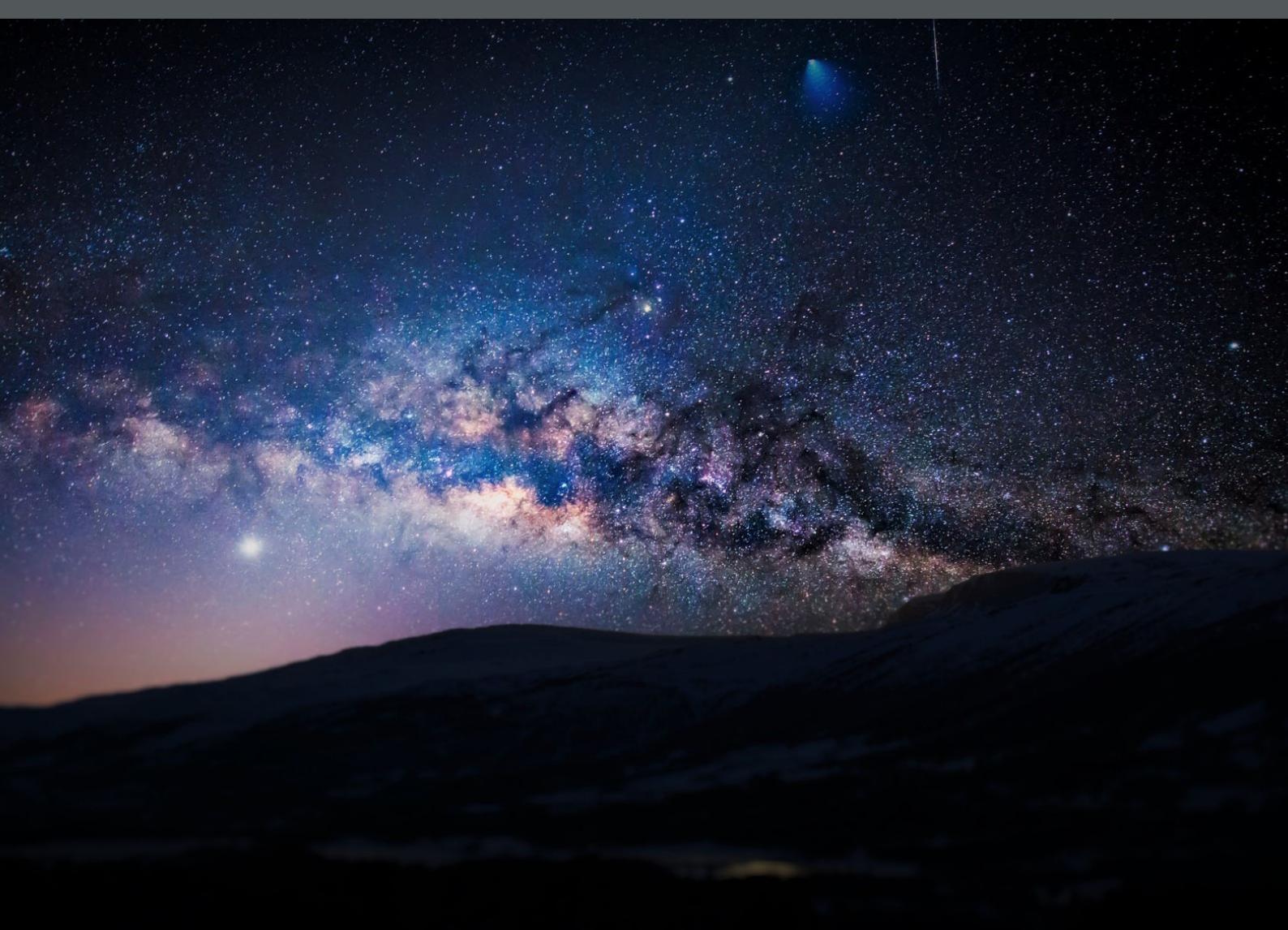


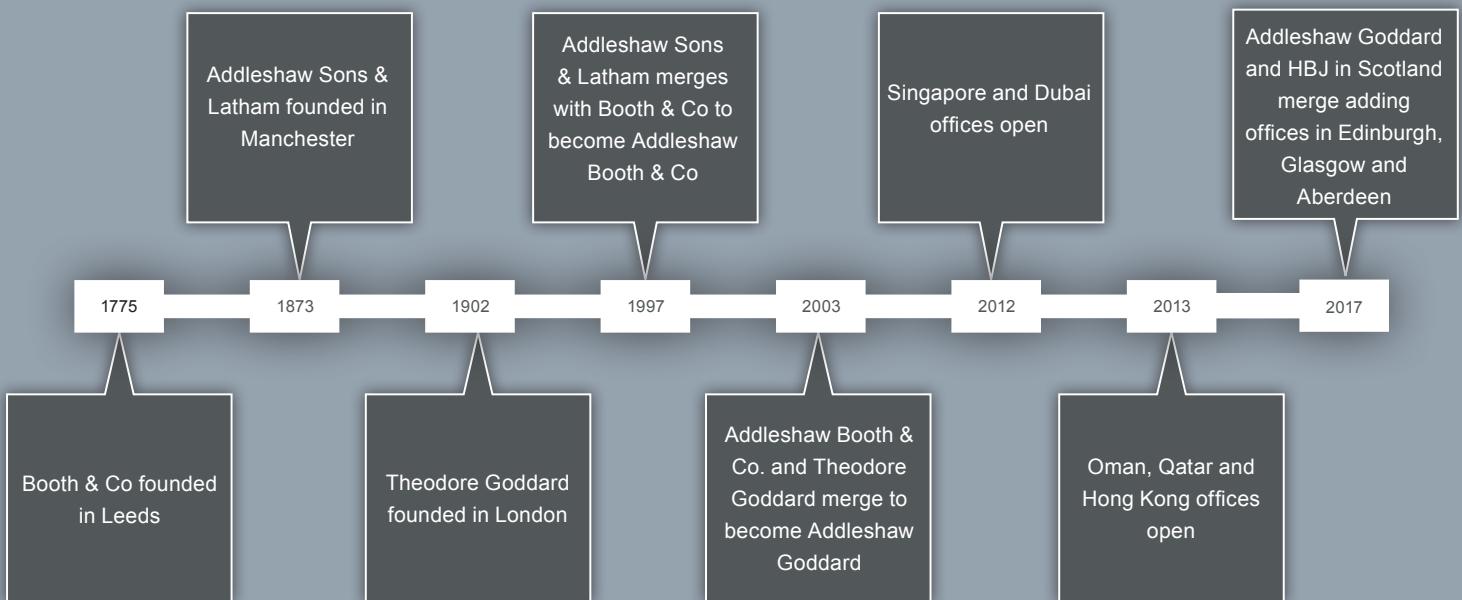
ASIA - OUR CAPABILITIES



INTRODUCTION

Addleshaw Goddard is a premium international business law firm with an exceptional breadth of services. Our reputation for outstanding quality and service is built upon long term relationship investment and a deep understanding of client markets combined with high calibre expertise, straight talking advice and a collaborative team culture. By delivering what clients want wherever they need it, from high value strategic advice, to the everyday, we pride ourselves on a service which is high quality, focused, relevant and consistently excellent.

Our business is about strong client relationships built on successful delivery across national and international markets.



**HEAD OF REGION, ASIA:
BOB CHARLTON**

**HEAD OF REGION, GCC:
ANDREW JOHNSTON**

**SENIOR PARTNER:
CHARLES PENNEY**

**MANAGING PARTNER:
JOHN JOYCE**

**A STRONG &
DISTINCTIVE
CULTURE AND
PARTNERSHIP
ETHOS -
SHARED COMMITMENT
TO VALUES**

**A clear vision
and strategy for
growth through
differentiation**

**A STRONG
INTERNATIONAL
PRACTICE THAT
PROVIDES SEAMLESS
COORDINATION AND
DELIVERY OF MULTI-
JURISDICTIONAL
MATTERS**

**Exceptional
client base and
relationships
focused on
collaboration and
investment**

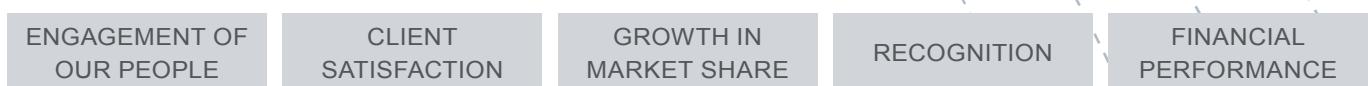
OUR VISION & STRATEGY

We pride ourselves on a service which is high quality, focused, relevant and consistently excellent.

PEOPLE FOCUS	CLIENT FOCUS	BUSINESS FOCUS
<ul style="list-style-type: none">▶ Development▶ Retention▶ Diversity▶ Culture <p>A COLLABORATIVE TEAM CULTURE We're supportive and work as a team, expecting the best from each other.</p>	<ul style="list-style-type: none">▶ Relationships▶ Quality▶ Value▶ Service▶ Innovation <p>STRONG CLIENT RELATIONSHIPS BUILT ON SUCCESSFUL DELIVERY Our clients tell us we deliver high-quality work, straight-talking advice and clear expertise. We give them what they want, wherever they need it.</p>	<ul style="list-style-type: none">▶ One firm▶ Efficiency▶ Internationalisation▶ Performance▶ Infrastructure <p>EXCEPTIONAL BREADTH Our range and scale of work is extensive: clients keep coming back because we can service all of their key requirements.</p>
<p>THINK LIKE BUSINESS OWNERS We're all accountable for developing our business.</p>	<p>A MEETING OF MINDS We work hard to truly understand our clients' needs and provide the high-quality advice and service they require.</p>	<p>DELIVERING WHAT CLIENTS WANT, WHEREVER THEY NEED IT We build valued partnerships across national and international markets.</p>

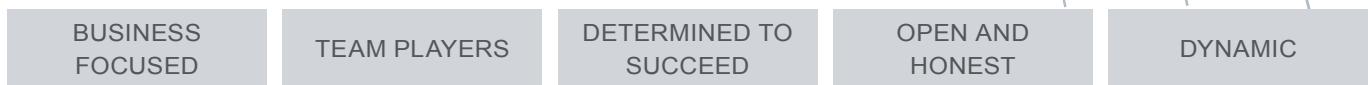
A results driven business

We measure the progress we make against our strategy through:



The AG Way

We have a strong, collaborative culture where we expect the best of each other. Our values hold us together and influence every aspect of our work

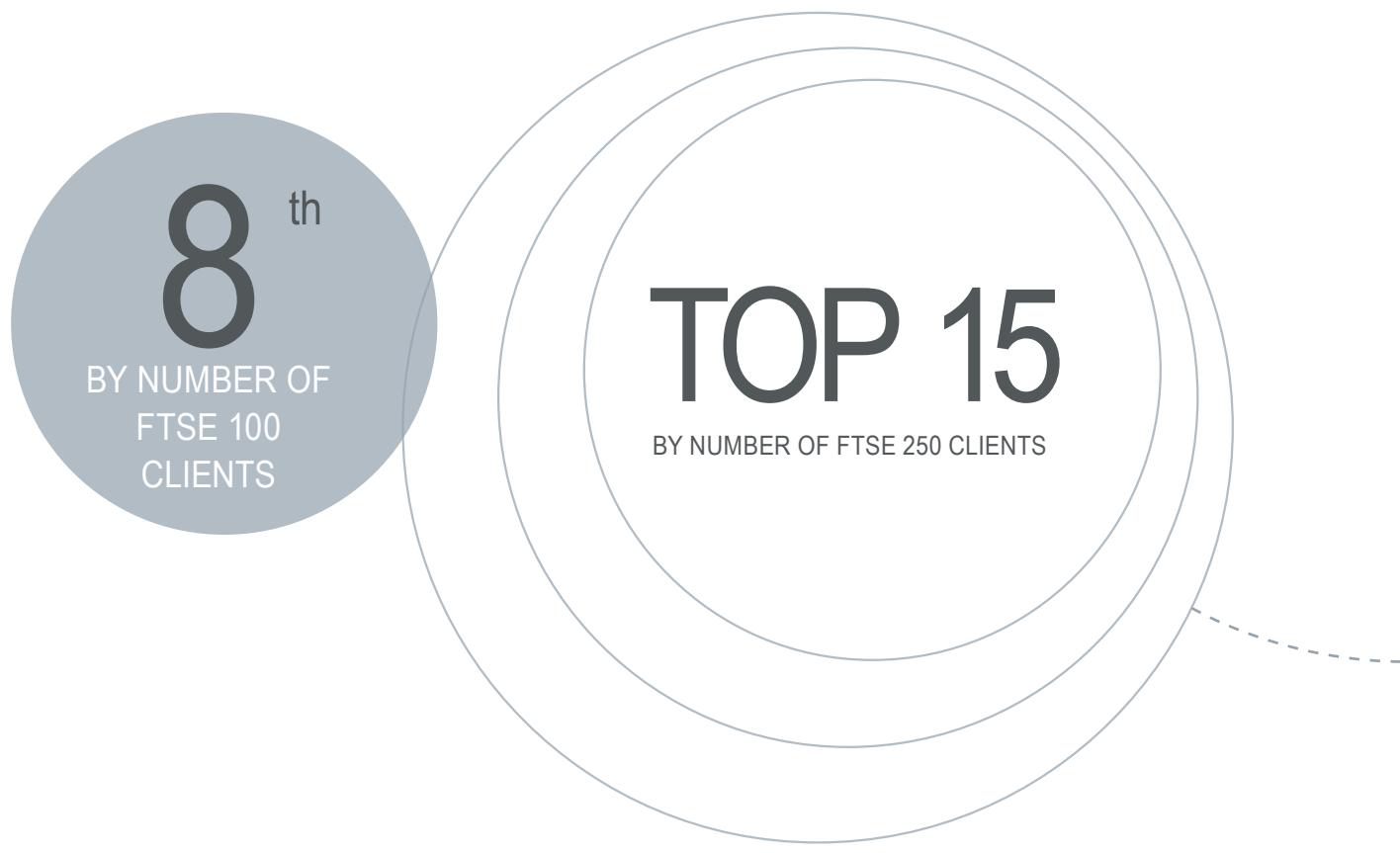


OUR CLIENTS



OUR BUSINESS AT A GLANCE

- ▶ £242m income for 2017/18; 23% year on year growth
- ▶ 1,100+ lawyers including 239 partners
- ▶ 11 offices in UK (London, Leeds and Manchester, Edinburgh, Glasgow and Aberdeen), in Asia (Hong Kong and Singapore) and the GCC (Dubai, Oman, Qatar), a network of like-minded law firms around the globe, and an exclusive alliance with Hashidate Law Office in Tokyo
- ▶ 40+ FTSE 100 companies have instructed us in the last 12 months
- ▶ 20 FTSE 100 companies where we are a “principal advisor”
- ▶ More than 100 leading public sector bodies and government agencies are clients
- ▶ More than half of our largest clients have been clients for more than 11 years
- ▶ 20+ major awards in the last 2 years for quality legal advice
- ▶ Europe's 6th most innovative law firm in the 2016 FT Innovative Lawyers; #1 in “Resourcing & Efficiency” for advice to Microsoft
- ▶ At least 70% of our people undertake some form of volunteering

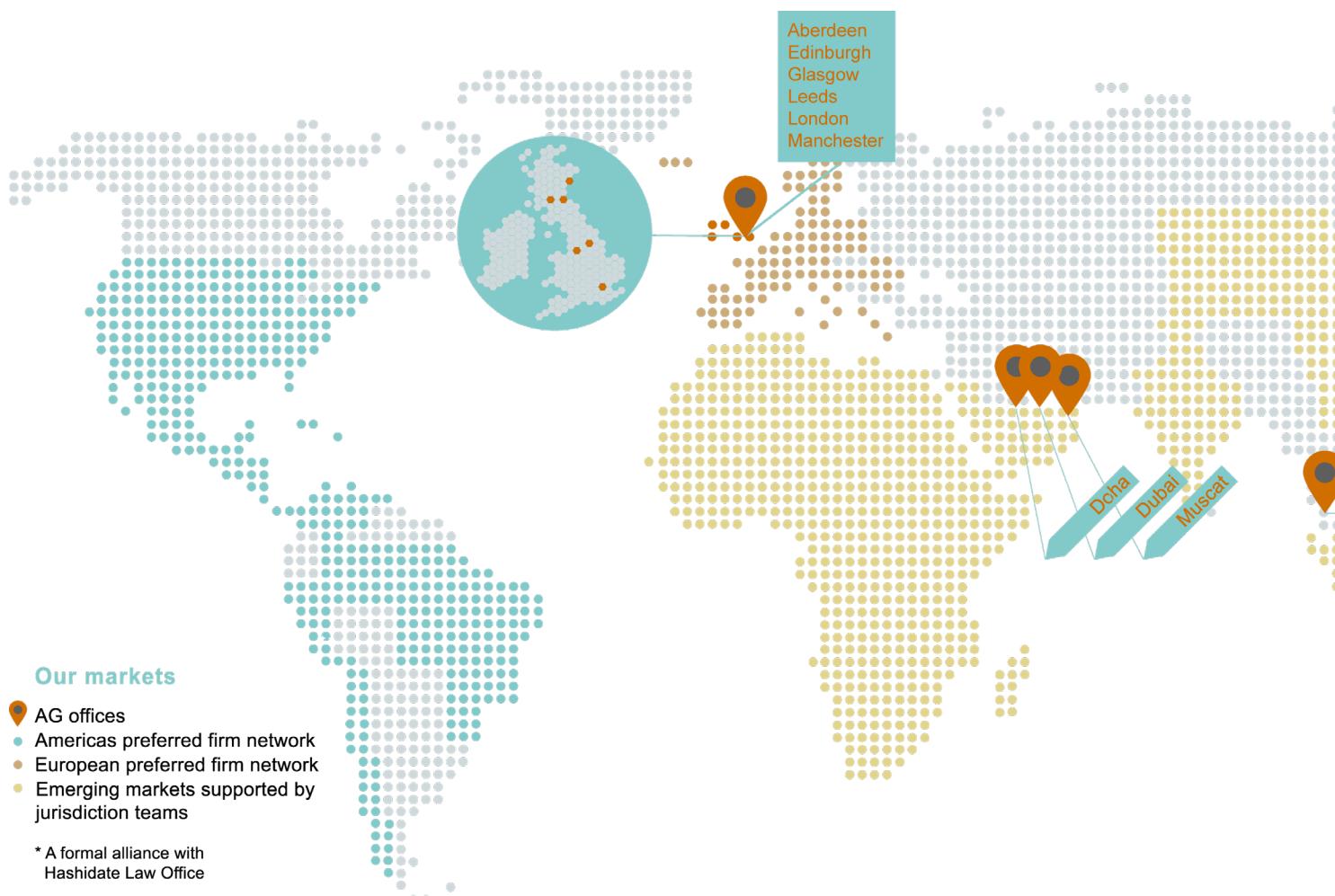


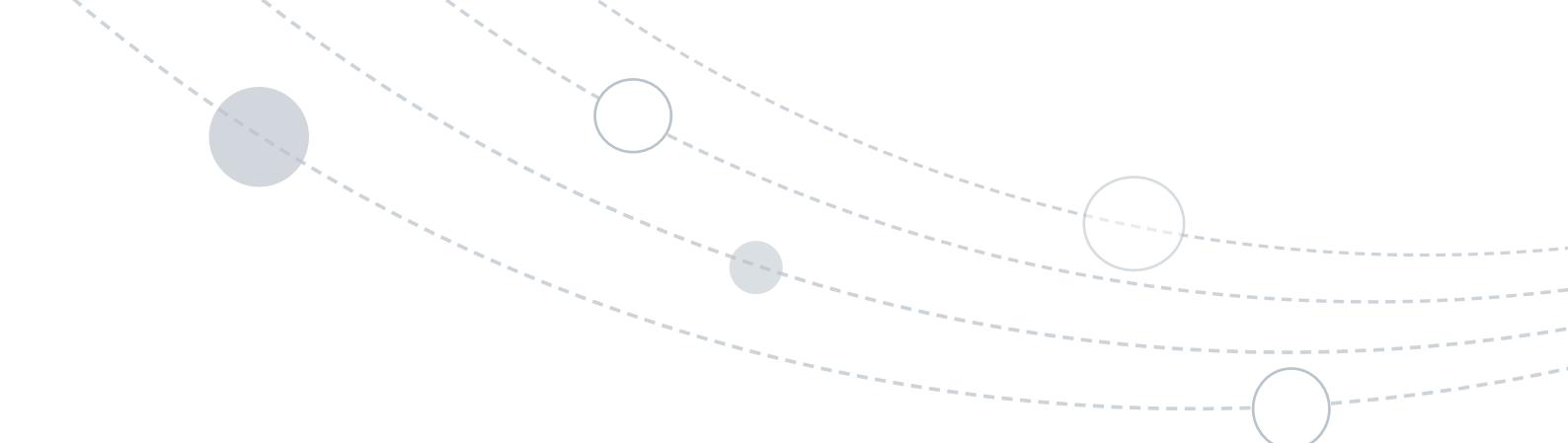
-
- ▶ Last year our Client Development Centre provided more than 400 hours of client training
 - ▶ We have been one of *The Times* Top 50 Employers for Women for 11 years in a row; *Legal Week* has also named us as a leading Graduate Employer
 - ▶ 50% of lawyers and 25% of partners are female; 30% target by 2019
 - ▶ Our average trainee retention rate over the last 3 years is 84%
 - ▶ The Transaction Services Team has grown by 49% and is at its busiest and most productive working with 96 of the firm's 100 largest clients
 - ▶ Through "AG Integrate", we offer a contract lawyer solution for clients and AG. It has 60+ consultants.



GLOBALLY CONNECTED

We combine high quality, premium advice with local expertise to deliver an international capability whenever and wherever required. When it comes to decisions about new offices, we are client and market led.





We are making significant progress against the international objectives we set ourselves:

- 1 to provide a strong international capability
- 2 to deliver profitable income growth.



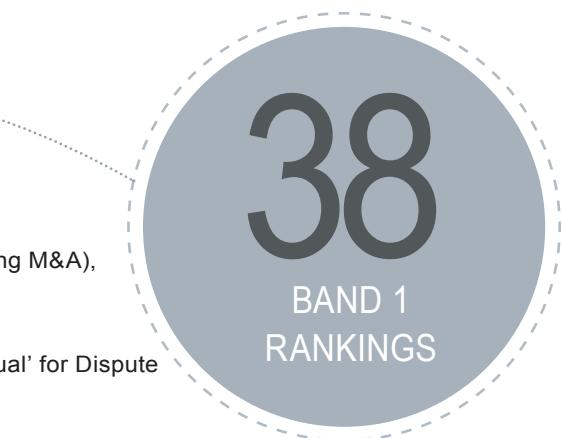
We have:

- ▶ eleven offices
- ▶ in three dynamic regions
- ▶ each offering a co-ordinated regional service
- ▶ together with an expanded international best friends network that extends our effective coverage, with a particular focus on North America, Europe and other key and emerging jurisdictions
- ▶ dedicated business groups for Africa, Central Asia, China, India, Korea, Malaysia and Turkey
- ▶ fee income from international work continues to grow significantly.

INDEPENDENT RECOGNITION

The Firm

- ▶ Chambers UK 2018 - 38 Band 1 rankings in total
- ▶ Legal 500 UK 2017 - 35 Tier 1 rankings in total
- ▶ Legal 500 Asia Pacific 2018 - Hong Kong office ranked for Corporate (including M&A), Capital Markets (Equity) and Dispute Resolution
- ▶ Legal 500 Asia Pacific 2018 – Nigel Francis recognised as a ‘Leading Individual’ for Dispute Resolution: Litigation
- ▶ Legal 500 Europe, Middle East & Africa 2017:
 - ▶ AG’s Oman office ranked in Tier 1 for Banking and Finance and Tier 2 for Commercial, Corporate and M&A
 - ▶ Dubai office ranked for Commercial, Corporate and M&A, Dispute resolution and Real Estate
 - ▶ AG’s Qatar office ranked as a Foreign firm
- ▶ FT Innovative Lawyers 2017 - awarded ‘Most Innovative Law Firm’ in the ‘Resourcing and Efficiency’ category for the work we have done in delivering a unique business model for Microsoft
- ▶ Business Leadership Awards 2016 - won the ‘Best Service Quality Innovation’ award for our Africa Future Leaders programme
- ▶ The American Lawyer 2015 Global Legal Awards - winner of the Global Dispute of the Year: UK Litigation category
- ▶ The Times Top 50 Employers for Women 2017 - inclusion in the list reflects Addleshaw Goddard’s commitment to workplace equality
- ▶ Legal Week Legal Innovation Awards 2015 - awarded the Knowledge Management Innovation Award for our Africa App and were ‘highly commended’ in the Next Generation Innovation category for our Apprenticeship programme
- ▶ British Private Equity Awards 2017 – received ‘Law Firm of the Year – Deal Structuring’ award.



OUR PRACTICE IN ASIA

AG is a leading international law firm, advising clients in key business and financial centres around the world.

Our operations in Asia are a combination of our own offices, a formal alliance in Japan, dedicated business groups for emerging markets, and our network of highly-regarded partner law firms.

We have extensive experience and knowledge of working across a wide range of Asian jurisdictions including Hong Kong, Singapore, China, Japan, Korea, India and South-East Asia / ASEAN.

Our Asia offices

HONG KONG - As one of Asia's foremost business hubs, Hong Kong is a key market for many of our clients, who we assist with a wide range of corporate and commercial issues, from international arbitration to foreign direct investment.

Our lawyers are experienced in handling cross-border, initial public offering, joint venture and private equity matters across Asia and are well versed in mainland Chinese matters. Our Hong Kong office spearheads our China Business Group. Our teams are ranked in the Legal 500 Asia Pacific 2017 and 2018 editions.

SINGAPORE - Our Singapore office specialises in dispute resolution through international arbitration and the Singapore International Commercial Court, whether by risk management of potential disputes during contract negotiations or after those disputes have arisen.

We also offer in-depth regional knowledge and full service legal expertise through our own resources and from our well established relationships with other preferred law firms in Singapore and across South-East Asia.

TOKYO - Integral to our Asia Pacific focus is our formal alliance with Tokyo-based Hashidate Law Office, with which we have collaborated for more than 15 years on various assignments.

Hashidate Law Office is a full service law firm with an outstanding reputation in Japan and the wider region, having acted on a wide variety of cross-border transactions and litigation in China, India, and South East Asia.



OUR SERVICES

CORPORATE

AG has significant experience acting for clients across Asia. We specialise in handling pan-Asia transactions and projects and have significant experience with respect to emerging markets in Asia. We have strong sector expertise, with a particular focus on retail, consumer, health, life sciences, energy, industrial, mining, financial services and digital.

Recent work has included acting for Capita, Travelodge Hotels, PZ Cussons, Bank of London and The Middle East, Lenlyn Holdings, Inflexion Private Equity Partners, Diageo, HSBC Bank, The Walt Disney Company, Clinigen Group, LDK Solar, National Nuclear Laboratory, Barclays Bank, ECI Partners and Associated British Foods.

The addition of New York and Hong Kong-qualified partner Andrew Yang in October 2016 has enhanced the firm's ability to service an ever-expanding pipeline of China (inbound/outbound) and Asia Pacific transactions. Yang, in particular, acts for start-up companies based in Hong Kong and South-East Asia, and also serves venture capital firms advising early stage companies (most notably in the technology industry).

LEGAL 500 ASIA PACIFIC 2018

Mergers and Acquisitions

Our practice has significant experience of international mergers and acquisitions (public and private), disposals, joint ventures, restructuring, private equity and public and private fundraising. We regularly act for Chinese privately-owned enterprises and state-owned enterprises with respect to outbound investment.

Commercial

Our team of corporate and commercial lawyers has the expertise and knowledge to assist international and local companies in respect of their distribution, manufacturing, sales, agency, franchise and other commercial contracts and provide commercial solutions.

Finance

Drawing on our sector knowledge and top class expertise, we work with our clients to achieve satisfactory solutions for their financing requirements, whether equity or debt financing.

Key contacts



Andrew Yang
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Cliff Lui
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CAPITAL MARKETS

AG adopts an approach, unlike many of our competitors, where our partners are fully engaged in leading transactions and are committed to ensuring that our experienced team delivers quality work at all levels - from strategic to minor details - to ensure the highest quality legal advice is provided throughout the process.

We specialise in Hong Kong corporate finance, initial public offerings (IPOs), pre-IPO investments and restructurings, post-IPO regulatory and compliance matters and secondary equity fund raisings.

Addleshaw Goddard primarily acts for sponsors and underwriters in Hong Kong Main Board and GEM Board IPOs. It recorded a number of successfully completed transactions in 2016.

LEGAL 500 ASIA PACIFIC 2018

We acted for sponsors and underwriters in 14 successful Hong Kong IPOs in 2016 and 2017. We are a top 5 Hong Kong IPO law firm acting for underwriters in terms of total number of successful Hong Kong IPOs in 2016 and 2017.

We have also taken part in the Hong Kong Stock Exchange's listing reform in 2018, which will reinforce Hong Kong as one of the world's top listing platforms. Two consultations were issued in June 2017 and during the consultation process our HK ECM team represented 14 sponsor and other firms and a number of investment bankers to prepare and submit responses to the consultations. Our involvement in this historic reform is testament to our reputation in this space.

Our team, with support from our English qualified lawyers, is also able to work on dual listings and other cross-border securities transactions. Our cross-border capabilities have meant that we also assisted Asian clients in regard to listing on the London Stock Exchange and the Alternative Investment Market.

Our clients include investment banks, investment funds, private companies and listed companies.

Key contacts



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Simon Wong
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Agnes Wong
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DISPUTE RESOLUTION

Clients choose AG because we have the experience to identify the most appropriate strategy to gain the most successful outcome. Notwithstanding our strength and experience in contentious matters, we encourage our lawyers and clients to consider alternatives such as conciliation and mediation if they are likely to achieve the best results.

Addleshaw Goddard's team is led by Nigel Francis and acts for global corporations, banks and other financial institutions, Hong Kong-listed and family companies as well as high-net-worth individuals. The team is acting for the majority shareholder of restaurant business Yung Kee in a dispute with minority shareholders over control of the company.

LEGAL 500 ASIA PACIFIC 2018

Litigation

Our team has considerable experience in advising different types of clients, from public bodies to high-profile individuals, in all forms of contractual and non-contractual commercial disputes.

We act across a wide range of sectors, including technology, financial services and energy. We also specialise in employment-related disputes, from discrimination claims to court litigation.

In Singapore, we can represent clients before the Singapore International Commercial Court.

International Arbitration

Our specialist arbitration practitioners in Singapore and Hong Kong have significant experience acting as counsel on major international arbitrations, and advising multinationals, banks and governments on arbitrations seated in all of the main arbitral centres.

We have experience of arbitrating ad hoc and under all of the principal international arbitral rules, including those of the Hong Kong International Arbitration Centre, the International Chamber of Commerce (ICC), the Singapore International Arbitration Centre, and the American Arbitrators Association, as well as industry-specific institutions, such as the Independent Film & Television Alliance and the London Maritime Arbitrators Association.

Key contacts



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Ivan Chang
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Janie Wong
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REGULATORY

AG has significant experience of advising institutions and individuals on a range of complex and contentious regulatory issues. In Asia, our lawyers have assisted clients with investigations and disciplinary proceedings commenced by various governmental, regulatory and industrial bodies and in respect of suspected internal fraudulent and corrupt practices.

Fraud, Regulatory and Corporate Crime

Through AG's coverage, we ensure our clients receive the best representation, wherever it is needed. Our fraud, regulatory and corporate crime team has represented multinational corporations (MNCs), financial institutions and ultra high-net-worth individuals. In addition to local experience, our lawyers in other offices have represented clients on some of the most high profile cases before the courts in recent years.

Financial Services

We advise or act for MNCs, local and international banks and investment banks, accountants and other financial institutions on contentious regulatory issues. We also regularly advise them, along with listed corporations, on regulatory issues involving the Securities and Futures Commission, the Hong Kong Monetary Authority, the Independent Commission Against Corruption, and other Hong Kong and overseas regulatory bodies.

Data Privacy Work

Our experience includes advising:

- ▶ an association of banks in Hong Kong on the legal and regulatory requirements around the use of customer personal data by its member banks for direct marketing in Hong Kong
- ▶ local and international banks and investment banks on data privacy and data protection
- ▶ leading global firms of accountants in relation to cross-border data privacy and data protection issues in Hong Kong and other South-East Asian jurisdictions.

Competition

We advise on the competition law aspects of all types of transactions and have particular expertise in competition law investigations, market investigations, merger control, competition litigation, state aid and counselling. In Hong Kong, we have advised a number of local, PRC and international banks in respect of competition law issues and compliance.

Employment

AG has an acknowledged reputation internationally. The team's experience across Greater China and other parts of Asia complements that of our other offices, particularly those in the UK. International corporates frequently ask us to coordinate regional reviews to ensure and manage global standards of practice, for which purpose we work closely with a network of similarly specialist employment firms across Asia. We advise on the full range of employment issues, including Labour Tribunal cases, data privacy, executive recruitment and termination, restructuring and organisational change, immigration and general HR legal advisory work. We are particularly experienced in contentious employment litigation involving restrictive covenants and breaches of confidence, having acted in many leading Hong Kong cases.

Key contacts



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Yolanda Lau
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Victoria Smyth
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ASIA BUSINESS GROUPS

China

Our China Business Group acts for foreign companies doing business in China and Chinese companies doing business globally. Our Hong Kong office spearheads our China Business Group. The majority of our Hong Kong office speaks Putonghua (including local dialects) and reads and writes Chinese. In addition, members of the China Business Group are located in all of our offices and have significant experience acting for and against Chinese companies.

We have the required knowledge and skills to help our clients identify business opportunities and navigate the risks associated with doing business in China and globally. Our team has in-depth knowledge of China's political, social, cultural and economic environment.

We provide practical, commercial advice on all legal issues, including issues relating to outbound international investment activities of Chinese clients and inbound investment activities of UK and international clients striving for growth in the Chinese market.

The breadth of our services to clients operating in Hong Kong, China, UK and globally, includes:

- ▶ establishing, acquiring and selling businesses (including private equity deals)
- ▶ establishing joint ventures
- ▶ restructuring existing businesses
- ▶ raising international finance, e.g. listings, private equity and debt finance
- ▶ handling investments in real estate
- ▶ negotiating and contracting with Chinese companies in a broad range of transactions
- ▶ mitigating risks in business practices.

Further, our disputes team are highly experienced in handling and resolving disputes, including those involving arbitration institutions such as the China International Economic and Trade Arbitration Commission.

We have strong relationships with Chinese agents, law firms and intermediaries, with whom we have built a strong referral and co-operation network.

Our team have acted for many Chinese and international companies (both private and state owned) across a broad range of industries, including construction, advanced manufacturing, retail and consumer, financial services, energy and healthcare.

Our Chinese clients include Beijing Construction, Trina Solar, LDK Solar and Shanghai Electric. International clients we have assisted with Chinese matters include National Nuclear Laboratory, Diageo and Skills for Care.

Japan

AG provides legal services in Japan through an alliance with Hashidate Law Office in Tokyo. Together we work as an integrated practice providing advice to both Japanese and non-Japanese clients involved in cross-border transactions.

The two firms have developed a strong working relationship by acting together for Japanese clients over a number of years and share ambitions to cultivate further opportunities in developing markets such as China, India and South East Asia. With this in mind, we formalised the relationship by entering into a strategic alliance in 2013. Both AG and Hashidate Law Office share the same values - constantly aiming to provide better legal services for our clients.

Hashidate Law Office was established in 1980 and offers high level legal services, both nationally and internationally, to a wide range of clients. Its specialist practice areas include alternative dispute resolution, antitrust and unfair competition, art and entertainment, banking and finance, M&A, corporate restructuring and reorganisation, labour and employment, litigation and project finance.

India

AG has a long history of supporting business across a variety of sectors in India, one of the world's fastest growing economies.

As well as assisting with outbound investment from Indian business looking to expand overseas, we also provide practical legal advice to our UK, European and international clients looking to the Indian market to support their strategy.

We combine jurisdiction experience and an ability to access the full range of relevant legal services with a readiness to coordinate with the legal and business community in India.

Korea

At AG, our experience working with Korean clients stretches back more than 15 years. We have an impressive track record of success in Korea. We are totally committed to enhancing it further in the future.

Thanks to the dedicated Korean Business Group we have in place, our team offers a depth of specialist expertise that few other law firms can match. For a significant period of time, we have invested in getting to know Korea, its business culture and the people we work for.

From construction, energy and infrastructure, to corporate, restructuring and real estate finance, we have considerable experience assisting Korean clients on a variety of projects all over the world.

Malaysia

Many of our clients already have established businesses in Malaysia. In addition, the team has developed long-term relationships with a number of the Malaysian Government funds and businesses which are investing in the UK and Europe.

We provide advice on legal issues relevant to Malaysian firms doing business in the UK and the GCC region and, in conjunction with our Singapore and Hong Kong offices, we can equally assist those who are looking to further their businesses across Asia. We can advise on and establish operations for UK and Europe, as well as the GCC region. We have worked with South-East Asian entities across a wide remit, including acquiring real estate assets, and dealing with insurance litigation and financing of assets.

ASIA CREDENTIALS

Advising **Capita plc** on its acquisition of the Asian consultancy and operations of **Work Group plc**

Assisting **Sinom**, a mining investment company, with a major restructuring of a USD 3 billion mining joint venture with a Chinese state owned enterprise in Australia

Advising the London and Hong Kong Branches of **ICBC** on various matters including UK debt facilities

Advising **C-Bridge Healthcare Fund** on their investment in R&D capabilities of an Italian orthopedic equipment manufacturer

Advising **Spada Health Concepts** on its investment in a subsidiary of one of the largest real estate developers in China

Advising **National Nuclear Laboratory** on the establishment of the UK-China Joint Research and Innovation Centre based in Manchester, UK

Advising **Trina Solar** on the purchase and development of a series of solar projects ranging from 10.5MW to 50MW

Assisting **Lenlyn plc** on the acquisition by a Chinese buyer of a business with Chinese foreign exchange operations

Advising **Airdri Limited** on its joint venture with a Chinese partner for manufacturing operations in China

Advising on 14 IPOs in 2016 and 2017 - **Twintek, Fullsun, Bortex, Linocraft, Genes Tech, Able, Sanroc, Nanfang Communication, KNK, Progressive Path, CMON, Ever Harvest, Worldgate and KH Group**

Assisting **Jiangxi Ganfeng Lithium Co Ltd**, a leading lithium manufacturer listed on the Shenzhen Stock Exchange, on the acquisitions of shares in a large industrial metals company in Australia

Advising **Rolls-Royce** on a change of management and governance structure of their entities in China and on the sale of part of their business in several ASEAN jurisdictions

Advising **BCEGi** on various schemes since they entered the UK market in 2013:

on their joint-venture investment and ongoing infrastructure work on Airport City, Manchester - the £1 billion development is the first of its kind in the UK, providing 46,000sqm of mixed use development opportunities

on their appointment as the preferred contractor for the £700m Middlewood Locks development, a brand new residential and commercial neighbourhood located in Manchester

on a £200m mixed use scheme in Manchester City Centre, a joint venture with Singaporean-based Rowsley alongside the development company of former Manchester United players

Acting for the shareholder of **Peking University Resources** on a transfer of listed company shares

Advising **Diageo** on its cooperation project to set up a Johnnie Walker House in China

Advising **Skills for Care** on cooperation projects with Chinese partners in China

Advising on a management buyout of the animal and crop health business of **GfK SE** and its group in over 14 jurisdictions, including China and Hong Kong, backed by Inflexion Private Equity

Advising **SD Reid Holdings Pty Ltd**, one of the largest cherry producers in Australia, in a fraud related claim

Advising **Royal Mail** on a unique tie-up with Alibaba which led to Royal Mail launching a shop front on Alibaba's Tmall Global e-marketplace

Advising **PZ Cussons** on its proposals to import its beauty products and detergents into China and on the set up of its global procurement hub in Singapore

Advising a Malaysian fund on a high-profile deal to sell a building in central London to a leading Hong Kong investor

Acting for **Yung Kee Holdings** in relation to a dispute with its minority shareholders

Advising the government of the **PRC** on acquiring Royal Mint Court as new Chinese Embassy in the UK.

aglaw.com

Aberdeen, Doha, Dubai, Edinburgh, Glasgow, Hong Kong, Leeds, London, Manchester, Muscat, Singapore and Tokyo*

* a formal alliance with Hashidate Law Office