

## NORMAN ZHONG

Partner

Fangda Partners

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### PRACTICE AREAS

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

### REPRESENTATIVE MATTERS AND CASES

Norman has represented “new economy” and private growth company in their investments. Recent transactions in the role of lead deal counsel (in reverse chronological order) include

- Represented Envision Energy International, a leading wind company, in all of its major equity financings, including the USD600 million investment by Primavera, Sequoia and GIC
- Represented XPENG (NYSE: XPEV, HKEX: 9868) 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 AESC (previously Envision AESC) in its various financings, including its USD1 billion financing led by Envision Energy
- Represented Ant Financial in various investments, including its investment in Wanda’s commercial property management business
- Represented Univers (previously Envision Digital) 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 Wanye (600641) in its USD398 million acquisition of Compart System Pte. Ltd. from Platinum Capital
- 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 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.

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

- 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 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 Chevron in its China related transactions
- 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 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 SK Innovation in its car battery joint venture with Beijing Automotive Group and Beijing Electronics
- 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 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 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 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 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 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; and
- Represented Siemens related to its wind power-related joint ventures with Shanghai Electric

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

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

- Represented Hillhouse Capital in (i) its 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.

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 (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 (PRC) in Hong Kong

### **Honors and Awards**

- Norman has been recognized 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), IFLR1000 – The Guide to the World’s Leading Financial Law Firms (for every year since 2011) and in Chambers (for every year since 2017).

### **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.