

## YOUR PARTNER IN SOUTHEAST ASIA



**ALL AREAS**

**OF BUSINESS LAW**

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## FIDAL ASIATTORNEYS

FIDAL ASIATTORNEYS was founded by attorneys Albert Franceskinj and Caroline Chazard Meas, members of the Paris Bar, and the law firm FIDAL, member of the Nanterre Bar.

Albert Franceskinj and Caroline Chazard Meas have practiced in both Europe and Asia, and for 14 and 8 years respectively, in Southeast Asia. They provide their international clients (SMEs, SMLs, MNCs) with international and domestic legal advice on their business operations and investments in Asia.

Our office is in Ho Chi Minh City, the economic center of Vietnam.

With a combined advisory and litigation practice, we take a comprehensive approach to business law, which we believe is essential both to ensuring an overall understanding of the client's interests and to accurately defining and implementing effective strategies tailored to the client's needs and objectives.

Thanks to our team's experience, we have in-depth knowledge and expertise in the following practice areas and industries:

- ▶ Manufacturing (food, equipment, furniture, pharmaceuticals)
- ▶ Land and real estate (construction and project development)
- ▶ Healthcare
- ▶ Distribution (pharmaceutical and veterinary products, perfumes & cosmetics, luxury goods, retail)
- Insurance
- ▶ Banking and Finance
- ▶ Tourism (development and operation of hotels/resort projects, leisure activities, travel agencies, etc.)

Our approach to the practice of law is focused on building close and trusting relationships with our clients.

In selecting and implementing legal routes, we apply a practical and sustainable approach aimed at providing the client with solutions that are:

- ▶ adapted to its specific situation,
- ▶ proactive, anticipating emerging needs and adjustable to changes in local legislation, and
- ▶ sensitive to cost control considerations.

Our clients include European and Asian companies as well as international and diplomatic organizations.

They all benefit from our international experience, our understanding of local laws and practices, our network of relationships within both business and governmental organizations, and our bicultural teams. They also benefit from the know-how and position of our partner, FIDAL, a top-notch law firm that is pursuing its goal of international expansion to be able to accompany its clients wherever their projects lead.

The lawyers of **FIDAL ASIATTORNEYS** and FIDAL will work closely with you, in France or abroad, to provide answers to the challenging questions that concern your business.

## FIDAL – A LEADING LAW FIRM

FIDAL is the largest business law firm in France and the 2nd largest in all of Europe.

For over 90 years now, FIDAL has been earning the confidence and assisting in the growth of companies from all industries.

FIDAL has unique geographic breadth: our 90 offices allow us to be in close contact with our clients and offer nationwide coverage of the French business landscape.

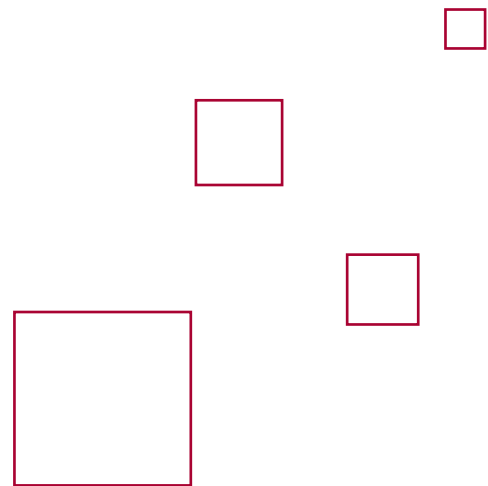
A team of 200 lawyers based in Paris-La Defense, and dedicated teams in other regions of France, handle cross-border tax and legal issues. These specialists assist French businesses that operate abroad as well as foreign businesses that are present, or wish to be present, in France.

Our Brussels office is dedicated to European Community affairs and maintains privileged relationships with operational members of EU institutions.

From its inception, FIDAL has had a client-oriented organization which has since become a model in the industry. This organization enables us to guarantee excellence in both our technical expertise and our relationships with our clients.

Through our multidisciplinary coverage, the specialization of our lawyers and our shared value of teamwork, we are able to offer businesses a complete range of legal and tax services. This approach ensures that our clients receive reliable solutions suited to their needs.

Our “National Research Department” is our answer to the demands arising from an increasingly intricate legal system. It contributes to cutting-edge advances in business law, communicates these changes to all our lawyers and provides them with support on the most complex issues. Our clients thus benefit from proactive advice that guides them in their operational and strategic choices.



## OUR PARTNERS IN ASIA

**FIDAL ASIATTORNEYS** and FIDAL have a network of partner firms in Asia and other regions of the world, selected on the basis of their skills and shared vision of the practice of law.

## CUSTOMIZED SERVICES

By teaming together, **FIDAL ASIATTORNEYS** and FIDAL combine their expertise and know-how within local contexts in order to offer clients the advice best suited to their business operations and investments, particularly in the following areas:

### PROJECT MANAGEMENT AND INTERNATIONAL CONTRACTS

- ▶ Legal and contractual set-up of your industrial projects (pharmaceutical, food, equipment, etc.)
  - Preliminary study to assess the feasibility of your project and propose solutions
  - Strategic assistance on the legal structuring of the project
  - Assistance with negotiations
- ▶ Development of projects related in particular to real estate and the tourism industry (developing and operating hotels, leisure activities and travel agencies)
- ▶ Design, drafting and negotiation of complex contracts
- ▶ Mediation, pre-litigation and litigation related to your international operations

### INTERNATIONAL CORPORATE TAX

- ▶ Optimizing the tax treatment of acquisitions and group operations
- ▶ International structures and financing
- ▶ VAT, customs and indirect taxation
- ▶ Transfer pricing

### MERGERS AND ACQUISITIONS

- ▶ Assistance with negotiations
- ▶ Legal and tax due diligence reviews, preparation of data rooms
- ▶ Contract law: letters of intent, non disclosure agreements, acquisition agreements
- ▶ National and international taxation
- ▶ Antitrust law aspects
- ▶ Employment law aspects
- ▶ Corporate law aspects

### CORPORATE LAW

- ▶ Determining and setting up appropriate legal

structures

- ▶ Foreign investment, private equity
- ▶ Identifying and setting up State aid and project financing solutions
- ▶ Restructuring operations, mergers, divisions, acquisitions, share transfers
- ▶ Business transfers
- ▶ Capital transactions, issuance of securities
- ▶ Corporate governance structures
- ▶ Managing intra-group relations
- ▶ Corporate officer compensation and liability

### HUMAN CAPITAL

- ▶ International mobility (International Executive Services): expatriation and repatriation
- ▶ Executive compensation
- ▶ Labor law / Employment law: advising on and managing collective and individual labor relations and disputes, managing the labor aspects of national and international restructuring operations

### COMPETITION – DISTRIBUTION – FRANCHISING

(pharmaceuticals, perfumes & cosmetics, luxury products, retail, etc.)

- ▶ Negotiating with manufacturers/suppliers/distributors/franchisors or franchisees
- ▶ Serving as liaison
- ▶ Project implementation
- ▶ Consumer law

### INTELLECTUAL PROPERTY – INFORMATION TECHNOLOGIES

- ▶ Filing of trademarks, designs, models and patent applications
- ▶ License agreements, technology transfer agreements
- ▶ Claims to IP rights, IP infringement actions

## **BANKING AND FINANCE**

- ▶ Relations with supervisory authorities
- ▶ Strategic alliances in the finance sector
- ▶ Refinancing and risk-transfer operations
- ▶ Financing (corporate, project, intra-group)
- ▶ Setting up regulated structures
- ▶ Collective investment products

## **REAL ESTATE**

- ▶ Leases
- ▶ Construction – Development
- ▶ Environment
- ▶ Valuations
- ▶ Ownership / Co-ownership
- ▶ Town planning

- Assistance on real estate transactions in connection with industrial or isolated investments,  
- Comprehensive assistance in real estate development projects.

## **INSURANCE**

## **HEALTHCARE & PHARMACEUTICALS**

## **CIVIL LAW - WEALTH MANAGEMENT - EXECUTIVES' PERSONAL ASSETS**

- ▶ Civil law: international marriages, international divorces, adoption.
- ▶ Marital property systems, assistance to surviving spouse.
- ▶ Successions, donations, inter vivos estate distribution, hand to hand gifts.
- ▶ Management of real estate assets, Business transfer.
- ▶ Executives' personal assets, personal income tax.

## **ADR, ARBITRATION AND INTERNATIONAL LITIGATION**

Our multidisciplinary team is composed of lawyers who are specialized and experienced in national and international litigation, arbitration and Alter-

native Dispute Resolution (ADR) methods (especially mediation). With their expertise in these multiple procedures, they can provide pre-litigation and litigation assistance that best meets the interests of your business.

Our specialists work cross-functionally with the lawyers from the firm's other practice groups. They are thus able to handle all the procedural, legal, technical and financial issues arising from complex pre-litigation and litigation matters, across all sectors of business and, where needed, across multiple countries.

In addition to being able to serve as counsel in such proceedings:

Albert Franceskinj is an arbitrator registered with the Vietnam International Arbitration Center (VIAC).

Caroline Chazard is a registered associate mediator with the Singapore Mediation Centre (SMC).

## **INTERFACING WITH LOCAL AUTHORITIES**

Our clients benefit from our international breadth, from our depth of experience in local laws and customs, from our network of relationships within professional bodies as well as local and central government authorities, and from our cross-cultural abilities.

 **FIDAL ASIATTORNEYS**

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