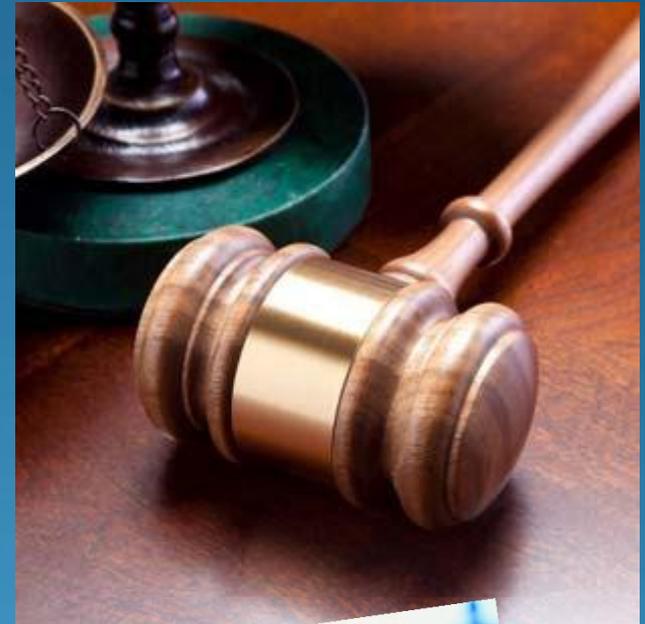


An award-winning Dispute Resolution Practice

Commercial & Investment DISPUTE SETTLEMENT FOR FOREIGN INVESTORS

in a World of Trade Agreements & Vietnam



VCI LEGAL INTRODUCTION

- Business Law Firm providing “*In-house Counsel Service*”, specialized legal services for business and some **Key Practice Areas**
- Corporations, M&A & Securities
- Investment and restructuring
- Banking, Finance & Capital Markets
- Insurance
- Real Estate & Construction
- Petroleum, Mining & Energy
- Infrastructure, Transport & Logistics
- Trade Policy & Competition
- Tax & Transfer Pricing
- Labor, HR Management & Compliance
- Dispute Resolution/Litigation & ADR: Mediation, Arbitration



LOCAL INSIGHTS MEET INTERNATIONAL EXPERTISE

- A full-service law firm with a seasoned team of multi-disciplinary professionals
- in-depth understanding of the legal system, business environment, and cultural background in Vietnam.
- Offices: Hanoi and Ho Chi Minh City
- Professional staffs: 25
- Languages: *Vietnamese, English, Japanese, French, Chinese, Korean*



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VIETNAM CORPORATE LAW FIRM OF THE YEAR

INTERNATIONAL AWARDS



Legal500, Chambers & Partners, IFLR 1000 and Legalese's Tax Director Handbook (global legal directories & ranking agencies) and international professional magazines list VCI Legal among the top law firms in Vietnam for: *M&A, competition law, banking and corporate, insurance, taxation, intellectual property, investment.*



Acquisition International Magazine:

- Vietnam Corporate Law Firm of the Year 2012-2014
- M&A Vietnam Law Firm of the Year 2013
- Real Estate Law Firm of the year 2012-2013



ACQ Global Magazine:

- Vietnam Banking & Finance Law Firm of the Year 2012-2013
- Vietnam Capital Markets Law Firm of the Year 2012-2013
- Vietnam Corporate Law Firm of the Year 2012-2013
- Vietnam M&A Law Firm of the Year 2012-2013



Financial Monthly – Law Firm of the Year 2011-2013

Corporate LiveWire – M&A Vietnam Law Firm of the Year 2012-2013



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VIETNAM CORPORATE LAW FIRM OF THE YEAR



SERVICES OVERVIEW

- Full-service business law firm: business-oriented approach to meet our clients' needs:
 - Finance, Legal & Stock Market Engineering Service™;
 - Investment Structuring & Placement®;
 - Legal, Compliance & Risk Management Service®;
 - Dispute Resolution/Litigation and ADR Services®;
 - Intellectual Properties Strategic Management Service®;
 - IP Enforcement Service®.



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VIETNAM CORPORATE LAW FIRM OF THE YEAR

WHAT SETS VCI LEGAL APART?

- A **“Can Do” Attitude** combining with a **“Know How” Capacity**;
- True sense of **“Lawyer for business”** independent legal professionals who were trained & practiced in international environment ;
- Most key personnel are lawyers with in-house counsel experience and deep **“local”** business insights;
- Not only legal practitioners but also business managers who are willing to bring **“some skin in the game”**;
- Strong **professional & cultural background**;
- Committed to provide not only the best legal services but also the most **effective & practical business solutions**;
- **Team player and partnering with clients** in resolving business issues.



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VIETNAM CORPORATE LAW FIRM OF THE YEAR



Dispute Resolution Works & Experience

SOME SELECTED MATTERS & CLIENTS

VIETNAM CORPORATE LAW FIRM OF THE YEAR LOCAL INSIGHTS MEET INTERNATIONAL EXPERTISE

VIETNAM CORPORATE LAW FIRM OF THE YEAR

DISPUTE RESOLUTION PRACTICE

Clients & Experience*



Track of records in Investment Dispute

VCI Legal is a premier law firm with leading experience in the investment dispute settlement:

- so far Vietnam had 5 investment disputes (slide 43)
- VCI Legal currently representing or advising 5 clients on investment disputes against Viet government (**US, 2 Malaysian & 2 French**)



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VIETNAM CORPORATE LAW FIRM OF THE YEAR

ISDS Case#1 : Customs Tariffs & Taxation

- A French global group dispute with Viet customs department regarding
 - wrongful classification of its product export to Vietnam
 - Special relationship between Vietnamese subsidiary & other countries.
- VCI Legal representing & advising client on resolution of such dispute with customs department.



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VIETNAM CORPORATE LAW FIRM OF THE YEAR

VCI Legal Track of records in Investment Dispute

Judicial Decision Dispute

- A security & finance company facing an alleged unjust judicial decision, resulted in a significant amount of capital loss.
- VCI Legal advising client on multiple options to recover such capital loss, including ISDS proceedings.



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VIETNAM CORPORATE LAW FIRM OF THE YEAR

VCI Legal Track of records in Investment Dispute

Criminal Liabilities of legal entities

- Former employee's criminal liabilities affected legal entities, resulted in commercial loss of the legal entities.
- VCI Legal representing & advising the legal entities for the recovery of such loss, asserting no legal link between individual's illegal conduct and the entities' liabilities.



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VIETNAM CORPORATE LAW FIRM OF THE YEAR

VCI Legal Track of records in Investment Dispute

Investment Co-operation & Licence Dispute

- Investor in hospitality industry entered into agreement with local Viet government for resort construction project.
- Local gov having compensation issues with residents on the project land, ended up terminating project licence of the investor.
- VCI Legal advising client on recovery of the investment.



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Contentious Advisory Experience

□ Advise clients on

- **product liabilities matter** of a major tobacco products manufacturer .
- in defending an electronics products company against **allegations of tax evasion** by the customs authorities.
- in a dispute over a multi-million US dollar hotel **management contract** between a world leading Hospitality Company with a local company.
- the MOIT's Drafting Team of the **Law on Consumer Protection** of Vietnam, funded by Star Vietnam (USAID)
- **Tax disputes** between foreign telecom contractors and Gen. Tax Department
- Anti-trust and anti-dumping dispute on the export of local products

Litigation experiences

- Representing leading local and international corporations
 - in defending against allegations of the **abuse of market dominance** in the premium beer market Vietnam.
 - in the settlement of a **labor dispute, administrative case** before the Hanoi Court, before the Ministry's Inspection Department in a **copyright and related IPRs** matter.
 - recover successfully a large amount of money in a **fraud transferring** to a commercial bank in Vietnam.
 - dispute over a Share Purchase Agreement, involving a multi-million US dollar share purchase agreement
 - numerous labor disputes in Hung Yen, Hanoi, Binh Duong, Dong Nai and Ho Chi Minh City;
 - numerous shareholders disputes on the nation-wide market.

Frequent COMMERCIAL DISPUTES

- US\$ 25 mil. Shareholders dispute & real estate matter in Nha Trang;
- **Proxy investment, risk management, compliance and mal practice liabilities** for Securities firms in HCMC & Hanoi;
- **Contractual disputes in cross-border transactions** between Vietnam, Kazakhstan & India;
- **Carriers & customers disputes** in HCMC & Hanoi, etc.
- Disputes on P&I terms & compensation between carriers, insurer and customers

Trail-blazing Cases

- Successfully negotiate and settled amicably a **US\$ 100 mils. transactional dispute** between a top-5 bank & investment fund in Vietnam on **guarantee and payment liabilities**: first of its kind
- Represented developer in **US\$ 200 mils. repo transaction dispute** with a top financial corporation in a first-of-its-kind case;
- Acted as expert witness and advisor for a US law firm in a lawsuit involving **recognition of foreign court judgments in Vietnam and Vietnam court judgments in the US**;
- Advise and act on behalf of board members of top-5 bank in a unprecedented case involving **proxy investment, crossholding equity ownership and foreign exchange control**;
- Advise & represent local banks and clients in **cross border frauds and US financial fraud** charges;
- Involve and advise in dispute of **US\$ 650 mil. investment protection lawsuit** Vietnamese Government vs. US/offshore entities
- **Foreclosure of Vietnam fishing ships** in by foreign court and authorities under international maritime regulations

Dispute Resolution Team



James Okuley J.D.
US attorney &
arbitrator



Tuan A. Phung Esq.
Managing Partner



Son Nguyen Esq.
*Director | Banking &
Corporate*



Nga T. P. Nguyen

Senior Paralegal | Hanoi



Thien H. Le

Paralegal



Ngan T. H. Ho

Paralegal



Loi D. Truong

Senior Consultant

Phung Anh Tuan, *Esq.*

Managing Partner

A graduate of Northwestern University, Chicago, Mr. Tuan Phung is listed among a few professional business lawyers who are well-trained and have extensive experience in law and business.

- Currently serving as the *Hon. Consul General* of Finland in HCMC and **VAFI Vice Chairman** and *General Secretary* of **FICAC** his international experience provide him with a unique qualification as a business executive and a legal expert
- He is the innovator the “*In-house Counsel Service*™”, “Finance, Legal and Stock Market Engineering Services” and various specialized legal services for multinational companies.

Mr. Phung was the General Counsel for **UNILEVER Vietnam** Previously, Mr. Phung had practiced with **COUDERT BROTHERS** and **DEUTSCHE BANK** in Vietnam.

- He’s also has the experience of advising many banks & financial institutions such as *Standard Chartered, CLSA, Credit Agricole, Commonwealth Bank, Eximbank India, Bank of India, Overseas Bank Of India, EAB, VIB, Sacombank etc.*





Son V. Nguyen | *Director*

Banking & Corporate Practice HCMC

- With over 15 years of experience, Son represents clients on a wide range of practice areas including banking and finance, investment, corporation, M&A, securities, taxation as well as real estate.
- Son has worked for major foreign law firms in Vietnam, such as *Phillips Fox (now Allens)* and *Indochina Legal*. Prior to joining VCI Legal, he was the Head of the Legal & Compliance Department at Vietnam International Bank (*VIB*) & *SeABank* for many years.
- Son's scope of expertise covers issues related to compliance, due diligence, debt collection management, corporate governance, restructuring, private equity and banks' rights and interest protection.
- Son has extensive *formal trainings and experiences on credit risk management & compliance* matters such as the Basel Accord and relevant risk management issues
- Son practice also include international commercial arbitration. His PhD thesis focus on the New York Convention 1958 vis-à-vis interpretation by national courts of member countries, which aims to ascertain doctrinal and theoretical problems associated with the Convention's ambiguities such as inconsistent application of the Convention within and across jurisdictions

ADR team – Of Counsels

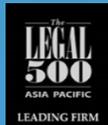
- **James Okuley** *J.D.* US admitted attorney corporate HCMC – California
- **Quan H. Nguyen** *PhD* commercial & corporate disputes – Sydney – Melbourne AUSTRALIA
- **Minh T. Nguyen** *PhD* Senior Advisor - Government relation *Hanoi*
- **Jyoti Kapur** *LL.B* & corporate, trade and tax disputed New Delhi, INDIA

Disputes in International Trade

EV FTA - CP TPP, Regional & Bilateral FTA



VIETNAM CORPORATE LAW FIRM OF THE YEAR LOCAL INSIGHTS MEET INTERNATIONAL EXPERTISE



Types of Disputes

Indicators	Disputes amongst investors	Disputes between investors and States	Disputes amongst States
Resolution mechanism	Based on domestic laws: litigation, arbitration	Based on ISDS mechanism under the rules of ICSID. ¹	Mostly based on WTO mechanism
Applicable laws	Domestic laws	Investment Agreements	FTAs, Partnership Agreement
Areas of Disputes	All of areas	Vary widely, from food, paper, construction to tourism	Limited, mostly from services and goods
Transparency	Almost lowest level	Highest level	Medium level

Main Dispute Resolution Method

Negotiation:

Parties talk to each other to resolve disputes, with or without supports of lawyers

Conciliation:

Mediator keeps the parties talking and to help them resolve disputes with their solution

Litigation:

A lawsuit brought to court to enforce a particular right → a judicial contest

Arbitration:

A neutral 3rd party hears the disputants' arguments & imposes a final & binding decision enforceable by the courts

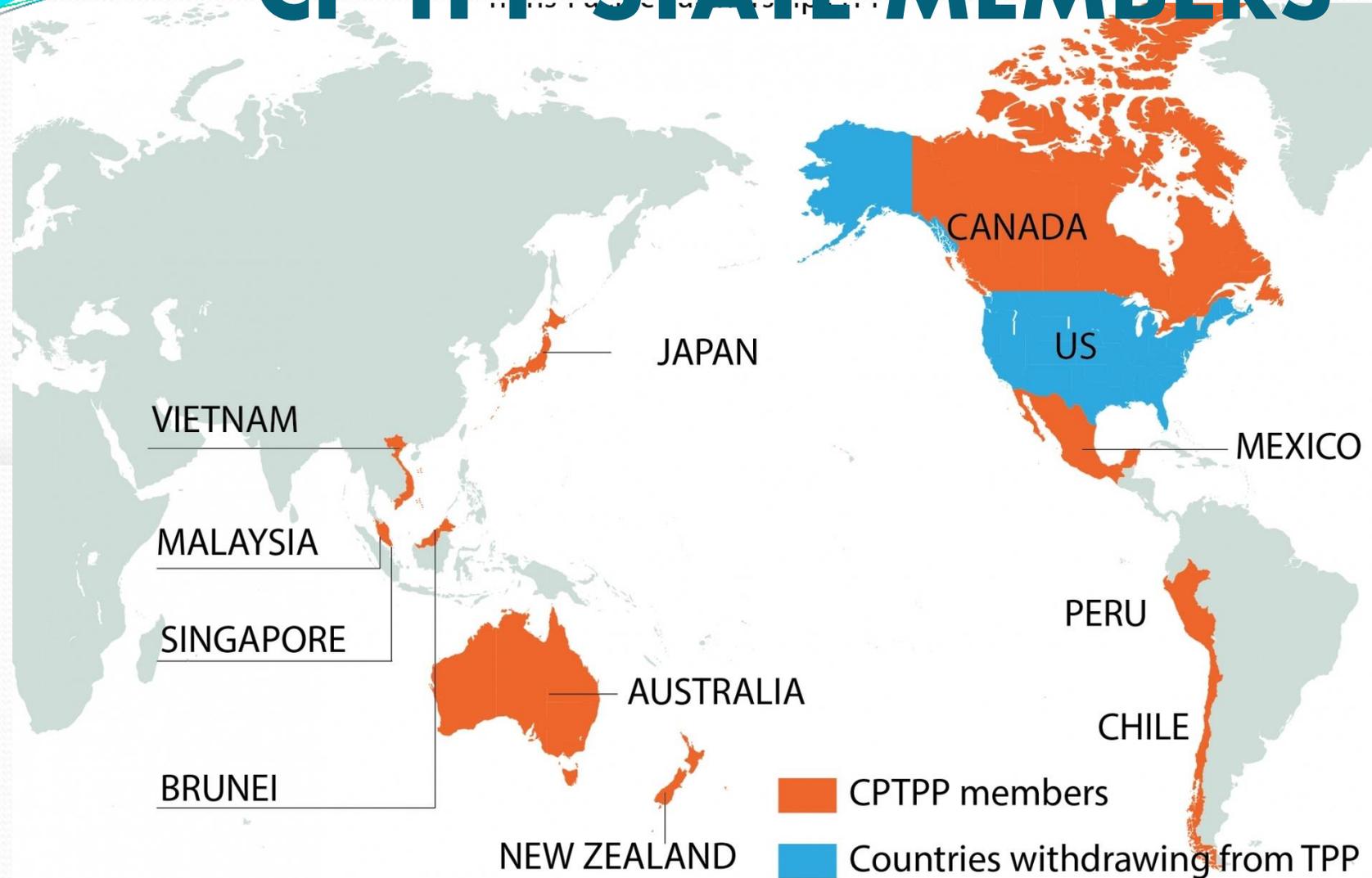
Dispute Settlement under CP TPP Threat or Great?



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VIETNAM CORPORATE LAW FIRM OF THE YEAR

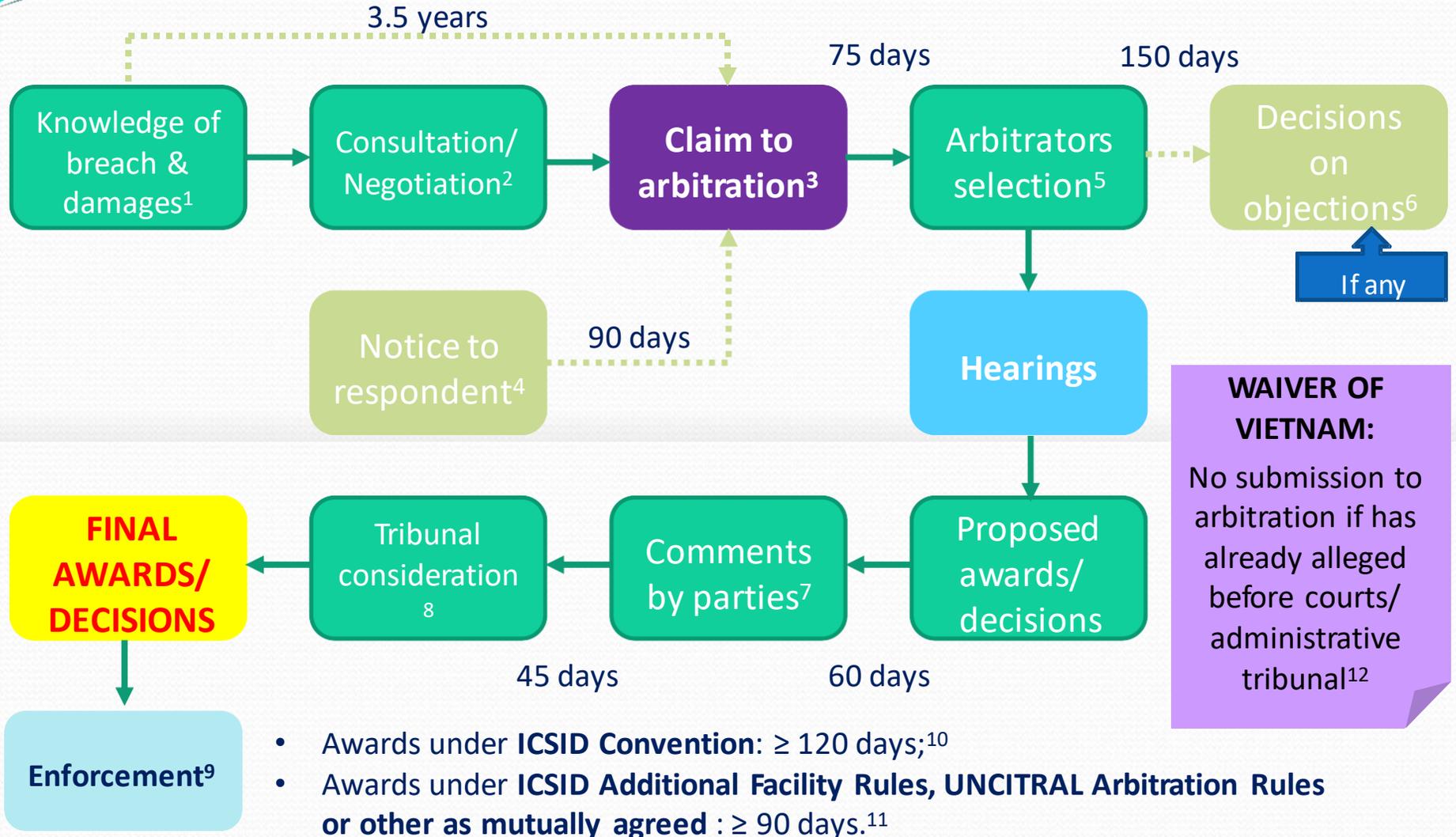
CP TPP STATE MEMBERS



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VIETNAM CORPORATE LAW FIRM OF THE YEAR

ISDS Procedures under CPTPP





ISDS terms can not make Governments of countries to change their laws but only to bear financial responsibilities

The awards may be appealed (under institutional arrangements)

No arbitration proceedings initiated by a Government against a foreign investor or by a local investor against its Government under ISDS terms

In case of failure to abide by/comply with the awards by any party, a panel shall be established to determine such failure(s) to the TPP and the awards.

With ISDS terms, even in case it has not invested into a country, a foreign investor may initiate proceedings against relevant Government if it has incurred losses upon violations by such

KEYS ISDS TERMS



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VIETNAM CORPORATE LAW FIRM OF THE YEAR

ISDS FACTS¹

Total number of known
ISDS cases: **608**



■ Concluded cases
■ Non-Concluded cases

New ISDS claims by year



Of the 356 concluded cases, ...



37% were in favour
of State



25% were in favour
of investor



28% were
settled

- > **3,000** investment agreements over the world include ISDS provisions;
- An “**expensive**” mechanism: \$25.000 for each request for arbitration, \$10.000 for awards interpretation, revision/annulment;²
- **80%** of ISDS claims come from **developed countries**: USA, Netherlands, UK, Germany, France, Canada, Italy, Spain, Switzerland, Turkey, etc.



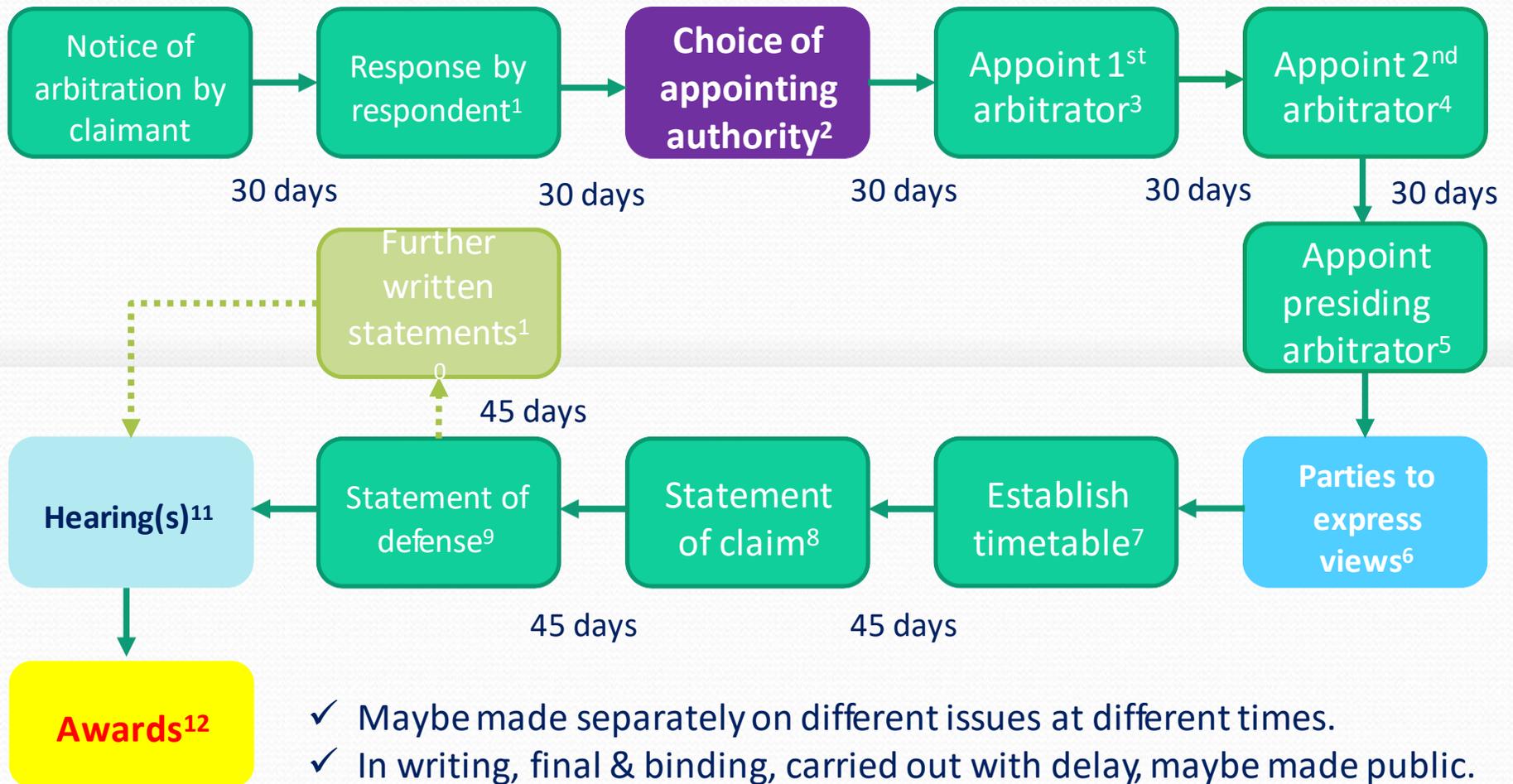
UNCITRAL



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VIETNAM CORPORATE LAW FIRM OF THE YEAR

UNCITRAL ARBITRATION PROCEDURES



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VIETNAM CORPORATE LAW FIRM OF THE YEAR



WTO Dispute Settlement Procedures



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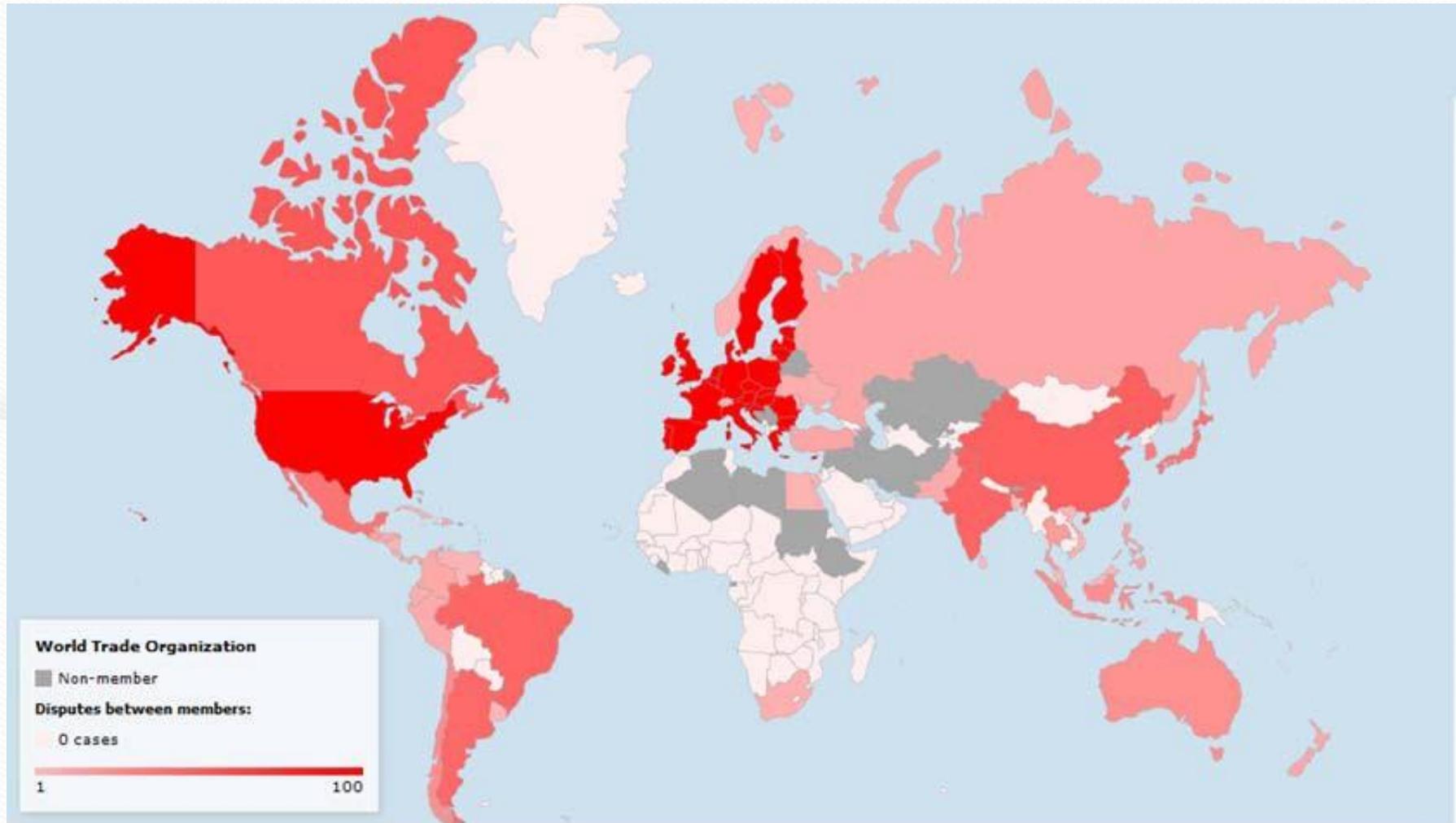
VIETNAM CORPORATE LAW FIRM OF THE YEAR

OVERVIEW¹

- 500 dispute cases brought to WTO:²
 - 110 disputes have been resolved bilaterally or withdrawn
 - 282 disputes have proceeded to the litigation phase
 - The remainder, no outcome has been notified to the WTO.
- 63% of the membership has used the WTO dispute settlement system.
- Compliance rate with dispute settlement rulings is very high, at around 90%.

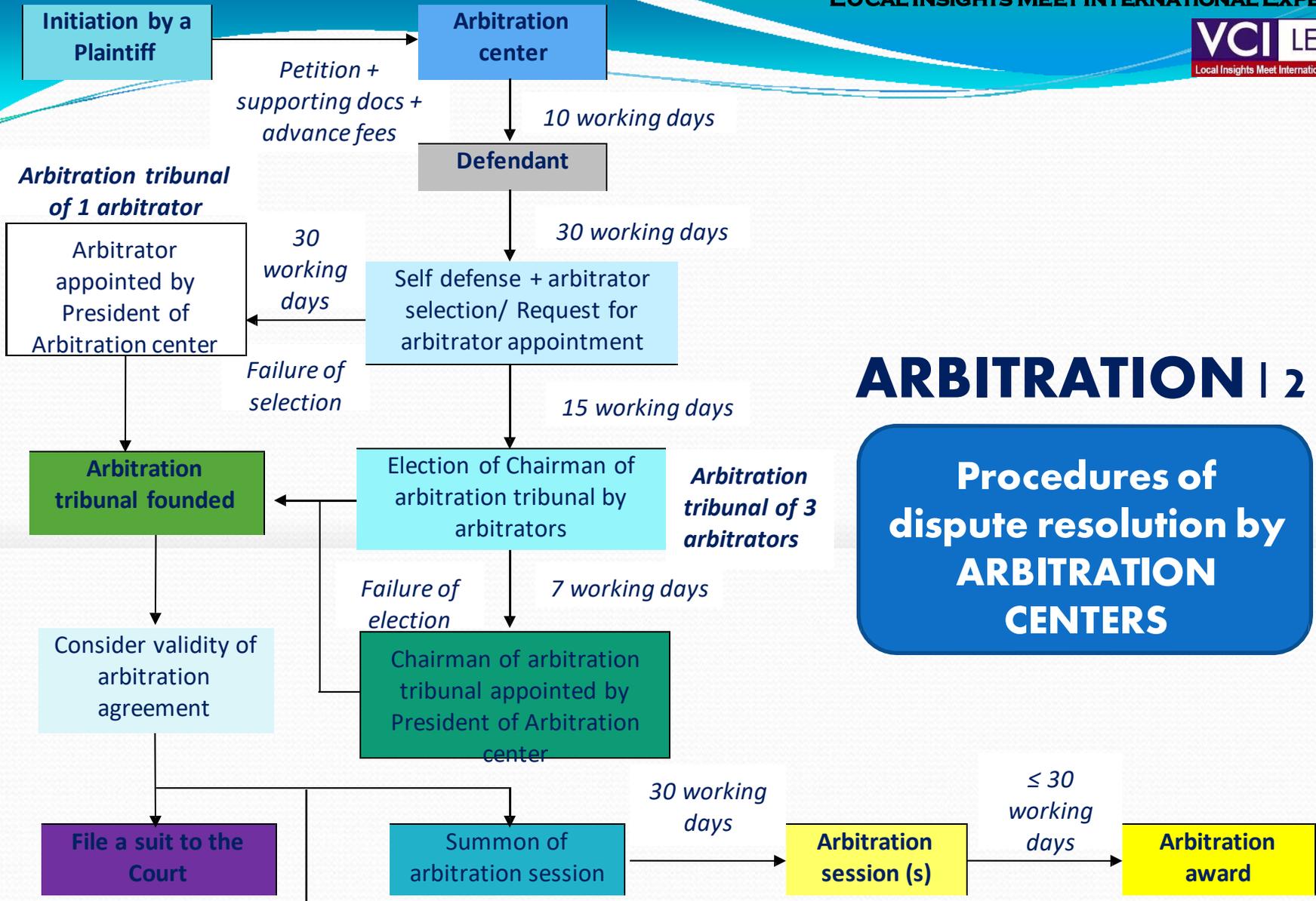
No.	Member	Complainant	Respondent
1	Argentina	20	22
2	Australia	7	15
3	Brazil	27	16
4	Canada	34	18
5	Chile	10	13
6	China	13	33
7	EU	95	82
8	India	21	23
9	Indonesia	10	13
10	Japan	21	15
11	Korea	17	15
12	Mexico	23	14
13	Thailand	13	3
14	USA	108	124
15	Vietnam	3	0

Map of disputes between WTO Members¹



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VIETNAM CORPORATE LAW FIRM OF THE YEAR



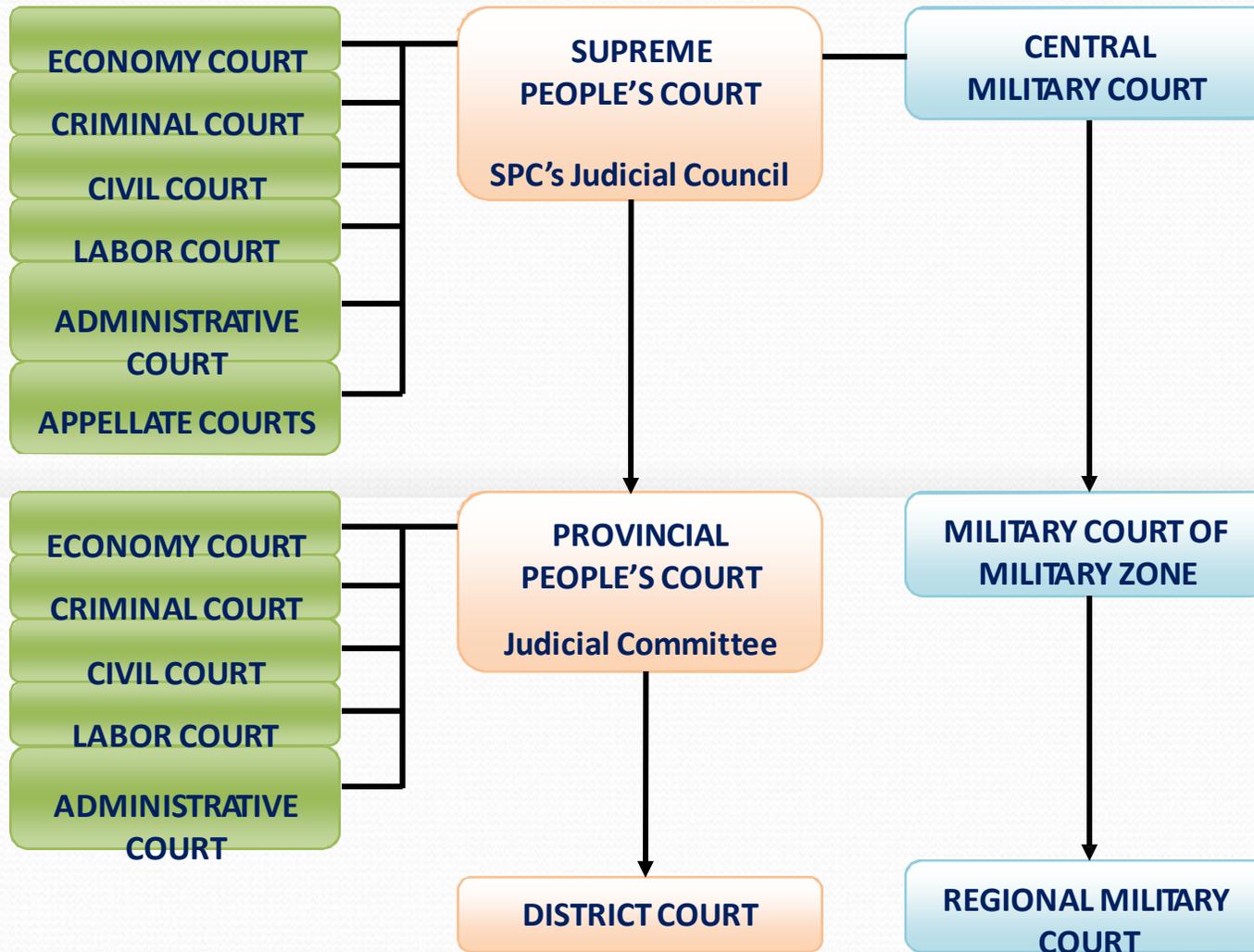
ARBITRATION | 2

Procedures of dispute resolution by ARBITRATION CENTERS



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VIETNAMESE COURT SYSTEM



ENFORCEMENT OF FOREIGN JUDICIAL JUDGMENT/DECISIONS & ARBITRAL AWARDS IN VIETNAM

IN VIETNAM



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VIETNAM CORPORATE LAW FIRM OF THE YEAR

LEGAL GROUNDS

I. Vietnam's laws: principles under Civil Procedures Code:¹

- ❑ On basis of international conventions; OR
- ❑ On basis of “reciprocity”.

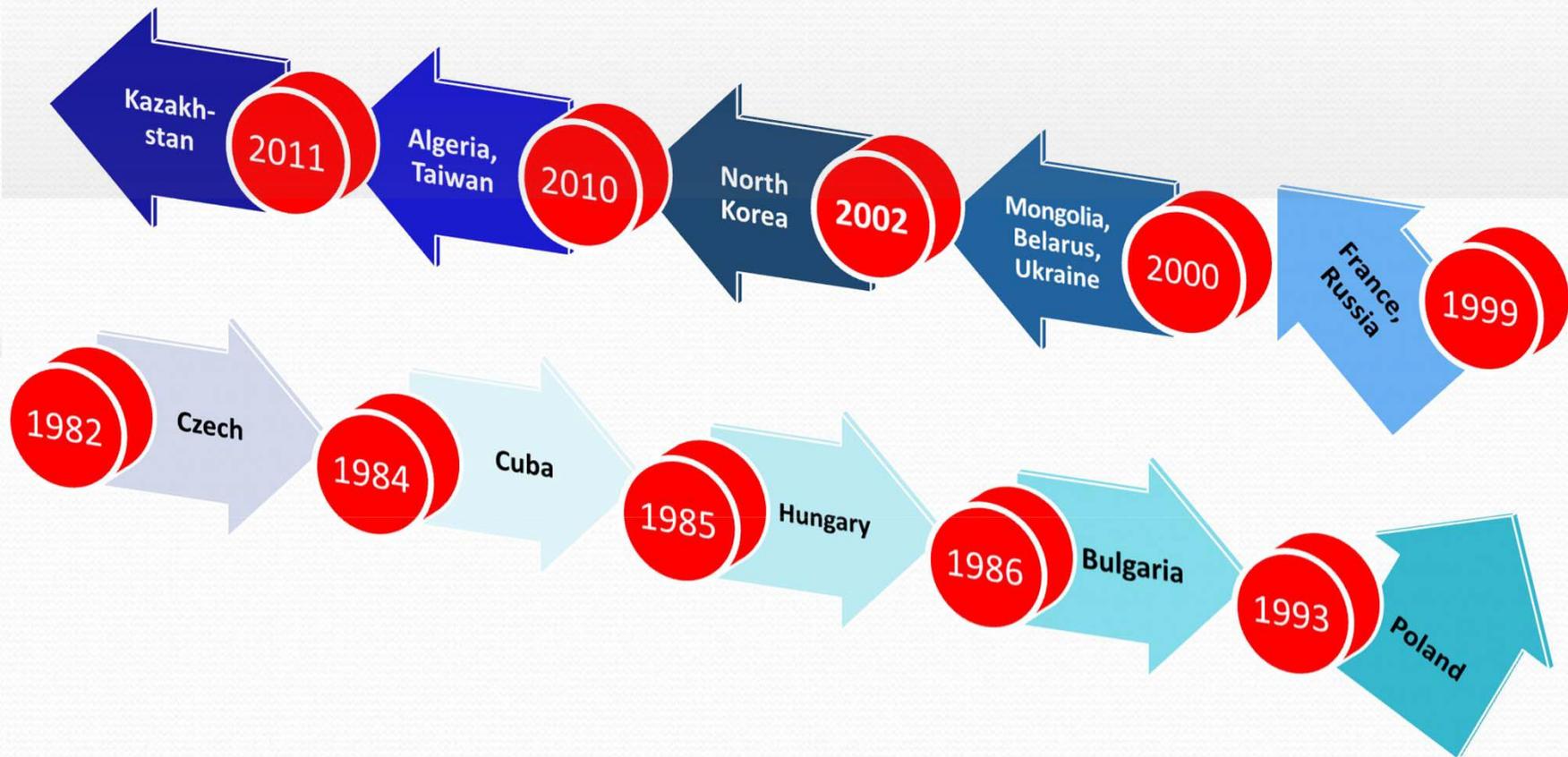
II. International conventions/treaties:

- ❑ *14 bilateral treaties on judicial interdependence*
 - ❖ Took effect in involved countries;
 - ❖ Issued by fully competent authorities; and
 - ❖ Ensuring regulated procedures.
- ❑ *International convention on recognition and enforcement of foreign Arbitrators in New York 1958:*
 - ❖ 149 members;²
 - ❖ Vietnam joined on September 12, 1995 → 3 waivers.

Not yet
member to
ICSID
Convention
!

COUNTRIES ENGAGING TO JUDICIAL INTERDEPENDENCE TREATIES WITH VIETNAM

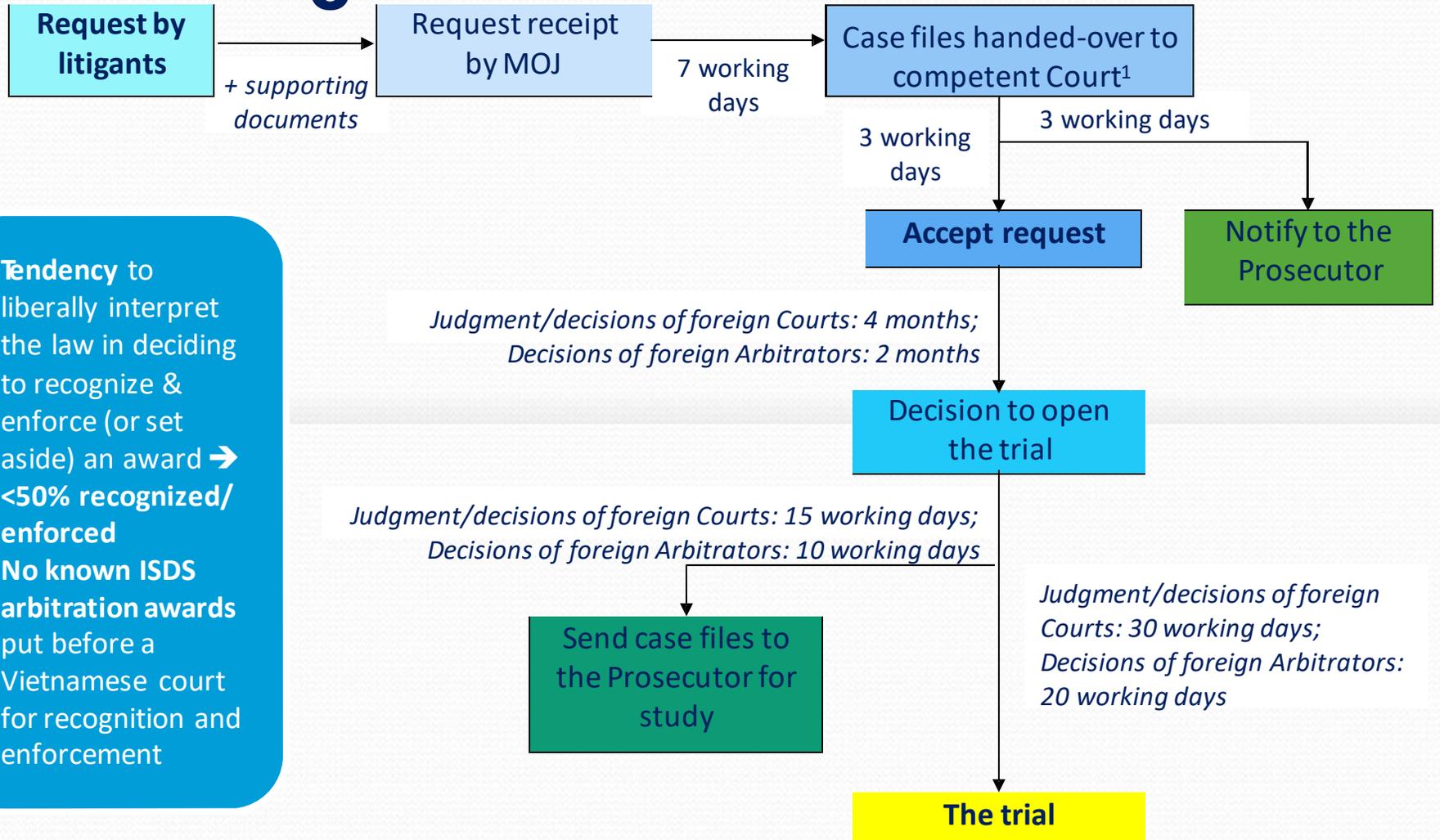
up to Aug 2012¹



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VIETNAM CORPORATE LAW FIRM OF THE YEAR

Procedures for Recognition & Enforcement



- Tendency to liberally interpret the law in deciding to recognize & enforce (or set aside) an award → <50% recognized/enforced
- No known ISDS arbitration awards put before a Vietnamese court for recognition and enforcement



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VIETNAM CORPORATE LAW FIRM OF THE YEAR

ISDS CASES AGAINST VIETNAM¹

CASE TITLE	Year initiated	HOME STATE OF INVESTOR (CLAIMANT)	LEGAL INSTRUMENT	ARBITRATION RULES	Outcome/ Status of proceedings
Trinh Vinh Binh & Binh Chau JSC v. SRV	2004	Netherlands	Netherlands - Vietnam BIT	UNCITRAL	Settled
Michael McKenzie v. SRV	2010	United States of America	US - Vietnam Bilateral Trade Agreement	UNCITRAL	In favor of the State
Dialasie SAS v. SRV	2011	France	France - Vietnam BIT	UNCITRAL	In favor of the State
RECOFI v. SRV	2013	France	France - Vietnam BIT	UNCITRAL	Pending
Bryan K. Cockrell v SRV	2015	US	US - Vietnam Bilateral Trade Agreement	UNCITRAL	Settled



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VIETNAM CORPORATE LAW FIRM OF THE YEAR

ISDS Procedures & Impacts to Vietnam

1. More lawsuits from multinational companies → domestic regulations & local authorities are “forced” to change
2. National sovereignty = less important vs fair investment treatments
3. More favors for foreign investors?
4. Current small investment scale & weak competitiveness → Vietnamese enterprises less likely to employ ISDS¹ or benefit from ISDS
5. Huge amount of arbitration and compensation cost will put pressure on national budget BUT
 5. force local authorities to change arbitrary interpretation of the laws
 6. Honor the rule of law and respect lawful rights of business more



MORE QUESTIONS?



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Hanoi

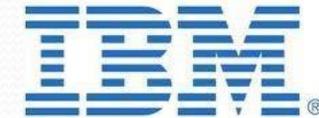
9/F, ACB Building
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Hoan Kiem District, Hanoi,
Vietnam



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VIETNAM CORPORATE LAW FIRM OF THE YEAR

TYPICAL CLIENTS & EXPERIENCE



Mercedes-Benz

CommonwealthBank



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VIETNAM CORPORATE LAW FIRM OF THE YEAR



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TECHNOLOGY & HEAVY INDUSTRY



at&t



PHILIPS



Mercedes-Benz



SONY



NODEON

REAL ESTATE & CONSTRUCTION





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