



Our Services

我们的服务



SONNENBERG
LAW FIRM



通过帮助您建立业务及对法律，财会和税务领域的全方位咨询使得我们能成为您在德国的全面联系人。由于对您的业务有深度认识，我们能综合考虑各个领域，比如公司经营业绩，公司税务或总经理工作居留许可。我们能高效率，精确地工作，帮助公司取得最大的利益，同时也保证您可以专心地开发市场，发展公司业务。

By helping you to establish your business and also providing legal and tax services we can become your main contact partner in Germany. Developing in depth knowledge of your company we can integrate your many different issues, e.g. profits, taxes or residence permits, to generate success. Efficiency and benefits can be optimized, allowing you to concentrate on the market and business development.

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我们帮助您针对德国和欧洲市场建立商业战略,如公司选址,市场调研,购买固定资产,申请政府资助金和所有以下将提到的法律事宜。我们的全方位服务提供您一个方便简捷的操作过程。

我们能在筹备阶段全权帮您代理,提供一个临时的办公地址,使您有时间对今后在德国的日常经营作好充分准备。我们帮助您寻找有用的关系网络及商业伙伴,并在德国或欧洲其它国家陪伴您的商业考察团,提供法律咨询服务。

我们为您的私人财产和公司财产提供投资方案。它们以对您的资产的精确分析为基础,照顾到您的个人目标和风险意识。在我们的合作伙伴的支持下我们帮助您寻找合适的资本和固定资产投资。同时我们提供谈判,起草和检查合同及伴随整个交易流程的服务。我们为您的私人投资和公司投资还提供会计和内控服务,使您能定期审核收益情况。我们还承担如对您的房地产或股份投资的日常管理工作。

We support you in creating your business strategy for the German and European market regarding your favoured business location, market research, asset purchases, development grants and all the legal issues mentioned below. Our all-inclusive service is convenient and provides an efficient service.

We can represent you during the founding process, provide you with an interim office address, and you will be very well prepared to manage your daily business in Germany. We help you to find useful contacts and business partners and can support your business delegations in Germany or elsewhere in Europe.

We create investment strategies for your private funds and your business assets. They are based on an accurate analysis of your assets and suite your individual aims and risk-profile. With support of co-operating experts we assist you in finding suitable investments and assets. Also support during negotiations, drafting and checking of contracts and attendance at the transactions can be provided. We also conduct accounting and controlling for your private or business investments to provide you with a periodic profit and loss account. Also the daily administrative work, e.g. for real estate or shareholdings, can be done by us.

市场进入和投资

Market entry & investment



公司组建和重组 Incorporation & reorganisation

我们为外国中小型企业或私人投资者咨询各种形式的公司建立和公司交易，注重为不同的商业战略在德国或欧洲提供适合个人需求的方案。我们审查潜在的购买目标和商业伙伴，协助谈判并为执行过程中的各个阶段作全权代理，比如成立阶段（公证，设立帐户）。我们能提供您一个临时地址，直到公司总经理获得居留签证，公司自己的办公室正式启用。在并购业务中我们确保一个顺畅的交接，防止股东之间在未来产生矛盾。对此我们为您优化法律和税务结构，提供转交方案。在公司组建和重组中主要的实践领域有：

- 建立有限责任公司（德国或英国有限责任公司），股份公司，合伙公司，代表处，分公司或其它实体
- 并购公司，公司继承
- 公司重组（合并，分割，转型）
- 资本结构
- 公司成立和交易的管理
- 在实施过程中各个阶段的全权代理
- 董事会成员的服务合同
- 私人筹资

We advise foreign, small and medium-sized companies or entrepreneurs on a broad range of corporate formations and transactions and put great emphasis on individual concepts for their business strategies in Germany and Europe. We screen potential targets and business partners, assist in negotiations and represent you during all steps of implementation, e.g. the foundation procedure (notarization, opening accounts etc). An interim postal address can be provided until the working visas for the directors have been granted and your office has been opened. In the case of M&A transactions a smooth change and prevention of future conflicts among the shareholders is focussed on. You can be supported with both legal and tax driven solutions. Key practice areas in the field of corporate law and M&A include:

■ Establishment of a limited liability company (German GmbH, British Ltd.), stock corporation, partnership, representative or branch office and other entities

- Acquisition, company succession
- Re-organisation (merger, splitting, conversion)
- Capital structure
- Management of foundation or transactions
- Representation during all steps of implementation
- Service contracts for members of managing boards
- Private equity



我们提供房地产咨询，从项目计划，项目实施中起草建筑合同到房地产管理。无论是筹资，购买，销售还是租赁我们都会协助您。我们研究市场，寻找合适的房地产项目，并管理该项目中的每一步。主要的实践领域有：

- 房地产交易合同
- 商业或工业租赁
- 土地使用权
- 房产中介公司法
- 私人建筑法
- 对建筑师和工程师的规定
- 私有土地和房屋法
- 项目筹资和管理

We advise you on all property matters, starting with property planning and drafting of contracts for the accompanying construction work through to property management. You can be supported in financing, purchase, sale and tenancy matters. We screen the market for suitable properties and manage every step of your project. Key practice areas of the firm include:

- Real estate transaction contracts
- Commercial or industrial tenancies
- Land use rights
- Estate agency law
- Private building law
- Regulations affecting architects and engineers
- Law relating to condominiums & land law
- Project financing & management



房地产和租赁

Real estate &
tenancy

银行和融资 / 保险

Banking & financing / insurance

融资方面我们确保融资计划符合您的投资或商业战略,使您和债权人保持独立。我们帮助您谈判和检查贷款协议,找出由非常贷款条约,废除条款,抵押,担保或其它安全条款可能会引起的隐藏风险。如果债权人催收贷款,执行抵押或担保等,我们帮助保护您的资产。若有错误投资咨询或非正当催收贷款,我们帮助您获取赔偿,让债权人承担责任。在卖方贷款中我们特别注重贷款和销售合同的联系。

我们咨询对您的项目必要或有用的保险,并审核您的合同是否能覆盖您的风险或包含着无用的保护措施。若保险事宜发生,我们帮助您争取应由保险公司支付的赔偿。

For financing, we make sure that the plan suits your investment or business strategy and that you keep your independence from the creditors. We negotiate and check your loan agreements and detect hidden risks that may arise from extraordinary credit bargains, revocation clauses and arrangement of mortgages, guarantees or other securities. If the debt is collected and given securities must be realized, we help you to preserve your assets. In case of false investment advise or unlawful debt collection, we can help you to recover your damages. In vendor-financing matters we pay extra attention to the connection between the loan and sale contracts.

We advise you on insurances that are essential or useful for your project and we check your contracts to see whether they cover your risks or contain useless protection. If the insured event occurs, we support you in your claim against the insurance company.



我们做税务计划，提供对您的商务和私人税务事宜的咨询。我们会特别考虑中德双边协议。我们的税务策略传递可靠的计算，避免未来风险，通过充分利用例外规定和税务优惠达到避税目的。当然我们也为您记账或协助您记账，并为您准备申报纳税。我们服务的主要领域有：

- 税务计划
- 公司和个人所得税
- 增值税
- 关税
- 内部转移价格
- 税务违法
- 会计

We conduct tax planning and advise you on your business and private tax matters. Extra attention will be paid to international double tax agreements. Our tax strategy delivers reliable calculations, avoids future risks and permits tax savings by exhausting numerous exceptions and tax benefits. Of course we also keep your accounts or support you to do so and prepare your tax returns. Our key fields of activity include:

- Tax planning
- Corporate and income tax
- VAT
- Customs duty
- Transfer Pricing
- Fiscal offences
- Accounting

税务和会计

Tax & accounting



居留和移民

Residence & immigration

我们为企业主,公司雇员和家庭成员办理所有手续,包括在中国申请第一次入境签证和在德国的延期签证。我们精确的准备工作和与相关的德国地方政府的直接沟通能保证一个顺畅的申请过程。我们灵活的居留计划使得您能来往于两国之间并获得在德国安全长期的居留权。

已从德国大学毕业的或打算退学的中国学生也欢迎从我们的支持和与地方政府机关的实践经验中获利。德国法律要求中途辍学者在转换签证时要先出境再入境。我们可尽量避免这一步骤,或通过精心准备确保一个快速和安全的返回。我们的主要实践领域包括:

- 居留许可
 - 在德国开私营公司
 - 代表处代表
 - 家庭成员
 - 雇员
- 商业计划
- 永久居留
- 入籍

We conduct all proceedings for entrepreneurs, their staff and family members, including the first entry visa application in their country of origin and also the extension proceedings in Germany. Our accurate preparation and direct contact with the involved local German authorities guarantee a convenient process. Our flexible residence planning enables you to gain a secure and long-term right of residence in Germany.

Also foreign students who have graduated from German universities or intend to discontinue their studies are welcome to benefit from our support and experience of the local authorities' practices. For early college leavers, the see-saw travel required by law for a change of the residence permit can either be avoided or accurately prepared to gain a quick and certain return. Our key practice areas include:

- Residence permit for:
 - Self-employed persons
 - Representatives
 - Following families
 - Employees
- Business plans
- Settlement permits
- Naturalisation



社会保险

Social insurance

我们根据中国专家和他们的家庭成员的特殊要求咨询德国养老保险和健康保险，使得他们有一个灵活和安全的未来。根据中德社会保险协议我们提供成本节约战略。我们审查您应支付的社会保险，帮您操作公共和私人健康保险间的转换。

Foreigners and their family members can be advised on their specific requirements for German pension insurance and health insurance which allows a flexible and safe future. We provide cost saving strategies with respect to bilateral Social Insurance Agreements. The fixed contribution can be checked, and the change from the public to private health insurance or vice versa can be managed by us.



我们寻找合适的地方雇员，起草符合您商业战略的雇佣合同。德国拥有倾向雇员的劳工法和法院实践，我们侧重保护雇主利益，减少由不符合法律的解雇，无效的期限限制或假自由职业在未来引起的风险。当然我们也帮助雇员，特别是在解雇保护和赔偿方面。我们主要的实践领域有：

- 招聘
- 无限期和有限期的工作合同
- 雇员限制条款
- 竞争禁止
- 社会保险
- 非法工作
- 解除合同和解雇

We can find suitable local employees and draw up employment contracts in line with the manager's business strategy. With respect to the employee-friendly employment law and court practice, we pay extra attention to defend the employer's interest and minimize the future risks that may otherwise arise from unlawful dismissal, invalid temporary contracts or fictitious self-employment. Of course we can also support employees, especially in the areas of employment protection and compensation.

Our key practice areas include:

- Recruitment
- Full time & temporary contracts
- Employee restraining clause
- Social insurance
- Clandestine employment
- Termination & dismissal

招聘和劳务

Employment & labour

商业合同

Commercial contracts

我们起草和审查各种商业或与最终消费者的国内和国际性合同，利用法律优势。我们量体裁衣的咨询能尊重您的个人需求。这使得我们能将您的风险和责任最小化，您的权益最大化。我们通过帮助您谈判保护和加强您的利益。对任何违约您都已做好准备，因为我们会为您争取权力或协助辩护。我们的主要实践领域有：

- 贸易
- 租赁
- 特许经营
- 许可证
- 商务代表
- 通用商业条例
- 消费者保护
- 电子贸易
- 违约

We draft and review various kinds of national and international contracts with businesses or consumers and use all legal opportunities. Our tailor-made consultation respects your individual needs. It minimizes your risk and liability and maximizes your rights. We defend and enforce your interests during negotiations. You will be very well prepared in any event of breach of contract, in which we support your claim or defence. Our key practice areas include:

- Trade
- Leases
- Franchises
- Licences
- Agencies
- General terms
- Consumer protection
- E-commerce
- Breach of contract

我们帮助您在英特网平台上开展安全贸易，就广泛的欧洲和德国关于贸易，广告，知识产权和竞争的法律规定进行咨询。特别是避免无效的通用商业条例和多年后合同解约的退还清算。我们确保您使用的域名，图片或网上设计不侵犯他人商标权或版权。另一方面我们也保护您的知识产权。我们主要的服务领域有：

- 合同制定
- 消费者保护
- 信息披露责任
- 英特网域名
- 网上商场
- 竞争法
- 来自 / 争对竞争对手的警告



We help you to conduct safe business on your internet platform with respect to the comprehensive European and German regulations for trade, advertisement, intellectual property rights and competition. Especially invalid general terms and contract rewind after a long period can be avoided. We make sure that the use of domains, pictures or designs on your web shop does not violate others' trademarks or copyrights, and on the other hand we help you to protect your I.P. rights. Our main fields of activity include:

- Form of contract
- Consumer protection
- Duty to inform
- Internet domain names
- Web shop arrangement
- Warning notices from/to competitors



英特网和电子商务

Internet & e-commerce

知识产权和竞争法

Intellectual property & competition

我们帮助您登记和保护您的知识产权。通过我们寻找合适的德国知识产权，领导谈判和实施交易，您能得到分发许可，购买及销售方面的咨询服务。我们确保您的产品符合相关的工业标准并在目标市场注册。

我们对您的产品，市场和其它商业实践的细心考虑将帮助您避免非公平竞争或侵犯他人知识产权。如果您被控告有知识产权侵权行为，我们检查警告信并帮您谈判以确保您既不用答应非正当索赔要求，也不用经受不必要的成本风险。在展览会上我们负责陪伴外国参展商，抵制地方企业和律师使用的快速法律程序和威胁策略。若您的权利受到侵犯，我们将实施所有必要的措施，特别是使用警告信和禁止令。我们的主要服务包括：

- 商标权
- 专利
- 使用专利
- 设计专利
- 版权
- 英特网域名
- 转让
- 警告信
- 产品登记
- 陪同参展

We advise you on registration and protection of your intellectual property rights. You can be assisted in licensing, purchase and sale by our screening suitable German IP, conducting negotiations and implementing the transaction. We make sure that your product conforms to the relevant industry standards and register it for the target market.

Our careful consideration of your products, marketing and other business practices helps you to avoid unfair competition or violation of others' IP rights. If you are accused of violating IP rights, we check the warning notice and negotiate. We ensure that you neither settle unlawful claims nor incur unnecessary costs arising from overpayment or ignoring lawful claims. By accompanying foreign exhibitors at fairs we provide protection against summary proceedings and surprise tactics arranged by local companies and lawyers. In case of violation of your rights, we can conduct all necessary proceedings, especially warning notices and injunctions. Our services include:

- Trademarks
- Patents
- Utility patents
- Design patents
- Copyrights
- Internet domain names
- Transfers
- Warning notices
- Product registrations
- Exhibitor's company at fairs



航海事宜和运输

Maritime affairs & transport

我们提供您在航海事宜, 航海商务和航海保险中的海内外法律服务。特别是我们审查提单、运单、或者其他运输单证条款并提供有关租船契约, 海损索赔, 赔偿条款和港口事务的法律服务。我们也在物流或国内国际空运及公路铁路运输事宜上帮助您。

We help you home and abroad with legal services in maritime affairs, maritime commerce and marine insurance. In particular we review B/Ls, waybills or other shipping documents and provide legal help in connection with charter parties, average claims and port affairs. We also assist you in your matters concerning logistics or national and international freight forwarding by air and highway.



我们支持将您的债权以低成本, 有效的方式转变成现金。您可以选择自行操作, 从我们的标准程序和指导下获利, 我们只在上法庭时接手。或者从第一次警告开始我们操作全部过程。

We provide support to convert your claims into cash in a cost and time efficient manner. You can choose between in-house solutions, where you benefit from formalised procedures and advice provided by us, and we would only take up the matter if it comes to court. Alternatively, we can conduct all proceedings, beginning from the first reminder, by ourselves.

债权管理

Management of claims

调解纠纷和上庭诉讼

Dispute resolution & litigation

若发生纠纷我们采取有利于谈判的措施，寻找解决方案，配合传统的中国和欧洲商业习惯。我们在不同派别间扮演调解角色，促使大家建立新的对话或至少找到一个双方可接受的解决方案。但如果通过谈判不能找到解决方案，我们在地方政府和政府机关，或者在德国法院或仲裁法庭维护您的利益。

When a dispute arises our approach essentially favours negotiation and settlement solutions, this is in line with both foreign and German business practices in such situations. We will act as facilitator between the parties thus enabling them to build a new dialogue or at least to find an honourable resolution of the dispute. However, should negotiations fail to deliver an acceptable solution, we are able to defend your interests at the local authorities and governmental agencies, as well as at the German courts or arbitration committees.

在有危机时我们帮助您寻找方案使得您能继续经营，我们也代表您和债权人谈判。我们事先检查您是否有义务申请破产，以防止您的个人责任风险，也保证您一个顺畅的清算。不仅仅破产法，同时劳工法，公司法，税法和刑法也将被考虑进去。

另外我们也帮助您对已破产公司要求债权权利，保护您对可能破产的债务人所拥有的债权。

In the time of crisis, we help you to find solutions that enable you to continue your business and we negotiate with the creditors. In advance we verify whether you would be obliged to file for bankruptcy to avoid your personal liability risks; also a smooth liquidation can be provided. Not only insolvency law, but also employment, company, tax and criminal law will be taken into account.

In addition to this we support your claims against an insolvent company and help you to secure your claims against possible insolvency of your debtor.

破产法

Insolvency



私人事宜

Private matters

我们郑重许诺提供一个全方位的服务。我们照顾您的私人事宜就像我们细心处理您的商业或投资事宜一样。我们的服务范围包括劳工和社会法，租赁，家庭法和刑事法。

We take our promise to offer an all-inclusive service seriously. We care for your private matters with the same accuracy we practise in your business or investment matters. Our activities in this area cover employment and social law, tenancy law, family law and criminal law.

费用

Our fee



我们的费用可以以小时或以一个总数来计算，这取决于您的经济利益和我们对工作量的预测和责任风险。我们的费用也可以根据德国律师费用法和您的案例所牵涉的价值挂钩。对一定的案件德国律师费用法规定了最低的费用。

我们对于在德国建立公司及相应的居留许可提供下列服务包：

银包：申请居留，包括商业计划，起草公司章程和总经理雇佣合同，根据商标法检查公司名字，文件翻译，和公证处及注册地法院的书信来往，

金包：在银包的基础上提供临时办公室地址，在银行，公证人等处作全权代理，

铂金包：在金包的基础上另加其他服务，如聘请员工，寻找办公室，员工住宿等。

在以上每个服务包中都可增加公司名或其他名字及标志的商标注册服务。

如果您有法律保险，我们可以检查您的案例是否包括在保险范围内，如果是，我们将和您的保险公司联系，由它支付我们的费用。

Our fees can be agreed on an hourly basis or as a lump sum, which depends on your economic interest and on our estimated work and liability risk. Alternatively our fees can correspond with the German Lawyer's Fee Code (RVG), whereby the fees are assessed by the value of your matter. For certain cases the RVG states a minimum value.

Our services regarding establishment of a company in Germany and immigration proceedings can be divided into the following packages:

Silver: immigration proceedings, including business plan; draft of articles of association and director's employment contract; verifying the company name regarding trade mark regulations; translation of documents; correspondence with notary and registration office

Gold: plus interim office address, representation to the bank, notary etc.

Platinum: plus additional services, e.g. recruitment, finding office or accommodation for staff

Extension: each package can be extended by the trade mark registration of your company or any other name or sign

If you have insurance for legal matters, we can check whether your case is included and, if so, we balance our accounts with your insurance and conduct all necessary correspondence.



SONNENBERG

宋能倍商务咨询(上海)有限公司

德国宋能倍律师事务所全资子公司

Sonnenberg Law Firm

宋能倍律师事务所

www.ra-sonnenberg.de

上海办公室

Shanghai office

地址: 中国上海市徐汇区天钥桥路325号
嘉汇国际广场2211室
电话: +86 21 346 99 858 (中/德/英)
手机: +86 138 1720 3651 (中/德/英)
传真: +86 21 346 99 858 转8008分机
Email: xy@ra-sonnenberg.de

Room 2211, Gateway International Plaza
No. 325 Tian Yaoqiao Road, Shanghai, 200030, China
Tel: +86 21 346 99 858 (Chinese/German/English)
Mobile: +86 138 1720 3651 (Chinese/German/English)
Fax: +86 21 346 99 858 – 8008 (ext.)
Email: xy@ra-sonnenberg.de

杜塞尔多夫办公室

Düsseldorf office

地址: Sternstr. 67, 40479 Düsseldorf, Germany
德国杜塞尔多夫
电话: +49 211 51 369 108 (德 / 英文)
+49 211 51 369 178 (中文)
手机: +49 178 8888 942 (德 / 英文)
传真: +49 211 51 369 278
Email: info@ra-sonnenberg.de

Sternstr. 67, 40479 Düsseldorf, Germany
Tel: +49 211 51 369 108 (German/English)
+49 211 51 369 178 (Chinese)
Mobile: +49 178 8888 942 (German/English)
Fax: +49 211 51 369 278
Email: info@ra-sonnenberg.de

汉堡办公室

Hamburg office

地址: Gurlittstr. 24, 20099 Hamburg, Germany
德国汉堡
电话: +49 40 28 40 79 60 (德 / 英 / 中文)
手机: +49 178 88 88 942 (德 / 英文)
传真: +49 40 24 85 86 46
Email: info@ra-sonnenberg.de

Gurlittstr. 24, 20099 Hamburg, Germany
Tel: +49 40 28 40 79 60 (German/English/Chinese)
Mobile: +49 178 88 88 942 (German/English)
Fax: +49 40 24 85 86 46
Email: info@ra-sonnenberg.de

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