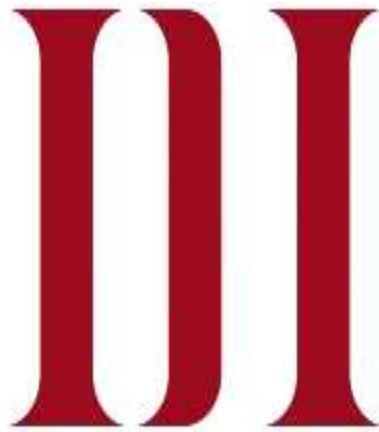


BAR ASSOCIATION OF DANANG CITY

DA NANG INTERNATIONAL LAW FIRM



**DA NANG INTERNATIONAL
LAW FIRM**

BELONG TO YOUR SUCCESS

Head Office in Danang City

3rd Floor, Indochina Riverside Tower, 74
Bach Dang Street, Hai Chau District,
Danang City, Vietnam
Tel.: (0236) 2246 999
Hotline: 0966 444447

Ho Chi Minh City - Branch

Room 501, An Nhat Building, 256
Nguyen Thi Minh Khai Street, District
3, Ho Chi Minh City, Vietnam
Tel: (028) 3930 8872
Hotline: 0935 123268

Transaction Office in Danang

05 Nguyen Khoai Street, Hai
Chau District, Danang City,
Vietnam
Tel.: (0236) 2246 999
Hotline: 0966 444447

Email: info@dilawfirm.vn

www.dilawfirm.vn – <http://lawyerdanang.com>

“Let us resolve the legal issues for your business development”



“A proactive legal and consulting firm ready to go the extra mile to foster quality, practical and cost-effective solutions for its clients”

INTRODUCTION

Da Nang International Law Firm is a business entity under the Bar Association of Da Nang city. Formed by experienced lawyers and legal experts of professional consultancy from prestigious universities inland and abroad, we could bring the optimum resolutions to our clients in the relevant cases.

Besides the main lawyers fully present in Da Nang city, we have a team of collaborated lawyers with us in all provinces and cities of Viet Nam. Therefore, we could offer the immediate supports and minimize the travel expenses to the clients.

With all above advantages and capabilities, Da Nang International Law Firm should be the optimum choice for companies, banks and business entities of average and large scale nationwide.

■ **History**

Da Nang International Law Firm was founded in 2006, Da Nang International Law Firm combined one of leading law firm in Vietnam specialized in consultant, investment, debt recovery, labor and employment practices. In 2012, established as independent law firm and operating up to now.

Today, Da Nang International Law Firm is well known nationwide for being the first law firm in Danang City, Central and over Vietnam, where lawyers and consultants cooperate closely as to produce efficient and sophisticated counsel.

■ **Firm Culture**

The culture of Da Nang International Law Firm is characterized by a strong feel for entrepreneurship, the provision of high-quality services and mutual involvement. A focus on quality, openness, short lines and a minimum of hierarchy form the foundation of an informal and inspiring culture. This culture stimulates the search for pragmatic solutions to complex legal, tax problems.

■ **Our Goal: Client's Success**

Risks are inherent in every business venture. Da Nang International Law Firm will provide you with a thorough assessment and the necessary safeguards to achieve your business goals. Based on our broad experience, we can navigate you safely through Vietnam's demanding regulatory system. We are well positioned to provide sound, practical and creative advice, before risks become a reality. In doing so, we strive to develop a long-term relationship with each client, based on mutual trust and a thorough understanding of the client's operation, objectives and imperatives.

The business world operates twenty-four hours a day, seven days a week. To ensure the success of our collaboration, we guarantee our employees' around-the-clock

availability so that we can provide you with the necessary tools and sound legal advice to your realized business goals.

SCOPES OF BUSINESS

1. Litigators

Da Nang International Law Firm offers the legal services to represent and to protect the legal rights of our clients in all disputes included but not limited to civil cases, business transactions, marriage and family cases, labour, administration ... or criminal cases.

Our lawyers shall represent and support the clients in all related issues, as follows:

- Specifying the relations arising disputes of our clients;
- Specifying the objects and scopes of suing;
- Offering the optimum solutions for our clients to choose;
- Collecting documentation and evidences;
- Proceeding mediation and negotiations between the related parties;
- Drafting and preparing the file for suing;
- Submitting the dossier to the Court.;
- Participating the court hearing as authorized representative of the Client.
- Negotiation, mediation before and during the procedure (civil, business, marriage and family, labour cases...);
- Participating in all stages from introduction of instance, prosecution of defendants, prosecution and adjudication (criminal cases);
- Drafting and submitting the documents to defend and protect the clients;
- Defending and protecting the rights of clients at the trial;
- Specifying the basis of complaints and appeal towards the verdict;
- Drafting the complaints letter, the appeal letter;
- Preparing all necessary documentation for appeal hearing (if any);
- Preparing dossier for enforcement judgment or delay enforcement;

- Contacting and dealing with enforcement Agencies to receive the money according to the Judgment and return them to the clients.

We would support our clients in every separate stage or support the client to deal with per case from the beginning until end at their disposal.

2. COUNSELLING AND DRAFTING OF THE CONTRACTS

Counseling and drafting contracts in general and commercial contracts in particular involve in-depth knowledge and skills of relevant legal regulations. The contract drafters need not only to preserve the fair rights of both parties but also to estimate the possible risks to adjust the contract terms in accordance with the actual conditions and legal regulations.

Therefore, to assure the favorable trading and avoid disputes as well as risks causing unexpected damages for both parties, each client should protect his rights by carefully considering all details during the negotiation and contract signing.

Our professional lawyers have many years experienced in the field of consultancy for commercial, civil and labour contracts such as joint venture agreements, business cooperation contracts, BT, BTO and BOT contracts, contracts related to construction, real estate, transfer of share, capital contribution, splitting and merging business, business purchase agreements, sales contracts and service contracts. Hence, we are fully qualified for estimating and analyzing the potential risks in each transaction and contract in an effort to counsel on signing contract, evaluating and drafting the contract terms to assure the best lawful rights and minimize the legal risks for our clients...

In this scope, we could provide our client the services including but not limited to the following works:

- Counseling and evaluating every aspect of the contract to make sure that the contract meets all legal requirements in proper form and content;
- Investigating the legal status of the company which our clients are planning to sign contract with them;
- Joining the negotiation with partners to reach a contract at our clients' requests;
- Investigating the documents and information related to all contract parties at our client's requests in order to provide the optimum solution for drafting and signing contract, and maximize the client's benefits on the basis of legal regulations and partner's satisfaction;
- Drafting the contract based on the above evaluations;

- Responding to every enquiries related to the drafted or adjusted contracts; and
- Counseling and supporting our clients to resolve disputes and complaints related to the contract.

3. INHERITANCE - TESTAMENT

Nowadays, the inheritance - testament is becoming a hot issue to every family. In fact, during our practice law, many clients confronted the paradox that the real estate and other assets of their parents turned out to be other person's ownership after their parent's death. In some cases, the clients lost working capacity but were not entitled to inheritance. Therefore, the inheritance- testament shall be regarded as a long process with thorough consideration to prevent any unnecessary losses or disputes for their children later on.

With professional lawyers, we shall support and provide our clients the services including but not limited to the following scopes:

- Counseling on inheritance and equality on personal inheritance;
- Counseling on time and place to open the inheritance;
- Counseling on the inheritance determination;
- Counseling on specifying the heirs;
- Counseling on the time arising of rights and obligations of the heirs;
- Counseling on the method of determining the financial obligations by the deceased;
- Counseling on the method of determining the heritage managers, the rights and obligations of the heritage managers;
- Counseling on determining the inheritance of the inheritors of the same decease (if any);
- Counseling on the procedures to reject inheritance;
- Counseling on determining those who are not entitled to inheritance;
- Counseling on determining the prescription on inheritance;
- Counseling on the forms of will and how to make a will lawfully;
- Counseling on drafting a will;

- Counseling the testator on the rights and obligations related to the testament;
- Counseling on specifying the heir, the inheritance dispossessed;
- Counseling on the division of inheritance to each heir;
- Counseling on division of inheritance for donation, worship;
- Counseling on delivering obligations to the heirs;
- Counseling on specifying the will holder, the heritage manager and the distributor;
- Counseling on amending, supplementing, replacing and cancelling the will;
- Counseling on making joint will for married couples;
- Counseling on amending, supplementing, replacing and cancelling the will of husband and wife;
- Counseling on the procedures of depositing the will;
- Counseling on legal validity of the will;
- Counseling on the procedures of publishing the will;
- Counseling and explain the will contents;
- Counseling on the cases of inheritance according to law;
- Counseling on specifying the heir according to law;
- Counseling on heir successor (if any);
- Counseling on the inheritance relationship between foster child and father; foster mother and father, mother, between stepchild and stepfather, stepmother;
- Counseling on the inheritance in case the married couple has finished the division of common property, applying for divorce or getting remarried;
- Counseling on the procedures of gathering the heirs;
- Counseling on specifying the heritage distributor;

- Counseling on the sequence of paying property obligations and expenses related to the inheritance;
- Counseling on the forms of suing to protect the rights;
- Counseling on writing petition and guiding lawsuit procedures;
- Representing the clients to claim and protect their rights at the competent state authority; and
- Representing to participate in court proceedings.

4. REAL - ESTATE

During our settlement involved disputes over real estate, our lawyers realized that many of disputes have derived from the lack of knowledge on legal regulations. Therefore, in an effort to minimize the risks and disputes, DaNang International Law Firm has been providing the legal services including but not limited to the following fields:

- Counseling on the legal regulations about real estate transactions;
- Explaining the rules of Viet Nam law on policies, procedures related to client's transactions on real estate;
- Supporting to the client for verifying the information on the real estate and the owner;
- Considering and specify the documents, materials on legal status of the real estate;
- Drafting contracts, and the related documents for transactions;
- Supporting to the client for implementing the procedures of notarization;
- Support on procedures related to the registration, application for the ownership and use rights of real estate;
- Counseling on the requirements and sequence of transfer procedures, donation and inheritance of use rights of real estate;
- Counseling on the requirements and sequence of procedures for conversion of land use purpose;
- Counseling on requirements and sequence of application for issuing, reissuing and modifying the Certificate of land use rights and home ownership;

- Counseling on the legal regulations on exemption and reduction on tax, and fees incurred from donation and transfer;
- Counseling on dispute resolution related to land use rights such as: encroachment of land use rights, land claims, cancelling the illegal sale contracts related to home ownership and land use rights;
- Counseling on the procedures of application for land leasing, land delivering, changing the purpose of land use at the competent state authority;
- Counseling on the transactions related to land, housing, construction works... such as donation, transfer, exchange, lease, lend, inheriting and deposit;
- Counseling and support our clients to solve the disputes and complaints related to real estate;
- Counseling on other real estate transactions.

5. INTELLECTUAL PROPERTY

Nowadays, in the market economy, especially after Viet Nam joined WTO with international integration, the issue on intellectual rights protection has been strongly emphasized among enterprises, authority agencies and the masses.

During our practice law, we realized that many of companies were set up years ago but did not register trademarks. This led to a paradox that another company set up later but they registered their trademarks and sued the former. The above matter deprived from the fact that many enterprises have not mastered the legal regulations on intellectual property.

Being fully aware of this matter, we have been providing diversified services including but not limited to the following fields:

- Counseling on the trademark and registration procedures;
- Counseling on selecting the plan of protection registration;
- Evaluating preliminary of the protection capabilities;
- Counseling and redesign the trademark;
- Counseling the optimum plan to facilitate the trademark registration;
- Looking up and assessing of the protection capabilities;

- Subheading the products and services applied for trademark registration;
- Setting up application, proceed and follow up the registry application;
- Registering validity extension for trademark protection;
- Counseling on trademark dispute settlements;
- Counseling on building and trademark development;

6. FINANCE- BANKING

Nowadays, most of enterprises have utilized the loan from banks or authorized credit institutions. Therefore, in every transaction from the beginning to disbursement and ending, people need to comply with a necessary legal process to protect their benefits to their utmost. Actually, only a few individual and enterprises master this process and may face the major damage afterwards.

With the team of lawyers experienced in Finance and Banking, we have been offering the legal services including but not limited to the following services:

- Providing legal advices related to finance and banking;
- Counseling on legal regulations for transactions such as mortgages, other security measures, collateral handling, buying/selling on credit, capital transfer, share transfer, financial leasing;
- Representing our clients to negotiate, draft and check all kinds of contracts such as loan contracts, mortgage contracts, collateral contracts, capital transfer contracts, share transfer contracts, financial leasing contracts, selling/buying on credit contracts;
- Counseling and supporting our clients to set up enterprises in the field of tax, finance and banking;
- Providing legal advices and supporting our clients to apply for tax incentives, exemption, reduction and refund;
- Representing and supporting our clients to deal with authority agencies in the field of tax, finance and banking;
- Counseling and representing our clients to resolve all disputes incurred from financial transactions, and disputes related to tax incurred from business;
- Counseling and supporting the banks on drafting and negotiating foreign exchange transactions, pledge, mortgage and hire purchase; and

- Counseling, supporting and representing credit institutions to perform necessary legal procedures to recover bad debts.

7. INVESTMENT IN DOMESTIC AND FOREIGN

With our team of lawyers experienced in providing legal services for foreign investors in Vietnam and domestic companies receives the capital from foreign investments, we have dealing with lots of major projects of different fields. We shall provide our clients in every separate stage as well as through the entire investment process.

We have provided a wide variety of services to our clients as follows:

- Counseling on specifying the best legal structure for their transactions;
- Supporting our clients in evaluating their partners and potential business location, verifying the target companies and assets;
- Counseling, drafting, checking up and giving opinions on transaction documents;
- Representing our clients to negotiate all terms of these documents and supervise the whole investment process and capital withdrawal in order to minimize the possible risks;
- Supporting our clients in setting up new company;
- Supporting our clients in changing the legal representative of their company;
- Supporting our client in changing their business certificate;
- Supporting our client in increasing capital;
- Supporting our client in converting types of businesses;
- Supporting our client in setting up representative offices or branch offices;;
- Supporting our client in setting up new business locations;
- Supporting our client in changing the content of operations of representative offices or branch offices;
- Supporting our client in pausing their business;
- Supporting our client in closing their representative office, branch offices and business locations;

- Supporting our client in dissolution their company;
- Supporting our client in resolving disputes with other members in their company.

8. LABOUR- EMPLOYMENT

Labour law has importance influence to the business activities of enterprises. Unlike law of other fields, labour law has direct impact on the Employer and Employee, even affect the whole society. Therefore, the practice of labour law requires enterprises and lawyers not only legal knowledge but their experience also to avoid potential conflicts in this sensitive labour relationship.

With our team of lawyers experienced in the field of labour, we have been providing our client full services as follows:

- Counseling and drafting kinds of labour contracts;
- Counseling and drafting payment of salary and bonus regulations for their company;
- Counseling on setting up the system of titles and officers for agencies and businesses;
- Counseling on the forms and procedures to treat the violations against labour disciplines;
- Counseling on labour issues with foreign elements;
- Counseling and drafting the labour rules and regulations;
- Counseling and participating in solving labour disputes;
- Counseling and performing procedures on licenses for foreign laborers in Vietnam;
- Counseling and performing the temporary residence card issuance for foreign laborers in Vietnam;
- Counseling and representing the Employers and Employees to negotiate and resolve the issues related to Labour contracts and Labour disputes;

9. MERGERS AND ACQUISITIONS

The economic crisis makes buying - selling activities and mergers become more active. In Vietnam, this field is still relatively new with hidden risks and remaining

legal barriers. Acquisitions and merger have been regarded very complicated. It has involved with taxation, administration, labour, intellectual property, finance, competition and other fields related to acquisition and merger, in order to actively facilitate the development strategy of each enterprise.

With over ten years of experiences, and during our factual practice with many cases of acquisition and merger, we have been providing our clients the following services:

- Verifying the legal status of the business, taxation, liabilities, employment and business status;
- Counseling on procedures for mergers;
- Counseling the essential adjustments on legal procedures and current state of the business in accordance with the current regulations;
- Counseling on drafting, negotiating and monitoring contract performance;
- Counseling on the procedures for merger, and perform the purchasing procedures at authority agencies;
- Counseling on the procedures for general meeting of shareholders, council members of every company to pass the contents of merger;
- Counseling on the conditions for merger;
- Counseling on the employment plan;
- Counseling on the deadline, procedures and conditions for converting assets, capitals, shares and bonds from the merged company to the merger company;
- Counseling on setting up the regulations of the merger company;

10. DEBT RECOVERY

Among civil or commercial disputes, the dispute in paying debts incurred by borrowing or purchasing has become the most popular. Though this dispute is simple, the process of bad debt recovery may turn out to be unsuccessful without in-depth legal knowledge and specific skills.

With our experience in participating hundreds of bad debt recovery for individuals, enterprises, banks and financial institutions, we shall bring the most efficient measure with the lowest fee. Our professional lawyers supported in handling and recovering overdue loan with efficient and skilful measures.

Filing sue to recover debt is the last resort while a threat of suing could be your answer, sometimes. However, if your ordinary measure to recover debts proves a failure, it means that much consideration should be taken before a legal proceeding. You are expected to handle the dispute with the other before suing. This means that the trial take place only after you have tried to come to an agreement with the customer. To assure the optimum efficiency for our clients in recovering the bad debts, we have been providing the legal services as follows:

- Evaluating initial evidences related to the dispute;
- Representing our clients to negotiate and solve with the debtors;
- Performing the temporary emergency measures to prevent dispersal of assets of the debtors until taking the validity Judgment from the Court ;
- Preparing the dossier and take lawsuits against the debtors in courts at all level;
- Simultaneously, to support our clients in preparing records to denounce if signs of criminal law violation are being detected;
- Supporting in enforcement proceeding to recover the debt;

11. BUSINESS INTERNAL CONSULTANCY

Evaluating the legal risks to avoid and forecasting the favorable transactions to deal with are the keys to success of every enterprise.

With our team of experienced experts and lawyers, we have been providing our clients the following services:

- Counseling the legal issues related to the business activities;
- Discussing the legal issues at the business's concerns;
- Counseling on the business administration, other issues related to commercial contracts;
- Setting up, developing and protecting the trademark in particular and intellectual property rights in general during the business process;
- Updating the latest information relevant or likely impact the business transactions;
- Updating and provide the legal documents on the State policies adjusting business operations;

- Providing the legal documents relevant to the content of exchange;
- Counseling on the procedure for dispute resolution.

12. INSURANCE

Insurance is economic ties attached to the process of forming, distributing and utilizing centralized funds, insurance funds to handle risks and events. Insurance ensures the process of reproduction and social life going on as they are.

However, insurance comprises of the financial and human loss, especially when building insurance becomes a compulsory procedure to every constructors. Therefore, it is necessary to consider and evaluate the legal status before each decision. Being aware of this matter, we have been providing our clients the following services:

- Evaluating the initial risks for our clients;
- Counseling and support in re-considering the insurance policy;
- Counseling and support in drafting the insurance policy in an effort to guarantee the benefits for the buyers;
- Counseling and supporting in solving the disputes on insurance matters;
- Solving the disputes arising in courts and caring out of enforcement judgment in order to recover the insurance payments for our clients;

OUR CLIENTS

Over ten years growing and developing, recently, Danang International Law Firm having more than 500 clients, there are large enterprises in Vietnam and abroad on all areas

For reasons of confidentiality, we are not able to present a list of all our clients. These examples of recent and relevant deals of our teams may provide you with an idea of DILAF's practice.

1. Dinco Corporation – A leading company in construction and property in Vietnam;
2. Danapha Corporation – A leading company in pharmaceutical in Vietnam;
3. Advance Nonwoven Vietnam Company Limited – A company with capital legal more than USD 10,000,000 of Japan;
4. Viet Nam Tokai Company Limited – A company having 100% capital of Japan specializes in production of materials for automobile industry with charter capital about 15.000.000 USD;
5. Hitech Vietnam Apparel Company Limited – A biggest textile company having 100% capital of Thailand of Quang Nam Province with charter capital over 30.000.000 USD;
6. Fritta Vietnam Company Limited – A company has 100% capital of Spain with annual revenue over 50.000.000 USD;
7. HK.M.O.Y Luxury Jewelry Company Limited – A company having 100% capital of Hong Kong specializes in hotel system and real estate with charter capital more than 2.000.000.000 USD;
8. AOTES Company Limited – A company having 100% capital of China specializes in blanket, mattress and pillow with charter capital in 5.000.000 USD;
9. Viet Better Company Limited – A company having 100% capital of China specializes in trading in gemstone, jewelry and aloes wood with millions of dollars of charter capital ;
10. Warter Cube Company Limited – A company having 100% capital of China specializes in trading in hotel and restaurant;
11. Formosa Ha Tinh Steel Corporation – A biggest company being 100% capital of Taiwan of South East Asia with charter capital about 5.000.000.000 USD;
12. SEA PHONEX Company Limited – A company having foreign capital specializes in dealing in resort and hotel;

13. Nishu Nam Ha Joint Stock Company – A high quality painting company is having larger market share in Viet Nam;
14. Sai Gon Thanh Dat Investment Agriculture Joint Stock Company – A company specializes in real estate and unfired brick production;
15. Danang Telecommunications (Vietnam Posts and Telecommunications Group) – A leading company in the field of telecommunications ;
16. Thinh Phu Son Company Limited – A company operates in the field of timber export;
17. CNA-HTE Vietnam Company Limited – A company having 100% foreign capital operates in the field of building harbors and airport;
18. Quang Khai Investment and Construction Joint Stock Company;
19. Central Electric Power College;
20. Chau Chinh Transport Service Company Limited – A leading company is in the field of transport between Viet Nam and Laos;
21. Son Hai Group Joint Stock Company;
22. Marubeni Heavy Equipment Company Limited – A company having 100% capital of Japan operates in the field of production and import of heavy industrial machine;
23. Fellas Joint Stock Company – A company being 100% capital of Korea specializes in hotel and restaurant;
24. BASF Vietnam Company Limited – A company having 100% foreign capital operates in the field of chemistry;
25. Dang Hai Joint Stock Company – A company operates in the field of concrete;
26. Central Area Electrical Mechanical Joint Stock Company;
27. Thien Tan Investment Joint Stock Company - A company specializes in maritime business;
28. YKK Vietnam Company Limited;
29. INTERTEK Vietnam Company Limited;
30. Hasu Joint Stock Company.

HOURLY RATES

Da Nang International Law Firm shall apply the package service charge or hourly service charge at our client's request. Our standard fee for hourly charges is as follows:

- Translator/translation: 1,530,000 VND/hour - 550,000 VND/A4 page
- Legal assistance 1,800,000 VND/hour
- Associate 3,150,000 VND/hour
- Partner 4,952,000 VND/hour

Our service fee shall be notified to the client base on the client's requests and time that our lawyers will spend for settlement. The service fee could be considered and changed over time. Please do not hesitate to contact us at: info@dilawfirm.vn for more information

Thank you for your trust and cooperation in using our legal services.