

ALLAN MA

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PRACTICE AREAS

ALLAN SPECIALISES IN PRC CROSS-BORDER TRANSACTIONS, WITH A BROAD PRACTICE IN PRC CORPORATE, REAL ESTATE, PRIVATE EQUITY, M&A, FOREIGN DIRECT INVESTMENT, DEBT FINANCE, RMB DENOMINATED FUND FORMATION, QFII SCHEMES AND RMB INTERBANK BOND TRADING.

REPRESENTATIVE MATTERS AND CASES

Real Estate Finance

- Represented the syndication banks in the origination of acquisition financing worth HK \$6.6 billion for a Grade A office building in North Point, Hong Kong, with the acquisition also involving a complex partial vendor financing arrangement
- Represented the lead arranging institutional banks in the origination of offshore and onshore refinancing worth US \$605 million for the "Hongkou Plaza" shopping mall located in Hongkou District, Shanghai, PRC
- Represented the lead arranging institutional banks in the origination of refinancing, revolving and renovation loans worth US \$780 million for the landmark "Intercontinental Hotel Hong Kong" located on Salisbury Road, Tsim Sha Tsui, Hong Kong
- Represented the lead arranging institutional banks in the origination of offshore and onshore refinancing worth US \$202 million for the blue chip commercial office property "Shanghai BEA Finance Tower" located in Pudong District, Shanghai, PRC
- Represented the lead arranging institutional banks in the origination of refinancing worth RMB1 billion for the "Rock Square" shopping mall located in Haizhu District, Guangzhou, PRC

- Represented the lead arranging institutional bank in the origination of acquisition financing worth HK \$1.4 billion for the "W Square" mixed use commercial property located on Hennessy Road, Wan Chai, Hong Kong
- Represented the lead arranging institutional bank in the origination of refinancing worth RMB 560 million for the "Raffles City Mall" shopping mall located in Ningbo, PRC
- Represented the lead arranging institutional bank in the origination of acquisition financing worth HK \$346 million for a serviced apartment building in Tin Hau, Hong Kong
- Represented the lead arranging institutional bank in the origination of offshore and onshore financing worth US \$69 million for logistics properties in Tianjin, Dongguan, Suzhou and Shenyang, PRC
- Represented a Hong Kong-listed REIT, the borrower, in its US \$500 million refinancing for the blue chip commercial office property "China Central Place" located at Chaoyang District, Beijing, PRC
- Represented the lead arranging institutional bank in the origination of acquisition financing worth HK \$186 million for a nursing home property located on Queen's Road West, Hong Kong
- Represented the lead arranging institutional banks in the origination of offshore and onshore refinancing worth US \$183 million for the blue chip commercial office property "Central Plaza" located in Huangpu District, Shanghai, PRC
- Represented the lead arranging institutional bank in the origination of offshore and onshore acquisition financing worth US \$143 million for the commercial office property "Manpo International Plaza" located in Changning District, Shanghai, PRC
- Represented the lead arranging institutional bank in the origination of offshore and onshore acquisition financing worth US \$82 million for the commercial office property "Bao Long Building" located in Huangpu District, Shanghai, PRC
- Represented the lead arranging institutional bank in the origination of offshore and onshore acquisition financing worth US \$95 million for a commercial office property located on Longhua Rd, Huangpu District, Shanghai, PRC
- Represented the lead arranging institutional bank in the origination of offshore and onshore refinancing worth US \$87 million for the blue chip commercial office property "Suzhou International Finance Center" located at Jinji Lake CBD, Suzhou, Jiangsu, PRC

Construction Finance

- Represented the lead arranging institutional bank in the origination of construction financing worth RMB 300 million for the construction of three logistics properties in Chengdu, PRC
- Represented the lead arranging institutional banks in the origination of offshore acquisition and onshore construction financing worth US \$288 million for the retail property "Florentia Village Shanghai Retail Outlet Mall" located in Pudong New District, Shanghai, PRC
- Represented the lead arranging institutional bank in the origination of construction financing worth RMB 920 million for the construction of a shopping centre in Johor Bahru, Malaysia next to the adjacent IKEA Tebrau store

Mezzanine Finance

- Represented the lead arranger in the origination of mezzanine financing worth US \$150 million for a residential development project located in Fo Tan, Hong Kong
- Represented the lead arranger in the origination of mezzanine financing worth SG \$100 million for a joint venture acquiring the blue chip commercial office property "GSH Plaza" located in Singapore

Leveraged Acquisition Finance

- Represented the management lead consortium in its leveraged acquisition financing worth HK\$1.6 billion for the privatization of HKSE-listed Clear Media Limited
- Represented the lead arranging institutional bank in the origination of leveraged acquisition financing worth HK\$1 billion for the mandatory general offer of shares in Zhuhai Holdings Investment Group Limited, which is listed on the Hong Kong Stock Exchange
- Represented the lead arranging institutional bank in the origination of acquisition financing worth US\$521 million for SDIC Mining Investment Co., Ltd.'s acquisition of a 28% stake in Jordan's Arab Potash Company, which is listed on the Amman Stock Exchange
- Represented the lead arranging institutional bank in the origination of acquisition financing worth HK\$250 million for Automated Systems Holdings Limited's acquisition of US-based Grid Dynamics

Debt/Pre-IPO Financings and Debt Restructuring

- Represented a Singapore-based family office trust in a pre-IPO hybrid loan and equity transaction involving RenRen.com and its founders to facilitate the public listing of RenRen.com on the NASDAQ
- Represented a Hong Kong-based investment holding company in its debt facilities with several major PRC commercial banks, included negotiating on the company's behalf and advising on the general financing aspects of the company's privatisation through retiring or exchanging debt held by several bondholders
- Represented a Hong Kong-listed jewelry retailer in debt restructuring for its acquisition from Peace Mark (Holdings) Limited of assets relating to Peace Mark's retail and watch movement manufacturing businesses in the Greater China region

M&A

- Represented a large Canada-based international insurance company in its US\$550 million acquisition of Hong Kong Life Insurance Ltd
- Represented a large German international advertising and conference organising company in its acquisition of publishing assets in Shenzhen
- Represented a leading social business intelligence provider in the PRC in the sale of its business assets to WPP, the international communications services group
- Represented a leading online retailer of Japanese lingerie in the PRC in the sale of its whole PRC business and assets to the Rakuten Group of Japan

Real Estate

- Represented a Singapore-based logistics trust in the sale of a logistics facility in Zhengzhou, Henan, PRC
- Represented a Singapore-based logistics trust in the sale of a warehouse facility in Shanghai, PRC
- Represented an Australian real estate fund in the US\$362 million acquisition of a blue chip commercial property located on East Nanjing Road, Huangpu District, Shanghai
- Represented an Australian real estate fund in the restructuring of its Hong Kong-based Industrial Property Fund

PRC Foreign Direct Investment

- Represented a large private equity fund in respect of its equity investment and convertible loan financing in China PnR, the first corporation approved

by the China Securities Regulatory Commission to conduct online payment and settlement of funds in the PRC

- Represented a US-listed pharmaceutical company specialising in stem cell technology in establishing a joint venture with local PRC investors
- Represented a leading group buying business in the PRC in multiple rounds of equity investment and convertible loan financings from various fund investors
- Represented an affiliate investment fund of SingTel in its equity investment in General Mobile Technology Company, a Taiwanese software company
- Represented a leading online games security software provider in the US in establishing a joint venture with the China Youth League
- Represented the largest Chinese language domain name operator in the PRC in multiple rounds of equity investment from various private equity fund investors

Funds

- Represented a UK-listed private equity investment company in the establishment of a foreign-invested onshore RMB denominated fund in Henan province for cleantech renewable energy portfolio investments
- Represented a UK-listed private equity investment company in the establishment of a foreign-invested onshore RMB denominated fund in Qinghai province for cleantech renewable energy portfolio investments
- Represented a large fund management company based in Hong Kong with respect to the management of assets held by its PRC onshore funds and related offshore funds

QFII Schemes

- Represented a Hong Kong-listed pan-Asian life insurance group in all aspects of its QFII quota application

RMB Interbank Bonds

- Represented a Hong Kong-listed pan-Asian life insurance group in all aspects of its RMB Interbank Bond quota application
- Represented a Canada- and NYSE listed international insurance company in all aspects of its RMB Interbank Bond quota application

OTHER INFORMATION

Education

- University of Technology, Sydney, LL.B
- University of Technology, Sydney, BA

Professional Qualification

- Admitted to practice in Hong Kong SAR
- Admitted to practice in New South Wales (Australia)

Honors and Awards

- Next Generation Lawyer - Real Estate, Hong Kong - Legal 500 Asia Pacific (2016 and 2018)

Professional Background

Allan is especially experienced in cross-border M&A structuring, as well as debt financing and equity investment transactions across a broad range of industries including real estate, media, technology, renewable energy, biotechnology and publishing. He has extensive knowledge of PRC foreign exchange restrictions and exceptions, as well as related tax issues.

In addition, Allan practices in real estate with a particular focus on cross-border real estate acquisition, financing, fund formation and structuring for real estate projects in the PRC. He has extensive experience in complex real estate finance transactions, in which he advises clients on the origination and creation of senior and subordinated debt instruments in large-scale commercial real estate acquisitions and financing. He has advised banks, financial institutions and investors on numerous real estate financing for properties in the US, PRC and Australia.

Allan's broad client base includes international banks, financial institutions, venture capital funds, private equity funds, multinational conglomerates, as well as publicly listed PRC corporations.