

Jerry(Xiao) CHEN Partner

Special Assets, Restructuring and Insolvency | Dispute Resolution PE/VC, M&A



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Shanghai

Jerry (Xiao) Chen is a partner at Merits & Tree. Prior to joining M&T, Mr. Chen was a Partner at Guantao Law Firm.

Mr. Chen has over a decade of legal practice experience, specializing in special assets, restructuring & insolvency, dispute resolution and private equity/venture capital, mergers & acquisitions. Since 2011, Mr. Chen has acted as the lead lawyer for the bankruptcy liquidation team, successfully handling numerous complex and high-profile bankruptcy liquidation/reorganization cases. The types of companies include state-owned enterprises, listed companies and large private conglomerates, spanning industries such as real estate, new energy, finance, manufacturing, and entertainment.

In recent years, Mr. Chen has focused on debt restructuring, reorganization investments, and corporate bailouts, providing clients—including debtors, creditors, and investors—with legally and commercially viable solutions. Additionally, he has substantial litigation/arbitration experience in real estate, finance, private equity, and internet-related disputes, representing leading domestic real estate developers, financial institutions, private equity funds (including fund managers), and top-tier internet companies in cases

involving contract disputes, corporate disputes, equity investment conflicts, financial disputes, and intellectual property litigation, arbitration, and enforcement.

Mr. Chen currently serves as a member of the "Bankruptcy & Non-Performing Assets Committee" of the Shanghai Bar Association.

Achievements

Special Assets and Bankruptcy Restructuring

- Joint bankruptcy liquidation of Shanghai Minghuang Industrial Co., Ltd. and four affiliated private enterprises (Shanghai's first joint bankruptcy case).
- Bankruptcy reorganization of Inner Mongolia Wuhai Chemical Co., Ltd.
- Compulsory liquidation of Shanghai Daqing Energy Co., Ltd.
- Bankruptcy liquidation of Shanghai Qiaofu Real Estate Co., Ltd.
- Bankruptcy liquidation of Element Fresh (Shanghai) Co., Ltd.
- Represented debtor Cardwell Commercial Factoring Co., Ltd. in filing for bankruptcy liquidation with the Shanghai Financial Court (the first financial institution bankruptcy case accepted by the Shanghai Financial Court).
- Provided consulting services for a mainboard-listed real estate company on the bankruptcy liquidation of a subsidiary and represented it in derivative litigation, successfully exempting the list company from over RMB 1 billion in liabilities.
- Represented a private equity fund as a restructuring investor in the bankruptcy reorganization of a large private conglomerate, which controls three listed companies.

Dispute Resolution

- Represented a mainboard-listed real estate company in a "corporate interest damage" derivative lawsuit against the bankruptcy administrator of a subsidiary, successfully exempting the list company from over RMB 1 billion in liabilities.
- Represented long-term a leading domestic real estate group in property sales (pre-sale) disputes and construction contract disputes.
- Provided second-instance criminal defense for a real estate company shareholder accused of embezzlement, securing a remand for retrial (the first criminal case remanded by the Shanghai High Court in decades).
- Represented a USD-denominated PE fund in a series of disputes against its portfolio company and founder, involving shareholder status confirmation, information rights and VIE agreements, and covering mainland China litigation/arbitration and Hong Kong arbitration.
- Represented a New Third Board-listed company in an investment dispute against its invested enterprise and founder, facilitating a settlement and share repurchase despite ambiguous contractual terms.
- Represented a state-owned bank in a series of financial loan disputes against debtors and guarantors, covering mainland China arbitration/enforcement, Hong Kong recognition/enforcement, Hong Kong winding-up petitions, and BVI recognition/enforcement.

Social Positions

Member of the 12th Shanghai Bar Association's Committee on Bankruptcy and Non-performing Assets

Education

B.A., East China University of Political Science and Law

Admissions

PRC Bar

Language

Chinese、English