

KE LUO

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PRACTICE AREA

LUO KE FOCUSES ON INDUSTRIAL M&A, EQUITY FINANCING AND CAPITAL MARKET TRANSACTIONS. HE IS SPECIALIZED IN STRUCTURING, NEGOTIATING AND EXECUTING CROSS-BORDER TRANSACTIONS, AS WELL AS DISPUTES RESOLUTIONS ON CORPORATE GOVERNANCE AND SPECIAL SHAREHOLDERS' RIGHTS.

Education

- Law School of the University of International Business and Economics, LL.B, 1997

Professional Qualification

- Admitted to practice in the PRC, 1999

Professional Background

- Luo Ke joined Fangda in 2001 and was promoted as a partner in 2004.
- Luo Ke has been on the panel of arbitrators of both Shenzhen Court of International Arbitration and Shanghai International Arbitration Center. He has acted as a chief or sole arbitrator in many arbitration cases concerning private equity investments, private and public M&As.

REPRESENTATIVE MATTERS AND CASES

Indsutrial M&A and Restructuring

- Represented ASMPT Limited (00522.HK) in its sale of controlling stake in Advanced Assembly Materials International (AAMI) to Wise Road Capital, as well as its sale of remaining shares in AAMI to Original Advanced (603991.SH) by way of cross-border share swap.
- Represented China National Technical Import & Export Corporation in its subscription of controlling shares in Vpower Group (1608.HK) as well as the post-closing business and financial restructuring.
- Represented Tianshan No.1 Industrial Investment Fund, in its acquisition of 18% shares in Tibet Water Resources Ltd., a company listed on Stock Exchange of Hong Kong (01115.HK), at a consideration of around HKD1.6 billion.
- Represented China Resources Enterprise in its acquisition of Tesco's retail and commercial real estate businesses in China.
- Represented China Resources Enterprise in its acquisition and restructuring of 999 Group.
- Represented many multional corporations including Agility, Analogic, ASMPT, Bayer, Mitsui, MKS Instrument, SCA, Steelcase and Walmart in their industrial acquistions and restructring in China.

Capital Market

- Represented SeeYa Technology (688781.SH) in its CNY 2.268 billion IPO and listing on the Sci-Tech Innovation Board of Shanghai Stock Exchange.
- Represented iRay Technology (688301.SH) in its CNY 2.1 billion IPO and listing on the Sci-Tech Innovation Board of Shanghai Stock Exchange, and its post-IPO issuance of CNY 1.4 billion convertible bond, as well as CNY1.174 billion private placement.
- Represented TCL Technology Group Corporation (000100.SZ), in its issue of US$300 million credit enhanced notes listed on Singapore Exchange.
- Acted as China legal counsels of issuers or sponsors in the IPOs of over 20 companies including Carlink

(02531.HK), Kerry Properties (02421.HK), OrbusNeich (06929.HK), TL Natural Gas (08536.HK), BYD Electronics (00285.HK), O-net (00877.HK), Silver Base (00886.HK), Nameson (01982.HK) and TIL Enviro (01790.HK) and their listing on the Stock Exchange of Hong Kong.

- Acted as China legal counsels of issuers or underwriters in the IPOs of over 10 companies including Sunny Mobile (GOMO), Xunlei (XNET), VIP Shop (VIPS), YY (YY), Comtech (COGO), SemiLEDS (LEDS) and their listing on NYSE or Nasdaq.
- Represented a number of Chinese enterprises including Landwind Medical and China Minzhong in their IPOs and listing on Singapore Stock Exchange.

Private Equity

- Represented Singapore Post Limited in its series of strategic investments in 4PX Express and its formation of onshore and offshore joint ventures with Cainiao to operate cross border forwarding business.
- Represented strategic and financial investors in their acquisition and disposal of shares in Hyal Communication, a group company engaged in the investment, construction and operation of communication infrastructure in ASEAN.
- Represented China Resources Vanguard in its USD400 million equity financing from strategic investors including Country Garden, ABC International, BOC International and CICC Capital.
- Represented China Resources Capital, CICC Capital and China Merchants Capital (as general partners and fund managers) respectively in their formation of over 10 private equity and venture capital funds.
- Represented China Merchants Capital and China Resources Capital respectively in its investment (as a limited partner) in dozens of reputable private equity and venture capital investment funds.

Corporate Control Disputes

- Represented Dong Fang Precision (stock code: 002611) in its disputes with Contemporary Amperex (stock code: 300750) and Foton Auto (stock code: 600160) in connection with its acquisition of 100% shares in Pride Power from at a total consideration of RMB4.7 billion, as well as the disputes concerning profits guarantee, corporate governance and control, and represented Dong Fang Precision in its sale of the 100% shares in Pride Power.
- Represented China Resources in connection with the potential hostile take of Vanke by Baoneng, the proposed share issue by Vanke to acquire assets of Shenzhen Metro, the disputes concerning corporate governance and control of Vanke, as well as its sale of approximately 15.31% of the shares in Vanke to Shenzhen Metro at a consideration of approximately RMB37.2 billion.
- Represented the Board of Directors of Naibu Global International Company (which is listed on London Stock Exchange) in its corporate control disputes and lawsuits with its controlling shareholder.

Honors and Awards

- Luo Ke is ranked as IFLR1000 “Leading Lawyers” of Asia-Pacific (China) and endorsed as a “Highly Regarded” lawyer in the areas of Capital Markets, Private Equity, and M&A.