

Company Law Case Study and Analysis

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A Brief Introduction: This book contains the analysis of 15 typical company law-related cases, including cases regarding shareholder qualification confirmation disputes, shareholder register record disputes, request for change of company registration disputes, shareholder capital contribution disputes, new capital subscription disputes, shareholder rights to share acquisition disputes, equity transfer disputes, company damage to shareholders' interests disputes, shareholders' damage to company creditors' interests disputes, company resolution disputes, listed company acquisition disputes, company dissolution disputes, company liquidation disputes, and company liquidation liability disputes. The analysis of each can be divided into 5 parts: Case introduction, Focus of dispute, Key points of judgment, Related cases, and Issues to pay attention to in judicial practice. This book aims to provide readers with a better understanding of the typical disputes under company law and the legal application of the law.

About the Authors

1. Yuwei CAI

A lawyer at Hylands (Guiyang) Law Firm, Yuwei CAI has a Bachelor of Laws from Southwest University of Political Science and Law. Her practice areas are enterprise contract risk management, enterprise labor, personnel risk management, enterprise investment and financing, mergers and acquisitions, litigation on civil and commercial contract disputes, arbitration or litigation on labor, and personnel dispute.

Lawyer Yuwei CAI is a quick learner, possesses solid professional skills, assume responsibilities, and work diligently. She has provided services for Power China Guizhou Engineering Co., Ltd., Guizhou Panjiang Trading Co., Ltd., Guizhou Guimin Development Investment Co., Ltd., Guizhou High-tech Industry Development Fund Venture Capital Co., Ltd., Libo Cultural Tourism Co., Ltd., Guizhou Daotantan Technology Co., Ltd., Guizhou Zhongnan Transportation Technology Co., Ltd., China Railway Second Academy Guiyang Survey and Design Research Institute Co., Ltd. and other enterprises. She has also provided services for twenty-six Party and government agencies and economic development zone governments, including Panzhou Municipal Party Committee Office, Municipal People's Congress Office, City Council Office, Hongguo Economic Development Zone Management Committee, Panbei Economic Development Zone Management Committee, Liupanshui Pannan Industrial Park Management Committee. She represented Guizhou New Energy Development and Investment Co., Ltd., Guizhou Yitong Pharmaceutical Co., Ltd. in the projects of applying for stock listing and transfer on the National Small and

Medium Enterprise Share Transfer System, and advised Guiyang Hi-Tech Holding Group Co., Ltd., Chishui City State-owned Assets Investment and Development Ltd. on corporate bond issuance. She also represented the following companies in litigations: Liupanshui Pannan Industrial Park Management Committee, Guizhou Daotantan Technology Co., Ltd., Guizhou Jiangong Concrete Co., Ltd., Guizhou Mingcai Concrete Co., Ltd., Guizhou Rongtong Financing Guarantee Co., Ltd.

2. Yan ZENG

A lawyer at Hylands (Guiyang) Law Firm, Yan ZENG has a Bachelor of Law from the University of International Business and Economics, and a Master of Law from the University of Melbourne, Australia. His practice areas include corporate legal risk management, construction projects, civil and commercial contract disputes and litigation, corporate investment and financing, and mergers and acquisitions.

Attorney Yan ZENG has a legal education background both at home and abroad. He has excellent professional skills and a possess rigorous and responsible work attitude. He has extensive experience in both litigation and non-litigation fields. Lawyer ZENG has acted as general legal counsel for large and medium-sized state-owned enterprises and private enterprises, including Guizhou Publishing Group Co., Ltd., Guizhou News Photo Agency Co., Ltd., Guizhou Digital Publishing Co., Ltd., Guizhou Provincial Airport Group Co., Ltd., China Power Construction Group Guizhou Project Co., Ltd., Guizhou Post and Telecommunications Planning and Design Institute Co., Ltd., China Southern Power Grid Comprehensive Energy Guizhou Co., Ltd., Guizhou Xinshuangli Automobile Sales and Service Co., Ltd., Guizhou Rongtong Financing Guarantee Co., Ltd., Zunyi CCCC No. 1 Public Bureau Urban Development Co., Ltd. He has also served as counsel for twenty-six Party and government agencies in Panzhou City and the Economic Development Zone and assisted them in handling civil and commercial disputes. In addition to it, he also represented the Guizhou University of Finance and Economics, the Sixth Grinding Wheel Factory, Guizhou Guilin Mining Development Investment Co., Ltd., and China Railway Second Academy Guiyang Survey and Design Research Institute Co., Ltd. in litigations. Furthermore, he has provided special legal services for the following projects: represented Sichuan Development Land Assets Operation and Management Co., Ltd. in land use rights joint development projects, represented Sichuan Railway Investment Urban and Rural Group in large-scale comprehensive international theme park development and construction project, represented Sichuan Railway Investment Guangrun Logistics Co., Ltd. in equity acquisition project, represented China Southern Power Grid Comprehensive Energy Guizhou Company in equity acquisition project, represented China Cinda Asset Management Co., Ltd. in Guizhou Province Branch in non-performing asset package acquisition project, represented Guizhou Provincial Asset Management Co., Ltd. in non-performing asset package acquisition project, represented Guiyang Longdongbao International Airport in its third phase expansion project, represented Guizhou Wentong Digital Media Co., Ltd. in

liquidation and cancellation project, etc.

3. Yong JIAN

A lawyer at Hylands (Guiyang) Law Firm, Yong JIAN has a Bachelor of Engineering from the Harbin Institute of Technology. Before joining Hylands, he had worked for Huizhou BYD Electronics Co., Ltd. as a production supervisor and anodizing engineer, then for Guiyang Innovation-Driven Development Strategy Research Institute as a Policy and Yangming Culture Research Assistant. His practice areas are corporate legal risk management, civil and commercial dispute resolution, and bad debt recovery.

Lawyer JIAN had worked for BYD Company as a manager and engineer, which made him familiar with corporate business management. While working at Guiyang Innovation-Driven Development Strategy Research Institute, he advised Guiyang City and its district (cities, counties) governments on decision-making. He participated in research programs including Research on the Protection and Development of Guiyang Historical and Cultural Streets - Taking Shengfu Road as an Example, Nanming River Ecological City Demonstration Zone Planning, and authored multiple books including 'On Tao Shu Bo', Data Power, 'Guiyang Blue Book' (Wudang Chapter and Kaiyang Chapter), and 'Wang Yangming's Research Important Selected Documents'. Lawyer JIAN has sufficient experience in handling litigations related to construction contract disputes and the collection of bad creditors' rights. He serves as perennial legal counsel for China Power Construction Group Guizhou Engineering Co., Ltd., Zunyi China Communications First Public Bureau Urban Development Co., Ltd., Guizhou Provincial Airport Group Co., Ltd., Guizhou Rongtong Financing Guarantee Co., Ltd. and Panzhou Municipal Party Committee Office, Municipal People's Congress Office, Municipal People's Political Consultative Conference Office, City Federation of Industry and Commerce, Hongguo Economic Development Zone, Panbei Economic Development Zone, and Pannan Industrial Park Government.

4. Kaihong QIN

Deputy Secretary of the Party Branch/Senior Partner/Director of the Management Committee of Hylands (Guiyang) Law Firm. Kaihong QIN has a Bachelor of Law from Jilin University and A Master of Civil and Commercial Law from China University of Political Science and Law. Before joining Hylands, Lawyer QIN worked for the Guizhou Branch of China Life Insurance Co., Ltd. as a legal counsel. He is now the representative of the Fifth Guiyang Lawyers Congress and the deputy director of the Company Law Committee of the Guiyang Lawyers Association. He has won honorary titles such as 'Excellent Litigation Lawyer', 'Outstanding Party Affairs Worker in the Lawyer Industry of Guizhou Province', and 'Outstanding Young Lawyer of Guizhou Province'. His Practice fields include decision-making consultation, government and corporate affairs, dispute resolution and litigation, mergers and acquisitions, and asset restructuring.

Lawyer QIN focuses his practices on high-end commercial litigation and dispute resolution. He has represented clients in more than 300 civil and commercial disputes before courts and arbitral tribunals, of which 5 cases amounted to 100 million. He helps clients win favorable rulings for most cases and is highly praised by clients for his ability to propose innovative solutions and assume responsibility. He has represented many large state-owned enterprises and institutions in litigation or arbitration procedures, including Guizhou Provincial Airport Group, Guizhou University of Finance and Economics, Guizhou Provincial State-owned Capital Operation Company, Guizhou Panjiang Clean Coal Co., Ltd., Liupanshui Pannan Industrial Park Management Committee, etc. Lawyer Kaihong QIN also provides counseling services for governments, enterprises, and institutions to assist them in their decision-making processes. As the legal counsel of the Panzhou Municipal People's Government and the provincial economic development zone, he advises on major government decisions and participates in major contract negotiations, drafting, review, revision, and participates in administrative reconsideration argumentation, and takes up administrative responsibilities. He has advised on more than 150 administrative litigation cases, and most of them are concluded with satisfactory results. In addition, Lawyer QIN has served as the perennial legal counsel for large and medium-sized state-owned enterprises such as Guizhou Provincial Airport Group, China Power Construction Group Guizhou Engineering Company, China Southern Power Grid Integrated Energy Guizhou Company, and Guizhou Post and Telecommunications Planning and Design Institute. He has advised many state-owned enterprises on their asset mergers and acquisitions and restructuring, helped enterprises with their whole-process tracking risk management service projects, and assisted financial institutions with non-performing asset collection and disposal projects. He has written essays summarizing his practical experience and has also participated in several national forums and seminars. Lawyer QIN was the host of the 'Investigation and Research on Reducing the Administrative Loss Rate of Administrative Organs in Guizhou Province' project, a key project of the Guizhou Provincial Department 2021 rule of law program, and participated in the project 'Research on the Realization Path of the Rule of Law in Guizhou from the Perspective of Rural Revitalization' hosted by Professor Qin Yuanchun. Lawyer QIN serves as the legal counsel of Guizhou Publishing Group Co., Ltd., Panzhou Municipal People's Government, Guizhou Panbei Economic Development Zone Management Committee, and Guizhou Rongtong Financing Guarantee Co., Ltd.

5. Tianjiang SUN

A lawyer of Hylands (Guiyang) Law Firm, Tianjiang SUN has a Bachelor of Law from Southwest University of Political Science and Law. He is the Deputy Director and Secretary-General of the Company Law Committee of Guiyang Lawyers Association, a member of the Company Law Committee of Guizhou Lawyers Association, and a member of the Young Lawyers Working Committee of Guiyang

Lawyers Association. His practice fields include corporate governance, corporate compliance management, business risk prevention, and commercial dispute resolution (corporate and intellectual property).

Lawyer SUN has excellent professional skills and decision-making capacity. He has advised on a large number of litigation cases and non-litigation cases, which involved issues in financial and corporate fields. His clients include: China Merchants Bank Co., Ltd. Guiyang Branch, Sichuan Tianfu Bank Co., Ltd. Guiyang Branch and its subordinate branches, Guiyang Rural Commercial Bank Co., Ltd. and its subordinate branches, PICC Guiyang Branch, Guizhou Heqizhixiang Guarantee Co., Ltd. and other financial institutions; Guizhou Huayou Natural Gas Co., Ltd., Guizhou Natural Gas Energy Investment Co., Ltd., Guizhou Zhongji Yongan Mining Co., Ltd. Resources Development Co., Ltd., Guizhou Century Resources Exploration and Development Co., Ltd., Guizhou AVIC International Energy Development Co., Ltd. and other energy companies; Guizhou Lai Shijia Liquor Co., Ltd., China Power Construction Group Guizhou Engineering Co., Ltd., and rural resource assets in Guizhou Province Trading Center Co., Ltd., Guizhou Provincial Health Commission, Guiyang Third People's Hospital and many other enterprises, institutions or government departments. Lawyer SUN has rich experience in handling company and contract matters using litigation and non-litigation procedures.

5. Xiaoqin ZHOU

A lawyer at Hylands (Guiyang) Law Firm, Xiaoqin ZHOU has a Bachelor of Law from the Beijing Institute of Technology. His practice fields include government legal counsel and civil and commercial law.

Lawyer ZHOU is detail-oriented and shows excellent professional and managerial skills. ZHOU has worked as an intern at the People's Court of Haidian District, Beijing, and Sina Weibo. With his experience in handling private lending and contract disputes, ZHOU understands the needs of enterprises for legal services. Before joining Hylands, he used to work at Beijing Dentons (Shenzhen) Law Firm, during which he provided special legal services for Shenzhen Luohu District Human Resources Bureau. He is good at government agreement reviews and government decision-making consultation services. Since his practice with Hylands, he has advised on many major cases, such as handling litigation cases of Guizhou Rongtong Financing Guarantee Co., Ltd. Guiyang Branch, providing perennial legal advisory services and litigation services for the Panzhou Municipal People's Government, and assisting Guizhou Xin Shengli Construction Engineering Labor Service Co., Ltd. and Panzhou Township Sub-district Office with handling construction contract dispute, and participating in Yurun Group's bankruptcy reorganization project in which he was responsible for creditor's rights review.

6. Zhixiong ZHU

A lawyer at Hylands (Guiyang) Law Firm, Zhixiong ZHU has a Bachelor of Law from Tongji University. His practice fields include debt collection, enterprise contract risk management, government legal counsel, and administrative litigation.

Lawyer ZHU has experience working for the notary office for three years, where he was responsible for 50% of the total business of the notary office, and accumulated abundant practical experience in family matters such as division and inheritance of family property. Lawyer ZHU has successfully served as legal advisor for fifteen governments including Panzhou Municipal People's Government, Panzhou Danxia Town People's Government, Panzhou Hanlin Sub-district Office, Panzhou Yizi Sub-district Office, Panzhou Municipal People's Government Shengjing Subdistrict Office, Panzhou Hongguo Subdistrict Office, Panzhou Lianghe Subdistrict Office, People's Government of Zhuhai Town, Panzhou City, People's Government of Minzhu Town, Panzhou City, People's Government of Shiqiao Town, Panzhou City, Panzhou Xiangshui Town People's Government, Panzhou Dashan Town People's Government, Panzhou Putian Township People's Government, etc. He has developed unique insights into administrative litigation and administrative reconsideration. At present, Lawyer ZHU acts as general legal counsel for Panzhou Municipal People's Government, Guizhou Panbei Economic Development Zone Management Committee, Panzhou Hanlin Sub-district Office, and Panzhou House Expropriation Service Center. In addition to this, Lawyer ZHU also provides counseling services for state-owned companies, such as Panzhou Aviation Industry Investment and Development Co., Ltd., Guizhou Rongtong Financing Guarantee Company, and Guizhou Publishing Group. He also represented Guizhou Rongtong Financing Guarantee Company in collecting bad debts from financial institutions in Guiyang.