



# HELEN FAN

Partner · Shanghai

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## PRACTICE AREA

MS. FAN SPECIALIZES IN PRIVATE EQUITY AND VENTURE CAPITAL INVESTMENT, M&A, CORPORATE FINANCE, FOREIGN DIRECT INVESTMENT AND OUTBOUND INVESTMENT. SHE HAS EXTENSIVE EXPERIENCE IN THE TMT, HEALTHCARE, CONSUMER AND RETAIL, AND RENEWABLE ENERGY SECTORS.

## Education

- Tsinghua University, School of Economics and Management, MBA
- New York University, School of Law, LL.M
- Nanjing University, School of Law, LL.B.

## Professional Qualification

- Admitted to practice in the PRC
- Admitted to practice in New York

## Professional Background

- Before joining the firm, Ms. Fan worked as in-house counsel at Shanghai Electric Group. Ms. Fan has also worked at the New York office of Paul, Weiss, Rifkind, Wharton & Garrison LLP.

## REPRESENTATIVE MATTERS AND CASES

### Private Equity and Venture Capital

- Represented Yunfeng Capital in its RMB 2.4 billion investment in Health 100 (002044.SZ)
- Represented Yunfeng Capital and Alibaba in their USD 700 million minority investment in NetEase Cloud Music
- Represented Yunfeng Capital in its over RMB 1.6 billion investment in the first round financing of Banma Network Technologies, a joint venture between Alibaba Group and SAIC Motor Corp
- Represented Hillhouse Capital in its USD 120 million investment in the Series C round financing of MyDreamPlus, one of China's leading co-working space brands
- Represented Hillhouse Capital in its RMB 800 million investment in the Series C round financing of Gaodun Education
- Represented Hillhouse Capital and CDH in connection with their investment in Elpiscience Biopharma, an immunology company that develops immunotherapies to fight cancer
- Represented Hillhouse Capital in its investment in Just Biotherapeutics, a platform company that integrates the design, development and manufacture of biologics
- Represented an investor consortium led by China Life Private Equity in a more than US\$500 million Series A financing of Shanghai United Imaging Healthcare, one of China's leading medical imaging device companies
- Represented China Life Private Equity in various funds and downstream direct investments with a focus in the healthcare sector
- Represented a consortium of investors led by Standard Chartered Private Equity in: (i) their more than USD \$200 million leveraged buyout and related acquisition financing of Siyanli, a high-end beauty service enterprise; (ii) their trade sale of majority interests in Siyanli to a group of private equity investors; and (iii) their trade sale to a private equity buyer
- Represented Boyu Capital in its investment in a PRC company engaging in medical device design and manufacturing and in operating cancer treatment centers
- Represented Apollo Global Management LLC in its acquisition of the education division of McGraw-Hill
- Represented MBK Partners and Hudson Clean Energy Partners in its sale of 92.7% of Golden State

Environmental Investment to Beijing Enterprise Holdings Limited

- Represented Boyu Capital, as part of a consortium of investors including KKR, Baring and HOPU, in its investment in COFCO Meat, a leading integrated pork company
- Represented Hony Capital in its acquisition of Quanjincheng restaurant business
- Represented Oriza Holding in its investment in JD Finance

### **Strategic M&A and Foreign Direct Investment**

- Represented Alibaba in its strategic investment in Suning Sports
- Represented Alibaba in its establishment of a joint venture with Mengniu to form a business engaging in the OTO diary product service business
- Represented Swire Beverage, a subsidiary of Swire Pacific (HKSE: 00019), in (i) its acquisition of equity interests in the bottling operations from The Coca-Cola Company, (ii) its acquisition through auction of equity interests in bottling operations from COFCO Coca-Cola Beverages Limited, and (iii) its disposal of equity interests in certain bottling operations to COFCO
- Represented Alibaba in its investment in Eleme Group
- Represented Alibaba in its acquisition of Damai.cn
- Represented Alibaba in its investment in CMC investment platform
- Represented Boeing in its establishment of a joint venture with Commercial Aircraft Corporation of China, Ltd. (COMAC)
- Represented Danaher Corporation in its acquisition of Tianjin Bonna-Agela Technologies Co., Ltd.
- Represented SK Innovation in its car battery joint venture with Beijing Automotive Group and Beijing Electronics
- Represented Solvay Specialty Polymers Italy Spa in its establishment of a Sino-foreign equity joint venture with Shanghai 3F New Materials Co., Ltd.

### **Outbound Investment**

- Represented as global lead deal counsel a Cayman SPV fund sponsored by 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 USD 1 billion
  - Represented A-share listed Tianjin Tianhai Investment Co., Ltd. in its USD 6 billion acquisition of NYSE-listed Ingram Micro Inc.
  - 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 Hong Kong International Aviation Leasing Co., Ltd. in its USD 3.2 billion acquisition of Australian Allco Finance Group Ltd.'s aircraft leasing business
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