

NORMAN ZHONG

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PRACTICE AREA

MR. NORMAN ZHONG HAS EXTENSIVE EXPERIENCE IN THE AREAS OF MERGERS & ACQUISITIONS, PRIVATE EQUITY, JOINT VENTURES, CAPITAL MARKET, FUND FORMATION AND CORPORATE FINANCE.

Education

- Columbia University School of Law, JD (James Kent Scholar), 2005
- Fudan University School of Law, LLM, 2002 (distinction)
- University of International Business & Economics, LLB (highest distinction), 1999

Professional Qualification

- Admitted to practice in the PRC
- Admitted to practice in New York
- Registered Foreign Lawyer in Hong Kong SAR

Professional Background

- Norman worked with the firm's Shanghai office before furthering study at Columbia. Before rejoining the firm in Beijing as counsel in 2009, Norman worked in the M&A and Corporate Finance departments of Skadden, Arps, Slate, Meagher & Flom LLP and Sullivan & Cromwell LLP (both in their New York offices). Norman has been the hiring partner responsible for hiring of the Shanghai and Hong Kong offices from 2012 to 2018. Norman has been the head of the firm's General Industries Group (with more than 100 attorneys) since the formation of the group in 2018.

REPRESENTATIVE MATTERS AND CASES

New Economy & Growth Company M&A, Sales & Financing

- Represented **Wingtech Technology** on its sale of ODM business to Luxshare and other strategic transactions
- Represented **Alibaba** in its sale of **Intime** to Younger Group
- Represented **Alibaba** in its sale of **Sun Art** to DCP
- Represented **Envision Energy** in its wind power joint venture with **PIF** and **Vision Industries** in Saudi Arabia
- Represented **Envision Energy** in its wind farm sector joint venture with Brookfield and GIC
- Represented **AESC** (previously **Envision AESC**), a leading battery producer, in its various financings, including its USD1 billion financing led by Envision Energy
- Represented **XPENG** (NYSE: XPEV, HKEX: 9868) in its strategic cooperation with Volkswagen Group to develop industry-leading E/E Architecture for Volkswagen's EV platform for China,
- Represented **XPENG** in its strategic collaboration of battery electric vehicles development with and its share issuance to Volkswagen Group for USD700 million,
- Represented **XPENG** in its strategic partnership with DiDi Global Inc., including the issuance of shares to DiDi and acquisition of certain assets of DiDi
- Represented **Alibaba** in numerous controlled or minority investments, including its investments in Shihui, Zuoyebang and various investments in the "new retail" sector
- Represented **Ant Financial** in various investments, including its investment in Wanda's commercial property management business
- Represented **Univers** (previously **Envision Digital**), a leading digital clean energy company, in all of its major equity financings
- Represented **Moonton Technology** in its auction sale and its multibillion US dollar acquisition by ByteDance in one of the largest acquisitions in the gaming industry history
- Represented **Envision Energy** in forming its carbo zero investment platform with Sequoia to invest in solar and wind clean energy projects

- Represented **Envision Energy** in all of its major equity financings, including the USD600 million investment by Primavera, Sequoia and GIC
- Represented **Envision Group** in its leveraged acquisition of AESC, a joint venture between Nissan Motor Company and NEC and simultaneous acquisition of NECED from NEC, and the resulting joint venture between the buyer and Nissan in a transaction valued at more than USD1 billion
- Represented **Wanye** (600641) in its USD398 million acquisition of Compart System Pte. Ltd. from Platinum Capital
- Represented **Alibaba** in various joint venture initiatives, including in its investment (together with Tencent and Oriza) in China Media Capital; Represented **Fliggy**, an affiliate of Alibaba, in its joint venture with Marriott
- Represented **Alibaba** in (i) its RMB28.23 billion (USD4.63 billion) investment for a 19.99% stake in and Suning Commerce Group Limited, (ii) Suning Commerce Group Limited's RMB14 billion (USD2.28 billion) investment in Alibaba, (iii) joint venture with Suning; and
- Represented **PDSTI**, a high-tech industry focused investor, in its various acquisitions.

Other clients include Creative Artists Agency, Pacific Online, Singulato, and Youzu Interactive Co.

Strategic Investor M&A, Joint Ventures & Investments

- Represented **Swire Pacific** in its control acquisition of DeltaHealth
- Represented **Syensqo** in its transactions in China
- Represented **Chevron** in its China related transactions, including acquisitions, licensing and disposals
- Represented **Cognex Corporation** (NASDAQ: CGNX) on its acquisition of Moritex Corporation, a leading global provider of optics components headquartered in Japan, from CITIC Capital
- Represented **Lufthansa** in its various joint venture projects in China
- Represented **Knorr-Bremse** in its various investments and joint ventures in China
- Represented **Brookfield** in the acquisition of wind farms in China
- Represented **Melrose Industries PLC** in various business disposals in China
- Represented **Swire Healthcare**, a subsidiary of Swire Pacific (HKSE: 00019), in most of its investments in China
- Represented **Aupu Group** (HKSE: 00477) in its delisting from the Hong Kong Stock Exchange, subsequent investments by various PE firms and as issuer's counsel for its listing on the A share stock exchange (603551)
- Represented **Danaher Corporation** in its acquisition of majority joint venture interests in Pall-Austar Lifesciences Limited from Austar, its disposal of certain water product line, its acquisition of Tianjin Bonna-Agela Technologies Co., Ltd. and its various other acquisitions and sales in China
- Represented **PSA** in connection with its various joint-venture auto manufacture business in China, including a potential alliance with a leading PRC auto manufacturer; Represented PSA in connection with the PRC aspects of its global merger with FCA
- Represented **SK Innovation** in its car battery joint venture with Beijing Automotive Group and Beijing Electronics
- Represented **DürrAG** in selling 85% of the shares in the Dürr Ecoclean Group to Shenyang Blue Silver Group (300293) in a material asset reorganization of SBS
- Represented **Catalent Pharma Solutions**, in Catalent's acquisition of Zhejiang JYT Biotechnology Ltd.; the subsequent strategic reorganization; represented Catalent in its sale of JYT to Aland Nutrition Holding
- Represented **GE Power & Water** in (i) the China aspect of its acquisition of Alstom's energy business for an estimated USD17 billion, including its mandatory tender offer obligation related to WBC, an B share company listed in the Shenzhen Stock Exchange, (ii) its RMB3,383 million strategic investment in China XD Electric Co., Ltd., one of the first investments in a Chinese listed company by a Fortune 500 company, joint venture with XD and global commercial co-operations
- Represented **Swire Beverage**, a subsidiary of Swire Pacific (HKSE: 00019), in its acquisition of equity interests in the bottling operations from Coca-Cola and COFCO Coca-Cola; Represented Swire in its minority

investments

- Represented **Jin Jiang International** in acquisitions of Groupe du Louvre from Starwood Capital for more than €1.2 billion; Represented Jin Jiang in an aborted acquisition in the global hospitality industry
- Represented **China Resources Enterprise** in its acquisition of Tesco's China business and the subsequent USD16.2 billion joint venture with Tesco, the largest Sino-foreign joint venture in the China retail sector at the time
- Represented **Siemens** related to its wind power-related joint ventures with Shanghai Electric
- Represented **Cargotec** in its joint venture with Jiangsu Rainbow Heavy Industries Co., Ltd. in Jiangsu; **Cargotec (Hiab unit)** in its truck crane joint venture with Sinotruk Group
- Represented **China Export Bank, JPMorgan, Hainan Airlines, Siemens** and other sponsors in the formation of the first Sino-foreign joint venture credit guarantee company with a registered capital of approximately RMB5.1 billion; and
- Represented **Philips (Lighting)** in a strategic joint venture project with Shenzhen SED Industry Co Ltd.; Represented **Philips (Consumer Lifestyle)** in its acquisition of Povos Electric Appliance

Other industry clients include Ahlstrom, GE Aviation, GE Oil & Gas, Greiner, L'Oreal, Ningbo Shuanglin, SK Global Chemical, Visa, Inc., and Yili Group.

Private Equity Acquisitions, Investments & Exits in China

- Represented **Hillhouse Capital** in (i) numerous control transactions and bolt-on acquisitions (a medical device group engaging in the manufacture and sale of OK lenses, Lock Lomond, Burton), and (ii) various investments in the education (Gaodun), consumer (Jiangxiaobai), pharmaceutical (Just Biotherapeutics, Elpiscience, DAC Biotech), logistics, e-commerce, office sharing (Mydreamplus) sectors
- Represented **NewQuest Capital Partners** in various secondary acquisitions in China, including acquisition of portfolio from Blue Ridge Capital, Kidswant and matters related to its portfolio companies (e.g., United Water)
- Represented **Goldman Sachs** in its investment in Fourth Paradigm Technology, various exits including from Qianhe Condiment and Food (603027), from Kouzi Liquor (603589) and its exits in the healthcare sector, investment in Songhe Liquor, its approximately USD960 million strategic investment in Taikang Life Insurance Company and more than USD1 billion sale of Taikang shares to Allianz
- Represented a consortium of investors led by **Standard Chartered Private Equity** in (i) the leveraged buyout of Siyanli for more than USD200 million and related acquisition financing, (ii) their aborted trade sale to CHJ Jewelry, an A share listed company; (iii) trade sale to **MBK Partners**
- Represented **MBK Partners** and Siyanli (one of its a portfolio) with respect to its various acquisition transactions in China
- Represented an investor consortium led by **China Life Private Equity** in Shanghai United Imaging Healthcare; Represented China Life private equity in various funds and downstream direct investments (with a focus in health care sectors)
- Representing **LTW Capital** in its going private transaction of Qihoo 360 and iKang Healthcare
- Representing **FFH** in its joint acquisition (with Bank of China) of the village bank portfolio from a major PRC bank, and 15 village banks from China Development Bank; Represented **Temasek/FFH** in its various joint ventures with Bank of China in the village banking sector, including the formation of BOC Fullerton Community Bank; Represented **Temasek** in the pre-IPO lead investment (together with Citic PE, Kerry and IDG) in Vancl, the leading Chinese B2C operators, for USD230 million
- Represented the investor consortium including **Carlyle, FountainVest** and **Fosun** in the "going private" and back-door listing transaction of FocusMedia
- Represented **Boyu Capital** in its investment in COFCO Meat, a leading integrated pork company and other investments; Represented Boyu Capital and **Standard Chartered Private Equity** in their investments in and restructuring of Honeymoon Dessert (Manji)

- Represented **Oriza Capital** and its affiliates in a few dozen investments since 2013
- Represented **Yunfeng** in various investments
- Represented **RongRui Fund**, an affiliate of ICBC International, in its RMB7.1 billion investment in Meidi Group; and
- Represented the **TPG** RMB funds in their investment in the financial services sector, its exit from the investment and in its investments in the energy, consumer products (including Daphne International) sectors; Represented **TPG** and **KKR** in their purchase of equity interests in CICC, one of China's leading investment banks, from Morgan Stanley.

Other major financial clients include Abax, AEA, Affirma Capital, Citic PE, CMC, Franklin Templeton Darby, Overlook Partners, PAG, and VKC.

Fund Formation Practice

- Norman also has extensive experience in fund formation practice and was previously the main coordinator for the Shanghai based fund practice. Fund clients include TPG, AMP, Darby Private Equity, Fosun, Golden Brick Capital, Guohe, Guosheng and CLSA, ICBCI, Oriza, VKC, and Yunfeng.

Honors and Awards

- Norman has been recognized as **Band 1 M&A lawyer** by **Chambers Global** and **Chambers Greater China Region**, as one of the most renowned Leading Mergers & Acquisitions Lawyer in China by the **Legal 500** (under the "**Hall of Fame Lawyer**" category in recent years), by **IFLR1000** – The Guide to the World's Leading Financial Law Firms (for every year since 2011).