

## Representative Legal Matters

Brian Wong

### Equity capital markets

- Advised a well-regarded institutional real estate investor with strong track record in relation to its strategic funding and partnership proposal with a Hong Kong-listed property developer through rights issue and notes subscription; deal value: HKD 1.99 billion.
- Advised China Ruyi Holdings Limited on its placing of new shares to investors; deal value: HKD 3.87 billion.
- Advised China Ruyi Holdings Limited on its issuance of new shares to five subscribers, including Water Lily Investment Limited (a wholly owned subsidiary of Tencent Holdings Limited), for a total of approximately HKD 4 billion.
- Advised Orient Capital (Hong Kong) Limited as sole financial adviser's counsel on DFZQ/Orient Securities Company Limited's (Stock code: 3958) A+H shares rights issue; deal value: RMB 12.6 billion.
- Advised CLSA Limited, AMTD Global Markets Limited, CICC and China Merchants Securities (HK) Co., Ltd. as underwriters in the HKD 5 billion H share rights issue of Bank of Qingdao Co., Ltd.
- Advised CICC, CMB International Capital Limited, HSBC and Silk Road International Capital Limited as underwriters' counsel on Beijing Capital Land Ltd.'s (Stock code: 2868) H share rights issuance; deal value: RMB 2,492 million.
- Advised China Ruyi Holdings Limited (Stock code: 136) on its issuance of shares to a subsidiary of Tencent Holdings Limited and other investors.
- Advised China Ruyi Holdings Limited (Stock code: 136) on its cornerstone investment in YH Entertainment Group (Stock code: 2306).
- Advised Coolpad Group Limited (Stock code: 136) on its issuance of warrants and shares to SIG and other investors; deal value: HKD 1.45 billion.
- Advised BC Technology Group Limited (Stock code: 863) on its top-up placing; deal value: HKD 697 million.

### Mergers and acquisitions

- Advised CITIC Securities (Hong Kong) Limited as the financial adviser to Xinda Motors Co., Limited, a subsidiary of Xiamen ITG Holding Group Co., Ltd., in relation to its proposed connected subscription of new shares in China ZhengTong Auto Services Holdings Limited (stock code: 1728) for approximately HKD 1 billion.
- Advised DBS Asia Capital Limited as the financial adviser to the offeror, Victory III Co., Ltd, in relation to the privatization of Vesync Co., Ltd (Stock Code: 2148) by way of a scheme of arrangement.

- Advised UBS as a financial advisor to DCP Capital on the USD 1.7 billion acquisition of approximately 78.7% shares of Hong Kong-listed Chinese hypermart Sun Art Retail Group Limited's (stock code: 6808) from affiliates of Alibaba Group Holding Limited (stock code: 9988).
- Advised Hong Kong-listed Global New Material International Holdings Ltd. ("GNMI") on its EUR 665 million acquisition from Merck KGaA of its global surface solution business units which constitute a very substantial acquisition of GNMI under Hong Kong listing rules.
- Advised CMB International in relation to the privatization of Golden Eagle Retail Group Limited by way of scheme of arrangement pursuant to the Companies Act (as revised) of the Cayman Islands. The cash consideration paid by the offeror is approximately HKD 2.25 billion.
- Advised China Ruyi Holdings Limited on its RMB 2.262 billion acquisition of a significant stake in Beijing Wanda Investment from Dalian Wanda Group and its founder Wang Jianlin. Beijing Wanda Investment owns 20% of Wanda Film, which is principally engaged in film investment, production and distribution and related derived business.
- Advised China Merchants Hoi Tung Trading Company Limited (CMHT) as the purchaser on the possible unconditional mandatory cash offer by Lego Securities Limited for and on behalf of Sea Wealth Ventures Limited to acquire all the issued shares of Best Mart 360 Holdings Limited (Stock Code: 2360); deal value HKD 862.4 million.
- Advised CMB International Capital Limited, as financial adviser to Falcon Holding LP, on the mandatory general offer of H shares in Shandong Fengxiang Co., Ltd. (Stock code: 9977); deal value: HKD 537 million.
- Advised Alpha Luck Industrial Limited and AKM Meadville Electronics (Xiamen) Co. Ltd. as joint offerors on the privatization of AKM Industrial Company Limited (Stock Code: 1639) by way of scheme of arrangement; deal value: HKD 1.8 million.
- Advised CMB International Capital Limited, as financial adviser to the offeror, on the privatization of Bestway Global Holding Inc. (Stock code: 3358) by way of scheme of arrangement; deal value: HKD 1,028 million.
- Advised major shareholder of Sing Tao News Corporation Limited (Stock code: 1105) on its disposal of shares in the company; deal value: HKD 370 million.
- Advised China Ruyi Holdings Limited (Stock code: 136) on its acquisition of Virtual Cinema Entertainment Limited which produces films and TV series and develops online streaming platforms; deal value: HKD 7.2 billion.
- Advised Frontier Services Group Limited on its acquisition of security businesses by issuing consideration shares and convertible bonds; deal value: HKD 500 million.
- Advised China Merchants Port Holdings Company Limited (Stock code: 144) on its disposal of certain shareholding interests in the Port of Hambantota, Sri Lanka.
- Advised HNA International Holdings Group Limited (Stock code: 521) on its privatisation of Singapore-listed logistics company, CWT Limited.
- Advised Yuexiu Group on its takeover of Chong Hing Bank Limited (Stock code: 1111) through partial offer.

## **Debt capital markets**

- Advised Yuexiu Transport Infrastructure Limited (Stock code: 1052) on establishment of a USD 1 billion guaranteed medium term note programme.
- Advised Kingsoft Corporation Limited (Stock code: 3888) on issuing Singapore-listed convertible bonds.
- Advised China South City Holdings Limited (Stock code: 1668) on issuing Singapore-listed senior notes.
- Advised REXLot Holdings Limited (Stock code: 555) in relation to its issuance of Singapore-listed convertible bonds due 2017 and 2019 and the consent solicitations to amend the terms and conditions of its convertible bonds.

## **Regulatory matters**

- Advised Coolpad Group Limited (Stock code: 2369) on its successful resumption of trading on HKEx.
- Advised certain shareholders of Elife Holdings Limited (Stock code: 223) in relation to that company's purported postponement of an extraordinary general meeting.
- Advised Xinjiang La Chapelle Fashion Co., Ltd. on its application to the Listing Review Committee in relation to its delisting.
- Advised Town Health International Medical Group Limited (Stock code: 3886) on its successful resumption of trading on HKEx.
- Advised the independent board committee of Samson Paper Holdings Limited in provisional liquidation (for restructuring purposes only) (now known as C&D Newin Paper & Pulp Corporation Limited).
- Advising directors of listed companies in relation to HKEx disciplinary matters and other regulatory matters.

## **Annual Retainer**

- China Ruyi Holdings Limited (Stock code: 136)
- Coolpad Group Ltd (Stock code: 2369)
- Bauhaus International (Stock code: 483)
- Agile Group Holdings Limited (Stock code: 3383)
- Best Mart 360 Holdings Ltd (Stock code: 2360)
- China Vered Financial Holding Corporation Limited (Stock Code: 245)