



Michael K. Lee

Partner and Department Head – Corporate/Commercial

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Practices: Corporate Services, Commercial Transactions and M&A, Property, Regulatory Affairs, Employment, Bankruptcy and Restructuring, Anti-Corruption

BIOGRAPHY

Michael K. Lee is a partner and the head of the corporate and commercial team in the Vietnam offices of Tilleke & Gibbins. Lauded by *Chambers Asia* for his “thorough approach,” Michael counsels clients and manages cases on a wide range of corporate matters, including real estate, mergers and acquisitions, licensing, commercial transactions, regulatory affairs (particularly for the life sciences and high technology industries), and labor. He has also assisted clients on numerous high-profile real estate and M&A projects and labor disputes.

A registered foreign lawyer in Vietnam, Michael has been practicing in Vietnam since 2007, previously with Mayer Brown JSM. Also a licensed lawyer in California (1996), Texas (1997), and Colorado (1998), Michael has extensive experience litigating civil and criminal matters in the United States. He is fluent in English and Korean.

Michael has been identified as a leading lawyer in Vietnam in the areas of Corporate and M&A (by *PLC Which Lawyer*), Projects, Infrastructure, and Energy (by *Chambers Asia*), and Real Estate (by *Asialaw Leading Lawyers*).

EXPERIENCE

- Advised a multinational pharmaceutical company regarding various corporate consolidation matters, including management, labor, and drug licensing, arising from its worldwide merger with another leading pharmaceutical company. After the integration became effective, we helped the subsidiaries comply with various legal requirements and assisted our client in obtaining the necessary permits.
- Assisted the leading investment banking firm in Vietnam with obtaining an investment license for a landmark project in central Vietnam. This development involves complex sub-units and various financing structures.
- Provided comprehensive due diligence and advice on a foreign-invested cosmetics manufacturer.
- Helped a major U.S. hospitality chain to structure, draft, and negotiate management contracts and conduct due diligence for six hotel, resort, and condominium projects in compliance with Vietnamese law, including land title, zoning issues, complex brand licensing, and various taxation issues.
- Advised a timeshare entity on all aspects of its entry into the Vietnamese market including real estate ownership, leasing and management, marketing, advertising, and data privacy.
- Advised a major developer on Vietnamese legislation relevant to commercial real property managers.
- Provided comprehensive due diligence and advice on share acquisitions of (1) a Vietnamese-owned online tax filing and payment company and (2) a Vietnamese bio-fuel (ethanol) manufacturer. Significant issues included the regulatory and licensing framework for digital signature certification services, Internet information services, and environmental law.
- Conducted comprehensive due diligence and prepared advice on a foreign-invested pallet leasing company.
- Prepared comprehensive due diligence and advice on a foreign-invested construction equipment leasing company.
- Advised on, drafted, and negotiated share acquisition agreements (and related documents) and conducted due diligence on several seven digit acquisitions in Vietnam, including a resort complex in central Vietnam, a leading online gaming company, and a leading paper manufacturer
- Negotiated and drafted joint venture agreements, conducted due diligence, and prepared licensing documentation for a seven-digit golf/residence project in Ho Chi Minh City for a listed Korean developer; for several six-digit resort projects for a Dutch developer; and for a seven-digit high-rise office complex in Ho Chi Minh City for a large Hong Kong based private equity fund.
- Advised, negotiated, and successfully concluded several executive separations for numerous top-tier companies in Vietnam.

- Advised a major Japanese construction company in a USD 140,000,000 mixed-use office, condominium and serviced apartment project in Hanoi, including all licensing matters, land title issues, zoning variances, land subdivision, joint venture negotiations, corporate governance, and property management regulations.
- Applied for and obtained an investment certificate for a rapidly expanding U.S. Internet company to set up shop and conduct business in Vietnam. Worked with the client to secure a local joint venture partner and structured the deal to allow the client to retain independence and control of the company.
- Applied for and obtained an investment certificate for one of the largest pharmaceutical companies in the world. This included researching complex licensing and capitalization issues to limit the company's liability and advised on the proper amount of investment capital.
- Advised a leading computer retailer on business operations in Vietnam.
- Advised a coalition of European banks regarding Vietnamese law on secured aircraft finance and provided annual updates on changes to same.
- Provided legal advice on doing business in Vietnam in the construction and engineering sectors.
- Prepared comprehensive information on employment law in Vietnam for an international law firm.
- Helped a multinational company establish a foreign direct investment company engaged in the import/export and distribution of mobile phones and computers. The established company is one of the few foreign-owned companies permitted to do business in this sector in Vietnam.
- Advised a leading pharmaceutical company that previously operated as a representative office in Vietnam on establishing a pharmaceutical import company. We assisted the client with closing its representative office and establishing the wholly-owned foreign enterprise to import pharmaceutical products.
- Acted as lead counsel in advising two leading Swedish industrial tools manufacturers in establishing wholly foreign-owned enterprises engaging in manufacturing, importing and exporting, and distribution activities in Vietnam as well as post-licensing, labor and employment, and corporate support services.
- Advised a major British women's apparel company in identifying and establishing a manufacturing plant in Vietnam. Our representation encompassed identifying local partners to build-lease land and plant to foreign partner in business cooperation agreement.
- Assisted a leading U.S.-based e-commerce business in the incorporation of its subsidiary company in Vietnam.
- Helped a top U.S. paint manufacturer to establish a subsidiary to engage in the manufacture of paint in Vietnam.

EDUCATION

LLM, American University, Washington College of Law

JD, University of the Pacific, McGeorge School of Law

BA, University of California, Los Angeles (UCLA)

LANGUAGES

English, Korean