

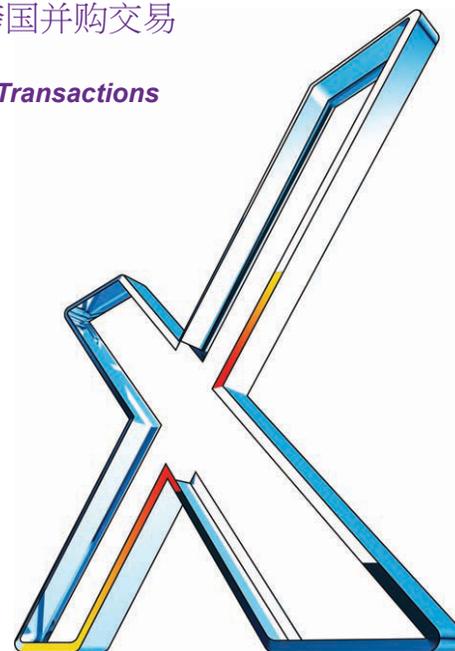
International
Legal Roundtable
on Cross Border
Investment
and M&A



第三届跨国并购及战略投资国际论坛 —— 危机后世界中的跨国并购交易

Rebalancing the World Order in Global M&A and Strategic Cross-Border Transactions

2013



New York University
New York
7 May 2013



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JOHANNES ADOLFF



JOHANNES ADOLFF
PARTNER
HENGELER MUELLER

FRANKFURT

Education:

University of Munich (Dr. jur.)

Trinity College, University of Cambridge (LL.M.)

Career:

Hengeler Mueller Weitzel Wirtz, Frankfurt am Main, 1997 - 1999

Practice Areas:

Mergers & Acquisitions

Corporate, Restructurings

Banking and Capital Markets, Financial Institutions

Banking and Finance

Loan Portfolios



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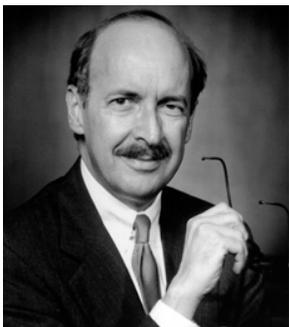
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WILLIAM T. ALLEN



WILLIAM T. ALLEN
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William T. Allen holds the Jack H. Nusbaum Chair in Law and Business and is the Director of New York University Center for Law and Business, a joint venture between Stern and the NYU School of Law. Before joining the faculty, Allen served as chief judge of the Court of Chancery of the State of Delaware. Chancellor Allen teaches corporate law at Stern.

Chancellor Allen's primary research areas of interest are corporate law, mergers and acquisitions, and securities law. He has been published in numerous journals including University of Chicago Law Review, Northwestern Law Review, New York University Law Review and the American Bar Association's Business Lawyer. As a judge, Professor Allen wrote more than 500 judicial opinions on a broad range of legal questions.

Before joining NYU Stern, Chancellor Allen served as Raben Fellow at Yale University Law School. Chancellor Allen also taught at Stanford Law School, and was an adjunct professor at the University of Pennsylvania Law School.

Professor Allen received his Bachelor of Science from New York University, his Juris Doctor from the University of Texas and the Honorary Doctor of Laws degree from the Dickinson Law School.

He serves as of counsel to the New York law firm of Wachtell, Lipton, Rosen & Katz, with whom he consults concerning questions of corporate law and governance.



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WILLIAM D. ANDERSON



WILLIAM D. ANDERSON
MANAGING DIRECTOR,
GLOBAL HEAD OF ACTIVISM
AND RAID DEFENSE, M&A
GROUP
GOLDMAN SACHS

NEW YORK

Bill is a Managing Director in the firm's M&A Group and he leads its Activism and Raid Defense practice. Bill advises companies worldwide in connection with mergers and acquisitions, special committee situations, corporate governance issues, cross-border transactions and responding to hostile activity and shareholder activism.

Bill has led the Goldman Sachs activism and raid defense practice for over 10 years. Recent notable activism defenses include Oshkosh / Icahn, Actelion / Elliott, State Street / Peltz, Forest Laboratories / Icahn, Target / Pershing Square, McGraw-Hill / JANA, Clorox / Icahn, and Genzyme / Relational. Bill's raid defense experience includes Anheuser-Busch against Inbev, Cadbury against Kraft, Casey's against Couche-Tard, Dow Jones against News, Emulex against Broadcom, International Rectifier against Vishay, Genzyme against Sanofi, Sandisk against Samsung, Transatlantic against Validus, TRW against Northrop Grumman and Vulcan against Martin Marietta.

Prior to joining Goldman Sachs, Bill was a Mergers and Acquisitions attorney for Simpson Thacher & Bartlett. He clerked on the United States Court of Appeals, Second Circuit, was a certified public accountant for Coopers & Lybrand and served as a Captain in the U.S. Army Reserves.

Bill earned a BSBA in Accounting and History in 1988, magna cum laude, and a JD in 1994, magna cum laude, from Georgetown University. He was managing articles editor and a senior editorial board member of the Georgetown Law Journal. He is a member of the Association of the Bar of the City of New York, where he served on its Special Committee on Mergers, Acquisitions and Corporate Control Contests, on its Professional Disciplinary Committee and its Professional Responsibility Committee. Bill has published articles and speaks frequently on mergers and acquisitions, hostile activity and board / shareholder interaction.

Bill is on the Board of Directors of Habitat for Humanity

Westchester, the Board of Advisors of Georgetown Business School, the Board of Advisors of the Wall Street Alliance and on the Board of Advisors of the Institute for Law and Economics at the University of Pennsylvania. He is also an Eagle Scout and a member of the Student Sponsor Partnership.



NIGEL BOARDMAN



NIGEL BOARDMAN
PARTNER
SLAUGHTER AND MAY

LONDON

Nigel's broad practice includes domestic and international corporate finance, mergers and acquisitions, joint ventures, IPOs, demergers, private acquisitions and disposals, private equity, public takeovers, issues of compliance and corporate governance, investigations and insolvency, restructurings, investigations and sports law.

Nigel has received a number of accolades and is

- the 2012 winner of the Financial Times' Special Achievement Award (FT Innovative Lawyers 2012)
- ranked as a 'star performer' for Corporate and M&A work by Chambers in its UK, Europe and Global directories and he has been honoured with the Directory's lifetime achievement award
- listed as a leading individual for Mergers and Acquisitions in The Legal 500, 2012
- named as the City's most influential lawyer in City AM's 'Power Hundred 2011' and is also a judge of the 2012 City AM Awards
- listed as a leading lawyer for Mergers and Acquisitions in IFLR1000's 'The Guide to the World's Leading Financial Law Firms 2011' (21st Anniversary Edition)
- included by the Evening Standard in their 2012 review of the most influential lawyers in London and by The Times in their 100 most influential people in business
- in Who's Who Legal Mergers & Acquisitions 2012, where he is ranked



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as the second most highly regarded individual globally

- included in Debrett's 'Who's Who'
- recognised in the Legal Experts Directory as an expert in Capital Markets and Corporate M&A
- in the first rank for Corporate and M&A in PLC's 'Which Lawyer'
- mentioned in Who's Who Legal Banking 2012
- ranked number two in The Times Law 100 2012 'City Top Ten' list of the most influential judges and lawyers in the City

Nigel is a contributor to the 'Prospectus for the Public Offering of Securities in Europe', to 'The European Company' and to 'Modern Company Law for a Competitive South African Economy' and is a consulting editor of the Oxford University Press 'Annotated Companies Acts'. He also led the team which produced the Slaughter and May Review of Corporate Governance at the Rugby Football Union.

Nigel is a Trustee of the British Museum.



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ANDREW R. BROWNSTEIN



ANDREW R. BROWNSTEIN
PARTNER
WACHTELL, LIPTON, ROSEN
& KATZ

NEW YORK

Andrew R. Brownstein has been a partner at Wachtell, Lipton, Rosen & Katz since 1985 and serves as co-chair of the firm's Corporate group. His practice concentrates on mergers and acquisitions and corporate governance matters, and he has been engaged in many high-profile matters that include cross-border transactions, leveraged buyouts, complex restructuring deals, proxy fights and takeovers. Mr. Brownstein is consistently listed in the top ranks in his areas of his expertise by the *Chambers Guide*, *International Who's Who of Business Lawyers* and other similar publications.

Mr. Brownstein's significant representations include: Walgreen Co. in its acquisition of a 45% stake in Alliance Boots GmbH and option to acquire the remainder, with an aggregate value of \$27 billion, and its previous acquisitions of Duane Reade and Option Care; ConocoPhillips in its \$33 billion spin-off of its downstream businesses as Phillips 66 and in its \$35.6 billion acquisition of Burlington Resources, as well as Phillips Petroleum in its \$35 billion combination with Conoco and numerous other transactions; Forest Laboratories in successive proxy contests with Carl Icahn; Genzyme in its sale to Sanofi-Aventis; Novartis in its \$49.7 billion multistep acquisition of Alcon, as well as in its \$8.2 billion acquisition of Hexal AG and Eon Labs and its \$5.1 billion acquisition of Chiron; Schering-Plough in its \$41 billion combination with Merck and its \$14 billion acquisition of Organon; and BEA Systems in responding to an activist campaign by Carl Icahn and in its merger with Oracle.

Mr. Brownstein is a 1979 honors graduate of Harvard Law School where he was an articles editor of the *Harvard Law Review*. He holds an M.B.A. degree (1976) from the Wharton School of the University of Pennsylvania and also has undergraduate degrees *summa cum laude* in English and economics (1975) from the University of Pennsylvania, where he was elected to Phi Beta Kappa. Following law school, Mr. Brownstein clerked for the Honorable Leonard I. Garth of the U.S.



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Court of Appeals for the Third Circuit.

Mr. Brownstein is a frequent author and lecturer on corporate-related topics. He has been an adjunct professor of securities law at Rutgers University Law School, serves on the Executive Planning Committee and is past chairman of the Ray Garrett Jr. Corporate and Securities Law Institute at Northwestern University School of Law.

Mr. Brownstein is active in numerous civic and charitable organizations and is a member and past president of the Board of Trustees of the Trinity School in New York City, a member of the Board of Overseers of the Annenberg Center at the University of Pennsylvania and a member of the Board of Directors of the New York City Public Art Fund and of the F·E·G·S Health and Human Services System.



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BENJAMIN BURMAN



BENJAMIN BURMAN
PARTNER
DARRIOS VILLEY MAILLOT
BROCHIER

PARIS

Ben Burman has been a partner of Darrois Villey Maillot Brochier since 2008, where he practices in the corporate law department focusing on cross-border mergers & acquisitions. He has advised clients from developed and emerging markets making inbound acquisitions in France, as well as French clients on their outbound transactions, including in Russia, Ukraine and Thailand. Recently, he advised Alliance Boots and its holding company in connection with the two-step sale of Alliance Boots to Walgreen Co. (2012) and Alliance Boots in connection with the three-way transaction between Walgreen, Alliance Boots and AmerisourceBergen (2013). Previously, he acted for Stefano Pessina in connection with his joint offer with KKR for Alliance Boots plc, the first take-private of a FTSE 100 company and Europe's largest LBO (2007).

Prior to joining Darrois Villey, he was an associate with Wachtell, Lipton, Rosen & Katz from 2000 to 2006. From 1990 to 1996 he worked for Bain & Company in London and San Francisco and for three years in Moscow. He graduated with first class honors from Oxford University, attended Yale University Graduate School on a Henry Fellowship and holds a J.D. from Yale Law School. After graduating from law school, he served as a law clerk to Judge Pierre N. Leval of the U.S. Court of Appeals for the Second Circuit. He is admitted to both the New York and Paris bars.



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CAI HONGBIN



CAI HONGBIN
DEAN, PROFESSOR
PEKING UNIVERSITY
GUANGHUA SCHOOL OF
MANAGEMENT

BEIJING

Hongbin Cai received his BA in Mathematics at Wuhan University in 1988, his M.A. in Economics at Peking University in 1991, and his Ph.D. in Economics at Stanford University in 1997. He is currently Professor in Economics and Dean of Guanghua School of Management, Peking University. He taught at University of California, Los Angeles before moving back to Peking University. He is a National Chang Jiang Scholar (awarded by Ministry of Education of China) and a National Outstanding Young Researcher (awarded by National Science Foundation of China). Professor Cai has published many academic papers in top international journals in economics and finance, in a wide range of areas including game theory, Chinese economy, industrial organization and corporate finance. He is elected as a Fellow and a Council member of the Econometric Society. Professor Cai is a member of the National People's Congress, and a member of the Central Committee of China Democratic League and Vice Chairman of its Committee of Economic Affairs. He was the founding president of The Chinese Finance Association (TCFA, overseas). He serves on the boards of China Unicom and on the board of Sinopec Group as an outside director.



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PETER CALLENS



PETER CALLENS
PARTNER
LOYENS & LOEFF N.V.

BRUSSELS

Peter has extensive experience in national and international corporate transactions. His focus is on mergers and acquisitions and private equity investments in a wide variety of economic sectors including insurance, manufacturing, the health care industry as well as traditional and renewable energy providers and the attendant service industry. He also represents clients in litigation and arbitration proceedings often in post-M&A, investment or shareholder disputes, and he is regularly appointed as an arbitrator in both ad hoc and institutional arbitration proceedings.

Peter is mentioned by Chambers & Partners Europe (as leading expert in the areas of Dispute Resolution and Corporate and M&A), Legal 500 (as leading individual in Corporate and M&A) and IFLR 1000 (as leading lawyer in Mergers and Acquisitions). Peter is a former Secretary of the Brussels Bar and a former co-Chair of the International Sales Committee of the International Bar Association. He is the Chairman of the Belgian-Dutch Society (BENEV) in Brussels. He has published articles on various corporate law related subjects, such as takeover bids and corporate governance in the energy sector.

Prior to joining Loyens & Loeff, Peter was Associate and Partner with several prominent law firms. He works in Dutch, French and English and has a good knowledge of Italian, German, Spanish and Afrikaans.

Peter holds a Bachelor degree from Facultés universitaires Notre-Dame de la Paix (Namur, Belgium, 1978), a Master in Law from KU Leuven (Belgium, 1981) and a specialisation degree from Università degli Studi di Siena (Italy, 1982).



BERTRAND CARDI



BERTRAND CARDI
PARTNER
DARRIOS VILLEY MAILLOT
BROCHIER

PARIS

Bertrand Cardi is a partner at Darrois Villey Maillot Brochier. He joined the firm early 2010 and was before a partner at Linklaters.

He has a strong expertise in mergers and acquisitions and in stock exchange law. He has acted for industrial clients or investment funds in numerous major transactions, such as, for EADS in the recent reorganisation of its share capital as well as the previous attempt of merger with BAE Systems, for Hermès against LVMH, for Sodial in the setup of a joint company with General Mills (Yoplait), for Carlyle in the acquisition of Numericable, for Unibail in its merger with Rodamco, for Deutsche Börse in the attempt of merger with Euronext, for Arcelor in its defense against Mittal, for Metrovacesa in its offer on Gecina, for the Meyer family in its exit from Galeries Lafayette and for Sanofi in its offer on Aventis.

He also advised listed companies in financial difficulties (e.g., Dexia, Colonial and Carrère).

Bertrand Cardi acts regularly on public matters such as for the CDC in the creation of Veolia-Transdev, and for the opening of the share capital of La Poste, in the exit of Sacyr from the share capital of Eiffage and for various investments in the infrastructure domain (such as Saur, Sanef, Séché transactions and Eutelsat).

Finally, Bertrand Cardi regularly advises numerous listed companies on their governance and on their strategy on international matters. In this respect, for the last few years, he advised Casino on the unsolicited proposal of merger on the principal Brazilian retailer and the related litigations, on their acquisition of assets of Carrefour in Thailand and on its restructuring in Colombia as well as in Uruguay.

Bertrand Cardi, in addition to his Assas University diploma, is a graduate of Ecole des Hautes Etudes Commerciales (“HEC”) and is recognized as a leading lawyer in his field in most international guides.



SANTIAGO CARREGAL



SANTIAGO CARREGAL
PARTNER
MARVAL, O'FARRELL &
MAIRAL

BUENOS AIRES

Santiago Carregal is a partner in Marval, O' Farrell & Mairal's Banking & Finance Department. He specializes in capital markets and corporate finance and has represented companies and investments banks in a variety of transactions, including public offerings, private placements and tender and exchange offers, structured and project financings and mortgage securitization involving equity, debt and hybrid instruments.

In recent years he has been increasingly active in M&A, handling a number of notable transactions in 2011 and 2012, including the sale of GE Money Argentina to Banco Supervielle, the sale of GE Money's branches to Banco Columbia, the purchase of two of Argentina's largest call centre operators by Indian Group Aegis, and the acquisition by Dufry of the leading airport retailer in Argentina, Interbaires, airport retail operations in Uruguay, Ecuador and Armenia, and a wholesale platform in Panama, in a combined transaction of US\$950 million.

Santiago also has extensive experience in restructuring and workouts. During the recent Argentine financial crisis he represented bank steering committees and debtors in workouts totaling US\$ 7 billion, which included representing the Telecom Argentina group, comprising 4 companies in 2 countries, in its US\$ 4 billion debt restructuring, the largest private debt restructuring in Argentina's history (2002/2006).

Chambers Latin America 2013 describes Santiago as "a brilliant lawyer and one of the country's top experts." He is also recognized as a leading specialist in banking and finance, capital markets, corporate/M&A and project finance in several other legal publications including Who's Who Legal, PLC Which Lawyer and IFLR 1000.

Santiago worked as a foreign attorney for Shearman & Sterling in New York and is a former Vice-President and Assistant General Counsel of JP Morgan's Buenos Aires Branch. He is currently a member of the Board of the Argentine Bank's Lawyers Committee (Comité de Abogados de la República Argentina) and a professor of post-graduate studies in banking and finance at the Universidad de Buenos Aires, Universidad Austral and Universidad Católica Argentina.



MARTÍN CARRIZOSA



MARTÍN CARRIZOSA
PARTNER
PRIETOCARRIZOSA

BOGOTÁ

Founding partner of the firm. He has ample experience in antitrust and competition law, intellectual property, cross-border mergers and acquisitions, and has participated in some of the most important transactions in Colombia in these areas.

Martín Carrizosa has been appointed to the Board of Directors of the World Law Group and has been elected as part of the Investment Advisory Council for Proexport. He has served as economic adviser and foreign affairs adviser to the President of Colombia and as senior adviser to the Organization of American States' secretary general and chief of staff. He has been legal adviser, member and chairman of the board of the Colombian-American Chamber of Commerce and since 2001 is a recognized arbitrator of the Bogotá Chamber of Commerce. He is one of the arbitrators named by Colombia in the International Center for the Settlement of Investment Disputes (ICSID)

He is recognized by the most important legal publications. Chambers Latin America 2013 says "Martín Carrizosa is highly appreciated for his experience in corporate and merger related competition matters. Sources say: *'He is very knowledgeable, commercially aware and thorough in his analysis. This is reflected in the comprehensive and spot-on advice he provides'*". Additionally, Latin Lawyer mentions "He has a vast experience which includes tenures as economic adviser and foreign affairs adviser to the President of Colombia, as well as a stint as senior adviser to the secretary general and chief of staff at the Organization of American States".

Martín Carrizosa was appointed by the Government in the Committee of Experts in charge of drafting the Arbitration Bill. He has served as professor of civil law and contracts at the Universidad de los Andes and the Colegio Mayor de Nuestra Señora del Rosario in Colombia. He has been a member of the Young Presidents' Organization (YPO) since 2001 and sits in the board of directors of several institutions, including non-profit organizations.



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PAWEL CIEĆWIERZ



PAWEL CIEĆWIERZ
SENIOR PARTNER
WARDYŃSKI & PARTNERS

WARSAW

Paweł Ciećwierz is an adwokat and senior partner responsible for Wardyński & Partners' M&A Practice.

He specialises in capital market transactions. He is especially experienced in commercial law, privatisations, banking law, business finance and corporate restructuring. He has, on many occasions, supervised legal services relating to M&A transactions. He has advised both the government and private investors in numerous privatisations, including company flotations and their listing on the Warsaw Stock Exchange. He also represents clients in litigation and in arbitration proceedings.

He took part in the privatisation of state enterprises from the very outset. His experience covers privatisation via public offerings, share sales, enterprise sales, contributing enterprises in-kind, and leasing enterprises. He has participated in preparing transactional documentation, prospectuses, legal analyses, and procedures for privatisation and restructuring.

He has advised all sorts of foreign and domestic project finance undertakings. In the past, he has been a supervisory board member of several companies.



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PETER COOK



PETER COOK
PARTNER
GILBERT + TOBIN

SYDNEY

Peter specialises in mergers and acquisitions, private equity and capital markets. He also regularly advises on Australia's foreign investment regime.

He has advised on some of the largest transactions in the country including Chinalco's share investment in Rio Tinto plc and subsequent proposed investment. Other significant transactions include the demergers of BlueScope Steel and OneSteel from BHP Billiton, Rinker/CSR demerger, the GKN and Brambles DLC and the private equity bids for Coles, Qantas and PBL Media.

Peter's recent M&A experience includes acting for Carlyle in its public to private with TPG of Healthscope, acting in relation to Nine Entertainment's recapitalisation and debt to equity swap (involving Apollo Capital and Oaktree Capital), acting for the Steelmakers Australia consortium (comprising POSCO and Noble Group) on a proposal to acquire Arrium Ltd, acting for Graincorp on its takeover defence from Archer Daniels Midland, and acting for Sycamore Partners on its proposed public to private of Billabong Group.

Peter is regularly ranked as one of Australia's leading mergers and acquisitions, capital markets and private equity lawyers in industry surveys such as Chambers Global, Best Lawyers, Euromoney Expert Guides and Asia Pacific Legal 500. Peter recently won Best Lawyers Lawyer of the Year Private Equity in 2012 and Capital Markets (Equity) in 2013.



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CARLOS CORDERO



CARLOS CORDERO
PARTNER
ALEMÁN, CORDERO,
GALINDO & LEE

PANAMA CITY

Practice Areas

Telecommunications, projects, public bids, banking, general corporate and dispute resolution. Has represented telecommunication companies in all aspects of their operations, including dealings with regulatory entities. Has led teams involved in special projects in the energy, real estate, and telecom industries. Has advised many banks on the structuring of complex loan operations and securities issues. Has advised major clients in commercial litigation as well as local and international arbitration. Has negotiated several Treaties for the Avoidance of Double Taxation and the Prevention of Fiscal Evasion on behalf of the Republic of Panama. Has served as a director of several multinational corporations.

Professional Memberships

Panama Bar Association. International Lawyer's Association.

Career

Associate, Icaza, Gonzalez-Ruiz & Aleman, 1975-85. Vice Minister, foreign affairs, 1993-94. National Council of Foreign Affairs (1999-2004). Ambassador in Special Missions for the Defense of the International Services (1999-2004); Ambassador at Large (2009 – Present). Founding Partner, Aleman, Cordero, Galindo & Lee, 1985.



KYLE DAVIS



KYLE DAVIS
PARTNER
GOLTSBLAT BLP

MOSCOW

Kyle Davis is a partner in the firm's Corporate/M&A Practice.

Before joining Goltsblat BLP, Kyle Davis was counsel at Akin Gump Strauss Hauer & Feld LLP and, prior to that, worked with Allen & Overy and other international firms in Moscow and New York. Kyle is qualified in US law and advises on joint ventures, mergers and acquisitions, capital market transactions, as well as restructuring and general corporate matters.

Kyle speaks fluent Russian and is a member of the New York Bar.

Kyle has extensive experience in the energy, natural resources and infrastructure spheres, and projects in recent years include advising:

- AF Telecom in relation to a shareholder restructuring of Russian mobile phone operator OJSC MegaFon with an aggregate deal value of approx. \$8.5 billion.
- Rosneft on its USD 1.6 billion acquisition of PDVSA's share in a German oil refining joint venture with BP plc.
- The Government of the Kyrgyz Republic on new terms for the Kumtor gold mining project.
- A joint venture between Sasol, PETRONAS and Uzbekneftegaz connected to a gas-to-liquids project in Uzbekistan.
- Gazprom Neft on production sharing and joint operation arrangements relating to offshore blocks in Equatorial Guinea.
- Mechel regarding mining sector acquisitions and general corporate/ securities matters, and many more.



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HARRY DU



HARRY DU
PARTNER
KING & WOOD MALLESONS
BEIJING

Mr. Harry Du specializes in M&A, project finance and foreign direct investment, with a unique focus on commercial real estate and infrastructure.

Mr. Du has represented global investment banks, large multinational retailers, and various domestic and international companies on matters such as establishing investment vehicles, development and investment in real estate and infrastructure projects. He has also represented many companies in the hotel industry during negotiations, and advised international hotel management companies on their operations in China.

With market leading experience and well known expertise on real estate and infrastructure issues, Mr. Du has participated in the development, construction, management, leasing and financing of numerous high profile projects.

Mr. Du joined King & Wood in 1994. Prior to this, he worked for the Guangzhou Office of American Woolworth Overseas Corporation, and Dacheng Law Office in Beijing.

Mr. Du earned his LL.M. from law school of UCLA and his LL.B from the China University of Political Science and Law. He was admitted as a Chinese lawyer in 1988.

He is proficient in English and Chinese.



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ADAM O. EMMERICH



ADAM O. EMMERICH
PARTNER
WACHTELL, LIPTON, ROSEN
& KATZ

NEW YORK

Adam O. Emmerich practices in Wachtell Lipton's corporate department, focusing primarily on mergers and acquisitions, securities law matters, and corporate governance. His practice has included a broad and varied representation of public and private corporations and other entities in a variety of industries throughout the United States and globally, in connection with mergers and acquisitions, divestitures, spin-offs, joint ventures and financing transactions. He also has extensive experience in takeover defense.

Adam is recognized as one of the 500 leading lawyers in America by *Lawdragon*, as one of the world's leading lawyers in the field of Mergers and Acquisitions in the *Chambers Guide to the World's Leading Lawyers*, as an expert in each of M&A, Corporate Governance and M&A in the real estate field by *International Who's Who of Business Lawyers*, and as an expert both in M&A and in Corporate Governance by *Euromoney Institutional Investor's Guides*, in their World's Leading Mergers and Acquisitions Lawyers and Best of the Best USA 2012 Corporate Governance.

Among the transactions in which he has taken a leading role include representing: Deutsche Telekom and T-Mobile USA in the agreed combination of T-Mobile and MetroPCS Communications at a \$30 billion enterprise valuation; América Móvil, S.A.B. de C.V. in its acquisition of 21% of Telekom Austria AG; GlaxoSmithKline in its unsolicited offer and acquisition of Human Genome Sciences for \$3.6 billion; Sunrise Senior Living in connection with its sale to Health Care REIT, in transactions involving total investment by Health Care REIT of \$4.3 billion; Deutsche Telekom in its agreed \$39 billion sale of T-Mobile to AT&T; AMB Property Corporation in its \$15 billion merger with ProLogis, to create a REIT with combined assets owned and under management of \$46 billion; Google in its participation in the Nortel patent auction; Grupo Prisa in its \$1.5 billion transaction with Liberty Acquisition; the board of Wyeth in its \$68 billion acquisition by Pfizer; Simon Property Group in connection with its offer to acquire General Growth Properties for \$31 billion; Swarth Investments in the sale of its controlling interest in GVT (Holding) SA, Brazil to Vivendi in a transaction valuing GVT at \$4.2 billion; Alcoa in the \$14 billion investment in Rio Tinto by Chinalco and Alcoa; the \$4.7 billion acquisition of Constellation Energy by MidAmerican Energy; Iscar in its \$5 billion acquisition by Berkshire Hathaway, and Iscar in its \$1 billion acquisition of Tungaloy of Japan; Acciona in its €43.7 billion acquisition with Enel of Endesa and in relation to EON's offer for Endesa; Tishman-Speyer and Lehman Brothers in their \$22.2 billion acquisition of Archstone-Smith; Vornado, Starwood Capital and Walton Street in their \$39 billion bid to buy Equity Office Properties; Man Group's purchase of Refco's regulated futures business in Refco's bankruptcy proceeding; Taubman Centers', Dana's and Circuit City's successful defenses of hostile takeover attempts by Simon Property Group, ArvinMeritor and Highfields Capital, respectively; the acquisition by Wal-Mart of an



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interest in Seiyu in Japan and in transactions in Brazil, China, Puerto Rico and the UK; MacAndrews & Forbes in its recapitalization of Revlon; Cable & Wireless in its exit from its U.S. activities; the successful \$6 billion unsolicited offer by Public Storage for Shurgard; The Mills Corporation in its \$7.8 billion sale to a partnership of Simon Property Group and Farallon; the acquisition by Morgan Stanley and Onex of Town & Country; Lend Lease in the sale of its U.S. businesses; MetLife in a variety of transactions; the acquisition by Raytheon of the defense business of Hughes Electronics from GM, and Raytheon's acquisition of Texas Instruments defense business and sale of its Amana appliance unit; the Cisneros family of Venezuela in transactions with Coca-Cola and Bell South; Seagram/Universal's acquisition of Viacom's interest in USA Network; and MCA's sale to Matsushita.

Adam joined the firm in 1986 and was named partner in 1991. He attended Swarthmore College and The University of Chicago, from which he received his J.D. with honors. While at the University of Chicago, Adam served as topics and comments editor of *The University of Chicago Law Review*, was elected to the Order of the Coif, and received an Olin Fellowship in law and economics. Following law school, he served as a law clerk to Judge Abner J. Mikva, of the United States Court of Appeals for the District of Columbia Circuit. He is a frequent author and speaker on topics relating to mergers and acquisitions and corporate governance, including at MIT's Sloan Convocation and on India's CNBC-TV18.

Adam is co-chair of the International Institute for the Study of Cross-Border M&A, co-chair of the advisory board of New York University's REIT Center for the Study of Public Real Estate Companies and has served as co-chair of the NYU Real Estate Institute's Annual Symposium on REITs since its inception. He is a member of the Corporate Academic Bridge Group of the NYU Pollack Center for Law & Business, and a frequent contributor to the Harvard Law School Forum on Corporate Governance and Financial Regulation. Adam serves on the board of directors of the American Friends of the Israel Museum and of The Ramaz School, as well as serving as president of the Friends of the Israel Antiquities Authority and of the Friends of Rambam Medical Center. He was previously a member of the board of directors of the Lawyers Alliance for New York, the Visiting Committee of the University of Chicago Law School, and co-chair of the Young Lawyers Division of the UJA-Federation in New York.

Adam lives in Manhattan with his wife, two daughters and son.



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DANIELA FAVOCCIA



DANIELA FAVOCCIA
CO-MANAGING PARTNER
HENGELER MUELLER

FRANKFURT

Education

Universities of Passau and Freiburg (Dr. jur.)

Career

US law firm, Los Angeles, 1995-1996

Hengeler Mueller since 1993, partner since 1999, co-managing partner since 2010

Practice Areas

Mergers & Acquisitions

Corporate, Restructurings

Compliance

India Desk



MICHAEL D. FRICKLAS



MICHAEL D. FRICKLAS
EXECUTIVE VICE PRESIDENT
AND GENERAL COUNSEL
VIACOM INC.

NEW YORK

Michael D. Fricklas has served in senior management of Viacom's legal department since 1993; since 1998 he has been General Counsel and Secretary, Viacom's most senior legal position. Mr. Fricklas is responsible for the legal affairs of Viacom, home to the world's premier entertainment brands across television, motion pictures, online and on mobile platforms.

At Viacom, Mr. Fricklas plays an integral role in guiding complex transactions and resolving disputes, in coordinating the company's legal and business affairs activities, in corporate governance and in leading Viacom's Law Department.

Mr. Fricklas received a B.S.E.E. from the University of Colorado's College of Engineering and Applied Sciences in 1981 and a J.D., *magna cum laude*, from Boston University School of Law in 1984.

Mr. Fricklas serves as Secretary and a member of the Board of Trustees of Jazz at Lincoln Center, on the advisory board of the World Policy Institute, on the board of visitors of the Boston University School of Law, and was past President of the Association of General Counsel. He serves on Chief Judge Lippman's Task Force to Expand Access to Civil Legal Services in New York, the Board of Creative America and of Arts + Labs, and on the advisory committee of the New York Legal Aid Society. He is the recipient of the Raising the Bar Award from *The Hollywood Reporter*, the Counsel of the Year Award from the Association of Media and Entertainment Counsel, the Excellence in Corporate Practice Award from the Association of Corporate Counsel, and the Jazz for Justice Award from Legal Services NYC, among numerous other awards.



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DAVID FRIEDLANDER



David Friedlander is a mergers & acquisitions and securities lawyer in the Sydney office of King & Wood Mallesons. He is consistently ranked as one of Australia's top M&A and equity capital markets lawyers, and is a member of the Australian Takeovers Panel. David regularly acts for both bidders and targets in takeovers and issuers and underwriters in securities offerings. David is integral to the firm's growth in Asia Pacific spending time working closely with our Hong Kong and China teams and is a member of the Board of the firm.

DAVID FRIEDLANDER
PARTNER
KING & WOOD MALLESONS

SYDNEY



MANUEL GALICIA ROMERO



MANUEL GALICIA ROMERO
PARTNER
GALICIA ABOGADOS

MEXICO CITY

Manuel Galicia Romero is a founding partner of the Mexican firm Galicia Abogados, S.C., in 1994.

Mr. Galicia is an attorney specialized in international business transactions and his practice areas include representation of banks, insurance companies, brokerage firms and other financial institutions in respect of credit facilities, private placements, lease financings, insurance claims and insurance regulatory matters, restructurings, project financing, mortgage programs, high yield issues, as well as advising corporations with respect to joint ventures in Mexico, mergers and acquisitions, antitrust matters, mediation and corporate restructurings.

Mr. Galicia participated as legal advisor to the Coordinating Office of Foreign Trade Organizations (Coordinadora de Organizaciones Empresariales de Comercio Exterior - "COECE") in the negotiation of NAFTA.

Mr. Galicia has been appointed as panelist for the roster of arbitrators for dispute resolution matters related to the financial services chapter under NAFTA.

Mr. Galicia studied law at the Universidad Iberoamericana, A.C., in Mexico City, graduating in 1981, and received a Master in Comparative and International Law from the Southern Methodist University School of Law in Dallas, Texas.

Before joining the firm, Mr. Galicia was a managing partner with the law firm of Santamarina y Steta, S.C., in 1993 and 1994, having been a partner there for four years and an associate for fourteen.

Mr. Galicia is fluent in English and German.



JUAN MIGUEL GOENECHEA



JUAN MIGUEL GOENECHEA
DOMÍNGUEZ
PARTNER
URÍA MENÉNDEZ

MADRID

Juan Miguel Goenechea is a partner in the Madrid office of Uría Menéndez. He joined the firm in 1982 and became a partner in 1990. From 1996 to 2000, Juan Miguel was head of the Latin America Practice Group. He has over the years specialised in Mergers and Acquisitions, Corporate, Banking and Finance, Securities and Internet. Juan Miguel is also experienced in representing clients before domestic and international arbitration tribunals.

Juan Miguel has been named a top lawyer by Chambers Global, IFLR, Legal 500, and other major indices.

Education

- Law Degree, Universidad Pontificia Comillas, Madrid, 1982
- Business Administration Degree, Universidad Pontificia Comillas, Madrid, 1983

Membership of Professional Associations

- Madrid Bar Association.
- International Bar Association

Legal Teaching

Since 1985, Juan Miguel is a Professor of Commercial Law at the Universidad Pontificia de Comillas ('ICADE'). He frequently participates as a speaker and commentator at seminars and conferences pertaining to his areas of expertise.



ADAM GREEN



ADAM GREEN
PARTNER
MANNHEIMER SWARTLING

STOCKHOLM

Adam Green is a partner of Mannheimer Swartling and a member of the firm's Corporate and Transactions, Mergers & Acquisitions and Private Equity groups. Adam's work focuses primarily on the purchase and sale of companies and business divisions, joint ventures, restructurings, and investments in privately-held companies. Adam is one of a very few lawyers active in Swedish M&A with an anglo background and is frequently involved in the firm's complex and cross-border transactions. Adam is a regular lecturer in M&A at the Stockholm School of Economics and in Jurisprudence at the Stockholm University law faculty, and is ranked as a leading Swedish M&A lawyer in Chambers, Legal 500, IFLR 1000, and Who's Who.

Experience

- Partner, Mannheimer Swartling, 2006-
- Associate, Mannheimer Swartling, 2002-2005
- Corporate Associate, Cravath, Swaine & Moore, 1999-2002
- Litigation Associate, Cravath, Swaine & Moore, New York, 1995-1997
- Visiting Lecturer, Stockholm University, 1995
- Law Clerk, Hon. Leonard I. Garth, United States Court of Appeal (3rd Cir.), 1994-1995
- Summer Associate, Cravath, Swaine & Moore, New York, 1993

Member

- The New York Bar Association



JUAN FRANCISCO GUTIÉRREZ I.



JUAN FRANCISCO GUTIÉRREZ I.
PARTNER
PHILIPPI YRARRÁZAVAL,
PULIDO & BRUNNER

SANTIAGO

Areas of Practice

- Mergers and Acquisitions
- Securities
- Corporate
- Contracts

Professional Formation

- Lawyer of Confederation of Production and Commerce (1985-1988).
- Curtis, Mallet-Prevost, Colt & Mosle, New York, (1982-1984).
- Philippi, Yrarrázaval, Pulido & Brunner (1988-)

Professional Formation

- Master of Law, University of New York (1982).
- Undergraduate of Law, Pontificia Universidad Católica de Chile. Obtained his degree in Law in 1980.

Conferences

Speaker in seminars on capital market

Publications

Regular Columnist of “Diario Financiero”, in matters on stock corporations and antimonopoly control.

Membership

Bar Association of Chile

Languages

- Spanish
- English



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HE FANG



HE FANG
PARTNER
JUN HE

BEIJING

Ms. He is a partner of Jun He Law Offices and currently practices in the Beijing office.

Practice Areas

Ms. He practices in the areas of mergers and acquisitions, outbound investment, foreign direct investment, private equity and intellectual property.

Professional Experience

Ms. He's legal experience includes over 2 years work in the Trademark Bureau of the Chinese State Administration for Industry and Commerce where she reviewed trademark applications and adjudicated trademark disputes, one year practice in the legal department of Itochu Corporation in Tokyo where she advised ITOCHU on Chinese-related transactions, and one year practice in the Chicago office of Baker & McKenzie LLP where she advised U.S. clients on investment and trade in China. Ms. He practices in China since March 2001 with Jun He Law Offices.

Ms. He has dealt with many merger and acquisition transactions (inbound and outbound) where she designed deal structures, conducted due diligence, drafted and revised legal documents, negotiated with other parties on behalf of the clients, and assisted in the completion of the deals. Ms. He has provided legal services in connection with the establishment, operation, alteration and liquidation of foreign-invested and domestic enterprises. Ms. He has advised many multinationals regarding the management and protection of their intellectual property rights in China, and handled considerable lawsuits on intellectual property infringement in China.

Ms. He is a visiting professor at the Lawyer College of Renmin University of China, teaching M&A courses.



BRIAN HEALY



BRIAN HEALY
MANAGING DIRECTOR
MORGAN STANLEY

NEW YORK

Brian Healy is a Managing Director in the Mergers and Acquisitions Department and is based in New York. He leads the Firm's North American Natural Resource and Basic Materials M&A practice.

Education

Brian received his MBA from the University of Chicago Graduate School of Business in 1998 and a BS in Finance and Accounting from the University of Virginia in 1993.

Banking Experience

Brian joined the firm in 2000 and works on all types of merger, acquisition and restructuring transactions. Prior to joining Morgan Stanley, Brian spent two years in Lehman Brothers' Mergers and Acquisition Department in New York.

Selected Transactions

- IntercontinentalExchange's \$8.2Bn acquisition of the NYSE
- Molycorp's \$1.3Bn acquisition of Neo Materials
- \$170MM sale of HudBay's Guatemala nickel resource (Fenix) to Solway Group
- Kinross Gold Corporation's \$7.1Bn acquisition of Red Back Mining
- IntercontinentalExchange's \$650mm acquisition of The Climate Exchange
- \$2.1 Bn sale of certain of Rio Tinto's Alcan Packaging segments to Amcor
- \$1.2 Bn sale of Rio Tinto's Alcan Packaging segments to Bemis
- \$19.0 Bn acquisition of Rohm and Haas by the Dow Chemical Company and related financing
- \$43.1 Bn hostile defense and sale of Alcan to Rio Tinto
- \$10.2 Bn hostile defense and sale of Placer Dome to Barrick Gold
- \$6.0 Bn sale of Novelis to Hindalco, a member of Aditya Birla Group of companies
- \$1.5 Bn Peabody Energy's acquisition of Excel Coal Ltd
- \$6.5 Bn unsolicited offer and acquisition of Pechiney by Alcan and subsequent creation and spin off of \$4.2 Bn Novelis Inc.
- \$1.1 Bn unsolicited offer and acquisition of AurionGold by Placer Gold



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CHRISTIAN HERBST



CHRISTIAN HERBST

PARTNER
SCHÖNHERR

VIENNA

Admitted to the bar: 1988, Austria.

Practice Areas

Corporate / M&A, Takeovers, Arbitration, Corporate Finance.

Education

Harvard University, Cambridge, Massachusetts/USA (LL.M. 1984)

Johns Hopkins University, Bologna/Italy (Diploma 1983)

University of Salzburg, Salzburg/Austria (Dr. iur. 1982)

Experience

New York City Law Firm, Associate, New York/USA (1984)

Practice

In over 20 years of transactional experience, Christian has been involved in highly publicized privatizations, M&A transactions and public takeovers in Austria and CEE. He is ranked as one of the top M&A practitioner for Austria by Chambers Global, Legal 500 and other directories.

Teaching positions

Lecturer on 'International Mergers & Acquisitions' at the Vienna University of Economics and Business (since 2003)

Memberships

IBA; currently Senior Vice Chair of the IBA Corporate & M&A Law Committee

UIA

Publications

Author of articles on international transactions, M&A, takeovers and corporate law.

Languages

German, English.



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LODEWIJK HIJMANS VAN DEN BERGH



LODEWIJK HIJMANS VAN DEN
BERGH
MEMBER OF THE CORPORATE
EXECUTIVE BOARD AND
CHIEF CORPORATE
GOVERNANCE COUNSEL
ROYAL AHOLD

AMSTERDAM

Ahold's shareholders appointed Lodewijk Hijmans van den Bergh to the Corporate Executive Board on April 13, 2010. Lodewijk joined the Company on December 1, 2009, when he assumed his responsibilities as acting member of the Corporate Executive Board and Chief Corporate Governance Counsel.

Prior to joining Ahold, Lodewijk was a partner of Amsterdam-based law firm De Brauw Blackstone Westbroek.

Lodewijk is the deputy chairman of the board of the Royal Concertgebouw Orchestra and a member of the Supervisory Board of the Air Traffic Control the Netherlands. He is also a member of the advisory boards of the Rotterdam School of Management, Erasmus University and Champs on Stage.



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SCOTT D. HOFFMAN

SCOTT D. HOFFMAN
MANAGING DIRECTOR AND
GENERAL COUNSEL
LAZARD

NEW YORK

Scott D. Hoffman has served as General Counsel of Lazard Ltd since May 2005. Mr. Hoffman has served as a Managing Director of Lazard Group since January 1999 and General Counsel of Lazard Group since January 2001. Mr. Hoffman previously served as Vice President and Assistant General Counsel from February 1994 to December 1997 and as a Director from January 1998 to December 1998.

Prior to joining Lazard, Mr. Hoffman was an attorney at Cravath, Swaine & Moore LLP. Mr. Hoffman is a member of the Board of Trustees of the New York University School of Law.



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HUA WEIWEI



Hua Weiwei is a Director of the Legal and Compliance Department of China Investment Corporation in Beijing.

HUA WEIWEI
DIRECTOR
CHINA INVESTMENT
CORPORATION

BEIJING



KLAUS ILMONEN



KLAUS ILMONEN
PARTNER
HANNES SNELLMAN
HELSINKI

Klaus Ilmonen heads our Capital Markets practice in Helsinki. His practice includes equity capital markets and other corporate transactions for public corporations. He has considerable experience from public takeovers, as well as from cross-border transactions. Klaus also works with governance and regulatory matters related to public corporations.

Klaus has participated in regulatory work in relation to EU and national securities and takeover regulation. He serves on a consultative group for developing EU corporate finance regulation and has participated in drafting Finnish takeover regulation. Klaus also teaches securities regulation at the University of Helsinki.

Klaus has qualified as an attorney in the State of New York, and practised U.S. securities law in the London office of the law firm Cleary, Gottlieb, Steen & Hamilton, where he represented European issuers and underwriters in international securities offerings. He also worked on international M&A transactions.

Klaus has been a visiting researcher at Harvard Law School and holds a LL.M. degree from Columbia Law School in New York.

Klaus has also served as an officer with Finnish forces in Kosovo and Afghanistan. He has lectured on operational law in Finland and abroad.

Recent References

- Talvivaara Oyj EUR 260 million rights offering – Counsel to managers, 2013
- Trimble Navigation Ltd. EUR 337 million offer for Tekla Corporation - Counsel to Trimble, 2011
- Listing of Ruukki Group Plc's shares on the London Stock Exchange - Special counsel to Issuer, 2010
- Orc Software AB (publ.) offer for the shares of Neonet AB (publ.) in Sweden – Counsel to Orc Software, 2010
- Rights offering of EUR 300 million Pohjola Bank Plc - Counsel to Pohjola, 2009
- Purchase of Swedish operations of Kaupthing hf. - Counsel to



Ålandsbanken Abp, 2009

- IPO of EUR 117 million of SRV Group Plc on the Helsinki Stock Exchange - Counsel to SRV Group Plc, 2007
- IPO of £210 million of Talvivaara Oy on the Main List of the London Stock Exchange - Special Finnish counsel to the managers of the IPO, 2007

Rankings

- 'Klaus Ilmonen is one of Finland's leading capital markets experts.', Legal 500, 2013
- 'US-qualified Klaus Ilmonen previously worked in London as a US securities law expert. He impresses market observers with his work on international deals...', Banking & Finance, Chambers Global 2013
- Ranked among the best lawyers in the 2012 and 2013 editions (Helsinki: Capital Markets, Mergers and Acquisitions) of Best Lawyers®
- 'Klaus Ilmonen heads the team and is commended for his experience of the market and commercial understanding. "He is an extremely efficient and dynamic lawyer with substantial knowledge," note sources.', Chambers Europe 2011

Memberships and Positions of Trust

- Member of the Consultative Working Group on Corporate Finance of the European Securities Markets Authority (ESMA)
- Member of the expert group on securities regulation of the Finnish Bar Association
- The Mannerheim Foundation, Secretary

Education and Professional Background

- Harvard Law School, Visiting Researcher, 2011 – 2012 (Jan.)
- Partner, Hannes Snellman, 2007
- Licentiate of Laws, University of Helsinki, 2002
- Associate, Cleary, Gottlieb, Steen & Hamilton, London, 1999–2002
- LL.M. (Stone Scholar), Columbia University, 1999



FULVO ITALIANI



FULVO ITALIANI
PARTNER
D'EMPAIRE REYNA
ABOGADOS
CARACAS

Fulvio Italiani is considered one of the leading M&A and corporate lawyers in Venezuela. He has participated in most of the significant acquisition and financing transactions taking place in Venezuela in the last years. Fulvio Italiani has been consistently ranked as a star individual for M&A/Corporate by *Chambers Latin America*. As part of his vast experience, Fulvio has represented:

- The Carlyle Group as Venezuelan counsel in its acquisition of DuPont Performance Coatings;
- The Industrial and Commercial Bank of China (ICBC) in a US\$1.5 billion Pre-Paid Export Finance Facility to Petróleos de Venezuela, S.A.;
- AEI and The Williams Companies Inc. in the sale of Accroven to PDVSA Gas for US\$214 million;
- Banco Santander in the sale of Banco de Venezuela to the Venezuelan government for US\$1.05 billion;
- Ternium in the sale of Sidor to the Venezuelan government for US\$1.97 billion;
- CNPC Services in connection with an oil and gas services joint venture with PDVSA Servicios;
- DaimlerChrysler as Venezuelan counsel in connection with the transfer of its majority interest in the Chrysler Group to a subsidiary of Cerberus Capital Management, L.P., a private-equity company based in New York for US\$7.4 billion;
- McDonald's Corp. as Venezuelan counsel in the US\$700 million sale of approximately 1,600 restaurants in Latin America and the Caribbean to a franchisee organization led by Wood Staton;
- Ashmore Energy International (AEI) in the sale of Vengas, C.A., the leading Venezuelan domestic gas distributor, to PDVSA Gas;
- ABN Amro and Econoinvest Casa de Bolsa in the tender offer for Compañía Anónima Nacional Teléfonos de Venezuela (CANTV) made by the Bolivarian Republic of Venezuela for US\$1.7 billion;
- the Board of Directors of C.A. La Electricidad de Caracas (EDC) in the tender offer for EDC made by Petróleos de Venezuela, S.A. (PDVSA) for US\$900 million;
- Teléfonos de México, S.A. de C.V. (Telmex) and América Móvil,



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S.A. de C.V. in their agreement with Verizon Communications, Inc. to acquire Verizon's equity interest in Compañía Anónima Nacional Teléfonos de Venezuela (CANTV), for US\$676.6 million;

- The AES Corporation in its US\$1.8 billion unsolicited tender offer for C.A. La Electricidad de Caracas;
- Sidor Ternium in its US\$1 billion and US\$1.8 billion financial restructurings;
- Empresas Polar in its US\$501 million negotiated tender offer for Mavesa S.A.;
- The AES Corporation and C.A. La Electricidad de Caracas in their joint US\$1.4 billion unsolicited tender offer for Compañía Anónima Nacional Teléfonos de Venezuela (CANTV); and
- Empresas Polar in the US\$568 million sale of its shareholding in Unión de Cervecerías Peruanas Backus & Johnston S.A.A. (Backus), to Grupo Empresarial Bavaria.

Fulvio Italiani has been considered over the years one of the best corporate/M&A and finance lawyers in Venezuela by *Chambers Global*, *Chambers Latin America*, *The Legal 500* and *Latin Lawyer 250* and was included in the list of top Venezuelan lawyers under 40 by *Latin Lawyer* (2003). He has also been ranked as a Venezuelan leading lawyer by *PLC Which Lawyer* and *IFLR 1000*.

He has also represented international and Venezuelan clients in arbitrations under several rules systems, including the ICC rules, and acted as the chairman of an arbitration panel in connection with a dispute involving a joint venture agreement between a Venezuelan company and a U.S. company.

Fulvio Italiani is a partner in D'Empaire Reyna Abogados. Before becoming a partner at D'Empaire, Fulvio Italiani worked as an associate at the New York office of Skadden, Arps, Slate, Meagher & Flom LLP from 1993 to 1996. He studied law at Universidad Católica Andrés Bello, Caracas (J.D. summa cum laude, 1990). He is fluent in Spanish, English and Italian.



MASAKAZU IWAKURA



MASAKAZU IWAKURA
PARTNER
NISHIMURA & ASAHI

TOKYO

Mr. Iwakura has handled a variety of large-scale and unprecedented mergers and acquisitions, intellectual property, tax and insurance matters and litigations. He handled, among others, the integration of UFJ Bank Group and Mitsubishi Tokyo Financial Group (“MUFG”), the acquisition of AIG Edison Life and AIG Star Life by Prudential Financial, the acquisition of VeriSign’s identity and authentication business by Symantec, the demutualization and GPO of the Daiichi Mutual Life Insurance Company, the business swap between Mitsubishi Chemical and DSM Engineering Plastics, the hostile takeover defense by Bull-Dog Source against a U.S. activist fund, the patent infringement litigation regarding Canon’s ink cartridge, the litigation regarding the bank tax of the Tokyo and Osaka Metropolitan governments and the patent-related litigation brought by Texas University against NTT regarding the lithium-ion secondary battery. In addition, he recently advised Mitsubishi UFJ Securities (and MUFG) on its integration with Morgan Stanley Japan Securities.

He has lectured on corporate law, mergers and acquisitions law, intellectual property law and tax law at various law schools and universities for more than 20 years. He was a Visiting Professor at Harvard Law School in the 2007-2008 academic year (and will be again in the 2013-2014 academic year), and a Lecturer at Kyoto University Law School from 2005 to 2007, and has been a Professor at Hitotsubashi University Graduate School of International Corporate Strategy since 2006. He also serves as an outside (independent) director (board member) of COOKPAD Inc. (listed on the Tokyo Stock Exchange) and statutory auditor of GMO Internet (listed on the Tokyo Stock Exchange), Imperial Hotel (listed on the Tokyo Stock Exchange) and Investor Communications Japan (subsidiary of the Tokyo Stock Exchange).

He has authored various textbooks and articles including “Japan Chapter - International Mergers & Acquisitions Review 2013” published by Euromoney Trading in 2013, “Japan Chapter - The PLC The Mergers and Acquisitions multi-jurisdictional guide



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2012/13” published in 2012, “The Leading Edge of M&A Legal Work” published in 2010, “Intellectual Property Laws” published in 2010, “Practical Consultation of the New Corporate Law” published in 2006, etc.

Mr. Iwakura obtained a LL.B. from the University of Tokyo in 1985 and a LL.M. from Harvard Law School in 1993, and is admitted to practice law in Japan and the State of New York. He has worked at Nishimura & Asahi from 1987 to present (Senior Partner & Executive Management Committee Member). Previously he worked at Debevoise & Plimpton (New York) from 1993 to 1994 and Arnold & Porter (Washington, D.C.) from 1994 to 1995.



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CHRISTOF JÄCKLE



CHRISTOF JÄCKLE
PARTNER
HENGELER MUELLER

FRANKFURT

Education

University of Freiburg (Dr. jur.)
University of Geneva, Switzerland
University of Michigan Law School (LL.M.)

Career

Associate, McKinsey & Company, Inc., 1989-1990
Hengeler Mueller since 1990, partner since 1995, co-managing partner 2004-2008

Practice Areas

Mergers & Acquisitions
Corporate, Restructurings
Private Equity, Venture Capital



MICHAEL MERVYN KATZ



MICHAEL MERVYN KATZ
CHAIRMAN
EDWARD NATHAN
SONNENBERGS

JOHANNESBURG

Professor Michael Katz is the chairman of ENS and has over 47 years' experience in corporate and commercial law, including advising in relation to M&A, competition law, tax, privatisation and deregulation, project finance and non-recourse financing, public private partnerships, empowerment ventures and banking and financial markets.

Michael is regularly quoted in the media and speaks at a number of international and domestic conferences and other high profile events. Michael publishes numerous articles, chapters and papers on legal and fiscal topics, including co-authoring the Butterworths Company Law Precedents (4 Volumes) and South Africa's contribution to the United Nation's and Harvard University Corporate Law Tools Project.

Appointments / Professional Affiliations

- Chairperson of the Specialist Committee On Company Law (established in terms of section 191 of the Companies Act, 2008)
- Chaired the Tax Advisory Committee to the Minister of Finance
- Chaired the Commission of Inquiry to Investigate the Taxation System of South Africa (Appointed by Government)
- Member of the King Committee on Corporate Governance
- Member of a number of company boards
- Trustee of numerous trusts, including: The Nelson Mandela Children's Fund; Constitution Hill Trust; Legal Resources Trust; Constitutional Court Trust; The Donald Gordon Foundation; and The South African Holocaust and Genocide Foundation
- Chaired the Commission of Enquiry for Johannesburg Stock Exchange to review the structure and operations of the Stock Exchange
- Board of Directors, South Africa 2010 FIFA World Cup LOC
- Trustee, 2010 FIFA World Cup Legacy Trust

- Chairman of the Board of Directors, National Housing Finance Corp Ltd
- Member of the FSB Legislative Committee

Academic Appointments

- Honorary Degree: Doctorate of Laws (1998) (University of the Witwatersrand)



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- Course director, Advanced Company Law (University of the Witwatersrand)
- Extraordinary Professor – Free State University
- Extraordinary Professor – Pretoria University
- Honorary Professor - University of the Witwatersrand
- Member of Board of Governors – Hebrew University of Jerusalem

Awards / Accolades

- Chambers and Partners Global Guide to the World's Leading Lawyers 2012 – "Star individual" for Corporate; Mergers and Acquisitions (South Africa); Tax (South Africa)
- Legal 500 Europe, Middle East & Africa 2012's guide to outstanding lawyers; Elite Leading Lawyer - Mergers and Acquisitions (South Africa)
- IFLR 1000 2012 – Mergers and Acquisitions (South Africa)
- Who's Who Legal 2013 - Corporate Governance; Corporate Tax and Mergers & Acquisitions (South Africa)
- Guide to the World's Leading Lawyers 2012 – Mergers and Acquisitions
- PLC Which Lawyer? 2012 – Corporate; Mergers and Acquisitions (South Africa); Tax (South Africa); Corporate Governance (South Africa)
- InterContinental Finance Magazine 2012 - leading lawyer for Corporate Commercial (South Africa)
- Best Lawyers South Africa 2011 – Banking; Corporate; Finance; Mergers and Acquisitions; Private Equity; Regulatory; Tax
- Legal Experts Europe, Middle East & Africa 2012 – Corporate and Mergers and Acquisitions (South Africa); Tax (South Africa)
- ACQ magazine's Law Awards 2011 - Lawyer of the Year (South Africa)

Qualifications

- BComm (University of the Witwatersrand)
- LLB (University of the Witwatersrand)
- LLM (Harvard Law School, USA)
- LLD (honoris causa) (University of the Witwatersrand)
- Admitted as an attorney of the High Court of South Africa



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HANDEL LEE



HANDEL LEE
PARTNER
KING & WOOD MALLESONS

BEIJING/SHANGHAI

Handel Lee is a partner of King & Wood Mallesons, the largest law firm based in Asia with over 2000 lawyers, including 1000 in China. He is a member of its Management Committee. Prior to joining King & Wood Mallesons, Mr. Lee was the Managing Partner of Vinson & Elkins' China Practice and Chief Representative of Skadden Arps' Beijing office.

Mr. Lee represents U.S., European, and PRC clients on mergers and acquisition and private equity transactions in such industries as energy/resources, infrastructure, real estate, retail, and manufacturing. A practice area focus of Mr. Lee's is representing PRC clients in offshore acquisitions in the energy and natural resource industries.

Professional acknowledgements Mr. Lee has received include: Who's Who Legal 2010, 2011, 2012 and 2013 as a leading M&A lawyer in China; Asian Legal Business 2006 and 2007 as one of China's Top 30 Lawyers; and Euromoney's 1999, 2001 and 2003 Expert's Guide to the World's Leading Energy and Natural Resources Lawyers, as the leading lawyer in China in three categories: Project Finance; Power; and Oil and Gas.

Mr. Lee obtained his BA degree from the University of Virginia and his JD degree from Georgetown University Law Center, where he was the founding Editor-in-Chief of the Georgetown International Environmental Law Review. He was admitted to the New York State Bar in 1989.

Mr. Lee is a member of Board of Visitors of Georgetown University Law Center, member of Lincoln Center China Advisory Council, member Board of Directors Soong Ching Ling Foundation / Pearl S. Buck Charitable Foundation China. He is also a Member of the Committee of 100.



LI QI (ADAM)



LI QI (ADAM)
PARTNER
JUN HE

SHANGHAI

Mr. Adam Li is a partner of Jun He Law Offices. He is based in our Shanghai office.

Practice Areas

Mr. Li is a corporate lawyer specialized in international mergers and acquisitions, capital market, debt financing and general corporate matters.

Professional Experience

Since 1991, Mr. Li has advised numerous Fortune 500 corporations, Chinese state-owned enterprises and private companies of different industries from both China and around the world for their international and domestic mergers and acquisitions, debt or equity financing, restructuring, joint ventures and general corporate matters. With his deep insights of both Chinese and American cultures, Mr. Li effectively helps the clients design practical legal and business strategies in accessing and expanding in China markets, steering them through often very complicated legal and regulatory environment in both cross-border and Chinese domestic business transactions. Mr. Li also advised more than 200 global debt or equity offerings in both domestic Chinese and international capital markets in Shanghai, New York, Hong Kong, Singapore, London, etc. Many of them were the landmark deals of their time.

Deals

His recent deal includes the Equity Market Deal of the Year- Hutchison Port Holdings Trust Singapore IPO and listing on SGX, the largest IPO in 2011 in the world, and Wal-Mart's acquisition and restructuring of Yihaodian, a leading online shopping company in China in 2012, in which he advised on a series of complex regulatory issues.

Awards

Mr. Li has been named as a leading lawyer in mergers and acquisitions, capital market, and private equity by *Asia Law & Practice*, *Asian Legal Business*, *Chambers & Partners*, *Euromoney Expert Guide*, *International Financial Law Review*, *International Who's Who of Merger & Acquisitions Lawyers*, among many others, almost every year in the past decade. He was also one of China's Ten Best Lawyers named by the Ministry of Justice of the PRC.

Education

Columbia Law School, J.D., LL.M.



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Fudan University, LL.M., LL.B.

Bar Admissions

New York State, U.S.A. and China.

Pro Bono

Mr. Li assisted ACLU in *DeMore v. Kim*, a 2002 U.S. Supreme Court case on the U.S. constitutional law and immigration laws. He was also the judge for China Round of the Jessup Moot Court in 2006. Mr. Li was a volunteer arbitrator for Moot Shanghai of 2011.

Publications and Speeches

- Speaker, *VIE In Review-Under VAT Licenses, Anti-trust Review, National Security Review, SEC Investigations and HKEx Rules, A Perspective to Look at Chinese Regulatory Reality and Evolution*, LexMundi Asia-Pacific Annual Conference, Shanghai, 2013
- Author, *Due Diligence in China*, Practising Law Institute, New York, 2011 & 2012
- Author, *The Most Recent Challenges to the VIE Structure for Foreign Investment in China*, XBMA, 2011
- Author, *Business Scope of Securities Companies*, International Financial Law Review, 2009
- Author, *China M&A Market, A More Sophisticated Game*, Asia Law & Practice, 2008
- Numerous speeches on the PRC law in American Bar Association, the Association of the Bar of City of New York, LexisNexis and Shanghai Bar Association

Affiliations

- *American Bar Association*, Former Vice-Chair of China Committee of Section of International Law
- *Shanghai Bar Association*, Member and former director, Foreign Affair Committee, Capital Market Section and M&A Section
- *Shanghai Jiaotong University, Koguan Law School*, Expert Committee Member, In-house Counsel Research Center
- *Shanghai University of Finance and Economics, Law School*, Adjunct Professor



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MARTIN LIPTON



MARTIN LIPTON
PARTNER
WACHTELL, LIPTON, ROSEN
& KATZ

NEW YORK

Martin Lipton, a founding partner of Wachtell, Lipton, Rosen & Katz, specializes in advising major corporations on mergers and acquisitions and matters affecting corporate policy and strategy. Lipton is Chairman of the Board of Trustees of New York University, a Trustee of the New York University School of Law (Chairman 1988-1998), an emeritus member of the Council of the American Law Institute and a director of the Institute of Judicial Administration. Lipton is a member of the Executive Committee of the Partnership for New York City and served as its Co-Chair (2004-2006). Lipton has a B.S. in Economics from the Wharton School of the University of Pennsylvania and an LL.B. from the New York University School of Law. He is a member of the American Academy of Arts & Sciences, a trustee of the Economic Club of New York, a member of the International Advisory Council of Guanghai School of Management of Peking University, and a Chevalier de la Légion d'Honneur.



ANTONIO CORRÊA MEYER



ANTONIO CORRÊA MEYER
PARTNER
MACHADO, MEYER,
SENDACZ E OPICE

SÃO PAULO

Founding partner, acting in Infrastructure, received his Bachelor's Degree from Universidade de São Paulo, Brazil (LL.B., 1969). Member of Brazilian Bar Association. He was Arbitrator of the Mediation and Arbitration Chamber of São Paulo, of the State of São Paulo Industrial Center (CIESP) and of the Conciliation and Arbitration Chamber of Fundação Getúlio Vargas. Representative of the Arbitration Center of the American Chamber of Commerce in Brazil (Amcham). Member of the Board of Directors of Mediation and Conciliation Chamber of the Federacy of the Industries of the State of São Paulo (CamFiesp) and member of the Market Arbitration Chamber (CAM), developed by São Paulo Stock Exchange (Bovespa). President of the Center of Studies of the Law Firms (CESA) (2006-2008), the São Paulo Lawyers Association (1991-1992) and president of the Board of Brazilian Law Firm Association (CESA) (2009-2012). Member of the Medical School Foundation, COMGAS and Suzano Papel e Celulose S.A.'s boards. Affiliate of Suzano Petroquímica S.A.

Mr. Meyer is a senior Partner in Corporate, Tax and Infrastructure law and Regulation, he holds expertise in M&A, corporate tax, project finance and regulatory matters, besides his leadership position in the most significant Brazilian M&A and infrastructure transactions.

Antonio Meyer is recognized by leading national and international publications such as Chambers and Partners, International Financial Law Review, Latin Lawyer, Who's Who Legal and Análise Advocacia 500.

In the last three editions of Chambers and Partners, Mr. Meyer was nominated "Senior Statesman" and was described by clients as "*an excellent, seasoned veteran who gives wonderful practical advice. He's an invaluable contact for projects*".

Received Merit Medal Brigadeiro Tobias de Aguiar granted by the Police of the State of São Paulo (1994) and Merit Medal granted by the Superior Court of the State of São Paulo, the utmost Judiciary merit (2002).



SERGIO MICHELSEN JARAMILLO



SERGIO MICHELSEN JARAMILLO
PARTNER
BRIGARD & URRUTIA

BOGOTÁ

Brigard & Urrutia partner since 1994, he leads the practices of Mergers and Acquisitions, Trust and States and Telecommunications, Media, Entertainment and Technology.

With more than 20 years of extensive experience, Mr. Michelsen advises leading local and foreign companies as well as private equity funds in complex corporate transactions as well as telecommunications, media and technology matters. Over the course of his distinguished career, he has consistently been recognized internationally as one of Colombia's leading M&A practitioners. He has acted as lead counsel in many of Colombia's largest and most complex corporate transactions. Among his most prominent transactions is the advice for SABMiller in the acquisition through a merger of Bavaria SA, the second largest brewer in South America for US\$7.8 billion.

Moreover, Mr. Michelsen has played a key role in many of the most important recent M&A transactions and corporate finance deals in Colombia, such as acting for Almacenes Éxito, the largest retail company in Colombia, in its US\$700 million acquisition of controlling stake in Carulla-Vivero, Casino Guichard Perrachon in its US\$327 million acquisition of a controlling stake in Almacenes Éxito, and Almacenes Éxito's in their GDR issuance in international markets, among others.

Mr. Michelsen received his JD from the Andes University and holds a Master's degree in Commercial Law from University of Paris II, France, and did an intensive course in Project Finance at the Euromoney Institute in New York.

Memberships & Distinctions

Memberships

Member of the IBA, the American Society of International



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Law, the Institute for Transnational Arbitration, and the Center for Telecommunications Studies. Lex Mundi Leadership Chair in the Ecommerce Practice Group, and Regional Vice-Chair of the Antitrust and Competition Practice Group.

Distinctions

He has been consistently recommended in the last years by publishers such as The Latin Lawyer, The Global Telecoms Business Guide, The World's Leading Lawyers, and The European Council Industry Report.

Recognised in Banking and Finance, Corporate/M&A, and Telecommunications, media, entertainment and technology by Chambers & Partners Latin America- 2012.

Recommended in Banking, Corporate, Labour and Employment, M&A, Project Finance, Communications Regulation by Who's Who Legal-2011.

Languages

Spanish, English and French



HIROSHI MITOMA



HIROSHI MITOMA
PARTNER
NAGASHIMA OHNO &
TSUNEMATSU

TOKYO

Hiroshi Mitoma's practice focuses on M&A and corporate transactions, including rehabilitation of troubled companies, investment by private equity funds, joint ventures and takeover defenses. He regularly represents domestic and foreign clients.

Education/Professional Experience

- 1991 The University of Tokyo (LL.B.)
- 1998 Harvard Law School (LL.M.)
- 1998-1999 Cleary, Gottlieb, Steen & Hamilton LLP, New York
- 2004-2007 Associate Professor, University of Tokyo Graduate Schools for Law and Politics

Languages

- Japanese and English



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ZIA MODY



ZIA MODY
PARTNER
AZB & PARTNERS

MUMBAI

Zia Mody is the Founder and Senior Partner of AZB & Partners and one of India's foremost corporate attorneys. She passed her law degree from the University of Cambridge in 1978 and was enrolled as an Advocate with the Bar Council of Maharashtra & Goa in 1978. She did her LLM from Harvard Law School and was then admitted as a member of the New York State Bar by examination in 1980. Zia worked as a corporate associate at Baker & McKenzie, New York, for five years before moving to India to set up practice, establishing the Chambers of Zia Mody in 1984, which then became AZB & Partners in 2004. The Firm has offices in Mumbai, Delhi, Bangalore, Pune and Chennai with an integrated team of approximately 250 legal professionals.

Zia's abilities are recognized globally, as is reflected in her appointment as a non-executive director of the HSBC Asia Pacific Board, a member of the World Bank Administrative Tribunal, Washington D.C. (2007-2012), and a Vice President and Member of the London Court of International Arbitration. Zia serves on various advisory committees of the Confederation of Indian Industry including its National Council and its committees on Corporate Governance, Financial Services, Capital Markets, Legal Services and Retail and a member of the Godrej Committee on Corporate Governance recently constituted by the Ministry of Corporate Affairs.

Listed by Forbes Asia as one of 'Asia's 50 Power Businesswomen' (2012), Zia is the recipient of numerous awards and has been awarded the "Business Woman of the Year, 2010" award by the Economic Times, for which she was felicitated by The Society of Indian Law Firms (SILF) as the "Law Leader 2010". The Economic Times voted her one of the country's most powerful CEOs (2004 to 2012), and one of the 15 most powerful Indian women leaders in 2010 to 2012. She has also been selected as one of the 25 most powerful women in business by Business Today in 2004 to 2012. AsiaLaw Profile hailed her as one of 'The Leading Lawyers - India' in the fields of Mergers & Acquisitions, General Corporate Practice, Dispute Resolution, Corporate Governance and Capital Markets & Corporate Finance for 2010 and 2011, while Asia Pacific Legal 500



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and Chambers Global, have identified her as a leading individual in the Corporate Mergers & Acquisition, Private Funds, Private Equity, Litigation and Infrastructure Sectors. Zia has been nominated as one of the world's leading practitioners by the International Who's Who of Private Funds Lawyers in 2006 - 2012, among the world's pre-eminent commercial arbitration specialists by the International Who's Who of Commercial Arbitration 2010 to 2013 and one of the world's leading lawyers by the International Who's Who of Corporate Governance Lawyers 2012 and the International Who's Who of Business Lawyers, 2013 and is recognized in the 2012 Guide to the World's Leading Women in Business Law for her work in the field of Mergers & Acquisitions. Zia is also listed as one of the Leading Lawyers of Asia (2012) by Global Business Magazine. Zia has recently received the "Legal Icon of the Decade – 2013" award at the Legal Era Awards.

AZB & Partners has received wide national and international acclaim within the legal sphere, for its overall practice as well as in specific practice areas. The Firm was recently awarded the 'Best Private Equity Law Firm Award - 2013' and also the 'Best M&A Law Firm Award - 2012' at the Legal Era Awards, 'Law Firm of The Year' for Private Equity / Venture Capital – 2013 at the VCC Circle Awards. Zia Mody is the Founder and Senior Partner of AZB & Partners and one of India's foremost corporate attorneys. She passed her law degree from the University of Cambridge in 1978 and was enrolled as an Advocate with the Bar Council of Maharashtra & Goa in 1978. She received her LLM from Harvard Law School and was then admitted as a member of the New York State Bar by examination in 1980. Zia worked as a corporate associate at Baker & McKenzie, New York, for five years before moving to India to set up practice, establishing the Chambers of Zia Mody in 1984, which then became AZB & Partners in 2004. The Firm has offices in Mumbai, Delhi, Bangalore and Pune with an integrated team of approximately 225 legal professionals.

Zia's abilities are recognized globally, as is reflected in her appointment as a non-executive director of the HSBC Asia Pacific Board, a member of the World Bank Administrative Tribunal, Washington D.C., and a Vice President and Member of the London Court of International Arbitration. Zia serves on various advisory committees of the Confederation of Indian Industry including its National Council and its committees on Corporate Governance, Financial Services, Capital Markets, Mutual Funds Legal Services



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and Retail and a member of the Committee on Corporate Governance recently constituted by the Ministry of Corporate Affairs.

Listed by Forbes Asia as one of 'Asia's 50 Power Businesswomen' (2012), Zia is the recipient of numerous awards and has been awarded the "Business Woman of the Year, 2010" award by The Economic Times, for which she was felicitated by The Society of Indian Law Firms (SILF) as the "Law Leader 2010". The Economic Times voted her one of the country's most powerful CEOs (2004 to 2011), and one of the 15 most powerful Indian women leaders in 2010 and 2011. She has also been selected as one of the 25 most powerful women in business by Business Today in 2004, 2006, 2007, 2009, 2010 and 2011. AsiaLaw Profile hailed her as one of 'The Leading Lawyers - India' in the fields of Mergers & Acquisitions, General Corporate Practice, Dispute Resolution, Corporate Governance and Capital Markets & Corporate Finance for 2010 and 2011, while Asia Pacific Legal 500 and Chambers Global, have identified her as a leading individual in the Corporate Mergers & Acquisition, Private Funds, Private Equity, Litigation and Infrastructure Sectors. Zia has been nominated as one of the world's leading practitioners by the International Who's Who of Private Funds Lawyers in 2006, 2008, 2009, 2010 and 2011, among the world's pre-eminent commercial arbitration specialists by the International Who's Who of Commercial Arbitration 2010 and 2011 and one of the world's leading lawyers by the International Who's Who of Corporate Governance Lawyers 2012 and the International Who's Who of Business Lawyers for Commercial Arbitration, 2012 and the International Who's Who of Business Lawyers, 2013 and is recognized in the 2012 Guide to the World's Leading Women in Business Law for her work in the field of Mergers & Acquisitions. Zia is also listed as one of the Leading Lawyers of Asia (2012) by Global Business Magazine.



CHRISTOPHER S. MURRAY



CHRISTOPHER S. MURRAY
PARTNER
OSLER, HOSKIN &
HARCOURT

TORONTO

Chris leads Osler's Asia-Pacific initiative, having advised a number of Chinese, Korean, Australian and South Eastern Asian based enterprises principally on their investments in Canadian businesses. Chris' practice focuses on mergers and acquisitions for public corporations as well as corporate finance principally involving REIT Income Funds, mining and energy businesses. In 2010-2011, Chris has led 12 public offering transactions and also advises a number of public reporting issuers as their principal trusted legal advisor on a range of matters. Chris has also advised a number of Asian-based clients on mining and energy sector investments and acquisitions. Chris practised in Australia while on a two-year leave from the firm.

Notable Matters

Mergers and Acquisitions

- Fording Canadian Coal Trust in its \$14.1 billion sale of assets to Teck Cominco Ltd.
- China Investment Corporation and China National Petroleum Corporation in connection with Canadian investments as well as several other Chinese SOEs in considering acquisitions of Canada listed entities.
- Ventas, Inc. in its successfully litigated cash acquisition of the assets of Sunrise Senior Living REIT having an enterprise value of \$2.2 billion.
- Sterling Partners and Canada Pension Plan Investment Board on their acquisition of the assets of Livingston International Income Fund.
- Billabong International Ltd. on its acquisition of West49 Inc.
- Globestar Mining in its sale to Perilya, an ASX listed companies with a Chinese majority shareholder.

Corporate Finance

Chris has advised on a large number of complex capital markets issues, including the issue of REIT units, income trust units,



convertible debentures, stapled convertible debentures, common shares, debt and flow-through shares, including Canada's largest IPO in 2006:

- the underwriters and issuers in various REIT and Income Fund offerings, including offerings, and in some cases, multiple offerings, by Chartwell Seniors Housing REIT, InnVest Real Estate Investment Trust, Home Equity Corporation, Canadian Apartment Properties REIT and Neo Materials Technologies Ltd.

Affiliations

- Canadian Bar Association
- American Bar Association
- Law Society of Upper Canada
- Inter Pacific Bar Association
- International Bar Association

Industry Recognition

- *Who's Who of Business Lawyers in Canada 2012: Capital Markets*
- *The Canadian Legal Expert Directory 2012: Corporate Finance & Securities*
- *Practical Law Company (PLC), Which Lawyer, Cross Border Capital Markets Handbook 2010*
- *Expert Guides: Leading Practitioners in China 2011: International Energy*
- *Martindale-Hubbell, BV Distinguished Rating*

Publications/Events/Education

- *Income Trust Conversions, Buyouts & Mergers – Making Strategic Decisions on Income Trusts' Future at the Eve of the New Tax Regime*, 2009 Canadian Institute, Conference Chair.
- *XBMA II, 2009 International Symposium on Cross Border Investment and M&A* (speaker), Cambridge UK (sponsored by Cambridge, Stern and Guanghua business schools).
- *The Canadian Securities Regulatory Framework – An Overview and Latest Developments*, Osgoode Hall Professional Development, Fall 2009.



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FRANCISCO ANTUNES MACIEL MÜSSNICH



Partner of Barbosa, Müssnich & Aragão Advogados specializing in corporate and securities laws, mergers and acquisitions, corporate restructuring, arbitration, international business transactions, tender offers and hostile takeovers, capital markets and corporate taxation. Professor of Corporate Law, Catholic University of Rio de Janeiro - PUC/RJ since 1981; Professor for Cross Border M&A at Vanderbilt Law School, 2010

FRANCISCO ANTUNES MACIEL
MÜSSNICH
SENIOR PARTNER
BARBOSA, MÜSSNICH &
ARAGÃO

RIO DE JANEIRO

Education

LL.M., Harvard Law School (1979). LL.B., Catholic University of Rio de Janeiro - PUC/RJ (1976).

Memberships

Member of the Board, Brazilian Symphonic Orchestra - OSB. Member of the Board, WWF Brasil. Arbitrator of the Court of Arbitration for Sports - CAS. Author of Cartas a Um Jovem Advogado (Letters to a Young Lawyer).



I. BERL NADLER



I. BERL NADLER
PARTNER
DAVIES WARD PHILLIPS &
VINEBERG LLP

TORONTO

Berl Nadler is a partner of the preeminent Canadian law firm, Davies Ward Phillips & Vineberg LLP, where, working out of its Toronto office, he conducts a wide-ranging business law practice.

Over his many years of practice, Berl has been involved in numerous high-profile cross border mergers & acquisitions and financings, representing major Canadian and international businesses such as Olympia & York, Onex, Celestica, Ontario Hydro, Ivaco, ISCAR Metalworking, The Body Shop, JP Morgan, Citibank, Ontario Teacher's Pension Plan, GSO Capital Partners, Ramius LLC, Apollo Management, Fortress Investment Group and others. He has also advised financial institutions, corporations and utilities on a wide variety of financial and commodities derivatives transactions. On the financial restructuring and insolvency side, Berl has acted as counsel for debtors and creditors in many financial restructurings and in insolvency proceedings.

In the last number of years, Berl has represented both shareholders and public companies in addressing concerns about the governance of those companies, including acting as counsel to both shareholders and companies in public proxy fights. He most recently represented JANA Partners in its proxy campaign to elect nominees to the board of Agrium Inc. Berl has also served on the boards and board committees of three Canadian public companies, Canron Inc, Microcell Inc. and AnorMED Inc.

Recognitions:

- Recognized as a leading practitioner of Banking Law, Corporate Law and Mergers & Acquisitions by *The Best Lawyers in Canada*.
- Recognized in *The Lexpert®/American Lawyer Guide to the Leading 500 Lawyers in Canada*.
- Recognized in *The Lexpert® Guide to the Leading US/Canada Cross Border Lawyers in Canada*.



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- Recognized as a Leading Practitioner in Corporate/Commercial, Corporate Mid Market and Derivatives Law in *The Canadian Legal Expert® Directory*.
- Received Martindale-Hubbell's highest rating, AV Preeminent.
- Listed in *Canadian Who's Who*.

Education

- Harvard Law School, LL.M., 1979
- McGill University, LL.B., 1975
- McGill University, B.C.L., 1974

Bar Admissions

- Ontario, 1977

Professional Affiliations

- Canadian Bar Association
- American Bar Association



YOEL NEEMAN



YOEL NEEMAN
PARTNER
TADMOR & CO.

TEL AVIV

Yoel Neeman's practice covers a wide range of matters associated with mergers, acquisitions and other corporate matters. He regularly advises leading corporations and other institutions in planning and structuring acquisitions, divestitures, restructurings and other associated transactions. Yoel has extensive experience in cross-border transactions, including the United States, Europe and the Far East and has represented a broad range of clients in a variety of different industries.

Among Yoel's recent notable transactions are the representation of:

- Blackstone Capital in its acquisition of Hilton International;
- Eurocom Group in its acquisition of Enlight Renewable Energy;
- Thales in its acquisition of CMT Medical;
- A consortium of the four largest Israeli banks in the three-way merger of the cable operators companies in Israel, and the related approximately \$1.0 billion debt restructuring of the merged entity;
- Markstone Capital in its sale of Yellow Pages for approximately \$123 million.

Yoel also provides general corporate advice, including with respect to all commercial activities, director duties and responsibilities, corporate compliance matters and financing transactions, to a number of firm clients on an ongoing and regular basis.

Yoel also represents both venture capitalists and Israeli start-up companies on a regular basis.

In the past, Yoel was a mergers and acquisitions attorney at the New York law offices of Skadden Arps Slate Meagher & Flom.

Publications:

Co-author (together with Yaniv Aronowich) of "Should a Bank Selling Debt Grant the Guarantor a Preemptive Right to Purchase Such Debt?", published in Ta'agidim (Corporations) quarterly (Vol. G/3 (August 2010))



DANIEL A. NEFF



DANIEL A. NEFF
PARTNER
WACHTELL, LIPTON, ROSEN
& KATZ

NEW YORK

Daniel A. Neff is the co-chairman of the Executive Committee and partner in the law firm Wachtell, Lipton, Rosen & Katz, which he joined in 1977. He is a corporate and securities lawyer, and has focused on mergers and acquisitions and advice to boards of directors and board committees. During his more than 30 years of practice, Mr. Neff has been extensively involved in negotiated as well as hostile acquisitions, and has represented bidders and targets, public and private companies, private equity firms, leveraged acquirers and special committees of directors. He has represented companies in divestitures, cross-border transactions and proxy contests, and has counseled managements and boards of directors concerning acquisition matters, conflict transactions, corporate governance and other significant issues.

Mr. Neff lectures frequently on topics relating to his professional interests, was featured in *American Lawyer's* "Dealmaker of the Year" article in 2001 and 2012 and is listed in *Chambers Global Guide*, *Chambers USA Guide*, *The Best Lawyers in America* and *Lawdragon's 500 Leading Lawyers of America*.

Among other matters, Mr. Neff represented Airgas in successfully defending against a \$5.8 billion hostile takeover bid by Air Products and Chemicals; Rohm and Haas in its \$18 billion sale to Dow Chemical; Unocal Corporation in its acquisition by Chevron Corporation for \$19 billion and its acquisition of Pure Resources; El Paso in its \$38 billion sale to Kinder Morgan; Berry Petroleum in its pending \$4.3 billion sale to Linn Energy; Chicago Bridge & Iron in its \$3 billion acquisition of The Shaw Group; Cooper Industries in its \$11.8 billion combination with Eaton Corporation; Alibaba Group in its \$7.8 billion repurchase of stock from Yahoo!; Kellogg Company in its acquisition of Keebler Foods Company and its \$2.7 cash acquisition of Procter & Gamble's Pringles business; Temple-Inland in its \$3.7 billion sale to International Paper; Mirant Corporation in its \$3.1 billion merger with RRI Energy, Inc. to create GenOn Energy; Smith International in its



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\$11 billion merger with Schlumberger; Centex Corporation in its \$3.1 billion merger with Pulte Homes; BEA Systems in its \$8.5 billion merger with Oracle; the private equity buyers in the acquisitions of Aramark Corporation, Kinder Morgan, Inc and Harrah's Entertainment Inc; Knight-Ridder, Inc in its merger with the McClatchy Company; Goldman Sachs Capital Partners and Apollo Advisors LP in their acquisition of Nalco Chemical Company; Western Wireless Corporation in its merger with ALLTEL Corporation; VoiceStream Wireless Corporation in its merger with Deutsche Telekom AG; Litton Industries Inc in its merger with Northrop Grumman Corporation; Orion Power Holdings Inc in its sale to Reliant Resources, Inc; Mirage Resorts Incorporated in its merger with MGM Grand Inc; Vivendi Universal SA in its acquisitions of United States Filter Corporation and Cendant Software Corporation; Transamerica Corporation in its merger with Aegon NV and its acquisition of Whirlpool Financial Corporation; Newmont Mining Corporation in its acquisitions of Franco-Nevada Mining Corporation Limited, Normandy Mining Limited and Santa Fe Pacific Gold Corporation. He also represented Western Atlas Inc in its merger with Baker Hughes Incorporated, Vons Companies in its merger with Safeway Inc and represented special board committees of Wausau Insurance, Hayes Wheels International and Enron Oil & Gas Company (now EOG Resources Inc).

Mr. Neff graduated *magna cum laude* from Brown University and from the Columbia University School of Law, where he was notes and comment editor of the *Columbia Law Review*.



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NG WAI KING



NG WAI KING
PARTNER
WONGPARTNERSHIP LLP

SINGAPORE

NG Wai King is the Joint Managing Partner of WongPartnership. He is also the Head of the Corporate Group. Wai King's experience encompasses mergers & acquisitions ("M&A"), capital markets, financial services advisory and regulatory work, and telecommunications regulatory and transactional matters.

Wai King spent the better part of September and October 2010 advising Singapore billionaire Peter Lim on his bid to acquire Liverpool Football Club. A long suffering supporter, he was much disappointed when Liverpool was eventually sold to yet another group of American owners.

Working on the largest M&A transaction in Singapore's corporate history, Wai King heads the team in advising TCC Assets and Thai Beverage Public Company Limited (a company listed on the Singapore Exchange) on a takeover offer for Fraser & Neave, Limited ("F&N"). A competing offer by a third party currently values F&N in excess of S\$13 billion.

Wai King led the team in Kohlberg Kravis Roberts & Co. L.P. ("KKR")'s acquisition of MMI Holdings Limited, which was one of the largest buyouts of a Singapore company by a private equity fund and advised Colony Capital in the acquisition of the "Raffles" and "Swissotel" hotel business from Raffles Holdings Limited. The KKR acquisition was recognised as the "Best Leveraged Financing" deal by FinanceAsia. The Raffles transaction was recognised as the "Singapore M&A Deal of the Year" by Asian Legal Business and the stapled financing transaction by Credit Suisse was recognised as the "Singapore Deal of the Year" by Finance Asia. Wai King was also involved in KKR's subsequent buyout of Unisteel Technology Ltd and the acquisition of Chartered Semiconductor by Advanced Technology Investment Co. (a subsidiary of Mubadala) via a scheme of arrangement.

In the context of public company M&A, Wai King has advised on the takeovers and/or privatisation of WBL Corporation Limited, HSR Global Limited, Nera Telecommunications Limited, Meiban Group Ltd., Portek International Limited, Pacific Shipping Trust, C&O Pharmaceutical Technology (Holdings) Limited, Thomson Medical Centre, Eng Kong Holdings Pte. Ltd., Design Studio Furniture Manufacturer Ltd., Hongguo International, Sihuan Pharmaceutical Holdings Group Ltd., Straits Asia Resources Ltd., King's Safetywear Limited, Unisteel Technology Ltd., Delong Holdings Limited, The Ascott Group Limited, Robinson & Co. Ltd., Want Want Holdings



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Ltd., Sembawang Kimtrans Limited and Media Asia Entertainment Limited.

Wai King's M&A experience includes advising Baring Private Equity Asia Pte. Ltd. in its divestment of shares in Hsu Fu Chi International Limited to Nestlé S.A. via a scheme of arrangement, PETRONAS International Corporation Ltd. in its acquisition of a 30% stake in GMR Energy (Singapore) Pte. Ltd., Western Digital in its recent transaction to acquire Hoya Corporation's magnetic media operations and assets in Singapore as well as Bonvest's disposal of its Burger King restaurant business to Burger King Singapore. Wai King also advised JTC Corporation (a Singapore government agency) on its disposal of an S\$1.71 billion portfolio of industrial property to Mapletree Investments Pte. Ltd. following a competitive auction process.

His experience extends to cross-border transactions where he has advised parties involved in the acquisition of assets/shares in jurisdictions outside Singapore. For instance, Wai King was involved in advising Asahi Group Holdings, Ltd.'s acquisition of Permanis Sdn. Bhd., Navis Capital's disposal of King's Safetywear to Honeywell International, and the sale of Invida Group to A. Menarini S.r.l. Wai King was also part of the team that advised the Sampoerna family in the sale of shares in PT HM Sampoerna (a company listed on the Jakarta Stock Exchange) to Philip Morris International and Kookmin Bank's sale of its stake in Bank Internasional Indonesia to Maybank.

Wai King graduated from the National University of Singapore where he was awarded the AV Winslow Prize, and obtained a LL.M. from Columbia University School of Law where he graduated as a Harlan Fiske Stone Scholar. He teaches certain aspects of Corporate Finance Law at the Faculty of Law, National University of Singapore.

Wai King is ranked in *IFLR1000 – The Guide to the World's Leading Financial Law Firms*; *Chambers Global - The World's Leading Lawyers for Business*; *Chambers Asia Pacific – Asia Pacific's Leading Lawyers for Business*; *PLC Which Lawyer - Corporate/M&A*; *PLC Which Lawyer - Private Equity/Venture Capital*; *Who's Who Legal: The International Who's Who of Mergers & Acquisitions Lawyers*; *Expert Guides – Guide to the World's Leading Mergers and Acquisitions Lawyers*; *Expert Guides – Guide to the World's Leading Private Equity Lawyers*; *Best Lawyers International*; *The Legal 500 – The Client's Guide to the Asia Pacific Legal Profession*; *Asian Legal Business (ALB)* and *AsiaLaw Leading Lawyers* as a leading Singapore practitioner in the areas of Corporate/M&A and Private Equity Practice.



SUSAN NING



SUSAN NING
SENIOR PARTNER,
HEAD OF
INTERNATIONAL
TRADE, ANTITRUST &
COMPETITION GROUP
KING & WOOD
MALLESONS

BEIJING

Susan joined King & Wood Mallesons in 1995. She is a Senior Partner and the Head of the International Trade, Antitrust & Competition Group.

From 2003, Susan began specialising in and advising on antitrust or competition law issues. In 2003 (i.e. before the enactment of the Anti-Monopoly Law (AML)), antitrust or competition rules were spread over several pieces of legislation, including the Provisions on Acquisitions of Domestic Enterprises by Foreign Investors.

In 2006, Susan started up the Antitrust & Competition Group in King & Wood Mallesons. She is one of the first legal practitioners in China to set up an Antitrust and Competition specialist division. Currently there are 15 full-time lawyers in the division.

Susan's current practice focuses on three main areas: securing MOFCOM merger clearance for clients; advising on AML compliance issues; and antitrust litigation. Since the enactment of the AML, Susan has undertaken more than 100 antitrust merger control filings on behalf of blue-chip clients, which consist mostly of multinational companies. Susan's antitrust client portfolio includes Rio Tinto; BHP Billiton; Pfizer; Novartis; Fiat; General Electric Company; Cisco Systems; Panasonic; West Digital; Nestlé and Heinz.

Susan is also assisting a number of clients on confidential investigations of cartel conduct, and is acting for Qihoo in relation to the landmark abuse of dominance case with Tencent.

Prior to the enactment of the AML, Susan took a very active role in terms of assisting and consulting with the Chinese Government on the enactment of the AML. Since the enactment of the AML, Susan continues to be actively involved in terms of assisting and consulting with the Chinese Government with drafting regulations and guidelines accompanying the AML. Through these consultations (and through her prior work with the Chinese Government on WTO issues), Susan has built and maintained a close working relationship with the antitrust authorities in China.



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She currently serves as the deputy Chairman of the Antitrust Committee of the All China Lawyers Association and is an active participant of the American Bar Association's antitrust forum. Susan's articles on the AML have been published by esteemed international competition law journals and publications, including Euromoney's Competition & Antitrust Review and Global Competition Review.

For four consecutive years (2010-2013), Susan was listed in the International Who's Who of Competition Lawyers and Economist by Global Competition Review; she is nominated as a Leading Lawyer in the 22nd Anniversary Edition of the *IFLR1000* - The Guide to the World's Leading Financial Law Firms; in 2009, she was awarded with a Practice Excellence award by Corporate INTL. Under her leadership, the Antitrust & Competition Group won the Competition Law Firm of the Year 2010 (China) from DealMaker's Monthly.

Susan holds a Bachelor of Laws from Peking University and a Masters in Law from McGill University. Susan was admitted as a Chinese lawyer in 1988.



BRIAN O’GORMAN



BRIAN O’GORMAN
PARTNER
ARTHUR COX

DUBLIN

Brian O’Gorman is Managing Partner of Arthur Cox. He specialises in corporate finance with a particular emphasis on mergers and acquisitions, public takeovers, equity capital markets and private equity.

Prior to joining Arthur Cox, Brian spent a number of years in London and Hong Kong with a leading London law firm and a leading investment bank.

Practice Areas

Corporate and M&A

Education

LLB, 1990, Trinity College, Dublin

Professional

- Admitted as a solicitor in Ireland, 1999.
- Admitted as a solicitor in England & Wales (nonpractising), 1994.

Recognition

IFLR1000 Leading Lawyer, 2012



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DINESH C. PALIWAL



DINESH C. PALIWAL
CHAIRMAN, PRESIDENT AND
CHIEF EXECUTIVE OFFICER
HARMAN INTERNATIONAL
INDUSTRIES, INC.

STAMFORD

Dinesh Paliwal has served as President and Chief Executive Officer of Harman International since July 1, 2007, and was also appointed Chairman on July 1, 2008. He instituted major change initiatives at HARMAN to simplify and strengthen the company's operations. These include the formation of a diverse and multi-cultural board, recruitment of a seasoned executive management team, expansion of the company's footprint and revenue in the emerging markets, dramatically propelling HARMAN's innovation pipeline. To put the company on a profitable growth trajectory, he transformed the company culture and launched best in class business processes which delivered an unprecedented \$450 million in sustained cost savings.

Dinesh has worked and lived in six countries on four continents, including the United States, China, Switzerland, Singapore, Australia, and India. Prior to joining Harman, he spent 22 years with ABB Group (a \$40 billion global industrial leader), where he last held the dual role of President of ABB Group with responsibility for the company's global P&L, and Chairman/CEO - ABB North America. He drove profitable growth by eliminating the cultural and organizational silos among multiple P&L operations globally and turned the multi-billion North American operation profitable following 18 years of losses.

He moved to Beijing, China in 1994 to establish ABB's operations in China and North Asia, where he subsequently grew the region's business ten-fold in four years. He was then asked to relocate to the company's headquarters in Zurich, Switzerland to turn around and grow its large global industrial automation business. He was the youngest and the first Asian ever to join the ABB Group Management Board in 2001. During the historic turnaround of ABB beginning in 2002, the company's Board selected him to run the global Automation division, representing more than half of ABB sales, reporting directly to the Chairman. As President of this division, Dinesh posted 14 consecutive quarters of top-line and earnings growth.



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Dinesh earned a Masters degree in Engineering from the Indian Institute of Technology (IIT Roorkee). He also earned a Masters degree in Applied Science and Engineering (1983) and went on to earn a Masters degree in Business Administration (1985), both from Miami University (Ohio).

In addition to the Harman Board, Dinesh serves on the Board of Directors for the ADT Corporation, leading provider of electronic security, interactive home and business automation and alarm monitoring services. He serves on the National Symphony Orchestra Board (Kennedy Center) in Washington D.C. He also serves on the board of American India Foundation (AIF) and Business Advisory Council of Farmer School of Business, Miami University. Dinesh served on the boards of TYCO International until it was split in two companies in October 2012 and Embarq, now Century Link Telecom. He served as Chairman of ABB India Ltd. (a publicly-listed company with a multi-billion-dollar market capitalization). He is a member of the CEO Business Roundtable in Washington, DC. He has served as Chairman of the US National Foreign Trade Council; as a member of the board for the US China Business Council, US India Business Council, Stamford Symphony and Orchestra and International Swimming Hall of Fame. He also served for three years as Economic Advisor to the Governor of Guangdong Province, China. In 2010, E&Y named Paliwal 'Entrepreneur of the Year' for New York region, and Global Organization of People of Indian Origin (GOPIO) honored him with 'Indian American Achiever' Award. In 2011, American India Foundation (AIF) honored Paliwal for 'Corporate Leadership'. In 2012, he was inducted in the International Honor Society Beta Gamma Sigma and the Asian American Business Development Center presented him with the 'Pinnacle Award.'



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ROBIN PANOVKA



ROBIN PANOVKA
PARTNER
WACHTELL, LIPTON, ROSEN
& KATZ

NEW YORK

Robin Panovka is a partner in the Corporate Department and Co-Head of Real Estate and REIT M&A at Wachtell Lipton. He specializes in complex M&A transactions, including several of the largest REIT mergers, buyouts and restructurings completed in recent years; large-scale private equity transactions and fund formations in the U.S., Europe and Asia; and the redevelopment of the World Trade Center in Manhattan and other major projects. He is active in a wide variety of cross-border transactions across industries, with particular focus on emerging markets.

Panovka has been named one of the *LawDragon* 500 leading lawyers in the U.S., and is consistently ranked as one of the leading REIT and real estate M&A lawyers by *Chambers*, *Legal 500*, *Who's Who Legal* and similar publications. He has also been featured in a number of publications for his leadership in real estate and M&A, including as an *American Lawyer* "Dealmaker" for his work on a transformative M&A transaction.

Panovka is the co-author of "REITs: Mergers and Acquisitions," a leading treatise published by *Law Journal Press*, and has authored many articles and papers on related subjects. He is co-chair of the NYU REIT Center and has served as an adjunct professor at Columbia Business and Law Schools and in NYU's Masters in Real Estate Program. He is a founding director of the International Institute for the Study of Cross-Border M&A (XBMA), a joint venture among Peking University, Cambridge and NYU, and has co-chaired its symposia in Beijing, Cambridge and New York. He speaks frequently on topics in his fields, including chairing annual conferences for the NYU REIT Center, Practising Law Institute and XBMA.

Panovka is active in a number of non-profit and educational programs, including serving on the boards of Harlem Educational Activities Fund (HEAF), NYU's Real Estate Institute, and Duke Law School; is a fellow of the American Bar Foundation and the American College of Real Estate Lawyers; and serves on the Cornell University Council. Panovka played an active role in the redevelopment of the World Trade Center following its destruction on



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September 11, 2001. He has been recognized for his negotiation of the master development agreement and master plan for the redevelopment, and the related so-called “footprint swap,” in the *Cornell Real Estate Review*, *American Lawyer Magazine* and other publications.

Panovka holds degrees from Cornell University and Duke Law School. He grew up in South Africa and Israel and currently lives in Manhattan with his family.



SANG-YEOL PARK



SANG-YEOL PARK
PARTNER
KIM & CHANG

SEOUL

Sang-Yeol Park is an attorney of Kim & Chang in the firm's Mergers & Acquisitions, Foreign Direct Investment, Corporate Governance and Private Equity and Venture Capital Practice Groups. He is also chair of the firm's Environment Practice Group.

Mr. Park practices in a wide range of areas of corporate law, with a focus on mergers and acquisitions and cross-border transactions. He also has extensive and broad experience advising government agencies as well as multinational and Korean companies on industrial and municipal environmental projects.

During his 28-year career at the firm, he served in prominent senior positions including Commissioner of the Presidential Commission on Policy Planning, Member National Research Council for Economics, Humanities and Social Science and Commissioner of the Korean National Commission on Sustainable Development. Among other posts, Mr. Park is currently serving as an outside legal advisor to the Ministry of Environment, Arbitrator of the Korean Commercial Arbitration Board, and Commissioner of the National Environment Dispute Dissolution Commission. For his accomplishment, Mr. Park has been awarded Civil Merit Medal.

Bar Admissions

- Korea, 1981
- New York, 1990

Education

- Columbia University, School of Law (LL.M., 1990)
- Judicial Research and Training Institute of the Supreme Court of Korea (1981)
- College of Law, Seoul National University (LL.B., 1979)

Awards

- Civil Merit Medal (2007)



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JOSÉ ANTONIO PAYET



JOSÉ ANTONIO PAYET
PARTNER
PAYET REY CAUVI

LIMA

Mr. Payet is Partner of the firm, specializing in corporate law, banking and finance law, securities law, antitrust and regulatory law.

He has held the positions of Chief of the Research Department at the National Confederation of Private Businesses (Confederación Nacional de Instituciones Empresariales Privadas - CONFIEP), Chief Legal Counsel of AFP Integra and Member of the Vigilance Committee of Santander Mutual Funds (Santander Administradora de Fondos Mutuos). Likewise, Mr. Payet has been Advisor of the Prime Minister and of the Ministry of Industry, Tourism, Integration and International Commercial Negotiations; and has held the offices of Member of the Board and Justice of the Tribunal for the Defense of Competition at the National Institute for the Defense of Competition and the Protection of Intellectual Property (Instituto Nacional de Defensa de la Competencia y de la Protección de la Propiedad Intelectual - INDECOPI).



KEES PEIJSTER



KEES PEIJSTER
PARTNER
DE BRAUW BLACKSTONE
WESTBROEK

AMSTERDAM

Kees Peijster is a member of De Brauw's managing committee and practice head corporate and finance. He specialises in corporate law, particularly mergers and acquisitions. Building on his experience as a resident partner in De Brauw's New York office, Kees advises on Dutch and cross-border private acquisitions and disposals, public takeovers and joint ventures. He regularly acts as external counsel to Dutch companies, foreign corporates and professional services firms.

Recent work includes advising:

- the Dutch-Belgian bank Fortis on the public offer (together with The Royal Bank of Scotland and Banco Santander) for ABN AMRO Holding N.V.
- Rabobank Group on the acquisition of Bouwfonds
- Fortis on the sale of its interests in ABN AMRO Holding N.V. to the Dutch State.

He has also acted as *rapporteur* for the Dutch Enterprise Chamber.

Education

University of Leiden

Languages

- Dutch
- English



JAIME PEREDA



JAIME PEREDA
PARTNER
URÍA & MENÉNDEZ

NEW YORK

Jaime joined the Madrid office of Uría Menéndez in 1988 and became a partner in 2008. Between 2001 and 2002 he took part in Sullivan & Cromwell's Visiting Lawyers Program in New York. He is currently the managing partner of Uría Menéndez's New York office.

Jaime's practice focuses on corporate and banking law and he specialises in M&A, of both private and listed companies, in public share offers and in capital markets transactions (debt and equity capital markets, liability management, etc.). He also has vast experience in finance transactions and advises credit entities on regulatory issues.

Jaime is regarded as a leading lawyer in capital markets and mergers and acquisitions by all the major publications (*PLC Which Lawyer?*, *Best Lawyers*, *Chambers Global*, etc.).

Education

- Law Degree, Universidad Complutense, Madrid, 1995
- Master's Degree in Business Legal Practice, Instituto de Empresa, Madrid, 1997

Membership of Professional Associations

Madrid Bar Association



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JUAN MARTÍN PERROTTO



JUAN MARTÍN PERROTTO
PARTNER
URÍA MENÉNDEZ

BEIJING

Juan Martín Perrotto is the resident partner of the Beijing office of Uría Menéndez, a 600-lawyer international law firm headquartered in Spain with 16 offices in Europe, the Americas and Asia. Juan Martín also heads the firm's Asian Practice and is part of the Indian Desk and the Latin American Practice Group. He started practicing law in Argentina for 8 years before moving to the Madrid where he continued to advise Spanish and European clients on corporate and finance work. In Beijing, his work is focused on cross-border investments between Asia and Spain, Portugal and Latin America. Juan Martín is qualified practitioner in Spain and Argentina and considered by a number of international directories as a leading lawyer in the area of mergers and acquisitions (Chambers Asia, Chambers Global, IFLR1000 2012, Euromoney's Expert Guide to Leading Legal Practitioners: China, Legal 500 Latin America Edition), project financing (IFLR1000 2011, Who is Who Legal, Legal 500 Latin America Edition) and general corporate law (International Law Office). He has been also singled out as China-based expert in Spain and Argentina (Chambers Global Spotlight Table). Juan Martín is one of the experts that advises the United Nations on Good Governance in private-public infrastructures and is an arbitrator at both the China International Economic and Trade Arbitration Commission (CIETAC) and the Madrid Arbitration Court (CAM). He has written over 20 articles on matters relating to his fields of expertise and a book on public infrastructures (2010). He is also teaches at a post-graduate professional training program of the China-EU School of Law (CESL).



PHILIP PODZEBENKO



PHILIP PODZEBENKO
PARTNER
FREEHILLS

SYDNEY

Philip works in corporate, securities and commercial law for leading companies in the health, investment banking, media and telecommunications sectors. He has expertise in mergers and acquisitions, capital raisings, corporate advisory and commercial contracting.

Clients seek Philip's advice on acquisition and disposal of businesses; due diligence, drafting and negotiating documentation; the conduct and defence of takeover bids, including takeover panel proceedings; drafting joint ventures and strategic alliances; and the conduct of public equity offerings in Australia, including securities law aspects, Australian Securities Exchange (ASX) listing, prospectus drafting and due diligence procedures.

Philip also helps clients draft and negotiate commercial documents including shareholder agreements, subscription agreements, facilities management agreements, customer migration agreements and service agreements.

Experience

- stakeholders on corporate and constitutional issues in relation to World Trade Center litigation
- Seven Network on its media joint venture with Kohlberg Kravis Roberts & Co
- DCA Group Limited in relation to CVC Asia Pacific Limited's A\$2.7 billion acquisition by way of scheme of arrangement
- Australian Pipeline Trust on its A\$450 million bid for GasNet
- Lend Lease in its proposal to staple its shares with GPT Group units, and the subsequent internalisation of GPT's management



MARK REBERGEN



MARK REBERGEN
PARTNER
DE BRAUW BLACKSTONE
WESTBROEK

NEW YORK

Mark is resident partner of De Brauw New York. He and the New York team assist our US and Canadian clients with their Dutch law issues, particularly in relation to corporate structuring, mergers & acquisitions and related financing, stand-alone debt & equity financing, contract law and real estate matters. Mark provides advice in all aspects of the structuring of investments through the Netherlands.

Mark and the New York team also assist our Netherlands-based clients with any relevant matters that come up in the US and Canada and the team is ready to jump in whenever it is helpful to “bridge the gap” between the Netherlands and North America by having lawyers “on the ground”.

Chambers describes Mark as having “strong commercial insight – a trait that typifies that culture of the firm.”

Recent work:

- Restructuring of a major US multinational company
- Private equity acquisition and refinancing of various Dutch target companies, most recent in chemical, pharmaceutical and hospitality sectors
- Refinancing of various Dutch companies by US lenders
- Advice on complex joint venture structures involving Dutch entities, in relation to investments in Latin America
- Structuring of various investments by US private equity funds in Canada through Dutch entities

Education:

- Erasmus University of Rotterdam
- University of Utrecht



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RAFAEL ROBLES MIAJA

RAFAEL ROBLES MIAJA
PARTNER
ROBLES MIAJA

MEXICO CITY

Rafael Robles Miaja is a founding partner of the firm. His practice is based mainly in transactions concerning commerce law, securities law and international securities placement, purchase of companies, among others, as well as aspects related to the regulation and supervision of the telecommunications sector and estate planning.

Mr. Robles also has a wide experience in the finance and securities areas, and has also participated on diverse seminars, conferences and studies related to the securities market regulations, philanthropy, civil law on the real estate area and telecommunications. Additionally, he has also participated on diverse privatization processes of public companies, where, in certain cases, the Stock Exchange has been used as the ideal vehicle for these purposes.

Mr. Robles is also Secretary to the Board of Directors of many companies in Mexico, both private and public.

Mr. Robles obtained his law degree from the Escuela Libre de Derecho in 1990. He also obtained from such institution a postgraduate degree on international business. Academically, Mr. Robles has been a faculty member of the top educational institutions in our country and has taught, among other subjects, Securities Law at the Instituto Tecnológico Autónomo de México, Civil Law at the Centro de Investigación y Docencia Económicas, and has also participated on lectures and conferences in such institutions.

Before joining the firm, Mr. Robles worked as an associate lawyer on the firm Santamarina y Steta, S.C. from 1985 until 1994, and was a founding partner of a firm with other colleagues of Santamarina y Steta in 1994, continuing his professional practice.

Mr. Robles is fluent in English.



ALBERTO SARAVALLE



ALBERTO SARAVALLE
MANAGING PARTNER
BONELLI EREDE PAPPALARDO
MILAN

Professor Alberto Saravalle was elected Managing Partner of Bonelli Erede Pappalardo in 2007, and was re-elected in 2010. Professor Saravalle practises corporate law as a partner based in the firm's Milan office. He has been head of one of the four departments of Corporate and Finance since 2002.

His practice focuses on corporate law, capital markets and M&A. He also specialises in real estate finance and the listing and formation of utilities. Professor Saravalle began his legal career as a foreign associate at the New York offices of Shearman & Sterling. Following his return to Italy in 1986, he worked for ENI S.p.A. as assistant to the director of the legal department, where he advised on financial matters. From 1990 to 1992, he returned to work with Sherman & Sterling in their Paris office. In 1992, he was one of the founding partners of Bonelli e Associati, which merged to form Bonelli Erede Pappalardo in 1999.

Professor Saravalle is Professor of European Union Law and Private International Law in the Political Science Department of the University of Padua. He enjoyed a period as a visiting scholar at Yale Law School. He has written academic articles, essays and books on his areas of expertise. His op-eds have been published in *The Wall Street Journal*, *Le Monde*, *Il Corriere della Sera*, *Il Sole 24 Ore* and his posts appear regularly in *The Huffington Post Italy*.

Professor Saravalle graduated from the University of Padua in 1981 and went on to study at Cambridge University, where he obtained an LL.B. degree in 1982. He was awarded a Fulbright Scholarship, and obtained an LL.M. degree from Yale Law School in 1985. He was admitted to the Italian Bar in 1986 and is also a member of the New York Bar.



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BARRY F. SCHWARTZ



BARRY F. SCHWARTZ
EXECUTIVE VICE CHAIRMAN
MACANDREWS AND FORBES
HOLDINGS INC.

NEW YORK

Barry F. Schwartz is the Executive Vice Chairman of MacAndrews and Forbes Holdings Inc. He joined the company in 1989, became general counsel in 1993, and assumed his current duties in 2007. He serves on the boards of Harland Clarke Holdings Corp., M & F Worldwide Corp., Revlon Consumer Products Corporation, Revlon, Inc., Scientific Games Corporation and TransTech Pharma, Inc. He also serves as Chief Executive Officer of M & F Worldwide Corp. Mr. Schwartz is Chairman of the Board of Trustees of Kenyon College. He also serves as a Member of the Board of Visitors of the Georgetown University Law Center and the Board of Directors of the New York City Center.

Mr. Schwartz holds an A.B. cum laude from Kenyon College and a J.D. from Georgetown University Law Center. He lives in New York and is the father of two children.



CYRIL S. SHROFF



CYRIL S. SHROFF
MANAGING PARTNER
AMARCHAND &
MANGALDAS &
SURESH A. SHROFF & CO.

MUMBAI

Mr. Cyril Shroff is a managing partner of Amarchand & Mangaldas & Suresh A Shroff & Co – India’s largest and foremost law firm, with approximately 450 lawyers. Amarchand Mangaldas has offices at Mumbai, New Delhi, Bangalore, Kolkata and Hyderabad. With over 25 years of experience in a range of areas, including corporate laws, securities markets, banking, infrastructure and others, Mr. Shroff is regarded and has been consistently rated as India’s top corporate, banking and project finance lawyer by several international surveys including those conducted by *International Financial Law Review* (IFLR), *Euromoney*, *Chambers Global*, *Asia Legal 500*, *Asia Law* and others.

Mr. Shroff has authored several publications on legal topics. He is a visiting lecturer of securities law at the Government Law College. He is a member of the advisory board of the Centre on Lawyers and the Professional Services Industry, established by the Harvard Law School, and a member of the advisory board of the National Institute of Securities Markets (NISM).

Mr. Shroff is a member of the executive council of the legal practice division (LPD) of the International Bar Association (IBA) and the advisory board of the Asia-Pacific forum of the IBA. He is a member of the Media Legal Defence Initiative (MLDI) international advisory board. He is also a member of the primary markets advisory committee of the Securities and Exchange Board of India. Mr. Shroff is also part of various committees of the Confederation of Indian Industry (CII) – the national council on corporate governance, the national committee on commodities markets, the subcommittee on financial investors, the national committee on regulatory affairs and the national committee on capital markets. He has also been a member of several governmental and other regulatory committees on law reform concerning the corporate and securities market, bankruptcy laws, commercialisation of infrastructure, etc.

Mr. Shroff was admitted to the Bar in 1982 after receiving his BA and LLB degrees from the Government Law College in Mumbai. He has been a solicitor at the Bombay High Court since 1983.



MARIA TUFVESSON SHUCK



MARIA TUFVESSON SHUCK
PARTNER
MANNHEIMER SWARTLING
STOCKHOLM & NEW YORK

Maria Tufvesson Shuck is the head of Mannheimer Swartling's New York office. She works primarily with M&A and General Corporate and in particular with Swedish-US cross-border issues. With 20 years' experience of Swedish-US transactions and establishment of Swedish companies in the United States and US companies in Sweden, Maria possesses considerable knowledge and an ability to find practical solutions to complicated problems. Maria is a member of the Swedish Bar and admitted to the New York Bar.

Experience

- Partner, Mannheimer Swartling, 1995-
- Associate, Mannheimer Swartling, 1990-1994
- Associate, Carl Swartling Advokatbyrå, 1988-1990
- Associate, White & Case, New York, 1987-1988
- District Court Service in Sweden, 1985-1986
- Assistant in International Law, Lund University, Sweden, 1984-1985

Education

- Harvard Law School, LL.M. 1987
- University of Lund, LL.M. 1985

Publications

- International Mergers & Acquisitions (co-writer Adam Green), *The International Lawyer*, s. 332, Volume 40, No 2, 2006
- Finansiell expert enligt Sarbanes-Oxley - vad innebär det för svenska bolag? (co-writer Jens Nystrand), *Balans*, page 32, nr 10, 2004

Member

- The Swedish Bar Association
- International Bar Association
- American Bar Association
- New York State Bar Association
- Association of the Bar of the City of New York
- Member of the Board of the Swedish-American Chamber of Commerce, Inc. New York
- Co-chair of the Foreign Lawyers Committee, International Section of the New York State Bar Association



KLAUS SØGAARD



KLAUS SØGAARD
PARTNER
GORRISSSEN FEDERSPIEL

COPENHAGEN

Klaus Sogaard has been a partner at Gorrissen Federspiel since 1986. Mr. Sogaard works in Capital Markets and Corporate / M&A, primarily dealing with securities law, transfer of undertakings, corporate law and general commercial law. He advises a broad range of Danish and foreign companies, primarily on transfer of undertakings, structured sales processes, public take-over bids on listed companies, mergers and demergers of listed companies, initial public offerings and issues and verification processes. His corporate services also include chairmanships in a number of listed companies and corporate governance questions and questions relating to shareholders and articles of association.

Recognition

Klaus Sogaard is top-ranked in Chambers Global 2013 and Chambers Europe 2012 and Who's Who Legal and ranked as Leading individual in Legal 500.

Education

Right of audience before the Danish Supreme Court 1988

LL.M., University of the Pacific 1985

Admitted to the Danish Bar 1983

Candidatus juris, University of Aarhus 1980

Memberships

The Danish Bar and Law Society

Danish Society for Company Law

Positions of trust

Chairman of the board:

- A/S Dampskibsselskabet D.F.K.
- Bechgaards Fond
- Civilingeniør H.C. Bechgaard og hustru Ella Mary Bechgaards Fond
- Enid Ingemanns Fond



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Board member

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- Max Fodgaard A/S
- Max Fodgaard Fonden
- Grosserer Frits Sørensens Fond
- Ragna Lemkow F. Kongsteds familielegat
- Lone og Kaj Nielsens Almen velgørende Fond
- Lone og Kaj Nielsens Familiefond
- Liv Bryhns Fond



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EZEKIEL SOLOMON



EZEKIEL SOLOMON
SENIOR ADVISER
ALLENS

SYDNEY

One of our longest serving and most experienced partners, Zeke's expertise is in high demand from Australian, United States, Korean and Japanese corporations seeking his advice on the structuring, negotiation, financing and documenting of major energy and resource development projects, joint ventures and acquisitions, as well as negotiations with governments in Australia and Asia.

Zeke headed Allens team representing Pacific Gas Transmission Company in its successful bid for the Queensland State Gas Pipeline, and he advised the Export Import Bank of Japan on a \$1 billion project financing of the North West Shelf LNG Project in Western Australia.

In the early 1970s, under the World Bank Technical Assistance Program, Zeke worked for two years as legal adviser to the Indonesian Government on foreign investment negotiations and mining and infrastructure projects.

He subsequently represented the Indonesian Government in negotiation of an olefin petrochemical joint venture between Pertamina and Exxon Chemical, and he represented the Indonesian State coal corporation, P.T. Bukit Asam, in major coal mine/mine-mouth power plant joint ventures with US interests.

Zeke is frequently called upon to share his knowledge and experience. He has provided consultancy advice to the UN Commission on Transnational Corporations (UNCTC), advising developing country officials on energy and mining laws, joint ventures and finance. Under UNCTC, Zeke also advised the Nepalese Government on mining projects and the Papua New Guinea Government on petroleum royalties.

He is co-author of *Regulation of Foreign Investment in Australian Mineral and Petroleum Projects*.



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EMANUEL P. STREHLE



EMANUEL P. STREHLE
PARTNER
HENGELER MUELLER

MUNICH

Education

Universities of Munich and Jena (Dr. jur.)

Career

Private Practice, Munich, 1997 – 1999

Hengeler Mueller since 2000, partner since 2006

Wachtell, Lipton, Rosen & Katz, New York, 2002

Practice Areas

Mergers & Acquisitions

Corporate, Restructurings

Private Equity, Venture Capital

Family businesses



TOMASZ WARDYŃSKI



TOMASZ WARDYŃSKI
FOUNDING PARTNER,
WARDYŃSKI & PARTNERS

WARSAW

Tomasz Wardyński CBE, is an adwokat and founding partner of Wardyński & Partners.

Tomasz Wardyński specialises in arbitration proceedings with the participation of foreign and domestic entities. He is also an expert in civil, commercial and competition law and has widely recognised experience in negotiations on large public projects. He was one of the first lawyers in Poland to develop specialisations in EU and competition law.

Tomasz Wardyński is a graduate of the Law Faculty at the University of Warsaw (1970), the College of Europe, Bruges (1973) and the Institute of European Studies at the University of Strasbourg (1974-75). He was a visiting scholar at the American Bar Foundation (1985).

He has run a private law practice since 1979. In 1991-96 he was a member of the Advisory Council on Privatisation to the Prime Minister of Poland. Tomasz Wardyński is honorary legal adviser to Her Britannic Majesty's Ambassador in Poland. In 2001 he was appointed Honorary Commander of the British Empire by Her Majesty Queen Elizabeth II.

From 2006 to 2009 he served as a member of the Arbitral Council of the Polish Chamber of Commerce's Court of Arbitration.

Appointed as a member of the Arbitral Committee of the Arbitration Court at the Polish Confederation of Private Employers Lewiatan, he is also listed as arbitrator of that Court and at the International Arbitral Centre of the Austrian Federal Economic Chamber (VIAC) in Vienna. He is also member of the ICC Task Force on Decision as to Costs.

He is a member of the American Counsel Association and the Board of Trustees of the Academy of European Law in Trier. He serves on the Editorial Board of the European Lawyer.



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Tomasz Wardyński is a member of the Warsaw Bar, the European Circuit of the Bar of England and Wales. He is a member of the board of the Polish Arbitration Association. He is active in the International Bar Association, in particular in its Legal Practice Division.

He is the co-author of a book entitled “Competition Law” published by LexisNexis in cooperation with Wardyński & Partners (LexisNexis, Warsaw 2012).



ANTONIO F. WEISS



ANTONIO F. WEISS
GLOBAL HEAD OF INVESTMENT
BANKING
LAZARD

NEW YORK

Mr. Weiss is Global Head of Investment Banking for Lazard. From 2001 to 2009, he was based in Paris, where he served as Vice Chairman of European Investment Banking and, subsequently, Global Head of Mergers and Acquisitions.

Mr. Weiss has advised clients in a broad range of industries and geographies, most often in transactions with a contested or cross-border dimension. Recent transactions include the pending sale of D.E Master Blenders 1753 to an investor group led by Joh. A. Benckiser, the pending acquisition of Heinz by 3G and Berkshire Hathaway, the combination of Grupo Modelo and Anheuser Busch InBev, the purchase of Human Genome Sciences by GSK, the acquisition of Motorola by Google, the buy-out of Burger King by 3G, the acquisition of Cadbury by Kraft, the sale of the North American bottling operations of Coca-Cola Enterprises to Coca-Cola, the acquisition of Anheuser Busch by InBev, the merger of KKR and KPE and the acquisitions of Gerber and Novartis Medical Nutrition by Nestlé.

Mr. Weiss speaks regularly on the market for corporate control, including keynote addresses at the Tulane Corporate Law Institute and the International Bar Association, as well as the University of Pennsylvania Institute for Law and Economics, where he is a Board Member.

Mr. Weiss is a graduate of Yale College and Harvard Business School, where he was a Baker Scholar and Loeb Fellow. He is a member of the Council on Foreign Relations and a Trustee of the Frick Collection and the French-American Foundation. He is also Publisher of The Paris Review, the leading literary quarterly.



ROBIN WITTERING



ROBIN WITTERING
PARTNER
EGOROV PUGINSKY AFANASIEV
& PARTNERS

MOSCOW

Robin Wittering is an English law qualified partner in the firm's Moscow office, and has worked on deals and disputes in Russia and the CIS since 2003.

Prior to joining EPA&P, he was a partner at Herbert Smith.

Representative matters include acting for Sinopec on its groundbreaking USD 3.7bn acquisition of Udmurtneft, a Russian oil producer, from TNK-BP and the associated leveraged buyout and joint venture with Rosneft, and acting for the management of TNK-BP in the dispute between BP and Alfa Access Renova.

His time in Russia has been split between acting on cross-border mergers and acquisitions and joint ventures, corporate and shareholder disputes and special situations, and structuring and restructuring.

Mr. Wittering is recommended by a number of reputable legal guides. In particular, IFLR1000 lists Robin among the best lawyers working in Russia. Clients say "he is efficient and understands the business concepts of what we are trying to achieve. His opinions are useful not only in a legal context but also for our business strategy, plus he doesn't waste our time." Wittering is also recommended by a number of competitors, one of which says "he is very, very talented and very bright. Sometimes he's pushy and drives hard but he's one of the best," adding the English lawyer "has a very good knowledge of Russian related hurdles."

Chambers & Partners recommends Robin for M&A and Corporate, Energy and Private Equity. Wittering is described by sources as "an extremely smart, impressive corporate lawyer, combining English legal training with top-end Russian experience". He is "particularly active in both cross-border and domestic corporate matters".

According to Chambers, Robin is also among the best Energy lawyers. He is "a dynamic force on this team." "This UK-qualified lawyer earns widespread respect from



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commentators and...provides clients with a cohesive cross-border service.” In addition, peers recommend Robin Wittering as an expert “who combines private equity with corporate and capital markets expertise.”

Robin is dual qualified as a barrister and solicitor, and is a graduate of St. John’s College, Cambridge University.



SHUJI YANASE



SHUJI YANASE
OF COUNSEL
NAGASHIMA OHNO &
TSUNEMATSU

TOKYO

Shuji Yanase has been Of Counsel at Nagashima Ohno & Tsunematsu since 2006. From 2000 to 2005 Mr. Yanase was Chairman of the firm. He has been practicing law for over forty years, and his principal areas of practice have been: international financing and securities; M&A; joint ventures and other international transactions; and include, since the 1990's, international dispute resolution.

He is a member of the Board of Visitors of Columbia Law School, the Private International Law Association of Japan, the Arbitration and ADR Law Society of Japan, and Rotary International.

Education/Professional Experience

- The University of Tokyo (LL.B.), 1966
- Columbia Law School (LL.M.), 1972
- Jones Day, Cleveland, 1972
- Managing Partner, Tsunematsu Yanase & Sekine, 1992-1999
- Chairman, Nagashima Ohno & Tsunematsu, 2000-2005
- Of-Counsel, Nagashima Ohno & Tsunematsu, 2006-present



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FRANNY YAO



FRANNY YAO
PARTNER & LEADER, KEY
ACCOUNTS & GOVERNMENT
RELATIONS (CHINA)
ERNST & YOUNG LLP

BEIJING

Franny Yao is a Partner at Ernst & Young, where she is responsible for Key Accounts and Government Relations in China. Franny has been a driving force in bringing Ernst & Young's services to major Chinese companies and financial institutions. She plays key roles in serving large Chinese financial institution clients of EY, including being the lead Client Service Partner for ICBC; Global Client Service Partner for CIC and the Relationship Partner covering Bank of China, China Construction Bank, Bank of Communications, China Merchants Bank, China Life, etc. Franny has been working closely with regulators and government agencies overseeing the financial service sector such as MOF, PBOC, CBRC, Central Huijin, and CIRC. She has worked on several important overseas M&A transactions and strategic initiatives by major Chinese companies, as well as transactions for multinational firms seeking growth in China.

Franny is based in Beijing, where she was the first mainland China-born partner at E&Y, a leading global professional services firm in assurance, tax, transaction and advisory services with 167,000 people around the world. She also leads EY Asia Pacific region Diversity & Inclusiveness. Prior to joining Ernst & Young in 1997, Franny had a diverse working background including with a Chinese government agency, a European bank in Beijing and as the general manager of a SOE in Xi'an. Her educational background is equally broad, including studies at Xi'an Foreign Language University and The Wharton School.

Franny currently serves as senior advisor to the Governor of the Shaanxi Provincial Government.



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ZHANG HONG



ZHANG HONG
MANAGING
DIRECTOR/HEAD
OF LEGAL AND
COMPLIANCE
CHINA INVESTMENT
CORPORATION

BEIJING

Hong Zhang is the Managing Director and Head of the Legal and Compliance Department of China Investment Corporation (CIC), the sovereign wealth fund of China. Ms. Zhang was a partner of Haiwen & Partners, one of the prestigious Chinese law firms headquartered in Beijing, from October 2004 to October 2007. She also worked at Sullivan & Cromwell LLP from 1999 to 2004 as an associate attorney. Ms. Zhang's legal practice encompasses capital market and mergers and acquisitions. She received her Master of Laws degree from Columbia Law School in 1999, and her Master and B.A. degrees in law from the University of International Business and Economics (UIBE) in 1996 and 1993, respectively.