

Wenjun WANG

Partner

Dispute Resolution | Regulatory and Compliance Capital Markets



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Wenjun Wang is a partner at Merits &Tree. Prior to joining Merits &Tree, Ms. Wang served as counsel at King & Wood Mallesons and practiced at Commerce & Finance Law Offices for several years.

Ms. Wang specializes in dispute resolution on the capital markets. She is particularly skilled in handling securities and futures administrative compliance cases involving violations of information disclosure, insider trading, market manipulation. She also has extensive experience in civil disputes arising from securities fraud, such as misrepresentation liability cases, as well as criminal liability matters. She also handles complex corporate disputes concerning securities transactions, equity deals, valuation adjustment, corporate governance, and financial disputes involving fund management and exit strategies, as well as financing-related trade matters. With a wealth of experience in handling complex cases, Ms. Wang has served over 40 listed companies, securities firms, and fund companies. The total amount in disputes she has handled exceeds RMB 10 billion, many of which involve in the line of administrative and civil/criminal matters, as well as the interplay between administrative and criminal law. In addition, Ms. Wang advises on non-contentious matters, including investments, M&A, PE/VC transactions, having represented over 30 private funds and startups. Her practice spans the full lifecycle of deals, from transactional stage to post-dispute resolution.

Achievements

Administrative Compliance in Securities and Futures

- Provided legal representation for a Zhejiang-based smart healthcare listed company and its directors, supervisors, and senior management in connection with administrative penalties for alleged violations of information disclosure regulations and fraudulent issuance, including legal services for statements and defenses, and participation in hearings.
- Represented a Zhejiang-based chemical fiber listed company and its actual controller, directors, supervisors, and senior management in administrative penalty proceedings for alleged information disclosure violations, offering legal services for statements and defenses, and participation in hearings.

- Offered legal services for statements and defenses, and participation in hearings for a Fujian-based apparel listed company and its actual controller and management personnel facing administrative penalties for alleged information disclosure violations.
- Provided legal services for an Anhui-based Sino-foreign joint venture listed company and its foreign directors, supervisors, and senior management in connection with administrative penalties for alleged information disclosure violations.
- Represented a Shandong-based papermaking listed company in connection with administrative investigations for alleged information disclosure violations.
- Provided legal services for a Henan-based papermaking listed company facing administrative investigations for alleged information disclosure violations and related delisting risks.
- Represented a Shanghai-based securities firm in connection with administrative investigations for alleged information disclosure violations related to underwritten bonds.
- Offered legal services for a Shanghai-based trust listed company and its directors, supervisors, and senior management in connection with administrative investigations and exchange disciplinary actions for alleged information disclosure violations.
- Represented a Shanghai-based education listed company in connection with exchange disciplinary actions for alleged information disclosure violations.
- Provided legal services for statements and defenses, and participation in hearings for the performance commitment obligors of a Beijing-based digital media listed company facing exchange disciplinary actions for failure to fulfill performance commitments.
- Represented the performance commitment obligors of a Jiangsu-based information technology listed company in applying for administrative reconsideration against rectification orders and "high-spending and high-travel" restrictions for failure to fulfill performance commitments.
- Offered legal representation for a former senior manager of a large state-owned enterprise facing administrative penalties for alleged futures insider trading, including services for statements and defenses, and participation in hearings and reconsideration. This case is the first commodity futures insider trading case in the market.
- Represented an employee of a listed company in connection with administrative penalties for alleged securities insider trading during a major asset restructuring process, including services for statements and defenses, and participation in hearings and reconsideration.
- Provided legal services for statements and defenses, and participation in hearings for a senior executive of a listed company facing administrative penalties for alleged securities insider trading.
- Represented an individual facing administrative penalties for alleged insider trading and recommending others to trade stocks due to contact with insider information holders, including services for statements and defenses and participation in hearings.
- Offered legal services for a Shanghai-based fund management company in connection with administrative investigations for alleged insider trading and the use of others' securities accounts.
- Provided legal services for statements and defenses for the chairman of a life insurance company facing administrative penalties for alleged failure of qualification for appointment.
- Represented a Shanghai-based fund management company in connection with administrative investigations by securities regulatory authorities for alleged improper promotions.

Securities Fraud Disputes

- Represented a Shanghai-based information software listed company in defense against securities fraud civil compensation lawsuits arising from alleged information disclosure violations.
- Represented a Shanghai-based state-owned controlled listed company in defense against securities fraud civil compensation lawsuits arising from alleged information disclosure violations.
- Represented a Shanghai-based electric equipment listed company in defense against securities fraud civil compensation lawsuits arising from alleged information disclosure violations.
- Represented a Jiangsu-based agrochemical listed company in defense against securities fraud civil compensation lawsuits arising from alleged information disclosure violations.
- Represented a Fujian-based power listed company in defense against securities fraud civil compensation lawsuits arising from alleged information disclosure violations.
- Represented a Fujian-based apparel listed company in defense against securities fraud civil compensation lawsuits arising from

alleged information disclosure violations.

- Represented a Zhejiang-based chemical fiber listed company in defense against securities fraud civil compensation lawsuits arising from alleged information disclosure violations.
- Represented a well-known securities firm in defense against securities fraud civil compensation lawsuits arising from underwriting publicly issued corporate bonds.
- Represented a well-known securities firm in defense against securities fraud civil compensation lawsuits arising from underwriting small public bonds.
- Represented a well-known securities firm in defense against securities fraud civil compensation lawsuits arising from underwriting convertible bonds of a listed company.
- Represented a well-known securities firm in defense against securities fraud civil compensation lawsuits arising from acting as the financial advisor for a major asset restructuring project of a listed company.
- Represented an accounting firm in defense against securities fraud civil compensation lawsuits arising from serving as the annual audit institution for a listed company for multiple years.

Corporate, Financial and Commercial Disputes

- Represented the former actual controller of a listed company in an arbitration case involving "private placement bottom-line" contract disputes with non-public offering investors, achieving a complete victory.
- Represented a well-known asset management company in handling a subscription contract dispute arbitration case involving a listed company due to non-public offering of stocks, with a dispute amount reaching RMB 1.1 billion.
- Represented a Shanghai-based state-owned capital-controlled listed company in a subscription contract dispute litigation case involving non-public offering investors, with a dispute amount reaching RMB 800 million.
- Represented the actual controller of a listed company in a stock income right contract dispute arbitration case, with a dispute amount reaching RMB 4 billion.
- Represented the former actual controller of an acquisition target in handling performance bet dispute cases involving a digital media listed company, involving securities compliance and criminal-civil overlap.
- Represented the former actual controller of an acquisition target in handling performance bet dispute cases involving a software service listed company.
- Provided legal services for a performance bet dispute case involving a Shanghai-based cultural media listed company, involving securities compliance and criminal-civil overlap.
- Represented a Shanghai-based state-owned venture capital fund in an equity repurchase dispute arbitration case involving another shareholder of a Tianjin-based technology company.
- Represented a Shanghai-based state-owned venture capital fund in an equity repurchase dispute litigation case involving the actual controller of a Shanghai-based information technology company.
- Represented a Chongqing-based venture capital fund in an equity repurchase dispute litigation case involving the actual controller of an information technology company.
- Represented a company under Haier Group in an equity transfer contract dispute arbitration case due to financial data issues of the investment target.
- Provided legal services for a well-known dollar fund in a dispute arising from the failure to fulfill profit-sharing agreements during the dismantling of the VIE structure of an investment target.
- Represented a Shanghai-based asset management company in a dispute litigation case involving a contractual fund product and investors over investment difference compensation.
- Provided legal services for a Shanghai-based asset management company in connection with its private securities investment fund being held accountable by investors due to poor fund net value performance.
- Represented a Shandong-based financial leasing company in a financial loan dispute case involving a Shanghai-based real estate enterprise, with a dispute amount reaching RMB 400 million.
- Provided legal services for a Shanghai-based asset management company in connection with a contract and tort liability dispute arising from accounts receivable pledge financing, with a dispute amount reaching over RMB 3 billion, involving complex criminal-civil overlap.

- Represented a bank in a financial loan contract dispute litigation case arising from supply chain financing and false interbank guarantees, with a dispute amount reaching over RMB 600 million, involving complex criminal-civil overlap.
- Represented a petrochemical listed company in a third-party infringement of claims dispute retrial case before the Supreme People's Court, involving complex criminal-civil overlap.
- Represented a steel listed company in a sales contract dispute retrial case before the Supreme People's Court, involving complex criminal-civil overlap.
- Represented the families of entrepreneurs such as Gui in an equity incentive dispute litigation case involving Fudan University, etc. After the original trial was dismissed at first and second instances, the case was accepted by the original trial court following a retrial ruling by the Supreme Court, and after another round of first and second instance trials, the clients obtained all the proceeds from the sale of the incentive shares after nine years.
- Provided legal representation for entrepreneurs such as Chen in an equity incentive dispute with the major shareholders of a target company, successfully obtaining the incentive equity for the clients after five years.

Investment and Financing, General Legal Counsel Services

- Represented Sequoia Capital in connection with its investments in Fresh Legend, Lingxi Micro Light, Breakthrough Education, Butter Camera, Mobile Loan, Ants Vision Technology, and Wooyun, providing legal services.
- Represented Innovation Works in connection with its investments in Boxfish English, Yuepaocircle, My Part-time Network, and Impossible World, providing legal services.
- Represented SoftBank Capital in connection with its investments in Haokang Housekeeping, Zhihu, Shikang Yisheng, and Tian Shi Hengsheng, providing legal services.
- Represented IDG Capital in connection with its investment in Tianmei Technology, providing legal services.
- Represented Cinda Hanstone Capital in connection with its investment in Tongdun Technology, providing legal services.
- Represented China International Capital Corporation's fund in connection with its investment in Diehe Medical, providing legal services.
- Represented YuanYi Capital in connection with its investment in Benchmark Medical, providing legal services.
- Represented Qingke Venture Capital in connection with its investment in HIGO Buyer Platform, providing legal services.
- Represented Fengyuan Capital in connection with its investment in Shuren Cloud, providing legal services.
- Represented JiaWo Capital in connection with its investment in Naga Information, providing legal services.
- Represented Huachuang Investment and JuYuan Capital in connection with their investment in Dike Electronic Materials, providing legal services.
- Represented ClearVue Partners in connection with its investments in a pharmaceutical e-commerce platform and an auction platform, providing legal services.
- Represented Wanhe Tianyi, Guoshuang Technology, and Heren Technology in connection with their multiple rounds of financing, providing legal services.
- Represented Dongneng Leiting in connection with its fund establishment, providing legal services.
- Represented Sunshine Fusion Capital in connection with its proposed investment in an offshore dollar fund, providing legal services.
- Provided general legal counsel services for Shanghai Shuangchuang Investment Center and its funds, New Domain Capital, Meiaju, a web novel website, and others.

Education

LL.B., B. Econ., (Dual Degree), Peking University

Admissions

PRC Bar

Language

Chinese、English