

WILSON LO

Counsel

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PRACTICE AREAS

MR. LO'S PRACTICE AREA IS CROSS-BORDER M&A AND PRIVATE EQUITY TRANSACTIONS.

REPRESENTATIVE MATTERS AND CASES

Buyouts

- Acted for GuocoLand (China) Limited in its sale of all equity, contractual and loan interests in the Dongzhimen project (an integrated property development located in Dongzhimen, Beijing) to China Cinda Asset Management for RMB 10.5 billion
- Acted for multiple PRC (including SOE) clients and Warburg Pincus in their respective buyouts of Hong Kong SFC licensed corporations, including advising on the acquisition structure in light of relevant SFO provisions and SFC rules and on approaches to the approval application for becoming a “substantial shareholder”
- Acted for PE funds and global media companies in buyouts of businesses in a wide range of industries (including advertising, market research, and quality control testing), including advising on issues relating to share and asset sales, earn-out and claw-back arrangements, employment arrangements, and non-compete undertakings

Minority Equity Investments

- Acted for UOB in the proposed sale (through a bidding process) of its 13% stake in a privately held PRC bank, including advising on steps required for obtaining CBRC approval of the sale and for obtaining foreign exchange clearance for remittance of the sale proceeds out of the PRC

- Acted for Alibaba Group, Alipay, BOCI, Boyu, Capital Today, CDH, DST Global, Everbright International, FinEx Asia, IDG, Hony Capital, Jeneration Capital, KKR, Morningside, PAG, Sequoia, TA Associates, TPG, VKC and Yunfeng Fund in their minority equity investments in a number of growth stage companies, including series financings, Hong Kong pre-IPO investments and Hong Kong cornerstone investments
- Acted for TPG in its investment of an indirect 17.7% equity interest in MI Energy Corporation, one of the largest upstream oil companies operating in China as measured by net proved reserves, and on post-investment matters such as debt refinancing, further investments by strategic and private equity investors, employee stock options, proposed but aborted IPO on the New York Stock Exchange and successful IPO on the Hong Kong Stock Exchange

Outbound Investments

- Acted for China Cinda in its US\$750 million investment in newly issued shares of Yancoal Australia Limited (ASX:YAL) in a public capital raising of approximately US\$2.35 billion
- Acted for a PRC State-owned-enterprise in its proposed US\$500 million acquisition of a holiday resort and real estate group in Malaysia, including advising on the acquisition's complex debt finance and security arrangements
- Acted for MBK Partners in its proposed (but aborted) buy-out of a leading telecommunication company in the U.S. Territory of Guam, including the debt finance aspects of the buyout

Commerical / Funds / Debt Finance

- Acted for Taobao China in the negotiation and documentation of the business cooperation agreement for a new business model and service named “Taobao Daojia (淘宝到家)” in its acquisition of 26.02% interest in Sun Art Retail Group Limited, a Hong Kong listed company with a large number of supermarkets and stores in the PRC
- Acted for Warburg Pincus in the proposed transfer of LP interests in a fund managed by it and on certain fund-related issues and debt financing arrangements
- Acted for Goldman Sachs and a number of PE funds in credit facilities extended by them or by others to their portfolio companies, including advising on, reviewing and revising the facility agreements and securities documents such as share charge, account charge and debenture

Joint Ventures

- Acting for Alibaba Group in its establishment of a joint venture with its affiliate, Ant Financial Services Group, with the parties each investing approximately RMB 3 billion (USD 483.3 million)
- Acting for Lenovo Group in its USD 300 million 51:49 joint venture with Compal Electronics, a leading original design manufacturer (ODM) principally engaged in the production of notebook computers
- Acting for Veolia Water in its winning bid to supply water in Changzhou, Jiangsu Province. The project company is an RMB 300 million, 51:49 joint venture between a wholly state-owned company and Veolia Water and was formed to operate and maintain the full range of water services in Changzhou

Public Takeovers / Public-to-Privates / Block Trades

- Acting for EQT in its sale of a Hong Kong incorporated SPV that holds a 33% stake in a PRC listed company
- Acting for Shanghai Electric in its proposed acquisition of a 51% stake in a Hong Kong listed company, including 40% of voting ordinary shares through a share purchase agreement and 11% of voting rights through a pooling agreement. Closing of such acquisition would trigger a mandatory offer under Rule 26 of the Hong Kong Takeovers Code
- Acting for TPG in its proposed privatization of (i) a telecommunication company listed in Hong Kong and (ii) a shipping company listed in Singapore
- Acting for TPG in its exit from a 2004 investment in Shenzhen Development Bank through the US\$2.5 billion sale of 299 million H shares of Ping An Insurance (Group) Company of China through block trades arranged with Goldman Sachs and Morgan Stanley

OTHER INFORMATION

Education

- University of Cambridge, (Master of Laws, graduated in 2003)
- University of Sydney, (Bachelor of Laws, graduated with first class honors in 2000)

Professional Qualification

- Admitted to practice in New York (2003)
- Admitted to practice in Hong Kong SAR (2008)

- Admitted to practice in New South Wales (2001)

Professional Background

Wilson Lo is a counsel of the Hong Kong office of Fangda Partners. He has represented corporate clients, international banks and private equity funds on mergers and acquisitions, corporate finance and other general corporate matters in a wide variety of industries. Before joining Fangda Partners, Mr. Lo practiced at Cleary Gottlieb and other international law firms in Hong Kong and Beijing.