



致高守民律师事务所

ZHIGAO SHOWME LAW FIRM



致高守民—您成功的津梁

ZHIGAO SHOWME — YOUR BRIDGE TO SUCCESS

概况

OVERVIEW

● **规模最大的综合性律师事务所之一。**人员素质、办公设施、管理水平、综合实力均在四川省律师界名列前茅，有能力在各个领域为客户提供全面优质高效的法律服务。

● **律师法学理论功底深厚，实践经验丰富。**截至2012年末，拥有200余名专业律师及工作人员，具有硕士以上学位的54名。20余名合伙人平均执业10年以上，均在其相关专业领域颇有建树，多人兼具仲裁员、评估师、注册会计师、工程师及经济师资格。

● **现代化的办公场所和强大的信息中心。**在成都都市商务中心区域自有办公面积近3000平方米；依托强大的软硬件设施和信息网络，对案件受理、承办、内控、监督等实施规范程序管理，资源共享。

● **专业分工，团队协作，拥有广泛的客户资源。**专注于细分的专业领域，调动全所资源集中满足客户需求。为省、市、区人民政府和多家政府机关、外国驻成都领事馆及商会、跨国公司和金融机构、外商投资企业、大型国有企业、上市公司、民营企业等上千家单位提供常年法律服务。

● **加入国内知名律师事务所联盟。**为确保客户利益和服务高效，与北京、上海、广州、深圳、重庆、香港等地全国知名大所建立了长期稳定的战略合作关系。

科学构架提高服务效率；信息平台成就知识管理；专业团队满足客户需求；资源整合提升附加价值。

● **One of the largest full-service law firms.** As a top Sichuan law firm in term of its personnel, quality, office facilities, management level and overall strength, the firm is capable of providing to our clients a full-spectrum of legal services with high quality and high efficiency.

● **Deep legal knowledge and rich practical experiences.** By the end of 2012, we have over 200 licensed attorneys and professional staffs, 54 of which possess a master's or higher academic degrees. We have more than 20 partners, who in average have been practicing law for over 10 years and have been quite accomplished in their respective professional fields, and many of which are qualified arbitrators, certified accountants, engineers or economists.

● **Modern office facilities and powerful information center.** The firm owns an office area of nearly 3,000 square meters (over 32,000 square feet) in the business center of Chengdu; relying on powerful software and hardware facilities and information networks, we are able to implement standardized process management and resources sharing for accepting, undertaking, internally controlling and monitoring cases.

● **Specialized teamwork as well as extensive client resources.** We focus on specialized professional fields and utilize firm wide resources to meet our clients' needs. We have been serving as outside general legal counsels for over a thousand entities, including the People's Governments at the provincial, city and district level, foreign consulates in Chengdu, multinational corporations and financial institutions, foreign-invested companies, public as well as private companies.

● **Part of nationally renowned law firm league.** To safeguard our clients' interests and to provide high-quality services, we have established long-term strategic partnerships with many nationally renowned big law firms from Beijing, Shanghai, Guangzhou, Shenzhen, Chongqing and Hong Kong.

Scientific framework increases service efficiency; information platform enables knowledge management; professional teams meet client's needs; and integration of resources enhances value.

部门及业务领域

DEPARTMENTS AND PRACTICES

公司法律事务部

- 公司设立
- 公司合并、分立、收购、兼并、改制、重组
- 公司法人治理
- 公司破产、清算
- 公司资信调查
- 企业法律风险管理及信用管理
- 企业人力资源整体法律服务
- 企业财税法律服务
- 外商企业直接投资及再投资、境外企业投资
- 担任独立理事
- 公司股份改制改造和上市

Corporate Legal Affairs Department

- Company formation and incorporation.
- Corporate merger, division, acquisition, consolidation, reconstructing and reorganization.
- Corporate governance
- Corporate bankruptcy and liquidation
- Corporate credit investigation
- Corporate legal risk management and credit management
- Integrated corporate human resources management
- Corporate finance and tax legal services
- Direct investment and re-investment of foreign companies; overseas investments
- Serve as independent directors
- Corporate stock restructuring and IPO



部门及业务领域

DEPARTMENTS AND PRACTICES

投融资法律事务部

- 协助客户了解或履行相关政府部门的各项审批手续
- 就项目结构、流程、法律风险及政策提供律师意见
- 对项目进行尽职调查，评估和防范法律风险
- 就投融资方式进行论证，提供参考方案
- 起草、审阅或修改项目不同阶段的法律文件
- 参加谈判，就谈判中涉及的法律等问题提供咨询
- 从法律角度就项目涉及的重大问题进行专题论证，出具法律意见书

Investment & Financing Legal Affairs Department

- Assist our clients in understanding and following the applicable governmental approval procedure
- Provide legal opinion on the proposed project regarding its structure, process, legal risk and applicable policies
- Conduct due diligence investigations, assess and safeguard against legal risks
- Analyze financing and investment approaches and propose solutions
- Draft, review and revise related legal documents for the project at various stages
- Participate in the negotiations and counsel on the relevant legal issues in negotiation
- Provide legal opinions on significant issues involved in the project



部门及业务领域

DEPARTMENTS AND PRACTICES

金融法律事务部

- 为银行、证券、保险等金融机构、准金融机构及非金融企业担任常年法律顾问并为其代理诉讼及仲裁
- 银行类金融机构: 传统业务的风险控制、中间业务的风险控制、金融工具的创新设计与合规性审查、不良资产处置
- 证券类金融机构: 创新业务的设计及合规性审查、投资基金的创新及合规性审查
- 保险类金融机构: 保险晶种的设计与合规性审查、资产管理的合规性审查及风险规避
- 非银行金融机构: 信托业务创新、信托产品的设计及合规性审查、融资租赁业务创新、不良资产的处置
- 准金融机构: 业务创新设计、融资及合规性审查
- 各类非金融企业: 企业改制、首次公开募股辅导及发行的法律服务、企业债券、可转换债券、短期融资券发行的法律服务、投融资服务、兼并与重组、期权设计、私募股权方案设计、风险投资及退出方案设计

Financial Legal Affairs Department

- Serve as outside general legal counsel as well as litigation or arbitration counsel for banking, securities, insurance and other financial institutions, quasi-financial institutions and non-financial corporations
- Banking institutions: risk control for traditional and intermediary businesses, new financial instrument design and compliance review; disposal of non-performing assets
- Securities institutions: new business design and compliance review; investment funds innovation and compliance review
- Insurance institutions: insurance product design and compliance reviews; asset management compliance review and risk prevention
- Non-banking financial institutions: trust business innovation; trust product design and compliance review; financial lease business innovation and disposal of non-performing assets
- Quasi-financial institutions: business innovation design; financing and compliance review
- Non-financial corporations: corporate restructuring; IPO; corporate bond, convertible bond and short-term financing bonds; investment and financing; M&A and restructuring; option design; private equity design; venture capital design and exit plan



部门及业务领域**DEPARTMENTS AND PRACTICES****涉外法律事务部**

- 外商投资及设立中外合资、外商独资及中外合作企业
- 外资并购及选择中外合作伙伴
- 国际投融资、融资租赁及风险投资
- 涉外知识产权咨询与诉讼
- 国际技术转让
- 国际贸易、运输及海事
- 国际商务诉讼及仲裁
- CDM项目交易（温室气体减排量CERS）
- 涉外婚姻、继承及遗嘱

Foreign-related Legal Affairs Department

- Foreign investment and formation of Sino-foreign joint-venture, wholly foreign-owned and Sino-foreign cooperative joint venture companies
- Foreign capital M&A and Sino-foreign collaboration partnership selection
- International investment and financing, financial lease and venture capital
- Foreign-related intellectual property counseling and litigation
- International technology transfer
- International trade and related transportation and maritime issues
- International commercial litigation and arbitration
- CDM project transactions (greenhouse gas reduction CERS)
- Foreign-related marriage, inheritance and wills



部门及业务领域

DEPARTMENTS AND PRACTICES

知识产权法律事务部

- 代理专利、商标及版权等知识产权注册申请
- 专利、商标等知识产权文献查询及法律状态检索
- 知识产权转让及许可；参与相关合同谈判并提供咨询意见
- 知识产权战略设计和研究
- 企业并购、融资、上市及技术转移所涉知识产权进行尽职调查和交易构架的设计
- 代理请求宣告专利权无效、商标注册不当、专利商标异议、争议、复审及撤销、等事务
- 专利、商标、版权、商业秘密等知识产权侵权纠纷及诉讼
- 反不正当竞争诉讼
- 技术合同纠纷仲裁及诉讼

Intellectual Property Legal Affairs Department

- Assist in the application and registration of patent, trademark, copyright and other forms of intellectual property.
- Conduct legal status check and literature search for patent, trademark and other forms of intellectual property
- Assignment and licensing of intellectual property rights; negotiate and advise on relevant agreements
- Design and research on intellectual property strategies
- IP due diligence and transactional structure design related to corporate M&A, financing, IPO and technology transfer.
- Petition for patent invalidity, improper trademark registration, and patent/trademark opposition, disputes, reexamination, cancellations and other matters.
- Patent, trademark, copyright, trade secret and other IP infringement dispute and litigation
- Anti-unfair competition litigation
- Arbitration and litigation related to technology contract disputes.



部门及业务领域

DEPARTMENTS AND PRACTICES

政府法律事务部

- 对政府行政行为合法性、政府的重大决策进行法律论证、提供法律意见
- 对政府起草或拟颁布的规范性文件, 提供专业论证和法律建议
- 参与防范涉及政府的各类纠纷的发生或参与处理涉及政府的各类纠纷
- 向政府提供有关的法律信息
- 协助政府进行法制宣传教育
- 协助政府审查论证各类重大的经济合同及重要的法律文书
- 代理行政复议、诉讼案件
- 特许经营权出让
- 基础设施建设
- 政府招商引资
- 国有资产管理
- 政府采购法律服务

Government Legal Affairs Department

- Provide legal opinions on the legality of the government's administrative acts and important decisions
- Provide legal advise on the government's regulatory documents to be issued
- Participate in the prevention and resolution of various kinds of disputes involving the government
- Keep the government informed of applicable legal information
- Assist the government in promoting rule of law to the general public
- Assist the government in reviewing and analyzing various significant economic contracts and important legal documents
- Serve as legal counsel in administrative reconsideration and litigation csaes
- Franchise granting
- Infrastructure construction
- Governmental act of attracting investments and businesses
- State-owned asset management
- Legal services for governmental purchases



部门及业务领域

DEPARTMENTS AND PRACTICES

房地产法律事务部

- 房地产项目公司成立、并购及拆分
- 国有土地一级开发及整理法律服务
- 集体土地综合整理及集体建设用地流转
- 集体土地征用、国有土地上房屋征收
- 房地产项目土地受让转让、租赁、投资建设、销售及运营
- 建设工程项目招标投标、施工、监理、造价咨询及审核
- 城市物业经营管理
- 房地产买卖、继承、赠与、分割、析产、抵押
- 商品房销售及产权登记

Real Estate Legal Affairs Department

- Real estate projects company formation, M&A and division
- Primary development and arrangement of state-owned land
- Comprehensive arrangement of collective land; collective construction land transfer
- Taking of collective land and expropriation of houses on state-owned land
- Land transfer, lease, investment construction, sales and operation in real estate projects
- Tendering for bid and bidding, construction, supervision, costs counseling and review related to Construction projects
- City property operation and management
- Real estate sale, bequest, bestowal, division, partition, and mortgage
- Commercial housing sales and property right registration



部门及业务领域

DEPARTMENTS AND PRACTICES

矿业能源法律事务部

- 境内外矿业能源企业的设立
- 境内外矿业能源项目并购及合作
- 境内矿业能源企业及矿权的整合
- 境内外矿业能源项目投资、融资
- 境内外探矿权和采矿权申请及转让
- 境内外矿业企业和矿权法律尽职调查
- 境内外矿业能源企业私募及公开融资
- 起草、审查境内外股权、矿权转让合同
- 境内外矿业、能源与自然资源企业日常法律顾问及争议解决

Mines and Energy Legal Affairs Department

- Formation of mines and energy companies within and outside China
- Mines and energy projects M&A and collaboration within and outside China
- Integration of domestic mines and energy companies and mining rights
- Investment and financing of mines and energy projects within and outside China
- Application and transfer of mineral exploration and exploitation rights within and outside China
- Due diligence investigation in mineral companies and mining rights laws
- Private and public financing for mines and energy companies within and outside China
- Drafting and reviewing of domestic and foreign mining rights and equity transfer contracts
- Routine legal consultation and dispute resolution for mines, energy and natural resources companies within and outside China



部门及业务领域

DEPARTMENTS AND PRACTICES

诉讼仲裁法律事务部

- 各类行政诉讼: 包括各类政府具体行政行为引起的纠纷
- 各类民事纠纷: 包括婚姻、继承及家庭财产纠纷、名誉、名称侵权纠纷、知识产权纠纷、产品质量纠纷、劳动争议及各类民事侵权损害赔偿纠纷等
- 各类商事纠纷: 包括土地转让纠纷、房地产合作开发纠纷、建筑工程纠纷、商品房预售及租赁纠纷、金融债权追收、国际贸易纠纷、中外合资(合作)纠纷、联营合作纠纷、股权纠纷、公司与股东纠纷、证券纠纷、保险理赔纠纷以及其他各种合同纠纷等

Litigation and Arbitration Legal Affairs Department

- Administrative litigations: including various disputes arising from government's specific administrative acts
- Civil disputes: including disputes over marriage, inheritance, family property, reputation, name infringement, IP, product quality, labor and other civil claims
- Commercial disputes: disputes over land transfer, real estate collaborative development, construction, commercial housing pre-sale and lease, financial claim collection, international trade, Sino-foreign joint venture (including cooperative joint venture), consortium, equity, shareholder's rights, securities, insurance claims and other contractual disputes



部门及业务领域

DEPARTMENTS AND PRACTICES

刑事法律事务部

- 犯罪预防及企业刑事法律风险评估
- 在侦查阶段担任犯罪嫌疑人辩护人
- 在审查起诉阶段担任辩护人和诉讼代理人
- 担任公诉案件一审辩护人或被被害人的诉讼代理人
- 担任公诉案件二审辩护人
- 担任自诉案件当事人的诉讼代理人和辩护人
- 在死刑复核、审判监督阶段代理当事人提出辩护、申诉意见

Criminal Legal Affairs Department

- Crime prevention and corporate criminal legal risk assessment
- Serve as defense counsel for the suspect at the criminal investigation stage
- Serve as defense counsel or legal counsel at the examination and prosecution stage
- Serve as defense counsel or legal counsel for the victim in public prosecution trial cases
- Serve as defense counsel in public prosecution appeal cases
- Serve as defense counsel or legal counsel for the parties in private prosecutions
- Submit defense and petition on behalf of client at death penalty review and trial supervision stage



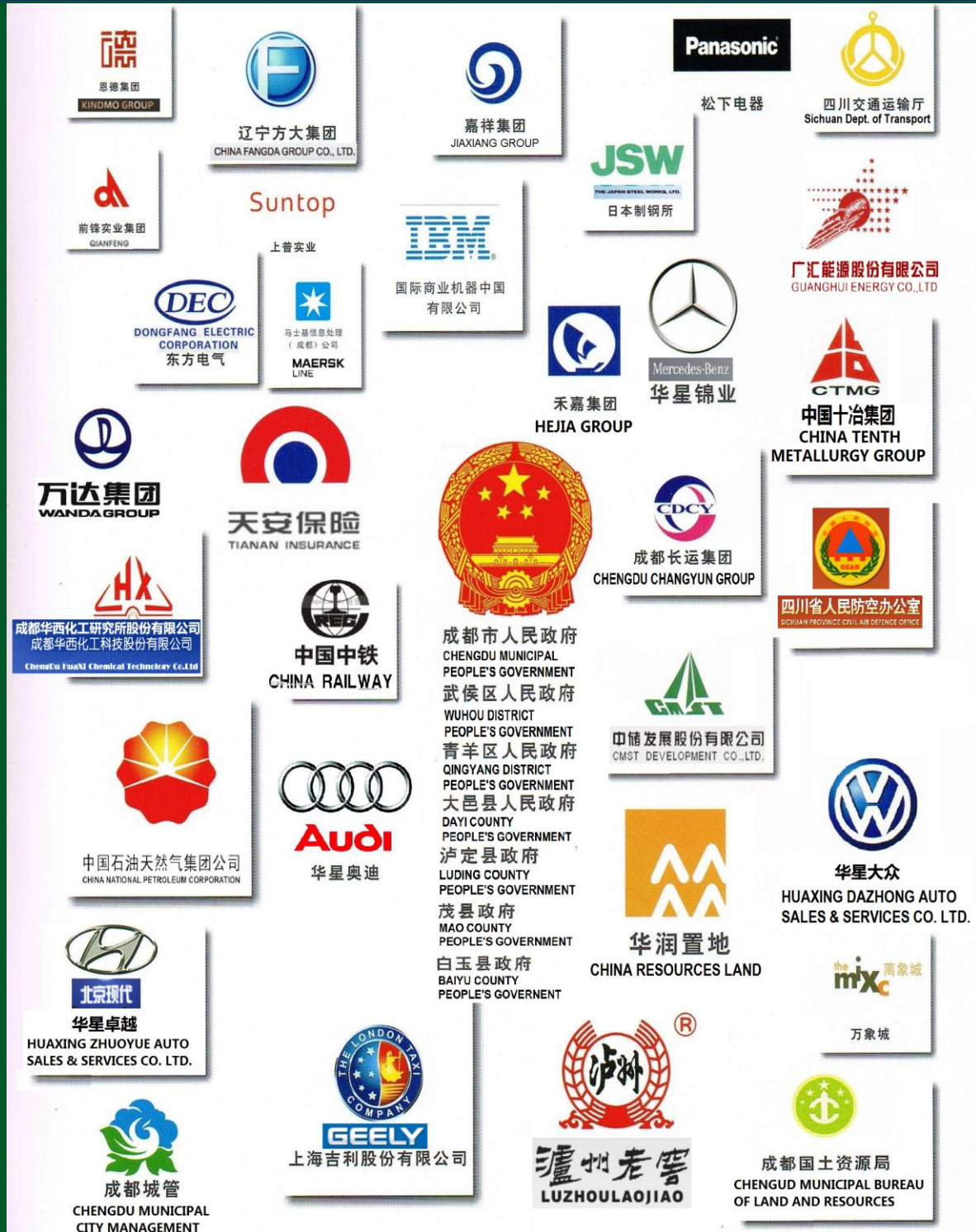
代表性客户

REPRESENTATIVE CLIENTS



代表性客户 (续)

REPRESENTATIVE CLIENTS (CONT'D)





高
致高守民律师事务所
ZHIGAO SHOWME LAW FIRM

地址: 四川省成都市高新区府城大道西段399号
天府新谷9号楼2单元21楼
(Address) 21 FL., Unit 2, Bld. 9, Tianfuxing, 399 West Fucheng Blvd.,
Gaoxin District, Chengdu, Sichuan
网址: www.sczhigao.com
(Website)

联系电话: 028-61558181
(Telephone)
传真: 028-85151003
(Facsimile)