



**SOK LOR**  
**MANAGING DIRECTOR**

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**ADMISSION:** Bar Association of the Kingdom of Cambodia

**EDUCATION:** LL.M, Harvard Law School, USA; LL.M, Transnational Law and Business University, South Korea; LL.B, Royal University of Law and Economics, Cambodia

**LANGUAGES:** Native Khmer; fluent English; basic Chinese

Sok Lor is the Managing Director of Sok Xing & Hwang, a member of the Bar Association of the Kingdom of Cambodia. Currently, he is serving VP of the Cambodian Federation of Employers and Business Associations.

Mr. Sok has over 15 years of legal and executive experience in the private and public sectors. He is known for efficient and effective project management and technical skills, depth of industry knowledge, as well as extensive experience in facilitating foreign investments in Cambodia in both labor-intensive and capital-intensive industries. He has advised major corporations on multi-million US dollars M&A and other change of control transactions and government regulatory affairs. He has also extensively advised and represented corporations in the negotiation and resolution of disputes stemming from concession contracts. He previously advised the national Arbitration Council on legal determinations that set standards for labor rights and obligations in workplaces across the country.

Prior to founding Sok Xing & Hwang, Mr. Sok was executive director of Arbitration Council Foundation, where he designed and executed multi-million US dollar international development law and private-public partnership projects, including with the EU, USAID and World Bank.

#### EXPERIENCE

##### M&A, joint venture, and change of control transactions

- **Investment in regional food and beverage group in ASEAN.** Acted for a sovereign funds-invested regional private equity fund in multi-million US dollar investment in a restaurant chain with presence in different countries in ASEAN. Led legal due diligence on the target company, managed off-shore legal counsels, advised on deal structures, and prepared transaction documents, among other things.
- **Acquisition of a telecommunication company in Cambodia:** acted for a Singapore-based corporation in a multi-million US dollar acquisition of the telecommunication company in Cambodia; managed the comprehensive legal due diligence exercise on the target, which spanned across its legal status in Cambodia, government regulatory approvals and concession contracts and licenses, employment contracts including those of the management team of the target, financing documents, and other related issues; set out legal and strategic recommendations concerning key issues identified, and conditions precedent and conditions subsequent for the transaction; prepared and reviewed the transaction documents for the acquisition; coordinated with the offshore legal counsel on the transaction documents governed by English laws; completed the share transfer through the off-shore holding vehicle.
- **Acquisition of a garment company in Cambodia:** acted as local counsel for a Japanese textile company in the acquisition of a garment company in Cambodia with more than 1,500 employees; and led the legal due diligence investigation on the target company.
- **Strategic partnership with mining and infrastructure company in Cambodia:** represented Power China in exploration of a potential strategic partnership with a Cambodia-

based corporation; spearheaded the legal due diligence on the Cambodian partner relating to its legal status, commercial contracts, concession contracts with the Royal Government of Cambodia, and other material contracts, and provided legal recommendations.

- **Asset acquisition of a telecommunication company in Cambodia:** advised a major private equity firm based in Hong Kong on a multi-million US dollar asset acquisition of 1,000 telecommunication towers of a regional telecommunication company with presence in Cambodia; coordinated and supervised the legal due diligence examination extending across the legal status of the target assets, the target company, labor and employment matters, and commercial and lease agreements; drafted and advised on the SPA and other transaction documents.
- **Strategic investment in a major tourism and hospitality company in Cambodia:** acted as local counsel for a major Chinese state-owned enterprise in respect of a strategic investment in the local partner having control over 30,000 hectares of land under concession contracts in Cambodia; supervised legal due diligence exercise on the target company including matters concerning its legal status and corporate governance, investment and regulatory approvals, and status of the land concession.

#### Representation in negotiation and resolution of disputes over M&A transactions

- **A commercial dispute involving M&A of an internet service provider in Cambodia:** represented the buyer in the negotiation and settlement of a multi-million US dollar dispute over the closing conditions and payment relating to an acquisition of an internet service provider in Cambodia, negotiated with the government agencies and state-owned company, including the Ministry of Posts and Telecommunications, and Telecom Cambodia.
- **Acquisition of a Cambodia's state-owned telecommunication company:** acted for a shareholder-seller in the dispute over the terms of SPA and closing conditions with the buyer, advised on and led the execution of the dispute settlement strategies.

#### Major foreign direct investment and commercial matters in labor-intensive industries

- **Yum Brand!:** advised on the franchise framework and preparation of the franchise agreement and international development agreement for Yum Brand (China) to expand its restaurant chains into the Cambodian market; supervised limited due diligence examination on the franchisees.
- **A US multi-national corporation in F&B sector:** advised on major compliance issues and strategies relating to the relocation of the company's manufacturing plant to Phnom Penh SEZ, drafted documents for submission to government's regulatory agencies, and represented the company in negotiation and discussion with the relevant government agencies.
- **Reliable Source Industry:** advised the leading Taiwanese manufacture with presence across Asia on the acquisition of multiple parcels of land with multi-million dollar value for green field investment in its line of embroidery and silk screening in Cambodia, assisted in the preparation of documents for corporate set up and investment approvals, land acquisition, lease agreements, and other contracts.
- **Taiwan Fertilizer:** provided counsel to the Taiwan publicly-listed company on the acquisition of plots of land with multi-million dollar value in Koh Kong SEZ for the purpose of establishment of fertilizer factories in Cambodia; performed legal due diligence on the legal status of the seller, its government and regulatory approvals, legal status of the property, and other contract matters; prepared and reviewed the land SPA and other agreements.
- **A Taiwanese light-manufacturing company with regional presence in ASEAN:** advised on the acquisition of land of multi-million dollar value in High Park SEZ in Svay Rieng

Province of Cambodia; led the due diligence examination of the seller including its legal status and government and regulatory approvals, the legal status of the target asset, and other legal matters.

#### **Policy and legal advice and legislative assistance to regulatory and administrative agencies**

- Providing policy advice and legislative drafting assistance to Council for the Development of Cambodia on drafting of Law on Management of Special Economic Zones
- Providing legal policy advice and technical assistance to Ministry of Labor and Vocational Training on the formulation of draft Law on Trade Unions
- Providing policy and technical assistance to members of Council of Jurists on drafting of Law on the Organization of Courts in Cambodia, concentrating on aspects relating to an overarching organizational structure of Labor Court

#### **Mediation of industry-level policy dialogue and enterprise-level labor-management disputes**

- Mediating dialogue between Garment Manufacturers Association in Cambodia and national trade union federations/confederations to formulate and refine Memorandum of Understanding on Promoting Industrial Relations in the Garment Industry, industry-wide policy document and agreement on principles after which labor strikes were reduced to record-low levels.
- Mediating labor dispute between SL Garment Processing and C.CAWDU trade union, ultimately overcoming weeks-long, violent strikes by several hundred workers (causing hundreds of thousands of dollars in loss and damages); mediation proceedings served as essential blueprint for dispute settlement agreement.
- Leading mediation process for labor dispute at a major export garment producer involving several hundred workers and complex bankruptcy

#### **International development projects and corporate social responsibility schemes**

- Negotiating original project design and subsequent financial and project restructuring of World Bank-funded Demand for Good Governance (DFGG) project; successfully secured over US\$3 million dollars in project funding
- Designing and acting as lead negotiator for Swedish International Development Cooperation Agency-funded labor market governance and employment policy project, which secured US\$1.2 million dollars for Arbitration Council
- Designing frameworks and acting as lead negotiator for various corporate social responsibility projects with international brands and their foundations, including Gap Inc., Levi Strauss Foundation, adidas Sourcing Limited, among others.

#### **Cambodia's national labor Arbitration Council**

- Overseeing administration and management of labor dispute resolution process of the Arbitration Council, with an annual caseload of over 300 cases, achieving 75% successful resolution rate
- Directing in-house legal department for legal support to arbitrators, including provision of legal research, hearing assistance and award writing support
- Managing and providing legal advice and assistance to arbitrators regarding laws and regulations necessary for their ruling on dispute cases; legal precedents established on rules governing employment contracts (fixed duration and undetermined duration), legal criteria for

suspension of contracts, wage liabilities and compensation schemes, attendance bonus provisions for the textile, garment, and footwear industries, among other jurisprudence.

#### **PUBLICATIONS, SPEAKING ENGAGEMENT**

- Panelist, 'Belt & Road' panel, LawAsia Conference 2018, Siem Reap, Cambodia
- Distinguished speaker, 'Amendments to Labor Regulations and Implications for Businesses', EuroCham Conference 2018, Phnom Penh, Cambodia
- Panelist, 'Foreign Direct Investment in Asia', panel, IBA regional conference 2018, Ho Chi Minh City, Vietnam
- Panelist, 'Labor Arbitration – East and West' panel, International Labor and Employment Relations Association Conference, Melbourne, Australia, April 2013
- Invited to present paper, 'Cambodia's Arbitration Council – How It Works,' at the International Conference on International Labor Standards, organized by Fair Work Commission and ILO International Training Centre, Melbourne Business School, Australia, June 2012
- Expert panelist on arbitration system in developing countries, 'Expert Consultative Workshop on Labor Dispute System Designs,' International Training Center of the International Labour Organization, Turin, Italy, February 2012
- Panelist on 'Labor Market Challenges and Prospects,' International Business Chamber Cambodia's Investment Conference 2011—Global Challenges and Cambodia's Response, Phnom Penh, Cambodia, 2011
- Panelist, 'Cambodia's Arbitration Council: Success, Challenges, and Future Outlook,' Boston Law School, in Boston, USA, May 2010
- Guest speaker, 'Labor Dispute Resolution in Cambodia: Challenges and Future Prospects,' annual meeting of National Academy of Arbitrators, Philadelphia, USA, May 2010
- Chief editor for Khmer translation and publication in Cambodia of international best seller, 'Getting to Yes: Negotiating Agreement Without Giving In' by Roger Fisher, William Ury, and Bruce Patton

#### **DISTINCTIONS**

- National medal awarded by the Royal Government of Cambodia for contributions to national development