

## PATRICK XIAO

Partner

Fangda Partners

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### PRACTICE AREAS

MR. XIAO SPECIALIZES IN DISPUTE RESOLUTION AND COMPLIANCE MATTERS

Mr. Xiao handles complicated and sophisticated commercial disputes for listed companies, private equity firms, hedge funds, financial institutions and foreign invested corporations in China. His cases include disputes involving merge and acquisition, restructuring, investment and financing, joint-ventures, corporate governance, right of control contest, commercial contracts and hybrid cases involving both criminal and civil liabilities, etc. Mr. Xiao also has extensive experience in compliance matters in the realm of securities laws, anti-corruption investigations and environmental protection.

### REPRESENTATIVE MATTERS AND CASES

#### Disputes Involving Listed Companies

- Represented an A-share listed company in handling a series of disputes against the former shareholders of the target company arising from the asset restructuring transaction and the valuation adjustment arrangements
- Advised an A-share listed company on the dispute of the asset restructuring transaction and the valuation adjustment arrangements and on contest for the right of control
- Advised a renowned state-owned company on the equity acquisition dispute involving the parent company of an A-share listed company
- Advised an A-share listed company on the dispute of the asset restructuring transaction and the valuation adjustment arrangements

- Represented a private equity firm in taking legal actions against an A-share listed company for its unilateral termination of the asset restructuring plan

#### Investment and Financing/Joint-venture/Contest for Control Right

- Represented a renowned medical device company in handling a series of disputes against its Chinese business partner arising from the transaction of capital increase and equity transfer (the total value in controversy exceeds RMB 2.1 billion)
- Represented a subsidiary of a financial group in handling a joint venture dispute (the total value in controversy around 150 million RMB)
- Represented a well-known fashion brand in handling the joint venture disputes against its business partner
- Represented a family trust fund in handling the contest for the right of control of the five companies which it invested in China
- Represented a large corporation group in handling the dispute in China as a part of the disputes arising from the cross-border equity acquisition deal

#### Other Types of Commercial Disputes

- Represented the multi-national automobile, fast-moving consumer goods and healthcare companies in filing lawsuits or arbitrations for termination of distribution contracts
- Represented the leading retail companies in filing lawsuits against the landlords for the lease termination disputes
- Represented the trading companies in the international sales disputes of industrial machinery and commodities
- Defended the start-ups in the high-tech industry in handling disputes involving stock incentive plans
- Defended a renowned automobile seat company in dealing with the dispute of the logistic service contract

#### Securities Law and Government Enforcement

- Defended an investment institution in the administrative investigation of the CSRC for the market manipulation charge
- Advised a private equity firm on the trade restriction order placed by the exchanges and presented it in the later CSRC's investigation

#### Anti-corruption Investigation

- Assisting international pharmaceutical companies in conducting internal investigation, preparing investigation report and providing legal advice
- Representing an American company's subsidiary in China in handling the collusion and corruption case involving finance department and the IT department, filing the criminal case to the police and dealing with the labor and commercial lawsuits
- Representing a European company's subsidiary in China in handling the corruption case involving sales persons and providing legal advice
- Representing a Japanese company's subsidiary in China in handling the corruption case involving sales persons and providing legal advice
- Assisted the multi-national companies in conducting internal compliance investigation (including the industry of retailing, motor films, construction films, machinery and motor sales) and represented the clients in filing civil lawsuits and/or criminal cases

#### Environmental Protection

- Advised an American manufacturing company's subsidiary in China on the legal risks and solution for its failure to pass the acceptance testing of the environmental requirements for a manufacturing facility
- Advised an international financial institution on the soil contamination issues in connection with a land mortgage transaction
- Advised a leading paint and coating company on the compliance issues in relation to warehousing, transportation and disposal of hazardous waste in China
- Advised a European company's subsidiary in China on the registration of the import of a new chemical in China
- Defended an international manufacturing company of lead battery in the government investigation and the later legal proceedings relating to a lead contamination incident
- Advised a leading paint company on the issues involving the warehousing, transportation and disposal of inflammable materials under OEM arrangement

## OTHER INFORMATION

### Education

- Shanghai University of Finance and Economics, School of Law, LL.B.
- Shanghai University of Finance and Economics, School of Law, J.M.

- University of Virginia, School of Law, LL.M.

### **Professional Qualification**

- Admitted to practice in the People's Republic of China
- Admitted to practice in the New York State, the United of States

### **Publications**

- Valuation Adjustment Mechanism in Asset Restructuring involving Listed Companies I – how to defend and attack in a corporate governance dispute?
- Valuation Adjustment Mechanism in Asset Restructuring involving Listed Companies II – how to diagnose a dispute early and involve lawyers timely?
- Valuation Adjustment Mechanism in Asset Restructuring involving Listed Companies III– how to read a risk arising from stock pledge
- Valuation Adjustment Mechanism in Asset Restructuring involving Listed Companies IV-the Common Solution
- The Hiding Risk – introduction of the new chemical rules in China
- Understanding the PRC Soil Contamination Prevention Law: the Collateral Impacts on the Non-manufacturing Sectors
- Understanding the PRC Soil Contamination Prevention Law: Discussion on Retroactivity
- Understanding the PRC Soil Contamination Prevention Law: the Impacts on the Law Enforcement and Tackling Strategy

### **Professional Affiliations**

- Member of the Environmental Protection and Energy Committee, Shanghai Bar Association

### **Professional Background**

Mr. Xiao started to practice in 2006 and joined Fangda in 2011. Before that, Mr. Xiao worked with two Chinese top law firms.