

Firm History and Background

FL Regulatory Affairs Consultancy is a leading provider of outsourcing In-house Regulatory and Public Relation consultancy for ICT player in Hong Kong, particularly in business dispute, negotiation, mediation and arbitration. We are a full services and consultancy with expertise in IT, Telecommunications and Media industries in connection with relevant law, regulation and policy. We appreciate to be appointed as the Legal Advisor of the Society of Hong Kong External Telecommunications Services Providers Limited (11th February 2010 ~ 12th February 2011, 10th March 2011 ~ 9th March 2012, 7th June 2012 ~ 6th June 2013, and 7th June 2013 ~ 6th June 2014) and the Committee Member of Telecom and IT Committee Under Hong Kong Centre of Mediation Development Limited.

Our Hong Kong office works closely with our working partners in key business centres, including Beijing, Shanghai, Guangzhou and Taiwan to provide professional and integrated regulatory and legal services to clients doing business in Asia and Mainland China.

Our founding partner, Mr. Felix Leung, served as the members (then representing the telcos) of four advisory committees¹ advising the Hong Kong Special Administrative Region Government on matters relating to the economic and technical regulatory issues in connection with the development of IT, telecommunications, and media in Hong Kong. In his 15-year working exposure served with listed and international firms, he has extensive experience in negotiation with regulatory and law enforcement bodies. Besides, he has managed and led a dozen of large-scale projects and business and legal disputes between telcos and the Authority, such as asking the Authority for the Determination on the interconnection charges between fixed and mobile network operators, the cases of judicial review against the Authority, and the cases of defamation, copyright, competition and media law.

Our professional associates and team members who specialize in corporate M&A, securities law & code of practice, intellectual property, cyberlaw, media law and public law in different jurisdictions. They have extensive experience in dealing with the Authority and international giants on technology disputes and

complex licensing management.

Remarks

1. The Member of OFTA's Regulatory Affairs Advisory Committee: Oct-2008 ~ Sep-2010

The Member of OFTA's Telecommunications Numbering Advisory Committee: Oct-2007 ~ Sep-2010

The Member of OFTA's Telecommunications Standards Advisory Committee: Apr-2008 ~ Sep-2010

The Member and Sub-group member of the Tripartite Forum for Formulation of Code of Practice for online copyright infringement: Starting from Sep-2008

Collaborating with relevant bureau and departments, such as OFTA, Police, HKIX on the formulation and implementation of contingency plans and drills for the Olympic Equestrian Events and the Paralympic Equestrian Events 2008

Service Package of FLRAC for ETS Member

One-off SBO Licence Application Plan (HK\$7,000)

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| <p>1. Assisting the Client to apply a SBO licence:</p> <p>(a) Providing Business Advice to top management of the Client for preparation (requirement and relevant information) of application for the SBO licence;</p> <p>(b) Assisting the Client to fill the application form and submit the application to OFCA</p> |
| <p>2. One-Day On-site Corporate Seminar (2-hour) (within 10 persons):</p> <p>Including the topics below</p> <p>(a) Overview of telecommunications laws and regulation in Hong Kong;</p> <p>(b) Sales and marketing materials and operation flow related laws and regulations of Hong Kong;</p> <p>(c) Misleading / Misrepresentation and related laws and regulations of Hong Kong</p> |
| <p><u>Remarks</u></p> <p>1. All Consultancy Fee are quoted in Hong Kong Dollar.</p> <p>2. All Consultancy Fee are quoted exclude from all statutory fees and disbursements and applicable taxes, and external legal fee for seeking external legal advice and action and litigation and proceedings, and external consultancy services fees.</p> <p>3. All Consultancy Fee are quoted exclude from all rental for corporate training and disbursements.</p> |

One-off Corporate Plan (HK\$8,000)

3. Revision of current sales and marketing materials:

- (c) Internal discussion with top management of the Client and their internal departments on current (i) sales and marketing materials and (ii) sales operation flow;
- (d) Providing **Business Advice** to top management of the Client and their internal departments on current (i) sales and marketing materials and (ii) sales operation flow whether comply with the laws and regulations of Hong Kong;
- (e) Revising current (i) sales and marketing materials and (ii) sales operation flow to comply with the laws and regulations of Hong Kong

4. One-Day On-site Corporate Seminar (5-hour) (within 10 persons):

Including the topics below

- (d) Agreements with business partners and customers;
- (e) Sales and marketing materials and operation flow related laws and regulations of Hong Kong;
- (f) Misleading / Misrepresentation and related laws and regulations of Hong Kong

Remarks

- 4. All Consultancy Fee are quoted in Hong Kong Dollar.
- 5. All Consultancy Fee are quoted exclude from all statutory fees and disbursements and applicable taxes, and external legal fee for seeking external legal advice and action and litigation and proceedings, and external consultancy services fees.
- 6. All Consultancy Fee are quoted exclude from all rental for corporate training and disbursements.

Annual Corporate Plan A (HK\$19,000)

1. In-house Regulatory and Business Consultancy:

- (a) Providing **Business Advice** to top management of the Client and their internal departments on
- (i) urgent regulatory & legal matters (under Hong Kong jurisdiction);
 - (ii) general regulatory & legal matters (under Hong Kong jurisdiction);
 - (iii) mediation and arbitration matters

2. Revision of current sales and marketing materials:

- (a) Internal discussion with top management of the Client and their internal departments on current (i) sales and marketing materials and (ii) sales operation flow;
- (b) Providing **Business Advice** to top management of the Client and their internal departments on current (i) sales and marketing materials and (ii) sales operation flow whether comply with the laws and regulations of Hong Kong;
- (c) Revising current (i) sales and marketing materials and (ii) sales operation flow to comply with the laws and regulations of Hong Kong

3. On-site Corporate Training and Seminar (within 10 persons):

Including the topics below

- (a) Business dispute and Consumer handling training courses (1.5 hours);
- (b) Sales and marketing materials and operation flow related laws and regulations of Hong Kong (1.5 hours);
- (c) Agreements with business partners and customers (1.5 hours);
- (d) Labour and Human resources and related laws and regulations of Hong Kong (1.5 hours);
- (e) Misleading / Misrepresentation and related laws and regulations of Hong Kong (1.5 hours);
- (f) Copyright and Trade marks (1.5 hours);
- (g) Defamation on the Internet (1.5 hours);
- (h) Protection of person data and data privacy (1.5 hours)

4. Intellectual Property Rights Management:

- (a) Intellectual Property Rights include Copyright, Patents, Registered Trade Marks, Registered Designs, Trade Secrets;
- (b) Consultation on registration for intellectual property rights (excluding opposition

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| <p>and objection actions) and relevant regulations & law;</p> <p>(c) Providing Business Advice on opposition and objection actions to on registration for intellectual property rights</p> |
| <p>5. Contract and Management:</p> <p>(a) Review of business contract and agreement (total 12 sets);</p> <p>(b) Draft of business contract and agreement (total 5 sets)</p> |
| <p><u>Remarks</u></p> <ol style="list-style-type: none"> 1. All Consultancy Fee are quoted in Hong Kong Dollar. 2. All Consultancy Fee are quoted exclude from all statutory fees and disbursements and applicable taxes, and external legal fee for seeking external legal advice and action and litigation and proceedings, and external consultancy services fees. 3. All Consultancy Fee are quoted exclude from all rental for corporate training and disbursements. |

Annual Corporate Plan B (HK\$35,000)

1. In-house Regulatory and Business Consultancy:

- (a) Providing **Business Advice** to top management of the Client and their internal departments on
 - (i) urgent regulatory & legal matters (under Hong Kong jurisdiction);
 - (ii) general regulatory & legal matters (under Hong Kong jurisdiction);
 - (iii) mediation and arbitration matters;
 - (iv) cases of Small Claims Tribunal / Magistrates' Court / District Court / High Court / Government Departments;
 - (v) marketing analysis and Feasibility study;
 - (vi) internal Control and Assessment (e.g. internal/regular procedure and flow, working menu, handling procedure in urgent cases);
 - (vii) Risk management and Assessment (e.g. prevention of bribery, money laundering)
- (b) Being the Client's representative to negotiate with third party;
- (c) Being the Client's representative to mediate (in mediation session) with third party

2. In-house Public Relations Consultancy:

- (a) Being the Client's representative to handle and issue information to the public and media;
- (b) Formulate the strategy and relation to the public and media;
- (c) Preparing the information and document/declaration to the public and media

3. Revision of current sales and marketing materials:

- (a) Internal discussion with top management of the Client and their internal departments on current (i) sales and marketing materials and (ii) sales operation flow;
- (b) Providing **Business Advice** to top management of the Client and their internal departments on current (i) sales and marketing materials and (ii) sales operation flow whether comply with the laws and regulations of Hong Kong;
- (c) Revising current (i) sales and marketing materials and (ii) sales operation flow to comply with the laws and regulations of Hong Kong

4. On-site Corporate Training and Seminar (within 15 persons): Including the topics below

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| <ul style="list-style-type: none"> (a) Business dispute and Consumer handling training courses (1.5 hours); (b) Sales and marketing materials and operation flow related laws and regulations of Hong Kong(1.5 hours); (c) Agreements with business partners and customers (1.5 hours); (d) Labour and Human resources and related laws and regulations of Hong Kong (1.5 hours); (e) Misleading / Misrepresentation and related laws and regulations of Hong Kong (1.5 hours); (f) Copyright and Trade marks (1.5 hours); (g) Defamation on the Internet (1.5 hours); (h) Protection of person data and data privacy (1.5 hours) |
| <p>5. Intellectual Property Rights Management:</p> <ul style="list-style-type: none"> (a) Intellectual Property Rights include Copyright, Patents, Registered Trade Marks, Registered Designs, Trade Secrets; (b) Consultation on registration for intellectual property rights (excluding opposition and objection actions) and relevant regulations & law; (c) Providing Business Advice on opposition and objection actions to on registration for intellectual property rights |
| <p>6. Contract and Management:</p> <ul style="list-style-type: none"> (a) Review of business contract and agreement (unlimited); (b) Draft of business contract and agreement (unlimited) |
| <p><u>Remarks</u></p> <ol style="list-style-type: none"> 1. All Consultancy Fee are quoted in Hong Kong Dollar. 2. All Consultancy Fee are quoted exclude from all statutory fees and disbursements and applicable taxes, and external legal fee for seeking external legal advice and action and litigation and proceedings, and external consultancy services fees. 3. All Consultancy Fee are quoted exclude from all rental for corporate training and disbursements. |

