







## MEDIATOR INFORMATION

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| <b>NGUYEN PHUONG TRINH</b> <i>(Ms.)</i>  |   |  |
|   | Founder/Managing partner   TRINH NGUYEN & PARTNERS  |   |
|   | OSC Building 08 Nguyen Hue, Boulevard Suite 4, District Dist.1, HCMC, Vietnam   |   |
|   | <a href="mailto:Trinh.nguyen@tnp-law.com">Trinh.nguyen@tnp-law.com</a> or <a href="mailto:tnplawbiz@gmail.com">tnplawbiz@gmail.com</a>              |   |
|   | Lawyer  |   |
|  | Languages: English, Vietnamese  |   |
| <b><u>Education &amp; Qualifications</u></b>                                       |   |   |
| 1993   | BA (Ho Chi Minh-university)   |   |
| 1995   | LLB (Ho Chi Minh-university)  |   |
| 1998   | B. Sc (International Studies-Hanoi University)  |   |
| 2003   | LLM (Advanced) (University of Queensland)   |   |
| 2002 - 2004  | Obtained credits toward the admission to the Supreme Court of Victoria Admission and licensed to practice as an advocate and solicitor in Australia |   |
| 2016   | Attended extensive mediation training course and awarded certificate of an accredited mediator by Australian Dispute Center                         |   |
| 2/2017   | Completed award writing course and took the exam to complete the CIArb pathway. ➤ Attended CIArb Arbitration Diploma Course                         |   |
|  | Completed Advanced Training in Paris by ISCID-CEDR-Energy Charter Treaty-UNCITRAL for Investment Disputes Mediation                                 |   |

Attained Membership level at the Chartered Institute of Arbitrators (CI Arb with worldwide recognition)

**Work history**

**1. TRINH NGUYEN & PARTNERS (October 2007- present) – Founder/Managing partner**

- Consulted large Vietnamese corporations in their transactions with multi-national companies on contractual issues, construction bidding nominee arrangement or vice versa. I have secured the following clients and lead the team to work on the following projects in oil and gas industry and other various industries. As inferred below, in dealing with the mentioned matters, I have possessed and enhanced a wide range of skills relating to researching, legal reasoning drafting and negotiating and coordinating/leading and coaching the team. The subsequent matters involve knowledges on general corporate governance, contractual issues in general and in specified areas of oil and gas both downstream and upstream. Those skills and knowledge could be translated to apply to other relating fields such as mining and construction, real estates. Above all, my experience on investment onward advisory and strategy advisory would enable me to understand the general corporate matters in other jurisdictions where my clients come from.
- Advise Murphy Oil on strategy building for their plan to expand the operation in Vietnam in preparation for the exploration activities,
- Advise Petro Vietnam on the strategy building and implementation of their plan to transfer their shares in one of a large refinery plant and the control mechanism pending the effect of the transaction;
- Advise the largest Thai national State oil company on the pre-emptive rights/first rights of refusal of a state own enterprise in an existing exploration project;
- Reviewing and advise issues relating to a Product Sharing Contract (PSC), Joint Operating Agreement (JOA), Joint Development Agreement (JDA).
- Advising transaction procedures for the sale of interests in an upstream project;
- Advising an inward investment strategy and investment and corporate structure for Interchem, a larger oil Petrochemical supplier for oil refinery plants in Vietnam.
- Advise Access world, a multinational company with offices in various countries and regions to set up their presence in Vietnam and assist them with corporate governance and employment compliance as well as reviewing leasing contract and agency contract;

- Advising the Board of Saigon Coop, the largest retail chain with over 18,000 employees through Vietnam in modernizing its logistic system and constructing the bidding documents and template agreement in preparation of this reform project led by its CEO and Chairman of the board. The services involving working with Australian consultant whose advisory work involve Woolworth in Australia to review the Request for tender and tender documents.
- Current practice areas focusing on construction/infrastructure projects and real estate whereby I have represented large international and national developers, construction companies, engineering consulting companies in both, the front end and back end of construction laws.
- Worked in conjunction with Herbert Smith Freehills to provide consultation to Petro Vietnam on an offtake agreement with one of the largest and most modern partially foreign owned refineries in Vietnam.
- Advised a large player in Petrochemical industry in restructuring its business model and provide contractual advisory,
- Advised construction/infrastructure projects including (i) Saigon M&C Tower project, the second tallest building in Ho Chi Minh City, project worth US\$700 million; (ii) the Vietcombank Tower project, one of the first landmark buildings along the Saigon river; (iii) several buildings owned by Saigon Commercial Bank located in various provinces across Vietnam; (iv) master-planning and constructing multiple complex buildings in a prime location in Ho Chi Minh City; (v) assisting a reputed developer in one of the largest development projects in Vietnam
- Advised major players in construction industry in Vietnam such as: Arup Ove & Partners; China State Engineering and Construction, Ong & Ong Architect; Duffill Watt, CPG International;
- Provided corporate and contractual and good governance advice and assisted foreign clients in electing suitable business structures/vehicles for their business building legal strategy for clients' long-term business plans within Vietnam or with Vietnam.
- Prior experience relating to investment structure advisory includes work done for (i) V-ship, a shipping company with 850 offices across the continents; (ii) Schlumberger; (iii) Pentago International Ltd; (iv) My Securities Overseas, a subsidiary of CIG group which is a top ten investment Bank in Russia in its acquisition of equity in Vietnam; (v) Vietnam USA Association Group, Australian Vietnamese International school system in its business investment plan; (vi) Thanh Nien Newspaper in its plan for development of new headquarter; (vii) Century 21 joint stock company in its real estate development plan and

cooperation discussions with (the then) Lehman Brothers; (viii) Speedmark and Princetonhall, the largest logistics companies with numerous offices in the world in a transaction acquiring the equity in a logistics company in Vietnam; (ix) Getz Bros in a transaction to acquire a large chain of medicare stores national wide.

- Acted as counsel in the arbitration proceedings with respect to disputes arisen from complex commercial transaction valued at multi-million dollars; defending a complicated commercial and contractual claim by one of the largest cosmetic company in the world.
- Acted as counsel for one of the largest joint-venture petroleum company in Vietnam in an international arbitration arising from non-performance of the contract and multi-million USD dollars claims for variations in a sea-based construction and successfully reached a satisfactory settlement.

### ***Achievements:***

- Continued to gain considerable experience in specialised practice areas and recognition from the clients and legal community in Vietnam and internationally.
- Developed reputation of a boutique law firm with international standard.
- Contributed to the public cause through professional activities to promote the Continued Professional Development for lawyers and to conduct research on the sovereignty of Vietnam with the view to support the position of the government of Vietnam against the illegal installation of oil rigs in the EEZ of Vietnam by China.
- Helped to raise the profile of Vietnamese professionals among the international legal communities and gain recognition from international legal profession associations evidenced by being elected as the Vice Chair of Cross Border Investment Committee, the largest and most active committees within IPBA.

### **2. LUATVIET-ADVOCATES AND SOLICITORS-PARTNER-July 2005- August 2007**

- Joined LuatViet law firm as a partner in charge of corporate practice of the firm. Taking care of important clients account of the firm such as Coca Cola, Thyssen Krupp (Germany), Blue Scope Steel (Australia).
- Built-up the firm construction practice, which was growing strong during my time with LuatViet.
- Oversaw high profile matters in construction front end and back end.
- Advised and drafted a series of multi-million dollars contracts for equipment purchase and installation for the biggest cement company in Vietnam.
- Drafted agreement for submarine cable projects for EVN, contractual disputes between an oil contractor and Petrol Vietnam; advising on an equipment procurement contract for

a high-tech lab Saigon Hi Tech Park; overseeing numerous drafting assignments on retainer basis for a Blue Scope Building, large steel- construction Australia Group.

- Together with the Managing Partner, set the firm direction and extended its international network to the UK and other countries.

***Achievements:***

- Gained considerable experience in specialised practice areas and recognition from the clients and the legal community in Vietnam.

**3. PHILLIPS FOX-- SOLICITOR-- MELBOURNE OFFICE- from September--31 October 2004 VIETNAM OFFICE (November 2004- June 2005)**

- Worked on projects across the industries (Education- Banking- Hotel- Manufacturing).
- Advised on various matters in relation to foreign investment in Vietnam.
- Worked on various projects including advising on building disputes; Reviewing Alliance Agreement for oil companies; Reviewing firm precedent-standard provisions; Advising on potential breach of restraint and confidentiality clauses; Reviewing firm precedent-Due Diligence Rules; Reviewing the enforceability of a drag-along clause on minority shareholders and the remedies in the context of possible oppression; Researching the standing and eligibility for voting at a shareholder meeting where the shareholders entered into a settlement agreement with the company to convert its equity capital into debts.

***Achievements:***

- Through hand-on experience while dealing with a number of complex matters across industries (Education- Banking- Hotel- Manufacturing) I gained opportunity to re-acquaint Vietnamese laws. I have enhanced my communication and drafting skills through lots of client interaction, and a number of drafting exercises. Having participated in legal negotiation and assisted clients in arriving at commercial legal solutions, I enhanced my negotiation skills and business judgment.

**4. FREEHILLS (Ho Chi Minh City Office-Brisbane Office)**

(Trainee Lawyer – Sept 1996 -December1999-Jan 2000-Feb 2002- clerk at Brisbane office)

- Assisted partners and senior lawyers in drafting correspondence with clients, preparation of legal advice, performing of legal research on various topics, liaison with Government Officials, assisting in the preparation of Client Newsletters, reviewing and updating the Vietnam Law section for CCH regarding International Securities Regulations.

- Under partner's supervision, assisted clients with pre-licensing and post-licensing/compliance issues. Performing legal research on various issues regarding Liquidation and various labour issues; Acquisition of interests in foreign invested enterprises; Banking and Financing law: issues such as project financing; providing legal advice to the State of Vietnam for proposed draft legislation relative to foreign loans and security measurement; researching for writing the articles on Vietnamese security issues Equitization program, Stock market in the publications called International Securities Regulations -OCEANA published in New York Telecommunication and power, water projects.
- Assisted partners in drafting of documentation for the Construction/Operation/Transfer of a major power project; Researching and under partner's supervision, drafting advice on tender issues.

***Achievements:***

- Developed drafting skills through various significant and comprehensive drafting assignments; Comprehended and grasped legal issues and applied to the given facts to arrive commercial legal situation; improved my ability to identify and address legal issues; Enhanced communication skills and gained confidence in client interaction under partner supervision.

**5. RUSSIN & VECCHI (Ho Chi Minh City)**

Paralegal - February - September 1996

*RESEARCH TASKS:* Conducted research on a number of matters related to Foreign investment; Tax law; Import/Export Regulations; Security Regulation; Agency and Brokerage

*OTHER TASKS:* Assisted associates and partners in various client matters; Drafted memos to partners and lawyers on various corporate issues; Assembled application dossier for incorporation of FDI enterprises

*ACHIEVEMENTS:* Exposed to the legal practice of an international law firm; Developed knowledge base for further advancement in my law career; Developed analytical mind.

**6. THANH NIEN (YOUTH) NEWSPAPER**

Journalist - January 1994 – February 1996

*TASKS UNDERTAKEN:*

- Reported on Foreign Investment and Foreign Relations matters.

- Travelled within Vietnam and abroad to cover specific newsworthy events e.g. attended and participated in an International Conference on Environment Protection in Berlin; Visited the London Stock Exchange and Lloyds of London to write articles on the stock market and insurance industry for Thanh Nien Newspaper.
- Interviewed head of States and high ranks foreign delegates during their visits to Vietnam to feature the economic relations between Vietnam and foreign countries.
- Reported on the VN-US normalization.
- Reported on the roadmap to get ASEAN membership and other special events.
- Wrote an article titled “What Vietnam will offer and be offered when joining ASEAN?” (Later quoted in a BBC production).
- Practised journalism in Berlin for 3 months while attending a training course for Asian journalists held by International Institute for Journalism.
- Participated in a study tour program in Korea and Austria.
- *ACHIEVEMENTS:*
- Trained to work independently and developed the self-confidence and analytical mind.
- Built networks and maintained regular contacts with the business community and diplomatic delegation.
- Achieved sound knowledge of the local business environment.
- Attained sound communication skills.
- Awarded a scholarship to attend a training course for Asian Advanced Journalists conducted by the International Institute for Journalism in Berlin, March 95-June 95.

### **Membership**

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|------|--|
|      | Vice chair of Cross Border Investment Committee within IPBA (2015-2017) and re-elected for second term |
| 2012 | Immediate Past Director of Pacific International Arbitration Center                                    |
| 2006 | Member of HCMC Bar   |
| 2004 | Admitted to practise at the Supreme Court of Victoria  |

### **Awards**

- Australian Administrative Law Institute Award 2003 - the prize for the Best Essay of the Year for Administrative Law in Victoria, Australia. Sponsored by the Australian

Administrative Law Institute. (Essay discussing effect of ouster clause employed by Australian Government to curtail the judicial powering refugees' cases were referred to AALI for publication at Australian Administrative Law Journal)

- Awarded a scholarship funded by Mr. Chuck Feeney/the Atlantic Philanthropy, jointly administered by the University of Queensland and Vietnamese National Universities pursuing LLM (Advanced) degree (Feb. 2000- March 2002)
- Awarded a scholarship by the International Institute for Journalism in Berlin to attend training and practice course for advanced journalists in Asia and Africa in Berlin covering the 2nd World Conference on Climate Change in Berlin. (March-June 1995)
- Received an invitation from the UK Government to visit London Stock Exchange, BBC head quarter (June 1995)

### **Speaking Engagements**

- Acting as Presiding Arbitrator in semi-final national round FDI Moot and as a member of arbitral tribunal for Final Round of FDI MOOT in July 2018 choosing the National Moot team going to compete at Regional Round of this global FDI MOOT in Korea in August 2018.
- Designed the session topic and be involved in organization of the panel as well as spoke at annual IPBA conference on the trend of Business Human Rights Due Diligence as per UN Principle guidelines on Business Human Rights Due Diligence applicable and become national laws in several jurisdiction such as France, Switzerland on March 2018 in Manila.
- Co-organised with IBA-APAG- first upcoming IBA training conference Commercial and Investment Arbitration.
- Chaired a panel discussion and presented legal issues impacting downstream and refinery industry in Vietnam at the Petrochemical and Refinery Summit in Hanoi.
- ➤ Chaired a panel discussion on International Investment and Environment Compliance and Concerns and risks for ISDS claims in April 2017 annual conference held by Inter-Pacific Bar Association in Auckland, New Zealand.
- Chaired a panel discussion on Investment Arbitration – what to be prepared in the context of TPPA would be signed in near future at April 2016 annual conference held by Inter-Pacific Bar Association in Kuala Lumpur, Malaysia on Investment Arbitration.
- Acted as a judge for the final round of a moot court on Investment Arbitration at Faculty of Law at Foreign Trade University.in Hanoi in 2016.

- Acted as a judge at the semi-final Moot court on VN-EU FTA Investment arbitration and delivered a talk at the Investment Arbitration Training course for law university lecturers.
- Spoke at a conference held by Construction Law Society in Singapore in October 2015 on the allocation of risks in infrastructure projects.
- Spoke at the 2015 annual conference held in Hong Kong by Inter-Pacific Bar Association on corporate law and investment law reforms in Vietnam.
- Spoke at a conference held by Ministry of Justice of Vietnam in Ha noi on Mediation in Australia and recommendation for a legal framework for mediation Vietnam on 22 October 2014.
- Spoke at the Law Asia conference in 2014- Triangle Investment Asia-Latin American-North America in Vancouver.
- Spoke at the Law Asia Employment conference in Siem Riep 2013 on Non-Competition and Restraint of Trade: A Comparative Regional Perspective.
- Chaired the Bridge and Tunnel summit in 2014 in Vietnam.
- Spoke at IPPA conference in 2013 in Seoul- Dealing with foreign ownership constraints.
- Spoke on a conference held by Ministry of Justice of Vietnam in 2012 in Do Son and Nha Trang on the challenges and opportunities of Vietnamese lawyer.
- Spoke at the Law Asia conference in Seoul 2011-in law firm management- how domestic law firm survive and develop in the trend of globalisation.
- Spoke at Law Asia Employment in Hong Kong September 2010-Labour laws- foreign workers in Vietnam- Rights and obligations.
- Spoke at Annual Law Asia conference in 2009 on the law firm practice.

### **Lectures & Publication**

- Being a visiting instructor at Judicial Academy –providing lectures on lawyers’ skills for law graduates attending practical training course; Presentation to students/GES scholarship holders on consultation skills and career orientation
- Worked together with other prominent lawyers to comment on drafts of various laws and legislation, some of which were passed in the past few years such as Law on Lawyers while others are still in the debate, such as law on Enterprises and Investment Law, Decree on Mediation, Civil Code and Civil Procedure Code
- Authoring a series of articles on Thanh Nien Newspaper on the laws and legislation, some of which were passed in the past few years such as Law on Lawyers while others are still in the debate, such as Law on Enterprises and Investment Law, Decree on Mediation, Civil Code and Civil Procedure Code.

- Worked together with other prominent lawyers under the direction of the Vietnam Federal Bar Association in researching Vietnam's legal position to ascertain Vietnam's sovereignty over the Paracel Islands and Spratly Islands.
- Contributed a chapter in Kluwer Law on Commercial Litigation in Vietnam since 2014.
- Authoring a series of articles on Thanh Nien newspaper on the possibilities for Vietnam to take legal action against China to claim the Sovereignty of Vietnam over Paracel Islands and Spratly Islands upon the incident of illegal installation of the HD981 Oil Rig in Vietnam's Exclusive Economic Zone (EEZ).
- Authoring a series of articles on Thanh Nien Newspaper on the freedom of press in Vietnam and the risks that journalists may expose when practising journalism in Vietnam given the current legal framework.
- Impact of social media on Vietnam people's life, pointing out while freedom of expression should be promoted, there should be avenue for people whose reputation is injured by the abuse of media power to initiate defamation lawsuit.
- Submitting proposal to the Ministry of Justice to advocate for the inclusion of professional associations and private law firms or social enterprise founded by experienced lawyers into the process of training lawyers which is now under the monopoly of the Judicial Academy.