



## 专题公益讲座：中瑞产业合作、并购与展望

### 引言：

近年来并购这一词变得耳熟能详，但对大多数人来讲却不知所以然。

因为这个题目太大了，好像是国家与国家之间的事情，或者是企业与企业之间的交易。与我们普通人的日常没有关系。

瑞士人最看重商机，所以在欧洲第一个和中国签署了自由贸易协定。

有人说，中国人的并购是中国公司出资 30%，剩余的 70%由瑞士卖方公司向瑞士银行替买方借款去并购瑞士这家瑞士公司。中方捡了一个大便宜。

又听说，有些中方公司买了瑞士公司以后好像一直处于亏损状态，不得已又转卖了。然后瑞士媒体铺天盖地地报道着，一桩接一桩。

是中国人经营不好？还是中西文化差异？亦或是中西思维不同？为什么好端端一次交易就这么难成功？

所以我们瑞士中国人社区就专门请来三位顶级专家为我们解惑。

信息在无意中会带来商机和无限的可能。

所以我们希望您因此从中受益，从中受益！



## 专题公益讲座：中瑞产业合作、并购与展望

时间：2019年5月20日，星期一，17:30 -21:00

地点：Zentrum „Karl der Grosse“, Kirchgasse 14, 8001 Zürich  
电车4路、5路到„Helmhaus“车站下车

嘉宾：

**Dr. Felix W. Egli, LL.M., Attorney at Law, Partner, VISCHER AG**

**Lukas Züst, LL.M. , Attorney at Law, Counsel, VISCHER AG**

**Markus Prandini, PhD, Professor for International Business**

语言：英文

费用：15.00 CHF

着装：正装

报名：<https://forms.gle/5U8AwydEPotypuSx7>

主讲题目：

《中国在瑞士的并购项目—如何成功完成？》

众所周知，在过去的10年中，中国投资者在收购瑞士公司方面积累了丰富的经验。诸如中国化工集团收购先正达、海航收购瑞士航空服务公司和瑞士航空配餐及服务供应商 Gategroup 等重大交易。此外，中国投资方还成功完成了大量对中小型瑞士公司的收购案。与此同时，中国投资方发起的许多并购项目也因各种原因而被中止。这些中瑞并购项目成功或失败背后的原因到底是什么？有力的法律支持和公司财务管理又能如何增加中国投资方在瑞士并购项目中取得成功的机会？欢迎您与来自 VISCHER AG 的专家——律师 Felix Egli 先生和公证人 Lukas Züst 先生，一起来深入探讨相关问题。

《中国的创新：瑞士公司如何被中国创新生态系统所启发》

长期以来，中国一直被称为全球经济的制造平台。凭借“用60%的价格提供80%的质量”的商业模式，中国公司在许多行业中已经实现了40%或更高的全球市场份额。中国商业模式的一部分是对西方企业的产品、服务和技术进行复制、模仿和调整。但随着向一个成熟的经济体转变，中国经济必须通过向价值链上游移动来保持进一步的增长。因此，目前中国经济正经历着从投资和出口驱动转变为以消费和创新为导向的模式。在公司层面，创新成为在竞争越来越激烈的环境中取得成功的关键。目前，中国已经达到了客户和效率驱动创新的高水准。创新的中国商业模式已迅速传播，并将影响西方的公司与经济。此次演讲旨在向与会者介绍中国创新的现状，并展示瑞士公司如何利用中国的商业环境进行其自身的研发与创新活动。

主办单位：瑞士中国人社区

瑞士中国人社区在平等互利的基础上，团结华侨华人一起开展公益性事业，其宗旨是促进在瑞士的华侨华人早日融入当地社会，加强与瑞士政界、商界、金融保险行业、文化教育以及社会各界的联系与沟通。



瑞士中国人社区  
Chinese Community in Switzerland  
www.chcch.ch info@chcch.ch

## **Seminar: Chinese M&A projects in Switzerland and Innovation made by China**

**Time: Mo. 20th Mai 2019 at 17:30**

**Place: Zentrum „Karl der Grosse“, Kirchgasse 14, 8001 Zürich**

Speakers:

**Dr. Felix W. Egli**, LL.M., Attorney at Law, Partner, VISCHER AG

**Lukas Züst**, LL.M. , Attorney at Law, Counsel, VISCHER AG

**Markus Prandini**, PhD, Professor for International Business

Language: **English**

Cost: **15.00 CHF**

Dress Code: Business casual

Registration:

<https://forms.gle/5U8AwydEPotypuSx7>

Topics:

Chinese M&A projects in Switzerland – How are they successfully completed?

Over the last decade, Chinese investors have gained extensive experience in the acquisition of Swiss companies. Major transactions such as the acquisition of Syngenta by ChemChina or the purchase of Swissport and Gategroup by HNA are well-known. In addition, there is a big number of small and mid-sized acquisitions of Swiss companies by Chinese buyers that have been successfully closed. On the other hand, many M&A projects initiated by Chinese investors have been aborted for various reasons. What are the reasons why Sino-Swiss M&A project succeed or fail, respectively? How can competent legal and corporate finance support increase the chance of the Chinese buyer to succeed in a Swiss M&A project? Discuss these and many other questions in a panel discussion with the experts Felix Egli and Lukas Züst of VISCHER AG – lawyers and notaries.

Innovation made by China – How Swiss companies can get inspired by the Chinese innovation ecosystem.

China has long been known as the workbench for the global economy. With the business model „80% of quality for 60% of price“ Chinese companies have achieved a global market share of 40 percent or more in many industries. Part of Chinese business has been copying, imitating and adapting products, services and technologies of Western enterprises. Having matured as an economy, China needs to move up the value chain in order to sustain further growth. The Chinese economy is therefore currently changing from an investment and export driven to a consumption and innovation-oriented model. On company level, innovation becomes the key to succeed in an ever-increasing competitive environment. Currently, China has already achieved a high capacity level in customer and efficiency driven innovation. Innovative Chinese business models spread quickly, and will also impact Western companies and economies. The speech introduces the participants to the current status of Chinese innovation and shows how Swiss companies can make use of the Chinese business environment for their own R&D and innovation activities.

**Organizer:**

The Chinese Community in Switzerland (cHcch.ch) is a non-profit, non-political, and religiously neutral association, with the objective to help Chinese integrate into Swiss society, to promote the exchange of economy, culture, science and technology between China and Switzerland and to enrich communication among Chinese in Switzerland.



## VISCHER



### **Felix W. Egli**

Dr., LL.M

Attorney at Law

Partner

**Languages:** German, English, French, Italian

### **General**

Felix W. Egli mainly practices in the areas of mergers & acquisitions and corporate finance and advises on all aspects of corporate and commercial law. As Swiss counsel to large industrial groups he has extensive experience in cross-border M&A transactions, equity related capital market transactions (recognized by the SIX Swiss Exchange as representative of issuers), international commercial contracts, corporate governance and related issues. He headed the VISCHER China desk from 2011-2016.

### **Practice Areas**

Banking Law, Capital Markets, China Desk, Commercial Law, Corporate and Commercial, Corporate Governance, Financing, M&A, Private Equity, Private International Law, Stock Exchange Law, Venture Capital



## VISCHER



**Dr. Felix W. Egli**

博士，法学硕士

律师

合伙人

语言：德语，英语，法语，意大利语

### 背景简介

Dr. Felix W. Egli 主要专注于并购与公司财务方面的业务，并就公司法和商法的各相关领域提供建议。作为大型工业集团的瑞士法律顾问，他在跨境并购交易、股权资本市场交易（被瑞士证券交易所认可为发行人代表）、国际商务合同、公司治理等相关问题方面拥有丰富经验。他在 2011 至 2016 年间领导了 VISCHER 中国业务。

### 专业领域

银行法、资本市场、中国业务、商法、公司和商业、公司治理、融资、并购、私募股权、国际私法、证券交易法及风险投资



## VISCHER



### **Lukas Züst**

LL.M.

Attorney at Law

Counsel

**Languages:** German, English, Mandarin Chinese

### **General**

Lukas Züst mainly practices in the areas of direct investments, transactions (mergers & acquisitions) and trade from Switzerland to China and from China to Switzerland, respectively. He has been practicing in these fields since 2007 and is familiar with the relevant dos and don'ts. He worked for four and a half years for an international law firm in Shanghai after having supplemented his Swiss legal education by a post-graduate Master of Laws (LL.M.) at the National University of Singapore and East China University of Political Science and Law, Shanghai. He speaks German, English and Chinese (Mandarin). He is the head of the VISCHER China desk.

### **Practice Areas**

China Desk, Commercial Law, Corporate and Commercial, Financing, Immigration, Location Planning, M&A, Private Equity, Private International Law, Venture Capital



## VISCHER



### Lukas Züst

法学硕士

律师

法律顾问

语言：德语，英语，中文（普通话）

### 背景简介

Lukas Züst 专注于直接投资、交易（并购）以及中瑞贸易相关领域的业务。自 2007 年以来，他一直在这些领域执业并积累了大量实践经验。在完成瑞士法的学习后，他继续在新加坡国立大学和位于中国上海的华东政法大学学习，并获得法学硕士学位（LL.M.）。随后，他在上海的一家国际律师事务所工作了四年半的时间。他说德语、英语和中文（普通话）。目前他是 VISCHER 中国业务的负责人。

### 专业领域

中国业务、商业法、公司和商业、融资、移民、选址规划、并购、私募股权、国际私法及风险投资



## About VISCHER

[www.vischer.com](http://www.vischer.com)

We effectively support our clients in a solution-oriented manner in legal, tax and regulatory matters. Our lawyers, tax experts and notaries are organized in the specialist practice teams such as Antitrust and competition, Aviation, Banking and Finance, China Desk and other 25 teams, each led by an experienced partner. This enables us to individually tailor our services to meet the requirements of the individual project in the most effective manner. Our offices are located in Zurich and Basel, the two largest business centers of Switzerland. Independence is a key factor for the optimal protection of client interests. We therefore put great value on a very high conflict of interest standard that is no longer obvious in the international legal industry. In order to also remain independent in transborder transactions, we have built up our own global network of foreign law firms enabling us to select our foreign attorneys based exclusively on the requirements of the individual mandates and without having to take into consideration the instructions of a law firm group or a network organization.

## 关于 VISCHER

[www.vischer.com](http://www.vischer.com)

我们通过法律、税务和监管方面提供解决方案以有效支持客户。我们的律师、税务专家和公证人在反垄断和竞争、航空、银行和金融、中国业务等 29 个领域中组建专业团队，并保证每个团队均由经验丰富的合伙人领导。这使我们能够以最有效的方式为客户提供最合适的定制服务，以满足每个项目的独特要求。我们在瑞士两个最大的商业中心——苏黎世和巴塞尔，均设有办公室。独立性是为客户利益提供最优保护的关键因素。因此，我们非常重视保持极高的利益冲突标准，即使该标准在当今国际法律行业中已不再明显。为了在跨境交易中保持独立，我们建立了自己的全球律师事务所联系网络，使我们能够完全根据每个项目的要求选择合适的外国律师，而无需考虑法律公司集团或某个网络式组织的指令。





## **Markus Prandini, PhD**

Professor for International Business

### **General**

Markus Prandini is Professor, Researcher and Consultant for International Business. He holds a PhD in Educational and International Management from the University of St. Gallen (HSG). After having gained over ten years of professional experience in the field of management development at various international companies, he entered Zurich University of Applied Sciences (ZHAW Zurich University of Applied Science, Switzerland) to become the founder and program director of the school's bachelor degree program in International Management. After having managed this program for five years, he was appointed as director of the Center for International and Asian Business, which he positioned as a leading institution for Asia related research, continuous education and consulting. Currently Markus Prandini acts as a Visiting Professor at Shenzhen Technology University (SZTU, China) to support the conceptualization and development of the SZTU Business School, the first business university of applied sciences in China.

Through his lecturing, research and consulting activities, Markus Prandini has dedicated his focus on internationalization strategies for SMEs to and from Asia Pacific region, vocational education and training in China well as innovation and entrepreneurship of Chinese start-up companies.



## 马库斯·普朗蒂尼, 博士

国际商务学教授

### 背景简介

Markus Prandini 教授从事国际商务领域的研究与咨询。他拥有圣加仑大学（HSG）的教育和国际管理博士学位。他曾在多家国际公司管理发展领域积累了十多年的专业经验，其后进入苏黎世应用科学大学（瑞士 ZHAW），成为该校国际管理学士学位课程的创始人并出任主任职位。在管理该学位项目五年后，他被任命为国际和亚洲商业中心的主任——他将该中心定位为在亚洲研究领域进行持续教育与咨询的领先机构。目前，Markus Prandini 是深圳科技大学（中国）的客座教授，支持深圳大学商学院的概念化和发展，这是中国第一所应用科学商学院。

通过他的讲座、研究与咨询活动，Markus Prandini 教授将其工作重心转移倾注于支持亚太地区中小企业的国际化战略、中国的职业教育和培训以及中国初创公司的创新与创业上。