

Name: Wong Yi (Wang Yi) (王 毅)

Advocate and Solicitor, Supreme Court of the Republic of Singapore (admitted to the Singapore Bar on 9 February 2011)

Date of birth: 1st July 1983 Place of birth: Singapore Nationality: Singaporean

Language Fluency: English (Fluent – Spoken and Written), Chinese (Mandarin) (Fluent – Spoken and Written), Bahasa (Basic)

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Professional Memberships: Chairman of the Young Lawyers Committee (YLC), The Law Society of Singapore (“LSS”) (2015 - Current), Vice Chairman of the YLC (2014)

Member of the International Relations Committee LSS (2012-2013), Member of the Public and International Law Committee LSS (2012-2013), and Member of the Law Awareness Committee LSS (2012-2013),

Singapore Academy of Law

Tampines Rovers Football Club – Honorary Secretary and Executive Committee Member (2016 – Current)

**Professional Qualifications and Post-Grad Courses:**

University of Nottingham, United Kingdom – Law LLB (2004 – 2007)

Raffles Institution, Singapore (1996 – 1999), Raffles Junior College, Singapore (2000 – 2001)

Singapore Management University (Finance and Accounting for Lawyers) (2012)

National University of Singapore (Singapore Bar Course Part A) (2009), Board of Legal Education, Singapore (Singapore Bar Course Part B) (2010)

The George Washington University, School of Business – Managing Outsourcing Contracts (2008)

Singapore Mediation Centre – Managing Conflicts through Mediation (2008)

University of Hong Kong – Special Introductory Course in Business Associations (2007); Special Introductory Course in Evidence (2007)

Teaching in Higher Education Certificate (Tertiary) (2013)

**Professional Experience Summary**

Wincor Nixdorf – Asia Pacific Regional Legal Counsel

UniSIM – Adjunct Associate

Temasek Polytechnic – Adjunct Lecturer / Corporate Trainer

Singapore Post Limited – Senior Manager, Strategic Development and Legal, eCommerce, Greater China Region. Part of Group Leadership Management core and Corporate Transformation Initiative.

Rajah & Tann LLP – Associate

Eversheds LLP - Associate - Corporate / Commercial / Mergers & Acquisitions / Capital Markets (through captive Singapore law firm in association with Eversheds)

WongPartnership LLP - Associate - Capital Markets Practice Group

Tiger Airways Holdings *-* Seconded in-house lawyer

Singapore Airlines Limited - Legal Counsel

**Detailed Responsibilities and Transactions / Deals List**

**Wincor Nixdorf, Asia Pacific Regional Legal Counsel (May 2015 – Current)**

I am a Legal Counsel with Wincor Nixdorf, a German – American information technology, systems and software company, here in the Singapore office which also serves as the Regional Headquarters for Asia Pacific. I assist the General Counsel in supporting the various business units in Wincor Nixdorf in the Asia Pacific, including but not limited to Mergers & Acquisitions, risk and compliance, and other corporate commercial related matters.

**Tampines Rovers Football Club, Honorary Secretary and Executive Committee Member (May 2016 – Current)**

I am the Honorary Secretary and ExCo member of Tampines Rovers Football Club, a professional SLeague football club in Singapore. I started with volunteering with the club in 2015, assisting and contributing in my professional legal capacity, reviewing legal documentation, handling the corporate secretarial matters and providing strategic direction in relation to sponsors, funding, community engagement, charitable social causes (fund raising for needy students excelling in sports), marketing and general management.

**The Law Society of Singapore, Young Lawyers Committee, Chairperson (January 2015 – Current)**

I am the Chairperson of the Young Lawyers Committee of the Law Society of Singapore. My committee focuses on addressing the needs and concerns of junior lawyers (which form a large sector of the industry), in the form of supporting various initiatives, international conferences and co-delivering seminars for junior lawyers. We also support and contribute regular monthly magazine and journal articles.

Under my leadership, I led an inaugural deep dive addressing the high attrition rate of junior lawyers. I sought and championed for sponsorship funding for deserving junior lawyers to attend international legal conferences – something successfully implemented for the first time this year. I also proactively increased community outreach career talks to pre-university students, to help make more informed career decisions.

**UniSIM, Adjunct Associate (September 2015 - Current)**

I am an Adjunct Associate in UniSIM’s School of Law and Business.

**Temasek Polytechnic, Adjunct Lecturer / Corporate Trainer (October 2013 - Current)**

I am an Adjunct Lecturer in Temasek Polytechnic’s School of Business and I lecture on the module of Legal Systems and Methods for the Diploma in Legal Executive Studies Course.

I also customise and deliver training courses for corporations in the fields of general corporate law, the sale of goods, negotiations and disputes resolutions, and any other specific industry requirements.

**Singapore Post Limited, Senior Manager, Strategic Development and Legal, eCommerce, Greater China region (August 2014 – April 2015)**

**Reason for leaving: Pure Legal role sought**

I was a Senior Manager of Strategic Development and Legal for Singapore Post’s eCommerce subsidiary business unit, in charge of the Greater China region. I was also part of the Group Leadership Management core. I initiated team building and fund raising events like Christmas caroling, which was well received and supported by top management.

In my Legal role, I drafted the employee phantom share option plan for our eCommerce subsidiary, as well as fine-tuned the internal legal processes and documentation. I drafted and reviewed master services agreements, enabler agreements, non-disclosure agreements, letters of intent, memorandum of understanding, supply chain related agreements like warehousing and logistics agreements (both the provision of and receipt of services).

In my Strategic Development role, I conducted feasibility studies on potential joint ventures, mergers and acquisitions in the Greater China region, the rest of Asia and also in the United States of America, and advised on any legal issues in the transactions. I also assisted in business development, pitching our end-to-end eCommerce and fulfillment solutions to potential business partners.

**Rajah & Tann LLP, Associate (March 2014 – July 2014)**

**Reason for leaving: Corporate Commercial Associate position not retained**

I was an Associate in the Corporate Commercial department of Rajah & Tann LLP, working on Mergers and Acquisitions, Banking and Finance, and general corporate matters.

* **Capital Markets**

**Mizuho Bank, Ltd. Issuance of Senior Fixed and Floating Rate Notes** (acted as Listing Agent for the Issuer)

* Reviewed Offering Document for compliance with Singapore Listing Rules
* Prepared SGX-ST submission documents

**Mizuho Financial Group (Cayman) 3 Limited Issuance of Subordinate Notes** (acted as Listing Agent for the Issuer)

* Reviewed Offering Document for compliance with Singapore Listing Rules
* Prepared SGX-ST submission documents

**Client Memorandum on Continuing Listing Obligations for Debt Securities**

* Prepared and updated memorandum on continuing listing obligations for Debt Securities
* **Corporate Commercial / Mergers and Acquisitions / Private Equity**

**Accounting and Corporate Regulatory Authority of Singapore**

* Provided views, feedback and responses on the proposed changes to the Business Names Registration Bill as part of the Public Consultation process

**Sopra Group**

* Advised on Singapore law issues and performing due diligence on target company’s Singapore subsidiary

**Sumitomo Corporation**

* Advised on Singapore law issues in its Share Subscription Agreement

**Maison Eric Kayser Singapore Pte. Ltd.**

* Advised on Singapore law issues in its Share Sale and Purchase Agreement

**IMJ Fenox Pte. Ltd.**

* Advised on Singapore law issues in its Share Buyback
* Drafted Share Purchase Agreement and all other necessary documents (resolutions, ACRA filings etc.)

**The British Council**

* Advised on Singapore charities laws issues in its restructuring

**A + U Publishing**

* Reviewed Publishing Agreement and advised on Singapore law issues

**Mewah International, Inc.**

* Drafted Share Purchase Mandate

**Global Testing Corporation Limited**

* Drafted Share Purchase Mandate, reviewed Code of Corporate Governance for Annual Report and attended Annual General Meeting
* **Banking and Finance**

**SE Hub Ltd**

* Drafted various Social Enterprise related Loan Agreements

**Eversheds LLP, Associate (Capital Markets / Mergers and Acquisitions) (January 2013 – August 2013)**

**Reason for leaving: No QFLP and Captive Singapore Law Firm dissolved and struck-off**

* **Capital Markets**

**Aspial Corporation Limited** **Renounceable Rights Issue of New Ordinary Shares in the Capital of Aspial Corporation Limited (2013)** (acted for the Issuer)

* Reviewed Offer Information Statement
* Assisted Issuer with the preparation and submission of the additional listing application to the SGX-ST, including customary verification interviews with board of directors and key executive officers, review of all collateral application peripherals, drafting of milestone announcements

**Re-listing of IOI Properties Sdn Bhd on Bursa Malaysia (2013)** (acted for the Issuer as Singapore Counsel)

* Carried out full scale legal due-diligence on various subsidiaries incorporated in Singapore in connection with a re-listing exercise of IOI Properties Sdn Bhd on Bursa Malaysia
* Issuance of Singapore-law legal opinion
* Confirmation of information in the Offering Circular
* **Corporate / Mergers and Acquisitions / Private Equity**

**HMV Private Equity Shares Buy-Out**

* Reviewed Share Purchase Agreement, due diligence, advisory work on Employment Law, Data Protection Law, Singapore Law issues

**Chew’s Group Limited Joint Venture in the People’s Republic of China**

* Drafted Joint Venture Formation Agreement
* Drafted Memorandum and Articles of Association of Joint Venture Company
* Drafted Trust Deed and Subscription Letters for Chinese shareholders
* **General Corporate and Retail Agreements**
* Drafted Circulars for Share Purchase Mandates, Employee Share Option Schemes and recurring mandates for Interested Party Transactions
* Drafted Retail Licence Agreements and ancillary agreements (Assignment Deeds)
* Reviewed and vetted general corporate agreements in both English and Chinese
* **Corporate Secretarial Work**

Prepared various public listed companies’ Annual General Meetings’ and Extraordinary General Meetings’ Notices and Agendas, quarterly and half yearly meeting materials, and SGX announcements and updates on corporate actions. I also attended quarterly Board, Audit Committee, Remuneration Committee and Nominating Committee meetings.

**WongPartnership LLP, Associate (Equity Capital Markets) (June 2011 – January 2013)**

**Reason for leaving: More varied Corporate work**

* **Ascendas Hospitality Trust Initial Public Offering (2012)** **- Stapled REIT-Business Trust (with an international portfolio of properties) IPO on the Singapore Exchange** (acted for the Underwriters)
* Drafted and negotiated underwriting agreement, agreement among underwriters, sub-underwriting agreement and stabilisation memorandum
* Delivered Singapore disclosure letter and enforceability opinion
* Assisted Joint Bookrunners with the preparation and submission of SGX New Listing Application
* Reviewed pre-deal research reports, press releases at different stages of the IPO process, prospectus and other peripherals like gatefold, print advertisements, publicity videos
* Negotiated auditors’ arrangement and comfort letters
* Conducted due diligence verification calls / meetings with various parties
* Reviewed due diligence reports
* **Tiger Airways** **Renounceable Rights Issue of New Ordinary Shares in the Capital of Tiger Airways (2011)** (acted for the issuer)
* Drafted the “Risk Factors” section of Offer Information Statement
* **Legal Due Diligence Audit** of an Investment Bank in Singapore pertaining to their IPOs of certain S-Chips on the Singapore Exchange
* Performed customary legal documentary due diligence
* Inspected and opined on management of and internal reporting structure adopted
* Inspected and opined on the handling of issues uncovered, including verifying responses given to poison pen letters
* Reviewed post project review procedures
* **Alliance Select Foods International Inc. dual listing on the Singapore Exchange of Singapore Depository Receipts (SDS)** (not yet public information)
* Drafted Offering Document, performed customary legal documentary due diligence, overseas site visits and interviewed key executive officers, major suppliers and major customers

**Tiger Airways Holdings Limited, Legal Counsel (secondment lawyer)** **(July 2011 – August 2011) (extended Secondment on Client’s request)**

* Assisted the General Counsel / Company Secretary in liaising with and instructing external counsel, advising the Board of Directors, Executive Management, and business units across the group on legal, strategic and commercial issues including employment law, liability issues, company law, litigation, tax, contractual relationships, business expansion, aircraft financing and various regulatory matters
* Crisis management efforts - worked closely with external Australian counsel in negotiating with Australian regulators (Civil Aviation Safety Authority) in the July 2011 Tiger Airways Australia fleet grounding crisis. I also assisted in working closely with the Singapore regulators (Singapore Exchange Limited) in the various disclosures and follow up actions stemming from the Australian grounding issues.
* Part of business unit project teams for:

1. Overseas joint ventures (mergers and acquisitions), including negotiations and documentation for joint ventures throughout South East Asia (Indonesia and Thailand), including advising the leadership team and board on strategic matters in relation to company expansion
2. Aircraft sale and leaseback
3. Fund raising
4. Human resource executive searches
5. Claims against third parties
6. Claims by third parties against Tiger Airways Holdings

* **Company Secretarial Work**

Assisted with preparation of the company’s Annual General Meeting and Board Meetings, SGX Announcements and various papers that were put up for Board approval.

**Singapore Airlines Limited, Legal Counsel (November 2007 - August 2009)**

**Reason for leaving: To undertake Part A of the Singapore Bar Course**

* Provided legal and regulatory advice and liaising with and instructing external counsel, on strategic and commercial issues including employment law, liability issues, company law, litigation, tax, contractual relationships, and business expansion to the various business units of the Singapore Airlines Group, including subsidiaries SilkAir and Tradewinds.
* Reviewed, drafted and negotiated commercial agreements relating to:

1. Competition Law (including class action suits in Europe filed against SIA and in Australia and New Zealand filed against SIA Cargo)
2. Joint ventures (SIA’s stake holding in Virgin Atlantic and attempted exit strategies)
3. Regulatory (privacy and trade practices)
4. Marketing (ancillary revenue programs, online and offline marketing programs and promotions)
5. Finance
6. Information Technology
7. Engineering agreements (licence and technical services)
8. Facilities agreements (aviation supplies and services)
9. Tenders and Quotations and related governance matters
10. Customer Data Protection/Privacy
11. Safety, Security and Environment matters
12. Ex-staff claims by Singapore Airlines
13. General Third Party claims against Singapore Airlines
14. General Agreements (memoranda of understanding and confidentiality / non-disclosure agreements)

* **Company Secretarial Work**

I was company secretary for Sing Bi Funds Pte Ltd and SIA Properties, and recording secretary for Tradewinds Pte Ltd.

**Drew and Napier LLC, clerkship (2006)**

I interned at the litigation department of Drew and Napier LLC, under the guidance of Mr. Davinder Singh, Senior Counsel.

* Assisted in a disciplinary matter involving a Singapore lawyer before the Court of 3 Judges
* Assisted in drafting research memoranda and witness statements

**Harry Elias Partnership, internship (2004)**

I interned at Harry Elias Partnership under the chief guidance of the late Mr. Subhas Anandan.

* Assisted in drafting affidavits and attending of court sessions in relation to criminal, civil, commercial, matrimonial, construction and appellant litigation.

**Other Activities and Areas of Interest**

Emcee / Hosting / Training events

* Main Host for Law Asia 2013 Main Event and Gala Dinner
* Main Host for The Law Society of Singapore’s 2013 Biennial Lecture
* Presenting the Closing Remarks at the International Bar Association Annual Conference 2014 & 2015
* Co-Trainer for The Law Society of Singapore’s Ethics in Practice Course (2015 & 2014)

Mooting (School of Law mooting competition – Quarterfinalist, Year 1)

Writing: Contributing to the Singapore Law Gazette various articles including Legal Practice Issues and Travel Journals Football (University of Nottingham Malaysian Singaporean Society 2004 – 2007. Captain in 2006, vice-captain from 2004 – 2005, Cripps Hall of Residence, University of Nottingham Law Society)

I enjoy playing the piano, Chinese martial arts, the outdoors, reading, golf, football, floorball, squash and the delights of culinary. I am also an avid traveler, and I love to see and immerse myself in different cultures, environments and the sights and sounds of different lands, both near and far away from home.