

Our vision is to be the leading law firm in Australia and Asia

## Our regional network

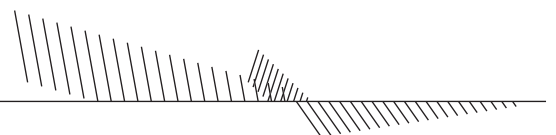
Allens Arthur Robinson (**Allens**) is a leading international law firm with staff in 15 cities in eight countries in Greater China, South East Asia and Australia. We have over 800 lawyers, including 196 partners. Allens offers a comprehensive legal network in Asia with lawyers based in Bangkok, Beijing, Hanoi, Ho Chi Minh City, Hong Kong, Jakarta, Phnom Penh, Port Moresby, Shanghai, Singapore and in all major Australian capitals. As part of our expansion into Asia, we have recently formed a strategic alliance with leading Malaysian law firm Raja Darryl & Loh. We also have a regular secondees based in Japan and extensive experience in Korea and the Philippines.

## Our Greater China practice

We have been advising clients in China for 20 years: our Hong Kong office was established in 1988, our Shanghai office became officially licensed by the Ministry of Justice in 1996 as one of the earliest international law firms to operate there and we formalised our presence in Beijing by opening there in early 2005. Our Greater China team comprises eight partners and over 30 lawyers, including both Chinese and international lawyers who are expert in PRC, Hong Kong, UK and Australian law.

Allens enjoys solid working relationships with officials in a variety of PRC Government ministries and departments, including People's Bank of China, State Administration for Industry and Commerce, State Administration of Foreign Exchange, Ministry of Commerce and the National Development and Reform Commission. We also have excellent relationships with a number of leading PRC law firms. In Hong Kong, we have extensive experience in handling matters with local regulatory authorities including with The Stock Exchange of Hong Kong Limited, the Securities and Futures Commission, the Hong Kong Monetary Authority and the Privacy Commissioner.

Our Greater China practice focuses on: banking and financial services, corporate and commercial, energy and resources, communications, media and technology, real estate, funds management, intellectual property, projects and infrastructure, litigation and dispute resolution, insurance, and trade and distribution.



## Global recognition

Our credentials, expertise and experience in foreign investment, corporate, commercial, finance and regulatory work have seen us consistently ranked as a leading foreign law firm in Hong Kong and the PRC by independent surveys.

### **A leading firm Asia wide in Projects, Infrastructure & Energy; and Investment Funds**

Chambers Asia 2009

### **A leading firm in China/Hong Kong in Banking & Finance, Corporate/M&A, Investment Funds, Insurance, and Real Estate and Projects, Infrastructure & Energy**

Chambers Asia 2009

### **One of the top ten legal advisers for China & Hong Kong in announced M&A deals**

Bloomberg M&A League Tables, first half 2008

## Banking & Financial Services

We offer a full service finance capability covering all areas, from bilateral and syndicated loans, acquisition finance, project and structured finance, trade finance, capital markets and derivatives to funds management and financial services licensing and regulation. We are active in mergers & acquisitions, joint ventures and other corporate transactions in the financial services sector. We also provide support with regulatory investigations and dispute resolution.

We advise many of the region's largest banks, fund managers, corporations and multinationals including:

**ANZ Banking Group Limited, Natixis and Rabobank International** – Advised on a HK\$3.2 billion senior secured acquisition financing facility to enable a subsidiary of Pioneer Iron & Steel Group Limited to launch a hostile takeover bid for Hong Kong main board-listed China Oriental Group.

**Standard Chartered Bank and Bayerische Hypo- und Vereinsbank AG** – Advised on the financing for the US\$95 million development of the Jinfeng gold mine in Guizhou Province, Southern China.

**AMP Capital** – Advised on the establishment of a listed registered investment scheme for AMP to invest in a Mauritian company, which in turn invested in Chinese securities and currency.

**Harvest Capital Partners (Fully Mansion)** – Acted for Harvest Capital Partners Hong Kong Fully Co Ltd in the borrowing of HK\$2.15 million from the Industrial and Commercial Bank of China (Asia) Limited for the acquisition and construction costs of a property in Hong Kong.

**Macquarie Global Property Advisers (MGPA)** – Represented Foxhill Investments Limited on the borrowing of HK\$1.86 billion and HK\$2 billion respectively for the refinancing of existing facilities in relation to real property development transactions and other general corporate purposes.

**Goodman Group, Hong Kong** – Acted on a series of transferable loan facilities arranged by Citibank and then HSBC providing a total of HK\$1.9 billion in property acquisition financing and the HK\$6.2 billion senior and subordinated facilities to refinance the earlier facilities on the establishment of the Goodman Hong Kong Logistics Fund.

**The Bank of Tokyo Mitsubishi (BTMU)** – Advised on documentation of numerous facilities, derivatives and cash management transactions, and on regulatory and compliance issues. We have acted for BTMU in China since the mid-1990s.

**ING Platform Services** – Assisted ING Platform Services to develop a new business model and relevant documentation pursuant to which it offers a comprehensive wealth management platform to third party dealers and distributors of financial products and their ultimate customers.

**ANZ Banking Group Ltd** – Assisted on the relocation of its private banking business from Singapore to Hong Kong, the preparation of all relevant customer documentation, assistance on responses to Hong Kong Monetary Authority queries, outsourcing and related compliance matters.

**Optiver** – Represented this global securities and derivatives market maker, on the establishment of its business in Hong Kong and its application for relevant licences with the SFC.

## Corporate & Commercial

We advise a range of enterprises in relation to their corporate and commercial needs in Greater China. We work on transactions of all sizes – from the largest mergers, acquisitions and joint ventures to small acquisitions and other more routine contractual matters.

Our team has considerable experience in all aspects of Hong Kong and PRC regulatory matters, M&A, including both equity and asset arrangements, tax effective structuring, foreign direct investment and state-owned asset restructuring. We have advised on a wide range of deals across a number of sectors. Our recent work includes:

**Fresenius Kabi** – Advised on the company's acquisition of 100 per cent of the equity of Cosco Pharm, the third largest manufacturer of blood bags in China.

**Schneider Electric** – Advising on the formation of a major equity joint venture in China with Delixi Group Co Ltd, one of China's leaders in electrical distribution, to manufacture, market and distribute electrical products in the PRC and globally.

**ANZ Bank** – Advised on its acquisition of a 19.9 per cent stake in the Shanghai Rural Commercial Bank, formerly Shanghai Rural Credit Co-operative Union, the largest financial services co-operative in the PRC. We have previously advised ANZ on its co-operative alliance with the Shanghai Rural Credit Co-operative Union. Advised on its US\$20 million subscription for a 19.9 per cent stake in Tianjin City Commercial Bank (now Bank of Tianjin), China's fourth largest city commercial bank by assets.

**Macquarie International Infrastructure Fund (MIIF)** – Acted in its acquisition stake in Taiwan Broadband Communications. The transaction was an extraordinary complex multi-jurisdictional matter.

**Caisse de dépôt et placement du Québec** – Advised in connection with its bid, as part of the Société Générale consortium, to acquire an interest in Guangdong Development Bank, one of the largest commercial lenders in Southern China.

**Ancor** – Advised on its US\$105 million acquisition of a controlling interest in Hong Kong-listed Vision Grande (Holdings) Limited, a packaging products company which has significant assets and operations in the PRC.

## Energy & Resources

We have a wide range of expertise in all aspects of mining exploration and production and on the development and approval of new mining projects. Our resources practice encompasses acquisitions and disposals, joint venture agreements, farm in and farm out arrangements, agreements for the supply of power, water, transport and other services, commodity sale agreements, state agreements, capital raisings, due diligence for acquisitions, financing and raisings. Our recent experience in the PRC includes the following:

**Chevron Corporation** – Acted for Chevron on the acquisition of a 49 per cent interest in the Chuandongbei sour gas project from Petro China.

**Roc Oil Company Limited (ROC)** – Advised ROC on its acquisition of a 24.5 per cent operated interest in the Zhao Dong Block in the Bohai Bay, offshore China, via the purchase of 100 per cent of the shares of Apache China Corporation LDC from its parent company, Apache Corporation. Allens role encompassed advising on the equity raisings, and our Shanghai and Beijing offices undertook due diligence.

**Exploration joint venture** – Advised South China Resources PLC on a joint venture in China for exploration and development of mineral resources, particularly molybdenum and copper.

**Tianshan Goldfields** – Acted for Tianshan Goldfields in relation to exploration and development of the Gold Mountain project in north-west China and the preparation for listing on London's Alternative Investment Market (AIM). This is one of the largest foreign investment gold projects in China.

**Penfold Limited** – Advised Penfold and China Mining Partners Limited on significant pre-IPO investment in a major PRC resources company operating in central and western China. We also advised on critical share conversion and listing issues prior to the listing on Shanghai Stock Exchange.

**Hunan Non-Ferrous Company Limited** – Advised Hunan Non-Ferrous, a Hong Kong-listed PRC company, on a significant investment in the Australian resources sector shortly after a successful IPO in Hong Kong.

**Mineral Securities** – Acted on several joint ventures for exploration and mining of gold and nickel in far west China.

## Real Estate

We offer a full service corporate real estate team with broad experience in all aspects of property-related law in Greater China. We have extensive experience in the acquisition, financing, development, sale and leasing of residential, commercial, industrial, hotels and retail properties. We have acted for a wide range of clients from private investors to high-profile property developers and institutional investors including the following:

**Goodman Group** – Acting for one of the world's largest listed property groups in connection with investigating proposed investments in industrial warehouse and logistics developments in Shanghai, including structuring, negotiating and preparation of transaction proposals and related transaction documents.

**CB Richard Ellis** – Advised CBRE on its joint venture with China Vanke Co Ltd., the PRC's largest residential property developer.

**CDP Capital - Real Estate Advisory** – Advised on the formation of its joint venture with Hong Kong-listed Shanghai Forte Land Co. to develop a major residential property project in Huishan District, Wuxi, China.

**Concord Land** – Advised on all aspects of the joint venture with the Carlyle Group. We advised Concord Land on the sale of 'Residence 8' (a high-end property development in Shanghai) to the Carlyle Group.

**Macquarie Bank** – Advised on the acquisition of City Apartments, a 92-unit serviced apartment complex in Shanghai, PRC.

**DB. Zwirn** – Advising this US-based hedge fund in relation to an investment in a real estate joint venture in Harbin, China; proposed real estate investments in Beijing; and its proposed acquisitions of real estate projects in Beijing and Zhengzhou.

**MGPA** – Acting for MGPA in connection with investigating proposed investments in Beijing, Shanghai, Chongqing and Guangdong, including due diligence review, negotiation, discussion and preparation of transaction proposals and related transaction documents.

## Funds Management

We offer access to one of Asia's most experienced teams of funds management lawyers, with extensive market knowledge and experience in structuring funds, preparing and negotiating fund documentation and facilitating the acquisition of assets and investments for funds.

Our team brings together a combination of funds, real estate, capital markets and tax skills to advise on structuring and strategic issues. This breadth of experience means we are able to readily highlight key issues and risks, and anticipate and proactively manage the responses of investors, asset consultants, regulators and the markets to new products.

**ING Real Estate Asia Value Fund** – Acted for ING Real Estate Investment Management on all aspects of the establishment of this fund, which was established to invest in a range of Asian jurisdictions.

**Goodman Group** – Advised on two elements of the transaction. The first was an M&A deal involving the sale of shares in a Hong Kong company, the sale of an investment in a private equity real estate fund, and the sale of interests in two real estate development projects held through two special purpose vehicles. The second was a capital raising in Australia by Goodman Group to fund the acquisition and raise working capital.

**Private equity real estate joint venture fund** – Assisted a development company and a leading financial institution with the establishment of a funds management joint venture, and acted for the joint venture on all aspects of the establishment of a Bermuda-based private equity fund, which was established to invest in real estate projects through offshore corporate structures.

**AMP Capital: China growth fund** – Advised on the establishment of a listed registered investment scheme for AMP to invest in a Mauritian company, which in turn invested in Chinese securities and currency.

## Litigation and Dispute Resolution

Our litigation lawyers have the capabilities, experience and resources to handle all forms of litigation. We have extensive experience in both securities enforcement and recovery work, all forms of insolvent administration and non-lending litigation, as well as extensive and diverse experience in defending claims brought against banks. We have a proven track record of running, defending and managing all aspects associated with financial services and products litigation, securities claims, shareholder matters and class actions.

Our recent experience includes:

- represented the Court of Final Appeal in Hong Kong in relation to a proposed PRC joint venture, avoiding a liability of HK\$140 million;
- advising financial services clients, in particular those with insurance broking licences, on potential criminal exposure arising from remuneration structures, commission agreements and other issues being considered by the Hong Kong Department of Justice and Independent Commission Against Corruption;
- advising the insurers of numerous Hong Kong banks, who have been served with search warrants as part of an investigation by the Commercial Crime Bureau into criminal breaches of the Securities and Futures Ordinance arising out of the sale of mini bonds financial products;
- acting in class actions brought against Hong Kong and mainland Chinese companies listed in the US. These proceedings are being conducted in the US federal courts (class actions) and US state courts (derivative actions) and include:
  - LJ International (a Hong Kong company), its Chairman and CFO in relation to financial misreporting;
  - LDK Solar (a PRC company) and its directors sued for misrepresentation and civil statutory offences arising from alleged financial and other mis-statements in LDK's 2007 prospectus;
  - Giant Interactive (a PRC company) and its directors for misleading public statements and financial misreporting; and
  - Agria Corporation (a PRC company) and its directors for misrepresentation and other civil causes of action that allegedly misled the market.

## Intellectual Property

Our team of intellectual property lawyers and trade mark attorneys deliver an integrated and highly specialised service to create, manage, protect and defend our clients' intellectual property, delivering a one-stop shop of registration, commercial and litigation services not typically available in a major law firm.

Our office in Hong Kong has long taken care of Greater China intellectual property work and trade mark filings in Hong Kong, the PRC, Macau and Taiwan. This practice is augmented by our locally licensed Intellectual Property business in China – Allens Arthur Robinson Intellectual Property (Beijing).

**Las Vegas Sands Corp** – Act for LVS in Hong Kong and China where we handle their VENETIAN, SANDS and other trade mark applications and portfolio management relating to their new businesses in Macau. Allens have also acted in domain name and other disputes in Hong Kong and China.

**Edipresse Hong Kong Limited** – Assist with trade mark registration and portfolio management throughout Asia for a large number of magazine titles, and managing a number of intellectual property disputes in the region.

**Advanced Micro Devices, Inc.** – Assist with trade mark registration and portfolio management in Hong Kong, China and Taiwan, and a large number of disputes including Customs Department enforcement in China.

**Nippon Electric Glass Co., Ltd** – Advised this Japanese manufacturer, on licensing issues regarding how to define and protect know-how and licensing issues and drafting pro-forma licensing agreements in Thailand.

**Holcim (Vietnam) Ltd** – Advised Holcim the world's leading supplier of cement, aggregates, concrete and construction related services, on trade mark issues and prepared the licensing agreement as part of a major acquisition.

## Projects and Infrastructure

Allens has one of the largest and most dynamic group of infrastructure and finance specialists in the Asia region. We have been involved in a number of significant infrastructure projects across the Asian region over the past decade. Examples of projects we have handled in the PRC include the following:

**Hong Kong Wetland Park** – Advised the Hong Kong Government on the outsourcing of the operations and maintenance of the Hong Kong Wetland Park, a 61-hectare ecotourism attraction.

**Guangdong Zhujiang Power Development Co.** – Advised in relation to a coal-fired power plant joint venture with the New World Group of Hong Kong in Guangzhou.

**Water Projects, China** – Advised on the development and sponsorship of water treatment plants in Yantai City, Shaoxing City, Zhangzhou City, Shijiazhuang City and Benxi City, and strategic advice on the Dalong Reservoir BOT project in Hainan Province in China.

**Roaring 40s (China) Joint venture between China Light & Power and Hydro Tasmania** – Advised on the procurement of wind turbines in China, including advising on the preparation of standard wind turbine supply and maintenance agreements.

**Chevron Corporation (China)** – Advised on the Chuandongbei sour gas project, a coal-bed methane joint venture with China National Petroleum Corp (**CNPC**). The deal, to develop and operate a gas field in western China in cooperation with CNPC, is China's largest onshore natural gas joint venture involving a foreign partner.

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