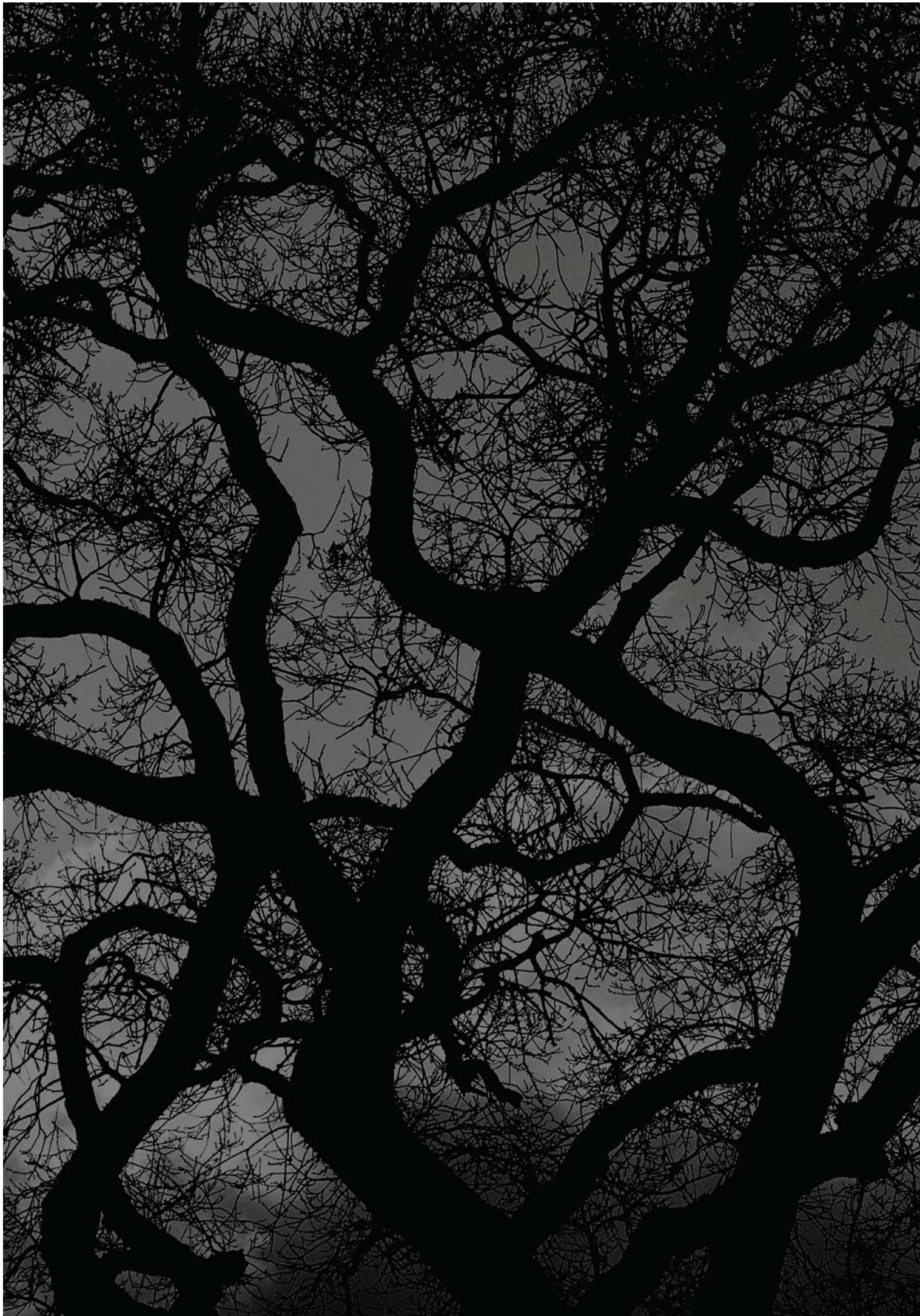




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INTEGRITY · TRUST · KNOWLEDGE · INNOVATION





FIRM PROFILE

Wenfei Attorneys-at-Law Ltd. (Wenfei Law), an independent Swiss law firm with offices and cooperations in Zurich, Beijing, Shanghai and Taipei, provides legal counseling and assistance in all fields of corporate and commercial law as well as dispute resolution for SMEs and large international companies doing business in Greater China. Present in Greater China since the 1990s, **Wenfei Law** was originally organized as the China Department of Wenger & Vieli, which has a 40+ year history and a solid position as one of Switzerland's major law firms.

事务所概况

瑞士文斐律师事务所(瑞士文斐)是一家在瑞士注册的独立的律师事务所，并在苏黎世、北京、上海和台北均设有联络机构。**瑞士文斐**致力于为在大中华地区谋求发展的跨国公司和中小企业提供公司法、商法和争议解决等所有领域的法律咨询和协助，其前身是瑞士最著名的律师事务所之一——拥有四十多年历史的Wenger & Vieli律师事务所的中国事务部，自二十世纪九十年代即开始在大中华地区开展业务。

OUR TEAM

Our team consists of lawyers and legal consultants with a strong variety of backgrounds, legal know-how and experience, starting with the fact that we have on board lawyers with Swiss, Chinese, German and US backgrounds. Next to our several lawyers registered in Switzerland, all of which fluent in Chinese (Mandarin), our firm is proud to have several PRC-trained legal consultants, and several attorneys admitted in Taipei and various other parts of Taiwan. In addition, we have attorneys admitted in the US as well as Germany, familiar respectively with US and German law. As regards our team's educational background, we are proud to reunite attorneys with legal training abroad, i.e. outside of their home country, ranking from J.D to PhD in various universities worldwide, including Beijing (PRC), Vienna (Austria), the US, Zurich (Switzerland), Strasbourg (France), and Munich (Germany). When it comes to work experience, our attorneys and legal consultants – before entering our firm – have accumulated practice, in the banking and insurance sector, as chief legal counsel of hi-tech companies. Some of them have in the past and even continue, on a part-time basis, to teach law at the university level as professors. Finally, we are active members of the communities we live in, contributing as active members to our respective bar associations and their publications. For many years, we have been deeply involved the various Chambers of Commerce (such as Swiss, European, US, German and French) in the Greater China Region as well as in Switzerland and Germany, and some even act as arbitrators registered with local arbitration associations. Drawing upon the mix of strengths mentioned above, we work and communicate fluently and efficiently in English, German, French, Mandarin and various other dialects of Chinese.

我们的团队

我们的团队由具有多元化背景、法律知识和经验的执业律师和法律顾问组成。我们的律师团队包括具有瑞士、中国、德国和美国背景的成员。我们的瑞士律师全部精通汉语。我们还聘有数名在中国接受法律教育的法律顾问，以及几位在台北或台湾的其他地区注册的律师，同时，我们的团队中还有熟悉美国法和德国法的美国律师和德国律师。我们团队成员的学术背景都很优秀。其中有的律师和顾问在本国和外国的大学里均接受过法学博士教育，他们深厚的学术水平受益于北京(中国)、维也纳(奥地利)、美国、苏黎世(瑞士)、斯特拉斯堡(法国)、慕尼黑(德国)大学的教育。我们的律师和顾问都拥有颇为丰富的从业经验——有的同事在加盟文斐之前即已作为高科技公司的首席法律顾问在银行业和保险业领域从业；有的同事不仅在过去担任过大学教授，而且目前继续兼任任教。最后，我们在各地的法律职业协会和商业协会中表现活跃：我们是律师协会的积极参加者，比如在其出版物上发表论文。多年来我们为多个商会(例如瑞士商会、欧洲商会、美国商会、德国商会和法国商会)在大中华地区和瑞士、德国的活动提供支持。我们的部分同事还担任一些当地仲裁协会的仲裁员。基于以上各优势之融合，我们得以用英语、德语、汉语(普通话及数种方言)和法语与客户进行专业高效的交流。



OUR EXPERTISE

Wenfei Law provides our clients with legally sound and creative solutions for a broad variety of transactions, corporate law matters, intellectual-property strategies and disputes. We also pay particular attention to and advise our clients in finance matters, tax and business planning, and regulatory issues to ensure that their business needs are anticipated. Successful negotiation with PRC authorities and board representation in PRC entities are a core competence of Wenfei Law.

我们的专长

瑞士文斐为各类交易、公司法事宜、知识产权战略和纠纷提供合法的、创造性的解决方案。我们特别注重为客户提供财务、税务和商务策划、政府监管方面的意见，以确保满足客户的商业需要。与中国政府机关的成功磋商和在中国企业中担任董事是瑞士文斐的强项。





PRACTICE AREAS

Wenfei Law offers its clients comprehensive legal advice and representation, with particular strengths in the following fields:

Investment

Establishment of legal entities or representative offices, counseling in mergers & acquisitions and strategic investments in listed companies, investment structure planning, research and due-diligence upon acquisition targets and potential business partners.

Corporate & Commercial

Handling company formation, advice on resolution adoption, representing parties in bankruptcy and liquidation.

Transactions

M&A of local entities and FIEs negotiation for and review contracts of international trade, tender and bid, etc.

Financial Services

CSRC related matters, insurance and banking law.

Natural Resource & Real Estate

Advice on acquisition of mining rights, exploration rights, land use rights (LURs), advice on tenancy.

Employment

Advice and drafting of employment contracts, as well as advice on compliance with social security and pension rules, collective and individual labour relations, start-up hirings and close-down layoffs, expatriate employment arrangement and coordination.

IP & IT

Handling and coordination of registration of models, designs, trademarks, domain names, as well as registration and protection of copyrighted works including software; technology transfer and licensing; anti-counterfeiting and coordination of infringement investigation and evidence collection.

Competition/Antitrust

Handling merger-control analysis and filings under local laws, handling and coordination of local fair-trade litigation matters as well as cooperation with overseas antitrust and fair-trade litigation.

Tax

Various tax advice related to investment, international trade and employment, such as preferential treatment, customs duty, VAT, BT, EIT, IIT, LUR VAT, consumption tax and other standard business tax issues.

Family

Marriage, marital property, inheritance and adoption.

Outsourcing

Compliance advice, risk management, review of contracts and other legal documents, negotiations.

Litigation^{*} & Arbitration

Handling and coordination of client representation before courts and arbitral tribunals, mediation, enforcement of judgment and arbitral awards; support of overseas litigation with regards to service of process, managing the collection of evidence, monitoring of local developments, and the development of strategies.

^{*}While our Beijing Rep Office does not represent litigants before the people's court in PRC out of the current restriction of PRC laws, we do handle the proceedings at all stages together with Chinese local lawyers. Our Zurich and Taipei offices have locally registered attorneys fully capable of working on criminal, civil and administrative court matters, as well as arbitration.

服务领域

我们向客户提供全面的法律咨询和代理服务，特别是在以下领域：

投资

独立法人或代表处的设立、与企业并购和对上市公司战略投资有关的咨询、投资结构的策划、对收购目标或潜在合作伙伴的尽职调查

公司法和商法

公司设立、各类决议作出、在破产和清算过程中代表客户

交易

国际贸易、招投标等各类合同的谈判和审查

金融服务

与中国证监会监管事项有关的咨询、保险和银行法

自然资源 and 房地产

关于采矿权、探矿权、土地使用权取得的咨询、各类租赁的咨询

劳动法

起草和审查劳动合同、关于社会保险及养老保险的咨询、集体劳动关系和个别劳动关系、开业招聘及结业遣散、外籍员工就业安排及协调

知识产权和信息产业

办理设计、商标、域名的申请和/或注册，著作权(包括软件著作权)的登记和保护，技术转让与许可，反假冒与侵权调查的协调和取证

竞争法与反垄断法

在各法域下兼并控制的分析与报告、域内不正当竞争诉讼案件的代理和协调、国际反垄断和不正当竞争诉讼案件的协作

税务

与投资、国际贸易、劳动关系有关的税务咨询，如税收优惠、关税、增值税、营业税、企业所得税、个人所得税、土地增值税、消费税及其他与商务有关的税收

家庭法

婚姻、家庭财产、继承、收养

法务外包

合规性审查、风险管理、合同及其他法律文件的审查、谈判

诉讼^{*}和仲裁

代理诉讼和仲裁、诉讼协作、调解、判决及仲裁裁决的执行、境外诉讼支持(程序控制、取证、起诉或答辩策略设计)

^{*}由于中国大陆法律限制，瑞士文斐律师事务所北京代表处目前不从事诉讼代理业务，但我们提供与中国执业律师在诉讼各阶段的全程合作支持服务。苏黎世总部和台北代表处均聘用当地执业律师，提供包括刑事、民事、行政在内全部诉讼及仲裁代理服务。



INDUSTRY SECTORS SERVED

While maintaining an extensive commercial and business law practice, we have represented clients or provided advices in diversified industries, among which the core areas are:

Banking, insurance, securities, engineering and construction, telecom, IT, life sciences, certification, electronics, cement, textile, mechanism, metallurgy, coal, oil and petro-chemical, chemical, medical, mining, power, environment, transport, trade, consumption products, luxury goods, logistics, port, real estate, sports, entertainment, and media.

服务产业

我们在众多的行业里为您提供法律咨询，其中尤以以下行业为我们的核心领域：

金融、保险、证券、工程、建筑、电信、信息、生命科学、认证、电子、水泥、纺织、机械、冶金、煤炭、石油和石油化工、化工、医疗、矿业、能源、环境、运输、贸易、消费品、奢侈品、物流、港口、房地产、体育、娱乐、传媒



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