



## NGUYEN THU HUYEN

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### RELATED EXPERTISE

- Banking & Finance
- Foreign Investment
- Labor
- Real Estate & Construction
- IP & Franchise
- Mergers & Acquisitions, Restructuring & Dissolution
- Dispute Resolutions

### BIOGRAPHY

Ms. Nguyen Thu Huyen is an over-11 year experience partner of BIZCONSULT LAW FIRM. Huyen is recommended as an experienced and dedicated lawyer in banking & finance, foreign loan registration, real estate & construction, foreign investment, labor, franchising and licensing, , and tax.... Besides, Huyen has represented clients in arbitration and court procedures for debt collection and settlement of disputes arising from commercial contracts.

Remarkable cases in recent years:

- Banking & Finance:
  - Advising, reviewing financial documents for two Clients regarding their foreign loans valued at 400million\$, 110million\$ for funding their real estate projects [on going];
  - Advising, drafting documents and representing six (06) Vietnamese companies in registration, amendment of the foreign loan given by SEAF Blue Waters Growth Fund (the client) with the State Bank of Vietnam, provincial level;
  - Advising SEAF Blue Waters Growth Fund to grant a new loan to Phuong Chau Investment and Trade JSC (2017), on strategies to demand fulfillment of due bond obligations;
  - Advising GE Systems Vietnam Company Limited in registration of the foreign loan given by GE Pacific Private Limited (Singapore) with the State Bank of Vietnam, Quang Ngai Branch;

- Advising KAP VINA Company Limited in registration of the foreign loan given by KAP Corporation Ltd (Korean) with the State Bank of Vietnam, Tien Giang Branch;
  - Advising Agon Pacific Vietnam Co., Ltd. on registering short-term foreign loans as extended to medium and long-term with the State Bank of Vietnam, Hanoi Branch.
  - Advising Viet Thai International JSC to successfully register its foreign loan valued over \$20 million with the State Bank of Vietnam;
  - Advising Viet Thai International JSC to successfully register its seven (07) foreign loans with the State Bank of Vietnam, Hanoi Branch in 2016 and 2017, one (01) foreign loan with the State Bank of Vietnam, – Vung Tau Branch in 2017;
  - Advising Nittan Valve Co., Ltd to successfully register its foreign loan with the State Bank of Vietnam, Bac Ninh Branch;
  - Drafting a set of foreign loan contracts for Vietnam Richlink House Investment and Development JSC.
  - Advising and representing Aviva Vietnam Life Insurance Company in registering the abroad share bonus program (by Aviva Plc, UK) for Vietnamese employees with the State Bank of Vietnam.
  - Advising and representing Total Vietnam Ltd and TotalGaz Viet Nam Liability Limited Company in registering the abroad share bonus program (by Total SA, France) for Vietnamese employees with the State Bank of Vietnam.
  - Advising and representing He Duong Cement JSC in negotiation with Vietinbank Ninh Binh to adjust the loan term.
  - Advising Hua Nan Commercial Bank Ltd, Ho Chi Minh branch on credit agreement, disbursement request, mortgage agreement and personal guaranty agreement.
  - Advising and representing Piaggio Vietnam in negotiation with Vietinbank regarding a loan contract.
- Investment Projects:
    - Advising and representing Tokyo Zairyo, Sunward Corporation, Nittan Valve, Aeon Delight, Toyota Tetsusho Corporation, Yotsuba Japan, Horiba Instruments (Singapore) Agon Pacific Co., Ltd (Thailand), Aeon Delights and IGD Ventures Vietnam, LP to obtain Investment Certificate/Investment Registration Certificate and Enterprise Registration Certificate and Business License for doing investment in Vietnam.

- Advising foreign individuals (from Singapore, Hong Kong and China) to invest into Vietnam in form of capital/share acquiring in local companies for doing real estate business, real estate brokerage, investment consultancy and computer services.
- Establishing, adjusting license and closing Representative Office for Horiba Instrument (Singapore), Draeger Safety (Singapore), Agon Pacific (Thailand), Toyota Tsusho Nexty Electronic (Hong Kong), Wise Consulting (Finland) , Light House (Finland) and GE International (USA).
- Labor Matters:
  - Advising Mr. Damien Robyr (a Swiss doctor) on the benefits upon termination of labor contracts; Ms. Kimberly Scollar (Canadian teacher) on issues related to dispute with her employer in Vietnam.
  - Advising Vietnam Manpower JSC on procedures for applying for License on sending laborers to work abroad.
  - Advising and carrying out the procedures as authorized by Golf +18 Co. Ltd, D & P Solutions Co., Ltd. and Tokura Construction JSC, Japan – Contractor’s Vietnam Office to apply for visa, temporary residence card, work permit, and document certifying work permit exemption for foreign experts in Vietnam.
  - Advising Nui Phao Mining Company Limited, a subsidiary of Massan Resources on the internal labor regulations and collective labor agreement.
  - Advising Arup Vietnam Limited on overview of legal system on trade union, steps for establishment of trade union, activities requiring the involvement of trade union.
  - Advising Horiba Instruments (Singapore) Pte Ltd (HIS) on transferring employees from the its representative office in Hanoi to its newly established subsidiary; advising the subsidiary on standard labor contract and internal labor regulations; representing the subsidiary to register the internal labor regulations with competent authority.
  - Advising PETRONAS Chemical Marketing (Vietnam) representative office on the labor terms and conditions.
  - Advising and representing Representative Office of Xylem Water Solutions (Hong Kong) Limited in Hanoi on procedures and documents for recruitment of Vietnamese staff and monthly declaration of social, health and unemployment insurance for its staff.

- Making appraisal on compliance of labor laws for Thanh Ha Hospital Joint Stock Company; advising on internal labor regulations, labor contract, training contract, etc.
  - Advising Piaggio Vietnam on the requirements of laws in case of unilateral termination by the employee as well as the benefits to be paid to such employee according to the labor contract;
  - Advising AIDS Healthcare Foundation on distinguishing labor contract and service contract with individuals.
  - Advising and representing Winrock International in Vietnam on amendment and registration of its internal labor regulations with the competent authority.
  - Advising and drafting on standard labor contract, training agreement, confidential agreement with employees for several clients, such as Redsun ITI Corporation, Sunshine Group, Nguyen Sieu Private School, Goldsun Vietnam JSC, and Hung Think Security Joint Stock Company.
- Real Estate and Construction:
    - Advising Housing Development and Investment JSC, preparing internal approval documents, transfer contract relating to the transfer of part of commercial area on the first floor, apartment 137 Nguyen Ngoc Vu.
    - Advising Petrovietnam Construction and Investment JSC on issues related to the transfer of project No. 59 and 63 Huynh Thuc Khang.
    - Advising Viet Nam Building Technical Service JSC on some issues of the mixed-use, residential, and office project at 9 Pham Van Dong Street, Mai Dich ward, Cau Giay District, Hanoi.
    - Advising Vietcombank, Chuong Duong Branch and drafting the MOU and leasing contract of off-the-plan building.
    - Advising Vinashin Refrigerant Electrical Technology JSC (the investor) on issues relating to the deposit contract and construction contract signed with the contractor who is expected to receive the transfer of the whole project.
    - Advising THT, a foreign-owned company in Vietnam, owned by Daewoo E&C, on proposed transaction structures for the New City project, valued at approximately \$ 78 million; comparing the advantages, conditions and legal procedures of each structure, drafting related contracts for the structure approved by customers, supporting negotiation with partners of THT.

- Representing Vietracimex to negotiate with Singapore's top two hotel accommodation providers on management contracts, technical assistance and license agreements for Pham Hung project and Minh Khai project of Vietracimex.
  - Advising Goldsun Packing and Printing JSC and drafting the contract of transferring right to sublease of land and assets attached to land in industrial park in Bac Ninh for the remaining lease term.
  - Advising Bao Viet Life Insurance on transaction structure (co-operation and project transfer method) with partners related to the Finance Tower project.
  - Advising FPT Corporation and drafting contract of transferring construction project of a mixed-use building in Cau Giay, advising FPT Da Nang Urban JSC on land use right transfer/house purchase contract.
  - Advising HUD2 on transaction structure and drafting business cooperation contract to sign with Quang Ninh Construction Company, the owner of Lan Be 2 project.
  - Advising Tay Ho View company on business cooperation contract signed with partners and methods of raising capital.
- Intellectual Property & Franchise:
    - Advising franchise contract of milk tea business system branded - the Alley, business co-operative Contract for Heekcaa milk tea, including trademark issues; advising trademark licensing contract and cooperation contract of Nhan Sushi system.
    - Advising Redsun ITI Corporation, one of the Vietnamese leading companies in culinary domain with over 10 famous brand names of King BBQ, ThaiExpress, Seoul Garden, Capricciosa etc, on franchising its restaurant system to local companies nationwide.
    - Advising DUNKIN' DONUTS FRANCHISING LLC and its Franchisee to draft agreements and registration regarding a sub-franchise in Vietnam.
    - Advising AsiaInvest Group on registration of trade marks.
- Taxation:
    - Advising Deltares, a Netherlands consultant of an ODA project in Vietnam, on the tax position of foreign contractor with possible Tax Treaty and the laws of Vietnam, on personal income tax exempted for Deltares' employees as ODA experts and the options for payment of reimbursement and actual costs.

- Advising Vietnam Japan Chip Vung Ang Corporation (VIJAVA), a 100% foreign invested enterprise located in an industrial zone, on tax incentives regarding extended business.
- Advising the Representative Office of Horiba Instruments (Singapore) Pte Ltd in Hanoi to finalize tax for closing purpose.
- Advising the Representative Office of Draeger Safety Asia Pte Ltd in Hanoi to finalize tax for closing purpose.
- Mergers & Acquisitions, Restructuring and Dissolution:
  - Participating in due diligence of a corporation doing livestock feed production and breeding (including a listed parent company and more than 10 subsidiaries).
  - Advising clients on the acquisition of two branches operating in field of sending laborers to work abroad and vocational secondary schools (driving training).
  - Advising clients on restructuring Franchise-owned and self-developed restaurants with the scale of about 190 restaurants nationwide, including the establishment of new legal entities, separation of enterprises and mergers and transfer of assets, labor.
  - Advising and implementing bankruptcy procedures for Bibus Vietnam Ltd., Beijing Urban Construction Group (Vietnam) Ltd.
- Dispute Resolutions:
  - Acting as lawyer protecting rights and benefits of Agribank – Hanoi Branch in initiating lawsuits against one copreate client. Our client won in first instance level and the case is under appeal level.
  - Acting as lawyer protecting rights and benefits of G8A – a contractor in initiating lawsuits against the investor for collecting service fee.
  - Acting as authorized representative of VCX – a defendant in commercial case “dispute over memberes of company”.
  - Acting as lawyer protecting rights and benefits of Agriseco, a security company in initiating over 10 cases agaist its invidual clients for collecting payable fee.
  - Acting as authorized representative of Bibus Vietnam for implementing bankruptcy procedure with the court.
  - Acting as authorized representative of Sangsangin (Korean shareholder) for requesting open of bankruptcy procedure towards GBVS (a Vietnamese sercurity company).

- Acting as lawyer protecting rights and benefits of OGC in a civil case “request for revocation of GMS decision” intited by its shareholder.
- Acting as lawyer protecting rights and benefits of Nui Tuyet Mau Son JSC in making complaints and initiating lawsuits against the State agencies.
- Acting as lawyer protecting rights and benefits of Hanoi Housing Development and Investment – Consultant JSC (“HANDIC”), the defendant in the commercial case “the dispute arising from construction contract” initiated by a contractor with a disputed value of approximate US\$850,000;
- Representing PT. Vietmindong Energitama, the dependant in the commercial case “the dispute over overburden removal contract” with a local contractor. The total dispute value is US\$1M.
- Advising and representing Artelia International for debt recovery arising from a project management consulting contract and consortium agreement;
- Advising and Representing Bafo CC Ltd – Finnish company, a main contractor in a project of which the investor is a state owned company located in Hung Yen, Province, to initiate a lawsuit against the investor at Vietnam International Arbitration Centre.
- Acting for ANZ Bank to take legal actions to cover the debts from more than 30 individual borrowers of the bank throughout Vietnam. The processes involved the judgments of the court at various levels as well as procedure for enforcement to taking back the mortgaged assets and won in all the cases. The total cases settled down is about 30 cases with the total debts amount is about nearly 40 billion VND.
- Acting for TCT Contractor to take legal actions against Hanoi Crown 5-Star Hotel at the court of Hanoi for claiming US\$1.3 million under the Fitting-Out Contract to TCT Contractor. TCT Contractor won the case and received the debt from Hanoi Crown 5-Star Hotel;
- Acting for TCT Contractor to take legal actions against Hanoi Hilton 5-Star Hotel at the court of Hanoi for claiming approximate US\$1 million under the Fitting-Out Contract to TCT Contractor.

## AWARDS AND RANKINGS

- “Counsel of the Year” by Bizconsult Law Firm, 2016
- “Staff of the Year” by Bizconsult Law Firm, 2013
- “Staff of the Year” by Bizconsult Law Firm, 2011/2012

## ADMISSION



- Ho Chi Minh Bar Association

#### EDUCATIONS AND TRAININGS

- Hanoi Law University, Vietnam;
- Judicial Academy, Lawyer's Skill, Hanoi

#### SPEAKER

- “Vietnamese Labor Laws”, PETRONAS conference, 2011
- “Laws on NDA – NCA”, presented in Labor Law Conference 2019 hosted by VNHR, HCM May 2019
- “Laws on Labor contract, Training Agreement, NDA – NCA”, presented in labor law workshop hosted by VNHR, Hanoi August 2019

#### PUBLICATIONS AND WRITINGS

- “New law on competition takes effect”, published in Asianmena Counsel, June 2019.
- “International Guide on Mergers & Acquisition – M&A Guide for Vietnam”, published in the “Getting the Deal Through”, annually updated 2014, 2015, 2019.
- “New regulations: construction contracts for state-funded projects”, Asian-Counsel, 2010.