

PRC

HONG KONG

Corporate and M&A

Equity Capital Markets

Financing

Arbitration and Dispute
Resolution



Slaughter and May is a leading international law firm with a worldwide corporate, commercial and financing practice.

Slaughter and May has a longstanding presence in Asia and was the first major London law firm to open an office in Hong Kong, in 1974. We have extensive experience of a wide range of work in Hong Kong, the People's Republic of China and across the Asia Pacific region.

The PRC and PRC related work are central to our practice and our Hong Kong office is continuously engaged in a broad range of work in the PRC or with significant PRC aspects. Many of our lawyers in Hong Kong are fluent in Mandarin and are able to draft, negotiate and advise in a dual lingual environment.

Our experience in the PRC dates from the early days of our Hong Kong office. We advised on some of the first listings of PRC companies on the international markets, including the first H share listing of a PRC company on the Hong Kong Stock Exchange; the first dual H share listing in Hong Kong and New York; the first dual H share listing in Hong Kong and London; and the first triple H share listing in Hong Kong, London and New York.

Our PRC work includes:

- corporate and M&A
- equity capital markets
- financing
- arbitration and dispute resolution.

Our close working relationships with the leading PRC law firms ensure that we are able to provide an integrated service of the highest quality, based on an in-depth knowledge of the PRC regulatory framework and practice.

HONG KONG

LONDON

PARIS

BRUSSELS

"Named as "one of the best firms in the world," Slaughter and May continues to enhance a strong mainland China practice, run from its Hong Kong office, and is regularly involved in cutting-edge deals." (Chambers Global, 2007)

Recent Experience

CORPORATE AND M&A

CITIC Group on the strategic investments by Banco Bilbao Vizcaya Argentaria in China CITIC Bank and China International Financial Holdings

Swire Pacific and **Cathay Pacific** in relation to the restructuring of the shareholdings in Cathay and Hong Kong Dragon Airlines and Cathay's subscription for additional H shares in Air China advising a consortium of strategic investors in relation to an investment exceeding US\$3.5 billion in one of the largest PRC state-owned national commercial banks

CITIC Group on the sale of its indirect interest in 50 per cent. of the voting rights in JSC Karazhanbasmunai to CITIC Resources Holdings for a total consideration of approximately US\$1 billion and the sale of the remaining 50 per cent. interest to the affiliates of JSC Exploration and Production KazMunayGas

China Power International Development, one of the five national power generation groups in the PRC, in relation to its conditional acquisition of a 25 per cent. stake in Shanghai Electric Power Company, the largest power provider in Shanghai

Swire Pacific in relation to the disposal of its interest in Phases 1 and 2 of the Shekou Container Terminal in Shenzhen

First Reserve and **AMCI Capital L.P.**, a fund managed by the founders and sole shareholders of American Metals & Coal International, in relation to their pre-IPO investments in China Coal Energy Company

Nippon Yusen Kabushiki Kaisha (NYK) in relation to its pre-IPO investment in Dalian Port Company

Morgan Stanley Dean Witter Asia, as financial adviser to The Hong Kong and China Gas Company Limited (Towngas), in relation to the acquisition by Panva Gas of equity interests in ten PRC piped gas companies from Towngas

Moody's Corporation on its acquisition, through a BVI company, of an interest in China Cheng Xin International Credit Rating Co. and the corresponding joint venture arrangements

China Netcom, a PRC state-owned entity, in relation to its strategic investment in PCCW, Hong Kong's largest telecommunications provider

HSBC in relation to its strategic investment in Ping An Insurance Company

Slaughter and May, Hong Kong

47th Floor
Jardine House
One Connaught Place
Central
Hong Kong

T +852 2521 0551
F +852 2845 2125

www.slaughterandmay.com

EQUITY CAPITAL MARKETS

Goldman Sachs, Morgan Stanley as joint global coordinators and **Goldman Sachs, Morgan Stanley** and **Deutsche Bank** as joint bookrunners of the initial public offering and Hong Kong listing of **Alibaba.com**, the leading B2B e-commerce company in China (US\$1.5 billion)

Morgan Stanley, UBS and **CICC** as joint global co-ordinators and joint bookrunners of the initial public offering and Hong Kong listing of **Fosun**, one of the largest privately-owned enterprises in the PRC (US\$1.5 billion)

Morgan Stanley, as global co-ordinator and bookrunner, and **ICEA Capital**, as joint lead manager, on the initial public offering and Hong Kong listing of **KWG Property Holding**, one of the leading property developers in Guangzhou, PRC (US\$671 million)

Dongfeng Motor Group Company, one of the three largest automotive manufacturers in the PRC, on its initial public offering and Hong Kong listing (US\$589 million)

Goldman Sachs and **HSBC** as joint sponsors and bookrunners of the initial public offering and Hong Kong listing of **Bank of Communications**, the first national commercial PRC bank to be listed overseas (US\$2.1 billion)

FINANCING

Lead arranger on the US\$430 million financing of H3C Holdings in connection with 3Com Group's acquisition of a shareholding in Huawei-3Com from the Huawei Group

MTR Corporation in relation to its investment in the Shenzhen Metro Line 4 project and the related project financing

the borrowers in relation to the financing (or refinancing) of a number of PRC real estate projects

the project company in relation to the project financing of Phase 2 of the Shekou Container Terminal in Shenzhen

Morgan Stanley in relation to a concurrent convertible debt and equity issue by **China Infrastructure Machinery Holdings** (US\$488 million)

ARBITRATION AND DISPUTE RESOLUTION

advising a US shareholder of a PRC joint venture in arbitration proceedings in Beijing under the CIETAC rules in relation to the failure of the joint venture

advising on the enforcement of an English arbitration award under the New York Convention in the Shanghai courts

Contacts

Benita Yu (Corporate, Commercial, Financing)
benita.yu@slaughterandmay.com

Neil Hyman (Corporate, Commercial, Financing)
neil.hyman@slaughterandmay.com

Lisa Chung (Corporate, Commercial, Financing)
lisa.chung@slaughterandmay.com

Mark Yeadon (Dispute Resolution)
mark.yeadon@slaughterandmay.com