

JOYCE ZHOU

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PRACTICE AREA

MS. ZHOU SPECIALIZES IN BANKING AND DEBT FINANCE, INCLUDING ACQUISITION FINANCE, PROJECT FINANCE, REAL ESTATE DEVELOPMENT FINANCE, COMMERCIAL AND INDUSTRIAL PROPERTY FINANCE, ASSETS FINANCE, TRADE FINANCE, STRUCTURED PRODUCTS AND FINANCE AND REGULATORY MATTERS OF FINANCIAL INSTITUTIONS.

Education

- National University of Singapore, Faculty of Law, LLM
- East China University of Politics and Law, International Law School, LLB

Professional Qualification

- Admitted to practice in the PRC
- Selected to the "Foreign Affairs Lawyers Pool by The Ministry of Justice" in 2018
- IFLR 1000 Awards 2021 "Rising Star of the Year – (Shanghai) Banking and Finance"

REPRESENTATIVE MATTERS AND CASES

Acquisition Finance

- Represented a group of syndicated banks arranged by China Merchants Bank in a US$800,000,000 acquisition loan to an SPV sponsored by Primavera for the acquisition of Meadow China assets and relevant business
- Represented a group of syndicated banks arranged by China Merchants Bank in a HK$4,700,000,000 acquisition loan to an SPV of Shenzhen Expressway Corporation Limited for the acquisition of Shenzhen Investment International Capital Holdings Infrastructure Co., Ltd.
- Represented China Merchants Bank in its HK$1,700,000,000 loan to Longway Services Group Limited (being a wholly owned subsidiary of 珠海九洲控股集团有限公司) for the privatization of a Hong Kong listed company Zhuhai Holdings Investment Group Limited (珠海控股投資集團有限公司)
- Represented China Merchants Bank Co., Ltd., Hong Kong Branch as the lender in its loan financing to Zhuhai Port (Hong Kong) Co., Limited, an indirect wholly-owned subsidiary of Zhuhai branch of the State-owned Assets Supervision and Administration Commission of the State Council, for the privatization of Xinghua Port Holdings Ltd. (SEHK: 01990) by way of a voluntary conditional general cash offer
- Represented China Merchants Bank Co., Ltd., Hong Kong Branch as the lender in its loan financing to Optical Alpha Limited and Optical Beta Limited for the privatization of O-Net Technologies (Group) Limited (SEHK: 00877) by way of a scheme of arrangement under the Companies Law of the Cayman Islands
- Represented China Merchants Bank Co., Ltd. as the lender in its loan financing to Zhejiang Zheneng Electric Power Investment (Hong Kong) Limited (a wholly-owned subsidiary of Zhejiang Zheneng Electric Power Co., Ltd.), for the privatization of Zheneng Jinjiang Environment Holding Company Limited (listed on SGX-ST)
- Represented China Merchants Bank in term loan facilities arranged by it with an aggregate amount of up to HK$27,000,000,000 for acquisition of all the H-shares of Dalian Wanda Commercial Properties Co., Ltd.
- Represented China Merchants Bank in a HK$2,500,000,000 loan to an offshore SPV of Xu's Family for privatization of the Hong Kong listed shares of Peak Sport
- Represented the syndicated banks led by The Bank of China in a US$4,300,000,000 loan to the subsidiary of COSCO for acquisition of Orient Overseas Container Lines

- Represented the Bank of China Macau Branch in a term loan facility granted to CDH Giant Health (HK) Limited for its acquisition of Fujian Nanping Nanfu Battery Co., Ltd.
- Represented the buyer group led by Mr. Zhou Hongyi in an RMB equivalent of US$3,000,000,000 syndicated loan facility arranged by China Merchants Bank Co., Ltd., Shenzhen Branch for the privatization of Qihoo 360 Technology Co., Ltd.
- Represented for the buyer group consisted of Boyu Capital, Ally Bridge, Temasek, Yunfeng Capital, Sequoia and Hillhouse in a US$800,000,000 syndicate loan facility granted by Ping An Bank Co., Ltd. and Shanghai Pudong Development Bank Co., Ltd. for privatization of WuXi PharmaTech (Cayman) Inc., which was listed on the New York Stock Exchange
- Represented Goldman Sachs in a USD450,000,000 term loan facility arranged and pre-funded by it which was granted to Biostime Healthy Australia Investment Pty Ltd. for refinancing a bridge acquisition loan facility the group borrowed in 2015 for acquisition of the majority ownership of Swiss Wellness Group Pty Limited
- Represented CVC Asia Pacific Limited and its affiliates for the US Dollar facilities arranged by JPMorgan Chase Bank, N.A., acting through its Hong Kong Branch for acquisition of an international education group
- Represented the onshore and offshore lenders in onshore and offshore US Dollar loans for the acquisition by La Dolce Vita Fine Dining Company Limited (a SPV sponsored by CVC Capital) over the shares in South Beauty Investment Company Limited which is the ultimate shareholder of South Beauty restaurant franchise in the PRC

Real Estate Development Finance, Commercial and Industrial Property Finance

- Represented a syndicate of banks led by China Merchants Bank in an acquisition loan of RMB11,940,000,000 to a subsidiary of Guangzhou R&F Properties Co., Ltd., for its acquisition of 77 hotels from Dalian Wanda
- Represented Wing Lung Bank and Standard Chartered Bank in a syndicated loan to project companies under Zhejiang New Century Group for its refinancing of previous developments loans for 7 hotels in China
- Represented the Bank of China and the Agricultural Bank of China to lend a syndicated loan in the amount of RMB2,680,000,000 to Shanghai Municipal Land Reserve Centre for its land reserve of three plots in Huangpu District
- Represented Gazeley (Wuxi) Warehousing Development Co., Ltd. as invested by Brookfield for its onshore and offshore joint borrowings from Standard Chartered Bank for development of the property in China
- offshore acquisition loan from China CITIC for acquisition of a warehouse property located in China
- Represented Prologis in offshore and onshore US Dollar and RMB syndicate loan facility transactions with ING, BNPP and CRÉDIT- AGRICOLE with all loan proceeds are used for development and construction of onshore warehouse properties
- Represented Prologis in a series of onshore loan facility transactions with HSBC, CMB and Postal Saving Bank of China for the financing of a number of logistics warehousing projects

Other Finance

- Represented China Construction Bank in its loan to JuneYao Air for the purchase of an Airbus aircraft
- Represented China Construction Bank in its loans to China Eastern Airline for the purchase of two Airbus aircrafts
- Represented J.P. Morgan in its loans to China International Airline for advance payment of aircraft purchase price
- Represented China Development Bank and CEXIM in several shipping finance deals
- Represented Goldman Sachs in the issuance of a US$400,000,000 senior note and a US$200,000,000 senior note in June 2016 and January 2017 respectively by Biostime International Holding Co., Ltd.
- Represented Platinum in the issuance of a US$175,000,000 senior secured note by an offshore SPV
- Represented Sinopec Green Energy Geothermal Development Co., Ltd. and its subsidiaries in a US$200,000,000 lending from Asian Development Bank for investments in geothermy projects satisfying

requirements of ADB