

GRACE YU

Partner·Shanghai

+86 21 6263 5855

grace.yu@fangdalaw.com

PRACTICE AREA

MS. YU SPECIALISES IN M&A AND FINANCIAL REGULATION. SHE IS SKILLED IN ADVISING ON COMPLEX TRANSACTIONS AND SOLVING CUTTING-EDGE LEGAL AND REGULATORY ISSUES. SHE ADVISES MULTINATIONAL GROUPS INCLUDING CITI, MORGAN STANLEY, J.P. MORGAN, UBS, CREDIT SUISSE, HSBC, STANDARD CHARTERED, WARBURG PINCUS, NOMURA, DBS, GENERALI, ANT GROUP AND THE HKEX GROUP.

Education

- Peking University School of Law, LL.B

Professional Qualification

- Admitted to practice in the PRC

Professional Background

- Ms. Yu joined Fangda as a partner in 2018. Before joining the firm, she worked as a partner at Linklaters Zhao Sheng.

Ms. Yu regularly advises on a broad range of financial regulatory issues relating to the Chinese market from commercial banking to investment banking, asset management, wealth management and fintech. She also advises financial institutions on data and technology issues.

Ms. Yu has advised on many first-of-its-kind transactions and deals in the Chinese financial market, including the first batch of foreign funded banks to be locally incorporated in China; the first foreign investment in one of China's "big four" financial asset management companies; the first restructuring of a listed distressed trust company in China; the first CEPA securities joint venture; the first WFOE securities firm; the first foreign-controlled securities joint venture; the first WFOE futures company; and the launch of the first ever stock connect regime between investors in different markets, i.e., the Stock Connect which connects international investors and Mainland Chinese investors.

REPRESENTATIVE MATTERS AND CASES

Financial regulatory legal services

With more than 20 years' experience in advising international financial groups, Ms. Yu quickly responds to various legal issues from financial institutions and provides creative solutions. Her legal services include:

- Assisting clients in obtaining regulatory authorizations and licenses and completing all legal and compliance steps
- Structuring PRC financial market acquisitions and joint ventures, as well as conducting the relevant licensing, approval and filing procedures
- Providing strategic advice and tactical analysis based on regulatory requirements and market trends in the provision of financial services in China
- Advising banks, securities and fund managers, insurance companies and representative offices of foreign banks on their ongoing activities and operations in China, including trading, clearing and settling domestic securities, futures, commodities and currency products

- Advising on fintech, including blockchain, e-signature, data privacy, big data, financing, licensing, and security and operational issues
- Advising on market misconduct, including misrepresentation, short selling, insider trading, and market manipulation
- Assisting cross-border investment activities, for example, through QFII and QDII schemes and through CDR, stock, bond and wealth connect schemes
- Advising on market access to, and risks associated with, the exchange clearing system and clearing houses in China
- Conducting complex cross-jurisdictional investigations and responding to regulatory enforcement actions
- Conducting in-depth reviews of financial institution corporate governance, including systems and controls requirements, establishing reporting structures and decision-making processes, and advising on board and committee regulation
- Advising on system deployment, data storage and security, cross-border data transfers, and privacy protection, including mandatory requirements and best practices
- Advising on foreign exchange issues
- Advising on financial services such as factoring, auto finance, financial leasing, supply chain finance and asset management

- Advising on custodianship and other securities services (both related issues and documentation)
- Advising on underwriters' liabilities
- Structuring and documenting derivative transactions involving currencies, commodities, equity, gold, etc.
- Responding to regulatory investigations into securities investment, asset management, banking, foreign exchange, and money laundering

Joint Venture / M&A

- Commercial banking: Represented Citi in the sale of its retail banking business in China; An international bank in the sale of its retail banking business in China; Represented Central Huijin in its investment in Hengfeng Bank; Represented Chengfang Huida in its participation in the risk resolution of Bank of Jinzhou; Represented DBS Bank in its acquisition of Shenzhen Rural Commercial Bank; Represented a leading fintech group in its various internet-based financing services offered in China and globally; Represented UBS in its investment in China Postal Bank; Represented RBS in its sale of ABM AMRO's retail banking business; Represented Standard Chartered Bank, Mizuho, UBS, and ABN AMRO in the first-ever conversion of foreign funded bank branches in China to locally incorporated, wholly owned subsidiaries
- AM: Represented a European-headquartered international financial institution in its equity increase in the joint venture fund management company from its SOE JV partner; Represented a US-headquartered institution in its potential acquisition of an equity interest in a fund management company; Represented a financial institution in North America in its sale of an equity interest in its joint venture fund management company; Represented a European company in its offshore restructuring, which could impact its joint venture fund management company in China; Represented Guotai Junan Securities in its acquisition of 49% equity interest in CPIC Fund Management from Allianz SE; Represented Morgan Stanley in increasing its shareholding in its joint venture fund management company by way of acquisition and in converting the joint venture into a WFOE; Advised UBS on FMC related regulatory analysis and filings in its merger with Credit Suisse; Represented Warburg Pincus in the sale of equity in Hwabao WP Fund Management Company; Represented Warburg Pincus in its acquisition of 23.3% equity interest in Zhong Ou Asset Management; Advised Warburg Pincus on daily operational and investment matters in its onshore fund management companies and other asset management platforms; Represented BlackRock on its establishment of BlackRock Fund Management Co., Ltd, which is the first wholly foreign-owned mutual fund management company following the removal of foreign shareholding

restrictions; Represented an alternative investment manager in PRC-related activities; Represented UBS in its pre-IPO investments in China Cinda Assets Management; Represented a US private equity company in setting up a platform for purchasing non-performing loan assets in China

- WM: Represented UBS in its establishment of an innovative online wealth management platform; Represented Credit Suisse in obtaining licenses related to foreign wealth management through its securities subsidiary in China; Represented a US fund manager in a potential investment in a wealth management subsidiary of a PRC bank; Assisted Ant in documentation for establishing its wealth management platform to distribute various AM/WM products; Assisted various international financial institutions including UBS, Citigroup, HSBC, DBS, and Bank of East Asia in their wealth management related issues; Represented Citi in its sale of its retail banking business that included wealth management business in China
- Securities: Represented UBS and Founder Securities on the sale of their stake in Credit Suisse Securities to Beijing State-owned Asset Co.; Represented a leading international securities market maker in the establishment of its 100%-owned securities firm in China; Represented DBS, JP Morgan, Nomura, Standard Chartered, BNP Paribas, HSBC, UBS, China Renaissance, RBS, Credit Suisse and Morgan Stanley in their onshore securities establishment and restructuring projects; Represented Alibaba in its investment in Huatai Securities; Advised the parties to the merger of Orient Securities and Orient Investment Banking
- Futures: Represented Morgan Stanley in establishing a futures brokerage company in the PRC; Represented UBS in its onshore futures brokerage acquisition transaction; Represented a leading US financial institution in its establishment of a wholly foreign-owned futures brokerage firm in China; Represented J.P. Morgan in its acquisition of a 49% stake in a PRC futures company and in its further acquisition of the remaining 51% stake; Represented ABN AMRO in its acquisition of 49% of the equity interest in a futures company and represented RBS in the further shareholding matters related to the futures company
- Insurance: Represented Generali in acquiring 51% of the shares in Generali China Insurance Company Limited to bring its stake to 100%; Represented Morgan Stanley in its investment in ZhongAn Insurance, which, at the time, was the only insurance company in the PRC approved to conduct internet insurance business; Represented a domestic entity in its investment in a European insurance conglomerate; Represented Nomura Securities in its investment in Xinhua Insurance; Represented UBS in its strategic investment in China Cinda Asset Management Company and in its insurance subsidiary
- Trust: Represented the strategic investor in Sichuan Trust's risk disposal; Represented Shanghai Electric and other investors in the risk disposal and restructuring of Xinhua Trust; Represented Shanghai Electric and other investors in the risk disposal and restructuring of Anxin Trust (the first restructuring of a distressed listed trust company in China); Represented the local government in the restructuring of Huaxin Trust; Represented Central Huijin in the risk disposal of China Great Wall Asset Management Corporation (AMC)
- Fintech: Represented a leading fintech company in its day-to-day domestic business related to financial activities and international expansion; Represented a Spanish bank in the use of its blockchain technology in the Chinese market; Represented a US electronic payment service provider in cross-border remittance transactions in multiple markets around the world; Represented a leading international bank in its providing customer services through apps in several countries and regions such as Switzerland, Singapore and Hong Kong SAR; Represented a joint venture securities company in its cooperation with an overseas affiliate to conduct securities exchange interconnection business; Represented a Singapore-based electronic payment service provider in cross-border payments to Chinese customers; Represented a joint venture bank in cross-border marketing activities through app software; Represented a Canadian bank in its provision of financial product trading services to Chinese clients through app software; Represented Eurex Clearing in its provision of settlement services for transactions between Chinese and foreign clearing participants

Honors and Awards

- Next Generation Partner in corporate/M&A law in Asia-Pacific, The Legal 500

- Highly Regarded in financial services, IFLR 1000, 2024 and 2025
- Women Leader in financial services, IFLR 1000, 2024 and 2025
- Band 2 FinTech Legal (PRC Firms), Chambers FinTech Guide, 2025
- Ms. Yu has been selected into the "Dingxin Rule of Law Talent Pool" (鼎新法治人才库) of the Shanghai Municipal Justice Bureau

Professional Affiliations

- Panelist, Private Banking and Wealth Management Professional Committee of the China Banking Association
- Panelist, Legal and Appeals Professional Committee of China Futures Association
- Member, Securities Research Committee of the Shanghai Bar Association
- Legal Counsel, Office of the Financial Committee of the CPC Shanghai Municipal Committee and the Financial Work Committee of the CPC Shanghai Municipal Committee