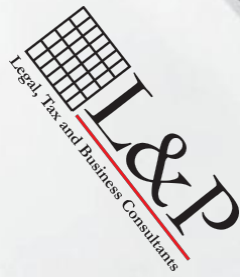


L&P

Bangkok

Ho Chi Minh City

Hong Kong



Lorenz & Partners

THE FIRM

Lorenz & Partners is an international firm of business lawyers and consultants headquartered in Bangkok since 1995. The firm specialises in legal, tax and business consultation for foreign companies investing in Southeast Asia. Further to Bangkok, we maintain offices in Hong Kong and Ho Chi Minh City. In addition, we are successfully cooperating with other Legal 500 firms throughout Europe and Asia. Our lead partners are also Registered Foreign Lawyers in Hong Kong and Vietnam.

Our clients are mostly large European and American enterprises investing or doing business in Southeast Asia.

As a “One Stop Coordinator”, we provide integrated consulting services to our clients. Our concept is of particular interest to companies that, for reasons of efficiency, prefer to mandate only one consultant for the complete planning, handling and supervision of their entire engagement in Asia. Due to our long-standing cooperation with partners, authorities and local companies in the region, our company established a network that enables us to handle our clients’ projects in an efficient and target-oriented way.

The economic success of our clients is our top priority. Therefore, instead of the usual standardised procedures used by most firms, Lorenz & Partners offers an individual and personal consultation customised to your particular project and your company’s requirements. Consequently, your consultant is available for questions at any time – even beyond regular office hours.

Lorenz & Partners

OUR RANGE OF PRACTICE

Your Office in Asia

If you wish to keep your administration efforts low, we invite you to use our company as "Your Office in Asia" and as your source for extensive and ongoing advice, guidance and management services. Upon request, we can handle not only your accounting requirements but also the entire administration of your local business, including the use of our office facilities for meetings. If required, we are capable of providing the commercial management of your subsidiary in all respects, enabling you to focus on production and distribution rather than on time-consuming administrative tasks, especially in the start-up period. As a matter of course, everything will be customised to your individual needs.

Development of Investment Concepts for Southeast Asia

We can advise you on investment and marketing opportunities, especially on taxation matters and market access opportunities. Due to our supra-regional structure, we are able to identify and recommend alternatives to the intended investment and to optimise the structures in terms of taxation, if advisable. In this context, we can also prepare market studies, project-related memoranda and expert opinions.

Counselling and Intermediation in Tax and Legal Business Matters

Our lawyers will advise you not only with regard to domestic and international business law but also with a view to international taxation issues. The commercial performance of your company is our top priority at all times.

Administrative Support, Supervision of Your Subsidiary and Compliance

We can handle the organisation of shareholder meetings, board meetings, applications for required licences, including work permits, import licences etc. and monitor the legal compliance of your local business with local and international laws so that you can focus on running your business.

Rendering of Tax Consultancy for Expatriates

We also provide tax planning and counselling for expatriates, including giving advice on possible tax optimisation.

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OUR SERVICES IN DETAIL

I. **LEGAL**

- National and International Contract and Commercial Law
- Drafting Standard Trade Terms and Conditions
- International Corporate Law
- Company Set Up, Mergers and Acquisitions, Shareholder Agreements, Joint Ventures, Licence and Distribution Agreements
- Labour Law Issues (National and International)
- Visa and Work Permits
- Protection of Intellectual Property Rights, including Patents and Trademarks
- Insolvency Law

II. **TAX**

- International Tax Law: Tax Advice and Tax Structuring of Projects, Agreements and Investments
- Domestic Tax Law: Corporate Income Tax, Personal Income Tax, Value Added Tax, Withholding Tax, Stamp Duty etc. in Thailand, Hong Kong, Vietnam and China
- German Tax Law: Corporate Income Tax, Personal Income Tax, Inheritance Tax etc.
- Tax Optimisation, Application and Planning for Fiscal Incentives and Tax Reductions and Promotions (e.g. Board of Investment)

III. **BUSINESS CONSULTING**

- Continuous Management and Support for your Projects
- Provision of Managing Directors
- Personal Representation of your Company
- Project Management and Reporting
- Provision of Cash Management and Payments, Accounting, Preparation of Financial Statements and Auditing Services
- Negotiations with Financial Institutions and Investors
- Localisation and Acquisition of Office Space and / or Production Facilities
- Recruiting of Personnel and Executives

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OUR LEAD PARTNERS

We will assign one advisor to you who will be fully informed about your project at all times. The following lead partners will be responsible for you and your company with regard to all legal, business and tax questions:

Michael Lorenz



German Attorney-at-Law
Registered Foreign Lawyer in Hong Kong and Vietnam

Michael Lorenz (born 1 October 1963 in Saarbrücken) studied Law and Economics in Freiburg, Taipei, Vienna and Paris. After graduating, he worked as the Head of the Legal Department of the German-Thai Chamber of Commerce in Thailand. In 1995, he founded the law firm Lorenz & Partners in Bangkok. From the beginning, the law office has focused not only on legal consulting, but also on providing specific management assistance to its clients.

As the first German speaking lawyer in Thailand, Michael Lorenz possesses broad experience in company and tax law as well as in the field of investment opportunities in the region. Michael Lorenz has been a Registered Foreign Lawyer in Hong Kong and Vietnam since 2006 and 2011 respectively.

Till Morstadt



German Attorney-at-Law
Registered Foreign Lawyer in Hong Kong and Vietnam

Till Morstadt (born 25 April 1968 in Offenburg) studied Law and Business Economics in Bayreuth, Lausanne and Münster. After graduating, he started working for one of the world's leading audit and consulting firms. During this time, he was seconded to European clients in Argentina for two years. Upon his return to Germany, he switched into the industrial sector. After two years in the head office of a German machine manufacturer, he took over the commercial management of their Thai subsidiary.

Till Morstadt has been an equity partner of Lorenz & Partners since April 2004 and a Registered Foreign Lawyer in Hong Kong and Vietnam since 2007 and 2011 respectively.

Lorenz & Partners

LIST OF REFERENCES

We believe the recommendation of clients is more expressive than extensive self-portrayal.
Therefore, we have listed some of our clients below for your reference:

Automotive

Brose Fahrzeugteile GmbH & Co. KG (since 2009)

- Mr. Stefan Noll, Head of Legal Department

KUKA Systems GmbH (since 2010)

- Mr. Paul Ambros, Executive Vice President / CFO

MAN Truck and Bus Asia Pacific Co., Ltd. (since 2005)

- Mr. Daniel Fischbeck, Head of Controlling & Accounting

Schuler Pressen GmbH (since 2010)

- Mr. Joachim Schommer, Commercial Director
Technology Field Service

Construction & Engineering

AZO GmbH & Co. KG (since 2012)

- Mr. Martin Bruemmer, CFO

BSH Home Appliances Ltd. (Thailand) (since 2011)

- Mr. Stefan Regel, Managing Director

Doosan Lentjes GmbH (since 2010)

- Mr. Thomas Wehrheim, Managing Director

Frigel Firenze S.p.A. (since 2011)

- Mr. Filippo Dorin, Managing Director

GEA Process Engineering (Thailand) Co., Ltd. (since 2012)

- Mr. Detlef Engler, Head of Financial Controlling

Hempel Special Metals (Asia) Ltd. (since 2007)

- Mr. Andrew Hempel, CEO

Herrenknecht AG (since 2002)

- Mr. Kurt Stiefel, CFO

Knapp AG (since 2011)

- Mrs. Birgit Schnitler, Head of Accounting

Krones AG (since 2003)

- Mr. Rainulf Diepold, Member of the Board

Leighton Asia Ltd. (since 2012)

- Mr. Ka Lun Ip, Financial Controlling

Liebherr Group (since 2001)

- Mr. Denis Zosso, Director

Minimax GmbH & Co. KG (since 2003)

- Mr. Helmut Wuebbenhorst, Regional Manager

Niedax GmbH (since 2013)

- Dr. Harald Werner, Vice President International Sales Asia Pacific

Putzmeister Holding GmbH (since 1997)

- Mr. Marc Petrescu, Head of Legal Department

Rheinmetall International Engineering GmbH (since 2013)

- Mr. Dirk Donges, Commercial Manager

Robert Bosch Ltd. (since 2011)

- Mr. Matthias Stamm, Director Operations

Schneider GmbH & Co. KG (since 2007)

- Mr. Wolfgang Fischer, CFO

Trelleborg Vibracoustic GmbH (since 2014)

- Mr. Andreas Schmidt, Head of Finance and Accounting

UHDE GmbH (since 2006)

- Mr. Stroesser, Head of Tax Department

Voith GmbH (since 2007)

- Ms. Christina Roth, Group Taxes

Voith Paper GmbH & Co. KG (since 2007)

- Mr. Hans Dieter Dangelmaier, Vice President

Voestalpine VAE GmbH (since 2014)

- Mr. Stefan Tomek, Head of Legal and Insurance

Windmoeller & Hoelscher KG (since 2006)

- Mr. Michael Fischer, Regional Director Asia Pacific

Wirtgen Beteiligungsgesellschaft mbH / Wirtgen Hong Kong Ltd. (since 2004)

- Mr. Rainer Otto, Managing Director

Logistics

Cargo Partners GmbH (since 2007)

- Mr. Michael Hietler, Head of Legal Department
- Mr. Thomas Hoefges, Managing Director

Dachser GmbH & Co. KG (since 2010)

- Mr. Rolf Mertins, Global Administration & Network Development

LESCHACO Group (since 2002)

- Mr. Oliver Oestreich, Member of the Board

M+R Forwarding (Thailand) Co., Ltd. (since 2013)

- Mr. Patrick Kuemerli, Commercial Manager

Panalpina World Transport (Holding) Ltd. (since 2004)

- Mr. Christoph Hess, Director

Transtar Int'l Freight Pty Ltd. (since 2010)

- Mr. Hank Meyer, Director

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LIST OF REFERENCES

Pharmaceutical & Chemicals

Aclires International Ltd. (since 2005)

- Prof. Robert Murphy, CEO

VAMED Engineering GmbH & Co. KG (since 2009)

- Dr. Martin Tremel, Regional Director Southeast Asia

Alternative Energy

Enercon GmbH (since 2012)

- Mr. Johannes Coordes, Head of Tax Department

GEO NET Umweltconsulting GmbH (since 2009)

- Mr. Peter Trute, CEO

Energiequelle GmbH (since 2009)

- Mr. Joachim Uecker, CEO

Voith Hydro (since 2007)

- Ms. Ying Yue, China Tax Director

Technical Consulting

Coop Himmelb(l)au GmbH (since 2008)

- Prof. Wolf D. Prix, Owner & Architect

Detecon International GmbH (since 2005)

- Dr. Klaus Hofmann, CEO

Dorsch Holding GmbH (since 2004)

- Mr. Olaf Hoffmann, Managing Director

- Mr. Juergen Supik, Regional Manager

Jos. Schneider Optische Werke GmbH (since 2007)

- Mr. Dirk Muschert, Director

Trading

Haefele GmbH & Co. KG (since 1997)

- Mr. Ulrich Haefele, Owner

- Mr. Volker Hellstern, CEO Thailand

Rocket Internet GmbH (since 2011)

- Mr. Oliver Samwer, Owner

OBI Bau- und Heimwerkermärkte GmbH & Co. KG (since 2007)

- Mr. Markus Vieler, CEO

Roxcel Handelsgesellschaft m.b.H. (since 2008)

- Mr. Helmut F. Gruber, Managing Director

Others

AJE Thai Co., Ltd. (since 2010)

- Mr. Carlos Ananos, Director

Alfred Kaercher GmbH & Co. KG (since 2011)

- Mr. Udo Pfizenmayer, Head Group Controlling

Anita Dr. Helbig GmbH (since 2006)

- Mr. Georg Weber-Unger, Owner

Breuning GmbH (since 2010)

- Mr. Marcus Breuning, Owner & CEO

Burkhardt & Bischoff GmbH & Co. KG (since 2008)

- Mr. Rolf Burkhardt, Owner

Diehl Defence Holding GmbH (since 2009)

- Mr. Ulrich Dirian, Head of Legal Department

Fischer International GmbH (since 2011)

- Mr. Martin Hengel, Head of Legal Department

Grohe AG (since 2010)

- Dr. Thomas Ziegler, Head of Legal Department

Saertex GmbH & Co. KG (since 2005)

- Dr. Helge Haberkern, Head of Sales Asia

Schawk UK Ltd. (since 2005)

- Mr. Robert Moore, Head of International Department

Tiffany & Co. (since 2014)

- Mr. Wayne Howard, Vice President of Manufacturing

Lorenz & Partners

LIST OF PUBLICATIONS

We offer numerous comprehensive brochures and newsletters on investment related legal matters to our clients, which contain information on legal, tax and commercial issues in Asia. Newsletters can be downloaded from our website www.lorenz-partners.com free of charge. Brochures are available upon request.

Some examples of our publications in German (GE) and/or English (EN) are listed below:

I. Books

- Das deutsche und chinesische Arbeitsrecht,
1st Edition, 2015, 311 pages
- Investment in Thailand: Das Rechts- und Steuerhandbuch für den Praktiker,
10th Edition, 2014, 334 pages
- Investment in Hongkong: Das Rechts- und Steuerhandbuch für den Praktiker
5th Edition, 2014, 243 pages
- Investment in China: Das Rechts- und Steuerhandbuch für den Praktiker
2nd Edition, 2014, 169 pages
- Investing in Vietnam: A practical guide to Investments in Vietnam
3rd Edition, 2012, 252 pages

II. International:

- What WTO Means to Your Business (EN)
- International Trade Terms (INCOTERMS) (EN)
- Demand Guarantees and Unfair Calling of Guarantees (EN)
- Personal Income Tax for Expatriates Working in Hong Kong, Germany and China (EN)
- Das UN-Kaufrecht (GE)
- Das Schiedsgerichtsverfahren (Arbitration) und die Vollstreckung von Schiedsgerichtsurteilen (GE)
- Forderungssicherung und -einziehung bei internationalen Geschäften (GE)
- Schadensersatz Hongkong/Thailand/Deutschland im Vergleich (GE)
- Besteuerung deutscher Kapitalgewinne bei beschränkter Steuerpflicht in Deutschland (GE)
- Doppelbesteuerungsabkommen Deutschland / Thailand / Hongkong (GE)

III. Thailand:

- Withholding Tax in Thailand (EN)
- Who requires a Foreign Business Operating License? (EN)
- How to Set up a Company in Thailand (EN, GE)
- Protection of Patents and Trademarks in Thailand (EN, GE)
- Steuerinformationen Deutschland/Thailand (GE)
- The Thai Labour Law (EN, GE)
- The Thai Civil and Commercial Code (EN, GE)
- Visa und Work Permit für Ausländer in Thailand (GE)
- Pflichten und Haftung von Direktoren einer thailändischen Unternehmung (GE)
- Transfer of Shares and Shareholder Book (EN)
- How To Secure Performances and Obligations under Contracts (EN, GE)
- Establishment of a Representative Office (EN, GE)

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LIST OF PUBLICATIONS

IV. Hong Kong/China:

- Profits Tax Liabilities for Hong Kong Business Onshore/Offshore Taxation (EN)
- Hong Kong/Thailand Double Taxation Agreement (EN)
- Setting-Up a Trust - Purpose & Legal Requirements (EN)
- Investments and Taxes in Hong Kong (EN, GE)
- Tax structuring in Labuan (Malaysia) and Hong Kong (EN, GE)
- Income Tax Liability for in Hong Kong Employed Persons Rendering Services Outside Hong Kong (EN, GE)
- Business in Asien: Produktion in China - Logistik und Finanzierung in Hongkong - Headquarters in Europa (GE)
- Investieren in China - Aber wo? In Peking, Shanghai, Chengdu oder im Perflussdelta? (GE)
- Errichtung einer Vertriebs- und Verkaufsgesellschaft in Hongkong (GE)
- Rechtliche Rahmenbedingungen für die Beschäftigung von Haushaltshilfen (Local Domestic Helpers / Maids) in Hongkong (GE)

V. Vietnam:

- Business and Investments in Vietnam (EN)
- Personal Income Tax in Vietnam (EN)
- Corporate Income Tax in Vietnam (EN)
- Value Added Tax in Vietnam (EN)
- Foreign Contractor Withholding Tax in Vietnam (EN)
- Work Permit for Foreigners employed in Vietnam (EN)
- Wind Energy in Vietnam (EN)



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