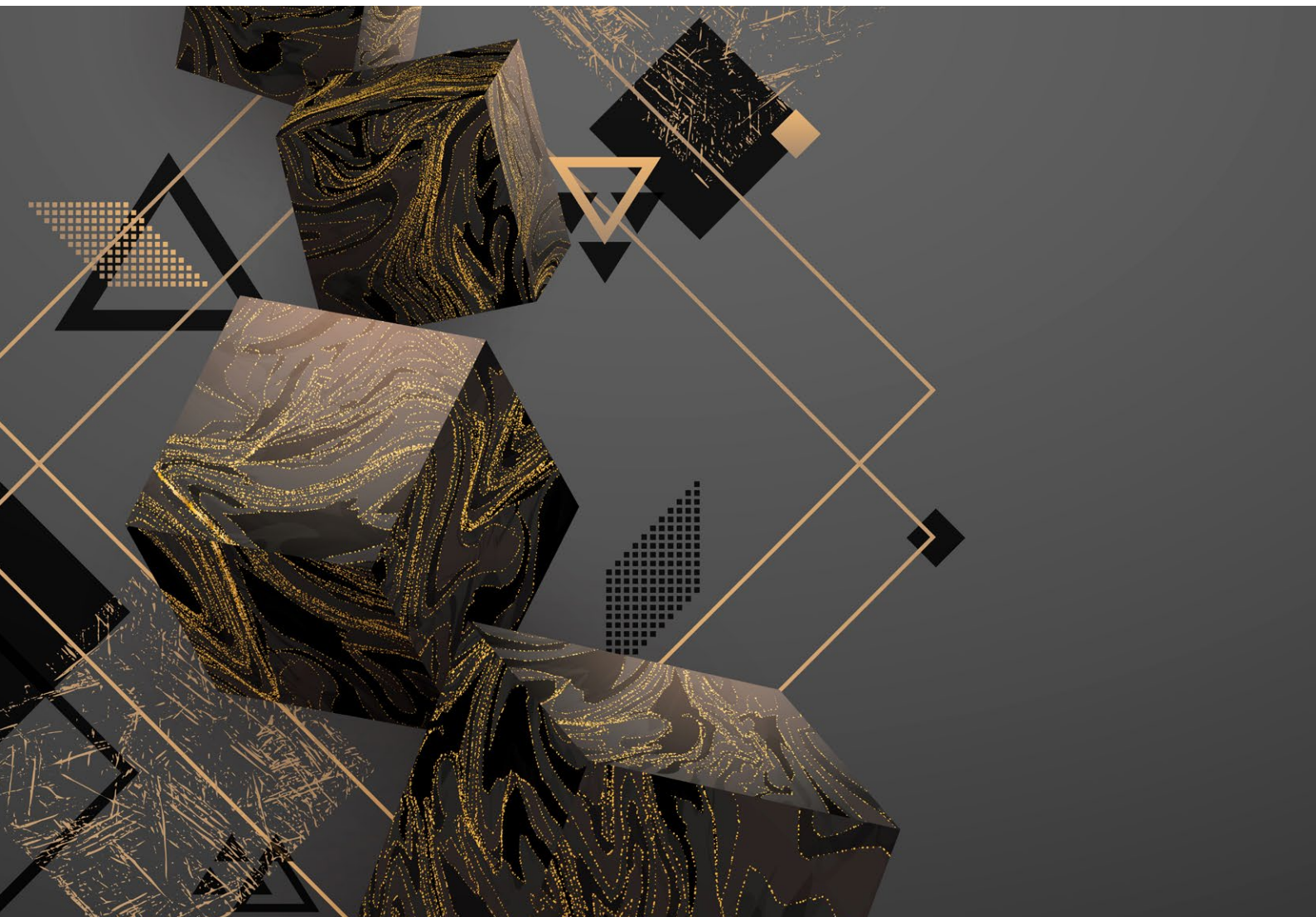


Banking and Finance



- **Banking and finance - Tier 1**
IFLR 1000 Financial Law Firm Rankings, 2020
- **Banking and finance - Outstanding**
Asialaw Profiles 2020
- **Banking and finance: PRC firms - Tier 1**
Legal 500 Asia Pacific, 2020
- **Banking & Finance (PRC Firms) - Band 2**
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, and 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".

- **PRC Firm, Hong Kong Office of the Year**
Asian Legal Business 2018
- **Corporate Firm of the Year**
IFLR Asia Awards 2018
- **Corporate & Finance - China PRC law of the Year**
Chambers Asia Pacific, 2017
- **Finance Firm of the Year**
The Asia Legal Awards. The America Lawyer, in association with The Asian Lawyer, China Law & Practice and Legal Week, 2017
- **Finance Law Firm of the Year**
Chambers Asia-Pacific China Awards 2020
- **Top Tier Firm: China**
IFLR 1000 2019
- **China Firm of the Year**
China Law and Practice 2019
- **M&A: China Firm of the Year**
China Law and Practice 2019
- **Best Domestic Law Firm**
FinanceAsia, China Awards 2019

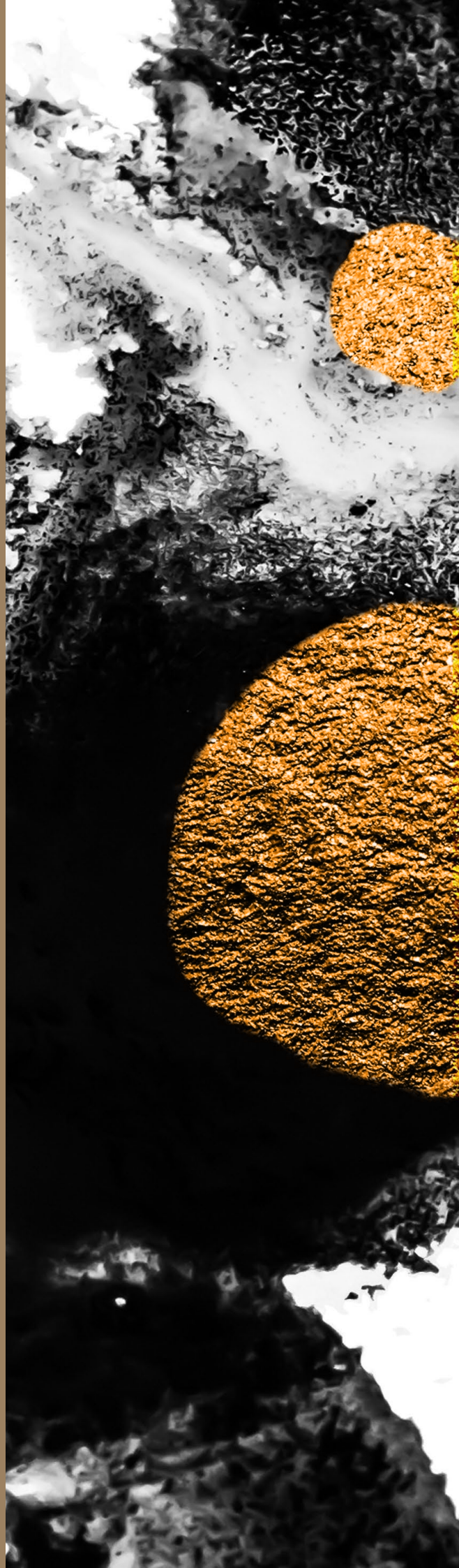
Our Banking and Finance Practice

In the last two decades, we have handled some of the most complicated and first-of-its-kind financing transactions in China, including the first syndicated loan transaction, the first loan secured by the mortgage on land use rights and the first non-recourse financing in the Chinese real estate sector.

With the integration of the Chinese economy into the global economy, we have built multi-jurisdictional capabilities in cross-border banking financing transactions. Our financing lawyers are admitted to practice law in the PRC, Hong Kong and England and Wales.

We have represented many international and domestic financial institutions and borrowers/sponsors in a wide range of banking and finance matters. In recent years, we have also actively represented Chinese lenders, export credit agencies, sponsors and vendors in projects, including infrastructure projects in emerging markets.

Our banking and finance teams across the Greater China offices handle a broad range of transactions covering the following product types.



Acquisition Financing and Leveraged Buyout Financing

We have a leading practice in acquisition finance involving acquisitions in China and in transactions involving Chinese acquirers. We regularly serve as bank counsel in large acquisition financings or represent the largest and most sophisticated financial sponsors and corporate borrowers in financing some of the largest China-related transactions.

Our banking lawyers work closely with lawyers in capital markets, mergers and acquisitions and private equity to offer clients a coordinated, complete service that addresses all aspects of the acquisition financing process. We cover conduct of due diligence, transaction structuring, drafting financing documents (both at the commitment paper stage as well as the full documentation stage) and the establishment and perfection of credit support.

Project Financing

Our banking and finance team, with the support from the firm's project, real estate and corporate teams, has structured and led major project financing transactions in many countries. As well as advising lenders, export credit agencies and other financiers, we handle many project finance work for borrowers and sponsors.

We have been involved in various project financings involving developments in the petrochemical, power and energy, infrastructure, water, real estate, transportation and waste disposal sectors.

In recent years, we have been active in the project financing transactions in the Asia Pacific region, Africa and Latin America.

We maintain close relations with leading independent firms in major jurisdictions and can assist clients to obtain the best local advice in the countries where projects are undertaken or financed.

Structured Finance

We have well established experience assisting our clients in structured financing products such as margin securities financing and highly structured mezzanine debt and other structured financial products.

We also act for international and local financial institutions and alternative credit providers on their proprietary money investments taking the form of structured secured debt and loans linked to equity options.

Trade Financing

Our team has deep knowledge of, and experience in, trade financing-related legal matters, including cross-border letters of credit, import-export financing, letters of guarantee, receivables purchasing and factoring. Our clients include regional and international financial institutions and factoring houses.

Corporate Lending

We have expertise in a wide range of bilateral, club and syndicate lending and security arrangements across a broad range of businesses. Our lawyers have experience of corporate loans across many industries and sectors. They are well versed in security creation and perfection in China and in the region, covering all security types.

General Banking, Regulatory and Compliance

We frequently advise commercial banks on their daily operational matters. We are the retainer law firm for a number of prominent domestic and foreign banks, and our lawyers are experienced in assisting commercial banks in the formulation of their standard banking documentation and providing legal advice on regulatory issues. We also give legal advice to commercial banks on compliance and assist as liaison on their behalf with the regulatory authorities in China.

Our Experience

A Snapshot of Some of Our Banking and Financing Clients and Deals

Leveraged and Acquisition Finance

- Represent the consortium comprising Boyu Capital, Ally Bridge, Temasek, Yunfeng Capital, Sequoia and Hillhouse in a US\$800 million syndicate loan facility granted by Ping An Bank Co. and Shanghai Pudong Development Bank Co. for the privatization of WuXi PharmaTech (Cayman) Inc., which was listed on the New York Stock Exchange.
- Represent the founders of Mindray Medical International in a US\$2.15 billion term loan facility granted by Bank of China and Ping An Bank for the acquisition of all the shares in Mindray Medical International effected through a single-step merger.
- Represent the consortium led by Zhou Hongyi in a syndicated loan facility arranged by China Merchants Bank Co., Shenzhen Branch for the privatization of Qihoo 360 Technology Co., which is listed on the New York Stock Exchange.
- Represent Alibaba Group Holdings in a US\$3 billion facility for a share buy-back scheme in respect of Yahoo! Inc and Yahoo! Hong Kong Holdings.
- Represent Bain Capital in a US\$60 million offshore loan and RMB73 million onshore loan from a syndicate of banks led by Bank of America, Citigroup and HSBC for the privatization of China Fire Safety Group Co.
- Represent China Development Bank Hong Kong Branch, China Minsheng Banking Corp Hong Kong Branch, Bank of America, Citibank, Credit Suisse Singapore Branch, DBS, Deutsche Bank Hong Kong Branch and ICBC International on a US\$1.525 billion loan to a consortium comprising Carlyle Asia Partners, FountainVest, CITIC Capital and China Everbright Structured Investment Holdings for the privatization of Focus Media Holding.
- Represent Ping An Bank in a RMB360 million facility granted to China Neptunus Drugstore Holding for its acquisition of all the shares of China Nepstar Chain Drugstore through a single-step merger with China Nepstar Chain Drugstore.

- Represent Deutsche Bank Hong Kong Branch in a US\$240 million loan to MII Co. for the acquisition of China National BlueStar (Group) Co.
- Represent an onshore and offshore syndicate consisting of DBS, Minsheng Bank, China Merchant Bank and Maybank on an acquisition financing of more than RMB4 billion to a consortium comprising Vanke, SCPG and Hopu to acquire 20 onshore projects.
- Represent Ping An Bank on its €2.2 billion loan to Anta Group for its acquisition of Amer Sports.
- Represent GCPF Master Manager Corp. (a JP Morgan real estate fund) on its borrowing of about RMB2 billion in onshore and offshore loans for its acquisition of Lujiazui Central Park Project in Shanghai Pudong from a real estate fund incorporated in Hong Kong.



Project Finance

- Represent the mandated lead arrangers including ICBC, China Construction Bank, Bank of China, Agricultural Bank of China, China Development Bank and Bank of Communications on a RMB4.6 billion facility to Fujian Refining and Petrochemical Co. for the development of an oil refining and ethylene facility.
- Represent Shanghai World Financial Centre Co. on a RMB4 billion facility for the construction and development of Shanghai World Finance Centre in Shanghai. loan syndicate
- Represent The Export-Import Bank of China in a US dollar term loan facility to the Republic of Djibouti for the development of Doraleh port.
- Represent the borrower, Shanghai Krupp Stainless Co. on a US\$150 million syndicated loan facility for the development of its stainless steel plant.
- Represent the syndicate led by Bank of China Shanghai Jing'An Sub-Branch in a RMB8 billion syndicated loan facility for construction and development of hotel and office buildings in Shanghai Jing'An District.
- Represent the borrower, Shanghai Chemical Industry Park Industry Gas Company, on a US\$120 million syndicated loan facility.
- Represent the borrower, Bayer Polymers (Shanghai) Company on a bilateral loan of over RMB2 billion from China Construction Bank.
- Represent the syndicated lenders on a RMB3 billion loan facility to Shanghai Port International Passenger Transport Center Development Co.
- Represent Shanghai Yaoda Real Estate Development Co. on a RMB2.8 billion syndicated loan to Shanghai Intercontinental Center.
- Represent Greenland Group on a RMB1 billion domestic and international loan to Hypo Real Estate Capital Hong Kong Corporation for the development of residence project in Xi'an.

Structured Finance and Corporate Lending

- Represent HSBC, Bank of China Hong Kong Branch and JPMorgan Chase in parallel loans to Shanghai International Port (Group) Co. for investment in H-share issuance of Postal Savings Bank of China.
- Represent ICBC International in relation to a US\$200 million facility to the Huarong group.
- Represent Charoen Pokphand Group companies on a number of loan facilities with various Hong Kong-based financial institutions.
- Represent China Construction Bank Shenzhen Branch in a funded risk participation transaction for granting a US dollar term loan facility to Hepalink USA Inc.





Xie Zheng

Partner, Shanghai
zxie@fangdalaw.com



Stanley Chen

Partner, Shanghai
schen@fangdalaw.com



Rock Wang

Partner, Shanghai
rock.wang@fangdalaw.com



Romy Zhuo

Partner, Beijing & Shenzhen
romy.zhuo@fangdalaw.com

Our Team

Xie Zheng has over 20 years' experience in banking and finance. His areas of expertise include cross-border acquisition finance, syndicated lending, trade finance, foreign exchange and financial regulatory issues. He joined the firm as a partner in 2004. Prior to joining the firm, he worked with a leading international law firm. He is qualified in the PRC and England and Wales.

Stanley Chen has over 10 years' experience in banking and finance. His areas of expertise include cross-border acquisition finance, syndicated lending, project finance, foreign exchange and financial regulatory issues. He joined the firm in 2004. He is qualified in the PRC.

Rock Wang has over 10 years' experience in all types of bank financing and products, including syndicate and club deals, take-private finance, real estate finance, structured finance, project finance, acquisition finance. He regularly advises leading domestic and international banks and financial institutions on debt restructuring and regulatory matters. He is qualified in the PRC.

Romy Zhuo specializes in banking and finance, including cross-border project finance, acquisition finance, export credit, real estate finance and finance leasing.



Laurence Yuan

Partner, Hong Kong
laurence.yuan@fangdalaw.com

Laurence Yuan has over 10 years' experience in multiple jurisdictions (China, U.S. and UK) in banking and finance. His main practice areas include acquisition finance, project finance, trade finance, general banking, bank compliance and distributed ledger technology. Mr. Yuan was recommended by "Legal 500" in the PRC banking law sector for 2017 and 2019. The "Universal Theme Park Financing" project (PRC law) lead by Mr. Yuan was awarded the "Project Finance of the Year" by "Asian Legal Business" in 2019. He is qualified in both the PRC and New York State.



Joyce Zhou

Partner, Shanghai
joyce.zhou@fangdalaw.com

Joyce Zhou has over 10 years' experience in banking and debt finance, including acquisition finance, project finance, real estate development finance, commercial and industrial property finance, asset finance, trade finance, structured products and finance and financial regulation. She is qualified in the PRC.

Beijing

27/F, North Tower
Beijing Kerry Centre
1 Guanhua Road
Chaoyang District
Beijing 100020, China

Tel: +86 10 5769 5600
Fax: +86 10 5769 5788

Guangzhou

66/F, Guangzhou CTF
Finance Centre
6 Zhujiang East Road
Zhujiang New Town
Guangzhou 510623, China

Tel: +86 20 3225 3888
Fax: +86 20 3225 3899

Hong Kong

26/F, One Exchange Square
8 Connaught Place, Central
Hong Kong

Tel: +852 3976 8888
Fax: +852 2110 4285

Shanghai

24/F, HKRI Centre Two,
HKRI Taikoo Hui
288 Shi Men Yi Road
Shanghai 200041, China

Tel: +86 21 2208 1166
Fax: +86 21 5298 5599

Shenzhen

9/F, Tower One, Kerry Plaza
1 Zhong Xin Si Road
Futian District
Shenzhen 518048, China

Tel: +86 755 8159 3999
Fax: +86 755 8159 3900