



VINH LUU

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OVERVIEW

Prior to setting up and running his own firm, Asia Legal, Vinh is former Head of M&A and Foreign Investment Department of a long-established law firm specializing in legal and advisory services and dispute resolution in Vietnam, with offices in both Vietnam and Singapore.

Vinh also spent several years working for a well-known business law firm, headquartered in Ho Chi Minh City, in a role of Head of Hanoi Office, where he advised on foreign investment, corporate & commercial matters, cross-border mergers & acquisitions, corporate restructurings, property & construction and dispute resolution.

Before taking on the role of the Head of Hanoi Office of the above business law firm, Vinh served for several years as the Senior Manager and Assistant to a major local law firm based in Hanoi. There he managed, supervised and coordinated the legal team. In that role, he provided legal advice in the areas of international trade, cross-border mergers & acquisition, employment and labour, incorporation and foreign direct investment. He also developed and refined the strategic direction and implementation of legal consultancy services.

Key clients of Vinh's include Global Law Group (USA), Yamaha Vietnam, ACS Trading (AEON Group), Marubeni Vietnam, Fecon Group, Hung Hai Group, Lan Chi Group of Companies, PiCO, NEM Fashion Group, Toyo Group, Toto Vietnam, FCC Vietnam, Federal-Mogul Vietnam, GF Machining Solution, Soft Chemical Corporation, Soft Industry Corporation, Matsuo, Alpha Industries Vietnam, Mitsubishi Heavy Industries Ltd, Georg Fischer AG, Jebsen & Jessen Group of Companies in Vietnam, Sumitomo Group, Toyota Vietnam, Vietnam Airlines.

CREDENTIALS

EDUCATION

- LLM, International Trade and Economic Law, University of the West of England (Bristol, UK)
- BA, University of Languages & International Studies (Vietnam National University)
- LLB, Hanoi Law University
- Lawyer Training, Judicial Academy
- Certificate of Attendance, ICC Institute of World Business Law Program of the Institute for the Development of Arbitration Training by ICC International Court of Arbitration
- Associate, Chartered Institute of Arbitrators (UK)
- Accredited Mediator, Center for Effective Dispute Resolution (UK)
- BA, University of Languages & International Studies (Vietnam National University)
- Certificate of Effective Presentation Skill, Art of Communication
- Certificate of Public Relations (Academy of Journalism and Communication)
- Certificate of Fiscal Policy and Public Finance Analysis, (National Project Management Unit, Committee for Financial & Budgetary Affairs of Vietnam National Assembly)

LANGUAGES

- English
- Vietnamese

AREAS OF EXPERTISE

1. Corporate & Commercial
2. Merger & Acquisition
3. Securities & Capital Markets
4. Dispute Resolution
5. Property & Construction
6. Inward Investment
7. International Trade

EXPERIENCES

- Advised the deal structure for Fecon Group to invest in industrial zone projects in Vietnam.
- Advised the deal structure, drafted and finalized the transaction documents, for a local group to invest in a large liquefied natural gas project in Vietnam.
- Advised Toyo Group (Japan) in a joint-venture with Dat Xanh Mien Bac, one of the leading real estate brands in Viet Nam specialized in investment, distribution & leasing service, furniture consultancy.NE
- Advised a Japanese-owned enterprise to acquire 30% shares of a local company mainly engaging in fast food production and distribution.
- Advised a local group to acquire 70% shares in a hospital in Hanoi.

- Advised NEM Fashion Group, a leading and luxurious fashion group in Vietnam to sell 70% of its shares to Stripe International, a Japan-based fashion group.
- Assisted Mobifone to draft and finalize 17 contracts in construction areas, including consultancy contracts, construction contracts, EPC contracts, valuation contracts and security contracts.
- Conducted a comprehensive legal due diligence onto Dai Viet – Dung Quat Cement Project of Central Region Cement JSC, a subsidiary of Vietnam National Cement Industry Corporation.
- Advised and assisted FLC Group, one of the leading real estate investors in Vietnam to work with Accor Group; reviewed and acted on behalf of FLC Group to negotiate terms/ provisions of various agreements for FLC Quy Nhon Beach and Golf Resort, including hotel consultancy services agreement, hotel consultancy services agreement, hotel management agreement.
- Advised and assisted FLC Group, one of the leading real estate investors in Vietnam to work with Mövenpick Group; reviewed and acted on behalf of FLC Group to negotiate terms/ provisions of various contracts for FLC Ha Long Bay Golf Club & Luxury Resort, including marketing & central services agreement, trademark license agreement, hotel management agreement, technical services agreement.
- Advised Lan Chi Group of Companies to sell 51% of its shares to Central Group Thailand.
- Advised a foreign-owned company to acquire 100% shares of a joint stock company owning a jetty in Quang Ninh.
- Advised a foreign-owned company to acquire mining right of two milestone mines with a total land area of approximately 20ha in the North of Vietnam.
- Advised a foreign-owned company to acquire mining right of one milestone mine with a total land area of approximately 15 ha in the North of Vietnam.
- Advised an USA-based company in foreign shareholding and transaction structure for effective control of a local company (Stage 1) and assisted in conducting proposed transaction (Stage 2).
- Acted for a foreign-owned company to acquire a limestone mine with a total land area of 14.8ha in Quang Ninh province.
- Advised and acted for Vietnam Alliance Minerals, a foreign-owned enterprise to acquire 70% equity of a local company, conducted due diligence and prepared the transaction documents for the purpose of equity acquisition.
- Acted as the legal counsel for Hai Dang Minerals JSC in Thanh Hoa Province to transfer an iron ore mine, located in two districts of Thanh Hoa province, with a total land area of 270ha to Fecon Foundation Engineering & Underground Construction JSC.
- Advised and acted for Jebesen & Jessen Group of Companies (a foreign-owned group) in Vietnam to terminate the Premises Rental Contract and claim for deposit and unused rental fee from Phan Hoa Investment and Trading Joint Stock Company.
- Advised and acted for a foreign-owned company to acquire a marble stone mine in Yen Bai Province.
- Advised a foreign-owned company to acquire land for its expansion of the marble stone project in Yen Bai province.
- Acted as the team leader to conduct legal due diligence for re-structuring Song Da Group; assisted the international partner, i.e McKinsey & Company in all legal issues in relation to the project and drafted internal documents including charter, regulations and other documents required for daily operation of Song Da Group.
- Acted as the team leader to review the Shareholder's Agreement between a number of local companies and LGL Commodities Pty Ltd - an Australia headquartered enterprise specializing in the supply of wheat to various wheat producers in the world when such local companies acquired shares of LGL Commodities Pty Ltd.
- Reviewed and provided legal advice to Vietnam Airlines with respect to the Business Service Agreement, Share Transfer Agreement, Shareholder's Agreement, Charter and other related documents between Vietnam Airlines and Qantas Group.

Vinh's recent notable litigation/alternative dispute resolution (ADR) works include:

- Advised and successfully assisted Hong Kong Kingson Company Limited, a China-based company to resolve a real estate dispute with a local company.
- Advised and successfully assisted a Hong Kong invested company to successfully resolve an internal dispute (between shareholders of the company).
- Advised and successfully assisted a local company/ sub-contractor to successfully resolve dispute with the Korea-invested contractor.
- Advised and successfully resolved an international commercial dispute between a Vietnamese client and its partner in Sultanate of Oman.
- Advised and successfully resolved an internal dispute among the owners/ members of Kim Loi Mau Quang Ninh, a foreign-invested enterprise, based in Mong Duong, Quang Ninh, specializing in manufacture of nonferrous metals.
- Advised and successfully resolved an internal dispute among the shareholders of MPS Vietnam Joint Stock Company.
- Advised and successfully resolved a labor dispute between a Taiwan-invested corporation in Vietnam and its 150 employees who are selected to terminate the labor contract as consequence of poor business performance in Vietnam.
- Advised and represented a Singaporean client to successfully resolve an internal dispute between the client, as a shareholder of a foreign-invested company, based in Vietnam, and other shareholders and directors of the company, over the client's shares in the company.
- Advised and acted for Jebsen & Jessen Group of Companies (a foreign-owned group) in Vietnam to successfully resolve a dispute over the Premises Rental Contract with Phan Hoa Investment and Trading Joint Stock Company.
- Advised and successfully resolved a labor dispute between a Japan-invested enterprise in Vietnam and its employees who are sent abroad for training.
- Advised and successfully resolved a labor dispute between Matsuo Vietnam Company Limited (Japan-invested) and its three Managers.
- Advised and successfully resolved a labor dispute on the training expenses between Toyoda Van Moppes Company Limited (Japan-invested) and its employee.

ARTICLES AND PUBLICATION

- E-contract under the laws of Vietnam: Legal validity and concern over its application in practice
- Determining the share value when converting loan into capital
- Increasing the charter capital under the laws of Vietnam - Part 2: Converting debt into capital
- Increase the charter capital under the laws of Vietnam - Part 1: Issuing new shares
- Circular 11/2021/TT-NHNN providing on classification of assets, levels and method of setting up risk provisions, and use of provisions against credit risks in banking activity
- Circular No. 12/2021/TT-NHNN prescribing trading of promissory notes, treasury bills, deposit certificates and bonds
- Is there a future for crypto in Vietnam?
- Conditional business lines in Vietnam - What the foreign investors should be aware of?
- 17 key labor procedures mandatory for employers from 1 January 2021
- Forex trading under the laws of Vietnam

- Legal risks for doing cryptocurrency business in Vietnam without license
- Is use of cryptocurrencies as a payment method prohibited under Vietnamese laws?
- Vietnam Legal Guide: Language in commercial contract with foreign partner
- Condition precedents in M&A transactions in Vietnam
- Vietnam Legal Guide: Writing contract value in VND, converted from USD
- Representations and warranties in a contract