

COMPANY PROFILE

(For specialized purpose)

WIKI LEGAL LLC

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INTRODUCTION

WIKI LEGAL LLC is a Vietnamese law firm that received its first Practice Registration Certificate (No. 01021529/TP/DKHD) from the Hanoi Department of Justice on March 13, 2019. Our firm is dedicated to achieving the following operational objectives:

1. **Professional Legal Consulting:** Providing professional legal services for clients.
2. **Commercial Dispute Resolution:** Supporting the resolution of commercial disputes through advanced, cost-effective methods, with a focus on out-of-court settlements.
3. **Social Objectives:**
 - Participating in the support, training, and development of our team of lawyers in business consultancy.
 - Assisting start-up communities in accessing professional legal services in a cost-optimized manner.

We may not be a long-established firm, but we are proud to have built a solid team of lawyers with extensive experience gained from top Vietnamese law firms and in-house legal roles at prominent corporations in real estate, hospitality, securities, infrastructure, solar energy, finance.

WIKI LEGAL LLC offers high-quality legal advice across various industries, including:

- Real estate, infrastructure, and renewable energy
- Hospitality & Hotel Management
- Finance, banking, and capital mobilization
- M&A and Corporate Restructuring
- Foreign investment
- Labor, Employment & HR Compliance
- Debt settlement consultancy
- Commercial Dispute Resolution

With a practical approach to solving legal matters and a flexible service delivery, we are committed to providing the highest quality and most effective legal services to our valued clients.

On behalf of WIKI LEGAL LLC

Quach Manh Hong
Attorney at Law | Managing Partner

OUR PEOPLE



Mr. Quach Manh Hong

Managing Partner

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Professional background:

Mr. Hong holds a Bachelor of Laws (LLB in Economic Law, 1998) from Hanoi Law University and a Master of Laws (LLM in Business Law, 2008) from Faculty of Law – Hanoi National University.

Memberships:

Mr. Hong is a member of the Vietnam Bar Association since 1998 and has been a Lawyer of the Hanoi Bar Association since 2008.

Mr. Quach Manh Hong is the Managing Partner of WIKI LEGAL LLC, managing and overseeing all legal services of WIKI LEGAL LLC.

With over 22 years of experience in Vietnam, Lawyer Hong specializes in Investment, Infrastructure Projects, Solar, Real Estate, Finance, and Mergers and Acquisitions (M&As). He has also provided extensive consultation to numerous clients on contract negotiations and out-of-court commercial dispute resolutions.

Before founding WIKI LEGAL LLC, Mr. Hong practiced at several prominent law firms in Vietnam and worked with reputable companies in investment, finance, stock, real estate, infrastructure investments (including expressways, urban areas, and industrial zones), and renewable energy projects.

Notable Cases in Finance, Investment, and Dispute Resolution:

With over 22 years of practice, Mr. Hong has provided legal consultation and support to clients in finance, investment, and dispute resolution, handling several notable cases, including:

- A transaction of capital mobilization from Korean investment funds with an investment value of USD 15 million in an unlisted domestic company via the issuance of preference shares.
- A transaction of capital mobilization from England equity fund with an investment value of USD 20 million for the development of 180ha industrial zone project in Hai Duong province.
- A syndicated loan transaction of foreign banks for the Industrial Zone project in Hai Duong province with a loan value of VND 240 billion.
- A transaction of capital mobilization via bonds issuance of an unlisted enterprise with a capital raising value of VND 300 billion.
- A transaction of capital mobilization via bonds issuance with warrants of a domestic listed enterprise with a capital raising value of VND 300 billion.
- M&A transaction of a listed joint stock company on UPCOM with a transaction value of VND 600 billion.
- Auction sale transaction and completion of procedures for replacing the investor of an Industrial Zone project in Hai Duong province with a total value of VND 700 billion.
- M&A transaction for acquisition of a complex seaport project in Quang Ninh province with total value of VND 400 billion.
- M&A transaction for acquisition of an industrial zone project in Hai Duong province with total value of VND 300 billion.

- A transaction of capital mobilization via bonds issuance of an enterprise trading real estate in Khanh Hoa province with a total mobilizing value of VND 6,000 billion.
- Consulting a transaction on debt settlement, acquisition of factory, and land use rights in the Industrial Zone in Long An province being mortgaged at a bank with a transaction value of VND 25 billion.
- M&A transaction to purchase majority shares of a company in Korea in the field of manufacturing plastic materials.
- Consulting for clients to participate in investment and cooperation to renovate and re-operate Dinh Vu polyester plant in Hai Phong city.
- Consulting for clients to re-purchase 02 securities company in Vietnam.
- Consulting for Vietnamese clients in the M&A transaction to purchase 100% shares in a foreign-owned company in the field of blanket and mattress production.
- Giving legal advice for clients to purchase majority shares in a software company in Vietnam.
- Giving legal advice to resolve the dispute over a credit agreement between a cement company in Ninh Binh (the client) and a credit institution relating to the request of overdue debt settlement.
- Giving legal advice on disputes and claim settlement between construction Contractors and Investor during the implementation of the BOT Hanoi-Hai Phong Expressway project.
- Giving legal advice on dispute settlement of share transfer transaction in the solar power plant project in Khanh Hoa.
- Review EPC contract for Nam Phang hydro plant project in Lao Cai province.
- Review, finalize and participate in the contract negotiation of EPC contract for ITS of the BOT Hanoi - Hai phong expressway project.
- Review of the EPC contract for a 170MWp Solar Power Plant in Khanh Hoa province.
- Draft, review and negotiate construction contract in FIDIC form and in-charge of dispute settlement for the BOT Hanoi - Hai Phong expressway project.


Mr. Pham Van Khanh

Partner

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Professional background:

Mr. Khanh holds a Bachelor of Laws (LLB in Economic Law and International Law, 2002) and a Master of Laws (LLM in Civil Law, 2006) from Hanoi Law University.

Memberships:

Mr. Pham Van Khanh has been a Lawyer of the Hanoi Bar Association since 2010, and the Ho Chi Minh City Bar Association since 2019

Mr. Pham Van Khanh is the Partner and Head of the Branch of WIKI LEGAL LLC in Ho Chi Minh City.

With over 18 years of experience providing legal services in Vietnam, focusing primarily on Investment, Enterprises, Finance-Banking, Mergers and Acquisitions (M&As), Intellectual Property, Mr. Khanh has consulted many clients in negotiating contracts as well as resolving business and commercial disputes out-of-Court.

Prior to joining WIKI LEGAL, Mr. Khanh used to work for reputable law firms, finance companies, commercial banks and real estate investment companies in Vietnam.

Several typical cases relating to Finance-Banking, M&As and Intellectual Property:

During the years of legal practice, Mr. Van Khanh has consulted and assisted clients in the field of Finance-Banking, M&As and Intellectual Property with typical cases as follows:

- A transaction of capital mobilization from Singapore investment funds with an investment value of USD 2.5 million in a commercial bank in Vietnam via shares issuance and private placement of shares for strategic shareholders.
- A syndicated loan transaction of finance companies and commercial banks for projects in Hanoi with a loan value of USD 7.2 million USD.
- Consolidation of a finance company with a commercial bank to become a commercial bank with a post-consolidated charter capital value of VND 9,000 billion.
- Consulting and directly taking part in the establishment of a joint stock commercial bank in Hanoi with an initial charter capital of VND 1,000 billion.
- Consulting transactions on debt settlement, acquisition of factory and land use rights in the Industrial Zone in Long An being mortgaged at a bank with a transaction value of VND 25 billion.
- Consulting the purchase and ownership of 100% of capital contribution in a joint venture from a Swedish partner in the field of fuel pellets manufacture with a transaction value of USD 1 million.
- Giving legal advice for domestic finance companies and commercial banks for several ISDA transactions with banks owning 100% of foreign capital in Vietnam.
- Consulting and representing for a Singapore distributor to resolve the case about counterfeit goods in the field of buying, selling, and distributing sports equipment in Vietnam.
- Consulting and representing a French pharmaceutical company to resolve a dispute about unfair competition in Vietnam.

- Consulting the dispute settlement in providing services on performance and event organization in Ho Chi Minh City.
- Advising on and negotiating hotel management agreements for two five-star hotels under the Accor brand.
- Consulting the dispute settlement in construction transactions at Vietnam International Arbitration Center (VIAC) in Ho Chi Minh City.

In addition, in the field of constructions, Mr. Khanh has consulted and supported Board of Directors/other departments of Cam Pha Cement Plant Project (of Vietnam Construction and Import-Export Joint Stock Corporation - VINACONEX) in participating in drafting, appraising bidding documents for some construction packages of the Project; drafting, reviewing and supervising contracts in the domain of construction (*such as construction contracts, construction consultant contracts, material supply contracts, construction insurance contracts, etc.*) of the Project...

**Mr. Dang Thanh Vinh**

Partner

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Professional background:

Mr. Vinh holds a Bachelor of Laws (LLB in Laws, 2006) from Faculty of Law - Hanoi National University.

Memberships:

Mr. Vinh is currently a Lawyer of Hanoi Bar Association

Mr. Dang Thanh Vinh is the Partner and Founding Lawyer of WIKI LEGAL LLC who is in charge of giving legal advice and representing for clients in business, commercial and civil disputes settlement.

Mr. Vinh has over 14 years' experience legal practicing, which consists of 7 years working in Economic Court of the Vietnamese Supreme People's Court as a Verifier with his main responsibility of directly studying dossiers for business and commercial cases according to the Cassation and Retrial procedures in order to report and advise with the Leaders of the Economic Court and the Supreme People's Court on the cases settlement. He also worked at commercial banks (Military Commercial Joint Stock Bank and Vietnam International Commercial Joint Stock Bank) and leading real estate investment companies in Vietnam (especially Vingroup) for many years with his function of disputes resolution, litigation, debt settlement and judgment enforcement.

Specialized experience:

In the field of consulting and participating in dispute resolution, Mr. Vinh has assisted clients and enterprises in many cases:

- Giving legal advice for units under the Bank and directly participating in legal proceedings in complicated cases to protect the interests of commercial banks that he worked for (Typically, a dispute about the performance of the Bank's guarantee obligations occurred in Thai Nguyen province in 2014, the People's Court of Thai Nguyen province carried out first-instance trial and the Court of Appeal - Supreme People's Court resolved the case according to the appellate procedures);
- Consulting and taking part in legal proceedings to protect the enterprises' interests in disputes over commercial and insurance contracts, disputes between the company and its members or between the company's members;
- Giving legal advice and taking part in legal proceedings to protect the interests of an state-owned enterprise on civil relations in a criminal case at the appellate level, resolved by the High People's Court in 2019;
- Giving legal advice and participating in protect the interests for a group of clients in a case about a dispute over a purchase contract for off-the-plan apartment at Goldmark City Project, the People's Court of Bac tu Liem province carried out first-instance trial and Hanoi People's Court resolved the case at the appellate level;
- Consulting and protecting the interests of a real estate enterprise in connection with the dispute over a deposit contract on buying off-the-plan office floor space at 26 Lieu Giai Tower Project;

- Consulting and protecting the interests of individuals in a large number of civil cases on inheritance, marriage, labor, disputes over land use right...;

In the field of corporate legal advising, Mr. Vinh has consulted and supported clients many transactions such as: Give legal opinion on transaction structure; Draft transaction documents for share purchase and sale with a view of re-purchasing wind power plant project in Kon Tum province; Consult and assist clients in reviewing and drafting new transaction documents for capital structure of renewable energy projects in Gia Lai province.

In addition, he also participated in defending a number of defendants in criminal cases in the area of Hanoi.



Mr. Nguyen Dinh Dzung

Partner

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Professional background:

Mr Dung holds a Bachelor's degree from Banking Academy, majoring in credit in 1999 and a Bachelor of Laws from Hanoi Law University.

Memberships:

Mr. Nguyen Van Dung has been Lawyer of the Hanoi Bar Association since 2009 and the Da Nang City Bar Association since 2020

Lawyer Nguyen Dinh Dzung is the Partner of WIKI LEGAL LLC and based on HCM City.

Lawyer Dzung has over 20 years of experience in area of construction, finance, corporate accounting, tax, investment, trading, import-export, real-estates and disputes settlement.

Professional experience:

In area of legal consultancy, Lawyer Dzung has participated in providing legal services in some typical cases:

- A real estates project of Phu My Development and Trading JSC in Can Tho City;
- Transportation construction projects of Cienco 5;
- Providing legal advice in finance and accounting to Chu Lai Ship JSC; Viet Hung Construction and Trading JSC, ...



Mrs. Phan Thi Thuy Duong

Senior Advisor

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Professional background:

Mrs. Duong hold Bachelor of Business Administration at Phuong Dong University in 2000 and Bachelor of Laws at Hanoi Law University in 2002.

Memberships:

Mrs. Duong has been member of Vietnam Lawyers' Association since 2002.

Ms. Phan Thuy Duong is a seasoned legal professional with 23 years of experience as an in-house counsel and nearly 15 years in executive leadership roles at major corporations in Vietnam, including state-owned enterprises and leading private groups such as Vingroup, Masan Group, and OCB.

With dual degrees in Law and Business Administration, Duong brings a unique combination of legal expertise and commercial insight. Her work spans a diverse range of industries, including Real Estate & Construction, Hospitality (hotel management), Transportation, Petroleum, Education, Retail, Automotive, FMCG, and Financial Technology (digital banking). She is known for her business-oriented mindset, multidisciplinary experience, and practical legal solutions tailored to clients' operational realities.

Professional experience:

1. Corporate & Commercial Legal Services

- Advising on corporate and commercial laws
- Advising on legal and compliance requirements related to business operations
- Advising on and participating in negotiation and review of commercial contracts related to goods supply, services, construction, manufacturing, franchising, distribution, etc.
- Advising on and negotiating hotel management agreements with international hotel chains (e.g., Accor, Jal), office building management partners, and strategic technology providers.

2. Technology Transactions & Digital Banking:

- Providing legal structuring advice, contract negotiation, and operational model setup for digital banking
- Leading legal negotiations for core banking system development projects and partnerships with fintech
- Direct involvement in digital banking operation management

3. Employment & Human Resources

- Advising on employment regulations and labor law compliance
- Conducting internal compliance assessments related to labor and HR
- Drafting and reviewing employment contracts, internal labor rules, codes of conduct, and collective labor agreements
- Advising on termination of labor contracts and resolution of labor disputes

4. Legal Compliance Health Check

- Reviewing compliance with Vietnamese laws in business registration, labor, reporting obligations, and corporate governance
- Advising on revision of internal policies and regulations to enhance legal compliance

5. Investment & Market Entry Advisory

- Advising on investment structures and legal strategies for foreign investors
- Supporting the establishment of legal entities: companies, branches, representative offices
- Drafting joint venture agreements, company charters, and shareholders' agreements
- Assisting in licensing procedures including Investment Registration Certificates, Enterprise Registration Certificates, and operational permits