



 **Howse Williams**

Corporate/Commercial & Corporate Finance Practice

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Howse Williams is an independent Hong Kong law firm which combines the in-depth experience of its lawyers with a creative, forward-thinking approach.

About Us

Our key practice areas are corporate/commercial and corporate finance; commercial and maritime dispute resolution; clinical negligence and healthcare; insurance, personal injury, and professional indemnity insurance; employment; family and matrimonial; property and building management; banking; fraud; financial services/corporate regulatory and compliance.

As an independent law firm we are able to minimise legal and commercial conflicts of interest and act for clients in every industry sector. The partners have spent the majority of their careers in Hong Kong and have a detailed understanding of international business and business in Asia.

The HW partners and their teams have an excellent reputation for delivering high quality legal advice with a practical and commercial approach to solving legal issues in line with clients' commercial objectives.

Our Corporate and Commercial Expertise

HW's full service Corporate/Commercial and Corporate Finance team advises clients on a diverse spectrum of practice areas including mergers and acquisitions, corporate finance, direct investment, capital markets, private equity and venture capital, shareholder/joint venture agreements, corporate governance, corporate restructuring/reorganisations, and general commercial matters, including operational contracts and intellectual property commercialisation. Many of the transactions that we work on are undertaken in various Asian jurisdictions.

Our clients include public companies, local and international financial institutions, venture capitalists, private equity providers, funds, airlines, ship owners, freight forwarders, insurance companies, property, electronics, manufacturing and trade businesses. Our principal practice areas include:

Mergers and acquisitions

Our mergers and acquisitions practice encompasses both public and private transactions and a significant amount of cross-border transactions. We are experienced in the full spectrum of transactions including, mergers, stock and asset sales (including distressed asset transactions), recapitalisations, tender offers and joint ventures. In addition to closing deals, we advise clients on corporate governance, fiduciary duties, financing and other related issues.

Direct investment | Private equity and venture capital

We have extensive domestic and international expertise in all types of private equity and venture capital transactions including leveraged buyouts, management buyouts, spin-offs, venture capital financings, recapitalisations and dispositions, representing investment companies and multi-national corporations with direct investment divisions.

Corporate restructuring/reorganisation

We advise a diverse and global clientele on complex corporate restructurings and workouts ranging from recapitalisations, privatisations and divestitures to asset disposals.

Corporate governance

We advise both established public companies as well as emerging organisations on developing strategies and management of complex regulatory and compliance requirements.

Capital markets and securities

We advise on both debt and equity capital fundraising in Hong Kong on primary and secondary issues.

Other general commercial matters and contracts

We have extensive experience in advising a broad range of industries (including high tech, media, telecommunications, consumer goods, fashion, professional services, financial services and real estate) in any kind of commercial and operational contracts, including: service agreements, consulting agreements, licensing agreements, outsourcing agreements, logistics agreements, distribution agreements, manufacturing and sale of goods. We also advise on Intellectual Property commercialisation.

Corporate Banking and Finance Expertise

HW's banking team has experience in a broad range of banking and finance matters, including bilateral and syndicated lending, international trade finance, project finance, acquisition finance, ship finance, general cash management and liquidity products, asset and debt recovery, security enforcement actions, banking regulation and compliance, sanctions, AML, KYC and various regulatory project and remediation works. The team also specialises in a diverse range of trade finance matters, including supply chain finance programs, open account finance, letter of credit and bank guarantee disputes, export credit agency backed finance, structured trade finance, warehouse finance, prepayment and deferred payment finance, documentary credits refinance and credit risk portfolio management.

Property and Conveyancing

HW's property team advises on a wide range of property and conveyancing matters including agreements for sale and purchase; deeds of mutual covenant; tender and auction transactions; management agreements; building management; leases and tenancy agreements; land documentation and property related regulatory matters.



Christopher Williams

Founding Partner

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Chris Williams is one of the founding partners of HW. He specialises in corporate finance, mergers and acquisitions, direct investment and corporate restructurings and reorganisations. He also advises on corporate governance and compliance. Chris qualified as a solicitor in England and Wales in 1986 and practiced with Richards Butler in London, then moved to Richards Butler Hong Kong in early 1991. He was admitted as a solicitor in Hong Kong in 1991. Chris sits as non-executive chairman and non-executive deputy chairman of two entities listed on the Singapore Stock Exchange ("SGX").

His practice encompasses Hong Kong and the Asia Pacific region, particularly Indonesia and Singapore. Chris has been named in the Guide to the World's Leading Mergers and Acquisitions Lawyers as well as the International Who's Who of Merger and Acquisition Lawyers as one of the world's top mergers and acquisitions lawyers.

Chris has represented major clients on many significant matters including:

- Acted on behalf of PT Lippo Karawaci Tbk group of companies in a Rp 2.2 trillion equity deal in which CVC Capital Partners agreed to acquire a 15% stake in PT Siloam International Hospitals Tbk, the largest private national healthcare group in Indonesia and a listed subsidiary of PT Lippo Karawaci Tbk.
- Acted for PT Multipolar Tbk and its wholly owned subsidiary in relation to the issuance to and subscription by Anderson Investment Pte Ltd., a wholly owned subsidiary of Temasek Holdings (Private) Limited, of a USD300 million equity linked instrument which is exchangeable into a 26.1% stake in PT Matahari Putra Prima Tbk.
- Acted for Lippo China Resources, a Hong Kong listed company, in its disposal of interest in its PRC retail department store business carried out under the name "Robbinz".
- Acted for Hong Kong Chinese (formerly The HKCB Bank Holding Company Limited) in its acquisition of an 85% interest in Finibanco (Macau), S.A.R.L.
- Acted for an Indonesian based group in relation to the reorganisation of its regional telecommunication and technology interests into a single group and the listing of that group on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited.
- Acted on behalf of PT Matahari Putra Prima Tbk, one of Indonesia's largest retailers, in its divestment of a substantial part of its interest in PT Matahari Department Stores Tbk to a newly established joint venture with funds

managed by CVC Asia Pacific Limited, Matahari retaining a 20% interest in the venture.

- Acted for PT First Media Tbk, a company listed on the Indonesia Stock Exchange, in its divestment of part of its interest in PT Link Net and PT First Media Television to a private equity group.
- Acted on behalf of a consortium comprising European financial institutions and Asian investment funds regarding the acquisition of a controlling interest in a financial institution from the Indonesian Bank Restructuring Agency and its subsequent sale to a sovereign wealth fund.
- Acted as international counsel for Overseas Union Enterprise Limited ("OUE"), a company listed on the SGX, and a consortium led by OUE, in its competing general offer for all the shares in Fraser & Neave Limited for an aggregate consideration of approximately S\$13 Billion. The offer subsequently lapsed.
- Acted for Lippo Limited in its proposed arrangements with Caesars Entertainment Corporation in relation to a proposed joint venture to construct an integrated resort, hotel-casino and serviced apartments in South Korea.
- Restructuring of external debt obligations of Guangdong Enterprises, a wholly-owned conglomerate of Guangdong Provincial Government ("GPG"). The total indebtedness involved was approximately US\$5.7 billion owed by some 300 companies to about 170 banks and 4 large groups of holders of debt securities. The restructuring involved complex and protracted negotiations with the steering committees appointed by the bank creditors and the noteholders. GPG's principal contribution to the restructuring was the privatisation of the entity in Guangdong Province which supplies Hong Kong with most of its natural water. Following the formation of a new company, debt in excess of US\$2 billion was issued to amortise the rescheduled debt. The privatised entity was then injected into Guangdong Investment Limited, a company listed on the Stock Exchange of Hong Kong and controlled by GPG as part of the overall restructuring.
- Acting for Overseas Union Enterprise Limited, a company listed on the SGX, generally as international counsel in various corporate transactions.
- Acted for an Asian based conglomerate on the reorganisation of its Hong Kong interests which involved several entities listed on the Hong Kong Stock Exchange and including regulated entities.
- Acted on numerous IPO's on the Hong Kong Stock Exchange, many of which involved the reorganisation of companies within the group to be listed in anticipation of listing.

▼ *Experience*

2012 Howse Williams
2011 Reed Smith Richards Butler
2008 Richards Butler in Association with Reed Smith LLP
1991 Richards Butler Hong Kong
1986 Richards Butler London

▼ *Education*

1985 Law Society Finals, College of Law
1984 CPE, College of Law
1981 BA(Hons) in international Relations and Economics, University of Reading

▼ *Professional Admissions / Qualifications*

1991 Hong Kong
1986 England and Wales

▼ *Professional Affiliations*

Member, Law Society of England and Wales
Member, Law Society of Hong Kong



Katherine Chuang

Consultant (part-time)

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Katherine specialises in corporate finance, mergers and acquisitions, direct investment, corporate restructurings and reorganisations and general corporate commercial matters. Katherine previously worked for an international law firm, held an in-house position at an international investment bank and spent a period on secondment at a Hong Kong telecommunications listed company.

Katherine has represented major clients on many significant matters including:

- Acted on behalf of PT Lippo Karawaci Tbk group of companies in a Rp 2.2 trillion equity deal in which CVC Capital Partners agreed to acquire a 15% stake in PT Siloam International Hospitals Tbk, the largest private national healthcare group in Indonesia and a listed subsidiary of PT Lippo Karawaci Tbk
- Acted for PT Multipolar Tbk and its wholly owned subsidiary in relation to the issuance to and subscription by Anderson Investment Pte Ltd., a wholly owned subsidiary of Temasek Holdings (Private) Limited, of a USD300 million equity linked instrument which is exchangeable into a 26.1% stake in PT Matahari Putra Prima Tbk
- Acted for Sixty Group, an international fashion company based in Italy, in a multimillion dollar transaction with respect to its divestment of its interest in its business in greater China under a joint venture with the Trendiano group, an investor based in the PRC, by way of business transfer to a newly set up joint venture. Acted for Sixty Group in Asia for several years on general corporate/commercial matter
- Acted for PT Matahari Pura Prima Tbk (retail business), a top retailer in Indonesia, and part of the Lippo Group conglomerate, in its divestment of a substantial part of its interest in PT Matahari Department Stores Tbk, its listed subsidiary to a newly established joint venture with funds managed by CVC Asia Pacific Limited
- Acted for PT First Media Tbk on the divestment of part of PT First Media's interest in PT Link Net and PT First Media Television to a newly established joint venture with funds managed by CVC Capital Partners Asia III Limited
- Acted for Lippo China Resources, a Hong Kong listed company, in its disposal of interest in its PRC retail department store business carried out under the name "Robbinz". The deal value was approximately HKD345 million

- Acted for Lei Shing Hong Limited, a company whose shares were then listed on the Hong Kong Stock Exchange, in relation to its privatization by way of scheme of arrangements

▼ *Experience*

2012 Howse Williams
 2011 Reed Smith Richards Butler
 2008 Richards Butler in Association with Reed Smith LLP
 2007 Richards Butler, Hong Kong
 2007 International Investment Bank
 2000 Richards Butler, Hong Kong

▼ *Education*

Post Graduate Certificate in Laws, University of Hong Kong
 Hong Kong Common Professional Examination in Laws, University of Hong Kong,
 Bachelor of Science in Biology, McGill University, Canada

▼ *Professional Admissions / Qualifications*

2002 Hong Kong

▼ *Professional Affiliations*

Member, Law Society of Hong Kong



Brian Ho

Partner

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Brian Ho is one of the partners of HW. He specialises in corporate finance, initial public offerings, secondary fund raising exercises, mergers and acquisitions, direct investment and corporate restructurings and reorganisations. He also advises on corporate governance and compliance. Brian qualified as a barrister and solicitor in the State of Victoria, Australia in 1997 and admitted as a solicitor in Hong Kong in 2000.

Brian has led, executed and completed IPOs for companies based in Hong Kong, China, Singapore and Malaysia in consumer products, medical, construction, industrial, technology, food and beverages, property, financial sectors. He previously practiced in the corporate and securities department of various leading local and international law firms in Hong Kong and has advised blue chip listed companies, PRC privately owned or state owned enterprises and multi-national corporations in various corporate finance and corporate compliance transactions. Prior to joining HW, Brian has gained substantial investment banking experience at Standard Chartered Bank in which he has led and participated in the completion of various high profile ECM transactions.

▼ *Experience*

2012 Howse Williams
2007 Standard Chartered Bank, Hong Kong
2004 Baker & McKenzie, Hong Kong
2002 Stephenson Harwood, Hong Kong
2000 Woo, Kwan, Lee & Lo, Hong Kong

▼ *Education*

2008 MBA, Australian Graduate School of Management (AGSM)
1997 LL.B, Monash University
1995 B.Com in Accounting, Monash University

▼ *Professional Admissions / Qualifications*

2000 Hong Kong
1997 Australia (Victoria)
Certified Practising Accountant of Australia

▼ *Professional Affiliations*

Member, Law Society of Hong Kong
Member, CPA Australia
Member, Law Society of Hong Kong Greater China Legal Affairs Committee

▼ Deal List

IPOs

- Acted for First Shanghai Capital in the HK\$125 million IPO of Wah Wo Holdings Group Limited (stock code: 9938) on the Main Board of the Hong Kong Stock Exchange
- Acted for Dongxing Securities (Hong Kong) in the HK\$400 million IPO of Activation Group Holdings Limited (stock code: 9919) on the Main Board of the Hong Kong Stock Exchange
- Acted for CMBC Capital in the HK\$477 million IPO of Dalipal Holdings Limited (stock code: 1921) on the Main Board of the Hong Kong Stock Exchange
- Acted for Alliance Capital in the HK\$125 million IPO of JBB Builders International Limited (stock code: 1903) on the Main Board of the Hong Kong Stock Exchange
- Acted for Ample Capital in the HK\$95 million IPO of MOS House Group Limited (stock code: 1653) on the Main Board of the Hong Kong Stock Exchange
- Acted for Ample Capital in the HK\$46 million IPO of WAC Holdings Limited (stock code: 8619) on the GEM of the Hong Kong Stock Exchange
- Acted for the issuer, Wah Sun Handbags International Holdings Limited (stock code: 2683) in its HK\$118 million IPO on the Main Board of the Hong Kong Stock Exchange, DBS was the sponsor
- Acted for the issuer, ZACD Group Limited (stock code: 8313) in its HK\$160 million IPO on the GEM of the Hong Kong Stock Exchange, China Everbright Capital and Innovax Capital were the joint sponsors
- Acted for Halcyon Capital in the HK\$155 million IPO of Trio Industrial Electronics Group Limited (stock code: 1710) on the Main Board of the Hong Kong Stock Exchange
- Acted for Sunfund Capital in the HK\$55 million IPO of Satu Holdings Limited (stock code: 8392) on the GEM of the Hong Kong Stock Exchange
- Acted for Ample Capital in the HK\$104 million IPO of Milestone Building Holdings Limited (stock code: 1667) on the Main Board of the Hong Kong Stock Exchange
- Acted for the issuer, GME Group Holdings Limited (stock code: 8188) in its HK\$67.5 million IPO on the GEM of the Hong Kong Stock Exchange, Altus Capital was the sponsor
- Acted for the issuer, Able Engineering Holdings Company Limited (stock code: 1627) in its HK\$550 million IPO on the Main Board of the Hong Kong Stock Exchange, Ample Capital was the sponsor

- Acted for Sinolink Securities (HK) in the HK\$262 million IPO of Morris Holdings Limited (stock code: 1575) on the Main Board of the Hong Kong Stock Exchange
- Acted for the issuer, Guangdong Adway Construction (Group) Holdings Company Limited (stock code: 6189) in its HK\$274 million IPO on the Main Board of the Hong Kong Stock Exchange, Guotai Junan International was the sponsor
- Acted for Alliance Capital in the HK\$80 million IPO of Gemilang International Limited (stock code: 6163) on the Main Board of the Hong Kong Stock Exchange
- Acted for BOSC International in the HK\$60 million IPO of Expert Systems Holdings Limited (stock code: 8319) on the GEM of the Hong Kong Stock Exchange
- Acted for the issuer, China Rongzhong Financial Holdings Company Limited (stock code: 3963) in its HK\$211 million IPO on the Main Board of the Hong Kong Stock Exchange, Alliance Capital was the sponsor
- Acted for the issuer, BBI Life Sciences Corporation (stock code: 1035) in the HK\$230 million IPO on the Main Board of the Hong Kong Stock Exchange, Haitong International was the sponsor
- Acted for Shenyin Wenguo Capital in the HK\$60 million IPO of Medicskin Holdings Limited (stock code: 8307) on the GEM of the Hong Kong Stock Exchange
- Acted for the issuer, Nga Chun Holdings Company Limited (stock code: 1462) in the HK\$110 million IPO on the Main Board of the Hong Kong Stock Exchange, Ample Capital was the sponsor
- Acted for Altus Capital in the HK\$45 million IPO of Kate China Holdings Limited (stock code: 8125) on the GEM of the Hong Kong Stock Exchange
- Acted for the issuer, Koradior Holdings Limited (stock code: 3709), in its HK\$525 million IPO on the Main Board of the Hong Kong Stock Exchange, Haitong International and CIMB were the sponsors
- Acted for Mizuho Securities in the HK\$60 million IPO of Excel Development (Holdings) Limited (stock code: 1372) on the Main Board of the Hong Kong Stock Exchange
- Acted as Joint Sponsor and Joint Bookrunner in the US\$395m initial public offering of Chinalco Mining Corporation International (stock code: 3668) on the Main Board of the Hong Kong Stock Exchange
- Acted as Joint Sponsor and Joint Bookrunner in the US\$68m initial public offering of Xiao Nan Guo Restaurants Holdings Limited (stock code: 3666) on the Main Board of the Hong Kong Stock Exchange

- Acting as the Sole Sponsor in the listing by way of introduction of Elec & Eltek International Company Limited (stock code: 1151) on the Main Board of the Hong Kong Stock Exchange
- Acted as the Sole Sponsor in the listing by way of introduction of China New Town Development Company Limited (stock code: 1278) on the Main Board of the Hong Kong Stock Exchange
- Acted for the manager in the US\$910 million IPO of Champion REIT (stock code: 2778) on the Main Board of the Hong Kong Stock Exchange, BofA Merrill Lynch was the sole listing agent
- Acted for the issuer, China Coal Energy Company Limited (stock code: 1898), in its US\$1.6 billion IPO on the Main Board of the Hong Kong Stock Exchange, CICC, Citibank and Morgan Stanley were the sponsors
- Acted for BofA Merrill Lynch and BNP Paribas in the US\$504m IPO of Nine Dragons Paper (Holdings) Limited (stock code: 2689) on the Main Board of the Hong Kong Stock Exchange
- Acted for CICC and BofA Merrill Lynch in the US\$1.11 billion IPO of Air China Limited (stock code: 753) on the Main Board of the Hong Kong Stock Exchange

Rights Issues

- Acted for the UOB Kay Hian in the HK\$156 million rights issue of Q Technology (Group) Limited (stock code: 1478)
- Acted for the UOB Kay Hian in the HK\$719 million rights issue of Coolpad Group Limited (stock code: 2369)

Placings

- Acted for China Youzan Limited (stock code: 8083) in the HK\$793 million placing of new shares
- Acted for Haitong International in the HK\$328 million placing of new shares of Meilleure Health International Industry Group Limited (stock code: 2327)
- Acted for Truly International Holdings Limited (stock code: 732) in its HK\$199 million placing of new shares
- Acted for the UOB Kay Hian and China Merchants Securities in the HK\$133 million placing of new shares of China Biotech Services Holdings Limited (stock code: 8037)
- Acted for Dafeng Port Heshun Technology Company Limited (stock code: 8310) in its US\$50 million 7.5% senior secured notes due 2021

- Acted for Morris Holdings Limited (stock code: 1575) in its HK\$200 million issuance of convertible loan to International Finance Corporation
- Acted for the UOB Kay Hian in the HK\$436 million placing of new shares of Colour Life Services Group Co., Limited (stock code: 1778)
- Acted for the UOB Kay Hian in the HK\$28.7 million top-up placing of new shares of Centron Telecom International Holding Limited (stock code: 1155)
- Acted for Truly International Holdings Limited (stock code: 732) in its HK\$323 million placing of new shares
- Acted for Haitong International and Huarong Financial in the HK\$1.18 billion top-up placing of new shares of Jiayuan International Group Limited (stock code: 2768)
- Acted for Haitong International, Emperor Securities and EBS International in the HK\$725 million placing of new shares of Carnival Group International Holdings Limited (stock code: 996)
- Acted for the Medicskin Holdings Limited (stock code: 8307) in the HK\$52 million placing of new shares
- Acted for the Dafeng Port Heshun Technology Company Limited (stock code: 8310) in the HK\$97 million placing of new shares
- Acted for the UOB Kay Hian in the HK\$719 million rights issue of Coolpad Group Limited (stock code: 2369)
- Acted for the controlling shareholder of Koradior Holdings Limited (stock code: 3709) in relation to the HK\$232 million disposal of shares in Koradior to Fosun Group
- Acted for Haitong International in the HK\$87.5 million placing of new shares of Miko International Holdings Limited (stock code: 1247)
- Acted for Haitong International in the HK\$230 million placing of new shares of China Creative Home Group Limited (stock code: 1678)
- Acted for Haitong International in the HK\$97 million placing of new shares of Xingye Copper International Group Limited (stock code: 505)
- Acted for Haitong International in the HK\$1,275 million top up placing of shares of Sunshine 100 China Holdings Limited (stock code: 2608)
- Acted for UOB Kay Hian in the HK\$900 million placing of new shares of AID Partners Holdings Limited (stock code: 8088)
- Acted for UOB Kay Hian in the HK\$400 million placing of new shares of Beijingwest Industries International Limited (stock code: 2339)

- Acted for Haitong International in the HK\$133 million placing of new shares of C Y Foundation Group Limited (stock code: 1182)
- Acted for Haitong International in the HK\$167 million top up placing of shares and the HK\$240 million placing of convertible notes of Up Energy Development Group Limited (stock code: 307)
- Acted for Haitong International and Huatai Financial in the HK\$792 million placing of new shares of Yuzhou Properties Company Limited (stock code: 1628)
- Acted for Haitong International in the HK\$1,724 million placing of new shares of China Oceanwide Holdings Limited (stock code: 715)
- Acted for CICC, First Shanghai, Kingston Securities and UOB Kay Hian in the HK\$1,404 million placing of new shares of Kong Sun Holdings Limited (stock code: 295)
- Acted for Haitong International, Kingston Securities and UOB Kay Hian in the HK\$376 million placing of new shares of Kong Sun Holdings Limited (stock code: 295)

M&A Transactions

- Acted for Hanergy Thin Film Power Group Limited (stock code: 566) in relation to its privatisation and delisting from the Hong Kong Stock Exchange by way of a scheme of arrangement
- Acted for Morris Holdings Limited (stock code: 1575) in its US\$35 million acquisition of the entire equity interest in Jennifer Convertibles, Inc.
- Acted for Dafeng Port Heshun Technology Company Limited (stock code: 8310) in its RMB405 million acquisition of the entire equity interest in Jiangsu Hairong Dafeng Port Petrochemical Product Terminal Company Limited
- Acted for Huarong Investment Stock Corporation Limited (stock code: 2277) in its HK\$120 million investment in Retech Technology Co. Limited, a company listed on the Australian Stock Exchange, by way of shares and convertible bond
- Acted for Quam Limited (stock code: 952) and its controlling shareholders in relation to the HK\$1.05 billion disposal of its controlling interest of Quam and the mandatory general offer for all the remaining shares of Quam by China Oceanwide
- Acted for Shandong Luoxin Pharmaceutical Group Stock Co., Ltd. (stock code: 8058) in relation to a voluntary general offer over the H Shares of the company and its subsequent delisting from the Hong Kong Stock Exchange
- Acted for the controlling shareholder and the offeree company, Nga Chun Holdings Company Limited (stock code: 1462) in relation to the HK\$1 billion disposal of its

controlling interest of Nga Chun and the mandatory general offer for all the remaining shares of Nga Chun

- Acted for the controlling shareholder and the offeree company, Excel Development (Holdings) Company Limited (stock code: 1372) in relation to the HK\$647 million disposal of its controlling interest of Excel and the mandatory general offer for all the remaining shares of Excel
- Acted for the controlling shareholder of Chun Wo Development Holdings Limited (stock code: 711) in relation to the HK\$560 million disposal of its controlling interest of Chun Wo and the offeror in relation to the voluntary general offer of all the shares of a private company of Chun Wo
- Acted for the offeror, Dafeng Port Overseas Investment Holdings Limited in relation to the HK\$425 million acquisition of the controlling interest of Gamma Logistics Corporation (stock code: 8310) and the subsequent mandatory general offer for all the shares of Gamma



Eddie Lee

Consultant / Civil Celebrant

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Eddie Lee is a consultant of HW. Mr. Lee was a senior manager in the Listing Division of the Hong Kong Stock Exchange, responsible for handling new listing applications and updating and amending the Listing Rules. He was also a partner at Woo, Kwan, Lee & Lo and has handled a number of corporate reorganisations and listing projects for various renowned enterprises in Hong Kong and China. Since 1994, Mr. Lee started to enter into the China market, assisted in the reorganisation and structuring of various Chinese enterprises with a view to achieve overseas listing or acquisition of overseas business and/or overseas listed vehicles.

Apart from completing 27 IPOs and numerous M&A projects, throughout his 20+ years of legal practice, Mr. Lee has handled a number of high profile China-related transactions including: the setting up of joint venture between Hutchison Whampao and Beijing Tong Ren Tong, the acquisition of IT business by TOM Online, the restructuring and pre-IPO investment of Belle, the takeover and privatisation of Mirabell International and GST Holdings as well as various advisory works on state-owned and privately owned enterprises in China.

Mr. Lee has attended numerous conferences in China and has spoken to enterprises in Beijing, Shanghai, Chengdu, Qingdao, Chongqing, Dalian and Fuzhou on “Listings in Hong Kong” at various seminars in those cities.

Mr. Lee is an independent non-executive director of the following listed companies: Embry Holdings Limited, NetDragon Websoft Holdings Limited, Newton Resources Limited, Tenfu (Cayman) Holdings Company Limited, China BlueChemical Limited, Landsea Green Group Company Limited, Red Star Macalline Group Corporation Ltd., China Goldjoy Group Limited, FSE Services Group Limited and Ten Pao Group Holdings Limited.

▼ *Experience*

2014 Howse Williams
2012 Cheung & Choy, Hong Kong
2000 Woo Kwan Lee & Lo, Hong Kong
1994 Philip K H Wong, Kennedy Y H Wong & Co., Hong Kong
1992 The Stock Exchange of Hong Kong Limited
1989 Woo Kwan Lee & Lo, Hong Kong

▼ *Education*

1989 Postgraduate Certificate in Laws, The University of Hong Kong
1988 Bachelor of Laws (LLB), The University of Hong Kong

▼ *Professional Admissions / Qualifications*

1997 England & Wales

1991 Hong Kong

▼ *Professional Affiliations*

Member, Law Society of Hong Kong



Chia Ching Tan

Partner

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Fax	+852 2803 3618
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Based in Hong Kong since 2007, Chia Ching is a dual qualified practicing lawyer in Hong Kong and Malaysia. She has over 19 years of experience in a wide range of corporate and commercial matters including IPOs, spin-offs, transfer of listings, corporate restructuring, acquisition and disposal, general corporate advisory and regulatory compliance.

Benefitting from her practice experiences in both Hong Kong and Malaysia, she is familiar with the Listing Rules, Takeovers Code and the laws of both Hong Kong and Malaysia. This serves as a strong foundation and provides her with better insights and competitive edge in understanding businesses from, not only the South East Asian countries, but also from Hong Kong and China. “*She is experienced in assisting Southeast Asian companies with Hong Kong listings*” (quoted from *Legal 500* in 2020). She is familiar with a wide spectrum of industries, including but not limited to oil and gas, independent power plants, mining, manufacturing, media, telecommunications, agriculture/plantations, real estates, construction, digital platforms, healthcare, retail, technology, education and general trading. She reads and writes English, Chinese and Malay languages, and is fluent in speaking all three languages, as well as Putonghua, Cantonese and Hokkien.

Chia Ching was involved in a number of notable initial public offerings and listings on the Stock Exchange acting for the sponsors as well as the issuers, both on the Main Board and GEM, including the first listing of a mineral company under Chapter 18 of the Listing Rules in 2008, the first business trust in the form of stapled securities of HKT Trust in 2011 and a dual-listing (Singapore and Hong Kong) in 2017. On M&A transactions, Chia Ching was involved in a number of local and cross-border acquisitions as well as public takeovers. She also advises listed companies on Listing Rules compliance matters post listing and secondary fund-raising.

Chia Ching has represented major clients on many significant matters including:

- Altus Capital as sponsor in the HK\$368 million spin-off and separate listing of Pentamaster International Limited on the Main Board of the Hong Kong Stock Exchange;
- VBG Capital Limited in the dual listing of Centurion Corporation Limited on the Main Board of the Hong Kong Stock Exchange, which has business operations in Singapore, Malaysia, Australia, South Korea, United Kingdom and United States
- Fortune Financial Capital in the listing of Pipeline Engineering Holdings Limited on the Main Board of the Hong Kong Stock Exchange

- Dakin Capital in the IPO of VBG International Holdings Limited on GEM of the Hong Kong Stock Exchange
- A.Plus Group Holdings Limited in the transfer of listing from GEM to Main Board of the Hong Kong Stock Exchange
- Icicle Group Holdings Limited in its IPO on GEM of the Hong Kong Stock Exchange
- Deson Construction International Holdings Limited in the spin-off and separate listing on the GEM of the Hong Kong Stock Exchange together with distribution in specie,
- OUE Group for the listing of S\$346.4 million OUE Commercial REIT on the Main Board of the Singapore Stock Exchange
- CapitaMalls Asia Limited in its privatisation and withdrawal of listing from the Hong Kong Stock Exchange
- Deson Construction International Holdings Limited on its takeovers by an individual followed by mandatory takeover offer
- Deson Construction International Holdings Limited in its placing of convertible bonds
- Lippo Limited and Hongkong Chinese Limited in the disposal of interest in Macau Chinese Bank
- HKT Trust in its HK\$8.8 billion spin-off and separate listing of share stapled units of on the Main Board of the Stock Exchange of Hong Kong
- CVM Minerals Limited in the first listing of mining company under Chapter 18 of the Listing Rules of on the Main Board of Hong Kong Stock Exchange
- BNP Paribas in the HK\$4.9 billion of spin-off and listing of Dah Chong Hong Holdings Limited on the Main Board of the Stock Exchange of Hong Kong Limited
- China Merchants Holdings in relation to its acquisition of a pallet hire group of companies based in Australia and ASEAN countries for approximately AUD600 million
- Malakoff Berhad in its US\$2.6 billion (or RM9.3 billion) privatisation and delisting from Bursa Malaysia by way of asset disposal and capital reduction.

▼ *Experience*

2013 Howse Williams

2007 Reed Smith Richards Butler

2003 Zaid Ibrahim & Co, Kuala Lumpur, Malaysia

2001 Chee Siah Le Kee & Partners, Malacca, Malaysia

▼ *Education*

2007 Overseas Lawyers Qualifying Examination

2000 University of Melbourne, Australia – Bachelor of Commerce and Bachelor of Law (Hons.)

▼ *Professional Admissions / Qualifications*

2008 Hong Kong

2001 Malaysia

▼ *Professional Affiliations*

Member, Law Society of Hong Kong



Jill Wong

Partner

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Jill has extensive experience advising on banking and securities laws, data privacy, cybercrime and financial crime issues. She advises on both contentious (investigations, dawn raids, penalties, etc.) and non-contentious (business initiatives, licensing, client documents and disclosures, regulatory gap analysis) matters; and is eminently well-placed to advise clients from both perspectives.

She was previously Deputy General Counsel at the Hong Kong Monetary Authority and was in-house counsel at Credit Suisse. In addition, Jill has also worked in leading international law firms in Hong Kong. This combination of different legal roles allow her to provide constructive insights into the issues and challenges facing listed companies, financial institutions, their senior managers and professional advisers.

Jill has hands-on practical experience in liaising with regulators, advising on regulatory compliance and implementing changes to internal practices, conducting internal investigations and advising on corporate governance. Jill has represented clients, both institutions and individuals, in numerous regulatory investigations and disciplinary inquiries. In addition to the financial services regulators (SFC, HKMA, HKEX), she also deals with other authorities such as the police, ICAC and Privacy Commissioner.

Jill is also active in advising clients on emerging regulatory issues such as ESG, virtual assets and NFTs.

Jill is one of the authors of "Securities and Futures Ordinance": Commentary and Annotations, published by Thomson Reuters (now preparing its 5th edition), and she speaks regularly at client events and industry conferences. She served on the Disciplinary Panel of the Hong Kong Institute of Certified Public Accountants for several years and is currently the Chairman of the British Chamber of Commerce's Financial Markets Committee in Hong Kong. She is on the Editorial Board of LexisNexis's Practical Guidance series and issues the SFC Enforcement Tracker for the series. She is regularly identified as a leading lawyer in legal directories.

▼ *Experience*

2013 Howse Williams
2011 King & Wood Mallesons
2007 Credit Suisse
2004 Clifford Chance
2001 Allen & Overy
1994 Hong Kong Monetary Authority

▼ *Education*

Bachelor of Economics, Monash University, Melbourne, Australia
LLB Monash University, Melbourne, Australia

▼ *Professional Admissions / Qualifications*

1996 Hong Kong

1995 England & Wales

Admitted as an Advocate and Solicitor in Malaysia

▼ *Professional Affiliations*

Member, Law Society of England and Wales

Member, Law Society of Hong Kong

Chairman, British Chamber of Commerce Financial Markets Committee



Christopher Yu

Partner

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Chris is experienced in private equity and Hong Kong capital markets transactions and regularly advises private equity clients and Hong Kong listed companies on strategic investments in and outside of Hong Kong and China. Chris is qualified as a solicitor in Hong Kong and England and Wales.

Chris represents clients in cross-border mergers and acquisitions, privatizations of Hong Kong listed companies, PIPEs, pre-IPO and cornerstone investments, primary and secondary listings of portfolio companies on the Hong Kong Stock Exchange, general regulatory compliance of private equity firms in Hong Kong and of their listed portfolio companies, and a broad range of other corporate transactions.

Chris has represented major clients on many significant matters including:

- Alliance Capital as sponsor in the HK\$211million initial public offering of China Rongzhong Financial on the Hong Kong Stock Exchange
- Zensun in the acquisition of a controlling stake in Heng Fai Enterprise Limited and the subsequent HK\$1.2 billion mandatory general offer triggered as a result of such acquisition
- Selling Shareholders in the US\$169 million Hong Kong IPO of China Shengmu on the Hong Kong Stock Exchange
- Selling Shareholders in the US\$206 million Hong Kong IPO of Forgame on the Hong Kong Stock Exchange
- Mando China Holdings Limited in its US\$270 million Hong Kong IPO and global offering of shares, the first Korean company's listing in Hong Kong
- China Suntien Energy Corporation Limited on the US\$400 million Hong Kong IPO and global offering of H shares
- Morgan Stanley, Citigroup and China International Capital Corporation on the US\$2 billion Hong Kong IPO and global offering of shares by China Coal Energy Company Limited
- GCL New Energy, Sino-Credit, Lenovo, Belle International, Rusal, Guangshen Railway, China Suntien Energy, China Coal and Sinopec Shanghai Petrochemical on various connected transaction disclosure, regulatory, compliance and general corporate matters

- TPG in relation to its successful US\$134 million investment in Li Ning Company Limited via purchase of shares and subscription of convertible bonds
- Hony Capital on the US\$155 million pre-IPO investments in Rongzhong Group and Rongzhong Capital. Rongzhong Group provides pawn shop services, fund management, investment banking and loan guarantee services in China. Rongzhong Capital provides financial leasing and other related financial services in China
- KKR on its pre-IPO investment in Rungdong Automobile Group and the establishment of a share incentive structure for the controlling shareholder and senior management team
- MSPE on a pre-IPO investment in a PRC-based convenience store business, Hi-24
- Lenovo Group in relation to its successful US\$671 million public takeover of Medion AG
- Petronas on its successful US\$720 million mandatory general offer for Star Energy Group PLC
- CSX Corporation and CSX World Terminals Limited in the US\$1.15 billion acquisition by Dubai Ports International of their global terminals and logistics business
- Merrill Lynch and China International Capital Corporation in their capacities as financial advisers to China Mobile (Hong Kong) Limited on a successful US\$433 million voluntary conditional cash offer for China Resources Peoples Telephone Company
- Anheuser-Busch on a US\$182 million strategic alliance with Tsingtao Brewery, an A+H share company, including increasing its stake in Tsingtao Brewery
- Bank of America Merrill Lynch on the sale of its private wealth business to Julius Baer Group

▼ *Experience*

2016 Howse Williams
 2013 Goodwin Procter, Hong Kong
 2011 Cleary Gottlieb Steen & Hamilton, Hong Kong
 2009 Latham & Watkins, Hong Kong
 2002 Freshfields Bruckhaus Deringer, Hong Kong and London

▼ *Education*

2000 LL.B. (Hons), the University of Melbourne
 2000 Bachelor of Engineering (Hons), the University of Melbourne

▼ *Professional Admissions / Qualifications*

2005 Hong Kong

2005 England and Wales

▼ *Professional Affiliations*

Member, Law Society of Hong Kong



Denise Che

Partner

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Denise has a range of experience in corporate finance and advisory, corporate and financial regulatory, public and private cross-border mergers and acquisitions (including privatisations), corporate restructurings and reorganisations, capital markets as well as general commercial matters. Before joining HW, Denise held a dual role overlooking both business and legal matters at an APAC independent advisory, investment and fund group and worked as a solicitor at an international law firm.

▼ *Experience*

2012 Howse Williams
2011 Redbridge Grant Samuel
2008 Mallesons Stephen Jaques
2004 Woo, Kwan, Lee & Lo

▼ *Education*

2004 Master of Laws, University of London
2003 Postgraduate Certificate in Laws, University of Hong Kong
2002 Bachelor of Laws, University of Hong Kong

▼ *Professional Admissions / Qualifications*

2008 England and Wales
2006 Hong Kong

▼ *Professional Affiliations*

Member, Law Society of Hong Kong



Antony Yung

Partner

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Antony has experience in a broad range of banking and finance matters, including bilateral and syndicated lending, international trade finance, project finance, acquisition finance, ship finance, general cash management and liquidity products, asset and debt recovery, security enforcement actions, banking regulation and compliance, sanctions, AML, KYC and various regulatory project and remediation works. He also specialises in a diverse range of trade finance matters, including supply chain finance programs, open account finance, letter of credit and bank guarantee disputes, export credit agency backed finance, structured trade finance, warehouse finance, prepayment and deferred payment finance, documentary credits refinance and credit risk portfolio management.

Antony previously worked at J.P. Morgan where he was an Executive Director and Assistant General Counsel. Antony set up and headed the bank's APAC trade finance legal team as well as the APAC lending practice group from 2011. He also co-headed the bank's APAC transaction services legal group. Antony has an excellent understanding of banking products, internal operations and risk appetite as a result of his in-house banking experience.

▼ *Experience*

2016 Howse Williams
2007 JP Morgan Chase
2006 Mallesons Stephen Jaques
1999 DLA Piper

▼ *Education*

2015 The University of Manchester, UK & International Compliance Association:
International Diploma in AML
2013 APLMA: Certificate in Syndicated Loan Market
2010 ifs School of Finance, UK: Certificate for Documentary Credit Specialist and Diploma
in International Trade and Finance
2009 ifs School of Finance, UK Certificate in International Trade and Finance
2004 People's (Renmin) University of China: LLM (PRC Law)
1999 City University of Hong Kong: PCLL and LLB
1995 Raimondi College, Hong Kong

▼ *Professional Qualifications and Memberships*

2016 Professional Member, International Compliance Association
2015 Council Member, IIBLP Council on International Standby Practices
2012 Legal Committee, Asia Financial Supply Chain Committee, BAFT-IFSA
2010 Certified Documentary Credit Specialist, ICC & BAFT-IFSA Endorsed
2002 Associate, Hong Kong Institute of Arbitrators
2002 Associate, The Chartered Institute of Arbitrators
2001 Solicitor, Hong Kong



Heidi Lee

Partner

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Heidi has extensive experience in mergers and acquisitions, public takeovers, regulatory and compliance work for Hong Kong listed companies. Heidi also has an established track record advising on equity capital markets transactions (including Hong Kong Main Board as well as other capital markets fund raising transactions) including initial public offerings and secondary offerings in Hong Kong for both state-owned and privately-owned companies in China and overseas, whether as issuer's or underwriters' counsel (all involving leading investment banks).

Heidi has been named by Legal 500 Asia Pacific as one of the top Next Generation Lawyers under both categories of Corporate (including M&A) and Capital Markets.

▼ *Experience*

2016 Howse Williams
2015 Ashurst Hong Kong
2011 Simpson Thacher & Bartlett
2009 Clifford Chance
2007 Baker & McKenzie

▼ *Education*

2004 Postgraduate Certificate in Laws, University of Hong Kong
2003 Bachelor of Laws, University of Hong Kong

▼ *Professional Admissions / Qualifications*

2008 England and Wales
2006 Hong Kong

▼ *Professional Affiliations*

Member, Law Society of Hong Kong



Stephen Leung

Partner

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Stephen Leung is experienced in a broad range of corporate transactions including initial public offering (IPO), mergers and acquisitions (M&A) for private and public companies and Hong Kong capital markets transactions. In addition, he has also advised various Hong Kong listed companies on corporate governance and legal and regulatory compliance matters. He is qualified as a solicitor in Hong Kong in 2009.

He was involved in various legal due diligences and drafting and negotiating sale and purchase or subscription of shares and convertible bonds for both private and public companies, involving companies such as media and advertising company, property developer, formula racing company, football agency, health care company, construction company, IT and software company, etc.

▼ Experience

2016 Howse Williams
2016 Goodwin Procter, Hong Kong
2012 Pang & Co. in association with Salans LLP
2007 Sit Fung Kwong & Shum

▼ Education

2007 University of Hong Kong, PCLL
2006 University of Warwick, LLM with International Economic Law
2005 College of Law, London, Graduate Diploma in Law
2004 Imperial College London, MSci in Chemistry

▼ Professional Admissions / Qualifications

2009 Hong Kong

▼ Professional Affiliations

Member, Law Society of Hong Kong

▼ Reported Cases/Deal List

Recent IPOs

- acted on behalf of sponsor for the listing of Dashan Education Holdings Limited (stock code: 9986) on main board of the Hong Kong Stock Exchange by way of share offer in 2020. The Company was a leading after-school education service provider in Henan. The net proceeds amounted in approximately HK\$204 million.

- acted on behalf of Xingye Wulian Service Group Co. Ltd. (stock code: 9916) for its listing on main board of the Hong Kong Stock Exchange by way of global offering in 2020. The Company was a reputable property management service provider in Henan. The net proceeds amounted in approximately HK\$168 million.
- acted on behalf of Shanghai Realway Capital Assets Management Co., Ltd. (stock code: 1835) for its listing on main board of the Hong Kong Stock Exchange by way of share offer in 2018. The Company was the first investment fund manager to obtain approval for the issuance of H-Shares by the China Securities Regulatory Commission of the PRC. The net proceeds amounted in approximately HK\$143 million.
- acted on behalf of sponsor for the listing of Gemilang International Limited (stock code: 6163) on main board of the Hong Kong Stock Exchange by way of global offering in 2016. The Company designed and manufactured bus bodies and assembled buses in Singapore and Malaysia. The net proceeds amounted in approximately HK\$68 million.
- acted on behalf of China Rongzhong Financial Holdings Company Limited (stock code: 3963) for its listing on main board of the Hong Kong Stock Exchange by way of global offering in 2016. The Company was a finance leasing company serving small and medium-sized enterprises. The net proceeds amounted in approximately HK\$171 million.

Other IPOs

- acted on behalf of Dining Concepts Holdings Limited (stock code: 8056) for its listing on GEM board of the Hong Kong Stock Exchange by way of placing in 2016. The net proceeds amounted in approximately HK\$27 million.
- acted on behalf of sponsor for the listing of SFK Construction Holdings Limited (stock code: 1447) on main board of the Hong Kong Stock Exchange by way of global offering in 2015. The net proceeds amounted in approximately HK\$105 million.
- acted on behalf of sponsor for the listing of Guru Online (Holdings) Limited (stock code: 8121) on GEM board of the Hong Kong Stock Exchange by way of placing in 2015. The net proceeds amounted in approximately HK\$92 million.
- acted on behalf of sponsor for the listing of Chun Sing Engineering Holdings Limited (stock code: 2277) on main board of the Hong Kong Stock Exchange by way of public offer and placing in 2014. The net proceeds amounted in approximately HK\$66 million.
- acted on behalf of China Success Finance Group Holdings Limited (stock code: 3623) for its listing on main board of the Hong Kong Stock Exchange by way of global offering in 2013. The net proceeds amounted in approximately HK\$216 million.

- acted on behalf of sponsor for the listing of S. Culture International Holdings Limited (stock code: 1255) on main board of the Hong Kong Stock Exchange by way of global offering in 2013. The net proceeds amounted in approximately HK\$90 million.
- acted on behalf of Oi Wah Pawnshop Credit Holdings Limited (stock code: 1319) for its listing on main board of the Hong Kong Stock Exchange by way of share offer in 2013. The net proceeds amounted in approximately HK\$75 million.
- acted on behalf of Tibet 5100 Water Resources Holdings Ltd. (stock code: 1115) for its listing on main board of the Hong Kong Stock Exchange by way of global offering in 2011. The net proceeds amounted in approximately HK\$1,272 million.
- acted on behalf of Hing Lee (HK) Holdings Limited (stock code: 396) for its listing on main board of the Hong Kong Stock Exchange by way of placing and public offer in 2009. The net proceeds amounted in approximately HK\$36 million.

M&A

- represented Plan B Media Public Company Limited in the legal due diligence and subscription of 20% of shareholding in Master Ad Public Company Limited, a listed company on The Stock Exchange of Thailand, for a consideration of 1.55 billion baht.



Veronica Chow

Partner

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Veronica is one of the partners of HW. She focuses her practice on initial public offerings, mergers and acquisitions, corporate restructurings and general corporate and commercial matters. She has extensive experience in advising issuers, sponsors and underwriters on listings on the Main Board and GEM in Hong Kong and regularly advises listed issuers and investors on general offers, fund raising activities, compliance matters and a broad range of other corporate transactions.

Over the years, Veronica has advised enterprises based in Asia Pacific and investment banks on projects relating to a wide range of businesses such as engineering; construction; property development; property agency; property management; sale of hardware and light machinery; human resources services; digital marketing; software development and sale; operation of elderly care homes; mining; TV series production; book publication and retail; pharmaceuticals; apparel design, production and retail; rubber production and export; and production and sale of children healthcare products, automotive safety products, water-saving irrigation systems, electrical appliances, polyester filament yarns and flooring materials.

IPOs successfully completed by Veronica include the following:

- Representing the sponsor and underwriters in the Main Board listing of **Xingye Wulian Service Group Co. Ltd.** (Stock code: 9916). Xingye Wulian is a reputable property management service provider in Henan Province, PRC with a particular focus on offering property management and value-added services for non-residential properties
- Representing the issuer in the Main Board listing of **CTR Holdings Limited** (Stock code: 1416). CTR is a Singapore-based contractor specialising in structural engineering works and wet architectural works
- Representing the issuer in the GEM listing of **Novacon Technology Group Limited** (Stock code: 8635). Novacon Technology is a Hong Kong-based financial trading solution provider principally engaged in the development and provision of financial trading solutions
- Representing the issuer in the GEM listing of **Hing Ming Holdings Limited** (Stock code: 8425). Hing Ming is principally engaged in the provision of rental services of temporary suspended working platforms and other equipment, and trading of equipment and spare parts in Hong Kong

- Representing the issuer in the Main Board listing of **Pine Care Group Limited** (Stock code: 1989). Pine Care is an operator of care and attention homes for the elderly in Hong Kong
- Representing the sponsor and underwriters in the Main Board listing of **Wang On Properties Limited** (Stock code: 1243). Wang On is a property developer and owner in Hong Kong
- Representing the sponsor and underwriters in the GEM listing of **Ahsay Backup Software Development Company Limited** (Stock code: 8290). Ahsay is based in Hong Kong and is principally engaged in the development of online backup software
- Representing the sponsor and underwriters in the GEM listing of **Guru Online (Holdings) Limited** (Stock code: 8121). Guru Online is based in Hong Kong and is principally engaged in the provision of digital marketing services
- Representing the issuer in the Main Board listing of **Prince Frog International Holdings Limited** (Stock code: 1259). Prince Frog is principally engaged in the design and provision of children care products
- Representing the issuer in the Main Board listing of **Billion Industrial Holdings Limited** (Stock code: 2299). Billion is principally engaged in the development and manufacturing of polyester filament yarns
- Representing the sponsor and underwriters in the Main Board listing of **CVM Minerals Limited** (Stock code: 705). CVM is based in Malaysia and is principally engaged in the production of magnesium
- Representing the issuer in the Main Board H-share listing of **Sichuan Xinhua Winshare Chainstore Co., Ltd.** (Stock code: 811). Sichuan Winshare is based in Sichuan Province, PRC and is principally engaged in the operation of retail outlets for books and audio-visual products; distribution of textbooks and supplementary materials; and provision of ancillary support and services to publishers of books
- Representing the sponsor and underwriters in the Main Board listing of **AUPU Group Holding Company Limited** (Stock code: 477). AUPU is based in Zhejiang Province, PRC and is principally engaged in the manufacturing of bathroom masters
- Representing the sponsor and underwriters in the GEM H-share listing of **Xinjiang Tianye Water Saving Irrigation System Company Limited** (Stock code: 8280). Xinjiang Tianye is based in Xinjiang Uyghur Autonomous Region, PRC and is principally engaged in the provision of water-saving irrigation systems
- Representing the issuer in the Main Board listing of **Lijun International Pharmaceutical (Holding) Co., Ltd.** (Stock code: 2005). Lijun is based in Shaanxi Province, PRC and is a manufacturer of pharmaceutical

- Representing the issuer in the GEM listing of **JinHeng Automotive Safety Technology Holdings Limited** (Stock code: 8293). JinHeng is based in Liaoning Province, PRC and is principally engaged in the design, research and development, manufacturing and sale of automotive safety systems

Veronica was also involved in the following mergers and acquisitions recently:

- Acting as the Hong Kong legal advisers to the offeror in the mandatory unconditional cash offer to acquire all of the issued shares of Global Mastermind Capital Limited (Stock Code: 905) in 2021
- Acting as the Hong Kong legal advisers to the offeror in the mandatory unconditional cash offer to acquire all of the issued shares of Pak Wing Group (Holdings) Limited (currently known as Quantong Holdings Limited) (Stock Code: 8316)
- Acting as the Hong Kong legal advisers to the offeror in the mandatory unconditional cash offer to acquire all of the issued shares of and to cancel all outstanding options of Global Mastermind Capital Limited (Stock Code: 905) in 2020
- Acting as the Hong Kong legal advisers to The Grande Holdings Limited (currently known as Nimble Holdings Company Limited) (Stock Code: 186) in the mandatory unconditional cash offer to acquire all of the issued shares of The Grande Holdings Limited

▼ *Experience*

2021 Howse Williams
 2015 ONC Lawyers, Hong Kong
 2013 Pang & Co. in association with Loeb & Loeb LLP, Hong Kong
 2010 Orrick, Herrington & Sutcliffe, Hong Kong
 2005 Mallesons Stephen Jaques, Hong Kong

▼ *Education*

PCLL University of Hong Kong
 LLM The University of Sheffield, UK
 LLB (Hons) The University of Sheffield, UK

▼ *Professional Admissions / Qualifications*

2004 Hong Kong

▼ *Professional Affiliations*

Member, Law Society of Hong Kong



Desmond Lee

Partner

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Desmond is one of our partners specialising in contentious regulatory and compliance matters as well as complex cross-border commercial and shareholders' disputes. Desmond regularly advises and represents financial institutions, multinational corporations, state-owned enterprises, start-ups and private clients.

In particular, Desmond is experienced in representing clients on complex investigations by law enforcement agencies and market regulators in Hong Kong and abroad, such as the SFC and ICAC. He also represents clients across a range of commercial litigations in court and arbitration including cross-border commercial / trade disputes, corporate restructuring/insolvency, debt and asset recovery, disputes relating to financial products, investors/shareholders' disputes, and fraud/white-collar crimes,

Desmond is well regarded in Hong Kong and is tri-qualified in Hong Kong, England & Wales and Victoria, Australia. He is proficient in English, Cantonese and Mandarin.

▼ *Experience*

2021 Howse Williams
2016 Dentons Hong Kong
2007 Allen & Overy, Hong Kong

▼ *Education*

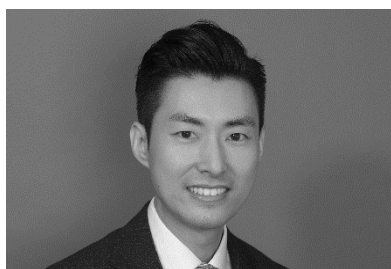
2007 Postgraduate Certificate in Laws (PCLL), The University of Hong Kong,
2006 Postgraduate Diplomas in Legal Practice (Merit), Monash University,
Melbourne
2005 LLB (2:1 Hons), Monash University, Melbourne
1998 Bachelor of Business Systems, Monash University, Melbourne

▼ *Professional Admissions / Qualifications*

2019 Civil Celebrant, Hong Kong
2011 Solicitor, England & Wales
2009 Solicitor, Hong Kong
2006 Lawyer, Australia (Victoria)

▼ *Professional Affiliations*

Member, Law Society of Hong Kong
Member, Law Society of England and Wales



Anthony Chan

Partner

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Anthony has extensive experience in a wide range of corporate matters, including mergers and acquisitions, public takeovers, corporate restructuring, corporate finance and post-listing regulatory compliance. Anthony regularly advises private equity firms, private and public corporations on complex cross-border acquisitions and disposals, joint ventures and other corporate transactions throughout Asia.

Prior to joining the firm, Anthony has worked in Hong Kong and London for other leading international law firms.

Anthony holds the Chartered Financial Analyst (CFA) and Chartered Alternative Investment Analyst (CAIA) designation.

▼ Experience

2021 Howse Williams
International law firms in London and Hong Kong

▼ Education

2009 Postgraduate Certificate in Laws, Chinese University of Hong Kong
2008 Bachelor of Laws, London School of Economics
2003 Bachelor of Business Administration (Accounting & Finance), University of Hong Kong

▼ Professional Admissions / Qualifications

2011 Hong Kong

▼ Professional Affiliations

Member, Law Society of Hong Kong
Chartered Financial Analyst (CFA)
Chartered Alternative Investment Analyst (CAIA)

Our Team

Cherry Tang

Senior Associate

Cherry specialises in corporate finance, initial public offerings, corporate restructurings and reorganisations, and advises on corporate governance and compliance. Cherry received her LLB., BBA(law) and PCLL from the University of Hong Kong. She was admitted in 2012.

Ronald Wan

Senior Associate

Ronald advises on a range of non-contentious matters, including company law and governance, corporate acquisitions and disposals, joint ventures, licensing and distribution arrangements and general corporate and commercial matters.

Ronald regularly advises on a wide variety of commercial agreements for a broad spectrum of clients including those in the shipping, manufacturing, trade and retail sectors.

Yen Yum

Senior Associate

Yen specializes in pre-IPO investments and restructurings, IPO listing, mergers and acquisitions, as well as regulatory and compliance matters amongst other things. Yen is fluent in English, Cantonese and Mandarin.

Clare Chan

Senior Associate

Clare has experience in corporate and commercial matters including the listing of companies on the Stock Exchange; drafting prospectus, announcements and circulars of listed companies; reviewing financial reports; drafting agreements and advising on general compliance of the Listing Rules. Clare is fluent in English, Cantonese and Mandarin.

Yvonne Zhang

Senior Associate

Yvonne specialises in Hong Kong corporate finance, Hong Kong IPOs, pre-IPO investments and restructurings and post-IPO regulatory and compliance matters. Yvonne also has experience of advising on mergers and acquisitions and banking in Hong Kong and Mainland China. Yvonne graduated from the China University of Political Science and Law, PRC (with honours) bachelor degree in law in 2009. She obtained her JD degree from the Chinese University of Hong Kong in 2012. Yvonne was admitted as a solicitor of the High Court of Hong Kong in 2014.

Salina Cheung

Senior Associate

Salina was admitted as a solicitor in Hong Kong in 2015. Salina currently practices in our corporate finance practice. Salina has experience in mergers and acquisitions, particularly in cross border transactions involving both private clients and companies listed on the Stock Exchange of Hong Kong, initial public offerings on the Hong Kong Stock Exchange, general compliance matters in relation to Hong Kong listed companies and general commercial matters. Salina is fluent in English, Cantonese and Mandarin.

Ryan Liu

Associate

Ryan is an associate in the Corporate Practice. Ryan has experience in handling both non-contentious, contentious matters and has assisted with private and public M&A transactions, regulatory investigations to financial institutes and listed companies. Ryan is fluent in English, Cantonese and Mandarin.

Ellin Yan

Associate

Ellin has experience in corporate and corporate finance matters including initial public offerings, corporate restructurings, placings and regulatory compliance. Ellin is fluent in English, Cantonese and Mandarin.

Sophie Zhong

Associate

Sophie has experience in corporate and corporate finance matters as well as regulatory and compliance matters for listed companies. Sophie is a JD Graduate from Chinese University Hong Kong.

Sophie is fluent in English, Cantonese and Mandarin.

Vivian Chik

Associate

Vivian has experience in initial public offerings, mergers and acquisitions, compliance, and general corporate and commercial transactions. Vivian was admitted as a solicitor in Hong Kong in October 2016. Vivian is fluent in English, Cantonese, and Mandarin.

Jennifer Lui

Associate

Jennifer was admitted as a solicitor in Hong Kong in 2016. Jennifer currently practices in our corporate finance practice. Jennifer has experience in mergers and acquisitions, particularly in cross border transactions involving both private clients and companies listed on the Hong Kong Stock Exchange, initial public offerings on the Hong Kong Stock Exchange, fund-raising (including rights issue and placing) and general compliance matters in relation to Hong Kong listed companies and general commercial matters. Jennifer is fluent in English, Cantonese and Mandarin.

Tina Cheung

Legal Manager

Tina has experience in initial public offerings, mergers and acquisitions, compliance, and general corporate and commercial transactions. Tina is fluent in English, Cantonese, and Mandarin.

Recent Representative Matters of our corporate team members

- Acting for **Lippo Group** in its acquisition of an interest in Skye Mineral Partners, LLC, a Delaware Limited Partnership, which owns and controls a number of copper ore deposits in Nevada, USA.
- Acting as international counsel for **Overseas Union Enterprise Limited** (“**OUE**”), a company listed on the Singapore Stock Exchange (“SGX”), and a consortium led by OUE, in its competing general offer for all the shares in Fraser & Neave Limited for an aggregate consideration of approximately S\$13 Billion. The offer subsequently lapsed.
- Acting for **Overseas Union Enterprise Limited**, a company listed on the SGX, generally as international counsel in various corporate transactions.
- Acting for **Lippo Limited** in its proposed arrangements with Caesars Entertainment Corporation in relation to a proposed joint venture to construct an integrated resort, hotel-casino and serviced apartments in South Korea.
- Acting for **PT Multipolar Tbk** and its wholly owned subsidiary in relation to the issuance to and subscription by Anderson Investments Pte Ltd., a wholly owned subsidiary of Temasek Holdings (Private) Limited, of a USD300 million equity linked instrument which is exchangeable into a 26.1% stake in PT Matahari Putra Prima Tbk.
- Acting for **Sixty Group**, an international fashion company based in Italy, in a multimillion dollar transaction with respect to its divestment of its interest in its business in greater China under a joint venture with the Trendiano group, an investor based in the PRC, by way of business transfer to a newly set up joint venture. Acted for Sixty Group in Asia for several years on general corporate/commercial matters.
- Acting for **PT Matahari Pura Prima Tbk** (retail business), a top retailer in Indonesia, and part of the **Lippo Group** conglomerate, in its divestment of a substantial part of its interest in *PT Matahari Department Stores Tbk*, its listed subsidiary to a newly established joint venture with funds managed by *CVC Asia Pacific Limited*. Matahari retained approximately a 20% interest in the venture. The enterprise value of the transaction was estimated at approximately US\$880 million. The deal involved the negotiation with CVC of the US\$773 million acquisition transaction and the shareholder and joint venture structure as well as the US\$550,000,000 equivalent in Indonesian Rupiah acquisition financing and security package with arrangers CIMB Niaga Bank and Standard Chartered Bank.
- Acting for **PT First Media Tbk** on the divestment of part of PT First Media’s interest in PT Link Net and PT First Media Television to a newly established joint venture with funds managed by CVC Capital Partners Asia III Limited.

- Acting for a major Hong Kong-Chinese manufacturer of luxury goods, with a turnover of 100 Million Euros and clients such as *Celine*, *Gucci*, *Biasia* with a Hong Kong based joint venture with a major Bangladesh listed group to enhance its manufacturing and operational capabilities.
- Acting for **Bluebell**, an international distributor of fashion brands like Moschino, Carven and Bluemarine, with their franchising and distribution agreements.
- Acting for **The Single Q**, an established fashion outsourcing, branding and consulting group, active for 7 years in the Hong Kong market, with clients such as *Lacoste*, *Freddy*, *Brioni*, *Manas*, *4US-Paciotti*, *X-Bionic*, *Bikkemberg*) on all its corporate and commercial work, including an important joint venture with an Italian branding company – Noah Brand Energy.
- Acting for **Lippo China Resources**, a Hong Kong listed company, in its disposal of interest in its PRC **retail department store** business carried out under the name “Robbinz”. The deal value was approximately HKD345 million.
- Acting for **PT Lippo Karawaci Tbk**, a large property developer in Indonesia in various corporate matters and in the acquisition/disposal of a significant equity interest in a Singapore listed REIT.
- Acting for **PT Aneka Tirta Nusa** in the entering of joint venture arrangements with Maxis Communications Berhad, a Malaysian listed company, with respect to PT Natrindo Telepon Seluler, a wireless telecommunications services provider in Indonesia as well as the subsequent disposal by PT Aneka Tirta Nusa of its interest in PT Natrindo Telepon Seluler.
- Acting for **Lei Shing Hong Limited** on the privatization proposal in January 2008.
- Acting as Joint Sponsor and Joint Bookrunner in the US\$66m initial public offering of **Xiao Nan Guo Restaurant**, the largest self-owned mid-to high-end Chinese cuisine full service restaurant, on the Hong Kong Stock Exchange.
- Acting as Joint Underwriter in the US\$2.1bn chain rights offering of **New World Development**, one of the Hang Seng Index constituent stocks and major conglomerates in Hong Kong and New World China, the China real estate development arm of New World Development.
- Acting as Sole Sponsor in the listing by way of introduction of **Elec & Eltek International**, one of the largest PCB manufacturer in Asia and an existing listed company on the Singapore Stock Exchange, on the Hong Kong Stock Exchange.
- Acting as Joint Global Coordinator in the US\$1.37bn initial public offering of **HKT Trust**, the fixed line, mobile and broadband telecom business of PCCW, on the Hong Kong Stock Exchange.

- Acting on behalf of **Beiersdorf AG**, an international branded consumer goods company, in the acquisition of a leading haircare brand in China at a consideration of €317m.
- Acting on behalf of **Brilliance China Auto**, a leading automobile manufacturer in China, in the issuance of US\$184m zero coupon convertible bond.
- Acting on behalf of **BofA Merrill Lynch and BNP Paribas** in the US\$504m initial public offering of Nine Dragons Paper, the largest packaging paperboard producer in Asia, on the Hong Kong Stock Exchange.
- Acting on behalf of **PetroChina**, China's biggest oil producer, in the US\$2.5bn acquisition of overseas oil and gas businesses.



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