



XING JIAJIA
SENIOR DIRECTOR

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ADMISSION: People's Republic of China

EDUCATION: Dual LL.M, New York University School of Law, USA & Law Faculty of National University of Singapore, Singapore; a Master in International Commerce, Graduate School of International Studies, Seoul National University, South Korea; LL.B, Peking University Law School, China

LANGUAGES: Native Chinese; fluent English; intermediate Korean

Jiajia Xing is a Senior Director of Sok Xing & Hwang and qualified to practice law in the People's Republic of China.

Clients turn to Ms. Xing to advise them on their most significant and demanding deals, relying on her exemplary technical skills, strong industry knowledge, language capabilities, as well as extensive experience facilitating strategic investments throughout the Greater Mekong Subregion. Her areas of expertise include foreign direct investments, project finance and secured transactions, joint ventures, M&A and other change of control transactions. Prior to co-founding Sok Xing & Hwang, she practiced at a major regional law firm. She was a senior advisor and project manager for the firm's regional practice group on energy, mining and infrastructure (EMI) and the banking and finance group for Cambodia. Her representations included investors, lenders, industrial enterprises and developers. Ms. Xing also established the China Desk and was responsible for leading business developments and legal advisory services for all Chinese-speaking clients.

Ms. Xing holds dual Master of Laws degrees from New York University School of Law, USA, specializing in U.S. and Asian Business Law, and from the Law Faculty of National University of Singapore, Singapore, specializing in Corporate and Financial Services. She holds a Bachelor of Laws degree from Peking University Law School, China. In addition, Ms. Xing holds a Master in International Commerce with highest honor awarded by the Graduate School of International Studies (GSIS), Seoul National University, Korea. She is fluent in Chinese and English, and has attained intermediate proficiency in Korean.

EXPERIENCE

Major Energy, Mining and Infrastructure Projects, Project Financing and Secured Transactions:

- **RMB 3B multicurrency financing of telecom project – Chinese banks:** Advising Chinese banks in Beijing and Hong Kong in provision of RMB 3 billion multicurrency financing to a Cambodian telecom company
- **Multiple phases financing of tourist resort development project in Kampot – China Development Bank (CDB):** Advising CDB on multiple phases financing of US billion-dollar tourist resort development project in Kampot, Cambodia
- **300 M Hydropower Project – China Huadian:** Assisting borrower on issues of post-financing of US\$300 million hydropower project by China Exim Bank in Pursat, Cambodia
- **Hydro-power project in Koh Kong – Sinohydro:** Assisting Sinohydro on development of Stung Cheay Areng project and issues related to project documents with government authorities
- **Financing of Gold Mine Project – CDB:** Advising lender on financing of US\$70 million gold mine project in Kratie, Cambodia
- **Financing of a tourist resort in Koh Kong – CDB:** Advising lender on financing of construction of US\$300 million complex tourism resort by a Cambodian company in Koh Kong, Cambodia

- **Coal Power Project in Sihanoukville – Cambodian Sponsor; Project Company:** Acting for Cambodian Sponsor and Project Company on matters relating to project documentation, coal supply contract and negotiations of second phase financing with Chinese lenders for US billion dollar coal fired power project in Sihanoukville, Cambodia
- **Financing and restructuring of US\$400M loan to telecom company – Chinese bank:** Advising Chinese bank on financing and restructuring of US\$400 million loan to a major telecom company in Cambodia
- **Debt restructuring and secured transactions – China Huawei:** Acting for China Huawei on matters of trade payable restructuring and procuring secured transactions; negotiations with debtors in Cambodia
- **Financing of cement factory project – Chinese guarantor:** Advising Chinese guarantor on US\$67 million financing by Bank of China of cement factory project in Kampot, Cambodia
- **Financing of construction of flyover – CDB:** Advising lender on financing of US\$15 million flyover construction in Cambodia
- **Financing development of international school – International School of Phnom Penh (ISPP):** Acting for ISPP on restructuring of organization, financing of development of new campus and negotiations with potential foreign lenders
- **Multiple phases financing to Chip Mong Group – ANZ Royal and ANZ Singapore:** Assisting with multiple phase cross-border financing to Chip Mong Group in Cambodia by ANZ Royal and ANZ Singapore
- **Future Carbon Fund – Asia Development Bank (ADB):** Advising ADB on entering into a carbon emission purchase agreement with a local producer of CERs in Cambodia

Major M&A, Joint Venture and Change of Control Transactions

- **Acquisition of Singapore Banking Corporation (SBC) in Cambodia – Cathay United Bank; Cathay Financial Holdings:** Acting for Cathay Financial Holdings and Cathay United Bank for acquisition of SBC, and representing clients in complex negotiations with counterparts and government authorities
- **Joint venture agreement and capital increase of Cambodia Cement Chakrey Ting Factory – China Huaxin Cement:** Acting for Huaxin Cement on joint venture agreement, capital increase of Cambodia Cement Chakrey Ting Factory and negotiations with Cambodian counterpart
- **Shareholders agreement for establishment of Cambodia Post Bank – Canadia Investment:** Advising Canadia Investment on shareholders agreement for establishment of Cambodia Post Bank with foreign counterpart
- **Joint venture agreement of media project – Project Company; China ASEAN Fund:** Acting for Chinese investors including China ASEAN Fund on joint venture agreement and other issues in relation to a US\$100 million media project and representing clients in complex negotiations with Cambodian counterpart
- **Share transfer of insurance company – Cambodian shareholder:** Advising Cambodian shareholder on transfer of shares in a Cambodian insurance company
- **Joint venture agreements for a major Cambodian development company – Cambodian shareholder:** Advising shareholder in Cambodian development company holding US billion dollar EMI projects on issues arising from joint venture agreements entered into with Chinese counterparts; and advising on restructuring
- **Wing – ANZ Australia:** Advising ANZ Australia on sale of shares in Wing and meetings with potential buyers
- **Lucky Market – Lucky Market Group:** Advising on memorandum of understanding for the transfer of shares in Lucky Market Group and enforcement issues related to foreign law governed transactions

Major Foreign Direct Investment in Labor-Intensive Industries

- **Actionwheel:** Acting for leading bicycle supplier from Taiwan to invest in Cambodia, procuring secured control over factory land, and representing client interests in complex multi-parties negotiations involving agents, local officers and representatives of villagers in Bavet, Cambodia

- **Startshine:** Assisting footwear supplier of international brands in dealing with and resolving complex bankruptcy, abandonment of Cambodian shareholder, litigation by creditors, negotiations with local authorities, creditors and shareholders, and procuring secured transactions with creditors
- **Reliable Source Industrial:** Assisting major investor from Taiwan in garment and apparel industry to procure secured control and acquisition over plots of land for factory
- **Complete Honour Footwear Industrial:** Assisting manufacturer from Taiwan in footwear industry to procure secured control over plots of factory land
- **J. D. United Manufacturing Co., Ltd.:** Advising on issues of corporate governance and restructuring of conglomerate from mainland China related to its five (5) Cambodia-based companies operating in garment and apparel industries for the purpose of potential off-shore IPO
- **Nien Made Group:** Acting for Taiwan-listed world leading manufacturer of window blinds and shutters to invest in Cambodia, procuring secured transactions with developer of special economic zone (SEZ) and control over land, and negotiations with SEZ developer in Bavet, Cambodia

Other Major Banking and Alternative Dispute Resolution

- **Bank of China Phnom Penh Branch:** Assisting with design and preparation of template loan documentation in Cambodia
- **Mega Bank Phnom Penh Branch:** Assisting with design and preparation of template loan documentation in Cambodia
- **Cathay United Bank:** Assisting with design and preparation of documents for cash management project with real estate developer in Cambodia
- **ANZ:** Assisting with review of standard loan documentation, template cash management documentation and preparation of country schedule, and advising on issues relating to OTC transactions in Cambodia
- **Disputed Fund:** Advising major local bank on prevention of potential dispute arising from release of disputed escrow funds; communications with conflicting parties under arbitration in Hong Kong; and procuring non-judicial settlement
- **Return of Fund:** Assisting with European-listed company on return of fund remitted to account in Cambodia by suspected fraudulent transaction; negotiations with the local bank and the account holder; procuring return of funds