



## Philip CHAN 陈嘉信

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City : Hong Kong

Practices : Capital Markets, Mergers & Acquisitions

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### Basic Information

Philip is a partner in Haiwen Hong Kong office. Philip has long been engaged in legal services including Hong Kong company law, listing rule, capital market transactions and cross-border mergers and acquisitions. Philip has extensive experience in Hong Kong capital market transactions and cross-border mergers and acquisitions. He has assisted clients in pre-IPO financing, listing, post-IPO compliance, control transfer, and privatization in various capital market transactions. In particular, he works on initial public offerings and post-listing mergers and acquisitions and compliance involving issuers in China (including H shares and red chips) and overseas backgrounds, as well as work related to the Hong Kong Stock Exchange's Listing Rules and the Securities and Futures Commission's Takeovers and Mergers Code.

### Professional History

Philip has accumulated more than 16 years of experience in leading companies and law firms, and was awarded the honor of "40 Under 40" by LexisNexis, a well-known legal institute LexisNexis in 2022. Prior to joining Haiwen, Philip was the General Counsel of a Hong Kong-listed company with market capitalisation of over HK\$10 billion, responsible for the company's legal matters and advising on the legal aspects of compliance, investigation, investment/divestment transactions. Previously, Philip was a Senior Legal Counsel of a Fortune 500 company and a Consultant at Clifford Chance in Shanghai and Hong Kong for more than 10 years, where he accumulated extensive experience in the industry.

### Experience Highlights

**Philip's recent experience includes advising:**

- the transfer of the controlling stake of HKICIM Group and the triggering of a Mandatory General Offer under the

## Takeovers and Mergers Code;

- a family fund invested in Terminus (an AI business company) as a private equity investor;
- CDB International Investment Limited sold a 29.99% stake in China New Town, a Hong Kong-listed real estate company (obtaining confirmation from the Securities and Futures Commission that it would not trigger a Mandatory General Offer under the Takeovers and Mergers Code);
- China Mobile's investment in a Hong Kong-listed software company, which may trigger Hong Kong's Takeovers Code obligations to provide advice and represent it in negotiations with the Hong Kong Securities and Futures Commission;
- Clarity Medical on its listing and global offering in Hong Kong;
- Genor Biopharma (holding company of Hillhouse Capital) on its listing and global offering in Hong Kong;
- Morgan Stanley Private Equity in the listing and global offering of its wholly-owned investee company Home Control on the Hong Kong Stock Exchange;
- Morgan Stanley Private Equity obtained an overseas M&A loan and acquired equity in a domestic company;
- ChemChina: Advising on the restructuring of Syngenta Group, ChemChina and Sinochem Corporation and the acquisition of a controlling stake in Hong Kong-listed Sinochem Hong Kong Holdings Limited;
- various transactions with Blackstone, Henderson Land, Wheelock Property and other prominent counterparties for aggregated consideration of over US\$3 billion; regulators' queries, compliance to applicable laws and rules, various financing and refinancing transactions, etc;
- HNA Foods: advising on its proposed acquisition of a Hong Kong-listed food company and making a general offer;
- HNA Investment: Advising on its proposed acquisition of a controlling stake in a Hong Kong-listed financial sector company through a voluntary partial tender offer;
- China Mobile's investment in a Hong Kong-listed H-share company;
- Hong Kong International Construction Investment (687.hk) invested in Hong Kong Airlines;
- the sponsors in the spin off and Hong Kong listing of BOCOM International Holdings Company Limited;
- VPower, a Hong Kong-based international power solutions company on its listing and global offering in Hong Kong;
- China Resources Pharmaceutical on its listing and global offering in Hong Kong;
- China Huarong's investment in MI Energy, an energy company, was restructured;
- a transaction in which an affiliate of China Travel Service International increased its capital in China National Tourism Administration;
- major transaction in which China General Nuclear Power Co., Ltd. acquired the assets of China General Nuclear Power Group for approximately RMB10 billion;

- well-known companies such as China National Offshore Oil Corporation, COFCO, Beijing Enterprises Holdings, KKR, CICC Capital, Sequoia Capital, and China Life Fund for analysis and transactions under Hong Kong law;
- BAML and UBS in the approximately US\$1.2 billion global offering and Hong Kong listing of Everbright Securities;
- CICC, BAML and ABCI in the Hong Kong listing and global offering of CGN Power Co., Ltd. of approximately US\$3 billion. CGN Power is the first and only nuclear power operator listed on the Hong Kong Stock Exchange;
- BOCI, CCBI and ABCI in the approximately US\$1 billion global offering and Hong Kong listing of Bank of Tianjin;
- the sponsors in the approximately US\$8 billion global offering and Hong Kong listing of China Postal Savings Bank;
- Morgan Stanley in the approximately US\$200 million IPO and listing of PW Medtech Limited, a leading medical device company in China, on the Main Board of the Hong Kong Stock Exchange;
- Morgan Stanley, UBS, J.P. Morgan, BOCI, CITIC in the approximately US\$1.36 billion IPO and listing of Huishang Bank Corporation Limited, the largest city commercial bank in Anhui, China, on the Main Board of the Hong Kong Stock Exchange;
- J.P. Morgan, Morgan Stanley and UBS, as underwriters, on the US\$1.9 billion Hong Kong listing and Rule 144A global offering of Wynn Macau Limited, owner and operator of casinos and resorts;
- the underwriters in the Hong Kong listing and global offering plan of an online gaming company in PRC with VIE structure;
- J.P. Morgan on the listing of a mining subsidiary of Wuhan Iron and Steel (Group) Corporation;
- Goldman Sachs and Morgan Stanley, as underwriters, on the US\$450 million red-chip listing and Rule 144A global offering of Yingde Gases Group Company, a leading industrial gas supplier in China;
- Kunlun Energy in respect of its very substantial acquisition of Petrochina Kunlun Gas for over US\$2.3 billion;
- on the top-up placing of Hong Kong-listed companies such as Sino Biopharmaceutical Limited, China Agri-Industries Holdings Limited, and Kunlun Energy, Real Gold Mining Limited;
- New World Development on its potential large scale acquisition of a Grade-A property in Hong Kong;
- Singamas on its application for whitewash exemption under the Takeovers Code from the Securities and Futures Commission of Hong Kong in connection with the rights issue;
- NWS Holdings Limited in its pre-IPO investment in an infrastructure technology solutions company;
- GIC Private Ltd in respect of its interests in China International Capital Corporation Limited;
- China Construction Bank in its acquisition of AIG Finance (Hong Kong) Limited.

## **Education**

Philip received his Bachelor's degree in Business Administration (Law) and Bachelor's degree in Laws from University of

Hong Kong. He is a qualified solicitor of Hong Kong SAR and England & Wales. Philip has also passed the lawyer examination in Guangdong-Hong Kong-Macao Greater Bay Area, China.

**Language**

Chinese (Cantonese, Mandarin), English.