



Herman, Henry & Dominic

Summary of Representative Litigation and Arbitration Matters (Anonymized)

Overview of Representative Disputes

This document provides an overview of several representative disputes handled by Herman, Henry & Dominic in recent years. The matters cover diverse sectors including corporate governance, real estate, construction, and finance, and were conducted before both courts and arbitral tribunals in Vietnam.

Each case was selected for its complexity, the legal issues involved, or its broader commercial significance. For confidentiality, the names of parties are not disclosed; only the approximate value are noted.

Corporate Governance

Complex shareholder disputes and fiduciary duty matters

Real Estate

Property transactions, leases, and title disputes

Construction

FIDIC-based contracts and arbitration proceedings

Finance

Credit facilities, bonds, and banking undertakings



Corporate Dissolution Resolution: Appellate Proceedings

70B

Dispute Value

VND (approximately)

The matter concerned a shareholder's petition challenging a company's resolution to dissolve while significant liabilities remained outstanding. The dispute required close interpretation of provisions under the Enterprise Law regarding sequencing of dissolution, protection of creditors, and the scope of shareholder authority in winding-up procedures.

01

Dissolution Challenge

Shareholder petition against premature dissolution resolution

02

Creditor Protection

Analysis of outstanding liabilities and creditor rights

03

Enterprise Law Interpretation

Examination of winding-up procedures and shareholder authority



Commercial Lease Dispute: Hospital Tenancy

30B

Dispute Value

VND (approximately)

This case involved a long-term lease for hospital premises. The central issues included termination conditions, payment obligations, and the coordination between contractual enforcement and land-use regulations. The proceedings required careful alignment between private-law principles and administrative requirements under the Land Law.

Key Legal Issues

- Termination conditions under lease agreement
- Payment obligations and enforcement
- Coordination of contractual and regulatory frameworks

Legal Framework

- Private-law contractual principles
- Administrative requirements under Land Law
- Land-use regulations compliance

Property Recovery from Legacy Tenant

50B

Dispute Value

VND (approximately)

We represented the registered owner of a central property in an action to recover possession from a tenant holding under a prior owner. The dispute required establishing the hierarchy between registered ownership and possessory rights, supported by a detailed reconstruction of title and lease documentation.

1

Title Analysis

Detailed reconstruction of ownership documentation

2

Rights Hierarchy

Establishing registered ownership over possessory claims

3

Recovery Action

Successful possession recovery for registered owner

Corporate Governance: Annulment of AGM Resolution

50B

Dispute Value

VND (approximately)

Minority shareholders initiated arbitration to annul a general meeting resolution allegedly adopted in breach of procedural and substantive corporate governance standards. The case raised important questions about the applicability of arbitration in internal corporate matters and the enforceability of shareholder rights outside the court system.

Procedural Breach

AGM resolution challenged for governance violations

Arbitration Jurisdiction

Novel questions on arbitrability of corporate disputes

Shareholder Rights

Enforcement mechanisms beyond traditional court system



Manager Liability and Control of Corporate Affairs

100B

Dispute Value

VND (approximately)

This arbitration involved claims against senior managers for alleged breach of fiduciary duty and misuse of corporate authority. The matter required detailed assessment of managerial conduct, governance procedures, and the boundaries of commercial discretion under the Enterprise Law.



Fiduciary Duty

Analysis of managerial obligations and breach claims



Corporate Authority

Examination of alleged misuse of management powers



Commercial Discretion

Defining boundaries under Enterprise Law framework

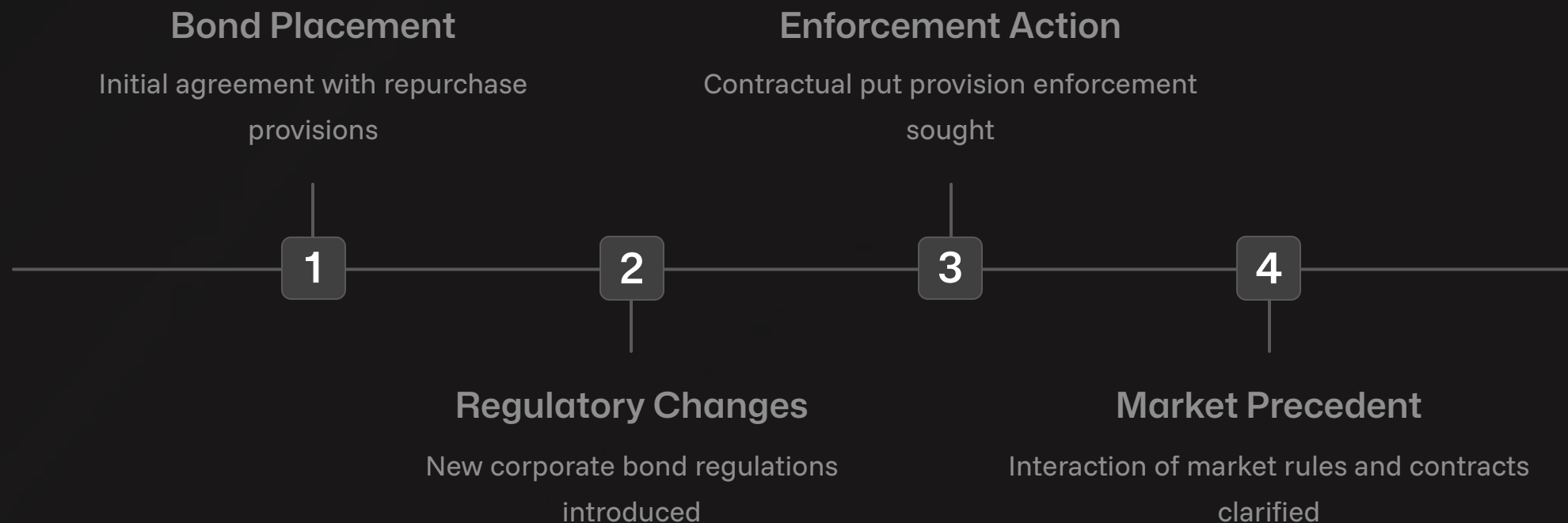
Enforcement of Bond Repurchase Obligations

10B

Dispute Value

VND (approximately)

The case concerned the enforcement of a bond repurchase clause under a placement agreement. It involved interpretation of contractual put provisions in light of recent developments in Vietnam's corporate bond regulations. The dispute illustrated the practical interaction between market rules and contractual enforcement mechanisms.



Economic Cooperation vs. Hidden Loan Arrangement

120B

Dispute Value

VND (approximately)

This dispute involved a series of economic cooperation contracts which, upon review, resembled high-interest lending arrangements. The matter required analysis of the parties' true intent, the structure of fund transfers, and the distinction between formal documentation and the substance of financial relations.

Form vs. Substance Analysis

The case required piercing through formal contract labels to examine the true nature of the financial relationship. Detailed review of fund transfer patterns and payment structures revealed characteristics inconsistent with typical cooperation agreements.

Key Investigative Elements

- Parties' true intent and understanding
- Structure and timing of fund transfers
- Interest calculations and payment terms
- Regulatory compliance with lending restrictions

Sale of Goods with Bank Guarantee Enforcement

130B

Dispute Value

VND (approximately)

We advised in a commercial dispute under a supply contract secured by bank guarantees. The key issues concerned the independence of the guarantee, the timeliness of the demand, and the interrelation between the guarantee and the underlying transaction. The case contributed to the development of jurisprudence on independent banking undertakings.

Supply Contract

Underlying commercial transaction
for goods



Legal Precedent

Contribution to banking
undertakings jurisprudence



Bank Guarantee

Independent security instrument
issued by bank



Demand Timing

Critical analysis of demand
presentation requirements



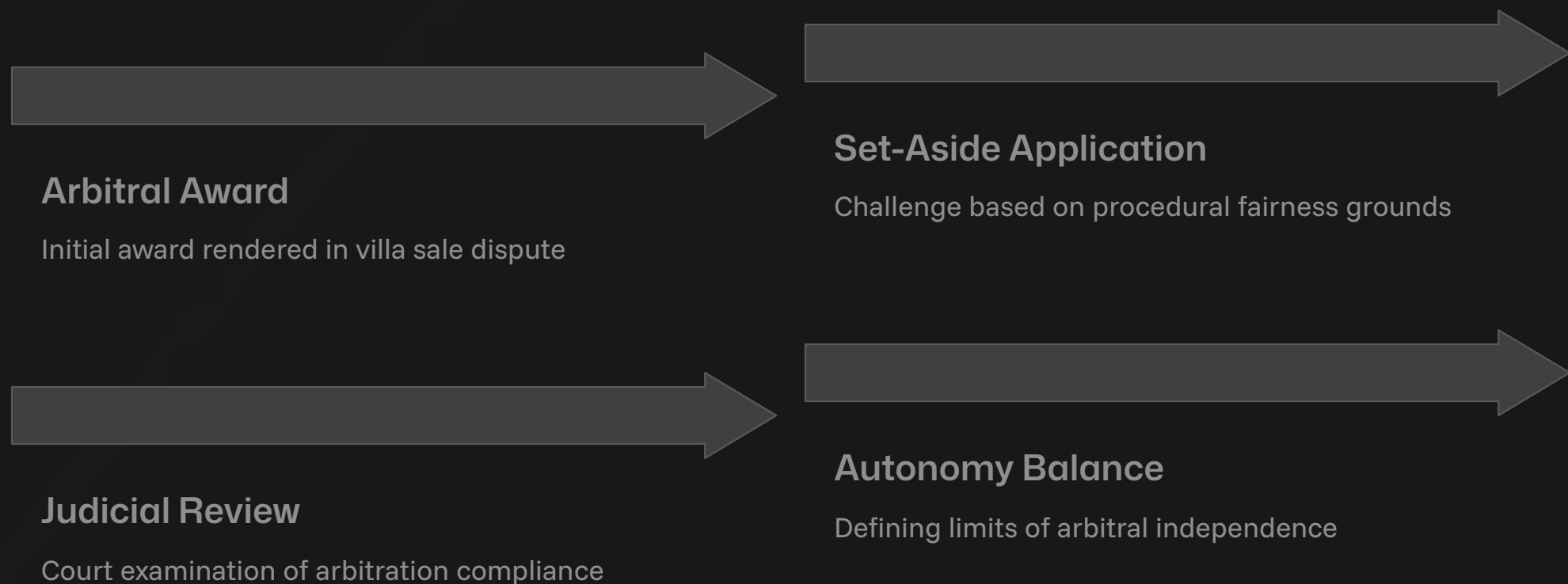
Set-Aside of Arbitral Award: Real Estate Transaction

55B

Dispute Value

VND (approximately)

This matter involved an application to set aside an arbitral award rendered in connection with a villa sale contract. The proceedings examined compliance with procedural fairness and evidentiary rules under the Law on Commercial Arbitration, reflecting the ongoing balance between arbitral autonomy and judicial oversight.



Apartment Sale Disputes: Delivery and Pricing Issues

15-70B

Dispute Range

VND per case (approximately)

We represented a property developer in a series of disputes arising from apartment sale agreements. The issues commonly related to handover delays, issuance of title documentation, and calculation of interest and penalties. The cases required consistent interpretation of contractual milestones, administrative dependencies, and standardized defenses across multiple proceedings.

Handover Delays

Analysis of delivery timelines and force majeure provisions in multiple apartment transactions

Title Documentation

Coordination between private contracts and administrative procedures for property registration

Interest Calculations

Standardized approach to penalty computation across series of related disputes

Consistent Defense Strategy

Unified legal position maintained across multiple parallel proceedings

Administrative Litigation: Land Recovery Decision

30B

Dispute Value

VND (approximately)

We acted in administrative proceedings concerning the reclassification of private land as state-origin property. The matter involved detailed review of transfer records, land-use history, and procedural compliance under the Land Law. The case emphasized the importance of due process and documentary integrity in administrative decision-making.

01

Reclassification Challenge

Administrative decision to convert private land to state property

02

Historical Analysis

Comprehensive review of transfer records and land-use history

03

Procedural Review

Examination of compliance with Land Law requirements

04

Due Process Protection

Emphasis on documentary integrity and administrative fairness



Corporate Standing and Arbitration Jurisdiction

130B

Dispute Value

VND (approximately)

This case centered on a jurisdictional objection in arbitration concerning a shareholder's standing to initiate proceedings. It required analysis of standing under the Civil Procedure Code and its interaction with arbitral rules, highlighting the procedural foundations that determine jurisdictional competence.

Jurisdictional Challenge

The respondent raised a preliminary objection questioning whether the claimant shareholder possessed the requisite standing to commence arbitration proceedings under the applicable rules.

Legal Framework Analysis

- Standing requirements under Civil Procedure Code
- Interaction with arbitration procedural rules
- Shareholder rights to initiate proceedings
- Jurisdictional competence determination

Internal Company Transactions: Pledge and Account Agreements

200B

Dispute Value

VND (approximately)

We advised a company in a dispute involving the validity of internal agreements executed by a shareholder who later sought to invalidate them. The case required evaluation of consent, ratification, and estoppel principles within the framework of corporate law and internal governance practice.

Agreement Execution

Shareholder executed pledge and account agreements on behalf of company

Subsequent Challenge

Same shareholder later sought to invalidate the agreements

Legal Analysis

Evaluation of consent, ratification, and estoppel principles

Corporate Governance

Application within internal governance practice framework

Apartment Sale Agreement: Termination and Compliance

10B

Dispute Value

VND (approximately)

This arbitration concerned the validity of a termination notice under an apartment sale contract. The proceedings examined the relationship between form and substance in contractual compliance, contributing to the interpretation of standardized real estate agreements under Vietnamese law.

1

Termination Notice

Validity of notice challenged in arbitration

2

Form vs. Substance

Analysis of compliance requirements

3

Legal Interpretation

Contribution to standardized agreement jurisprudence

Credit Facility and Third-Party Mortgage

30B

Dispute Value

VND (approximately)

The dispute arose from a credit facility secured by a third-party mortgage. The proceedings addressed procedural questions regarding party joinder, notice, and the court's obligation to examine the validity of a mortgage ex officio when formal deficiencies are apparent.

1

Party Joinder

Procedural requirements for including third-party mortgagor in proceedings

2

Notice Requirements

Proper notification obligations to all affected parties

3

Ex Officio Review

Court's duty to examine mortgage validity when deficiencies apparent

4

Formal Compliance

Assessment of mortgage registration and documentation requirements

Business Cooperation Agreements and Lending Regulations

30B

Dispute Value

VND (approximately)

This matter involved a claim under "cooperation orders" which, upon closer review, resembled financing arrangements subject to interest-rate restrictions. The case required detailed evidentiary analysis of documentation and payment flows to determine regulatory compliance and the true nature of the relationship.

Evidentiary Investigation

The proceedings required meticulous examination of all documentation and financial records to pierce through the formal characterization of the agreements. Payment flows, interest calculations, and the parties' actual conduct were analyzed to determine whether the arrangements constituted regulated lending activities.

The case highlighted the importance of substance-over-form analysis in financial disputes and the application of interest-rate restrictions to disguised lending arrangements.

Analysis Focus

- Documentation review
- Payment flow patterns
- Interest rate calculations
- Regulatory compliance
- True relationship nature

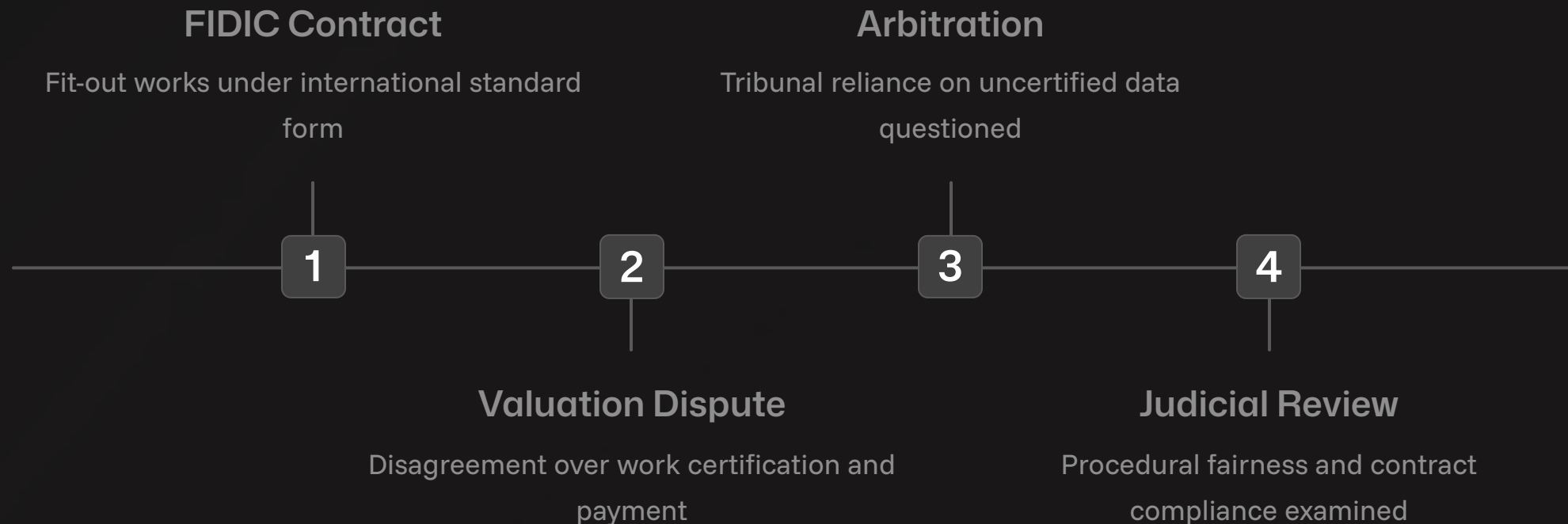
Construction Arbitration: FIDIC Fit-Out Works

30B

Dispute Value

VND (approximately)

A construction arbitration under a FIDIC-based contract raised issues concerning valuation, certification by the Engineer, and arbitral reliance on uncertified data. Subsequent judicial proceedings examined procedural fairness and contractual adherence in the determination of payment entitlements.



Share Transfer: Real Estate SPV

70B

Dispute Value

VND (approximately)

The arbitration involved a share transfer for a real estate project company. Disputes arose regarding fulfilment of conditions precedent, allocation of regulatory responsibilities, and termination rights. The matter illustrated the practical application of M&A principles within project-based transactions.

Conditions Precedent

Disputes over whether contractual conditions were satisfied before closing

Regulatory Allocation

Disagreement on which party bore responsibility for obtaining approvals

Termination Rights

Analysis of circumstances permitting contract termination

M&A Principles

Application of transaction principles in project company context

Bulk Sale of Office Units: Payment and Title Transfer

700B

Dispute Value

VND (approximately)

This large-scale commercial dispute concerned the sale of nearly two hundred office units under milestone-based payment terms. The case required technical interpretation of contractual sequencing, title registration timelines, and coordination between administrative procedures and private-law obligations.

01

Contract Structure

Nearly 200 office units sold under milestone payment framework

02

Payment Sequencing

Technical interpretation of milestone triggers and payment obligations

03

Title Registration

Coordination of administrative timelines with contractual commitments

04

Scale Management

Consistent approach across multiple parallel unit transactions

The scale and complexity of this transaction required sophisticated project management and legal coordination. The dispute resolution process involved managing parallel issues across numerous individual unit sales while maintaining consistency in legal interpretation and contractual enforcement. The matter demonstrated the firm's capacity to handle high-value, multi-unit commercial real estate disputes with technical precision.

International Centre for Settlement of Investment Disputes

ICSID Representation

We are among the first, and remains one of the few, Vietnamese law firms to have represented a client in proceedings before the International Centre for Settlement of Investment Disputes (ICSID). The ICSID, established and funded by the World Bank, serves as the principal international forum for resolving legal disputes between foreign investors and sovereign states. This representation reflects the firm's capability to engage in complex, cross-border disputes at the highest international level.



International Forum

ICSID serves as the premier global venue for investor-state dispute resolution, operating under World Bank auspices



Cross-Border Expertise

Representation demonstrates capability in complex international arbitration and investment treaty law



Vietnamese Pioneer

Among the first Vietnamese law firms to represent clients in ICSID proceedings

Confidentiality Note

- ❏ The matters summarized above represent only a selection of the disputes that our firm has handled in recent years. In addition to these, we continue to manage numerous other cases (both in court and arbitration) of varying scale and complexity. Certain matters, regardless of their value or profile, are not disclosed here due to confidentiality and client considerations.

100%

Client Confidentiality

All party names anonymized

The firm continues to build on this foundation, handling new matters of increasing complexity and contributing to the development of Vietnamese commercial law through precedent-setting litigation and arbitration.

ABOUT US



Herman, Henry & Dominic is an experienced team of legal experts, based in Saigon and Hanoi. The firm's dispute-resolution team specializes in conflict resolution, effectively advocating for client rights in diverse forums, such as government dispute resolution bodies, judicial systems, and arbitration panels.

Herman, Henry & Dominic works under the motto: "Local Expertise & Global Standard."

Contact us at info@ezlawfirm.org.