



Life Sciences and Healthcare



Respected team with a strong track record in a variety of healthcare-related transactions and contentious issues. Well-known, full-service firm advising both international and local clients on the healthcare industry. Clients include high-profile pharmaceutical and biotech companies, private equity firms and private medical institutions.

— *Chambers Asia Pacific 2020*

The Preeminent China-based International Law Firm

Founded in 1993 and one of the most prestigious law firms in the region, Fangda Partners has over 700 lawyers. We serve a wide variety of major clients – including large MNCs, global financial institutions, leading Chinese enterprises and fast-growing Hi-tech companies – on an extensive range of commercial matters through our network offices in Beijing, Guangzhou, Hong Kong, Shanghai and Shenzhen, offering PRC law and Hong Kong law.

We are the firm of choice for clients' most challenging transactions and legal issues in many practice areas. Since we were founded, we have advised on some of the largest and most complex corporate and finance transactions in China, the region and globally. We have also assisted our clients with many renowned and complex cases and arbitrations, compliance and government investigations in the region.

Our service to clients is premised on the dual foundations of strong local law capabilities and a global business outlook. Our lawyers are qualified in many jurisdictions, including the People's Republic of China, Hong Kong SAR, England and Wales, the United States, Singapore and Australia.

Our understanding of the laws and processes in major jurisdictions around the world enables us to advise our clients effectively on the largest and most complicated cross-border matters in China and elsewhere. Our strengths have been widely recognized by our clients and peers. Chambers has commented on our cross-border capabilities in the following terms – "outstanding quality of its lawyers", "high level of service that is comparable to international firms", and "strong global outlook".



Top Tier Firm: China
IFLR 1000 2020



China Firm of the Year
China Law and Practice 2019



PRC Firm, Hong Kong Office of the Year
Asian Legal Business 2018



M&A: China Firm of the Year
China Law and Practice 2019



Competition: China Firm of the Year
China Law and Practice 2018



Investment Funds: China Firm of the Year
China Law and Practice 2018



Corporate Firm of the Year
IFLR Asia Awards 2018



**Corporate Investigations/Anti-Corruption
(PRC Firms): Band 1**
Chambers Asia Pacific 2020

Our Life Sciences and Healthcare Practice

Focused service team

We are one of the few law firms in China that has a dedicated team in the pharmaceutical, biotechnology and healthcare sector. We provide the full range of commercial legal services to pharma, biotechnology and healthcare businesses. Some of our team members have worked for leading pharmaceutical and medical device companies and regulatory authorities. We combine legal expertise with keen commercial understanding to enable our clients to achieve their business objectives with the minimum of fuss.

Extensive range of experience

Our life sciences and healthcare practice provides a wide range of services. Our past experience in the industry covers mergers and acquisitions, product-driven transactions, foreign direct investment, investments by private equity funds and venture capital, domestic and overseas capital markets, compliance, in-license and out-license, commercial bribery, data protection, vertical and horizontal monopoly arrangements, IP enforcement and regulatory advice. We have specialist expertise in advising on complicated commercial transactions with a high degree of regulatory impact (such as those involving drugs and medical devices), where extensive industry knowledge and a combination of expertise in different disciplines is required, in addition to routine deal execution skills.

Leveraging the firm's wider expertise, the team is well experienced in handling IP, M&A, capital markets and regulatory compliance as well as government enforcement matters. Houses specialists with diverse backgrounds, with previous work experience such as doctors and in-house counsel.

—— *Chambers Asia Pacific 2020*

The team is very responsive and knowledgeable with great commercial awareness

—— *Client comments, Legal 500 2020*



Diversified clientele

Our clients range from large and medium-sized multinational pharmaceutical companies, research-based pharmaceutical companies, medical device companies, distributors, contract sales organizations, contract research organizations, and industry associations to private equity funds and venture capital businesses. We advise companies headquartered in the U.S., Europe, China and across Asia.

Our lawyers have deep knowledge of the sector, enabling us to advise on the full range of legal issues that arise from our clients' businesses. This includes in-depth understanding of research and development, clinical trials, manufacturing / contract manufacturing promotion, and distribution / retail/logistics of pharmaceutical products and medical devices, as well as the establishment, operation and management of hospitals, personal clinics and innovative healthcare service platforms.

One legal solution across multiple practices

We are set up in such a way to offer clients a seamless service across offices and practice areas. We provide integrated teams drawn from different legal disciplines to cover every angle of a deal. We recognize the importance of identifying early the key legal issues and planning a strategy to ensure the most effective management of any transaction on which we are retained. One team, one solution is our practiced method of working.

Working relationship with authorities

We engage constructively with the Chinese agencies that govern the activities of companies in the life sciences and healthcare sector. We have regulator interactions with NMPA, SAMR (formerly SAIC) and their local counterparts. Our antitrust and regulatory compliance team also has a long history of dealing with SAMR, NDRC, MOFCOM and other regulatory authorities.



Healthcare and Life Sciences (PRC Firms): Tier 1
The Legal 500 Asia Pacific 2019 & 2020



Healthcare (PRC Firms): Band 2
Chambers Asia Pacific 2019 & 2020



Healthcare (PRC Firms): Band 3
Chambers Asia Pacific 2017, 2018

Mergers and Acquisitions and Direct Investment

Fangda is the undisputed leader among law firms advising on mergers and acquisitions in China. Our lawyers have paved the way in developing the legal practice in this field. We have helped many clients successfully execute their critical mergers and acquisitions. We are also the market leader in foreign direct investment and domestic and overseas capital markets transactions. Among other transactions, we have advised on Sino-foreign joint ventures, business restructuring and takeovers of listed companies. Our experience spans many sectors, including pharmaceutical, biotech, medical devices, contract research organization, physical inspection and disease screening, wellness management and medical services.

"The Fangda lawyers are always responsive, very efficient, and provide high-quality work. We're also impressed by their strong expertise and deep domain knowledge."

—— *Client comments,
Chambers Asia Pacific 2020*





Combination of Mylan with Upjohn

Represented Mylan in the combination of Mylan with Upjohn, Pfizer's off-patent branded and generic established medicine business, creating a new global pharmaceutical company.



Eddingpharm's Acquisition of Eli Lilly Products

Represented Eddingpharm on its acquisition of two antibiotic products sold by Eli Lilly in China, Ceclor and Vanocin, as well as its Ceclor manufacturing facility in Suzhou with a total transaction value of US\$375 million.



WuXi AppTec's Joint Venture with Mayo Clinic

Represented WuXi AppTec in its establishment of a joint venture with Mayo Clinic. Mayo Clinic is a nonprofit worldwide leader in medical care, research and education.



China Everbright Limited's Acquisition of LifeTech

Represented China Everbright on its acquisition of 22.4% of the shares in LifeTech, a leading cardiovascular device manufacture in China listed on the HKEX for US\$126 million.



Bluesail's Acquisition of Biosensors International

Represented Bluesail Medical Co., a company listed on the SZSE, on its acquisition of 93.37% of the shares in Biosensors International, a medical device company established in Bermuda, for RMB5.9 billion.



Bayer AG's Acquisition of Dihon Pharmaceutical

Advised Bayer on its acquisition of Dihon Pharmaceutical Group for about RMB3.6 billion. This deal was recognized as Deal of the Year 2015 by China Business Law Journal.



Privatization of WuXi AppTec

Provided legal services for China's biggest CRO, WuXi AppTec, in its privatization from NASDAQ.



Bayer and Merck's Domestic Restructuring of OTC Business

Advised Bayer HealthCare China in its integration with the onshore part of Merck OTC Business, following Bayer's global acquisition of Merck OTC department.



Privatization of iKang

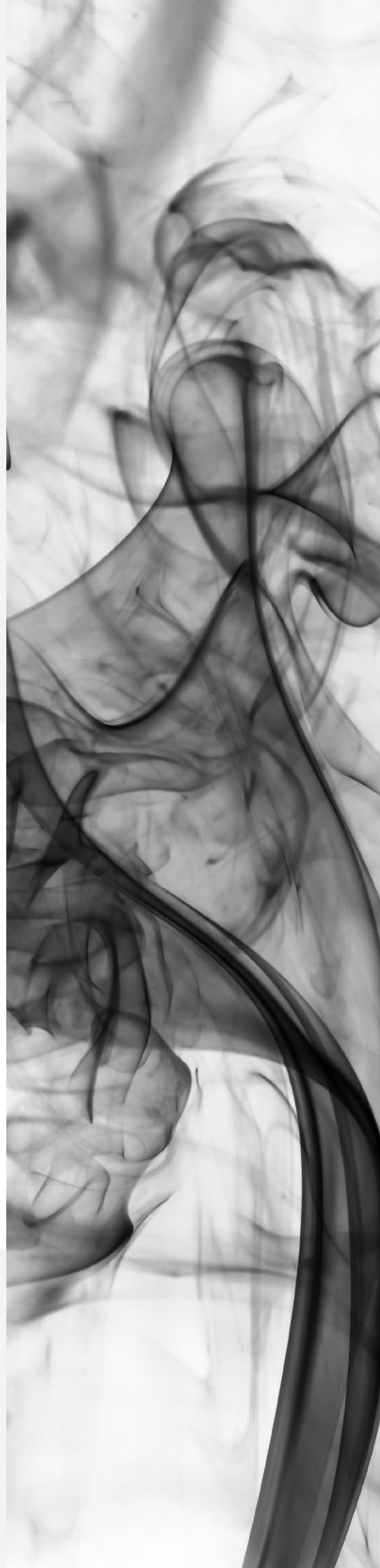
Represented Yunfeng Capital and Alibaba Group in the privatization of iKang Healthcare Group, Inc., a leading health inspection chain in China, from NASDAQ.

Licensing and Commercialization

Our lawyers have much experience in advising companies on the licensing of products and technologies. We advise large multinational pharmaceutical companies, research-based pharmaceutical companies, and contract sales organizations offering the full range of legal services associated with licensing and commercialization arrangements. This includes transaction structuring, compliance examination, due diligence, contract drafting and negotiation.

Regularly instructed on matters involving the healthcare and chemical industries.

—— *Chambers Asia Pacific 2019*





C-Stone's In-license of Bi-functional Molecule from WuXi Biologics

Advised CStone Pharmaceuticals in connection with obtaining of global license of PDL-1/TGFβ bi-functional molecule from WuXi Biologics.



Novartis' Granting of Product Promotion Rights to Huizheng Pharmaceutical

Advised Novartis in connection with its entry into an exclusive promotion service agreement with Huizheng Pharmaceutical, a subsidiary of Hisun Pharmaceutical, for three chronic obstructive pulmonary disease products.



AstraZeneca's Strategic Collaboration with Luye Medicine

Advised AstraZeneca in connection with its acquisition from Luye Medicine of the exclusive rights to promote Xuezhikang Capsules in Mainland China.



AstraZeneca's License of Plendil

Advised AstraZeneca in connection with its granting to China Medical System of exclusive commercialization rights of Plendil in China, for a US\$310 million upfront license fee.



AstraZeneca's License of Byetta and Bydureon

Advised AstraZeneca in connection with its granting to 3SBio Inc. of exclusive commercialization rights of Byetta and Bydureon (diabetes products) in China, for a US\$100 million upfront license fee.



BeiGene's Strategic Collaboration with Celgene Corporation

Advised BeiGene in connection with its strategic collaboration with Celgene Corporation, a NASDAQ-listed company, under which BeiGene will acquire Celgene's commercial operations in China and gain an exclusive license to commercialize the company's approved therapies – Abraxane, Revlimid and Vidaza – in China.

"They are very practical and take business factors into account in their advice – they have our commercial needs in mind, and don't just tell us 'no, it's not possible'"

—— Client comments, Chambers Asia Pacific 2020

Capital Markets

Fangda is widely recognized as being a leading capital markets practice in China and Hong Kong. We have longstanding experience advising clients on A-share listings on the SSE and SZSE, as well as on IPOs on the HKEX and other overseas exchanges. We represent issuers, underwriters and sponsors in IPOs both as PRC and Hong Kong counsel. We have particular expertise in the healthcare sector.

As **PRC counsel**, we advised on the largest A-share IPO projects in 2018, and pioneered the privatization of companies for A-share IPOs. We have also advised on the privatization of more than 20 U.S.-listed companies. We are fully familiar with the employee stock ownership plans (ESOPs) of U.S.-listed companies and other compliance practices.

As **Hong Kong counsel**, our team also has extensive experience in HKEX IPO projects. We have been singled out by the HKEX for the quality of the prospectuses that we have drafted. We have developed a close business partnerships with the institutional decision makers, bankers and investors in Hong Kong, which enables us to deliver real insight into capital markets transactions of size and complexity. We have advised on many Chapter 18A listings of biotech companies on the Hong Kong Stock Exchange.



"A solid corporate practice with extensive experience in overseas equity and debt offerings, including IPOs and H-share convertible issuance. Known for advising on listings in the US and Hong Kong. Active in representing both issuers and underwriters in the domestic market, especially with regard to companies delisted from overseas markets returning to the domestic market."

—— Chambers Asia Pacific 2020



HKEX Listing of CStone Pharmaceuticals

Advised CStone Pharmaceuticals, a leading innovative biopharmaceutical company in China, on its HKEX listing, raising approximately HK\$2.4 billion.



Listing of WuXi AppTec on SSE and HKEX Main Boards

As the PRC and Hong Kong counsel, advised WuXi AppTec, the largest CRO in China, on its delisting from NASDAQ, its listing on SSE Main Board in May 2018 (raising approximately RMB2.2 billion) and its initial public offering on HKEX in December 2018 (raising approximately US\$1 billion).



HKEX Listing of WuXi Biologics

Represented WuXi Biologics, China's largest service provider of biological products, on its successful IPO on the HKEX, raising approximately HK\$3.8 billion.



Listing of BeiGene on HKEX and NYSE

Represented BeiGene in connection with its initial public offering on the HKEX Main Board (raising approx. USD903 million) and on the NYSE (raising approx. USD169.4 million).



Listing of Mindray on SZSE ChiNext Board

Represented Mindray, a global leading developer and provider of medical devices and solutions, on its listing on the ChiNext Board of SZSE, raising RMB5.9 billion. To date, this was the largest IPO on the ChiNext Board.



SSE Listing of Konruns

Advised Konruns Pharmaceutical on its IPO and listing on the SSE Main Board, raising approximating RMB974 million.



Shanghai Shyndec Pharma's A-Share IPO

Represented Shanghai Shyndec on its A-Share IPO.



A-share Listing of Yiling Pharmaceutical

Represented CICC on the private placement of A shares of Shijiazhuang Yiling Pharmaceutical Co. on the SZSE.



Chapter 18A Listing of Hua Medicine

Represented the underwriters on the IPO of Hua Medicine, a China-based drug development company with a focus on developing a global first-in-class oral drug for the treatment of Type 2 diabetes and one of the first to list under Chapter 18A.



Chapter 18A Listing of Innovent on HKEX

Represented Temasek, the Singapore investment company, on the Chapter 18A listing of Innovent on the HKEX Main Board.



Hong Kong IPO of Frontage

Represented Frontage Holdings Corporation, a subsidiary controlled by Hangzhou Tigermed Consulting Co., on its submission of listing application documents to the HKEX.


Hong Kong Listing of Hospitals and Healthcare Companies

Advised Harmonicare Medical, Wenzhou Kangning Hospital, Jacobson Pharma, Sihuan Pharm, Pioneer Pharma, Besunyen and Sinco Pharmaceuticals on their HKEX IPOs. Also advised Jinxin Fertility on its recent listing.

Private Equity and Venture Capital

We have a highly regarded private equity and venture capital practice and are one of the few law firms that is able to provide the full scope of legal advice in the private equity practice area in China, as well as having one of the longest track records of advising on transactions. We have the capability to provide “one-stop shop” services to private equity firms, financial investor clients and their portfolio companies on every aspect of their business endeavors – from fund formation and portfolio investments to investment disposals and exits.

Within the life sciences and healthcare sector, we have advised on the largest, most notable and most complex private equity transactions in China. Our knowledge and experience is geared to ensuring that clients can successfully pursue their funds-related business. Our clients include TPG, MBK Partners, Goldman Sachs, CITIC Capital, Yunfeng Capital, Hillhouse Capital, and Olympus Capital.



“The Fangda team is a trustworthy one among the Chinese firms. They produce high-quality work, are well experienced and give good advice.”

—— Client comments, *Chambers Asia Pacific 2019*



Eddingpharm's Series E financing

Represented Eddingpharm in its US\$140 million Series E financing led by OrbiMed and Sequoia.



Boyu's Acquisition of Gloria Pharmaceuticals

Acted for Boyu Capital, 6 Dimensions Capital and other investors on their investment in Gloria Biotechnology, a wholly-owned subsidiary of Harbin Gloria Pharmaceuticals Co. (an A-share listed company), and on their acquisition of a 51% equity stake in Gloria Biotechnology.



PAG's Investment in Alphamab

Represented PAG and CVC on their subscription of Series A preferred shares of Alphamab, a company dedicated to the development and commercialization of biopharmaceuticals for cancer treatment. PAG and CVC invested US\$34 million and US\$25 million, respectively.



Yunfeng Capital's Investment in Livzon Biologics

Advised Yunfeng Capital on its US\$148 million equity investment in Livzon Biologics, a subsidiary controlled by Livzon Pharmaceutical Group Inc., an A-share listed company.



TPG's Acquisition of United Family Hospital's Parent Company

Represented TPG on its US\$460 million acquisition, together with Fosun Pharm, of Chindex International, Inc., the parent company of United Family Health.



MBK Partners' Acquisition of AsiaPharm

Acted for MBK Partners on its offer of US\$253 million to buy AsiaPharm, a company listed on the Singapore Stock Exchange.



Alibaba Group and Yunfeng Capital's Acquisition of CITIC 21CN

Advised Alibaba Group Holdings and Yunfeng Capital on their acquisition of 54.3% of the shares of pharmaceutical data provider CITIC 21CN, for approximately HK\$1.3 billion. CITIC 21CN was renamed as "Ali Health" in 2014.



Goldman Sachs and GIC's Investment in iKang Healthcare

Advised Goldman Sachs and GIC on their investments in iKang Healthcare, the leading health inspection service provider in China, for approximately US\$100 million.



TPG Capital's Acquisition of Majority Stake in OPC

Represented TPG Capital on its acquisition of a majority stake in OPC, a leading clinical trial group across Asia.

Compliance and Investigation

Fangda is renowned for the full spectrum of expertise offered by our team in compliance and investigation matters. Our team comprises former law enforcement officials, judges, and in-house counsels, as well as compliance lawyers who are from both international and local law firms and qualified to practice in the PRC, the U.S., the U.K. and Hong Kong. We have particular experience of advising on Foreign Corrupt Practices Act (FCPA) issues and anti-commercial bribery in China.

Compliance

We advise clients on:

- compliance policies and programs, as well as providing training (such as issues involving anti-corruption, data privacy and network security)
- due diligence (such as due diligence in connection with third parties and on target companies)
- internal investigations (including internal investigations triggered by government investigations, whistleblowing reports or internal audits)
- how to respond to government investigations (including investigations by authorities such as the Administration for Industry and Commerce (AIC))
- criminal proceedings (such as criminal investigations or litigation against the company)
- compliance-related dispute resolution (such as administrative investigations and litigation, labor disputes or non-compliance by employees)

Government investigations

We represented a leading life science company in various contentious matters, including the dissolution of a joint venture, termination of distribution agreements on anti-corruption grounds, and recovering educational grants.

Internal investigations

We have represented several leading life science companies in investigations of potential violations of the FCPA, Chinese commercial bribery laws, accounting fraud and employment issues and other alleged breaches of laws and compliance policies.

Compliance programs and advisory

We have advised many multinational pharmaceutical and medical equipment companies on regulatory reviews relating to administrative investigations of unfair competition and commercial bribery by the SMAR.

Data privacy and network security

We have advised many domestic and foreign companies on legal issues associated with data privacy protection and network security, including on state secrets. We have developed widely recognized protocols that assist clients to navigate a highly complex area. We are at the forefront of research and development of legal policies in this field, engaging with the relevant governmental and regulatory authorities, including SIO, MIIT, MPS, MOF, CSRC, MSS and SAAC.

"They are very experienced and have good insights into the laws. They can see things from our viewpoint and clarify all of the grey areas for us. They single out the pain points in our operation, identify risks and dig deep for us - it's very, very valuable."

—— *Client comments, Chambers Asia Pacific 2020*

Intellectual Property

Fangda provides a full range of intellectual property services. We are renowned for our superior knowledge of IP law and assisting our clients to identify, protect, and enhance the value of their intellectual property portfolios through effective strategies in China and beyond. We have extensive experience in IP management and regulatory matters, negotiating cross-border IP transactions, and handling complex IP arbitrations and litigations. We are the preferred choice of intellectual property counsel for many leading healthcare companies, including Novartis, Astellas Pharma, Watson Pharmaceuticals, and others.



Represented **ReAstellas Pharma** in a number of civil and administrative actions against infringing competitors.



Represented **Watson Pharmaceuticals** in connection with its processing technology-related patent dispute with Eli Lilly, resulting in a final judgment in Watson Pharmaceutical's favor rendered by the Supreme People's Court of China.

Represented **APBI Holding** in administrative litigation against Patent Reexamination Board of SIPO for the validity of its drug patent.



Represented **Aonuo Pharmaceuticals** in a retrial before the Supreme Court in an invention patent infringement case brought by Hubei Wushi Pharmaceuticals.



Represented **Novartis International** in patent disputes against generic companies.

Regulatory Advisory

We advise a wide range of healthcare companies on general operational and regulatory issues, including advising on compliance and dealing with regulatory authorities such as the National Medical Products Administration. Among other issues on which we have expertise, we can advise clients on:

Market entry

- Market entry permits, such as the market authorization system in China
- Product registrations for domestic and imported drugs, medical devices and cosmetics
- Restrictions on foreign investment in China and appropriate structuring for foreign capital

R&D/Clinical trials

- Regulatory framework and requirements on clinical trials
- Patient recruitment, value transmitted to PI/researcher and other legal issues associated with participants in the trials.
- Contracts and associated legal documents relating to R&D and clinical trials

Product Promotion Activities

- Compliance issues in product promotion, such as advertising of medicine products and marketing
- Conduct of sales representatives
- Distribution models, including “two-invoice system” and cooperation with contract sales organizations
- Bidding and tendering requirements, group purchases and procurement

Patient Centric Transformations

- Regulatory issues in dealing with patients and patient advocacy groups
- Program design and regulatory compliance issues in various types of patient support programs
- Legal documents for implementation of PAPs, PSPs and other patient benefit initiatives

Antitrust and Competition

Fangda is one of the few Chinese law firms with a dedicated antitrust team, and we have one of the largest and most experienced competition teams in China. Our lawyers have deep and unique insight into the PRC and Hong Kong antitrust laws and regulations. Clients come to us for trusted advice on complex and risky antitrust matters. They benefit from our deep understanding of the Chinese regulatory environment and from our engagement with China's competition authorities.

Our team has a market-leading track record of successfully assisting clients on some of the most high-profile merger filings and antitrust investigations in China.

- On merger controls, we advised on four of the nine remedy cases cleared by MOFCOM in 2016 and 2017.
- On antitrust investigations, we have advised clients on more than 30 cases involving cartels, abuses of market dominance and vertical restraints, many of which have been high-profile representative cases.
- On antitrust litigation, we have defended many multinational companies in subsequent civil damages actions and high-profile cases involving abuse of market dominance.

Merger Control

- **Merck** in the PRC merger filing in connection with its US\$17 billion acquisition of Sigma-Aldrich, one of the largest global deals in the biotech industry.
- **St. Jude Medical** in the PRC merger filing in connection with its acquisition by Abbott Laboratories for US\$25 billion.
- **Canon** in the PRC merger filing in connection with its RMB38.3 billion acquisition of Toshiba Medical.
- **Novartis** in the PRC merger filing in connection with its establishment of three global joint ventures with GlaxoSmithKline with a total value of US\$20 billion, one of the largest global deals in the pharmaceutical industry.

Antitrust Investigations

- **Medtronic** in an antitrust investigation, the first and so far largest antitrust investigation by the NDRC in the medical device sector.
- A multinational pharmaceutical company in a NDRC investigation.
- **Toshiba Medical** in connection with the first "gun-jumping" investigation by MOFCOM.

We also regularly advise multinational companies on compliance issues relating to business activities, ranging from providing advice on business contracts (such as innovative sales models after implementation of two-invoice system, territory restrictions or exclusivity requirements) to conducting a full-scale internal review of the corporation on competition law compliance and providing compliance training.

Team Members



Yang Gao

Direct Investment,
Regulatory Compliance

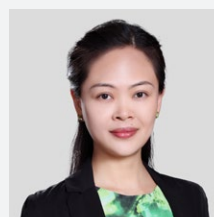
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