

ABOUT SQUIRE SANDERS

Squire Sanders is one of the world's strongest integrated legal practices with more than 1,300 lawyers in 39 offices across 19 countries. Widely acknowledged for its international reach and diverse sector expertise it advises a wide variety of business enterprises, financial institutions and governmental entities around the world.

- Appointed to Inaugural Ministry of Commerce of China Legal Panel for representing the Chinese government on economic and trade agreements, international investment dispute cases, as well as WTO and RTA matters and cross-border dispute resolution.
- 39 offices, 19 countries, 5 continents.
- Recently recognised as a top 10 global legal practice by *Law 360*.
- One of only 12 firms described as being "truly global" in the *AM Law Global* 100 rankings 2012.

RECENT TEAM HIGHLIGHTS

M&A

- Advising a consortium comprising tire wholesaler **TIA GB** and leading Chinese tire manufacturer Shandong Yongtai Chemical Group on the £30 million acquisition of the entire issued share capital of Covpress International Holdings.
- Assisting the international head office (based in HK) of a **Chinese state-owned multinational conglomerate** with financial and non-financial businesses in their acquisition of businesses in Latin America and Western Coast of the US.
- Assisting **an investment fund with outbound private equity investments** in Germany, New York and the Silicon Valley.
- Representing a **transmission equipment producer** and its parent in Nanjing relating to various real estate and corporate transactions.
- Representing **China Zhenhua Oil** in connection with the acquisition of oil assets in the Middle East and offshore joint ventures.
- Representing **Sunspring Metal Corporation**, one of the world's largest manufacturers of die cast metal components, in acquisitions in Kentucky, Michigan, Ontario (Canada) and Hong Kong, including on-going advice relating to post-closing matters.
- Representing **Beijing West Industries** in its acquisition of the Polish assets of the vehicle suspension business of Delphi.
- Representing **Dalian Machine Tool Group** in its acquisition of controlling shares in a Germany-based milling machine company.
- Representing **Feiyue Group** in the acquisition of a Germany-based embroidery machine company.
- Assisting **Henan Centre Alliance Mines** with its acquisition of iron ore mining interests in Australia, as well as assisting with Foreign Investment Review Board (FIRB) approvals.
- Representing **COFCO Capital Corporation** in various corporate transactions including a syndicated transaction with Cube Securities in the acquisition of US\$20 million asset-backed senior secured fixed rate bonds in Malaysia from UBS, issuance of US\$150 million commercial paper, advisory work relating to claims against Lehman Brothers' bankruptcy estate, advisory work relating to an ISDA agreement for currency hedging and the formation of a real estate investment fund in California

CHINA OUTBOUND PRACTICE

We have significant depth of resource and experience in advising Chinese clients in relation to their outbound transactions. With offices in Beijing, Shanghai and Hong Kong and additional resources experienced in advising Chinese clients on the outbound transactions across our offices in the wider Asia Pacific region (Perth, Sydney, Singapore and Tokyo) and Europe, the Americas and the Middle East, we are well placed to advise on M&A transactions across all jurisdictions.

Our Corporate M&A practice has extensive experience in the full range of transactions including domestic and cross-border mergers and acquisitions, joint ventures, strategic alliances, leveraged buyouts, public tenders, takeover offers, divestitures, controlled auctions, management buyout/ins, partnerships and equity investments.

- Representing a **Taiwan-based automotive components manufacturer** in potential acquisition of Brazilian target; performed due diligence in China and Brazil.

Commercial

- Representing a **Chinese professional manufacturer of plastic molds** in connection with formation of various US business ventures in the remote control vehicle industry.
- Representing a **Chinese state-owned high-technology company** in establishment of US subsidiary and subsequent potential acquisition and construction work in the US.
- Advising **an investment company** on Hong Kong law relating to the fund's proposed convertible loan investment in a HK listed company.
- Representing a **Chinese full-spectrum IT service provider** in issuance of legal opinions for its subsidiaries in Hong Kong, Japan and the US; general advisory work in the US relating to various labor/employment and immigration matters.
- Representing a **Chinese automobile manufacturer** in connection with various IP, corporate and regulatory work concerning the establishment of dealership network in the US.
- Representing a **toy manufacturer** in a variety of corporate and IP matters - negotiation of various distribution and licensing agreements; prosecution of various trademark around the world
- Representing the **Chinese largest supplier of agricultural products and food industry** in (i) syndicated transaction with Cube Securities in the acquisition of \$20 million asset-backed senior secured fixed rate bonds in Malaysia from UBS; (ii) issuance of \$150 million commercial paper; and (iii) advisory work relating to claims against Lehman Brothers bankruptcy estate; (iv) advisory work relating to ISDA agreement for currency hedging; and (v) general advisory work.
- Representing a **Chinese state-owned investment bank** in various types of loan transactions in the US (California and Texas), Germany, and Africa (Cypres, Ethiopia, West Africa Development Bank, Zimbabwe).

THE RIGHT PEOPLE, THE RIGHT EXPERTISE



William Downs
Partner, London
T +44 20 7655 1743
william.downs@
squiresanders.com

Respected and experienced corporate lawyer with more than 30 years' involvement in a wide range of M&A and corporate finance transactions.



Edward J. Dawes
Partner, Birmingham
T +44 121 222 3252
edward.dawes@
squiresanders.com

An experienced corporate and finance lawyer with more than 20 years' experience. Ranked by *Chambers UK* as a "commercial no-nonsense lawyer".



Tong Mao
Partner, Hong Kong
T +852 2103 0381
mao.tong@
squiresanders.com

A seasoned corporate lawyer involving a large number of Chinese clients doing business outside of China, and more than 100 Chinese-foreign joint ventures and wholly foreign-owned enterprises in China.



Daniel F. Roules
Partner, Shanghai
T +86 21 6103 6309
daniel.roules@
squiresanders.com

With more than 20 years of experience in international transactions in Asia, Europe and the United States, Dan has been living and working in China for more than 15 years.



James L. Hsu
Partner, Los Angeles
T +1 213 689 5170
james.hsu@
squiresanders.com

A wide range of experience of advising on China outbound M&A and commercial practice.



Dr. Michelle Chen
Partner, London
T +44 207 655 1188
E michelle.chen@
squiresanders.com

After qualifying as one of the first PRC lawyers in 1990, Michelle has more than two decades' experience advising both international and Chinese clients on cross-border transactions and related issues.



Benjamin Kroymann
Partner, Shanghai
T +86 21 6103 6300
benjamin.kroymann@
squiresanders.com

Chambers & Partners ranked him as a "Leader in his Field" for Sino-German transactions, and *Euromoney/Institutional Investor* commented him as a "Leading German Practitioner for M&A in China".



Joachim Heine
Partner, Frankfurt
T +49 69 17392 430
joachim.heine@
squiresanders.com

Extensive experience on advising clients on all aspects of public and private mergers and acquisitions, takeover offers, joint ventures and project structuring.



Tony Reed
Partner, Paris
T +33 1 5383 7067
tony.reed@
squiresanders.com

With more than 20 years of experience as a business and transactional lawyer, representation of a diverse range of businesses domestically and internationally.



John Poulsen
Partner, Perth
T +61 8 9429 7562
E john.poulsen@
squiresanders.com

John has considerable experience in securitization of different types of receivables and asset finance transactions. He was nominated for recognition of exceptional performance by the Lawyers Weekly 2013 Australian Law Awards.

INDUSTRY FOCUS

Our corporate expertise covers a wide spectrum of industries and professions around the world including:

- Aviation
- Brands
- Chemicals
- Diversified Industrials
- Energy & Natural Resources
- Life Sciences
- Renewable Energy
- Retail
- Sports & Entertainment
- Technology

squiresanders.com

"Squire Sanders is regularly mandated on cross-border and domestic M&A transactions, advising international companies looking to enter the PRC market as well as established players looking to expand their footprint."

Chambers Asia Pacific 2012

Recommended for Corporate/M&A

The Legal 500 Asia Pacific

China practice listed as a leader in M&A

IFLR1000

Recognised for corporate transactions in key emerging markets including China

Chambers Global

Shortlisted in the International Deal Firm of the Year category for advising ITOCHU Corporation on its US\$1.68 billion acquisition of the Asia fresh fruit and global packaged foods businesses of Dole Food Company

Asian Legal Business awards 2013

Ranked first tier for M&A: mid-market, £50–£250 million. Squire Sanders is noted "for the breadth of its capability"

The Legal 500 UK 2012

Ranked top tier Mid-market M&A (up to US\$500 million) "Standing out for its integrated global footprint, the practice has particular deal capability in the diversified industrials, chemicals, healthcare, automotive, and energy and natural resources sectors."

The Legal 500 USA 2013 (Mid-market M&A)