

# SUYIN TAN

Beijing

Partner·Singapore

*+86 10 5769 5600 / +65 6859 6780*

*suyin.chen@fangdalaw.com*

## PRACTICE AREA

MS. TAN SPECIALIZES IN CROSS- BORDER M&A AND PRIVATE EQUITY INVESTMENTS IN SOUTH EAST ASIA.

### Education

- National University of Singapore, Dipl. PG (Singapore Law)
- Kings College London, LLM (International Business)
- Kings College London, LLB (Hons)

### Professional Qualification

- Admitted to practice in Singapore
- Admitted to practice in New York
- Admitted to practice in England & Wales

### Professional Background

- Ms. Tan has represented numerous clients in joint venture, M&A and capital market transactions, primarily in Southeast Asia. Before joining Fangda, she practiced in the Singapore offices of several leading international law firms.

## REPRESENTATIVE MATTERS AND CASES

- Represented PT Panca Amara Utama, an Indonesian petrochemical manufacturer, and the sponsor shareholders in the US$514 million project financing with Mitsubishi Corporation and the International Finance Corporation and the joint venture arrangements for the investment and development of the first ammonia manufacturing plant in Sulawesi, Indonesia
- Represented Capital Diamond Star Group in its US$750 million food business joint venture with Mitsubishi Corporation in Myanmar and subsequent onshore and off-shore restructuring of the food business
- Represented PT Garuda Indonesia (Persero) Tbk., the Indonesian state-owned airline, in its US$850 million restructuring of outstanding financial obligations, included a consent solicitation and note repurchase of its outstanding floating rate notes through a Dutch auction process, the repurchase of outstanding commercial loans from existing commercial lenders under its outstanding aircraft finance leases through a Dutch auction process, the restructuring of payments and obligations under certain aircraft finance leases guaranteed and financed by the English, German and French export credit agencies and commercial lenders, and the restructuring of payment obligations with all creditors, including holders of its outstanding US- and Rupiah-denominated floating rate notes
- Represented PT Delta Dunia Property Tbk. (DELTA), an Indonesian trading company listed on the Indonesian stock exchange, and PT Bukit Makmur Mandiri Utama (BUMA), the second largest Indonesian mining services company in the US$850 million
- Leveraged buyout of BUMA through a reverse takeover by DELTA on the Indonesian stock exchange. The leveraged buyout comprised, among others, a US$315 million Rule 144A and Regulation S offering by BUMA of 11.75% Guaranteed Senior Secured Notes due 2014, a US$250 million bridge loan facility arranged by Barclays Capital, Hong Kong branch, as lead arranger, and the US$540 million Rule 144A and Regulation S secondary share placement of existing shares of DELTA by its controlling shareholder
- Represented Mizuho Asia Partners Ltd in its investment in California Fitness & Yoga Centers, one of the largest Vietnamese health and fitness operators
- Represented J & Partners Resources Limited, an Indonesian investment fund, in its US$220 million leveraged buyout of gold assets from Avocet Group Limited, a UK mining conglomerate, including a US$100 million

secured acquisition financing facility with PT CIMB Niaga Tbk.

- Represented China Development Bank Ltd, the Chinese development bank, in a US$250 million secured term loan facility granted to the Ministry of Irrigation and the Ministry of Finance of the Republic of Sri Lanka for the construction of a hydro-electric power project
- Represented Guodian Environment and Technology Group Limited, the state-owned clean technology and renewable energy equipment manufacturer and service provider, in its partial privatization through a US$375 million initial public offering and listing on the Hong Kong stock exchange, including an international offering under Rule 144A and Regulation S of the US Securities Act
- Represented SJVN Limited, India's state-owned hydroelectric company operating the 1,500 MW Nathpa Jakhri hydroelectric power station, India's largest hydroelectric power project, in its partial privatization through a US$250 million initial public offering on the Indian Stock Exchanges, which included an international offering under Rule 144A and Regulation S of the US Securities Act
- Represented SunEdison Inc. as Singapore counsel in its Chapter 11 bankruptcy-related restructuring and reorganization of its Singapore and Indian subsidiaries and affiliates
- Represented SunEdison Inc. as Singapore counsel in its restructuring and spin-off of its semiconductor business division and listing as SunEdison Semiconductor Ltd on the NASDAQ
- Represented SunEdison Semiconductor Ltd (a Singapore company) as Singapore counsel in its initial public offering on the NASDAQ and two follow-on US$300 million offerings
- Represented SunEdison Semiconductor Ltd as Singapore counsel in its announced US$683 million takeover by Global Wafers Inc. using an arrangement scheme under the Singapore Companies Act

- 代表PT Panca Amara Utama（一家印度尼西亚石化产品制造公司）及其发起人股东参与向三菱公司和国际金融公司进行的5.14亿美元的融资项目，及在印度尼西亚苏拉威西岛投资建设第一座氨气生产厂的合资企业，该交易获2014年度亚太地区最佳石化交易奖。
- 代表Capital Diamond Star Group参与其与三菱公司在缅甸进行的7.5亿美元食品业务合资项目，以及后续该食品业务的境内外重组事宜。
- 为PT Garuda Indonesia (Persero) Tbk.（一家印度尼西亚国有航空公司）8.5亿美元金融债务重组项目提供法律服务，包括按照荷兰拍卖程序征求同意和回购未偿还的浮动利率票据，按照荷兰拍卖程序从现有商业贷方回购未偿还的飞机融资租赁贷款，由英国、德国和法国出口信贷机构和商业贷方担保和出资的的飞机融资租赁协议下的付款和债务重组，对所有债权人的付款义务重组，包括以美元和卢比计价的浮动利率票据持有人。
- 代表PT Delta Dunia Property Tbk.(DELTA)，一家在印度尼西亚证券交易所上市的印度尼西亚贸易公司，以8.5亿美元杠杆收购PT Bukit Makmur Mandiri Utama (BUMA)，印度尼西亚第二大矿业服务公司。杠杆收购包括由BUMA根据美国证券法144A规定和S规则发行的3.15亿美元的2014年到期的11.75%保证优先担保票据，巴克莱作为牵头行安排的2.5亿美元过桥贷款以及由DELTA控股股东根据144A规定和S规则进行的5.4亿美元的DELTA现有股份的次级股份配售。
- 代表Mizuho Asia Partners Ltd参与其对越南最大的健康与健身运营商之一California Fitness & Yoga Centers的投资。
- 代表J& Partners Resources Limited，一家印度尼西亚投资基金，以2.2亿美元从英国矿业集团Avocet Group Limited杠杆收购黄金资产，包括在PT CIMB Niaga Tbk获得的1亿美元的担保收购融资贷款。
- 代表中国国家开发银行为斯里兰卡共和国灌溉部和农业部水力发电站建设提供2.5亿美元担保定期贷款项目。
- 为国电科技环保集团股份有限公司（一家国有清洁技术和可再生能源设备制造商及服务提供商），通过在香港联合交易所进行价值3.75亿美元首次公开募股并上市进行部分私有化提供法律服务，其中包括根据美国证券法144A规定和S规则进行国际发行。
- 为SJVN Limited（一家印度国有水电公司，运营印度最大的水力发电项目——1,500兆瓦的Nathpa Jakhri水电站）通过在印度证券交易所进行2.5亿美元首次公开募股进行部分私有化提供法律服务，其中包括根据美国证券法144A规定和S规则进行国际发行。
- 作为新加坡法律顾问为SunEdison Inc.在破产法第11章破产程序下涉及其新加坡和印度子公司及关联公

司的重组和改组项目提供法律服务。

- 作为新加坡法律顾问为SunEdison Inc.半导体业务部门的重组、分拆以及作为SunEdison Semiconductor Ltd在纳斯达克上市提供法律服务。
- 作为新加坡法律顾问为SunEdison Semiconductor Ltd（一家新加坡半导体公司）在纳斯达克的首次公开募股以及后续两笔3亿美元的发行提供法律服务。
- 作为新加坡法律顾问为SunEdison Semiconductor Ltd按照新加坡公司法下的安排计划以6.83亿美元被Global Wafers Inc.收购项目提供法律服务。