

NORMAN ZHONG

Partner

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PRACTICE AREAS

MR. NORMAN ZHONG HAS EXTENSIVE EXPERIENCE IN THE AREAS OF MERGERS & ACQUISITIONS, PRIVATE EQUITY, OUTBOUND INVESTMENT, FDI, FUND FORMATION AND CORPORATE FINANCE.

REPRESENTATIVE MATTERS AND CASES

Norman has advised multinational investors in some of the most significant acquisitions, joint ventures and investments in China. Representative transactions include:

- 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 Catalent Pharma Solutions (a Blackstone portfolio company), in Catalent's acquisition of Zhejiang JYT Bio Technology Ltd.; the subsequent strategic reorganization; represented Catalent in its sale of JYT to Aland Nutrition Holding
- 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
- Represented China Resources Enterprise in its acquisition of Tesco's China business and the subsequent US\$16.2 billion joint venture with Tesco, the largest Sino-foreign joint venture in the China retail sector at the time

- 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 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 GE Power & Water in (i) the China aspect of its acquisition of Alstom's energy business for an estimated US\$17 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 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 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
- 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 Siemens related to its wind power-related joint ventures with Shanghai Electric
- Represented SK Innovation in its car battery joint venture with Beijing Automotive Group and Beijing Electronics
- 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; and
- Represented Unilever in various strategic initiatives

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

Representing “new economy” and private growth company in their investments.
Recent transactions in the role of lead deal counsel include:

- Represented Alibaba in its investments in Shihui, Zuoyebang, more than 15 investments and joint ventures in the “new retail” sector
- Represented Alibaba in (i) its RMB28.23 billion (US\$4.63 billion) investment for a 19.99% stake in and Suning Commerce Group Limited, (ii) Suning Commerce Group Limited’s RMB14 billion (US\$2.28 billion) investment in Alibaba, (iii) joint venture with Suning
- Represented Alibaba in various cross border 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 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 US\$1 billion
- Represented Envision AESC and Envision Digital in its various rounds of financings; and
- Represented Wanye (600641) in its US\$ 398M acquisition of Compart System Pte. Ltd. from Platinum Capital

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

Norman has represented many major financial investors in their China related acquisitions and investments. Recent transactions include:

- 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 the investor consortium including Carlyle, FountainVest and Fosun in the “going private” and back-door listing transaction of FocusMedia
- 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 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 US\$230 million

- Represented Goldman Sachs PIA in its investment in Songhe Liquor and various related exit efforts, its exit from Kouzi Liquor (603589) and its exit from Qianhe Condiment and Food (603027), its approximately USD960 million strategic investment in Taikang Life Insurance Company and more than USD1 billion sale of Taikang shares to Allianz
- Represented Hillhouse Capital in various investments in the education (Gaodun), consumer (Burton, Loch Lomond, Jiangxiaobai), pharmaceutical (Just Biotherapeutics, Elpiscience), logistics, e-commerce, office sharing (Mydreampus) sectors
- Representing LTW Capital in its going private transaction of Qihoo 360 and iKang Healthcare
- 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 Oriza Capital and its affiliates in a few dozen investments since 2013
- Represented RongRui Fund, an affiliate of ICBC International, in its RMB7.1 billion investment in Meidi Group
- Represented a consortium of investors led by Standard Chartered Private Equity in (i) the leveraged buyout of Siyanli for more than US\$200 Million and related acquisition financing, (ii) their aborted trade sale to CHJ Jewelry, an A share listed company; (iii) trade sale to MBK
- 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; and
- Represented Yunfeng in various investments

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

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.

OTHER INFORMATION

Education

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

Professional Qualification

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

Honors and Awards

- Norman has been recognized as a Leading Lawyer in China under the categories of Mergers & Acquisitions and Private Equity/Venture Capital by the IFLR1000 - The Guide to the World's Leading Financial Law Firms (for every year since 2011) and Mergers & Acquisitions in Chambers (for every year since 2017). Norman also authored the China chapter of the 10th edition of the Mergers & Acquisitions Review.

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 as an associate in the M&A and Corporate Finance departments of Sullivan & Cromwell and Skadden Arps (both in New York). Norman has been the hiring partner responsible for hiring of the Shanghai and Hong Kong offices from 2012 to 2018. Norman is currently the head of the firm's General Industries Group (with around 90 attorneys).