

Dennis Yuean Jin Han

Partner

Dispute Resolution



Practice Focus

Dennis' practice focuses on corporate and commercial disputes, including matters such as shareholder disputes, minority oppression claims, derivative actions, boardroom tussles, breach of contract and fiduciary duties, forgery claims, winding-up of companies with particular focus under the "just and equitable" grounds and post winding-up liquidation proceedings.

He has also handled family succession planning, complex probate matters, administration of estate and families' trusts as well as contentious industrial relation / employment matters.

Dennis has acted in several shareholders' disputes involving high profile conglomerates and listed companies, which include successfully winding up a series of family companies on the basis of boardroom deadlock and irretrievable breakdown of relationships. He was also part of the Counsel team who successfully opposed a highly complex minority oppression claim under Section 346 of the Companies Act 2016 that was mounted by different classes of shareholders involving a wholly owned subsidiary of a listed company. Dennis was involved and has successfully defended one of the first ever Sukuk related actions, filed on the grounds of, amongst others, fraudulent trading action filed under section 304 of the Companies Act 1965 (now section 540 of the Companies Act 2016) with allegations of purporting the role of a shadow director, initiated by a foreign medical and wellness service provider conglomerate against a large-scale local property developer. He has acted for liquidators from traditional 'Big Four' accounting firms and successfully recovered lands unlawfully transferred out in Undue Preference actions i.e., regrettable but untypical cases of assets unlawfully dissipated to 3rd parties during the 'twilight-period' in the run up to the winding-up of the Company.

Dennis has appeared and acted as Counsel before all levels of the Malaysian courts, predominantly in the High Court and the appellate courts. His portfolio of clients ranges from private limited companies, multi-national corporations, public limited companies to high net-worth individuals. Dennis also acted as part of a global team on a cross-border dispute involving the BVI, Singapore and Hong Kong.

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Experience and Credentials

Dennis has been involved in the following matters:

- Winding-up of a company: Siti Nur Aishah Ishak V Golden Plus Holdings Bhd [2017] 3 MlJ 701; [2017] MLJU 413
- Shareholder's oppression dispute: WTWT Sdn Bhd V Chew Meu Jong & Ors And Another Appeal [2018] MlJu 1360
- Winding-up of an Exempt Private Company premised on the grounds of inability to pay debt: SSM Management Sdn Bhd V Aeon Big (M) Sdn Bhd (Formerly Known As Magnificent Diagraph Sdn Bhd) [2019] 4 MLJ 826
- Conversion of an action from an Originating Summons to a Writ in a Shareholder's oppression dispute: WTWT Sdn. Bhd. V Chew Meu Jong & Ors [2019] MLJU 1236
- Liquidation action – appealing against a Liquidator's action in admitting a purported Proof of Debt: Sunrise Megaway Sdn Bhd (in liquidation) v Kathryn Ma Wai Fong [2021] 3 MLJ 602
- Winding-up of a company on the premise of breakdown of mutual trust and confidence under the just & equitable grounds: WTWT Sdn Bhd V Lysaght (M) Sdn Bhd & Anor [2021] MLJU 57
- Native customary rights and land dispute: Ahak Bin Uda (Menyaman Untuk Diri Sendiri Dan Sebagai Wakil Pemilik, Penghuni, Pemegang Dan Penuntut Hak Tanah Adat Asli) V Syarikat Perlombongan Gua Musang Sdn Bhd & Ors [2021] MLJU 1861
- Acted for the Petitioner in an action for the removal & appointment of a liquidator: Tai Heng Leng @ Tek Hean Leng V New Future Capital Sdn Bhd And Another Case [2022] MLJU 1747

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- Assisted and acted for one of the country's largest conglomerate as part of a global team on cross-border disputes including but not limited to shares dispute, boardroom tussle and deadlock, director fees, estate and legacy claims, winding-up of its flagship company along with numerous of its subsidiaries and liquidation proceedings spanning over 10 years locally and overseas involving the BVI, Singapore and Hong Kong.
- Assisted a public listed developer, Talam Transform Berhad, in successfully defending against one of the first ever Sukuk related action, filed on the grounds of, amongst others, fraudulent trading action filed under section 304 of the Companies Act 1965 (now section 540 of the Companies Act 2016) with allegations of purporting the role of a shadow director, initiated by a foreign medical and wellness service provider conglomerate.
- Assisted and acted in a Federal Court case of a shareholders dispute involving the members of the family companies which broaches on the questions of laws regarding the provisions of Mental Health Act 2001 in relation to the mental capacity of an individual.
- Assisted in civil disputes involving purported forgery of signatures which entails experts' evidence in handwriting.
- Acted for an Exempt Private Company ('EPC') and successfully obtained leave from the Federal Court in determining the novel legal question of whether in rebutting the presumption of insolvency in a winding-up of an EPC, Courts are to look past the statutorily filed Certificate and Auditor's Statement.
- Acted for a liquidator from PWC, one of the traditional 'Big Four' accounting firms, in an Undue Preference action – a regrettable but untypical case of assets unlawfully dissipated to 3rd parties during the 'twilight-period' in the run up to the winding-up of the Company. Successfully recovered the illegally transferred lands.
- Act for the Sindiyan Group of companies in civil disputes involving its shares. Successfully defended against and dismissed an injunction action to refrain its utilisation of its shares.
- Advising the Sindiyan Group in facilitating its joint-venture with an international private equity firm based in Kuala Lumpur with approximately US\$3 billion in capital commitments, specialising in acquiring controlling stakes in well-established companies.
- Acted for Pinkals IT Sdn Bhd v Creon Sdn Bhd in a civil action involving fraudulent transactions between large-scale musical events organisers and its investors.
- Advised the shareholders and directors of Starline Capital Sdn Bhd in the restructuring of its' board of directors. Facilitated the EGM of Starline Capital Sdn Bhd.
- Advised the late Tan Sri' Dato' Sri Paduka Dr. Lim Kok Wing on the restructuring of LimKokWing's group, his legacy, wills and succession planning.
- Act for RHB Trustees Bhd in the capacity of the Executor in the probate of the late Tan Sri' Dato' Sri Paduka Dr. Lim Kok Wing.
- Advising RHB Trustees Bhd in facilitating and administering both locally and overseas of the trust and estate of the late Tan Sri.

Qualifications

Dennis graduated from University of Liverpool with a Degree of Bachelors of Laws with Honours in 2012 and later obtained his Certificate of Legal Practice (CLP) in 2013. Dennis was admitted as an advocate & solicitor of the High Court in Malaya in 2014.