



## Amigo L. Xie

### Partner

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## OVERVIEW

Dr. Amigo L. Xie's practice focuses on China-related cross-border transactions, anti-trust, foreign investment control, data and privacy protection, dispute resolutions in China, general corporate, and commercial matters.

With more than 20 years' experience representing both Chinese and foreign clients, Amigo advises clients on a wide array of legal issues regarding China, including formation of wholly owned subsidiaries, joint ventures, partnerships, sole proprietorships, branches, representative offices, franchising operations, agencies or other commercial presence, cross-border intra-group restructuring, strategic or financial M&A transactions, dissolution and bankruptcy, sell downs of shares in listed companies by foreign investors, management buyout, employee stock ownership plans (stock options, RSUs, SARs, phantom stocks etc.), outbound investment by Chinese investors, regulatory compliance in luxury and healthcare products, pre-merger clearance with anti-trust authorities in China, foreign investment control assessments and filings, internal and external privacy and data protection policies, global data transfer, settlements, and dispute resolutions in China.

Amigo has widely published articles on various legal topics and is a frequent speaker. He has published news alerts and expert analyses on legal news platforms and law journals, such as LexisNexis, The National Law Review, Lexology, JD Supra, and Concurrences (award nominated).

With the benefit of receiving legal education in China for around 10 years and working experience on a global platform for over one and a half decades, Amigo is very familiar with how to communicate productively with Chinese parties (clients or otherwise) and understands their real demands and concerns in cross-border transactions or dispute resolutions.

## ACHIEVEMENTS

- Recognized as a Recommended Lawyer by *The Legal 500 Asia Pacific* for Corporate (including M&A) in Hong Kong, 2024

## PROFESSIONAL / CIVIC ACTIVITIES

- Director, Chinese Society of International Economic Law

- Visiting professor, International Economic Law Institute, Law School, Xiamen university
- PRC National Bar Association
- Shanghai Municipality Bar Association

## SPEAKING ENGAGEMENTS

- Speaker, “International Data Transfers under Chinese Law” March 2022, PrivSec China Virtual Forum organized by GRC World Forums
- Speaker, “China's Data Protection Officer Recruitment Drive: How Ready is the People's Republic of China for Half-a-Million DPOs? ” February 2022, PrivSec Global Virtual Seminar organized by GRC World Forums
- Speaker, “Latest Developments In China-U.S. Trade: CFIUS, Export Controls & Sanctions,” December 2019, Finance Law Research Center, Xiamen University, Law School, Xiamen
- Speaker, “VIE structure and Foreign Investment Law in China”, International Economic Law Institute, December 2018, Xiamen University, Law School, Xiamen
- Speaker, “China Tax on Investment Income of Non-Resident Enterprises in China,” April 2013, Seminar on International Economic Law and Dispute Resolution Procedures: Issues and Reforms, Xiamen
- Speaker, K&L Gates' Global Associate Symposium, April 2012, Pittsburgh, PA
- Speaker, “Chinese Tax on Indirect Transfers of Businesses in China,” January 2011, Pacific Rim Tax Institute, Menlo Park, CA
- Speaker, “From Law School to Law Practice,” October 2010, Xiamen University, Law School, Xiamen
- Speaker, “Analyzing financial market access regulations in Taiwan,” September 2009, Cross Straits Banking Summit, The Banker, Xiamen
- Speaker, “China Outbound Direct Investment Regulations,” September 2009, Seminar on Legal Issues Regarding China Outbound Investments, Guangdong Bar Association, Xiamen

## EDUCATION

- Ph.D., Xiamen University Law School, 2002
- LL.M., Xiamen University Law School, 1999
- LL.B., Xiamen University Law School, 1997

## ADMISSIONS

- Bar of People's Rep. of China

## LANGUAGES

- Chinese (Cantonese)
- Chinese (Mandarin)
- English
- Taiwanese

## THOUGHT LEADERSHIP *POWERED BY HUB*

- 18 April 2024, Safe Harbors Part II—China's Safe Harbor Rules Lower the Barrier for Cross-Border Data Transfer
- 9 April 2024, Safe Harbors Part I—From Regulating to Facilitating: Key Developments in China's Safe Harbor Rules
- 7 December 2023, Regulating AI: Part II—The Potential Impact of Global Regulation of Artificial Intelligence
- 30 October 2023, An Endeavor to Facilitate Free Movement of Data From China
- 5 October 2023, China Will Issue Safe Harbor Rules to Facilitate Cross-Border Data Flow
- 20 July 2023, China Standard Contract That Impacts Transferring Personal Information From China
- 10 July 2023, Beijing CAC Approved the First China SCC Filing
- 29 June 2023, Gateway to Privacy: China Data Transfers and What You Need to Know
- 5 March 2023, Key Dates for China's Standard Contractual Clauses Compliance
- 20 December 2022, The CAC Assessment Collection – Part 3: Steps and Timeline of a CAC Assessment
- 9 December 2022, The CAC Assessment Collection – Part 2: What Must Be Done Before Applying for a CAC Assessment?
- 6 December 2022, The CAC Assessment Collection – Part 1: What You Should Consider Before Exporting Data From China
- 22 July 2022, What You Need to Know About China 'Binding Corporate Rules' Under the New Certification Specifications
- 30 June 2022, The NFT Collection: A Brave NFT World – A Regulatory Review of NFT's (Part 2)
- 10 January 2022, What is Required Under the PIPL: A PRC-Based Representative or a Personal Information Protection Officer?
- 9 November 2021, What Multinational Companies Need to Know about Collecting Personal Information from Their Employees in China

- 19 October 2021, Overview of the New Implementing Rules on Critical Information Infrastructure in China and Key Takeaways
- 29 September 2021, China Antitrust Update: First Case Requesting Restoration to Pre-Concentration Status
- 22 July 2021, Key Takeaways and Q&As to Understand China's Effort to Establish Its Own Legal Regime of Extraterritorial Jurisdiction
- 9 July 2021, China's New Data Security Law Bolsters Its Data Security Legal Regime
- 17 March 2021, COVID-19: Can you Require Your Employees to get the COVID-19 Vaccine in China?
- 22 January 2021, Relationship Between a Security Agreement and the Underlying Primary Agreement – A New Development
- 29 December 2020, Observations on New Measures for China's Security Review of Foreign Investment
- 10 November 2020, Observations on the People's Republic of China Draft Law on Personal Information Protection: A Cross-Border Perspective
- 26 June 2020, Market Entry and Real World Data – China's Medical Device Industry
- 4 June 2020, Pre-Merger Control Filing in China Concerning Variable Interest Entity Structures
- 19 March 2020, COVID-19: Certain Labor Law Considerations in China
- 16 March 2020, China's 'New' Foreign Investment Law

## OTHER PUBLICATIONS

- "Key Takeaways From China's Amended Anti-Monopoly Law," *Law360*, 9 August 2022
- Co-Author, "China's Data Protection Officer Recruitment Drive: Are You Ready?" *Privacy Law Bulletin*, 2022, Vol. 19, No. 2, *LexisNexis*, Apr 2022
- Author, "What is Simplified under Anti-Monopoly Filing Procedures for Simple M&A Cases?" K&L Gates Client Alert, 2015
- Author, "China Opens Door to Overseas IPOs," K&L Gates Client Alert, 2009
- Author, "Analysis on Latest Development of PRC Foreign Exchange Regulations on PRC Resident Individual's Overseas Round-Trip Investment," *Journal of International Economic Law*, Volume 14, Number 3, 2007, Peking University Press

## NEWS & EVENTS

- 11 July 2022, K&L Gates Advises DIC Corporation on Acquisition of Chemical Manufacturing Operations in China

- 11 May 2022, K&L Gates Advises Silicon Motion Technology Corporation on US\$3.8 Billion Cross-Border Take-Private Acquisition by MaxLinear, Inc.
- 15 March 2022, PrivSec China, Hosted by PrivSec
- 15-16 February 2022, PrivSec Global, Hosted by PrivSec
- 18 September 2020, K&L Gates Advises Red Ventures on USD \$500 Million Acquisition of CNET Media Group from ViacomCBS
- 5 December 2016, K&L Gates Boosts China Corporate Practice with Addition of Two New Shanghai Partners

## MEDIA MENTIONS

- Mentioned, "DIC Corporation's Acquisition of Guangdong Tong Tak New Materials," *Global Legal Chronicle*, 12 July 2022
- Mentioned, Trust and data law in MENA among key themes explored at PrivSec Global February 2022 day two, *GRC World Forums*, 17 February 2022

## AREAS OF FOCUS

- Mergers and Acquisitions
- Antitrust, Competition, and Trade Regulation
- Data Protection, Privacy, and Security
- Private Equity Transactions
- Real Estate Acquisitions and Dispositions

## INDUSTRIES

- Artificial Intelligence
- Consumer Products
- Franchising
- Life Sciences
- Luxury Products and Fashion
- Manufacturing
- Technology

## REPRESENTATIVE EXPERIENCE

- Advised a global leader in engineered materials and optoelectronic components on its acquisition of a global technology leader in optical communications in a cash and stock transaction with an equity value of approximately \$3.2 billion, working with 16 offices of K&L Gates on four continents.

## M&A

- Advised 3D Systems Corporation, a leading provider of the most complete portfolio of 3D digital design and fabrication solutions, on its acquisition of Oqton, a software company that is a leader in the creation of a new breed of intelligent, cloud-based Manufacturing Operating System (MOS) platform.
- Advised a U.S. public company on its disposal of on-demand manufacturing business to its contractor in China.
- Advised a U.S. brand owner on its joint venture and management incentive plan with two individuals who are distributors of the U.S. branded products in China.
- Advised DIC Corporation, the largest ink-maker in the world, on its acquisition of chemicals manufacturers in China.
- Advised a Chinese individual client on his joint venture with an Italian investor for a credit investigation business in China.
- Advised Investor AB Limited, a subsidiary of Investor AB, a Swedish based fund that is managed by a U.S. team on its sell-down of 75,617,838 shares in NSFocus Information Technology Co. Ltd., an internet and application security company after its lock-up period through block trading, centralized competitive trading, and share transfer agreement.
- Advised founders of a U.S. Internet start-up who are Chinese citizens on their investment in China and the relevant foreign exchange registrations of their shares in the U.S. start-up.
- Advised Columbia Sportswear Company, a leading sportswear brand owner, on its joint venture and the relevant asset transfer in China with and following buyout of the joint venture by exercising its call option from Swire Resources Limited, its Great China distribution agent.
- Advised 3D Systems Corporation, a leading provider of the most complete portfolio of 3D digital design and fabrication solutions, on its acquisition of a China-based 3D printing sales and service provider to establish its presence in China.
- Advised a Hong Kong client on a disposal of its interests on National Equities Exchange and Quotation in China.
- Advised a Chinese state-owned press group on its pre-IPO investment through warrants in a Cayman Islands issuer for a U.S. IPO purpose.
- Advised CEFC China on its acquisition of the Florentinum office building, a LEED platinum certified property and the first development of Penta Investments completed in the Czech Republic.



- Advised Shanghai Electric Group Co., Ltd. on its acquisition from DBAG Fund of Broetje Group, which is a supplier in the aerospace industry with a product portfolio covering the entire process chain for assembly of aero structures and their related components.
- Advised PhiChem Corporation, a Chinese high-tech UV-curable and other optical fiber and electronic material manufacturing public company, on an acquisition of Profound Material Technology Co., Ltd. in Taiwan.
- Advised a leading Chinese sportswear company on its formation of a design center in California.
- Advised Shanghai Media Group, a Chinese state owned media group on its outbound investment in California-based virtual reality production pioneer, Jaunt XR and a joint venture with Jaunt XR, and Whaley Technology, an Internet technology company, in Shanghai.
- Advised a Chinese public apparels manufacturing company on an acquisition of an apparel sourcing, production, and sales platform headquartered in Hong Kong and with offices in Germany, mainland China, and Bangladesh.
- Advised a trust company and a private equity fund in China on its participation in a privatization and relisting in China of a China-based public company, which was listed in NASDAQ.
- Advised a Japanese company on a management buyout through a Hong Kong company and further disposal of its consulting service business in China to one of famous global auditing firms.
- Advised NEC Corporation on its acquisition of energy solution business in the U. S. from A123 Systems and formation of an offshore JV with Wangxiang Group for an energy-saving business in China.
- Advised an animated cartoon movie and TV program production company on the formation of its VIE structure, its Series A financing from an industry investment fund controlled by the Ministry of Finance and its strategic investment from a leading movie distribution company.
- Advised a Cayman Islands company invested by several venture capital investors on its disposal of its cable TV business in China to a state-owned enterprise and exit from a VIE structure.
- Advised a U.S. client on its Hong Kong joint venture with a Chinese listed company (a state-owned enterprise)'s subsidiary to merger their respective global fiberglass business.
- Advised Flow International Corporation, a U.S. -listed company, on its acquisition of a minority stake in, and joint venture in respect of, Dardi International Corporation, a Chinese manufacturer of waterjet cutting system.
- Advised Staples (China) on its acquisition of a 75 percent equity interest in, and joint venture in respect of, Jiangsu Staples Peipei Office Products Co. Ltd.
- Advised Shanghai Automotive Industry Sales Corporation, a state-owned enterprise and wholly-owned subsidiary of Shanghai Automotive Industry Corporation (Group), on its 50 percent /50 percent joint venture with two subsidiaries of Shell Corporation.
- Advised Stone Group Holdings Limited, a Hong Kong-listed company, on its USD150-million acquisition of 100% equity interest in Shanghai GoldPartner, a bestselling consumer healthcare products provider in China.

- Advised Darwin Rhodes on its establishment of an employment agency WFOE in China under Mainland and Hong Kong Closer Economic Partnership Arrangement scheme.

## PE/VC

- Advised a China-based private equity fund managed by a state-owned private equity fund manager on its Series A and pre-IPO investment in an interventional medical device business headquartered in Hong Kong and operated in mainland China, U.S. and Europe.
- Advised a China-based private equity fund managed by a state-owned private equity fund manager on the redemption of its shares by a Cayman Islands company and the following distribution of investment proceeds with a state-owned partner.
- Advised a China-based private equity fund managed by a state-owned private equity fund manager on its transfer of shares in a New Zealand company before and after the Delaware domestication (migration) of the New Zealand company.
- Advised a U.S. biotechnological company on its Series A fund raising for its manufacturing and distribution business in China and R&D business in the U.S.
- Advised a China-based private equity fund managed by a state-owned private equity fund manager on its Series D+ investment in a medical big data business in China.
- Advised a China-based private equity fund managed by a state-owned private equity fund manager on a pre-IPO investment in a China-based innovation biotechnology company, which has a subsidiary in the U.S. and has a plan to go public in Hong Kong according to the Listing Regime for Companies from Emerging and Innovative Sectors.
- Advised Shanghai Yiguo E-Commerce Co., Ltd. on its Series C, C+, and D financing in the sector of online distribution of food and fruit.
- Advised Capital Today on its investment in the merger of Dian Ping and Mei Tuan, China's top group deals sites, and their further investment in rounds two and three of series B financing of the surviving company.
- Advised Mafengwo, a famous PC and mobile Internet company, and trip service provider, on its Series C financing.
- Advised a private company in China, a mobile apps installation service provider, on its Series B private placement through the VIE structure.
- Advised Orchid Asia III, L.P. on its Series A investment in KML Company Limited.
- Advised Orchid Asia III, L.P. on its Series A investment in Lifetech China Corporation.
- Advised Orchid Asia III, L.P. on its Series A investment in Sport100 International Limited.
- Advised Orchid Asia III, L.P. on its Series A investment in United Information Technologies Limited.
- Advised Orchid Asia III, L.P. on its Series A and Pre-IPO Preferred Shares investment in Wuyi International Pharmaceutical Limited.



## Merger Clearance, CFIUS and Foreign Investment Control

- Advised DIC Corporation, the largest ink-maker in the world, on China pre-merger filing for its proposed acquisition of chemicals manufacturers in China.
- Advised Cummins on its pre-merger filing in China for its joint venture with Enrichment Technology Company Limited.
- Advised Linde (China) Forklift Truck Corp., Ltd., which is a subsidiary of a Germany based global leader (Kion Group) in industrial trucks, related services, and supply chain solutions, on their pre-merger filing in China for its minority investment in a competitor in China, Zhejiang EP Equipment Co., Ltd.
- Advised Yonghui Supermarket on its pre-merger filing for its joint venture with CJ Freshway Corporation in China.
- Advised Lukfook Jewelry on their pre-merger antitrust filing in China arising from an offshore share transfer in respect of 3D gold jewelry business.
- Advised NEC Corporation on its pre-merger antitrust filing in China arising from its formation of a joint venture in Hong Kong with Wangxiang Group.
- Advised a China-based private equity fund managed by a state-owned private equity fund manager on potential CFIUS risk issues related to its investment in an interventional medical devices in the U.S.
- Advised a China-based private equity fund managed by a state-owned private equity fund manager on potential CFIUS risk issues related to its investment in total AI solutions business in the U.S.
- Advised a China-based private equity fund managed by a state-owned private equity fund manager on potential CFIUS risk issues related to its investment in a biopharmaceutical company specializing in development and manufacturing of innovative medicines, including those related to cell and gene therapy.
- Advised a China-based private equity fund managed by a state-owned private equity fund manager on BIS Entity List risk issues related to its investment in a divestment business.
- Advised a China-based company with U.S. operation on potential CFIUS risk issues related to its Series B financing from a major China-based multinational technology company.
- Advised a multinational corporation that supplies engines and power generation products on potential China foreign investment control risk issues related to its acquisition of a supplier of bus e-drive solutions.

## Data and Privacy Protection

- Advised a global real estate SaaS provider on data protection officer and data localization issues in China.
- Advised a world-class video production service provider on its China-based employees personal information and privacy policies.
- Advised a U.S. listed company that supplies an online marketplace globally on its China-based employees and customers personal information and privacy policies.

- Advised a listed company headquartered in Hong Kong and operated in mainland China in luxury products business on its China-based employees and customers personal information and privacy policies.
- Advised a multinational trading company headquartered in the U.S. with operations in Hong Kong and mainland China on its China-based employees personal information and privacy policy and cross-border data transfer.
- Advised a major online trip service provider on its collection of users' personal data in China and transfer of the same from China.
- Advised a multinational company in the U.S. on its transfer of data of employees in China for management of global workforce.
- Advised a China telecom company on its data protection and transfer compliance in Poland and Sweden.
- Advised a U.S. company on a data breach incident and an exfiltration of Chinese employees' personal information in China.

## ESOP

- Advised a biotechnological start-up in China on its ESOP for its China-based and U.S.-based employees, contractors and consultants.
- Advised a Cayman Islands company with operations in China on its ESOP compliance issues relating to its China-based employees.
- Advised two U.S. listed companies on the registrations of their respective ESOPs for their China-based employees.
- Advised an India company on its ESOP (stock appreciation rights) relating to its China-based employees.
- Advised a Taiwan-invested Cayman Islands company which plans to be listed on a stock exchange on its ESOP for China-based employees.

## Real Estate

- Advised a leading U.S.-based multinational e-commerce company on its easement arrangement and follow-up construction work in a northwest city in China.
- Advised a Hong Kong listed company on its acquisition of commercial buildings and relevant profit guarantee arrangements in Shanghai, which is also a major and connected transaction of the Hong Kong-listed company.
- Advised a Hong Kong-listed company on its acquisitions of office buildings in Shanghai, Wuhan, Beijing, Shenzhen, Xi'an, etc.
- Advised a Fortune 500 company on its removal of production lines from south China to north China and its construction-lease arrangement with its biggest customer in north China.
- Advised an asset management company in Hong Kong on its acquisition and disposal of equity in a property investment company with a real estate development project in Guangzhou.

### Material Commercial Contracts

- Advised U.S.-based brand owners on their China NNN (Non-Use, Non-Disclosure and Non-Circumvention) agreements with OEM contractors in China.
- Advised U.S. listed companies on their respective long-term supply agreements with distributors in China.
- Advised a foreign investment crowd-funding service provider on its U.S. real estate investment plan which is targeted at Chinese investors.
- Advised a U.S. company on the supply of its door alarm system to a state-owned aircraft manufacturing company in China.

### Investigation & Compliance

- Advised a Sino-foreign university on an investigation involving a flawed procurement process and negotiated with suppliers to address the flawed process issues.
- Advise a Korean public company on its investigation against its former CTO on his conspiracy to commit espionage and actual espionage and filing of complaints with governmental authorities in China.
- Advised a leading chemical company on an investigation involving one of its employee's unauthorized accesses to her superior's computer and reviewed the internal compliance procedures with the Business Conduct Policy of the company.
- Advised a leading jewelry distributor in Hong Kong and mainland China on compliance issues regarding labeling, pricing, marketing, franchising etc.

### Litigation/Arbitration

- Advise a Chinese client and his subsidiaries on arbitration in Hong Kong about a counter-guarantee regarding a put option in a U.S. fund.
- Advise a U.S. client on its arbitration with its Chinese partner about a dispute regarding a put option in a joint venture.
- Advised a U.S. client and its representative office in China on its dispute resolution with a private company in Qingdao, China.
- Advised a U.S. listed company's subsidiary in China on its labor arbitration and litigation with an employee for early termination of the employee's relationship.
- Advised state-owned company engaging in heavy industries on three value added tax related arbitrations in China.