

Venture Capital Transactions Made Simpler: An Introduction to the Venture Capital Investment Model Agreements (VIMA)

20 September 2019
NUS Law (Bukit Timah Campus)



Panelists for the VIMA Workshop

The Centre for Banking & Finance Law (CBFL), NUS Law and Singapore Academy of Law (SAL) co-organised an introductory workshop on Venture Capital Investment Model Agreements (VIMA) on 20 September 2019.

The VIMA initiative is supported by an SAL Working Group, it was developed in response to the increasing popularity of venture capital investments in Singapore and Southeast Asia, and provides a set of standardised documentation for use in seed rounds and early stage financings. Speakers for the workshop were Mr Gregory Tan, Temasek, Mr Kyle Lee, Wong Partnership LLP, Mr Julian Ho, Allen & Gledhill LLP, Mr Michael Ng, Clifford Chance Singapore and guest panellist, Mr Jaewon Yoon, General Counsel, Jungle Ventures. The panel discussion was moderated by Lin Lin, Assistant Professor and CBFL EXCO member at NUS Law. Over 100 attendees comprising of lawyers, business consultants, as well as students and the academia attended the workshop.

VIMA Workshop
20 September 2019



Venture Capital Transactions Made Simpler: An Introduction to the Venture Capital Investment Model Agreements (VIMA)

FRIDAY, 20 SEPTEMBER 2019

6:00—7:30 PM

Moot Court, NUS Law
469G Bukit Timah Road
Singapore 259776

Singapore is fast emerging as a buoyant regional hub for start-ups to set up, with a significant increase in the number of venture capital investments over the past years. To facilitate venture capital investments in Singapore and the region, the Singapore Academy of Law's Promotion of Singapore Law Committee and the Singapore Venture Capital & Private Equity Association have jointly developed the Venture Capital Investment Model Agreements ("VIMA"). The VIMA comprise a suite of transactional documents that can be used by entrepreneurs and investors to raise early-stage financing more efficiently. Specifically, they set a market benchmark and have been drafted with a balanced approach to enable parties in the financing round to reach common ground more quickly.

This seminar will introduce the VIMA, touch on its key features and benefits, including how a VC deal is typically structured and put together. Concepts covered in the VIMA will also be relevant to those interested in corporate M&A as they provide a good foundational overview of what to expect in such transactions. This informative session will be presented by lawyers from Allen & Gledhill, Clifford Chance and WongPartnership, who were members of the working group involved in the drafting of the VIMA, followed by a Q&A session.

Registration is FREE.

Register at www.sal-e.org.sg by 13 September 2019. For enquiries, please email singaporelaw@sal.org.sg.

Speakers / Facilitator



Dr Lin Lin

Assistant Professor, NUS Law

Lin Lin is an Assistant Professor in the Faculty of Law at the National University of Singapore. She teaches and researches primarily in company law, alternative investments, venture capital, FinTech and Chinese corporate law. Dr. Lin has published widely in leading law journals in her field, such as Stanford Journal of Law, Business & Finance, Berkeley Business Law Journal, Journal of Corporate Law Studies, Columbia Journal of Asian Law and Journal of Business Law. Her monograph titled "Venture Capital in China: Changing Laws in an Evolving Market" will be published by the Cambridge University Press. Lin has delivered public lectures at numerous law schools including Stanford, Tsinghua and Peking University. She has been a visiting scholar at several universities including Stanford and Oxford. She has taught as Visiting Professor at law schools in mainland China and Taiwan and has provided executive training for officials from China, India and Singapore.



Mr Gregory Tan

Head, Legal & Regulatory, Temasek

Gregory Tan is a Managing Director of Legal & Regulatory at Temasek. He graduated from the University of Bristol and is qualified in Singapore, England & Wales and New York. He currently also serves on the Promotion of Singapore Law Committee at the Singapore Academy of Law and is Chair of the Working Group for the VIMA (Venture Capital Investment Model Agreements) project. Before joining Temasek, Gregory was a partner at the US-based international law firm of Morrison & Forester where he worked on a wide range of transactions, specialising in cross border M&A transactions, joint ventures and private equity. His practice was recognised in leading directories such as Chambers Asia-Pacific, IFLR 1000 and Asia Pacific Legal 500. Prior to private practice, Gregory was a Justices' Law Clerk in the Supreme Court of Singapore.



Mr Kyle Lee

Partner, Co-Head - Start-Up / Venture Capital Practice WongPartnership LLP

Kyle LEE is Co-Head of the Start-Up / Venture Capital Practice and a Partner in the Corporate/Mergers & Acquisitions and FinTech Practices. His main areas of practice encompass mergers and acquisitions, general corporate and commercial transactions, as well as FinTech, venture capital and start-up matters. Kyle has extensive experience in venture capital transactions acting for both investors and start-ups. He is also part of the core working group for the development of the Venture Capital Investment Model Agreements (VIMA), an initiative spearheaded by the Singapore Academy of Law and the Singapore Venture Capital and Private Equity Association, to allow early stage financing deals to be consummated efficiently.



Mr Julian Ho

Senior Associate, Allen & Gledhill LLP

Julian's areas of practice include mergers and acquisitions, venture capital, joint ventures and general corporate transactions. He has spent time on secondment with Fenwick & West LLP in Silicon Valley, where he focused on venture capital transactions, and worked with technology and emerging companies on a broad range of corporate transactional matters and venture capital financings. Julian is a member of the core working group for the development of the Venture Capital Investment Model Agreements (VIMA), launched by the Singapore Academy of Law and the Singapore Venture Capital and Private Equity Association.



Mr Michael Ng

Associate, Mergers and Acquisitions, Clifford Chance Singapore

Michael has advised on a wide range of M&A transactions, joint ventures and divestments across EMEA and Asia Pacific regions having worked in Clifford Chance's London and Singapore offices. He has experience in a range of sectors with a focus in the private equity and infrastructure sectors.

Programme

| Time | Schedule |
|---------|--|
| 5.30 pm | Registration & Tea Reception |
| 6.00 pm | Welcome by Dr Lin Lin, Assistant Professor, NUS Law Opening Remarks by Mr Gregory Tan, Head of Dispute Resolution Sub-committee, Promotion of Singapore Law Committee (“PSLC”) |
| 6.10 pm | Introduction to Venture Capital Investments and Key Clauses in the VIMA <ul style="list-style-type: none">• The fundraising process and commonly-used terms in VC investments• Term Sheet• Convertible Agreement Regarding Equity (CARE)• Subscription Agreement• Shareholders’ Agreement <p><u>Speakers:</u> Gregory Tan, Head of Dispute Resolution Sub-committee, PSLC Kyle Lee, Partner, WongPartnership Julian Ho, Senior Associate, Allen & Gledhill Michael Ng, Associate, Clifford Chance Singapore</p> |
| 7.00 pm | Question & Answer / Panel Discussion <ul style="list-style-type: none">• Facilitator: Dr Lin Lin• Panellists:<ul style="list-style-type: none">• Kyle Lee, WongPartnership• Michael Ng, Clifford Chance Singapore• Julian Ho, Allen & Gledhill• Jaewon Yoon, General Counsel, Jungle Ventures |
| 7.20 pm | End |