



- Accountability
- Caring
- Activism

## Services

### Related Finance Criminal Litigations

#### Securities-related Finance Criminal Litigations

As the transactional disputes in the securities exchange increase and intensify, related criminal lawsuits are on a record high. Handling such cases requires skills and knowledge in financial market operations and practices, so as to process a huge amount of data, and to formulate an effective strategy in the client's best interest. The professionals in this firm are familiar with the transaction normality of stocks, rules and principles of accounting and of financial statements, as well as mechanism and nuances of the securities market. The team has handled stock-price manipulation, insider trading, embezzlement, illicit fund-raising and other cases. The professionalism enables the team to provide the most thoughtful legal advice.

#### Securities-related Civil Disputes

Civil disputes relating to securities transactions come in many forms. The class action claimed by non-professional investors, for one, is featured by huge and complicated claim amounts, a multitude of investors, and a protracted trial process, which our professional team is experienced and excels in providing precise and efficient solutions, sometimes outside court proceedings. Our solutions for investors, be they mediation, arbitration, trial, or otherwise, are effective, efficient and good value for money.

#### Financial and Derivative Products

Finance is the lifeblood of an organization, and an economy. The firm's lawyers are experienced in the law and practice of payment tools, guarantees, derivatives, and securitized products, and have handled ISDA agreement negotiations in financial institutions, hence very familiar with financial operation and regulations.

### Corporate Commercial

#### Corporate Commercial Disputes

The management and operation of a company can be a legal battlefield, not least thanks to the shareholder activism hailed by institutional or non-controlling shareholders. In the face of a real or threatened lawsuit about corporate lawsuit, an overhaul on the merits all stakeholders' claims is required for formulating the best strategy. The firm's professional solutions through arbitration and civil / criminal / administrative litigations, and represent in all stages, so as to maximize the shareholder value and the client's interest.

#### Mergers and Acquisitions

Mergers & acquisitions, alternative to organic growth of business, is playing an active role in varied forms in Taiwan's capital market. The legal and accounting rules of M&A are clearer: the cases and materials accumulated under the Business Mergers and Acquisitions Act in the last decade have accumulated; the International Financial Reporting Standards (IFRS) have become the name of the game of listed companies in Taiwan since 2013. Equipped with this, we see a fairer and more transparent platform thus built up, guiding shareholders on pricing information of the company they owned, enabling an era of shareholder activism. Corporate lawyers in Taiwan have to think globally, structure strategies from legal and business points of view, and advise on the best allocation of the client's resources. The firm's partner is experienced in advising on defining business goals and selecting targets of M&A, and also helped plan financial and legal strategies (agreement negotiations, regulatory filing, due diligence, agreement execution).

**Start small.** To entrepreneurs, the life of a M&A idea may stem from a dialogue, a beer, and a venture capitalist. All the efforts to bring the simple idea to life – refinements, assessments, financial / legal engineering, and forming the new organization – require the orchestrator's imagination, and

familiarity with financial / capital markets. The firm's lawyers are experienced in working closely with entrepreneurs to make the M&A rules and IFRS principles a true companion to their growths.

#### Cross-border Investment

The cross-border flux of capital, assets, technologies, talents and idea has seen a new high these years. The direction of the flows, on balance, often reflect the relative strengths of Taiwan, China, Hong Kong and Singapore in their respective urban facilities soundness (aka, "hard conditions") and law, tax and other eco-factors (aka, "soft conditions"). The lawyers in the firm are experienced with respect to financial and loan agreements (capital), real property purchase & lease (assets), IP & technology licensing and assessment (technologies, talents and ideas), and relative civil and criminal lawsuits. They also build up a long-term work relationship with lawyers and accountants in Hong Kong, Shanghai, Silicon Valley, New York, etc. This will enable the optimal investments by offering clients with solutions at the right place, right time, and in the right form.

### Labor Relationship

#### Labor Relationship

Are labor benefits an unavoidable cost to business profit? Seemingly two contrary views of a matter, to some. Yet, labor contracts can be optimized under the realm of law in salaries, work hours, staffing, labor insurance schemes, so as to form a legitimate, cost-effective labor benefit program.

In May 2011, the so-called "Trinity of Labor Acts" -- the Labor Union Act, the Collective Agreement Act, and the Act for Settlement of Labor-Management Disputes, were amended to introduce the rules and procedures of decision on the unfair labor practices. To safeguard laborers' rights to unionization, to collective agreement and to collective negotiation, the amendments define unfair labor practices, clarify issues such as union members' entitlement to the so-called "union attendance leave" and to joining multiple unions. They also distinguish the difference between the newly created mode of "decisions" vis-a-vis traditional court judgments.

The firm's partner is certified in labor relationship, and provides labor law consultancy, labor contract review, labor dispute resolution, and coordination with the authorities for decisions. Our service will help achieve a win-win result for both employer and laborer.

### Real Property

#### Real Property Integration

Would common ownership impact individual use of inherited estate? How would highly fragmented plots and their hundreds of owners of a piece of land be integrated for development?

- If viable, is it through joint construction agreement, or the so-called property right exchange in an urban renewal scheme?
- What are the notions of the portion of shared expense, and the building dimension rewards?

The legal team, led by partner experienced with real property business, is ready to provide clients with all aspects of legal services in real property and construction. We cover investments in commercial and residential buildings or factories, and consulting services for investment, division, trust, lease, purchase, management and taxation thereof; we deliver legal opinion, plan strategies, review documents, and resolve disputes. We also safeguard the urban renewal residents' interests against the "traps" often seen in advertisements of development companies.







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## Services

### Intellectual Property

#### Cultural & Creative Business

The cultural and creative industry (known as running creative and cultural value-adding business through use of intellectual properties) is a key to Taiwan's "soft power" rise. The achievements are being recognized worldwide. Due to the individual distinctiveness of the fast-growing, entrepreneurial nature of the businesses in the industry, and the tapestry of laws involved, any legal advice would be irrelevant without a thorough understanding of the business at issue. This firm has years of in-depth co-working with locally renowned cable TV businesses, movie producers, and gaming business, and provided services on copyright commoditization and licensing onshore / offshore.

#### Intellectual Property

The strategic deployment of intellectual properties (IPs) has played an almost defining factor in reshaping the industry map. Therefore, each step in IP developments counts. An IP will walk through a life of research, development, production, entitlement, application, registration/prosecution, enforcement and defensive application; any misstep of which might lead to all kinds of losses to the business concerned. The firm has devoted years in intangible asset deals, is specialized in assignment, licensing, protection, IP-equity, technology joint-venture, other agreement/arrangement and litigations. The firm works closely with local and foreign patent and trademark prosecution firms and consultancies, ready to help the client's global intellectual property planning, and enforcement of IPs in court or otherwise.

### Biotechnology

#### Biotechnology Industry

Thanks to the time and money spent on it, the biotechnology industry in Taiwan have well formed a clinical trial and medical system, and a sound ecosystem from research, development throughout production; the researches and intellectual properties derived therefrom are well protected. Biotech companies such as pharmaceuticals, medical instrument business, and emerging biotech businesses, have been the spotlight of government nurturing and funding, hopefully the next sector of promising growth. The firm's partner has been for years advising the Industry Planning Office, Council of Agriculture, Executive Yuan, to help draft and revise laws and regulations of agricultural IPs for the Council, and to advise on biotechnology transfer planning and execution. With this, the firm is ready to provide services on: structuring, planning and assessing biotechnology IP deals; drafting and review of related agreements; patent licensing and related arrangements.

### Dispute Resolution

#### Administrative Litigation

An individual or a corporation may face with an governmental bureau for:

- Application for grants (eg., labor insurances, farming insurances, citizen annuities, tax deductions, or building dimension rewards in urban planning, etc.);
- Cancellation penalties imposed by administrative organs (for, say, breach of tax codes, environmental codes, building rules, construction laws, apartment and government procurements);
- Application for resurvey of cadastral map, takings compensations, urban renewal, or restoration of civil service entitlements.

The underlying issues of such procedure may be resolved in trial or similar forms (such as administrative objections, petitions or administrative lawsuits),

or pre-trial / outside court mediations, moderations or negotiations with the bureau under a planned scheme, a skill way to save the bureau from "losing face".

The firm is experienced, and excels at, either approach, and also a combination of both. Our partner worked in the Petition and Appeals Committee in the Ministry of Interiors, and our team worked in the legal department of administrative committee. Solving administrative disputes at all stages from inside and outside angles of the governmental bureau ensures our services to fit the clients' best interest.

#### Criminal Defense

The advance of information technology and individualism is leading to an escalation of criminal disputes between individuals in forms unseen before. When faced with one, an individual may face, without forewarning, search and seizure by prosecutors and/or investigators; in severe cases, detention. Where a prosecutor presses charges officially in a court, the defendant will face a painful and protracted procedure in which the human rights and due process of law can be violated. The firm's partner had been a district attorney for over a decade, handled thousands of criminal cases, is expert in criminal investigation, prosecution, and execution. We will uphold the client's rights in the procedure, ensure due process of law is abide by, and propose strategies at all levels, facilitating the client to make the best decision in a criminal procedure.

#### Food, Drug and Other Product Liabilities

Consumerism has given the public a high expectation on the safety of food and drugs. The firm's partner had acted as a district attorney, prosecuted renowned cases such as plasticizer, overdue food, illegal drugs, defected health food / medical instruments, and won awards by the Ministry of Justice. We are therefore experienced in cases about the Act Governing Food Sanitation, Health Food Control Act, Pharmaceutical Affairs Act, Toxic Chemical Substances Control Act; we can advise clients' manufacture, sale and import of generic food, health food, pharmaceutical drugs, medical instruments and other goods, safeguard clients' business and reputation from regulator's investigation and/or penalties.

