





“We point out
comprehensive
solutions which
have facilitated
businesses of
investors, help
grow their
businesses in
this fast- moving
economy”



has been recognized as one of the leading and highly recommended business law firms in Vietnam. Today, our two offices in Hanoi and Ho Chi Minh city are staffed by a strong team of about 40 lawyers and legal professionals under the leadership of five partners, who have extensive experience and in-depth knowledge of Vietnam's political culture and the legal development. SBLAW advised clients a wide variety including foreign and domestic investment consultancy, business law, intellectual property, banking and finance, corporate, commercial, property and real estate, tax, agreement and contract, arbitration and litigation, M&A, leasing, construction, employment, insurance, enterprise development and management.

OUR CLIENTS

SBLAW is a perfect choice for large and medium-sized businesses, local and international corporations and organizations. SBLAW is a full-serviced law firm, dedicating to many clients who have been working with us for many years, among IBM, AIA, TOTAL, ABB, Singapore Airline, ExxonMobil, ESCO, HTC, CSC, LG, DBS bank, ICBC, ING Bank, Hong Leong Bank, Nippon Steel, Innovar Vietnam, SmartEbook.com, UBM, Netrove Venture, Argentina Embassy in Vietnam, MSH (NGO), ADRA, FAMILYMART, Military Bank, FSOF, VICEM, VINACONEX, VNPT, VTC, Online, VSTV, Vinacomin, Trung Nguyen Group, Kinh Do Group Corporation, HIPT, Viettel Real Estate, VietsovPetro, member companies of PVN such as PVFC, PVFC Invest, PVFC Land, PVFI...

Hereunder is what they talked about us....

Mr. Lewis Truong - Country Legal Counsel & CN IBM: *"We consider SBLAW as a perfect fit to our business because of its nimble and pragmatic approach to the local market environment. We often engage in very urgent tender response time and SBLAW always commit their senior attorneys to work alongside our sales team to ensure that response are delivered on time - at times working through the night".*

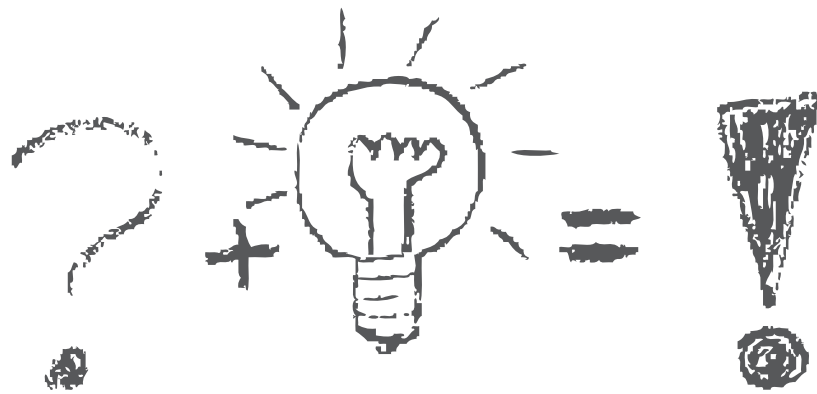
Mr. Lim Foot Ling - General Manager of Inovar Sdn Bhd: *"SBLAW was very professional in their approach and we managed to obtain approvals from various Vietnamese authorities within expected time frame. We are very satisfied and pleased with their assistance and services extended to us".*

"SBLAW has been handling business affairs in Vietnam to our level of expectation and to date is still being retained by us as our legal advisers".

- Mr. Peter Yik - Administration - MEI HEONG YUEN FOOD IND P/L

"I must praise your services. Right at the beginning when I discussed it with your HCM office, I was confident that your team would do a good job. It is proven. The whole process was smooth and speedy. Thank you." - Mr. Chen Bin - Director - Bridgemind Consulting Pte Ltd.





OUR AWARDS

The professional performance and services provided by SBLAW has been highly appreciated by both local and international clients. In 2012, SBLAW has been named as winner of renowned awards established by honor international organizations, magazines including The Legal 500, AsiaLaw Profiles and IFRL 1000 in major areas of practice of finance, corporate, M&A and real property.

ASIA LAW PROFILE



SBLAW is proud to be awarded by ASIALAW Profiles - the world a reputable organization on ranking the leading domestic law firms in Asia Pacific. The ranking are based on the recommendations of in-house counsel at the world's most prominent companies and financial institutions, as well as the leading lawyers, attorneys and solicitors in each legal market.

LEGAL 500



In 2012 and 2013, SBLAW received honour award by The Legal 500, the most comprehensive worldwide coverage currently available on legal services providers in over 100 countries. SBLAW emerged winner among many other leading law firms in the country for our excellent quality of legal service.

IFRL 1000



In 2012, SBLAW was ranked for the professional achievement and experience in finance and banking by IFRL1000 (the Guide to the World's Leading Financial Law Firms). In 2013, SBLAW continued to be rank for achievement in Intellectual Property, Finance and Banking.

HANOI PEOPLE COMMITTEE

In November 2012, SBLAW had one more feather to its cap, for being selected as one of the five law firms awarded by the Chairman of People's Committee of Hanoi for the achievement in consultancy to protect the rights and benefits of State and citizens.

PRACTICE AREAS

SBLAW is staffed with 40 lawyers and associates who are capable of providing a multitude of legal services which cover every aspect of doing business in Vietnam. The following are our main areas of practice:

Corporate and commercial transactions	Intellectual property
Litigation and Arbitration	Banking
Financial & Regulatory Services	Foreign Investment
Real Property Development and Construction	Industrial Property Rights and Technology Transfer
Infrastructure Projects	Trade and Distribution
Labor	International Trade

Our lawyers are familiar with complex requirements of clients and committed to the professional standards of services. We also have the advantage of having a sound understanding of Vietnamese law and Vietnamese legal system. We are, therefore, able to:

- o Represent clients before local authorities or counterparts;
- o Assist clients in negotiations;
- o Provide legal consultancy services in relation to all aspects of Vietnamese commercial laws;
- o Render legal opinions pursuant to standards imposed by international financial institutions, and
- o Prepare contracts and/or legal documents in accordance with international standards and/or Vietnamese standards.

We also provide supplemental services in relation to investment activities services include legal and commercial translation, administrative assistance in liaising with Government authorities, obtaining business-related permits and approvals, etc.

Vietnam • Hanoi

SBLAW

FLOOR 18, BUILDING CENTER
HAPULICO COMPLEX
NO.85, VU TRONG PHUNG STREET
THANH XUAN DISTRICT
HANOI

Phone: +84 4 3556 3788

Fax: +84 4 3556 3858

E-mail: khuong.pham@sblaw.vn
info@sblaw.vn

Website: www.sblaw.vn

Languages

Chinese, English, French, Japanese, Korean

Other office

Ho Chi Minh City

Number of lawyers 35
Office 18

OUR PARTNERS

Mr. Nguyen Thanh Ha (Managing Partner)



Mr. Ha has vast experience of 11 years practice as Lawyer in Vietnam. He is a member of Hanoi Bar Association, Vietnam Lawyers Association, Vietnam Intellectual Properties Association, Club of Vietnamese Enterprises. He specializes in the field of investment, corporate and commercial transactions. He has been providing advices on large scale projects and transactions relating to energy, telecommunication, real estates and commercial exploitation of intellectual property rights. In addition, he also teaches business law at the Justice Academic as part time lecturer.

Mr. Tran Trung Kien (Partner)



Mr. Kien has vast experience of 10 years practice as Lawyer in Vietnam. He is a member of Hanoi Bar Association, Vietnam Lawyers Association, Vietnam Intellectual Properties Association, Club of Vietnamese Enterprises. He joined the firm with extensive working experience as Deputy Director of IP Services of InvestConsult Group. He specializes in corporate, finance and banking, intellectual property rights, labor and commercial transactions. In addition to his practice, he also takes time to teach the young budding lawyers business law at the Justice Academic, Hanoi University and Friend of Vietnam Heritage Organization as part-time lecturer.

Mr. Nguyen Tien Hoa (Partner)



Mr. Hoa has a Master degree in law from the reputed Transnational Law and Business University (TLBU, Graduated School of Law in Seoul, Korea). He possesses expertise in all aspects of trademark and industrial design protection including registration and conducting and defending opposition, cancellation proceedings. He has to his credit representation of the very first corporations in conducting their strategies of distribution through their franchise system. He also teaches business law at FPT University in Ho Chi Minh City as part-time lecturer.



SBLAW

BEYOND SATISFACTION



Mr. Pham Duy Khuong (Partner)

Prior joining SBLAW as a partner, Mr. Khuong has several years of working experience as Manager of Intellectual Property services of InvestConsult Group. He is a member of Hanoi Bar Association, Vietnam Lawyers Association, Club of Vietnamese Enterprises. His main area of practice is providing advice on Intellectual Property. In the year of 2013, Mr. Khuong was recommended by Legal 500 for his achievements in Intellectual Property.



Ms. Nguyen Thi Thu (Partner)

Ms Thu has completed her Master degree in law from the reputed Tour University of France. She is a member of Hanoi Bar Association, Vietnam Lawyers Association and Club of Vietnamese Enterprises. In her ten years of experience, she had opportunities to work as Legal Department Manager of three leading securities companies in Vietnam such as Bao Viet Securities, SHS Securities and Ocean Securities. She specializes in the field of investment, financial, securities, corporate and labor.

?



2.



KEY CLIENTS AND ACHIEVEMENTS

BANKING AND FINANCE

Our skilled and experienced banking lawyers and consultants with professional ability to access banking and finance policies and practice in Vietnam are equipped with powerful research methodologies and innovative thinking to provide fruitful business results.

The benefit that SBLAW deliver to our clients including to identify and quantify potential risks of credit transactions, assistance in formation of banks, branches or its representative, banking policies study, structuring loan transaction, preparing and reviewing loan contracts etc.

SBLAW's client in the field of finance and banking includes Industrial and Commercial Bank of China – Hanoi Branch, Military Joint Stock Commercial Bank, DBS Bank; Agricultural Bank Insurance Joint Stock Corporation, PetroVietnam Finance Corporation etc.

Our key finance deals include the followings among others:

- ▶ Advising a Vietnamese bank to loan an amount of USD 500,000. Our legal services include analysis of project risks, mortgage consultancy, loan agreement draft.
- ▶ Advising a bank in Vietnam regarding bank guarantee for the capital contribution amount of USD 1,000,000. Our legal services included analysis of project risks, mortgage consultancy, loan agreement draft.
- ▶ Advising a foreign bank regarding issuance of loan of USD 4,000,000. Our legal services included reviewing transactional structure of the loan, the mortgage and loan agreements under the law of Vietnam;
- ▶ Advising a company regarding its restructure from a financial institution to a Commercial Bank. Our consultancy included performing feasibility research of the project, advising on legal framework of Vietnam, obtaining precedent and opinion of the Prime Minister and related authorities.
- ▶ Advising a non-governmental organization and conducting research on improvement of capacity of capital management of Vietnam Association of People's Credits Fund (VAPCF) and technical support to People Credits Fund (PCF);



M&A

Being well aware of that Merge and Acquisition (M&A) transactions are expected to configure an investment trend in Vietnam, SBLAWs' lawyers and experts have worked out an unique set of solutions and research including legal frameworks, roadmaps that directly address M&A issues in order to minimize potential risks.

We assist our client in due diligence study, identify associated commercial risks, preparing and/or reviewing legal documents, designing M&A deals and negotiation etc. Our practical advise, dedication have been highly appreciated by clients as valuable contribution for the success of their M&A deals. We assist clients in both cross-border M&A transactions and direct acquisition in Vietnam.

Our major M&A deals include the followings among others:

- ▶ Representing Viettel Real Estate Corporation regarding the transfer of a construction project of DAEWOON-HANCIC office building to Korean investor: consulting the feasibility of the transaction, advising, reviewing related documents, agreements and contracts.
- ▶ Representing Yen Tho Mechanical JSC in acquisition of the manufacturing project from foreign investor, included consulting the feasibility of the transaction, preparing related documents, contracts and handling the licensing procedures.
- ▶ Representing Viettel Housing Trade Corporation in acquisition of Blue Saphir Binh Phu project: consulting the feasibility of the transaction, advising, reviewing related documents, agreements, drafting contracts;
- ▶ Representing Innovar Floor Sdn Bhd to transfer a part of capital contribution in a joint venture of distribution of flooring in Vietnam to a Vietnamese investor, advising the process of transaction, drafting related documents, negotiating the transfer and registering the capital transfer with competent authority;
- ▶ Representing Viettel Housing Trade Corporation in acquisition of Golden Palace project: researching on the feasibility of the transaction, consulting, reviewing related documents, agreements, drafting contracts;



DISPUTE RESOLUTION

We have been involved in dispute resolution by court and arbitration which were highly appreciated by clients as a way to offload the cases at the Vietnamese system and to create transparency and predictability for the outcome of the hearing process.

The value added that SBLAW offered our client is effective combination of evidence and argument, risks tracking, potential damage and risk control, negotiation and mediation.

SBLAW has represented many clients in dispute resolutions, either by way of out-of-court settlement or before the Vietnamese courts, State agencies or the Vietnam International Arbitration Center. Below are our major deals:

- ▶ Advising and supporting the dispute settlement between a Joint Venture Company of Vietnam and Chinese contractor on the payment under the EPC contract for a five-star hotel in Hanoi involving amount of USD 1,000,000.
- ▶ Advising and supporting a dispute settlement involving amount of USD 500,000 between a Vietnamese company and a Japanese contractor on the price amendment and performed work under the EPC contract to build a cement plant.
- ▶ Advising the Plaintiff, a Turkish company, in the dispute with a Vietnamese company on the violation of the product quality involving an amount of USD 500,000. We represented the Plaintiff as their counsel before the Vietnam International Arbitration Centre next to the Vietnam Chamber of Commerce and Industry (VIAC).
- ▶ Advising the Defendant, a joint venture company between a Vietnamese company and a Russian company, in the dispute on contract violation regarding oil industry involving the amount of USD 1,000, 000; we represented the Defendant as their counsel before the Vietnam International Arbitration Centre next to the Vietnam Chamber of Commerce and Industry (VIAC).



INTELLECTUAL PROPERTY AND TECHNOLOGY TRANSFER

SBLAW provides full range of intellectual property services covering research and advice on IP laws, filing and prosecution of applications for patent, trademark, industrial design, copyright and domain name, copyright protection, watching and investigation of IP right Infringement, assistance in negotiation and obtaining IP Right Licensing, assignments and renewals, availability searches, initiating procedures for oppositions and cancellations; negotiation and drafting of contracts on licensing, technology transfer, franchising and distribution; and taking enforcement, anti-counterfeit action and commercial exploitation of IP rights.

Our IP practice covers not only in Vietnam but also other countries in Asia and other regions where our associated offices locate. In addition, we are co-operating with our associated IP Agents in Australia, China, Germany, Hong Kong, Indonesia, Japan, Korea, Malaysia, Singapore, Thailand, UAE and USA to protect IP rights for clients in Vietnam and abroad.

Our key achievements:

- ▶ Acting for Military Bank, VSTV, Ryukyu Cultural Technological Village Co., Ltd, KOVA etc for trademark registration in Vietnam, Laos and Cambodia;
- ▶ Acting for Ryukyu Cultural Technological Village Co., Ltd being a plaintiff in a case relating to copyright infringement over its hand-made glasses in Vietnam;
- ▶ Acting for VTC Online in negotiation with Sony Music Entertainment relating to use of music works in Vietnam;
- ▶ Acting for a foreign invested company being a defendant in a case relating to copyright infringement over software in Vietnam;



CÔNG TY TNHH	
Danh sách nhân viên	
STT	Tên nhân viên
1	Trần Văn A
2	Nguyễn Văn B
3	Đỗ Văn C
4	Phạm Văn D
5	Trần Văn E
6	Nguyễn Văn F
7	Đỗ Văn G
8	Phạm Văn H
9	Trần Văn I
10	Nguyễn Văn J
11	Đỗ Văn K
12	Phạm Văn L
13	Trần Văn M
14	Nguyễn Văn N
15	Đỗ Văn O
16	Phạm Văn P
17	Trần Văn Q
18	Nguyễn Văn R
19	Đỗ Văn S
20	Phạm Văn T





REAL ESTATE AND CONSTRUCTION

Our real estate lawyers have extensive experience in all aspects of property development, sales, acquisitions, leases, subleases, and the provision of security in the commercial, retail, industry and residential as well as mixed-development markets.

Our practice includes advising and drafting property-related security documents including debentures, mortgages, and rental assignment; advising on all aspects of the Law on Land, Law on Real Estate, Law on Residential Houses and Law on Construction, particularly lease reviews and property management; designing and undertaking a thorough and in-depth Due Diligence investigation to identify and quantify commercial risks associated with real estate transactions; structuring and strategizing including initiatives to minimize or eliminate taxation and other duties; advising on planning, environmental, and rating issues; advising on and coordinating major development and construction projects.

Our major deals include the followings among others:

- ▶ Acting for a local company to identify and quantify commercial risks relating to implementation of an office complex construction project in Hanoi.
- ▶ Acting for a foreign Bank to conduct a due diligence research over an office building construction project in Vietnam prior loan transaction.
- ▶ Acting for a local Company being distributor of a residential houses distribution transaction. Total value of the transaction is up to USD 12,000,000.
- ▶ Acting for a local Company being investor of a residential houses construction project in Hanoi in legal framework review, legal document preparation, identifying commercial risks associated with the project.



TELECOMMUNICATIONS AND INFORMATION TECHNOLOGY

The telecommunication and information technology sector in Vietnam has been moving forward rapidly. Vietnam legislation in this field also has been radically improved to catch up with international and national rules and practice. Being well aware of booming business in telecommunication and information technology sector, our lawyers and experts has paid a great attention to services and solution engaged with this sector.

SBLAW benefits clients through its extensive range of services including advices on legislation or policies, negotiation assistance, preparing contracts relating to telecommunication, assistance in obtaining website license, assisting in preparing term of services applied to website, dispute resolution assistance and IP right protection related to telecommunication and information technology.

Our major deals include the followings among others:

- ▶ Acting for HTC Corporation – one of the fastest-growing companies in the mobile sector over the world – to review its software license contract applicable on its products.
- ▶ Acting for VC Corporation – a leading company operating in the field of internet and electronic trading in Vietnam – to obtain licenses for advertisement, setting up social networking websites and resolve disputes arise between administrators and users;
- ▶ Acting for Vat Gia JSC – the owner of well known electronic trading websites in Vietnam – to handle licensing procedures with competent authorities;
- ▶ Acting for Pecesoft Co., Ltd – the owner of website chodientu.vn and ebay.com.vn to register its Intellectual Property Rights and set up a regulation on electronic payments;



EMPLOYMENT AND LABOR

SBLAW advises many foreign invested companies, branches and representative of foreign companies on all aspects of labor matters including recruitment, employment relations advice, labor restructuring and redundancy advices, award policy advice, social, healthcare and unemployment insurance and implementation, drafting of labor contracts, labor collective agreements, acting on behalf of clients in relation to in-courts or out-of court settlement of labor disputes.

We also assist local companies and foreign invested companies in setting up of internal labor rules, obtaining work permit, immigration, related taxation issues, handling legal requirements that arise when sending employees to foreign countries or recruiting from abroad and other labor related matters.

Our major deals include the followings among others:

- ▶ Acting for an international school in Hanoi in setting up and registration of its internal labor rules;
- ▶ Acting for a local school in settlement of labor disputes regarding implementation of labor contract;
- ▶ Acting for a multinational corporation in Vietnam in settlement of labor disputes regarding termination of labor contract;
- ▶ Acting for multinational corporations in Vietnam to retrench redundant employees due to organizational restructure and economic reasons;
- ▶ Acting for Non-Governmental Organizations to settle the labor matters in Vietnam.



FOREIGN INVESTMENT

Our services in the field of foreign investment covers a wide full range from assistance in market research, quantifying benefit and risks associated with investment policies of the government, foreign invested company formation, establishment of branches and representative office of foreign companies, expanding business of foreign invested company, obtaining business license or investment certificate for investors in Vietnam or in other countries.

In many circumstances, our capacity of communicating with the local community and intensive experience of our lawyers have made the local authorities and counter parties more comfortable in reaching agreement, resolving dead lock and effectively contributed to the success of the client's business in Vietnam.

SBLAW is proud to assist many clients in negotiation, licensing and post licensing procedures for the establishment and operation of their commercial presence in Vietnam including:

- ▶ Advising Stalheim Industries Sdn Bhd in the establishment of Innovar Vietnam Company Limited and licensing of export and import rights and distribution of wooden flooring and relevant products;
- ▶ Advising Nikken International Company Limited (a foreign-owned company of Japanese investor) in expansion of business in Vietnam. Nikken International Company Limited is the first 100% foreign-owned company in permission of export and import rights, distribution and lease of constructional equipment in Vietnam;
- ▶ Advising and representing Metiseko International Company Limited (a company of Hong Kong) before competent authorities, in establishment of a textile plant in Vietnam;
- ▶ Advising IBM Vietnam Company Limited and representing them before competent authorities with regard to the investment project and business strategy in Vietnam;
- ▶ Advising Esco Pte., Ltd. regarding expansion of distribution license and business support in Vietnam;



CONTACT US

Hanoi Office:

18th Floor, Central Building, Hapulico Complex,
85 Vu Trong Phung Street; Thanh Xuan District, Hanoi, Vietnam
Tel: (84.4) 6262 0426 - Fax: (84.4) 6664 0426
Email: info@sblaw.vn - Website: www.sblaw.vn

Ho Chi Minh City Office:

VTP Building, No.8 Nguyen Hue Street, Ben Nghe Ward,
District 1, Ho Chi Minh City, Vietnam
Tel:(84.8) 35208 101 - Fax (84.8) 35208102
Email: info@sblaw.vn - Website: www.sblaw.vn