







## MEDIATOR INFORMATION

<b>LUONG VAN TRUNG</b> <i>(Mr.)</i>		
	Partner, Lexcomm Vietnam LLC President at Vietnam Institute for International Arbitration (VI Arb)	
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	Law	
	Languages: English, Vietnamese	
<b><u>Practice Areas</u></b>		
<p>Investment, Finance, Stock, Corporate matters, Commercial, M&amp;A, Real Estate &amp; Construction</p> <p>Trung has over 21 years of experience in legal practice related to foreign direct investment, securities and capital transactions, project financing, private equity, commercial and corporate matters, and 6 years of general and investment compliance. His experiences focus on the areas of capital markets and finance, corporate and M&amp;A transaction, real estate and construction, and dispute resolution.</p> <p>Trung is an arbitrator at the Vietnam International Arbitration Centre (VIAC) with a particular focus on investment, finance, real estate &amp; construction, corporate and commercial matters. He has acted as arbitrator in over 50 cases at VIAC.</p> <p>Trung has been nominated as Asia Leading Lawyer 2015-2017 for Banking &amp; Finance, Capital Markets and Dispute Resolution and Asia Market Leading Lawyer 2018-2019 for Banking &amp; Finance, Construction &amp; Real Estate. He has been also recognised as Distinguished Practitioner in Corporate and M&amp;A by the Asialaw Leading Lawyers 2020-2022 and Notable Practitioner by the IFLR100 Asia Pacific 2019-2021.</p>		

## **Education**

1998	Bachelor in Law – Focus: Economic law  Hanoi University of Law
2004 - 2005	Graduate Diploma In Law – Focus: Law  The College of Law (of England & Wales) (renamed The University of Law)

## **Membership of professional organization**

### **Membership**

- Member of Chartered Institute of Arbitrators (MCI Arb);
- Accredited Mediator of Centre for Effective Dispute Resolution (CEDR)

### **Other work**

- International Arbitrator at China International Economic and Trade Arbitration Commission (CIETAC);
- President at Vietnam Institute for International Arbitration (VI Arb);
- Mediator at Vietnam Mediation Centre (VMC), an Accredited Mediator of Centre for Effective Dispute Resolution (CEDR) and an International Accredited Professional Mediator at Japan International Mediation Centre in Kyoto (JIMC-Kyoto);
- Member of Board of Representatives of MB Capital Value Fund (MBVF) managed by MB Capital

## **Professional Experience**

### **Capital Market and Finance**

- Taking part in drafting placement memorandum (prospectus) for two investment funds to raise successfully US\$125 million and subsequently listed on Frankfurt Stock Exchange;
- Working with a leading law firm in the USA and one in Cayman Islands for 4 years on the laws of USA, Germany and Cayman Islands related to forming and operation of 2 funds, their investment manager and 11 SPVs;
- Taking part in drafting placement memorandum (prospectus) for other 5 funds: Media Fund, Smart Money Fund, Distress Asset Fund, Infrastructure Fund and Energy Fund;

- Advising and assisting a local fund management companies on forming 2 member funds of equity and real estate;
- Advising and assisting a MB Capital on forming MB Capital Bond Fund (MBBF) (a mutual fund of fixed income investment);
- Advising and assisting a MB Capital on forming MB Capital Value Fund (MBVF) (a mutual fund of equity investment);
- Reviewing custodial services agreement and supervisory services agreement with various top foreign banks operating in Vietnam, such as HSBC, Citibank, Deutsche Bank, etc.

### **M&A, Investment and Corporate Matters**

- Acting as lead counsel for Maj Invest, Mekong Capital and two other shareholders in the acquisition of majority stake in Vietnam Australia International School (VAS) by TPG, a private equity firm with more than \$74 billion of assets under management (<https://www.dealstreetasia.com/stories/tpg-to-take-majority-stake-in-vietnam-australia-schoolmekong-capital-maj-exit-68835/>);
- Advising a local company on two private placements: (i) to local shareholders to consolidate assets (issuing shares to acquire assets) and shares of other company (share swap); and (ii) to a foreign investor after the completion of the first private placement. Total transaction value is around US\$6 million;
- Advising a foreign fund on acquiring 28% of equity from a founding member in a local game company and then subscribing total new shares issued by the company to hold 58% of total shares. Total transaction value is around US\$2 million;
- Assisting a Denmark-based fund in selling nearly 30% shares at a local company, including drafting the SPA, reviewing escrow agreement, preparing internal approvals and monitoring the conditions for completion. Total transaction value is around US\$8 million;
- Assisting an international school in private placement to a foreign investor, including advising legal and conducting all necessary procedures and papers for successful registration and capital contribution account opening;
- Advising and preparing the term sheet and draft of the Joint Venture (Shareholder) Agreement for a corporation in Vietnam who was selected to be the first investor in a project of investment and operation of an express way with total estimated investment of US\$780 Million. This is the first project implemented in the form of Public Private

Partnership (PPP) in accordance with Decision No. 71/2010/QĐ-TTg dated 9 November 2009 by the Primer Minister of Vietnam;

### **Dispute Resolutions**

- Having acted as arbitrator in more than 60 disputes at VIAC since May 2014. The disputes are related to M&A, construction, engineering, sales of goods, services, logistics and lease;
- Acting as lead counsel for respondents in a dispute related to M&A and company management at Singapore International Arbitration Center (SIAC) with the value of over US\$38 million;
- Acting as counsel for respondents in a dispute related to M&A in solar energy project at Singapore International Arbitration; Center (SIAC);
- Acting as lead counsel for respondent in a 2 disputes related to off-shore oil construction contract at VIAC with the value of over US\$4 million;
- Acting as lead counsel for respondent in a dispute related to real estate project transfer at VIAC with the value of over US\$2.5 million;
- Acting as lead counsel for respondent in a dispute related to joint venture at VIAC with the value of over US\$38 million;
- Advising and assisting a listed company in confectionary in Bien Hoa in dispute with insurer in a claim of insurance compensation for factory fire with the claim value of over US\$8 Million;
- Acting as legal advisor and defending lawyer in a legal action in relation to payment guarantee obligation for a local leading real estate developer in Ho Chi Minh City with the value in dispute of US\$14 Million;
- Advice and assist a listed company in industrial zone in Long An province in a claim by its contractor for variation work at value of over US\$800,000;
- Advising and assisting a construction company, that is sub-contractor, in Can Tho City in a dispute between its contractor association and the owner of a project financed by German Government with the value in dispute of EUR208,989.64;

### **Speakers & Publications**

- The speaker related to commercial arbitration (case strategy, advocacy skills, selection and working with factual and expert witness, arbitration costs..) in several seminars organised by VIAC and VI Arb;
- Participating in writing textbook and lecturing in advanced courses of arbitration for lawyers, organised by VI Arb;
- “*The Rights of purchasing shares and of setting up shareholding company by foreign investors [in Vietnam]*” in Magazine of Club of Foreign-invested Companies, 2000 (No.: 15, October 2000, dated 10/10/2000, page 13, 14 and 24);
- An interview published on Securities Magazine (Ministry and Planning and Investment of Vietnam) in the title: “*Many investors interested in shares of foreign invested shareholding companies [in Vietnam]*” (No.: 49, dated 10/11/2000, page 21);
- “*Proper Interpretation of the Circular 148/2010/TT-BTC on Anti Money Laundering*” (published on various web-based newspapers);
- “*Integration Gap, from the accusation by Global Witness*” (The Saigontimes, No. 22-2013, dated 30/5/20013);
- “*Lessons from the Contract between Bao Son and Bao Long*” (The Saigontimes, No. 26-2013, dated 27/6/2013);
- “*Bankruptcy of Real Estate Enterprises: Really Scaring?*” (The Saigontimes, No. 28-2013, dated 11/07/2013);
- “*Fiduciary Duties [as a underlying philosophy of business ethics rules]*” (The Saigontimes, No. 33-2013, dated 15/8/2013);
- “*Duties Toward the Money Held on Trust*” (The Saigontimes, No. 34-2013, dated 22/8/2013);
- “*M&A: to avoid the disadvantages in sale of business*” (The Saigontimes, No. 37-2013, dated 12/9/2013);
- “*200 Million Dong and 3 Months*” (The Saigontimes, No. 38-2013, dated 19/9/2013);
- “*M&A: the terms calling for special attention*” (The Saigontimes, No. 45-2013, dated 7/11/2013);
- “*Proportionality Test in State Administration*” (The Saigontimes, No. 2-2014, dated 9/1/2014);

- Discussion on “*Circular 01/2014/TTLT-NHNN-BXD-BTP-BTNMT on mortgaging future residential houses organized*” by VTV9 and broadcasted on 18/6/2014;
- “*Ban on Alcohol Sale: Good but Reasonable or Not?*” on The Saigontimes (No. 30-2014, dated 24/7/2014);
- “*Right to Sale of Mortgaged Asset: Fairer for Borrower*” on The Saigontimes (No. 32-2014, dated 7/8/2014);
- “*Corporate Seal: Child Overreaching Parents Causes Dilemma*” on The Saigontimes (No. 33- 2014, dated 14/8/2014);
- “*Motorbike Restriction: Public Interest and Citizen’s Right*” on The Saigontimes (No. 35-2014, dated 28/8/2014);
- “*The economic consequences caused by the lengthy civil proceedings*” on The Saigontimes (No.22-2015, dated 28/5/2015);
- “*Using Celebrity’s Name and Moral Right*”, authored with Mr. Le Quang Vy, on the Saigontimes (No. 23-2015, dated 4/6/2015);
- “*Equality, Justice and Courts’ Role*”, authored with Mr. Le Quang Vy, on The Saigontimes (No.26-2015, dated 25/6/2015);