



## JONATHAN P. BENCH (班哲榮)

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### SHAREHOLDER

Jonathan Bench assists companies, entrepreneurs, and investment funds in international and domestic commercial transactions. He has extensive experience guiding clients to creative and pragmatic solutions in their mergers and acquisitions, joint ventures, financings, and foreign direct investments. His global clientele spans Asia, Europe, the Middle East, Africa, and the Americas. Jonathan has worked and consulted in the U.S., Asia, and South America, and he is fluent in Chinese and Cantonese and is working toward Spanish fluency.

He is passionate about diving deep into cutting-edge industries and difficult markets to make sense of the chaos in those fast-paced and often murky legal environments. He represents a variety of manufacturers, brokers, and retailers in their global supply chain structuring and restructuring projects, typically involving China or nearshoring away from China to Southeast Asia and Latin America.

Jonathan has particular interest and expertise in emerging technologies, such as generative artificial intelligence (AI) and blockchain. He represents founders who are developing AI tools for a range of industries and use cases across consulting, marketing, education, customer service, and middleware to automate AI processes. His blockchain experience encompasses layer-2 blockchain developers, international DAO communities, NFT artists and studios, metaverse companies, and celebrity brand influencers.

He is a sought-after speaker and writer for national and global organizations on U.S. and international business development. Jonathan has written over 150 blog posts and articles and presented on various business and legal topics over 80 times on four continents. He serves on various boards and dedicates time to mentoring entrepreneurs and students through several nonprofit organizations.

His contributions have earned him recognition as a top author on Lexology and accolades from various industry groups as a prominent lawyer. Most recently, Jonathan was named to Utah's Legal Elite 100 and described as "an excellent attorney but also a thought leader in two very different industries: international business and blockchain."

From selling homegrown raspberries and window-washing services to non-emergency medical transportation services, Jonathan understands the entrepreneurial grind from the inside. He describes himself as a businessperson who went to law school rather than a lawyer who studied business. His clients value his ability to think like a business owner as he provides them with pragmatic legal guidance while ensuring that his legal strategies underpin, not undermine, his clients' larger strategic goals.

In his spare time, Jonathan is often with his wife Mary Ann and their five children, exploring the beautiful Utah outdoors, practicing martial arts, enjoying music, and working on getting his Spanish to be as good as his Chinese.

## EXPERIENCE

### Mergers and Acquisitions

Led a team of six attorneys in conducting due diligence for a U.S. private equity group acquiring supply chain management businesses ranging from \$8 to \$20 million involving subsidiaries, assets, and personnel in various Asian nations and Mexico. Managed discussions with the R&W (representations and warranties) insurer. Prepared asset purchase agreements and related asset transfer documents, including provisions addressing specific risks found during due diligence to capture both known and potential undisclosed international liabilities.

### PRACTICE AREAS

INTERNATIONAL  
CORPORATE  
BUSINESS FORMATION,  
STRUCTURE, AND EXIT  
STRATEGIES  
CONTRACTS  
EMERGING  
TECHNOLOGIES  
MERGERS AND  
ACQUISITIONS  
PURCHASE AND SALE  
TRANSACTIONS  
INVESTMENT FUNDS AND  
FINANCE  
FOREIGN DIRECT  
INVESTMENT  
INTERNATIONAL  
LICENSING  
CHINA

### LANGUAGES

CANTONESE CHINESE  
MANDARIN CHINESE

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## EXPERIENCE CONTINUED

### Mergers and Acquisitions Continued

Represented client in three hotel acquisitions over a period of 10 consecutive weeks at a total deal amount of \$16 million. One transaction required negotiating complex estate-related issues with the seller. The other two hotels involved a sophisticated international conglomerate seller and simultaneous negotiation of a hotel management agreement with a third-party management company.

### Finance and Investment Funds

Represented \$50-million Mexican venture capital fund on multiple debt investments into the U.S. real estate market. Loan structuring included extensive due diligence on entities, individuals, and regulatory compliance status. Post-closing work included additional loans, loan upsizing, limited loan waivers, amendments, and side letters.

Advised borrower client with 15+ entities, consisting of affiliated vehicle dealerships and owners, in \$20-million real estate refinancing, including negotiating term sheets, credit agreements, and security documents and drafting and negotiating subordination agreement with existing floor plan financing lender.

### International Joint Ventures and Licensing

Structured German-owned elevator and escalator manufacturer's establishment of a joint venture relationship with underperforming Chinese-owned factory. Result included an equity swap with performance triggers, additional potential equity investment by Chinese owners, improvements to the factory, and establishing an exclusive supply relationship to cement ongoing supply requirements.

Represented U.S. importer of unique LED overlay screens in developing preferred distributor relationship with the China manufacturer. Project included drafting end-to-end documents to establish a U.S. sub-distributor network, including sales agreements, product warranties, and other sub-distributor- and customer-facing documentation.

### International Supply Chain

Structured \$25-million international private equity fund for a Mexican family, focused on nearshoring to Mexico and reshoring to the U.S. The fund included related entities in the U.S., Europe, and Brazil to accommodate investors for tax efficiency purposes.

Functioned as lead U.S. counsel for UK private equity fund buyer in \$25-million stock swap acquisition to consolidate buyer's international supply chain. Led team of six attorneys in conducting extensive due diligence on a U.S. target company in the sustainable outdoor products industry, including reviewing foundational entity documents, international employment and independent contractor agreements, beneficial corporation certification, and its international intellectual property portfolio.

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## ADMISSIONS & AFFILIATIONS

*Bar Admissions:* Utah  
Washington

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## COMMUNITY & CIVIC INVOLVEMENT

Advisory Board Member, World Trade Center Utah (2019-2024)

CEO Mentor, Accelerating Black Leadership and Entrepreneurship (ABLE) (2022-2024)

Student Mentor, Junior Achievement USA (2019-2024)

Law Student Mentor, Utah Center for Legal Inclusion (2023)

Pro Bono Volunteer, Utah Virtual Legal Clinic (2021-2023)

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## EDUCATION

The George Washington University Law School, JD, 2012

The George Washington University School of Business, MBA, 2012

Brigham Young University, BA, Chinese, 2008

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## HONORS & AWARDS

2024 Legal Elite 100, Utah Business Magazine (Corporate and International Law)

Legal Elite, Utah Business Magazine, 2022 (International Law)

Rising Star, Super Lawyers, 2021-2022 (International Law)

Rising Star, Super Lawyers, 2015-2018 (Corporate Law)

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## PUBLICATIONS & PRESENTATIONS

### Speaking Engagements

- AI and Consumer Protection: Using Chatbots and Virtual Assistants in Your Business, myLawCLE, November 22, 2024.
- Crafting Terms and Conditions for Your AI Company, Trelais Venture Studio, October 18, 2024.
- Taking Your Business Global, Trelais Venture Studio, October 17, 2024.
- Equity Partners and Financing Partners, Trelais Venture Studio, October 1, 2024.
- Patent Assignments and Priority in an International Context: U.S., Europe, and Asia, Strafford, September 5, 2024.
- Fundamental and Unique Legal Issues in the AI Industry, Real AI Dynamics Bootcamp, Los Angeles, California, July 25, 2024.
- Advanced Business Contracts: Evading Enforceability Issues and Effectively Negotiating Conditions, NBI, July 15, 2024.
- Advanced Business Contracts: Advanced Contract Examination and Drafting Techniques, NBI, July 15, 2024.
- Cross-Border Business Transactions, NBI, June 18, 2024.
- Structuring International Contracts: Core Provisions, Jurisdictional Issues, Remedies, Drafting to Minimize Risk, Strafford, June 12, 2024.
- AI: The Business Asset Engulfing the World and the Transaction Accelerator You Need, AIJA Half Year Conference, Mexico City, Mexico, May 29-June 1, 2024.
- Cryptocurrencies and DAOs, 2024 World Technology Law Conference, Washington, DC., May 9, 2024.
- Digital Deals: The M&A Dance of Tradition and Tech, AIJA Regional Conference, Belgrade, Serbia, April 18-20, 2024.
- A Silicon Valley Forum, China Town Hall, April 9, 2024.
- Maximizing Returns on Exits, War Stories, Davos in the Desert Virtual Conference, March 26, 2024.
- Tech Mondays Presents: The Future of..., Salt Lake City, UT, March 25, 2024.
- Maximizing Returns on Exits, Stock vs. Asset Acquisitions, Davos in the Desert Virtual Conference, March 25, 2024.
- New Business Relationships for a New Era: Chinese Manufacturers Go Abroad, BYU China Conference, Brigham Young University, March 9, 2024.
- China Business Update 2024: Q1, Harris Sliwoski Webinar, February 14, 2024.
- Generating Value with Generative AI: Growing Business Value with AI without Sacrificing Proprietary Content, Harris Sliwoski Webinar, January 31, 2024.

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### PUBLICATIONS & PRESENTATIONS CONTINUED

- Business with China Now and In 2024, Fireside with a VC, YouTube Episode #94, December 15, 2023.
- Mastering Mexico's Business Culture in the Nearshoring Context, globalautoindustry.com, December 13, 2023.
- Smart Contracts, Smarter Solutions: Legal approaches to minimizing risks in DAOs and Web3 applications, myLawCLE, October 26, 2023.
- Avoiding Legal Issues in Blockchain Projects: The Cryptoqueen Case. AIJA Crypto Revolution Conference, Vaduz, Liechtenstein. September 29, 2023.
- Scaling Risks: How to Effectively Grow Your Global Sales, World Trade Center Utah, Salt Lake City, Utah, September 18, 2023.
- Tokenization of Real Estate Assets: When Real Estate Meets Intellectual Property... They Gain Their Fourth Dimension! AIJA International Congress, Rio de Janeiro, Brazil. August 22, 2023.
- Stepping into Success: Navigating the US Market with Confidence, Harris Sliwoski, June 29, 2023.
- Regulatory Impacts in Cross-border Transactions: What Hinders a Transatlantic Deal Today?, AIJA Corporate and M&A Commission Seminar, New York, NY, June 14-16, 2023.
- Why Spain is Your Bridge to Europe, Salt Lake City, Utah, April 2023.
- The Future of Conflict, Collaboration, & Competition in US-China Relations, Harris Sliwoski with Dark Horse Global, March 21, 2023.
- Legal Fundamentals for Blockchain Companies: Patents, IP Licensing, and Dealing with International Partners, Harris Sliwoski, March 8, 2023.
- Web3 Legal Issues, Web3 Toronto, March 1, 2023.
- Blockchain and Web3 for International Businesses, International Business Lawyer Consortium, February 21, 2023.
- Succeeding in the Midst of Global Chaos, Cox School of Business, Southern Methodist University, February 8, 2023.
- An Entrepreneur's Guide to Doing Business in China, Utah Valley University, January 27, 2023.
- S.-India Collaboration – An Outlook for 2023, Indus International Research Foundation, January 17, 2023.
- The Future of US-China Relationship in Business, Sciences, and Technology, CAST-UT Annual Conference, December 10, 2022.
- A Lawyer's Perspective on Web3 and Blockchain, HLB North American Advisory Tax & Audit Conference. San Diego, CA. December 1, 2022.
- Best Legal Practices in International M&A, HLB North American Advisory Tax & Audit Conference. San Diego, CA. December 1, 2022.
- What to Expect from China in the Next Five Years, GGI World Conference, Montreal, October 22, 2022.
- Blockchain Legal Trends: DAOs and Ethereum 2.0, GGI World Conference, Montreal, October 21, 2022.
- Leaving China for India or Mexico, Oklahoma World Trade Conference, Oklahoma State University, October 20, 2022.
- What's a WY DAO LLC? Decentralized Autonomous Organizations, MyLawCLE, October 6, 2022.
- Blockchain & National Security Around the BRICS, Blockchain and Beyond: National Security Symposium, Naval Postgraduate School, Graduate School of International and Defense Studies, September 12, 2022.
- Difficult International Deals and Jurisdictions. International Business Law Consortium. Mexico City. September 9, 2022.
- China's Approach to Emerging Technologies and Strategies, Naval Postgraduate School, Graduate School of International and Defense Studies, July 19, 2022.
- Practical Ways of Dealing with China Decoupling from the West, GGI North American Regional Conference, June 25, 2022.
- Metaverse Law – Regulating the Virtual World, GGI North American Regional Conference, June 24, 2022.
- Structuring International Contracts: Choice of Law, Jurisdiction, Language, Arbitration Clauses, Terms of Art, Strafford, June 22, 2022.

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### PUBLICATIONS & PRESENTATIONS CONTINUED

- Decentralized Autonomous Organizations: Using Blockchain and Smart Contracts Instead of Organizational Documents, Strafford, June 16, 2022.
- Trade Winds & Viable Alternatives to China, China Challenge Summit, June 9, 2022.
- Web3 Developments from Utah to the World, World Trade Center Utah, May 13, 2022.
- Web3, Decentralization and DAOs: A View from India, eSamudaay webinar, May 12, 2022.
- China Business Q&A, Northern Utah County Chambers of Commerce, March 2, 2022.
- The U.S. Legal Landscape for Foreign Investors, Harris Sliwoski webinar, January 27, 2022.
- Legal Issues with Decentralized Autonomous Organizations, Harris Sliwoski Youtube Chat, January 28, 2022.
- Doing Business in the U.S. Market, Chamber of Commerce of Madrid, Madrid, Spain, November 4, 2021.
- World Trade Conference And Oklahoma Consular Trade Summit, Oklahoma State University, October 27, 2021.
- CFIUS and the Global Venture Capital Funds: Trends, Updates, and Critical Issues Explored, The Knowledge Group webinar, October 7, 2021.
- Doing Business in India: An Overview of Legal Considerations, WSBA webinar, July 7, 2021.
- International Business Law for Business Leaders, St. Albert's College, Ernakulam, Kochi, Kerala, India, May 19, 2021.
- Actionable Advice On What U.S. Businesses Should Do About China, WTC Utah: The China Paradox Webinar Series, April 7, 2021.
- The Meandering Path to a Career in Private International Law, Brigham Young University Law School, November 11, 2020.
- International Legal Considerations for Business Executives, The George Washington University School of Business, October 8, 2020.
- Investing in India – Business and Legal Considerations – Part 3, FAO Global, August 13, 2020.
- Investing in India – Business and Legal Considerations – Part 2, FAO Global webinar, July 15, 2020.
- Southeast Asia as an Alternative to China, World Trade Center Utah webinar, May 20, 2020.
- Understanding CFIUS: Impacts on Chinese Investment in the United States, FAO Global Webinar, April 9, 2020.
- COVID-19, Companies Making Culture Podcast, April 7, 2020.
- How to Rebuild Your Asia Supply Chain, FAO Global Webinar, March 26, 2020.
- Effects of COVID-19 on Doing Business with China, WTC Utah Webinar, March 19, 2020.
- Trade Wars or Truce? Legalities of Doing Business with China in 2020, WTC Utah, February 5, 2020.

### Media Appearances

- Healthcare's AI Integration Is In Limbo As Laws Lag Behind, *Law360*, September 24, 2024
- Reader Responses, *Wall Street Journal – China*, September 17, 2024.
- China poised to embed 'Communist Party spies' inside US firms — including Microsoft, critics warn, *NY Post*, September 9, 2024.
- Legal futurism: AI and advancements in legal tech, *Utah Business*, June 14, 2024.
- Wall Street Journal, China Newsletter Reader Responses, April 9, 2024.
- 5 key global markets for Utah businesses in 2024, *utahbusiness.com*, March 11, 2024.
- Due diligence in China: Mitigating Arrest, Detention Risks, *Compliance Week*, November 8, 2023.
- Blockchain Applications in the Military. National Security Innovation Network X-Force Fellows, *Marine Corps Warfighting Laboratory*, August 2023.
- SEC v Ripple: Exclusive Interview with Web3 Attorney Jonathan Bench, *HackerNoon*, July 26, 2023
- China Economy Drop, *KSL News Radio*, July 21st, 2023.
- 48 Stories To Learn About Law, *Hackernoon*, July 7, 2023.