



## Youyuan Jin Partner

**Practice Areas:** Private Equity/Venture Capital, Mergers & Acquisitions, Investment Fund, Securities Capital Markets

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### Professional Experience

Youyuan Jin is a partner at Merits & Tree. Prior to establishing Merits & Tree, Mr. Jin was a partner at the Commerce and Finance Law Offices and Zhonglun Wende Law Firm. He also has worked at King&Wood for many years.

Mr. Jin has rich experience in private equity investment and financing, corporate M&A, cross-border transactions, listings at home and abroad, private equity fund establishment and compliance: representing investment institutions or financing companies to invest hundreds of projects about investment, financing and M&A of different stages and rounds, The industry covers TMT, biomedicine and health, education and training, high-end manufacturing, military industry, retail and consumption, entertainment and sports, etc; assisting more than a dozen enterprises to successfully list or apply for listing in the domestic and foreign capital markets. The place of listing include Shanghai, Shenzhen, Hong Kong, the United States and the United Kingdom; in the field of investment funds, Mr. Jin has provided services to dozens of funds or their managers in setting up and raising funds, fund disputes, registration of fund managers, filing of fund products, perennial legal counsel, and so on; assisting the government to guide funds, market-oriented mother funds to invest in venture capital funds, listed companies M & A funds, cross-border M & A funds and other types of sub-funds. Mr. Jin has been named "LEGAL BAND Top Lawyers in China" for many years in the field of private equity, venture capital and investment fund.

### Education

LL.M., University of International Business and Economics

### Qualifications

Mr. Jin has been admitted to practice in the People's Republic of China.

### Working language

Chinese and English

### Representative Cases

#### 1. Typical performance: Investment and M & A

Mr. Jin provided legal services in venture capital and private equity financing

involving Chinese companies (or their interests) and also provided legal services for the investors (Fund), acquirers, financing party (Target Company) in foreign capital M & A. The main projects are as following:

- Representing and providing legal services for the following companies' (financing party) equity financing projects: Luogic Show's financing Round B and Round C; UniMedia's financing Round B; Miman's financing Round A, B and C; Bangying's financing Round A; My-work network's financing Round B; Morning Star Spirit's financing Round B; Quna's financing Round B; Yiman Tech's financing Round A; Yada International's financing Round B; Wild-dog technology's angel round, Round A and A+; Mirror technology's financing Round A; Golden Harvest film's financing Round A; Three-dad's financing Round A; All Tech Med's 4 rounds of financing acquired from the funds like SIG, Qiming, Mingli and Dinghui; Dream City(A-Li)'s financing Round A acquired from GGV Capital and Round B acquired from Renaissance Capital; Kongming's financing Round A and Round A+ acquired from Renaissance Capital; Meiaojun's financing Round A and Round A+; Miwo Tech's financing Round A and Round B; Gridsum Technology's financing Round B and Round C; Vancl's acquiring of Convertible Bond Investment; Altobeam's financing Round A; 91wajiao's financing Round A; Jiayuan.com's financing Round A; Hers' financing Round A; Zhongtang's financing Round A; blossomhillinn's financing Round A; ACCB Biotech's financing Round B and C. Supermovie's financing Round A and B; Erlang God's financing angel round and Round A;
- Representing and providing legal services for SAIF in the investments of the following companies: Zhihu, Quna, Stupid Bird Social, Huanshi Tech, Yunruan, Aipai, Shikangyisheng, Chukou1, TouchChina, Bestdo, Tiantian, Ttime, Pcbaby, D.CN, Centurypartnermedia, Element Fresh, Yazuo, Goodwillcis, Pushikang, Pheromonicin, ACCB, Acton, Meici, Cachare, Hezhongchuangneng, Kaiboneng, Internet Tech&Media, Tianjin Models, etc.;
- Representing and providing legal services for Sequoia Capital in the investments of the following companies: Wanmingyang, Rizhiyi, Taidi, Yishi Tech, Mobp2p, Wooyun, MikeCRM, IMBA TV, Kongkonghu, UniMedia, Tupo, Bybutter, Zhenrongbao, Wangqin, Beihai, etc.;
- Representing and providing legal services for Warburg Pincus in the investments of the following companies: Sino-wind, WestLink, Easga, etc.;
- Representing and providing legal services for Innovation Works in the investments of the following companies: 4paradigm, Dianwoda, Dagong, EsayCar, IMBATV, Thejoyrun, Miman, etc.;
- Representing and providing legal services for IDG in the investments of the following companies: Yada International, Zhenguandexin, Weipaitang, Huikai, Dreamcity, VeerChina, Nanjingwangshang, etc.;
- Representing and providing legal services for Tsinghua Holdings Capital in the investments of the following companies: Orange Castle, Noitom Technology, 21

- century, Mingriyuhang, StormPlayer, Daoyoudao, Jinzhoutaipingyang, Hengxindianqi, Dabaixiong(corporate jet) and so on; Providing legal services for Tsinghua Holdings Capital in handling the equity transfer with Baoxin and the investment interests with Wanda;
- Representing and providing legal services for New Horizon in the investments of the following companies: Lanjing, Googut Wine&Spirits, Quanfeng Express and etc. Providing legal services for RAISSON Capital in investing in Quanfeng Express and Shengda, etc.;
  - Representing and providing legal services for Envision Capital in the investments of the following companies: Vhall, MEX, X Trader, Adtime, Tianrensw, Getein Biotech, Rkylin, blossomhillinn, Ehengjiu, Lianhemeizhuang, etc.;
  - Representing and providing legal services for Kong.com in the investments of the following companies: Dianda, Ourgame, QuantumFoam, Wannengyaoshi, HTCHE.com, Jidongdiaobao, 51kuaile, Blue Mobile, Huanyi, CreamSoft, Yunyou, 17game, etc.;
  - Representing and providing legal services for Marathonvp in the investments of the following companies: AnchorDx, etc.;
  - Representing and providing legal services for RHC in the investments of the following companies: Qingpu Tour, Deyu Family Office, etc.;
  - Representing and providing legal services for WestSummit Capital in the investments of the following companies: Wenan, Union Optech, Anji, Autobeam and etc. Representing and providing legal services for China Growth Capital in the investments of the following companies: Superpix, Hunter Sun, VANCHIP, DKEM, etc.;
  - Representing and providing legal services for Yingchuangzhixin (CEgood fund) in the investments of the following companies: Ximalaya, Sino Farm, AAG, GEABIES, Blueflame, Times Films, etc.;
  - Representing and providing legal services for CITIC Capital in the investment of Sino Farm;
  - Representing and providing legal services for Kaiming Capital in the investments of the following companies: Chibanting, J1.com, etc.;
  - Representing and providing legal services for Transcosmos Inc in the investments of the following companies: 6.cn, ZZY, Tengxin, Taigong, Yongyao Advertising, Shige, etc.;
  - Representing and providing legal services as Chinese lawyer for Sharp Point Group Limited and Beauty Sunshine Investments Limited in their acquisition by Telstra; and
  - Representing and providing legal services for Taiwan Mobile Co., Ltd in the acquisition of Hurray!Times Communication(Beijing) Ltd.

## 2. Typical performance: Domestic and Overseas IPO

Mr. Jin has provided legal services for several Domestic and Overseas IPO

projects as Chinese lawyer of issuers or underwriters. The main projects are as following:

- Providing legal services in the listing project of Gridsum (NASDAQ CODE: GSUM) in NASDAQ as the lawyer of the issuer;
- Providing legal services in the listing project of Fordoo in HKE as the Chinese lawyer of the underwriter;
- Providing legal services in the listing project of GLOBAL LOCK SAFETY (INTERNATIONAL) GROUP CO. LTD in London AIM as the lawyer of the issuer ; Global Lock is a comprehensive enterprise of research, production and sales for safety products ranking the top of China;
- Providing legal services in the listing project of Changyou (NASDAQ CODE: CYOU) in NASDAQ as the lawyer of the underwriter; Changyou is a top developer and operator of online games in China splitting from Sohu in December,2007;
- Providing legal services in the listing project of Soufun (NYSE CODE: SFUN) in NYSE as the lawyer of the issuer; Soufun is a top Chinese company specializing in house property, house furnishing and accommodation;
- Providing legal services in the listing project of Changrong (NASDAQ CODE: CHRM) in NASDAQ as the Chinese lawyer of the underwriter. Changrong is a top agent and producer of TV advertising;
- Providing legal services in the listing project of VIT(NYSE CODE: VIT) in NYSE as the lawyer of the underwriter in the process of listing and additional issuance; VIT is a top information technology service provider in China and an offshore software developer and also is the first Chinese software service subcontractor in NYE;
- Providing legal services in the listing project of China Digital TV Holding (NYSE CODE: STV) in NYSE as the lawyer of the issuer; China Digital TV is a top conditional access system provider in the market; and
- Providing legal services in the listing project of Perfect World (NASDAQ CODE: PWRD) in NASDAQ as the Chinese lawyer of the issuer; Perfect World is a top developer and operator of online game in China.

### **3. Typical performance: Fund Establishment and Raising, Fund Manager Registration**

The main projects on fund formation and raising that Mr. Jin has been involved in are specified as follows:

- Providing legal services for Gongqing City Dongneng Thunderbolt Investment Management LP
- The Formation of JD Finance Investment Fund by Riverhead Capital Investment Management Co., Ltd.
- The Formation of RMB Fund by Wujiang Star Capital

- The Formation of RMB Fund by Maintrend Capital
- The Formation of RMB Fund by Fenghou Capital
- The Formation of RMB Fund by Dream Castle (Ali)
- The Formation of RMB Fund by Highland Capital
- The Investment to an Offshore Dollar Fund by Riverhead Capital

Mr. Jin also provides legal services for many fund management institutions for their application for or the modification of registration to Asset Management Association of China, the main projects are specified as follows:

- Gongqing City Dongneng Thunderbolt Investment Management LP
- Beijing Rongxin Huilve Investment Management Co., Ltd.
- Hujialou Investment Fund Management (Beijing) Co., Ltd.
- Shenzhen Maintrend Investment Management Co., Ltd.
- Beijing Shengshi Hongming Investment Fund Management Co., Ltd.
- Shanghai Shengshi Xiyang Cultural Investment Management Co., Ltd.
- Tsinghua Holding Investment Consulting Co., Ltd.
- Tsinghua Holding Capital Co., Ltd.
- Tsinghua Holding Technology Venture Capital Investment Consulting Co., Ltd.
- Lujiazui (Zhejiang) Asset Management Co., Ltd.
- Beijing Ronghui Angel Investment Management Co., Ltd.
- Ningbo Fenghou All-Link Investment Management Co., Ltd.
- Chongqing Shengshi Qihong Equity Investment Management Co., Ltd.
- Shenzhen Renminjintai Equity Investment Management Co., Ltd.
- Beijing Highland Equity Investment Management Co., Ltd.
- China National Nuclear All-Link Investment Fund Management (Beijing) Co., Ltd.
- Beijing China National Nuclear All-Link Investment Management Co., Ltd.
- China National Nuclear Dingyuan (Beijing) Investment Management Co., Ltd.
- Zhiyu Equity Investment Fund Management Co., Ltd.

#### **4. Typical performance: Red Chips Dismantling**

Mr. Jin has also provided legal services for many companies to return to the domestic capital market projects. The main projects include:

- Luogic Show
- Huami Technology (Representing Sequoia Capital)
- To8to (Representing Sequoia Capital)
- Beijing Times Films Co., Ltd.
- Guangzhou You+ Investment Management Co., Ltd.
- Meiaoju (Beijing) Network Technology Co., Ltd.
- Beijing Zhongtian Weike Network Technology Co., Ltd.
- Youyi Hutong (Beijing) Advertising Co., Ltd.

- Guangzhou Cool Travel Co., Ltd. Beijing (Representing Sequoia Capital)
- Shengshi Kangtai Cultural Communication Co., Ltd. (Representing Sequoia Capital)
- Taidi (Shanghai) Network Technology Joint Shock Co., Ltd. (Representing Sequoia Capital)

#### **5. Typical performance: Employee Option Plan or Equity Incentive Plan**

Mr. Jin has provided legal services such as structural design and document production on employee options or equity incentive programs for employees from the following domestic or overseas companies:

- Doohan Technology
- Beijing Wanhe Tianyi Film & Television Culture Co., Ltd.
- Nanjing Miman Culture Media Co. Ltd.
- Beijing Hengjiu Fortune Investment Management Co., Ltd.
- Oneworld Education
- Beijing Macy & Larry Business Co., Ltd.
- Wilddog Technology (Beijing) Co., Ltd.
- Wuhan New Seed Technology Co., Ltd.
- Beijing Weia Times Technology Co., Ltd.
- Shenzhen Blue Technology Co., Ltd.
- Beijing Pure Travel Co., Ltd.
- Beijing Yijia Technology Culture Co., Ltd.
- Beijing God Erlang Technology Co., Ltd.
- Cloud Plan Film Distribution (Beijing) Co., Ltd.
- Guwu (Beijing) Technology Co., Ltd.
- Shanghai Quzhi Network Technology Co., Ltd.
- Tianjin Shuji Technology Co., Ltd.
- BLUE BROTHERS LIMITED (Blue Mobile)

#### **6. Typical performance: General Counsel**

Mr. Jin has also provided perennial legal adviser services to many enterprises. The main projects include:

- Tsinghua Holdings Co., Ltd.
- Riverhead Capital, owned by Sunshine Insurance Group
- New Horizon Capital
- China Growth Capital
- Fenghou Capital
- Century Jiayuan
- Beijing Air Messenger Information Technology Co., Ltd.
- Tianjin Shuji Technology Co., Ltd.
- Hujialou Investment Fund Management (Beijing) Co., Ltd.

- Beijing 1.5 Dimensions Network Technology Co., Ltd.
- Cloud Plan Film Distribution (Beijing) Co., Ltd.
- China National Nuclear All-Link Investment Fund Management (Beijing) Co., Ltd.
- Beijing Weiming Boya International Business Club Co., Ltd.
- MEIAOJU REAL ESTATE CORPORATION
- Tianjin Hezhong Chuangneng Optoelectronic Technology Co., Ltd.
- Brighten Capital Management Co., Ltd.
- Wilddog Technology (Beijing) Co., Ltd.
- Beijing Meiju Technology Co., Ltd.
- Dano (Beijing) Oilfield Services Co., Ltd.
- Beijing Dream Castle Culture Co., Ltd.
- Wuxi Smart Power Culture Media Co., Ltd.
- Beijing International Peace Culture Foundation

#### **7. Typical performance: Foreign Direct Investment**

Mr. Jin has also provided legal services to domestic and foreign clients involved in the project of foreign direct investment and perennial legal services, including the following:

- Representing and Providing Legal Services for Cluny Group (Canada) in the Wuhan Jiangxia's Corporative Project and the Airport Project with Yueyang Jinhong Real Estate Co., Ltd.;
- Representing and Providing Legal Services for Mission Hills Capital Partners (Canada) in the Investment to Yangling Shengfei Dairy Co., Ltd. and to Wolwoboitech;
- Representing and Providing Legal Services for Livewire Communications Inc. (Canada) in Demanding the Corporative-Receivables from Mercedes-Benz Auto Finance Ltd. by way of Non-Litigation;
- Representing and Providing Legal Services for Hezhong Chuangneng in The formation of the Changzhou Sanli Jingtuo Optoelectronic Co., Ltd. together with ミタニマイクロニクス株式会社;
- Representing and Providing Legal Services for Korean Benaifu Joint-Stock Company in the formation of a Wholly Foreign-Owned Enterprise Engaging in Restaurant Chains in China; and
- Representing and Providing Legal Services for Association of Certified Anti-Money Laundering Specialists (ACAMS) in the formation of a Wholly Foreign-Owned Companies in China.