

DFDL Mekong – Vietnam M&A and Corporate credentials

DFDL Mekong and/or the lawyers working with DFDL Mekong have the following experience:

PROJECT	CLIENT	DESCRIPTION OF PROJECT AND DFDL'S INVOLVEMENT
<i>Private Equity</i>	<i>Octis Asset Management Pte Ltd</i>	Advisory on Private Equity Matters Advising a Singapore based asset management company on the setting up of their operation in Vietnam and on various private equity matters (due diligence, drafting of NDA and letter of intent, Share Purchase Agreement, shareholders agreement, etc) in relation with the acquisition of interest in Vietnamese companies.
<i>Openasia Heavy Equipment</i>	<i>Openasia Limited</i>	Disposal of a majority interest in a company specializing in import and distribution of automotive and heavy equipment Advising Openasia Limited on the sale of a majority interest to CFAO in Openasia Heavy Equipment Limited, a group specializing in import and distribution of automotive and heavy equipment for the mining industry. Review, amendment and negotiation of the contractual documentation including SPA, representations and warranties, options agreements, shareholders agreement, etc.
<i>Property Fund</i>	<i>JSM Indochina Property Fund</i>	Advisory on real estate projects Acting as counsel to JSM Indochina Property Fund a UK listed investment fund specializing in real estate for various transactions including legal advice, due diligence work and preparation of purchase contractual documentation.
<i>Investment Fund</i>	<i>Tri Tin International JSC</i>	Advisory on acquisition of interest in local companies Assisting the Vietnam advisory company to Red River Holding and Jade Management Limited (managing over 300 millions USD of assets in Vietnam) on acquisition of interest in State owned and private local companies.
<i>Bio-fuel Project</i>	<i>Jatoil</i>	Acquisition of a majority interest in a bio-fuel project Assisting Jatoil, an Australia-listed investment fund in the acquisition and development of a bio-fuel project in the South of Vietnam.



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<i>Security Company</i>	<i>Owner</i>	Sale of a minority interest in a security and risk management company Assisting the owner of a company specializing in security and risk management in the negotiation of the sale of a minority interest to a leading international security and risk management company.
<i>Joint Venture Project</i>	<i>Japanese shipping company</i>	Joint Venture between a Japanese and a Vietnamese company in the shipping industry Assisting a leading Japanese shipping company in a joint venture project in Vietnam. Preparation of the joint venture and management agreement.
<i>Mining business</i>	<i>Wolkem India</i>	Acquisition of a majority interest in a mining project Advising Wolkem India for the acquisition of a majority interest in a white limestone and tin ore mining exploration and exploitation project. Conducting a legal and regulatory due diligence, reviewing and amending contractual and corporate documentation in relation with the project
<i>Gateway Securities</i>	<i>Thanh Ba Limited</i>	Acquisition of a minority interest in a securities company Assisting Thanh Ba Limited in the joint purchase with Morgan Stanley of an interest in Gateway Securities Limited.
<i>Securities Company</i>	<i>Malaysian Group</i>	Disposal of an interest in a securities company Assisting a Malaysian group in the assignment to a leading Malaysian bank of an equity interest in a securities company.
<i>Vietcombank</i>	<i>World Bank</i>	Restructuring of Vietcombank Advising Vietcombank on its restructuring plan anticipating privatization. Responsible for designing organizational reform options; drafting a charter, sample pledge and mortgage contracts, byelaws, lending regulation and regulation on internal audit .
<i>PetroVietnam – International bonds</i>	<i>The Offerer</i>	Offering of International Bonds Acting as legal counsel to PetroVietnam on the project for offering international bonds at New York Market. Responsible for preparing a due diligence report on the status of PetroVietnam and advising on legal issues relating to the issuance of international bonds.
<i>Aluminum production project</i>	<i>The Purchaser</i>	Acquisition of a minority interest in an aluminium production project Advising an US investor for the acquisition of a minority interest in a bauxite mining and aluminum production project.



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<i>Clean Development Mechanism projects</i>	<i>EDF Trading</i>	Legal due diligence of CDM projects Conducting corporate and legal due diligence for various Clean Development Mechanism Projects for EDF Trading
<i>Mining Projects</i>	<i>Greater Mekong Resources</i>	Acquisition of various mining projects Advising Greater Mekong Resources on the acquisition of various mining projects including due diligence and drafting contractual documentation
<i>Bank Governance</i>	<i>World Bank</i>	Banking Governance - Drafting of a Manual Handbook on Boardroom Practices for Joint Stock Commercial Banks ("JSB") Advising the SBV on the application of international bank governance practices to Vietnamese commercial banks. Responsible for drafting a Manual Handbook on Modern Boardroom Practices for Joint-stock Commercial Banks in Vietnam and providing relevant training.
<i>Bank Governance</i>	<i>Asian Development Bank</i>	Corporatisation and Corporate Governance for equitized State-Owned Enterprises ("SoEs") Advising the State Bank of Vietnam on a project for the improvement of corporate governance practices for equitized SoEs and JSBs. Responsible for developing a Code of Best Practice in Corporate Governance for Vietnam and a model Charter for joint-stock companies and JSBs; and providing extensive advising and training to senior management, CEO and members of board of directors of banks on the model Charter and best practices in corporate governance and, role and duties of members of board of directors.
<i>Hanoi International Hospital</i>	<i>French Investing Group</i>	Acquisition of shares Advising the Group on purchase of shares held by Australian partner in the international hospital joint venture company. Responsible for advising on legal structure for the acquisition; preparing a due diligence report on the status of the joint venture company; and preparing a share sale agreement.