

# EDWARD BONG

Senior Consultant·Hong Kong

*+852 3749 1154*

*edward.bong@fangdalaw.com*

## PRACTICE AREA

MR. BONG'S PRACTICE AREAS INCLUDE CAPITAL MARKETS, M&A, COMPANY LAW, AND SECURITIES LAW AND REGULATIONS. EDWARD REPRESENTS CORPORATE AND FINANCIAL INSTITUTION CLIENTS INCLUDING MORGAN STANLEY ASIA LIMITED, CITIGROUP GLOBAL MARKETS ASIA LIMITED, INTERCONTINENTAL EXCHANGE (ICE), BOCI ASIA LIMITED AND CHINA RESOURCES PHOENIX HEALTHCARE HOLDINGS COMPANY LIMITED.

### Education

- New York University School of Law, LLM in Corporate Law
- King's College London, LLB

### Professional Qualification

- Admitted to practice in Hong Kong SAR
- Admitted to practice in New York
- Admitted to practice in England and Wales
- Admitted to practice in Malaysia

### Work Language

- English
- Mandarin Chinese
- Cantonese
- Malay

## REPRESENTATIVE MATTERS AND CASES

**Equity**

- Bank of America Merrill Lynch and Goldman Sachs as sponsors for the US$205 million spin-off listing of Frontage, the US subsidiary of TigerMed
- Bank of America Merrill Lynch as sponsor and Morgan Stanley, Citigroup Global Capital Asia Limited and China International Capital Corporation as global coordinators in connection with its US$200 million global offering of Koolearn Technology Holding Ltd. on the Main Board of the HKEx
- Citigroup and CCB International Capital Limited as joint sponsors and joint global coordinators in connection with the US$113 million global offering and initial public offering of Zhaoqing Kepei Education Group Limited on the Main Board of the HKEx
- Goldman Sachs (Asia) L.L.C., CLSA Limited, UBS AG, Hong Kong branch and Guotai Junan Securities (Hong Kong Limited) as underwriters in the HK$900 million global offering of Hua Medicine on the Main Board of The Stock Exchange of Hong Kong Limited, one of the first Chapter 18A IPOs in Hong Kong
- Jacobson Pharma Corporation Limited, a leading pharmaceutical company in Hong Kong, in its global offering and initial public offering (IPO) on the Main Board of The Stock Exchange of Hong Kong Limited
- Citigroup Global Markets Asia Limited and CLSA Limited as the underwriters in connection with the HK$680 million primary listing and global offering of H-Shares of Wenzhou Kangning Hospital Co., Ltd.
- IMAX China Holding, Inc. in its HK$1.93 billion initial public offering on the Main Board of The Stock Exchange of Hong Kong Limited underwritten by Morgan Stanley Asia Limited, Goldman Sachs (Asia) L.L.C. and China International Capital Corporation Hong Kong Securities Limited
- Morgan Stanley, BNP Paribas Securities and CIMB Securities as underwriters in connection with the HK$884 million primary listing and global offering of ordinary shares of Cowell e Holdings Inc., a major supplier of front end camera modules to Apple and other leading mobile communication companies on the Main Board of The Stock Exchange of Hong Kong Limited

- Morgan Stanley, BNP Paribas Securities and CIMB Securities as underwriters in connection with the HK$884 million primary listing and global offering of ordinary shares of Cowell e Holdings Inc., a major supplier of front end camera modules to Apple and other leading mobile communication companies on the Main Board of The Stock Exchange of Hong Kong Limited
- China Precious Metal Resources Holdings Co., Ltd. a gold mining company listed on the Main Board of The Stock Exchange of Hong Kong Limited in its HK$230 million placing and subscription on the Main Board of The Stock Exchange of Hong Kong Limited
- Wuzhou International Holdings Limited, a PRC property developer, in its HK$1.6 billion initial public offering on the Main Board of The Stock Exchange of Hong Kong Limited sponsored by Macquarie Capital Securities Limited and BOCOM International (Asia) Limited
- Wuzhou International Holdings Limited in its HK$465 million placing and subscription of new shares on the Main Board of The Stock Exchange of Hong Kong Limited
- Morgan Stanley Asia Limited as sole sponsor and sole global coordinator together with Oriental Patron Securities Limited as joint bookrunner in the HK$412 million initial public offering of SPT Energy Group Inc., a leading Chinese non-state owned provider of integrated oilfield services with significant operations in Central Asia
- CPMC Holdings Limited, the largest manufacturer of metal packing products in China in its HK$915 million placing and subscription of its shares listed on the Main Board of The Stock Exchange of Hong Kong Limited
- Temasek in its HK$1.2 billion cornerstone investment in the H-Share initial public offering of Citic Securities Company Limited on the Main Board of The Stock Exchange of Hong Kong Limited
- Citigroup Global Markets Asia Limited as sole sponsor and sole global coordinator together with Renaissance Capital (Hong Kong) Limited and BOCOM International Securities Limited as joint bookrunners in the HK$1.1 billion initial public offering of China Polymetallic Mining Limited, the first non-ferrous metal pure mining company listed on the Main Board of The Stock Exchange of Hong Kong Limited
- Aabar Investment PJS in its US$850 million cornerstone investment in the initial public offering of Glencore International PLC on the London Stock Exchange and the Main Board of The Stock Exchange of Hong Kong Limited
- Bain Capital in its share disposal pursuant to the HK$1.4 billion initial public offering of Greatview Aseptic Packaging Company Limited on the Main Board of The Stock Exchange of Hong Kong Limited
- Morgan Stanley Asia Limited and UBS AG, Hong Kong Branch as joint sponsors and joint global coordinators in the HK$6.6 billion initial public offering of Sihuan Pharmaceutical Holdings Group Ltd. on the Main Board of The Stock Exchange of Hong Kong Limited

**M&A**

- Advised China Huaneng Group, a China SOE, on its potential acquisition of GCL New Energy (HKEx stock code : 0451) , including the potential mandatory general offer obligations under the Takeovers Code arising from the potential acquisition
- UNIC Capital Management Co., Ltd.) and Sino Xing Ding Limited to acquire the controlling stake in Unis Holdings (HKEX Stock Code: 00365) with a consideration of HK$990 million and to make a mandatory general offer under the Hong Kong Codes on Takeovers and Mergers and Share Buy-backs
- Advised Chairman of the TCL group regarding the general offer, acting in concert, disclosure of interests, dealings and director's duties implications arising from the restructuring of the TCL group involving TCL Corporation (Shenzhen Ex stock code: 000100), TCL Electronics Holdings Limited (HKEx stock code : 1070) and Tonly Electronics Holdings Limited (HKEx stock code : 1249), which resulted in a general offer being launched by TCL Industries Holdings Co., Ltd., which is owned by the Chairman, Suning.com Co., Ltd., Xiaomi Technology Co. Ltd., among others, for the shares in TCL Electronics Holdings Limited for HK$4 billion and the shares in Tonly Electronics Holdings Limited for HK$1 billion
- Hong Kong-listed Phoenix Healthcare (now renamed as China Resources Phoenix Healthcare Holdings

Company Limited) on its US$480 million acquisition of certain hospital businesses of China Resources Healthcare Group, one of the largest state-owned enterprises in China's healthcare industry

- Munsun Assets Management Ltd (a Type 9 and Type 4 SFC licensed entity) and Shenzhen Munsun Asset Management Company Limited and its shareholders as targets in the related acquisitions by China Precious Metal Resources Holdings Co., Ltd (a Hong Kong listed company) in a connected share swap transaction amounting to HK$1.3 billion which was contemplated as either a potential reverse takeover or a very substantial acquisition under Hong Kong Listing Rules
- Danone Asia Pacific Holdings Pte. Ltd. in its disposal of Dumex Baby Food Co. Ltd to Yashili International Group Limited in a cash transaction on Euro 150 million
- Boom Win Holdings Limited in respect of the disposal of 18.77% shares in Wuzhou International Holdings Limited for a consideration of HK$320 million
- Orbimed Global Healthcare Master Fund, L.P. and Worldwide Healthcare Trust PLC in their HK$155 million subscription of new shares in Yestar International Holdings Company Limited, a company listed on the Main Board of The Stock Exchange of Hong Kong Limited
- Oceanic Gold Global Limited in its Euro 60 million acquisition of 50% shares in Giochi Preziosi S.p.A., a leading toy distributor in Europe and the related debt restructuring and capital increase in Giochi Preziosi S.p.A JinkoSolar Power Engineering Group Limited in the US$125 million Series A-1 Preferred Shares investment by China Development Bank Capital Corporation Limited and US$100 million Series A Preferred shares US$100 investment by Macquarie Bank
- Qatar Holding LLC in its US$215 million investment in CITIC Capital Holdings Limited and subsequent restructuring relating to changes in shareholders of CITIC Capital Holdings Limited
- IntercontinentalExchange Inc. in its acquisition of NYSE Euronext in its US$8.2 billion cash and stock deal and in the Hong Kong related inter-group restructuring and regulatory filings
- Orbimed Healthcare Fund Management in the HK$32.4 million acquisition of shares in Lee's Pharmaceutical Holdings Limited, a company whose shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited
- Orbimed Advisors LLC in its HK$390 million cornerstone investment in the initial public offering of Luye Pharma Group Ltd.
- Silver Gold Enterprises Limited in its issuance of US$4.5 million 6.5% Secured Bonds due 2014 and US$22.5 million Zero Coupon Secured Exchangeable Bonds due 2014 exchangeable into shares in Asia Potash Group Company Limited
- H.C.B.C. Enterprises Limited in its tender offer for Enoteca Co., Ltd, as part of a private management buy-out. Enoteca is one of Japan's leading importers, wholesalers and retailers of fine wines
- Bank of America Corporation in the HK$10 billion cash disposal of its Hong Kong retail banking operation to China Construction Bank Corporation

**Debt**

- Wuzhou International Holdings Limited in its offering of US$100 million 7.00% Convertible Notes due 2019
- Wuzhou International Holdings Limited in its 2013 offering of US$100 million 13.75% Senior Notes due 2018 which were subsequently consolidated to form a single class with a US$100 million in aggregate principal amount of 13.75% Senior Notes due 2018 and listed on the Singapore Stock Exchange
- Munsun Absolute Fund in respect of its offering of HK$61 million Secured Exchangeable Bonds due 2018 exchangeable into shares of Sanxing Trade Company Limited, a company listed on the Main Board of The Stock Exchange of Hong Kong Limited
- CNPC (HK) Overseas Capital Ltd. on the issuance and listing of its US$700 million 3.125% Guaranteed Senior Notes due 2016, US$650 million 4.500% Guaranteed Senior Notes due 2021 and US$500 million 5.950% Guaranteed Senior Notes due 2041 on the Main Board of The Stock Exchange of Hong Kong Limited
- CNPC Golden Autumn Limited on the issuance and listing of its CNY2.5 billion 2.550% Guaranteed Bonds due

2013 and CNY500 million 2.950% Guaranteed Bonds due 2014 on the Main Board of The Stock Exchange of Hong Kong Limited

- Future Land Development Holdings Limited, a PRC property developer, in its offering of US$250 million 6.25% Senior Notes due 2017
- Future Land Development Holdings Limited in its offering of US$350 million 10.25% Senior Notes due 2019 issued in 2014
- Future Land Development Holdings Limited in its offering of US$200 million 10.25% Senior Notes due 2018 and subsequent redemption in 2015
- China Green (Holdings) Limited, a company listed on the Main Board of The Stock Exchange of Hong Kong Limited, on its offering of RMB1.35 billion US Dollar Settled 3.00% Guaranteed Convertible Bonds due 2013 and listed on the Singapore Exchange
- China XD Plastics Company Limited in connection with the issuance of US$150 million 11.75% Senior Notes due 2019 issued in 2014

**Other**

- Represented listed and non-listed entities as well as individuals in connection with investigations conducted by the Securities and Futures Commission as well as The Stock Exchange of Hong Kong Limited
- China Green (Holdings) Limited in the restructuring of its RMB1.35 billion US Dollar Settled 3.00% Guaranteed Convertible Bonds due 2013 into new 7% and 10% Guaranteed Convertible Bonds due 2016
- Max China Holdings Limited in the restructuring of its US$200 million Secured Exchangeable Bonds due 2013 into exchangeable shares and/or convertible bonds of Palm Springs Holdings Limited and related Subordinate Debt of US$33 million and Preferred Shares investment from various investors
- Munsun Absolute Fund in its HK$300 million Secured Term Loan Facility from Bliss Best Limited
- Asian Development Bank in its US$100 million Credit Facility to Far East Horizon Limited
- International Finance Corporation in its US$40 million Secured Loan to China Flooring Holding Co. Ltd.