

CURRICULUM VITAE

I. Personal information:

Full name: **Vũ Thúy Diễm**

Date of birth: 09 August 1979

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II. Qualification:

2023	Vietnam Institute of Directors (VOID) Director Certificate, Director Certification Program
2023	Tax Law Academy Tax & Accounting for Lawyers and Business Executives
2021 – 2022	HCMC Judicial Academy, Ministry of Justice Lawyer Profession Certificate
2017 – 2020	HCMC University of Law (Second Bachelor's Degree)
2018	Corporate Affairs & Communication Academy, Geneva, Switzerland Level 1
2011 – 2013	Asian Institute of Technology (AIT) International Executive Master of Business Administration Masters (MBA)
1997 – 2001	The University of Education Mainstream - English Department Bachelor's Degree

I. Language Competency

Vietnamese	Native
English	Second language

II. Working experience:

*** May 2025 – Present**

Legal Director & Company Secretary

Gulf Energy Vietnam & Gulf entities in Vietnam

Lead the legal, compliance, corporate governance, M&A, project development, restructuring, and dispute resolution functions for the Company and its subsidiaries. Provide strategic legal counsel to management, support complex commercial and investment transactions, oversee regulatory compliance and risk management, and serve as Company Secretary overseeing Board and Shareholder governance across Gulf Vietnam entities.

- Lead all legal, compliance, corporate governance, M&A, project development, and corporate restructuring matters for the Company and its subsidiaries.
- Advise management and business units on legal, regulatory, compliance, and risk management issues, supporting strategic and operational decision-making.
- Lead negotiations and provide legal support for commercial transactions with customers, business partners, suppliers, and contractors.
- Draft, review, and negotiate a broad range of commercial, corporate, employment, procurement, finance, technology, and investment agreements, including share purchase and shareholders' agreements.
- Develop and enhance corporate policies, governance frameworks, and internal procedures to mitigate legal and regulatory risks.
- Manage material disputes, litigation, regulatory matters, licenses, and relationships with external counsel and government authorities.
- Partner with cross-functional teams to identify, assess, and mitigate legal and commercial risks across projects and business operations.
- Serve as Company Secretary for Gulf Vietnam entities, overseeing Board and Shareholder meetings, corporate governance processes, and implementation of Board and Shareholder resolutions.

*** June 2025 – Present**

Legal Advisor

Shire Oak International

*** May 2023 – May 2025**

Regional Legal Team

Head of Legal / Group Company Secretary

Japan-based Renewable Energy Group, mainly focused on Rooftop solar, Solar farm and Biomass.

Since May 2023, I have been with Shifted Energy Japan, undergoing intensive internal and external training in both Vietnam and Japan.

In October 2023, I received a special assignment from the Group Owners to take charge of the legal division across Shire Oak International, overseeing a portfolio of 20+ holding companies and SPVs. In addition to this role, I concurrently serve as Chairman and General Director for several legal entities.

- Lead legal support for cross-border project financing, corporate structuring, M&A transactions, and investment projects across multiple jurisdictions.
- Advise the Group Board on corporate governance, entity structuring, strategic transactions, and regulatory compliance.
- Conduct legal due diligence and transaction support for greenfield developments, acquisitions, and investments.

- Establish and enhance legal, governance, and compliance frameworks to support business growth and risk management.
- Draft, review, and negotiate complex commercial and project agreements, including PPAs, EPC contracts, lease agreements, share purchase and subscription agreements, capital transfer agreements, NDAs, and asset management contracts.
- Lead negotiations with investors, clients, lenders, and commercial counterparties to secure and implement strategic transactions.
- Serve as Group Board Secretary, overseeing governance processes, Board matters, and regulatory compliance.
- Partner with investment and management teams to develop legal and business strategies, supporting key investment and operational decisions.

*** April 2019 – December 2022**

Project Legal Director, Chairman Office

Hoian South Development Co.,Ltd (Hoiana), a Joint venture of VinaCapital, Hongkong-based Chow Tai Fook and Macau-based SunCity Groups.

**Vice President, Project Development
VinaCapital Group**

- (i) Sales launches
 - Responsible for advising the Development team, top management, and Shareholders all conditions required by laws to conduct legitimate real estate sales launches. - Commit the timelines for legitimate sales launches and the sales terms.
- (ii) Legal
 - Advise Shareholders and BODs and top management on statutory requirements, legal requirements and propose licensing strategies and be fully responsible to deliver.
 - Fix all legal issues relating to Hoiana project from 2010 to date.
 - Prepare, submit and work with the government at all levels from communes, Districts, provincials to Central to secure Revised In principle Investment Approval to recognize HASD as the selected investor of Hoiana since 2010 with residential/housing components to prevent Hoiana from having its investor reselected.
 - Secure all required approvals to all relevant and applicable masterplans: Provincial masterplans, 1/5000 MP, 1/2000 MP and 1/500 MP.
 - Advise the operation teams (Hotel, Casino, Facility Management, F&B, PR) with the operational licenses
 - Secure all Redbooks and pink books
 - Incorporation and secure all approvals for the incorporations of new companies for business purposes
 - Explore and advise workable deal structures for asset transfer, project transfer and/or M&A
- (ii) Commercial
 - Tender, appraise and appoint consultants
 - Contractual and performance management of the local consultants for master planning, designs, fire fighting, Environmental impact reports...
 - Work with the provincial government for and to secure approved land prices for Hoiana - Manage main contractors for land clearance and resettlement projects
- (iii) Land Clearance Administration
 - Work with the Government bodies to clear the project land

- Control resettlement project development and secure more land for resettlement projects
- Advise Shareholders on form of investment and propose budget to acquire new land for resettlement projects
- Manage all financial issues relating to land clearance costs, resettlement land prices
- Prepare, proposed and complete the 5 years and Annual land use plan at District and Provincial level to ensure land quota allocated for the continuous land clearance and project development exercise;
- Secure provincial and MONRE's approval for the mode of land clearance when Land Law is changed;
- Advise Shareholders on land clearance strategies to quickly acquire cleared land which match the development and market strategies
- Propose most feasible clearance site with proposed budget and clear them for quick development to generate revenue;
- Prepare and propose budget for land clearance of ad-hoc and yearly target land clearance site to meet the committed investment timeline stipulated at the Investment in-principle approval and the IRC;
- Monitor and lead the State-owned land clearance partners to achieve timelines;
- Manage and be responsible for the land clearance budget and its disbursement, finalization and ready for deductible to land use fees when apply for the LURCs.
- Working with various Government bodies (communes, districts, provincial and central) to clear the land clearance policy issues;
- Manage and control the clearance and development of resettlement projects;
- Manage the contractors of the resettlement projects;
- Acquire government lands for enough resettlement projects.
- Secure all approvals for land clearance of project land and the resettlement projects - Get the land ready for development.

(v) Project Legal

- Fix all issues relating to investment projects;
- Secure Provincial and Central approvals to the revised IRC and Investment In-Principle Approval;
- Legalize the housing development issues to ensure Hoiana projects to have housing components
- Secure all approvals relating to 1/5000 masterplan, 1/2000 masterplan, 1/500 masterplans, designs, firefighting, construction permits, EIA, Occupancy permits... for project development and for pre-sale and sale launch to quickly generate revenues;
- Contractual management and performance management of the local consultants for master planning, design, EIA.
- Forecast changes in land tariff and make estimated land use fee/land rentals for for each development lots.
- Work with provincial land price appraisal committee for determination of the applicable land price to every land lots to secure LURCs;
- Make submission dossiers and secure Decision of land lease and/or land allocation and LURCs and Pink books.
- Incorporation of new subsidiaries;
- Due diligence for M&A (seller and buyer side)
- Paddy field land conversion

(vi) M&A

- Greenfield project acquisition directly from Government.
- Representing seller side to work with buyers' team from M&A terms, legal due diligence, technical due diligence, deal structuring, discussion with government organizations from

provincial to central for the legitimately feasible approaches, M&A approval timelines... - Identifying potential buyers and/or partners.

(vii) Government Relations

- Nurture relationships at all levels, provincial and central
- Work with provincial and central to organize central government high profile event at Hoiana;
- Advising applicable tax policies re every deal structure.
- Ensure the support from Government at all levels.

*** May 2020 – November 2020**

Head of Amata Group's CEO Office cum Head of Legal Department

(i) Legal

- Leading the legal team and take care all legal matters for Amata group and its subsidiaries across Vietnam.
- Regularly provide and present updates on new laws and regulations relating to industrial park and township development in Vietnam to Amata group's owners, top management, senior management, BODs and Amata's strategic partners.
- Review and revise all Company Rules and Regulations, SOPs in line with the prevailing Corporate Laws, Company Charters and Amata Group's Structures to clearly separate the role of BOD, BOD Chairman and GD.
- Review all contracts.
- Advise on land legislation in Vietnam and suggest the realistic actions to achieve the desired approvals and licenses.
- Review and Revise company charters.
- Manage the external consultant on big deals.
- Advising BODs and owners on conditions for BODs members and independent members per prevailing Corporate Law.

(ii) M&A

- Monitor and implement the exercise for Amata Group to buy back 10% stake of Sonadezi, the State-owned company.
- Conduct due diligence legally and technically for sale of RBFs to BW and review the deal terms,
- Advising Amata Vietnam subsidiaries team for incorporation of new companies for utilities.
- Advising on tax implication of the deal structures
- Build up term sheet for joint venture partners for Township projects
- Drafting non-disclosure agreements and facilitation of their execution with potential partners.

*** July 2017 – April 2019**

Head of Corporate Affairs & Communication

Japan Tobacco International

Based in the main office in Ho Chi Minh City

(i) Government Affairs

(ii) Regulatory Affairs

(iii) Licensing and approvals from the Government for operation, trade partners, new products and new launches, new brand approvals from Prime Minister and licenses and approvals for new investment and production projects and/or initiatives

- (iv) Legal & Litigation
- (v) Communication (Internal and External)
- (vi) Media Relations & crisis management
- (vii) CSR / Community Investment
- (viii) Field Marketing Activation Support
- (ix) Distribution channel support
- (x) M&A: Investment opportunities & Privatization of State-Owned Corporations: Vinataba and its subsidiaries and other local tobacco companies (Khatoco, Dofico)

*** March 2013 – July 2017**

Head of Corporate Development

(Government Relation, PR, Compliance & legal & Project Development) Vietnam
 International Township Development Joint Stock Company (ParkCity Hanoi) A
 property development arm of Malaysia-based Perdana ParkCity Group. Based in the
Capital city of Hanoi

1. Legal & Contractual matters & Trademark Protection

- Trademark registration and update;
- Handling trademark infringement cases (eg. successfully prevent and stop Bitexco from its trademark infringement of ParkCity in 2012 when Bitexco names its newly developed township "The Manor Park City";
- Handling Sale & Purchase Agreement conflict with buyers; - Handling contract conflicts with main and sub-contractors.
- Incorporating new companies, new investment and revised investment scopes;
- Assisting Hong Leong Bank Vietnam to work with Vietnam Government to handle the legally wrong doings of their Deputy Director in Ho Chi Minh City and branch Director in Hanoi.
- Assisting CT- Wearnes Vietnam, the authorized distributor of Bentley and Lamborghini, in acquiring a local dealer and to ensure its compliance during operation.

2. Government Relations

- Building up and nurturing relationship with local and central Vietnam Government officers and politicians from senior and middle to working levels;
- Representing the company in liaising and working with the Government sectors and the industry-related associations;
- Securing all required licenses, permits and certificates by working directly with the Government sectors (not through any consultancy or lobby firms) for the smooth implementation of ParkCity Hanoi township as well as newly-identified investment projects in Vietnam; Such licenses, permits and certificates include, but not limited to, 1/500 master plan approval, in-principle investment approval, land clearance and compensation, land rent decision, land lease agreement with Government, tax inspection and disputes with Government, Land use right certificate and pink book for individual buyers and for the whole township, basic and detailed design approvals, fire fighting approval, construction permits, waiver of 20%- 25% land for social housing, height clearance approval from Ministry of Defense, road connections, diversion and burying 110kv and 220kv power cables, securing electricity, water and tele-communication supply and connection for the entire township, investment registration certificate, business registration certificate, operation licenses for sports facilities, hygiene certificate from Department of Health for restaurant operation, licenses for organizing events etc.
- Working directly with EVN and NPT to obtain all approvals for diversion and partially burying the high voltage cables of 110KV and 220KV running through the projects at cost sharing basis.

- Liaisoning with the regulators to get updated with new laws, policies to get the company wellprepared for any changes in the legal environment and to raise feedback to the regulators in favor of the industry in general and the company business in particular;
- Initiating the strategies in government relation and networks;
- Working with the local as well as municipal police chiefs to secure public security for the township during the project implementation and operation.

3. Business Development

- Identifying potential site for new development via green field or BT project with the Government and project transfer from local developers.
- Getting sub-investors as well as tenant for development and operation of schools, universities and car showrooms in the township.
- Sales of ParkCity houses to buyers from Government sector.

5. Land clearance

- Completion of the remaining uncleaned land area of ParkCity Hanoi Township; - Handling the land encroachment by local individuals around the township.

6. CSR

- Communicating the vision and commitment of the investor in Vietnam to build up the corporate awareness among the policy makers, Government officers and politicians;
- Working with Ministry of Construction to organize a trip for a delegation headed by Vice Minister of Construction and the Chief of Economic Committee of the National Assembly to meet with their counterparts in Singapore and Malaysia to pave the way for some revolutionary provisions of the revised Law on Housing and Law on Real Estate Trading to be approve by the National Assembly in 2014;
- Organizing event, charity event to get funds to support the orphanages in the localities;
- Working together with People's Committees and Party Committees to contribute to build houses for poor peoples.

7. PR and media management

- Working with the media contacts as well as Communication Departments of some Ministries to identify opportunities, events, forums, seminars to enhance corporate public awareness;
- Handling media crisis;
- Pre-empting any journalists from negative articles about ParkCity development.
- Inter-Department communication to provide updates on laws and regulations as well as other activities like CSR, awards etc.
- Being in charge of the write-ups and presentation of the Group's profiles including the legal entity in Vietnam for communication within the company and to the Government authorities;

*** November 23rd, 2010 – January 31st, 2012**

**Assistant to General Director cum Company Secretary
Fresenius Kabi Bidiphar Joint Stock Company
Fresenius Kabi Indochina**

(A Germany-based Multinational Company, which is the leader in infusion therapy and clinical nutrition in Europe and in its most important countries of Latin America and Asia Pacific. Within I.V. generic drugs, Fresenius Kabi counts among the leading suppliers in the U.S. market. In Vietnam,

Fresenius Kabi together with Binh Dinh Pharmaceutical & Medical Equipments Company set up Fresenius Kabi Bidiphar Joint Stock Company with a workforce of 437 as of December 31st, 2010)

- Serving as the coordinator among the company's stakeholders like top management at group level, local authorities, institutional shareholders and individual shareholders.
- Assisting and executing project for the commercialization, planning and quality activities for the Company under the supervision and guidance of the General Director, ensuring that the Company objectives relating to quality, development and delivery are met;
- Being responsible for the preparation of the agenda, meeting minutes, presentation for General Director to attend regularly General Shareholders Meeting and Board of Directors Meeting and others as assigned;
- Liaisoning with headquarter / regional offices regarding corporate issues and providing periodical reports as required;
- Contacting local authorities for legal procedures;
- Being in charge of the licensing matters of Fresenius Kabi Bidiphar Joint Stock Company the Representative Office of Fresenius Kabi Asia Pacific in Ho Chi Minh City;
- Organizing and acting as project leader for corporate events like Oktoberfest, Mid-Year National Sales Meeting, Year-End National Sales Conference, Annual General Shareholders' Meeting, Board of Directors' Meeting to name a few
- Handling the documentations regarding Business Ethics and Code of Conducts of Fresenius Kabi Group
- Studying, monitoring & updating laws and regulations and any regulatory changes which have impacts on the business
- Coordinating with other departments and to propose improvements
- Maintaining and updating the corporate legal documents
- Facilitating the Sales Department and the General Director for the field trips to understand and to improve the distribution system and service level provided by the company and its appointed distributors.

Achievements:

- (i) Successfully facilitating and assisting the General Director in the negotiation and execution of the Non-Exclusive Distribution Agreement with its local joint venture partner, who is also acting as FKB's exclusive distributors for the domestic pharmaceutical market in Vietnam and the Service Standard Agreements with its branches in North, South and Can Tho;
- (ii) Successfully leading the organization of the New factory of FKB's new factory in Quy Nhon city, Binh Dinh Province in September 26th, 2011 with the attendance from the representatives of Vietnam Ministry of Health, the Chairman and his team from the People's Committees of Binh Dinh Province, the Vice Minister of Foreign Affairs from Berlin, Germany and 30 journalists from well-established newspapers and magazines and television stations locally and centrally;
- (iii) Successful organizing the yearly National Sales Conference of the company for the whole country;
- (iv) Successfully leading the organization of FKB's General Shareholders' Meeting in 2011 and other corporate events;
- (i) Successfully facilitating, managing and finalizing the share buyback project of Fresenius Kabi Group in its roadmap to increase its total shareholding in FKB JSC from 51% to 75% in order to serve Fresenius Kabi Group's strategy in local pharmaceutical market dominance position;

** October 15th, 2004 - August 31st, 2010*

***Business Development Manager
Prominent Consulting Pte Ltd***

(A Singapore-based Investment consulting firm founded by the Founding Chairman of Vietnam Singapore Industrial Park, Mr. Lai Chun Loong)

- Setting up the Representative Office of Prominent Consulting Pte Ltd in Ho Chi Minh City and taking care of the licensing matters thereon;
- Taking care of HR and admin. matters for the Rep. Office.
- Identifying and facilitating potential projects and local partners requiring overseas partnership or investment.
- Cultivating relationship with existing business partners and expanding the networking to build up pipelines;
- Helping to conduct feasibility study and due diligence on these projects.
- Implementing and managing Singapore Government full scholarship scheme to bright Vietnamese students;
- Cultivating relationship with local and foreign business community and local Government;
- Conducting specific market researches, especially in property market, supply chain management, distribution and retailing...
- Performing trade related duties
- Doing administrative and operational duties assigned.
- Performing English interpretation to the chairman, Director, foreign investors and customers in meetings & conferences with non- English speaking partners.
- Liaison with local authorities
- Handling PR issues
- Recruiting, training and supervising junior staff
- Identifying and developing new businesses
- Facilitating corporate clients to set up new company in Vietnam, recruitment and obtain licenses

Achievements:

- (i) Coordination and facilitation with Singapore top high schools, A*Star (Agency for Science, Research and Technology, a Singapore Government Agency), local Vietnamese relevant authorities and more than 100 top Government as well as private junior and senior high schools and universities in 13 cities and provinces of Vietnam: Hanoi, Hai Phong, Vinh Phuc, Nam Dinh, Bac Ninh, Danang, Thu Thien Hue, Khanh Hoa (Nha Trang), Ba Ria – Vung Tau, Ho Chi Minh City, Dong Nai, Binh Duong and Can Tho to implement the A*Star Scholarship Program, a Singapore Government full high school scholarship program for Vietnamese grade 9 and 10 students to study in Singapore;
- (ii) The M&A between a Vietnamese logistics Joint stock company and Singapore Temasek linked listed company;
- (iii) The acquisition of the International Spirit Company and Huu Nghi Company;
- (iv) Facilitation for market research, identifying suitable partner and the licensing application process to obtain licenses for Xpress Holdings;
- (v) Facilitation for the cooperation between Keppel T&T and a local Vietnamese Corp. to jointly develop Air Logistics Parks in Ho Chi Minh City, Hanoi and Danang;

- (vi) Facilitating a proposed Joint Venture between Ascendas and a Vietnamese Ministry of Defense's commercial Arm to jointly develop an integrated logistics park and township on a total land area of 1,000Ha in Bien Hoa City, Dong Nai Province;
- (vii) Identification of borrowers for an offshore financing source with minimum value of USD100 million per project. Two prospects have been identified: a Subsidiary of a 100% State-Owned Corporation based in Hanoi and a Ministry of Defense-Owned Corporation based in Ho Chi Minh City.

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