

2015 CHINA TOP 15 IN-HOUSE TEAMS

2015年中国十五佳公司法务团队

The complexity and importance of in-house legal work have become increasingly prominent given China's economic slowdown and the rising number of corporate disputes. ALB is pleased to see that a growing number of companies have shifted from the passive dispute-resolution model to proactive risk prevention. Amid the introduction of "Internet +", the push for "Rule of Law", and a capital market that is more active than ever, in-house teams not only need to be the "gatekeepers" to keep up with the times, but must also nourish their innovation capabilities.

It is against this backdrop that we present our annual ranking of China's 15 leading in-house teams. In October this year, ALB came up with the list based on nominations from companies, recommendations from law firms and interviews we conducted. All 15 teams are widely recognised in terms of work complexity, creativity and industry influence, and have been instrumental to the restructuring of their respective companies and industries as a whole.

ALB is proud to present the 2015 China Top 15 In-house Teams Ranking in alphabetical order:

随着中国整体经济放缓，争议诉讼频发，法务工作的复杂性和重要性越发凸显。我们惊喜地看到，越来越多的公司从被动争议解决到主动风险防范。在“互联网+”、“依法治国”以及资本市场空前活跃等大背景，法务工作除了做好“守门人”的角色外也更需要具有与时俱进的创新能力。

在此背景下，ALB的年度最佳法务团队榜单再次出炉。今年十月，我们通过一个月的信息收集和调研，通过公司申报、律所推荐、以及ALB采访的方式选举出了15支公司法务团队。这些团队的工作复杂程度、创新力以及对行业的影响力均受到了广泛的认可，在帮助公司和行业转型中扮演着不可或缺的角色。让我们恭喜这些获奖团队。

以下获奖名单按公司名称首字母顺序排列。

**METHODOLOGY**

This November, ALB invited hundreds of China-based enterprises' in-house teams to submit self-evaluation forms of their work and achievements in the past 12 months. Based on the received responses, the ALB research team then carefully selected the top 15 among them basis the following criteria:

- Involvement in and completion of significant transactions/projects; being a direct contributor to the company's growth or profit
- Arbitration/lawsuits won, and thus having saved the company from financial or reputational loss
- Innovative and in-depth involvement in the company's operations and promotion of compliance
- Efficiency and complexity of work based on the scale of the team
- Other accomplishments/activities (i.e. educational, pro bono, charitable, etc.)

评选方法

今年11月, ALB邀请了数百家在华企业的法务团队, 就过去一年来本团队的工作和成绩进行自评。根据收到的自评情况, ALB研究团队随后按照以下标准从中仔细甄选出十五佳团队:

- 参与及完成的重要交易/项目; 直接为公司的发展或利润做出贡献
- 赢得的仲裁/诉讼, 从而保护公司免遭财务或声誉损失
- 以创新方式深度参与公司运营, 促进合规水平提升
- 根据团队规模考察工作的多样性和复杂性
- 其他成绩(如在教育、公益法律服务、慈善事业等方面的成绩)

TOP 15 IN-HOUSE TEAMS IN CHINA**中国十五佳公司法务团队**

Winner Company 获奖公司	Legal Team size 法律团队人数	Headquarter Location 公司总部所在地
China Agri-Industries Holdings 中国粮油	10	Beijing 北京
CIMC 中集集团	7	Shenzhen 深圳
DSM (CHINA) 帝斯曼中国	8	Shanghai 上海
eBay Inc 亿贝网络	7	Shanghai 上海
Focus Media 分众传媒	12	Shanghai 上海
Fosun International 复星国际	22	Shanghai 上海
GLP 普洛斯投资管理(中国)有限公司	12	Shanghai 上海
Innovation Works 创新工场	4	Shanghai 上海
Lu.com 陆金所	13	Shanghai 上海
Morgan Stanley 摩根士丹利	28	Shanghai 上海
NetEase 网易	67	Shanghai 上海
Qihoo 360 奇虎360	42	Beijing 北京
Unilever China 联合利华	16	Shanghai 上海
VIPshop 唯品会(中国)	21	Guangzhou 广州
Youku Tudou 合一集团(原优酷土豆集团)	90	Beijing 北京

*Note: For multinational companies, "headquarters" refers to the location of their China headquarters.

*注: 跨国公司的“总部”是指其中国总部所在地。

ALB is proud to present the 2014 China Top 15 In-House Team Ranking results (in alphabetical order) as mentioned below:
 ALB非常荣幸地宣布以下十五佳公司法务团队的名单，按英文名称字母顺序排序。

CHINA AGRI-INDUSTRIES HOLDINGS LIMITED (CHINA AGRI)

Chief Legal Officer: Cathy Liu

Size of the legal team: 10

China Agri's legal affairs department has achieved progress in terms of major project negotiations and contract preparation, international arbitration relating to import payments, EU anti-dumping investigation and overseas legal compliance. The team oversaw negotiations on major projects for companies under the China National Cereals, Oils and Foodstuffs Corporation (COFCO Group), with the combined contract value exceeding RMB 2 billion. It helped COFCO Group win an arbitration case in London against the Grain and Feed Trade Association (GAFTA) that involves disputes over import payments and interest exceeding RMB 100 million, succeeding in dismissing GAFTA's counterclaim for over RMB 200 million. It also emerged as the successful party during the sunset review of the EU anti-dumping case concerning COFCO Group companies. In addition, the team conducted compliance training, proposed solutions and carried out internal inspections regarding overall compliance with foreign laws by COFCO Group following its acquisition of Noble Agri and Nidera.

According to Chief Legal Officer Cathy Liu, the team's success lies in its ability to "provide professional and efficient legal services revolving around the company's business development; win the recognition of the company's business units and management by fully demonstrating the team's professional value; and help each team member comprehensively enhance their expertise and allow them greater scope for personal development."



中国粮油控股有限公司

总法律顾问: 刘勇

法律团队人数: 10人

今年中国粮油法律部在大型项目谈判及合同起草、进口货款国际仲裁、欧盟反倾销案、海外合规问题等方面取得了进展：如负责中粮集团下属公司的大型项目谈判，签订合同金额超过20亿；在中粮集团诉瑞士一家公司进口货款及利息纠纷超过1亿元人民币英国伦敦Gafta仲裁案中胜诉并成功驳回对方反请求超过2亿元人民币；在中粮集团下属公司欧盟反倾销案日落复审中成功；对中粮集团收购Noble Agri和Nidera之后涉及中粮集团整体海外合规问题开展合规培训，提出解决方案，并负责内部检查等。总法律顾问刘勇认为“紧密结合公司业务发展，提供专业高效法律服务；充分体现法律团队的专业价值，获得公司业务团队和领导层的高度认可；同时帮助每位团队成员全面提升专业能力并不断获得成长空间”是公司法律团队成功的秘诀。

CHINA INTERNATIONAL MARINE CONTAINERS (GROUP) LTD. (CIMC)

Chief Legal Officer: Wang Yu

Size of the legal team: 7

Ever since its inception, CIMC's legal affairs department has provided continuous support for a broad array of operations, ranging from infringement litigation, patent and contract disputes to anti-dumping and countervailing appeals and major M&As at home and abroad. Under the department's leadership in 2015, a series of contractual disputes over semi-submersible platform construction between CIMC subsidiary CIMC Raffles and Brazil-based Schahin Holding was settled and all claims totaling RMB 1.7 billion were recovered. The in-house also team won a favourable outcome in its appeal against the anti-dumping and countervailing case brought by American company Stoughton Trailers concerning the 53-foot containers exported to the U.S. by CIMC and other companies, making it one of the very few successes scored by Chinese companies in handling U.S. trade conflicts.

In addition to legal work, the team took the lead in launching the "CIMC Run for Fun" campaign,

中国国际海运集装箱 (集团) 股份有限公司

总法律顾问: 王宇

法律团队人数: 7人

自中集集团法律事务部成立以来，为集团侵权诉讼维权、专利纠纷、合同纠纷、反倾销、反补贴申诉案、集团境内外大型并购项目等不断提供法律支持。今年在法律事务部主导下，中集来福士及其下属公司与巴西Schahin Holding S.A. 集团子公司建造半潜平台合同纠纷系列案成功结案，顺利收回全部索赔款项共计约17亿人民币。同时，对2014年美国企业Stoughton Trailers就中集



which brought together employees to join marathons in different cities to champion a healthy lifestyle. According to Wang Yu, the department's general manager, the secret to building a successful in-house team is to tap into its members' enthusiasm and potential based on a thorough understanding of their personality traits.



集团等出口到美国的53尺集装箱提出反倾销、反补贴申诉成功，这是中国企业为数不多的应对美国贸易摩擦成功的案例。在工作之外法律事务部还牵头成立了中集“CIMC无跑不欢”团队，组织多人参加各地马拉松活动，倡导健康生活理念。法律事务部总经理王宇认为建立一个成功的公司法律团队的秘诀是根据团队成员特点，激发他们对法律工作的热情和潜力。

DSM (CHINA) LTD.

Chief Legal Officer: Catherine Wang

Size of the legal team: 8

DSM China's in-house team provides a full suite of legal support for the company's more than 30 legal entities. Apart from routine services, the team has achieved impressive results in M&A, joint ventures, capital expenditures and dispute resolution. It completed the acquisition of 100% equity in a leading Chinese Vitamin C manufacturer and provided legal support for subsequent business integration as well as assisted in a joint-venture project with another leading China-listed company. It also executed deal documents and cleared antitrust reviews in multiple countries, supported a large number of greenfield projects worth hundreds of millions of yuan, and was involved in negotiations with local governments. In addition, it initiated legal and arbitral proceedings against infringements on the company's intellectual property rights (IPR) or legitimate rights and interests in China.

The team attaches great importance to building a sound compliance system and improving the legal awareness of all staff, and has provided 39 legal training sessions for approximately 900 employees. As its General Counsel Catherine Wang puts it, an outstanding in-house team capable of effectively safeguarding the company's business can be built only if "all members collaborate with each other and aspire to achieve win-win results."



帝斯曼 (中国) 有限公司

总法律顾问: 王雪珍

法律团队人数: 8人

帝斯曼中国法务团队为公司30多家法律实体提供全方位的法律支持。除日常法律服务外，今年团队在并购项目、合资项目、资本性支出项目及争议解决等领域取得了不俗成绩：完成对一家中国领先的维生素C生产企业全部股权收购的交割，并为后续整合提供法律支持；支持与另一家中国领先的上市公司的合资项目，完成交易文件签署并通过了多个国家的反垄断审批；支持多个耗资数亿元人民币的绿地项目，全面参与与当地政府的谈判事宜；在中国境内启动多项保护自身知识产权及合法权益的诉讼与仲裁。法务团队特别注重健全公司的合规体系与提高员工的法律意识，在今年为公司约900人次提供了39场法律课堂培训。总法律顾问王雪珍认为“法务团队团结协作、共存共赢”才能构建一个为公司业务保驾护航的优秀法务团队。

EBAY INFORMATION CO., LTD.

Chief Legal Officer: Zhai Qing

Size of the legal team: 7

In recent years, eBay Greater China's legal affairs department has committed itself to supporting the company in developing its e-commerce business and assisting cross-border e-commerce companies in using eBay to sell to overseas buyers in compliance with the law. It has been actively involved in workflow design to avoid legal risks in areas where specific laws don't exist or where the laws of different countries are in conflict. It played a role in the launch of International ePacket service together with China Post and other leading global logistics service providers and the development of strategic partnerships with Ping An Bank and other financial institutions by leveraging Big Data to resolve funding difficulties confronting cross-border e-commerce firms. In addition, it was involved in the introduction of the first-ever insurance product designed for cross-border e-commerce businesses jointly underwritten by the People's Insurance Company of China (PICC) and China Pacific Insurance Group (CPIC) with online insurance service suppliers. The department also provided support to ensure legal compliance and corporate governance in Greater China (GC) for other strategic equity investments, joint venture operations and foreign-invested e-commerce businesses in GC, and has won all the lawsuits filed in GC.

The department has always devoted itself to strategically developing customised solutions to ensure eBay Greater China's healthy and sustainable growth. said King Dee, the company's general counsel, adding that this key to creating a high-performing in-house team.



亿贝网络

总法律顾问: 翟青

法律团队人数: 7人

亿贝大中华区法务部近年来致力于支持公司在大中华区开拓跨境电子商务业务，协助跨境电商以合法合规的方式通过eBay向海外买家销售。在现行法律法规尚不明确或多国法律冲突之处参与业务流程设计、规避法律风险，实现：与中国邮政及国际知名物流服务商推出国际e邮宝等服务；与平安银行等金融服务机构达成战略合作，借用大数据模型帮助跨境电商解决资金问题；与在线保险服务商合作推出由中国人保、太平洋保险等承保的首个跨境电商保险产品。法务部还支持公司大中华区其他战略性股权投资、合资企业运营、外资电子商务在中国的合规及公司治理结构问题，赢得所有在华诉讼。大中华区总法律顾问翟青认为，亿贝大中华区法务部门始终追求以战略高度，为公司的健康和可持续发展提供量身定做的解决方案是建立高效团队的秘诀。

FOCUS MEDIA TECHNOLOGY (SHANGHAI) CO., LTD.

Chief Legal Officer: Cai Weili (Hailu)

Size of the legal team: 12

Focus Media's legal affairs team delivers a comprehensive range of legal services for various corporate operations, including privatisation and delisting from the U.S. to red-chip restructuring, equity restructuring, VIE structure dismantling and listed company reorganisation. This year, it provided advised the company in activities including stock listing, M&As, investments, joint ventures, contract reviews, litigation, arbitration, IPR protection and routine business operations. The success of the team is attributable to its long-term adherence to the three underpinning principles of "responsibility, reliability and professionalism", said Chai Weili, Focus Media's chief legal officer.

分众多媒体技术 (上海) 有限公司

总法律顾问: 蔡维莉 (海路)

法律团队人数: 12人

分众传媒法务部自创立至今，在美国私有化退市、红筹结构重组、股权结构调整、VIE结构拆除、上市公司重组等所有环节为公司提供了全方位的法律服务。在过去一年中，法务部在上市事务、公司并购、投资、合资项目、合同审核事务、诉讼、仲裁事务、知识产权维护及公司日常事务方面为分众传媒提供了专业法律支持。法务部能够取得今天的业绩，来源于部门长期坚持的“responsible, reliable, professional (负责、可靠、专业)”三个原则。

帝斯曼 (中国) 有限公司 DSM (CHINA) CO., LTD



■ 王雪珍, 总法律顾问
Catherine Wang,
General Counsel

帝斯曼法务团队: 为社会提供正能量

作为一个以科技为立足之本的公司, 在不断提高创新能力、享受创新所带来的成果时, 其法务团队也同样面临着同创新相关的重重法律问题。为此, 我们专访了帝斯曼法务团队的总法律顾问王雪珍女士。

Q: 近年来法务团队做过的印象最为深刻的项目是什么?

A: 我印象最深刻的是今年上半年刚结束的收购江苏江山制药有限公司的项目, 法律部对于这一项目的支持是全方位的, 在收购过程中, 很大程度上涉及到重大资产业务的重新转移。同时正好碰到中国《外商投资产业指导目录》的更新和两地(香港和内地)同时交易, 因而在交易过程中出现了很多难以预估的问题, 双方的谈判和协议起草也非常复杂, 所以法律部在整个支持过程中确实花了很多精力。

Q: 作为一个以科技为立足之本的公司, 法务团队面临着哪些比较特殊的法律问题?

A: 帝斯曼是从一个煤炭公司到化工企业, 经历100多年, 逐步转型, 成为以生命科学和材料科学为主的公司, 因此科技创新在公司转型和发展中扮演了非常重要的角色, 当然也给包括法律部在内的支持团队带来了许多挑战。法律部不仅面临着法律知识的更新, 同时也需要学习业务知识, 以便更好地服务业务。我们随时参加业务会议, 同时也会定期同外部律师进行沟通, 结合公司业务的发展, 关注相关法律的要求和更新, 及时提高法律部人员的专业知识。当然我们团队自身也会不断追求成长, 每隔两三个月同事们之间会一起坐下来交流分享实战经验。此外总结出一整套标准流程。

Q: 帝斯曼今年在中国境内启动了知识产权侵权的诉讼程序, 请问贵公司法务团队的初衷是什么?

A: 随着中国政府越来越重视对知识产权的保护, 中国每年在全球的专利申请也是遥遥领先的, 我们希望能够配合中国政府所提倡的中国本土企业自主创新、提高对于自主创新领域以及知识产权保护。对于帝斯曼来说, 我们的知识产权为产品带来了生命力和创造力, 虽然我们也知道为保护知识产权进行诉讼或仲裁会花费很高的成本, 但就一个负责的公司来看, 我们希望能够通过创新来提高人们的生活水平、减少对环境的影响、为社会提供正能量。

DSM IN-HOUSE TEAM: GENERATING POSITIVE ENERGY FOR PUBLIC GOOD

While DSM, as a technology-oriented company, constantly ups the game of innovation and enjoys the fruits of innovation, its in-house team also faces numerous legal challenges related to innovation. ALB sits down with Catherine Wang, General Counsel of DSM's in-house team, to learn about intellectual property protection and other issues that have been drawing DSM's attention in recent years.

Q: What is the most impressive project that the legal team has done in recent years?

A: What has impressed me most is the project involving the purchase of Jiangsu Jiangshan Pharmaceutical Co. Ltd. which was closed in the first half of 2015. The legal department provided full support to this project. The purchase involved, first and foremost, the rearrangement of significant assets. In the course of the transaction, the Catalogue of Industries for Guidance of Foreign Investment of China was updated, many unpredicted issues arose in connection with the transaction, making the negotiation between the parties concerned and the drafting of the agreement extremely complicated. So to say, the legal department made a lot of efforts in supporting the transaction.

Q: What are the special legal issues confronting the legal department in serving this science and technology based company?

A: DSM is a company active in the areas of life science and materials science. It is the result of a century-long gradual transformation of the company from a coal producer to a chemical company. Therefore, scientific and technological innovation has been playing an important role in the transformation and development of the company and, at the same time, posing many challenges to the supporting teams including the legal department. This requires the legal team to always keep abreast with relevant laws as well as business development in order to better serve business operations of the company. We conduct communication with external lawyers on regular basis, pay attention to the requirements and changes in relevant laws in light of the business development of the company, improve the professional knowledge of the personnel of the legal department in a timely manner. Of course, our legal team itself is constantly in pursuit of growth and development and holds meetings for sharing practical experiences every two or three months. Drawing on past experiences, the legal department has worked out some standard procedures for daily legal services.

Q: DSM initiated the legal proceeding involving intellectual property infringement within China in 2015. What is the initial intent of the legal department to institute the lawsuit?

A: Accordingly, many measures are taken to protect the results gained in research and developments. Thanks to increasing emphasis placed on intellectual property protection by the Chinese government, China is taking the lead in patent applications globally every year. We hope to cooperate with the Chinese government in promotion of independent innovation by local enterprises of China and improvement of the protection of independent innovation and intellectual property right. So far as DSM is concerned, its intellectual property makes its products vital and creative. We know that the lawsuit or arbitration regarding intellectual property protection is costly. We think it is worthwhile for DSM as a responsible company. We hope that innovation will help to improve the living standard of people, reduce the adverse influence on environment and generate positive influence on the society.



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FOSUN INTERNATIONAL LIMITED

Chief Legal Officer: Xu Yao

Size of the legal team: 22

Members of Fosun International's in-house team come from the most prestigious law schools across the world, such as Harvard University, Cambridge University and New York University. They are qualified to practice in China, U.S., Hong Kong, Australia and several other countries and regions, and have a working knowledge of several languages including Chinese, English, French and Portuguese. In 2015, the team provided professional legal support for Fosun's acquisition of U.S. insurance companies Ironshore and Meadowbrook, Canadian entertainment company Cirque du Soleil, U.K. stroller brand Silver Cross, Israeli insurer Phoenix Holdings and German banks Hauck & Aufhaeuser Privatbankiers and BHF Kleinwort Benson.

The department has also won numerous international awards including "Best Asian In-house Team of the Year" and "Innovative Asian In-house Team", and its general counsel, Xu Yao, was included in ALB China's 2015 list of "Top General Counsel". Talking about his team-building philosophy, Xu said, "I keep asking myself, "Who I would choose if I need to set up a team for a lengthy, difficult and challenging journey? How should I treat my team members? What would I ask them to do?"

复星国际有限公司

总法律顾问: 许焱

法律团队人数: 22人

复星国际法律事务团队律师毕业于哈佛、剑桥、纽约大学等世界顶级法学院，拥有中国、美国、香港、澳洲等国家与地区的执业资格，工作语言涵盖中文、英文、法语、葡萄牙语等。今年法律事务团队在复星收购美国Ironshore保险公司、美国Meadowbrook保险公司、加拿大太阳马戏团Cirque du Soleil、英国婴儿车品牌Silver Cross、以色列Phoenix Holdings保险公司、德国H&A银行和BHF KB银行项目时，为其提供了专业的法律支持。国际法律事务部曾荣获“亚洲年度最佳公司法务团队”，“亚洲创新法务团队”等国际奖项。总法律顾问许焱被评为“ALB中国最佳总法律顾问”。他建设团队的理念是“一直告诉自己，假设你需要一个团队一起去进行一个漫长而充满艰辛与挑战的旅程，你会选择谁，在这个旅程里你需要怎么对待你团队的成员，你需要团队的每一个成员做什么。”

GLOBAL LOGISTIC PROPERTIES INVESTMENT MANAGEMENT (CHINA) CO., LTD. (GLP)

Chief Legal Officer: Zeng Jun

Size of the legal team: 12

Since its establishment in 2005, the in-house team has been assisted in GLP's IPO on the Singapore Exchange, set up the RMB 18 billion China (Logistics) Development Fund together with multiple sovereign investors, and involved in a joint venture with a Chinese investor consortium led by Hopu Fund. Apart from handling legal issues encountered by the company in routine business operations, the team also provided support in the joint inauguration of a RMB 42 billion China (Logistics) Development Fund with a number of sovereign investors as well as its strategic investment in CMST Development, a listed company in China, making GLP the second largest shareholder. In addition, it handled legal matters for various new projects and transactions and filed six anti-monopoly review cases with the Chinese Ministry of Commerce.

According to GLP General Counsel Zeng Jun, building an excellent in-house team means enabling every member to behave professionally and gain an accurate understanding of the company's mission and culture, making them fully committed to facilitating and safeguarding corporate development, and taking bold action through effective teamwork and a strong sense of responsibility.

普洛斯投资管理（中国）有限公司

总法律顾问: 曾军

法律团队人数: 12人

法务团队自2005年建立以来，协助普洛斯公司在新加坡证券交易所IPO上市，并协助公司与多家主权投资者共同设立了180亿人民币的中国（物流）发展基金，同厚朴基金所领导的中国投资者财团设立合资公司等。今年除了协助公司处理日常运营中的法律问题外，法务团队还协助了普洛斯公司同多家主权投资者设立420亿人民币的中国（物流）发展基金；协助公司成为战略投资者，投资中国上市公司中储发展股份有限公司，并成为其第二大股东；处理公司各类新项目 and 交易；申报了6起商务部反垄断项目。中国区总法律顾问曾军表示，让每个成员清晰地理解公司的目标和文化，以专业为本，以促进公司的发展为己任，充分发挥团队合作精神，敢于担当，积极高效为公司发展保驾护航，才能构建一个优秀的法务团队。



INNOVATION WORKS CO., LTD.

Chief Legal Officer: Lin Ying

Size of the legal team: 4

Apart from compliance management involved in two RMB funds and three USD funds, legal matters related to the investment, follow-up financing and exit of invested companies, Innovation Works' in-house team is also responsible for providing startups with tremendous legal support. In 2015, the team handled assisted in the investment and financing for a number of startups including video content developer MEWE Media and digital platform YYeTs.com as well as completed legal matters for follow-up financing of Q&A site Zhihu, Rage Comics and several other previously invested companies. In addition, it helped Innovation Works successfully exit its investment at high premiums from startups such as web security Anquanbao.com, original comics and animation platform U17.com and mobile app developer Tongbu HD. The team also took part in deal structure design during the dismantling of red-chip structures by close to ten project companies and reviewed relevant legal documents.

Lin Ying, the company's chief legal officer, believes that the key to a successful in-house team operation is to let the group work in a way that resembles the flow of water. Like the old adage, "still waters run deep", legal management should penetrate every aspect of corporate operations through effective work allocation to facilitate effective risk prevention and control. The team also needs to work cohesively towards agreed-upon goals to achieve synergies as well as set up reasonable work mechanisms and processes, such as performance appraisals, incentive schemes, and training and knowledge-sharing platforms, so that relevant work progresses smoothly without blockage or flooding while allowing for the personal growth of team members.



创新工场有限公司

总法律顾问: 林莹

法律团队人数: 4人

法务部除负责创新工场两支人民币基金和三支美元基金法律事务的合规管理,完成对所投资项目公司的投资、后续融资、退出所涉及的法律事务外,还为创业者提供大量法律服务。今年法务部完成投资米未传媒、人人影视等几十家项目公司的投融资法律事务;完成知乎、暴走漫画等几十家已投资项目公司后续融资的法律事务;成功实现安全宝、有妖气、同步推等项目的高溢价退出;在近十家项目公司拆除红筹架构过程中参与交易架构的设计并审阅相关法律文件。总法务官林莹认为成功的公司法律团队的关键在于让团队像水一样工作:静水流深,做好布局,让法律管理渗入公司运营的每个角落,才能有效把控风险;一江春水向东流,团队目标坚定、方向一致才有大力量;修整好河道,对团队设置合理的工作机制和流程、考核和激励制度、培训分享机制,像流水一样不淤不堵不泛滥,前行的过程中有规则有动力有成长。



中倫律師事務所
ZHONG LUN LAW FIRM
中国领先的综合性律师事务所

中倫律師事務所創立於1993年,是中國規模最大的綜合性律師事務所之一。中倫擁有220多名合夥人和1000多名專業人員,在北京、上海、深圳、廣州、武漢、成都、重慶、青島、東京、香港、倫敦和紐約設有辦公室。專業的服務團隊以及與境外知名律師事務所長期的合作關係,確保中倫可以為客戶在中國境內外的投資及商務活動提供有力的法律支持。

中倫及中倫律師經常得到錢伯斯(Chambers & Partners)、英國律師雜誌(The Lawyer)、中國法律商務(China Law & Practice)、亞洲法律雜誌(Asian Legal Business)、國際金融法律評論(International Financial Law Review)等著名法律媒體的推薦。

Founded in 1993, Zhong Lun Law Firm is a leading full service law firm, with over 220 partners and more than 1000 professionals strategically located in mainland China in the leading economic centers of Beijing, Shanghai, Shenzhen, Guangzhou, Wuhan, Chengdu, Chongqing, Qingdao, as well as Hong Kong and internationally in Tokyo, London and New York. Zhong Lun professionals work in dedicated teams committed to their specialized practice areas and are able to tap a wide range of expertise across practice groups through close cooperation and cross-team interaction within the firm. Zhong Lun provides high-quality, efficient and practical legal advice on complex business transactions in China, and its outstanding work has achieved broad recognition.

Zhong Lun's practice groups and lawyers are frequently cited and recommended in their respective markets by distinguished legal media groups such as Chambers & Partners, The Lawyer, China Law & Practice, Asian Legal Business, International Financial Law Review and others.

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SHANGHAI LUJIAZUI INTERNATIONAL FINANCIAL ASSET EXCHANGE CO., LTD.

Chief Legal Officer: He Songqi

Size of the legal team: 13

The legal affairs department has dedicated itself to helping Lufax in the constant innovation of the company's Internet finance products as well as its strategic transformation. In the past four years, the team developed an internal legal compliance management system as a safeguard for Lufax's innovation-driven development and oversaw compliance concerning various products and services through legal research on Internet finance businesses. It also pioneered practical explorations regarding the legal validity of electronic contracts and evidence in the context of P2P business through the resolution of P2P lending disputes. This year, in line with Lufax's development strategy, the team assisted the company's external financing and corporate governance building, laying a solid foundation for its future development.

According to He Songqi, the department's general manager, "professionalism and teamwork" are the essential qualities of any excellent in-house legal team. Professionalism allows for and facilitates innovation, while teamwork is necessary in improving productivity, allowing each member to make a meaningful contribution to the company.



上海陆家嘴国际金融资产交易 市场股份有限公司

法律合规部总经理: 何松琦

法律团队人数: 13人

法律合规部自成立以来, 致力于助力陆金所在互联网金融方面不断创新。近四年来法律合规部搭建了陆金所法律合规管理体系, 为公司创新发展提供保障; 通过开展互联网金融创新业务的法律研究, 确保公司的各项产品、服务合法合规, 协助公司完成战略升级。在P2P业务的司法实践领域, 通过P2P借款纠纷的争议解决处理, 在P2P业务领域内的电子合同及电子证据的法律效力等方面进行了行业内领先的司法实践探索。为配合陆金所的发展战略, 今年法律合规部为对外融资和公司治理建设提供法律服务, 为下一步发展打下基础。法律合规部总经理何松琦表示, "专业素养和协作精神" 是优秀法律团队的必备要素; 专业是创新的基础, 使创新更简单; 协作是发挥团队战斗力的利器, 为互联网金融的发展贡献自己的一份力量。

MORGAN STANLEY BANK INTERNATIONAL (CHINA) LIMITED

Chief Legal Officer: Brett Graham

Size of the legal team: 28

Morgan Stanley China's in-house legal team has provided the bank's management and various business units with a full range of legal support covering institutional securities investment, wealth management, investment management, merchant bank strategy planning and business operations. It has also played an important role in enhancing shareholder relations among Morgan Stanley's joint ventures in China and in advising the Chinese government on institutional reforms for financial services. Despite challenging economic situations this year, the in-house team still managed to perform well in M&As as well as stock and bond issuances in China and abroad. As of October 2015, Morgan Stanley was ranked first in terms of announced M&A deals in China, Hong Kong stock issuance (Bloomberg) and bond is-

摩根士丹利

总法律顾问: Brett Graham (亚太区总法律顾问)

法律团队人数: 28人

自成立以来摩根士丹利中国法务团队在机构证券、财富管理、投资管理、商人银行的战略方向和业务方面, 为公司的业务团队及摩根士丹利中国区管理层提供了全方位的法律支持, 同时为公司在中国的各合资公司业务中增进股东关系及协助中国政府在金融服务领域的制度改革方面肩负了重要角色。尽管今年面临着严峻的经济形势, 中国法务团队仍在并购业务、境内及境外市场的股票和债券发行业务方面展现



suance among all Sino-foreign joint-venture securities companies in China.

According to Brett Graham, general counsel of Morgan Stanley Asia Pacific, the secret to building an excellent in-house team lies in its ability to embrace the company's core values: putting clients first, doing the right thing, leading with exceptional ideas and giving back.



了实力。截至今年10月，公司在已宣布的2015年中国并购业务、Bloomberg香港股票发行方面、及所有在中国合资证券公司中债券发行业务排名第一。总法律顾问认为：优秀法律团队的关键在于充分坚守公司的核心价值，即：客户至上、做正确的事、以卓越创意领跑行业和回馈社会。

LU.陆金所 值得信赖的投资理财平台!

上海陆家嘴国际金融资产交易市场股份有限公司（陆金所），在上海市政府的支持下，于2011年9月在上海注册成立，注册资金8.37亿元人民币。

陆金所将结合金融全球化发展与信息技术创新手段，以健全的风险管控体系为基础，为广大机构、企业与合格投资者等提供专业、高效、安全的综合性金融资产交易相关服务及投融资顾问服务，致力于通过优质服务及不断的交易品种与交易组织模式创新，提升交

易效率，优化金融资产配置，成为中国领先并具有重要国际影响力的金融资产交易信息服务平台。

结合全球金融发展与互联网技术，陆金所通过风险管理领域的多年实践经验和互联网领域的高端人才积累，为资产提供者和投资者创建一个中国领先的开放、便捷、安全的投融资平台，为个人财富增值、为中小企业提供融资服务、为机构金融资产创造流动性，增加资金效益。

NETEASE INFORMATION TECHNOLOGY (BEIJING) CO., LTD.

Chief Legal Officer: Liu Dandan

Size of the legal team: 67

This year, NetEase's in-house team mainly focused on improving and implementing an internal control system, doing legal studies related to new business and product models, conducting legal counseling and training, preparing legal documents for listed companies and advising on IPR protection. It also drafted and reviewed contracts and legal documents for the strategic cooperation agreement signed between NetEase and Tencent on music licensing as well as strategic cooperation and endorsement deals that the company inked with the National Swimming Team and competitive swimmer Ning Zetao. In addition, the team handed complaints and consumer disputes, civil litigation and enforcement, as well as criminal crackdown against copyright infringements such as a series of unprecedented lawsuits filed against infringements on Heartstone, Meng Huan Xi You and World of Warcraft.

According to Liu Dandan, the company's its general counsel, a good in-house team should "keep abreast with latest industry developments, pay close attention to business development needs, and comprehensively and efficiently meet corporate development targets at various stages with visionary thinking." It should also "consist of highly qualified and professional corporate legal talents selected through healthy competition who are enterprising and never give up easily."



网之易信息技术(北京)有限公司

总法律顾问: 刘单单

法律团队人数: 67人

今年法务团队主要完成了公司内控制度的完善及执行；新业务及新产品模式的法律调查研究；法律问题咨询、培训；上市公司法律文件准备；知识产权保护；合同及法律文件的起草及审阅，如网易与腾讯就音乐授权达成的战略合作协议，网易与国家游泳队、宁泽涛达成的战略合作及形象代言协议等；投诉及维权的处理；以及针对侵权行为的民事诉讼、执行及刑事打击等，如对侵犯《炉石传说》、《梦幻西游》、《魔兽世界》等产品权益开展的一系列中国境内首例、新类型开创性案件。总法律顾问刘单单认为优秀法务团队需“熟悉、把握行业发展动态；倾听业务需求，全方位、前瞻性、高效服务公司各阶段战略发展目标；配备高素质、专业、良性竞争循环的企业法务人员；具备坚持到底、永不言弃的拼搏精神”。

BEIJING QIHOO 360 TECHNOLOGY CO., LTD.

Chief Legal Officer: Fu Tong

Size of the legal team: 42

Legal compliance management is of particular importance to Qihoo 360, and the company has set up dedicated units or departments to handle listing legal affairs, general legal affairs, IP concerns and research, listing compliance, business contracts, M&As, licensing, risk control and management, arbitration and litigation, trademarks as well as patents and copyrights. It also has a specific group in charge of industry and legal research, that works with institutions of higher learning.

Qihoo has been involved in a total of 525 lawsuits in the past five years, and the company has won 377 of them, including a number of high-profile cases represented by the business goodwill



北京奇虎360科技有限公司

总法律顾问: 傅彤

法律团队人数: 42

360公司重视法务建设，形成上市法律部、综合法务部、知识产权部、研究中心。业务涵盖上市合规、业务合同、并购；牌照资质、风控管理、仲裁诉讼；商标、专利、著作权；产业研究、法律研究、院校合作等。近5年360参与诉讼525件，胜诉377件，获得以360诉每经侵害商誉案为代表的系列重大案件胜诉。申请专利近6000件，荣获中国首件GUI外观专利，连续三届摘得中国专利奖，获得中国发明专利申请企业十强。与北大、人大、公安大等20多所知名院校、机构建立了合作关系，并支持出版了一系列网络安全及互联网金融书刊。360总法律顾问傅彤表示，建设一支优秀的法务

联合利华 UNILEVER CHINA



张颖，
副总裁兼北亚区总法律顾问

张颖：优秀法务团队需具备共同的理念和价值观

随着市场经济的不断发展和法制体系的逐步完善，企业法务管理进入了快速发展的阶段，也不断在企业经营中发挥着越来越重要的作用。就如何在一个涉及业务广泛的公司里管理一支高效的法务团队，我们专访了联合利华北亚区副总裁兼总法律顾问张颖女士。

Q：您认为一个优秀的法务团队应发挥什么样的作用？

A：一个优秀的法务团队的成员应该有共同的理念和价值观，这样才能确保团队目标和方向是大家所共同认可并愿意付诸行动的。团队的领导者应该在团队的组成过程中引入或培养符合这一理念和价值观的人才。在联合利华的北亚法务团队里，我们的成员来自中国不同区域，还有来自日本和台湾的员工，虽然文化、教育背景不同，但我们在工作中结合联合利华的企业文化和价值观，逐步形成了共同的理念和价值观，这是组成一个优秀团队的基础。

从业务能力方面来说，一个优秀的法务团队应深入了解公司运行特点，于问题发生之前发现隐患、预判问题、解决问题；而对于已发生的问题，能够针对性地制定长远的解决方案，这样才能有效地促进企业的运作和业务模式持续稳定地进行。

Q：联合利华旗下拥有多个品牌，涉及业务众多，法务团队是如何高效全面地为公司提供法律服务的？

A：举例中国而言，联合利华目前在中国的品牌涉及18个品牌，分布于个人护理、家庭护理、食品、饮食策划和净水器等五个业务板块，所涉及的法律众多：如《广告法》、《食品安全法》、《反不正当竞争法》、《消费者权益保护法》、《反垄断法》、《合同法》及上述法律的配套法规、各类产品标签标示规定、产品注册及进出口法规，此外商标、专利和著作权等知识产权在产品新品启动、广告宣传和市场活动中也是必不可少的考虑因素。这对我们法务团队的专业能力、综合素质提出了很高的要求和挑战。为了能够更好的应对挑战，我们通过以下几方面的工作来支持业务部门的工作：

1. 依据以往工作经验和法律法规要求，协调技术法规和质量部门编制了《联合利华中国合规手册》，向全体员工发放，以方便员工能在日常工作中参照遵守；
2. 培养团队成员的全面能力，除了购买大量外部培训资源外，我们每周举行周会，中国大陆、中国台湾和日本的法务团队都会参加，团队成员在会上交流工作中发现的共性问题，讨论合理解决方案；

3. 积极参与业务部门的各项业务决策的制定和讨论，了解业务部门的实际需求和市场状况；
4. 每月编制Legal Newsletter发送给业务部门，同时定期对业务部门进行竞争法、广告法、反商业贿赂和商标/著作权等合规培训；
5. 在日常工作中，追求对业务部门需求的及时响应，简单的法律问题基本做到当天答复，复杂问题做到一周内答复；
6. 与业务部门建立了良好的业务沟通机制。

Q：在电商领域，贵公司法务团队主要面临着哪些问题？是如何解决的？

A：联合利华的电商业务起步于2011年，在起步之时法务团队就给予了全力支持。目前在电商领域，我们主要面临法律方面的挑战是假货在网络渠道销售的打击难度，跨境电商法律和政策前景不明朗，网络促销和促销价格的混乱带来的冲击等整个行业的共性问题。

针对网络渠道的假货问题，我们与淘宝等电商客户建立了紧密的联系和沟通机制，通过合法的技术甄别和大数据应用筛查涉嫌假冒商品，并通过线上线下的合作打击生产来源和销售网络渠道，力求能够尽量从源头加以打击。

对于跨境电商的法律和政策的不明朗，我们参与电商团队与海关、食药监等部门的沟通，积极了解监管部门的想法，并依此审视我们的电商特别是跨境电商的业务模式，寻找潜在风险点，针对今后可能的政策变化制定预案，中国大陆，日本和台湾以及其他区域的法务团队一直密切沟通合作，以支持我们的跨境电商业务。

目前网络电商促销活动中，网络促销和促销价格目前还有待进一步规范。目前我们在网络促销方面仍然按照较严格的与线下促销相同的标准进行审查，对已经联合利华授权在各家电商开设联合利华品牌旗舰店的经销商制定了严格的促销的要求，避免任何虚假和误导性的促销价格。



infringement case lodged by Qihoo against National Business Daily. Qihoo has filed nearly 6,000 patents and was awarded the first graphical user interfaces (GUI) patent in China. It is the winner of the China Patent Award for three consecutive years and a top 10 applicant for invention patents in China. In addition, Qihoo has established cooperation with more than 20 leading universities and research institutes including Peking University, Remin University of China and People's Public Security University of China, and sponsored a series of publications on network safety and Internet finance.

Qihoo's General Counsel Fu Tong believes that building a good in-house team requires, above all, support from the company's management as well as involves working out well-defined objectives and acquiring a clear understanding of responsibilities. In addition, team members must be enterprising, tenacious and talented partners who know how to work together.

团队，首先要有公司领导的支持，要有目标，并对承担的责任有清晰的概念。要有追求极致、敢打敢拼、坚韧不拔的态度；要找到有本事、懂合作的人。

UNILEVER (CHINA) INVESTMENT CO., LTD.

Chief Legal Officer: Zhang Ying

Size of the legal team: 16

Unilever China's legal affairs department has played a supportive role in the company's China business since its reorganisation. In recent years, team has worked on Unilever's acquisition of 55% equity in Qinyuan Group, the second largest water purifier manufacturer in China; the in-site selection negotiations and establishment of Unilever plants in Tianjin and Sichuan Meishan; and participated in designing the Unilever Chinese channel promotion program and legal risk control measures. In the second half of 2014, it took the lead among Unilever global legal teams to launch the "Unilever China Intellectual Property Strategy".

This year, the in-house team won a trademark squatting case concerning its Clear personal-care brand, handled the Vaseline trademark infringement case to guarantee the normal launch of new strategic Vaseline products in China, and updated over 200 contract templates in its database according to latest changes in Chinese laws. As General Counsel Zhang Ying puts it, the team derives its strength from "one vision, one mission, one team."



联合利华(中国)投资有限公司

总法律顾问: 张颖

法律团队人数: 16

自重组以来，联合利华中国法务部为公司中国业务发挥了支持作用。近年来中国法务部负责了联合利华收购国内净水器第二大厂商沁园集团55%股权的法律事务；参与完成联合利华天津工厂、四川眉山工厂落户谈判和企业设立；参与联合利华中国渠道促销革新项目的方案设计和法律风险的控制措施设计；2014年下半年在联合利华全球法务团队中率先制定并启动了“联合利华中国知识产权战略”等。今年，中国法务部在商标抢注人针对公司清扬品牌的商标诉讼中获得胜利；处理了联合利华凡士林商标维权的案件，确保了凡士林品牌在华战略新品上市的正常进行；根据法律更新，更新了超过200份公司合同范本数据库。总法律顾问张颖认为，同样的视野，同样的使命，同样的团队，才能形成强大的力量。

VIPSHOP (CHINA) CO., LTD.

Chief Legal Officer: Zou Jun

Size of the legal team: 21

VIPshop was founded in 2008, and its website www.vip.com was launched in the same year. As an e-commerce platform, VIPshop has always placed great emphasis on active and comprehensive brand protection for its products and services. Within four years, VIPshop's legal affairs department has set up a professional team covering legal risk control, IPR protection, e-commerce law and policy research, litigation and other modules in line with the group's development strategies. It also established a fully developed internal brand management and control system through effective brand qualification review. In addition, it has offered full legal support and risk management and control for e-commerce businesses to strike a balance between legal compliance and business growth as well as worked out various legal operations procedurally

唯品会(中国)有限公司

总法律顾问: 邹珺

法律团队人数: 21

唯品会成立于2008年，旗下网站www.vip.com于同年上线。作为电商平台，唯品会始终强调对商品和服务实施积极和全面的品牌保护。短短四年，唯品会法务部基于集团战略组建了一支集法律风控、知识产权、电商法律政策研究、诉讼等多个模块的专业团队。通过品牌资质审核等有效管理工作，形成了一套较

唯品会 一家专门做特卖的网站

唯品会成立于2008年08月，总部设在中国广州，旗下网站(www.vip.com)于同年12月8日上线，是一家专门做特卖的网站。主营业务为互联网在线销售品牌折扣商品，销售产品涵盖中高端服装、鞋子、箱包、家居用品、化妆品、奢侈品等。2012年3月23日，公司在美国纽交所上市，是华南首家在美国纽交所上市的电子商务企业。

作为一家互联网企业，唯品会抓住网络技术商业应用的大趋势，将互联网技术与传统商业运营进行深度融合；作为一个电商平台，唯品会始终坚持做“正品折扣”，通过树立品牌资质核查机制，建立知识产权保护体系等，切实做到对商品和服务实施积极和全面的品牌保护。

商业模式

唯品会以“名牌折扣+限时抢购+正品保险”的创新商业模式，每天早上10点准时上100个新品牌，超低折扣，限时抢购。

发展规模

唯品会现有26000多名员工，网站日独立访客超过1300万，注册会员数超1.4亿，现合作品牌超过18000家，日均订单量70万单。自2012年第四季度以来，已连续12个季度实现连续盈利，是国内极少数盈利的电子商务企业之一。2014年，唯品会实现净营收37.7亿美元，同比增长122.4%，实现净利润1.373亿美元，同比增长162.4%。目前，唯品会是全球最大的特卖网站。

行业地位

唯品会在2015年Q3中国B2C购物网站交易规模全国排名第3，广东排名第1；2015年，跻身《财富》中国五百强企业排行榜。

未来规划

未来，唯品会将努力成为全球一流的电子商务平台，促进华南形成“千年商都”与“网上商都”互动发展格局，为其成为国际电子商务之都而努力。



eBay

AGILE, COURAGEOUS AND EFFECTIVE-- EBAY GREATER CHINA LEGAL

Since founded in 2002, eBay Greater China Legal Team is always pursuing the purpose of strategically advocating for eBay's business and driving results with integrity, and being an engaged legal team of tailored solution providers who deliver a great customer experience.

The team comprises of all licensed lawyers in different jurisdictions and covers eBay's business, as well as thousands employees and alternative workforces, in all major locations presiding in the Greater China region. We are proud to help our business to run legally and safely and most importantly have the freedom to grow prosperously.

We are committed to our company's cultural values:

- (1) Courageous: we do intelligent risk-taking by reviewing our risk profile, dealing with ambiguity then creating new solutions, and take an industry leadership role to push beyond the status quo and be a best in class department;
- (2) Driven: we are accountable and empowered to drive results, and always run like a business to deliver efficient and effective legal results;
- (3) Inventive: we are strategic business partner that working with business partners to find creative and simple solutions in this dynamic e-commerce world.

(4) Brand: we like, act, promote and be our brand.

(5) Richly diverse: we permanently finding new ways to increase our diversity and females of the team can really hold up more than half of the sky.

The team handles a wide range of advance, complex and sophisticated legal matters on a daily basis, including but not limited to corporate, commercial, regulatory and licensing, employment, data privacy, intellectual property, compliance, M&A and dispute resolution etc. It is our preference to make sure that if a legal issue is encountered, we always provide the best-possible solution for the company.

Last but not least, our team also values the personal developments and offers opportunities of continuous training for our talented members.



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and systematically to better adapt its work to the needs of the group's strategic development. Today, the department has established itself at the core of VIPshop's overall strategies.

According to Zou Jun, the company's general counsel, it is imperative for a good in-house team to maintain professionalism and studiousness. It also needs to gain a thorough understanding of the company's business operations, as this will enable the team to effectively safeguard the company against legal risks as well as help it succeed amid fierce competition.




为成熟的内部品牌管控体制；通过对电商业务给予充分的法律支撑和风险控制，让法务工作在法律合规和商业发展中找到平衡点；通过对各项法务工作的流程化梳理和体系化搭建，让法务部更加契合集团的战略发展所需。时至今日法务部已成为唯品会集团内部的战略核心部门。法务部总法律顾问邹珺认为：带领团队保持专业、好学、深刻理解公司业务的特点，既做公司法律风险防范坚固的盾，又做公司商业竞争中锋利的矛是建立一个优秀法务团队的必要条件。

HEYI GROUP (FORMERLY YOUKU TUDOU GROUP)

Chief Legal Officer: Pan Boyu

Size of the legal team: 90

Throughout its seven-year history, Heyi Group's in-house team has delivered comprehensive legal support in a variety of areas, including M&A/financing, dispute resolution, contract compliance, risk control and IPR protection. In 2015, the team handled legal matters related to Alibaba's partial acquisition of Heyi equity as well as and won the lawsuit filed by the company against Sichuan TV on the ground of unfair competition between Surprise, a TV drama independently produced by Youku, and another TV show with the same name. In addition, the team worked on improving the external legal environment for Heyi Group. For example, civil and criminal proceedings have been taken against copyright infringements committed by online aggregation software. Moreover, the team actively pushed for administrative regulation over infringement and piracy among online storage service providers, which have become increasingly severe and set up the China Internet Video Anti-piracy Alliance together with mainstream video-streaming sites including Sohu, Tencent, iQIYI and PPTV.


As General Counsel Pan Boyu points out, well-defined goals, a strong sense of responsibility, mission and pride, and acute awareness of potential challenges and difficulties are the qualities required for members of an outstanding in-house team. 



合一集团 (原优酷土豆集团)

总法律顾问: 潘柏宇

法律团队人数: 90

创立七年来，合一集团法务团队在并购/融资项目、争议解决、业务合同合规、风险控制、知识产权保护等方面为公司提供了全面的法律支持。过去一年，法务团队参与了阿里巴巴收购集团部分股权的法律事务；在优酷自制剧《万万没想到》诉四川电视台《万万没想到》电视节目不正当竞争案中一审胜诉。在改善外部法律环境方面也做出了不懈努力，如针对网络聚合软件侵犯著作权进行民事、刑事维权；针对日益严重的网盘侵权盗版问题积极推动行政监管；牵手搜狐、腾讯、爱奇艺、PPTV等主流视频网站成立中国互联网视频正版化联盟等。总法律顾问潘柏宇认为：明确的目标，强烈的责任感、使命感、荣誉感以及忧患意识，是一个优秀法律团队每个成员须必备的内在素质。同时做好团队的服务工作，是每一个总法律顾问/法务负责人的必修功课。 

优酷土豆 YOUKU TUDOU



■ 潘柏宇 总法律顾问
Pan Baiyu, General Counsel

合一集团：互联网公司法务将大有可为

近年来，互联网的飞速发展为中国经济注入了全新的活力。同时，由于法律的滞后性以及实践中的不明确性而导致的互联网领域法律问题层出不穷。我们采访了合一集团（原优酷土豆集团）法务团队，向他们了解互联网公司在当下面临的机遇和挑战。

Q：贵公司法务团队在最近几年中做过的最有挑战性的项目是什么？

A：法务团队在2013年—2014年优酷VS金山猎豹浏览器反不正当竞争案件中胜诉。2013年金山公司开发的猎豹浏览器中具有拦截广告的功能，很多浏览器用户下载了该功能，并拦截所有互联网公司合法发布的广告。这一行为导致互联网公司的商业模式遭到摧毁性的破坏，因此优酷对金山公司发起了反不正当竞争的诉讼，要求金山公司停止其侵权行为。该案经过北京市海淀区人民法院、北京市第一中级人民法院判决认定，互联网公司的合法商业模式应当得到保护；猎豹浏览器的提供行为即构成了对优酷正常经营活动的破坏，亦属于不当利用优酷经营利益的行为，该行为违反了诚实信用原则，属于《反不正当竞争法》第二条规定的不正当竞争的行为。

Q：请分享一下贵公司法务团队的成长历程？

A：团队自2008年开始组建，经历过合一集团所有重大法律事项，比如2010年美国纽交所上市、2012年优酷土豆合并等资本事项业务；也经历过互联网业界很多法律法规的制定工作，是业界很多案例的亲历者和参与者，为互联网行业规则的建立做出了贡献。团队目前拥有90人，主要负责处理争议解决、合同风险控制、知识产权、版权管理和保护、政策研究等业务模块。

Q：您认为当下互联网行业法务团队主要面临哪些机遇和挑战？

A：互联网行业法务团队面临的主要挑战是法律的滞后性及在实践中的不确定性。一方面，市场经

济奉行法无明文规定即可为的理念，但实践中有些领域是法务明文规定不可为。另一方面，对于平台型公司承担的过错责任，各个地方法院的理解不尽一致。标准的不统一不仅削弱了法律的权威性，也给平台型公司带来了很大的困惑。

今年，“互联网+”已被写入政府工作报告，互联网+传统产业所释放的巨大经济价值和社会价值得到越来越广泛的认同。在产业大变革的背景下，互联网行业法务在知识结构上有更大提升的机会，而且在树立行业影响力、促进适度监管等方面大有可为。

Q：今年贵公司和其他视频网站一同成立了互联网视频正版化联盟，请问是基于何种目的而成立这一联盟的？联盟成立后，将如何发挥其作用？

A：优酷土豆集团于2015年8月6日正式更名为“合一集团”。作为国内视频行业的领先者，合一集团一直致力于推动视频正版化进程，促进行业健康发展有序发展。正版化联盟的成立有利于合一集团为代表的企业与政府主管部门及版权方加强合作，增强技术手段打击盗版行为，共同推进网络正版化进程。联盟成员承诺在自有平台向公众提供正版、优质影视作品，承诺遵守著作权“先授权后使用”的原则，不在自有平台主动提供未经其他联盟成员授权的节目，并就相关版权问题发生时联盟成员的责任和义务做了相关约定。同时，联盟成员会积极响应国家版权局、互联网信息办公室、工信部、公安部于今年6月联合启动的“剑网2015”专项行动，共同打击日益严重的App盗链、云盘等新型盗版侵权行为。

