

Youyuan JIN Partner

PE/VC, M&A | Investment Funds Capital Markets



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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 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 industries cover 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, etc.; 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.

Achievements

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, and financing party (Target Company) in foreign capital M&A. The main projects are as follows:

- Represented and provided 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; Banging'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; Meiaoju'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; VancI'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;
- Represented and provided 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.;
- Represented and provided 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.;
- Represented and provided legal services for Warburg Pincus in the investments of the following companies: Sino-wind, WestLink, Easga, etc.;
- Represented and provided legal services for Innovation Works in the investments of the following companies: 4paradigm, Dianwoda, Dagong, EsayCar, IMBATV, Thejoyrun, Miman, etc.;
- Represented and provided legal services for IDG in the investments of the following companies: Yada International, Zhenguandexin, Weipaitang, Huikai, Dreamcity, VeerChina, Nanjingwangshang, etc.;
- Represented and provided 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; provided legal services for Tsinghua Holdings Capital in handling the equity transfer with Baoxin and the investment interests with Wanda;
- Represented and provided legal services for New Horizon in the investments of the following companies: Lanjing, Googut Wine&Spirits, Quanfeng Express, etc. Provided legal services for RAISSON Capital in investing in Quanfeng Express and Shengda, etc.;
- Represented and provided 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.;
- Represented and provided 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.;
- Represented and provided legal services for Marathonvp in the investments of the following companies: AnchorDx, etc.;
- Represented and provided legal services for RHC in the investments of the following companies: Qingpu Tour, Deyu Family Office, etc.;
- Represented and provided legal services for WestSummit Capital in the investments of the following companies: Wenan, Union Optech, Anji, Autobeam and etc. Represented and provided legal services for China Growth Capital in the investments of the following companies: Superpix, Hunter Sun, VANCHIP, DKEM, etc.;
- Represented and provided legal services for Yingchuangzhixin (CEgood fund) in the investments of the following companies: Ximalaya, Sino Farm, AAG, GEABIES, Blueflame, Times Films, etc.;
- Represented and provided legal services for CITIC Capital in the investment of Sino Farm;
- Represented and provided legal services for Kaiming Capital in the investments of the following companies: Chibanting, J1.com, etc.;
- Represented and provided legal services for Transcosmos Inc in the investments of the following companies: 6.cn, ZZY, Tengxin,

Taigong, Yongyao Advertising, Shige, etc.;

- Represented and provided legal services for Sharp Point Group Limited and Beauty Sunshine Investments Limited in their acquisition by Telstra; and
- Represented and provided legal services for Taiwan Mobile Co., Ltd in the acquisition of Hurray!Times Communication(Beijing) Ltd.

Domestic and Overseas IPO

Mr. Jin has provided legal services in several Domestic and Overseas IPO projects as a Chinese lawyer for issuers or underwriters. The main projects are as follows:

- Provided legal services in the listing project of Gridsum (NASDAQ CODE: GSUM) in NASDAQ as the lawyer of the issuer;
- Provided legal services in the listing project of Fordoo in HKE as the Chinese lawyer of the underwriter;
- Provided 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 at the top of China;
- Provided 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;
- Provided 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;
- Provided 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;
- Provided 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;
- Provided 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
- Provided 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 games in China.

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:

- Provided 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 the 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 Xiyong 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.

Red Chips Dismantling

Mr. Jin has also provided legal services for many companies to return to 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).

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).

Permanent Legal Advisor

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.

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:

- Represented and provided Legal Services for Cluny Group (Canada) in the Wuhan Jiangxia's Corporative Project and the Airport Project with Yueyang Jinhong Real Estate Co., Ltd.;
- Represented and provided Legal Services for Mission Hills Capital Partners (Canada) in the Investment to Yangling Shengfei Dairy Co., Ltd. and to Wolwoboitech;
- Represented and provided Legal Services for Livewire Communications Inc. (Canada) in Demanding the Corporative-Receivables from Mercedes-Benz Auto Finance Ltd. by way of Non-Litigation;
- Represented and provided 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;
- Represented and provided Legal Services for Korean Benaifu Joint-Stock Company in the formation of a Wholly Foreign-Owned Enterprise Engaging in Restaurant Chains in China; and
- Represented and provided Legal Services for the Association of Certified Anti-Money Laundering Specialists (ACAMS) in the formation of a Wholly Foreign-Owned Company in China.

Honors

-  2019-2024 Chambers Private Equity
-  2020-2024 Legal 500 Private Equity
-  2023-2024 Legal 500 Corporate and M&A
-  2021-2024 IFLR1000 Private Equity
-  2022-2024 IFLR1000 China Private Equity
-  2020 ALB China Top 15 TMT Lawyers
-  2022-2023 Asialaw Private Equity
-  2019 China Business Law Journal The A-List Growth Driver
-  2017-2024 LEGALBNAD Top Ranked Lawyers Private Equity/Venture Capital
-  2018-2024 LEGALBNAD Top Ranked Lawyers Investment Funds

Education

LL.M., University of International Business and Economics

Admissions

PRC Bar

Language

Chinese、English