

2009
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Investment
and M&A

2009
跨国投资并购国际研究协会

 **CAMBRIDGE**
Judge Business School

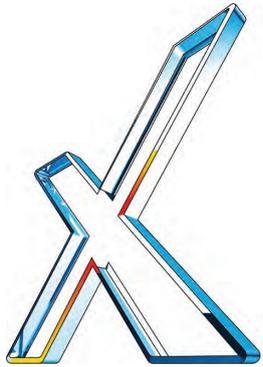
 **光华管理学院**
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International
Institute for
the study of
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Legal Roundtable **Speaker Biographies**



Legal Roundtable
Speaker Biographies

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Bill Ainley

Partner
Davies Ward Phillips & Vineberg LLP

Montreal

Bill Ainley is a senior partner in the Mergers & Acquisitions and Corporate Finance & Securities practices and is a member of the firm's Management Committee. Bill has acted as lead counsel for bidders and target boards in numerous solicited and unsolicited public takeovers and merger and acquisition transactions. He has also acted as lead counsel in a wide variety of private equity and leveraged acquisitions.

Bill also practises extensively in the corporate governance area and has acted for independent and special committees of a number of public corporations in special mandates, including the independent directors of Hollinger Inc., BPO Properties Inc., Clarke Inc., Intier Inc. and Western Forest Products Inc. Bill was seconded in 1984 to the Ontario Securities Commission as legal advisor to the Chairman. While at the Commission, he was primarily involved in the legislative reforms that created the current takeover and issuer bid rules in Ontario and opened up the ownership rules for the securities industry in Ontario. In 1986, Bill was invited to join the Securities Advisory Committee to the Ontario Securities Commission and served as Chairman of that committee in 1989 and 1990.



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Dimitry Afanasiev

Chairman
Egorov Puginsky Afanasiev
and Partners

Moscow

Dimitry Afanasiev is the Chairman of Egorov Puginsky Afanasiev & Partners, the Chambers Europe's 2008 Russian Law Firm of the Year, with offices in Moscow, St. Petersburg and an associated office in London.

Born in 1969, Mr. Afanasiev studied law at the University of Leningrad, University of Pennsylvania School of Law and St. Petersburg Institute of Law. He is a member of the St. Petersburg Bar Association, associate member of the American Bar Association and International Bar Association. Ideologist of a stronger local legal community in Russia, Dimitry is the Counselor to the President of the Federal Bar Association of Russia.

Dimitry Afanasiev has worked as associate at Schnader, Harrison, Segal & Lewis and Wolf, Block, Schorr & Solis-Cohen in Philadelphia (USA). In 1993 he co-founded Egorov, Puginsky, Afanasiev & Partners; Partners' Committee Chair since 1999. Member of the Board of Directors of UC RUSAL and Norilsk Nickel.

Mr. Afanasiev's areas of practice include international business transactions, dispute resolution and public policy issues. Among his clients are the Russian Federation, multinational and Russian corporations, high net worth individuals and charitable organizations.

Dimitry Afanasiev is the Co-Chair of the CIS Local Counsel Forum, an informal network of managing and senior partners of CIS and international law firms, meeting annually in different venues chosen by the Delegates.

Mr. Afanasiev is a Board Member of Business Russia, an all-Russia non-profit association of businessmen, and a founding member of the Russian-American Business Council. He is also active in the American Chamber of Commerce in Russia.

Mr. Afanasiev was awarded a medal "For Professional Excellence" by the Russian Bar Association and received a Letter of Commendation from the President of Russia "For achievements in defending human rights". Dimitry Afanasiev was listed by The Lawyer (the UK) among the global top 40 lawyers.



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William T. Allen

Professor of Law & Business & Director
the Pollack Center for Law and Business,
New York University

New York

William T. Allen holds the Jack Nusbaum Chair in Law & Business at New York University and serves as Director of the NYU Pollack Center for Law & Business, a joint undertaking of the Stern School of Business and the NYU School of Law. He is a member of the Law School faculty and the faculty of the Department of Finance of the Stern School. He teaches and writes in corporation law and governance, and mergers and acquisitions. At the law school he also serves as Director of the LL.M. Program in Corporate Law. Since 1997 Allen has been Of Counsel to the New York law firm Wachtell, Lipton, Rosen & Katz.

From 1985 to 1997 Allen was Chancellor (or chief judge) of the Court of Chancery of the State of Delaware. The Court of Chancery is noted as the leading court with primary jurisdiction for matters of corporate law and governance for corporations incorporated under the laws of the State of Delaware. As chancellor, Allen wrote hundreds of judicial opinions treating issues of the fiduciary obligations of corporate directors. While serving as Chancellor, Allen taught corporation law and corporate governance as a Visiting Professor at Stanford Law School (1990 & 1994) and the University of Pennsylvania Law School (1992-93 & 1995). In 1996 he served as Rabin Lecturer at Yale Law School.

From 1997 to 2001 Allen served as founding Chair of the Independence Standards Board, a private sector organization designated in 1997 by the Securities & Exchange Commission with the task of promulgating standards for the determination of auditor independence. He has also served on the Legal Affairs Committee of the New York Stock Exchange and on the Board of Trustees of the University of Delaware (Executive, Nominations and Academic Affairs Committees). Allen is an elected member of the American Academy of Arts & Sciences and of the American Law Institute (Special Committee on Corporate Governance) among other professional associations.

Allen earned the B.S. degree from New York University, the J.D. from the University of Texas School of Law and was awarded the honorary degree LL.D. from Dickinson Law School of

Pennsylvania State University. His published writings in corporation law and governance are numerous. He is author (with Reinier Kraakman and Guhan Subramanian) of COMMENTARY AND CASES ON LAW OF BUSINESS ORGANIZATION (Aspen Press 2nd 2007).



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Nigel P.G. Boardman

Partner
Slaughter and May

London

Nigel Boardman'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 and insolvency and restructurings.

He has acted for the leading investment banks in London and a large number of English and overseas companies. He became a partner of Slaughter and May in 1982 after a period as a corporate financier with a leading merchant bank.

He has worked extensively in a range of industries, including finance, minerals and energy, telecommunications, pharmaceuticals, defence, media, retail and utilities.

In addition to his broad spread of corporate work, Nigel is a specialist in sports law, specifically soccer.



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Santiago Carregal

Partner
Marval, O' Farrell & Mairal

Buenos Aires

Santiago Carregal is a partner with Marval, O' Farrell & Mairal, Buenos Aires, Argentina. He specializes in banking and finance and mergers and acquisitions, advising major companies, funds, international and local banks and multilateral credit agencies.

Previously he was a partner of the law firm Carregal & Funes de Rioja; he was Vice-President and Assistant General Counsel of JP Morgan, Buenos Aires Branch, between 1993 and 1995 and during 1992 and 1993 he worked as a foreign attorney for Shearman and Sterling, in New York.

He graduated from the Universidad de Buenos Aires in 1984 with a degree in law, and obtained a Master in Laws at the University of Illinois in 1987.

He has spoken at many conferences and seminars on banking, corporate law and financial matters, and has written many papers and articles on these subjects. He is a professor of post-graduate studies in banking and finance at the Universidad de Buenos Aires and Universidad Austral.

He is listed in Chambers Global, Chambers Latin America, Who's Who Legal, Euromoney's Expert Guide; PLC's Which Lawyer, and International Financial Law Review, among others.

He is a member of the Buenos Aires Bar Association and a member of the Board of the Argentine Bank's Lawyers Committee (Comité de Abogados de la República Argentina).



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Brian R. Cheffins

Professor of Corporate Law
University of Cambridge

Cambridge

Brian R. Cheffins is the S.J. Berwin Professor of Corporate Law at the Faculty of Law, University of Cambridge. Professor Cheffins, before coming to Cambridge, taught at the University of British Columbia's Faculty of Law. He has held visiting appointments at Duke, Harvard, Oxford and Stanford and is a Fellow of the European Corporate Governance Institute. Professor Cheffins is the author of *Company Law: Theory, Structure and Operation* (Oxford, 1997; co-winner, Society of Public Teachers of Law Prize for Outstanding Legal Scholarship), *Corporate Ownership and Control: British Business Transformed* (Oxford, 2008) and numerous articles on corporate law and corporate governance.



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Adam O. Emmerich

Partner
Wachtell, Lipton, Rosen & Katz

New York

Adam O. Emmerich is a member of Wachtell Lipton's Corporate Department, focusing primarily on mergers and acquisitions and securities law matters. 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 abroad in connection with mergers and acquisitions, divestitures, spin-offs, joint ventures, and financing transactions. He also has extensive experience in takeover defense and corporate governance issues.

Among Adam's recent significant representations are the board of directors of Wyeth in its pending acquisition by Pfizer; Alcoa in the purchase with Chinalco of a stake in Rio Tinto plc; Acciona in its acquisition with Enel of Endesa and in relation to EON's prior proposed transaction; and Iscar in its acquisition by Berkshire Hathaway.

Adam is recognized as one of the world's leading lawyers in the field of Mergers and Acquisitions in the Chambers Global guide to the world's leading lawyers, as an expert both in Corporate Governance and M&A in the real estate field by Who's Who Legal?, and as an expert both in M&A and in Corporate Governance by Euromoney Institutional Investor's Guides, respectively, to the World's Leading Mergers and Acquisitions and Corporate Governance Lawyers, and as a member of the LawDragon 500 Leading Lawyers in America.

Adam joined the firm in 1986 and was named a partner in 1991. He attended Swarthmore College and The University of Chicago, from which he received his Juris Doctor degree 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 law clerk to Judge Abner J. Mikva, of the United States Court of Appeals for the District of Columbia Circuit. He is a frequent speaker and author on topics relating to mergers and acquisitions and corporate governance, including at MIT's Sloan Convocation, which can be seen on the web at <http://mitworld.mit.edu/video/330/>.

Adam is 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 for the last 12 years. He is a member of the Corporate Academic Bridge Group of the NYU Center for Law and Business, and 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 has previously served on the Visiting Committee of the University of Chicago Law School, on the board of directors of the Lawyers Alliance for New York, and as 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. He is an avid runner and cyclist, and has twice completed the New York City Marathon



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Eilís V. Ferran

Professor of Company and Securities Law and Director of the Centre for Corporate and Commercial Law
University of Cambridge

Cambridge

Professor Eilís Ferran is Professor of Company and Securities Law at the University of Cambridge and co-director of the University's Centre for Corporate and Commercial Law (3CL). Her recent publications include Principles of Corporate Finance Law (OUP, 2008), Building an EU Securities Market (CUP, 2004), 'Are US-Style Investor Suits Coming to the UK' ((2009) Journal of Corporate Law Studies (forthcoming)), as well as numerous other articles and chapters. She has been a visiting professor in Hong Kong and New Zealand and has spoken at conferences in Europe, Asia and North America. She is an editor of the Journal of Corporate Law Studies (Hart Publishing), a contributing editor of Palmer's Company Law (Sweet & Maxwell, looseleaf), and a research associate of the European Corporate Governance Institute. She is Series Editor (with Professor Niamh Moloney and Professor Howell Jackson) of the Cambridge University Press monograph series International Corporate Law and Capital Market Regulation.



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Danny Gilbert

Managing Partner
Gilbert + Tobin

Sydney

He is widely recognised as a charismatic leader in legal circles and beyond. Danny won 'Most admired private business owner' at the 2008 BRW ANZ Private Business Awards. In 2009 Danny was named in the Best Lawyers list for Litigation. He also won 'Managing Partner of the Year' at the 2008 ALB Australasian Law Awards and the 2003 Fuji Xerox Australian Law Awards. This bears testimony to his outstanding leadership qualities and the respect he has gained from his fellow partners, staff, clients and peers. In 2005, Danny was honoured with the Order of Australia (AM) for his services to the law and the community, particularly Australia's Indigenous peoples.

Danny currently holds a number of directorships including:

- Chairman of the National Museum of Australia
- Non Executive Director National Australia Bank Limited
- Member of the Prime Minister's National Policy Commission on Indigenous Housing
- Councillor Australian Business Arts Foundation
- Director of the Australian Indigenous Minority Supplier Council.

In the past, Danny has been Chairman of the Australian Film, Television and Radio School, Director of the Bangarra Dance Theatre, Chairman of the Law and Justice Foundation of New South Wales and Chairman of the Public Interest Advocacy Centre.

Danny is also a trustee of several private charitable trusts.



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Andrey Goltsblat

Managing Partner
Goltsblat BLP

Moscow/London

Andrey Goltsblat was previously a managing partner with Pepeliaev, Goltsblat & Partners. He concentrates primarily on mergers and acquisitions, restructuring, joint ventures, commercial and industrial real estate as well as counselling boards of directors and senior management of domestic and overseas companies in connection with investment projects and deal structuring in Russia and the CIS.

His previous roles include Chief of Staff for the Constitutional Commission of the Russian Parliament.

He and his team's recent Russia related M&A work includes advising: Mars on Wrigley acquisition for \$23 bn., the Russian major state bank on the proposed acquisition of the software developer, Onexim Group on acquisition of APR-Bank (presently MFK bank), Ashland on buy-out of shares from its minority partner, RP Capital on acquisition of Silver City office complex in Moscow, Equifax on acquisition of equity interest in Global Payments credit bureau, Danone on sale of its St.Petersburg subsidiary, LG International on its investments in Russian coal mining sector and Matra Petroleum on its acquisition in the Russian oil and gas sector, as well as co-advising in conjunction with other Major Law Firms - Boots Plc. on the £2bn disposal of Boots Healthcare International business to Reckitt Benckiser; Bayer AG on the sale of the world-wide Diagnostics Business of Bayer AG to Siemens AG for ?4.2 bn.

He has also overseen legal advice to more than 450 real estate and construction projects in different regions of Russia over the last five years, predominately for major multinational investors, including Mars, Coca-Cola, Danone, Kimberly-Clark, Kingfisher/Castorama, Yum! International, as well as number Japanese and European car manufactures.

The total value of M&A transactions supported by Andrey Goltsblat and his team in 2008 is in excess of USD 28 bn.



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Juan Francisco Gutiérrez I.

Partner
Philippi, Yrarrázaval, Pulido & Brunner

Santiago

Juan Francisco Gutiérrez, partner at Philippi, Yrarrázaval, Pulido & Brunner, President of the Direction Committee and Head of M&A Department. Also his practices areas are securities, corporate and contracts. Lawyer of Confederation of Production and Commerce, principal Chilean Business Association (1985-1988). Whith Curtis, Mallet-Prevost, Colt & Mosle, New York, (1982-1984). Master of Law, University of New York (1982). Law Degree, Pontificia Universidad Católica de Chile (1980). Member of Bar Association of Chile and International Bar Association. Head of Business Relation Chapter of the Legal Circle of ICARE. Regular Columnist of "Diario Financiero", in matters on stock corporations and antimonopoly control. Speaker in seminars on capital markets and M&A. Chosen by Chambers and Partners 2010 as one of the best M&A lawyers in Latin America. Languages: English and Spanish.



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Christian Herbst

Partner
Schönherr Rechtsanwälte GmbH

Vienna

Christian Herbst has been a partner of Schoenherr Attorneys at Law since 1990. Christian's main areas of practice are M&A, venture capital, takeover and corporate finance transactions. Christian advises and represents mostly foreign clients in cross-border financial and corporate transactions, including on acquisitions and divestitures by way of open bids or otherwise, public tender offers, restructurings and JVs, as well as related corporate litigation and arbitration. In over 20 years of transactional practice, Christian has been involved, in many cases as lead counsel, in highly publicised privatisations (including Austria Tabak/Gallaher), M&A transactions (including Basic element/STRABAG) and takeovers (including GE/Jenbacher and VAG/Investkredit) in Austria and the CEE. Christian holds Law degrees from the University of Salzburg (Dr. iur. 1982) and Harvard University (LL.M. 1984) and has practised with a NYC firm. Christian is being regularly rated one of the leading M&A practitioners in Austria by Chambers Global, FLR and Legal 500. Christian Herbst is a lecturer on international M&A transactions at the Vienna University of Economics and Business Administration and at the MBL programme of Salzburg University, and has published extensively on issues relating to M&A, corporate and takeover law.



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Lodewijk Hijmans van den Bergh

Partner
De Brauw Blackstone Westbroek

Amsterdam

Lodewijk Hijmans van den Bergh heads De Brauw's corporate practice and he also is a member of the managing committee. He specialises in corporate and securities law, with a particular emphasis on corporate finance, public take-overs, and mergers and acquisitions.

Lodewijk was the resident partner of De Brauw's London office from 1994 until 1998.

Lodewijk publishes regularly in the field of corporate and securities law. In 2000 he was co-rapporteur for the Dutch Association for Company law on the topic of the proposed 13th EU Directive.

As of 1 December 2009 Lodewijk will leave De Brauw to join Royal Ahold, a food retailer with activities in Europe and the United States, as Chief Corporate Governance Counsel and proposed member of the Executive Board.



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Masakuza Iwakura

Partner
Nishimura & Asahi

Tokyo

Mr. Iwakura has handled a variety of large-scale and unprecedented mergers and acquisitions, intellectual property, tax matters and litigations. He handled the integration of UFJ Bank Group and Mitsubishi Tokyo Financial Group, the hostile takeover defense by Bull-Dog Source against a certain U.S. activist fund, the patent infringement litigation regarding Canon's ink cartridge, and the case regarding the Tokyo Metropolitan government's bank tax and NTT's patent for a lithium-ion secondary battery when it was sued by the University of Texas. In addition, he is advising Mitsubishi UFJ Securities 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 2007 and a Lecturer at Kyoto Univ., 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 director (Board member) of Kakaku.com, Inc. (listed on the Tokyo Stock Exchange) and statutory auditor of Investor Communication Japan, Inc. (subsidiary of the Tokyo Stock Exchange).

He has authored various textbooks and articles including "Corpus M&A" published in 2001, "Intellectual Property Laws" published in 2005, "Practical Consultation of the New Corporate Law" published in 2006 and "Corpus Juris Finance -Update" published in 2006.



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Handel Lee

Partner
King & Wood

Beijing

Mr. Handel Lee specializes in acquisitions and infrastructure investment projects both inbound and outbound. A current area of focus for Mr. Lee is private equity, restructuring, and special situation opportunities.

Mr. Lee is Co-head of King & Wood's Corporate Group. Before joining in 2004, Mr. Lee was a partner and head of the China Practice at Vinson & Elkins, and prior to this practiced in New York with Skadden, Arps and was Chief Representative of their China Office.

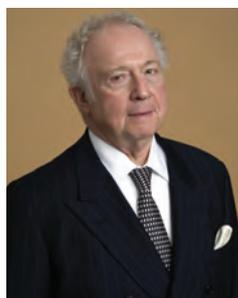
Distinguished in the areas of energy and infrastructure projects, Mr. Lee was selected in 1999, 2001, and 2003 in Euromoney's "Guide to the World Leading Energy and Natural Resources Lawyers" in the categories of Oil & Gas, Power, and Project Financing. He is often cited in various legal, trade, and news media, including the International Financial Law Review, Asian Law and Practice, the Petroleum Economist, the Wall Street Journal, the South China Morning Post, and the China Business Review.

Mr. Lee obtained his B.A. Degree from the University of Virginia and his J.D. degree from Georgetown University Law Center. He was admitted of New York State Bar in 1989. He is fluent in Chinese and English.



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Martin Lipton

Partner
Wachtell, Lipton, Rosen & Katz

New York

Martin Lipton, a partner of Wachtell, Lipton, Rosen & Katz, specializes in advising major corporations on mergers and acquisitions and matters affecting corporate policy and strategy and has written and lectured extensively on these subjects. Mr. Lipton is Chairman of The Board of Trustees of New York University, a Trustee of the New York University School of Law (Chairman 1988-98), a member of the Council of the American Law Institute, and a Director of the Institute of Judicial Administration. In 1976 Mr. Lipton authored, *Corporate Takeovers: Tender Offers and Freezeouts*, American Bar Association, National Institute on Corporate Takeovers. In 1982 Mr. Lipton created the Shareholders Rights Plan ("Poison Pill") which has been described by Prof. Ronald Gilson of the Columbia and Stanford Law Schools as "the most important innovation in corporate law since Samuel Dodd invented the trust for John D. Rockefeller and Standard Oil in 1879." In 1992 Mr. Lipton served on the Subcouncil on Corporate Governance and Financial Markets of the United States Competiveness Policy Council which resulted in his co-authoring with his fellow member of the Subcouncil, Prof. Jay Lorsch of The Harvard Business School, an article, *A Modest Proposal for Improved Corporate Governance*, which became the template for much of the basic corporate governance principles that were adopted in the 1990's. Mr. Lipton served as counsel to the New York Stock Exchange Committee on Market Structure, Governance and Ownership (1999-2000), as counsel to, and member of, its Committee on Corporate Accountability and Listing Standards [Corporate Governance] (2002) and as Chairman of its Legal Advisory Committee (2002-2004). Mr. Lipton is a Member of the Executive Committee of the Partnership for New York City and served as its Co-Chair (2004-2006). Mr. Lipton has a B.S. in Economics from the Wharton School of the University of Pennsylvania and an L.L.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 and a Chevalier de la Légion d'Honneur.



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Alain Maillot

Partner
Darrois Villey Maillot Brochier

Paris

Alain Maillot is a graduate of the Paris Law School ("Doctorat"), and a graduate of the "Institut de droit compare" and the "Institut des Entreprises" in Paris.

He started his career with the Paris office of the New York-based law firm Cahill Gordon.

He then went to the University of Chicago Law School ("MCL"), and after graduation, worked at the New York office of Cahill Gordon.

He was, upon his return from Chicago, an assistant professor teaching taxation at the Paris Law School. He is now a partner of the Paris law firm Darrois Villey Maillot Brochier.

Alain Maillot has been involved in several trans-national mergers, including the creation of EADS (Airbus), which involved entities in five different European countries. He advised the French company Unibail in its merger with the Dutch-listed company Rodamco to create the leading European real estate fund.



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Zia Mody

Partner
AZB & Partners

Mumbai

Zia Mody passed her Law from the University of Cambridge, UK in 1978. She was enrolled as an Advocate with the Bar Council of Maharashtra & Goa in 1978 and did her LLM from Harvard Law School. Zia was then admitted as a member of the New York State Bar by examination in 1980. Mrs Mody started her practice as a Corporate Associate, Baker & McKenzie, New York 1979 to 1983. Then she started her own practice from 1984 and then went into partnership and started the firm, CZB & Partners, Advocates & Solicitors between January 2002 to March 2004. CZB & Partners then merged with Ajay Bahl & Associates and was renamed as AZB & Partners, Advocates & Solicitors (Mumbai, New Delhi & Bangalore) in April 2004 onwards. The firm has approximately around 200 lawyers. Zia is a Member of the CII National Council on Corporate Governance and Regulatory Framework, Member of the CII Committee on Capital Markets, Member of the CII Committee on Financial Services, Member of the CII Committee on Legal Services, Member of the Committee on CII Mutual Funds. Mrs Mody is a Trustee of the Baha'i School, New Era High School, in Panchgani. Mrs Mody has been awarded the "Business Woman of the Year" by the Financial Express in the category of "The Best Knowledge Manager". She has been selected as one of the 25 Most Powerful Women in Indian Business by Business Today in September 2004, February 2006 and September 2007. She was selected as one of India's 100 Most Powerful CEOs by the Economic Times in the year 2004, 2005, 2006, 2007 and 2008. The American Lawyer has identified Zia Mody as being one of "country's leading stars". She was nominated as one of the world's leading practitioners by "The International Who's Who of Private Funds" Lawyers 2006 and 2008. Zia Mody was appointed as the Director of The Hongkong and Shanghai Banking Corporation Limited, Hongkong in January 2006 and has also been appointed as a member of the World Bank Administrative Tribunal by the World Bank in 2007. She has been appointed as a member of the London Court of Arbitration (LCIA) in 2008.

The Asia Pacific Legal 500 & Chambers Global has ranked AZB & Partners as among the leading Firms in the Country, and they have ranked Zia Mody as among the leading individuals in the Mergers & Acquisition sector, Private Funds, Private Equity, Litigation and Infrastructure Sectors. Zia has been identified as a Highly Recommended lawyer by the Global Counsel 3000 in the field of Company and Corporate Transactions and Private Equity/Venture Capital. AZB & Partners was nominated as the best Indian National Law Firm 2006 by the International Financial Law Review.



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Christopher S. Murray

Partner
Osler, Hoskin & Harcourt LLP

Toronto

Chris Murray is a partner in the Business Law Department of the firm's Toronto office. Chris is the Co-Chair of Osler's Corporate Finance Practice Group and Co-Chair of the Asia-Pacific initiative, with specific responsibility for China and Korea relationships.

Chris' practice focuses on mergers and acquisitions for Income Trusts and public corporations as well as corporate finance. Chris led Osler's advice in seven merger transactions, primarily involving Income Funds, and has been involved in advising on another eight merger transactions involving Income Funds in 2008.

Chris has also had involvement in numerous mining transactions, including significant mergers involving Fording Coal, Inco, Rio Algom and advising mining and Income Trust issuers on public company matters.

As well, Chris has advised a number of Asian based clients on mining and energy sector investments and acquisitions.

Chris led 24 public offering transactions from 2005 through 2008, including acting for the underwriters on the IPO of Teranet Income Fund, Canada's largest IPO in 2006. In addition he has also supported a number of other Income Fund transactions in each of Osler's offices in Toronto, Calgary and Montreal. Chris practised in Sydney, Australia while on a two-year leave from the firm in 1991-1992.



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I. Berl Nadler

Senior Partner
Davies Ward Phillips & Vineberg LLP

Toronto

Berl Nadler is a senior partner of Davies Ward Phillips & Vineberg LLP, one of Canada's pre-eminent law firms, where he conducts a wide-ranging transactional and advisory practice in that firm's Toronto and New York offices, focusing on acquisitions, financings, financial restructurings and shareholders rights matters. Among his international transactional work, Berl acted as counsel to the Olympia & York group of companies throughout the 1980s and early 1990s in many major North American and international financings and acquisitions and represented the investor group that acquired the Canary Wharf development from the English Administrator in 1995. Berl also acted on behalf of Onex Corporation in connection with its acquisition of Celestica Inc., one of the world's leading electronics manufacturing services companies from IBM in 1996 and has subsequently represented Celestica as lead counsel in its numerous worldwide acquisitions in Canada, England, the United States, Ireland, Mexico, Italy, Brazil, Japan, China and the Philippines, among other jurisdictions.

Berl has served as an Adjunct Professor at Osgoode Hall Law School in Toronto and has published articles, book chapters and papers and lectured widely on a variety of business law topics. He has received Martindale Hubbell's highest rating (AV) and is listed in The Best Lawyers in Canada, The Lexpert® Guide to the Leading US/Canada Cross-border Lawyers in Canada, The Lexpert®/American Lawyer Guide to the Leading 500 Lawyers in Canada and The Canadian Legal Lexpert® Directory. He has served on the Boards of Directors of three Canadian public companies and numerous Canadian communal and charitable organizations and is listed in the Canadian Who's Who. He received B.C.L. and LL.B. degrees from the Faculty of Law, McGill University and an LL.M. from the Harvard Law School. He is a member of the Ontario Bar.



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Umberto Carlo Maria Nicodano

Partner
Bonelli Erede Pappalardo

Milan

Umberto Nicodano, a partner in the Milan office, focuses on M&A transactions involving listed and unlisted companies. His clients are primarily domestic and international private equity funds and trade players. His areas of practice include the automotive, fashion, banking and insurance industries. He has considerable experience in managing complex transactions both in the negotiation and coordination of work groups.

He seats on the board of several listed and unlisted companies. Currently serves as Chairman of Valentino Fashion Group and as non executive director and chairman of the remuneration committee of Brembo.

Mr Nicodano joined the Milan law firm Erede Bianchi Giliberti which then became Erede e Associati in 1980 and was made a partner in 1990.

Mr Nicodano was Managing Partner of Bonelli Erede Pappalardo from 2001 to 2007.

He has had prior experience working as an in-house counsellor for Univac, a division of the Sperry Rand Corporation, in its Milan, Philadelphia, London and Rome offices.

Mr Nicodano graduated with honours from the University of Milan in 1974 and was admitted to the Italian Bar in 1978



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Robin Panovka

Partner
Wachtell, Lipton, Rosen & Katz

New York

Robin Panovka is a partner at Wachtell, Lipton, Rosen & Katz where he specializes in mergers and acquisitions, restructurings and strategic transactions. Among other responsibilities, he co-heads the firm's Real Estate and REIT M&A groups. He has been active in many recent noteworthy M&A and restructuring transactions, and has also been integrally involved in the redevelopment of the World Trade Center, the formation and investment activity of major private equity funds, development joint ventures, and other transactions involving both publicly-traded and privately-held companies, both in the United States and in cross-border transactions.

Mr. Panovka is a frequent speaker and author on topics involving cross-border mergers and acquisitions and REITs. Among other publications, he is co-author of "REITs: Mergers and Acquisitions," a treatise published by Law Journal Press. He serves on the boards of Duke University School of Law and the Harlem Educational Activities Fund, and is co-chair of the advisory board of New York University's Center for the Study of Public Real Estate Companies. He also is a member of the American College of Real Estate Lawyers.

Mr. Panovka was born in Johannesburg, South Africa, and lived in Israel for eleven years. He earned his bachelor's degree cum laude from Cornell University and received his J.D. with honors from Duke University. He is a member of the New York Bar.



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Leon Pasternak

Partner
Freehills

Sydney

As a senior partner of Freehills' corporate advisory team, Leon has significant experience in corporate governance, mergers, takeovers, acquisitions, equity raisings and public company finance. In particular, Leon has considerable experience in advising Chinese enterprises on Australia's foreign investment policy and regulations. He also regularly advises on competition issues arising in the mergers & acquisitions context.

Acknowledged as one of Australia's leading corporate lawyers and ranked as one of Australia's top legal advisers on completed mergers and acquisitions, Leon's clients include major listed companies, leading merchant and investment banks, telecommunication, entertainment, manufacturing and brewing corporations.

Leon recently advised China Investment Corporation on its A\$750 million investment in Goodman Group; DCA Group on its A\$2.7 billion acquisition by CVC Asia Pacific and CVC Capital Partners; and Caltex Australia on its A\$300 million bid for ExxonMobil's Australian retail gas stations. He has primary responsibility for Freehills China practice and has presented in Beijing on NRDC sponsored forums on M&A in Australia.

Before joining Freehills Leon worked as an economist with the Commonwealth Treasury and the Campbell Inquiry. He holds qualifications in law, accounting and economics.

Leon is an active presenter on legal developments in company and securities law and was until recently a part-time lecturer in the master's program at Sydney University. Leon is a director of Macquarie Media Group and GENESIS. He has previously served as a director of Coca-Cola Amatil, OPSM, as well as the state and national Board of Freehills.

Hobbies include skiing, scuba diving, cycling and tennis.



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Juan Martín Perrotto

Partner
Uría & Menéndez

Madrid

Juan Martín Perrotto is an Argentine and Spanish qualified lawyer, partner of the firm, based in Madrid and Beijing. He joined the firm in August 2003 after having practised as a lawyer for six years at Marval, O'Farrell & Mairal, a leading law firm in Argentina with which Uría Menéndez is associated.

Juan Martín's practice at Uría Menéndez focuses on finance and M&A. His finance law practice comprises acquisition, structured and project finance, as well as bilateral work-outs. In the PFI/PPP sector, it is particularly relevant his involvement in the drafting of the legal and contractual framework applicable to PFI/PPP projects (Argentina and México); in the financing of jail and energy projects (Argentina) as well as court facilities, roads, rails and ports (Spain); and his participation as expert in the group that advised United Nations in good governance in PFI/PPP projects. His M&A practice involves advising in joint ventures, tender offers, transnational mergers, private equity transactions, and acquisitions. In particular, he recently participated in the acquisition of Banks and other companies in Latinamerica, in the sale of Spanish financial institutions, in joint ventures related with the distribution of financial services in Spain, in tender offers launched to take over energy utilities, and, among others, in the acquisition of real estate companies by foreign investors.



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Dilhan Pillay

Managing Partner
Wong Partnership LLP

Singapore

Dilhan Pillay SANDRASEGARA is the Managing Partner of WongPartnership. His main areas of practice are mergers and acquisitions and general corporate law.

Dilhan's M&A experience covers both public and private transactions. He has been involved in M&A transactions in Singapore, Malaysia, Thailand, PRC, Hong Kong, Taiwan, and New Zealand. He is also an adviser to boards of publicly listed companies in Singapore on corporate governance issues.

Dilhan graduated from the National University of Singapore and attended the University of Cambridge on a Cambridge ODA Scholarship, where he obtained a Master of Law. He is admitted to the Singapore Bar and to the Roll of Solicitors of England & Wales.

Dilhan is consistently recommended as a leading lawyer by independent publications such as Chambers Global, IFLR 1000; Best Lawyers International; Euromoney Expert Guides - The Legal Media Group Guide to the World's Leading Lawyers; Global Counsel 3000 Handbook; PLC Which Lawyer and Law Business Research - The International Who's Who of Business Lawyers in the fields of Mergers & Acquisitions and Corporate Governance.

In addition, he serves as a member of the Board of Trustees of the Singapore Institute of Applied Technology, and Singapore Management University as well as member of the Advisory Board of the Singapore Management University School of Law, and is a Board Member of the Accounting and Corporate Regulatory Authority (ACRA) and the Sentosa Development Corporation. Dilhan is a Director of a number of private and publicly listed companies including Banyan Tree Holdings Limited, CapitaRetail China Trust Management Limited, Changi Airports International Pte. Ltd., SMRT Corporation Limited and SPI (Australia) Assets Pty Ltd. He also serves as a Council Member of the Law Society of Singapore, a member of the Resource Panel of the Singapore Government Parliamentary Committee on Home Affairs and Law and a member of the Steering Committee for Review of the Companies Act appointed by the Minister of Finance to undertake a complete review of the Singapore Companies Act. He was recently a member of the Design Committee for the Corporatisation of Changi Airport and Restructuring of the Civil Aviation Authority of Singapore.



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Geert Potjewijd

Partner
De Brauw Blackstone Westbroek

Amsterdam

Geert Potjewijd is intended to be the resident partner of De Brauw's Beijing office that is expected to open in late 2009 / early 2010. He will be focusing on corporate matters, particularly mergers & acquisitions and related financing, and advising on all aspects of the structuring of investments through the Netherlands. He regularly works with international law firms in Asia, Europe and the US on cross-border transactions.

Geert specializes in corporate law and has been involved in mergers & acquisitions as well as in M&A-related litigation. He represented corporate clients and institutional investors in complex shareholders and securities litigation and regularly advised on directors' and officers' liability.

Geert holds a Ph.D. from Leiden University and was seconded to a US law firm in New York in 2005. He has authored a number of books and articles on corporate law and related subjects.



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Maximilian Schiessl

Partner
Hengeler Mueller

Dusseldorf

Max Schiessl, born 1960, has been a partner of Hengeler Mueller since 1991 focusing on corporate governance and M&A for public companies. Max graduated from Munich Law School in 1982. Before joining Hengeler Mueller he worked for a New York law firm and obtained a LL.M. degree from Harvard Law School. He works out of the Düsseldorf and the Munich offices of the firm.

In his corporate practice, Max advises a large number of public companies on shareholder meetings, restructurings (squeeze out, merger etc.), board matters and other governance issues (including co-determination). In 2009, he was nominated as one of the five leading corporate governance lawyers world-wide by Who's Who Legal. His corporate practice is supported by his experience in equity capital markets which includes advising on the IPOs of e.g. Deutsche Post, Deutsche Telekom, DaimlerChrysler, Merck, Stinnes, Agfa-Gevaert and Hannover Re.

In M&A, he recently advised Robert Bosch on the takeover of Ersol Solar, Swiss Life on the takeover of AWD and the acquisition of a stake in MLP, Germanischer Lloyd on the takeover by Herz, Puma on the takeover by PPR, BOC on the takeover by Linde, e.on on the tender offer for Endesa, REpower on the takeover by Suzlon, Schering on the takeover by Bayer, Siemens on the sale of VDO Automotive and Merrill Lynch on the derivatives used by Schaeffler in preparing the takeover of Continental. In recent surveys conducted by the International Financial Law Review and Who's Who Legal, Max was elected as the leading M & A lawyer in Germany and as one of the leading five M & A lawyers worldwide.

Max is a frequent writer and speaker on corporate and securities laws topics and the co-author of handbooks on corporate law and mergers and acquisitions. He served as Chairman of Committee G (Corporate and M & A) of the International Bar Association from 1996 to 2002 and as Chairman of the Capital Markets Forum from 2002 to 2004. He teaches corporate law at Heinrich Heine Law School, Düsseldorf.



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Shardul S. Shroff

Managing Partner
Amarchand & Mangaldas
& Suresh A. Shroff & Co.

Mumbai

Mr. Shardul Shroff is the Managing Partner of Amarchand & Mangaldas & Suresh A. Shroff & Co. As a corporate attorney for 29 years, Mr. Shroff has extensive experience in areas of mergers & acquisitions, joint ventures, infrastructure, projects & project finance, privatization and disinvestment, banking and finance, capital markets and commercial contracts. Mr. Shroff is also a leading authority on legal matters related to media law, technology law and policy and regulatory practices. He has been instrumental in developing these practice domains within the Firm.

Mr. Shroff specialises in both public and private mergers and acquisitions, with significant exposure in strategic alliance, takeover and joint ventures. He has been actively involved in all aspects of merger & acquisition activity, including cross border transactions, complex buy-outs, restructuring, acquisition finance, disinvestment of Government entities and privatization of Government assets, both from his position as counsel to the industry and as an adviser to the government. In the process, Mr. Shroff has not only helped shape the legal framework of operations, but also helped structure prestigious merger & acquisition transactions.

At a transactional level, he has advised numerous clients in several key deals.

Mr. Shroff recently advised the government-nominated Board of Directors of Satyam Computers Services Limited in turnaround strategy and sale of the company. He has also acted on several other transactions in the domain such as BALCO- Sterlite Industries acquisition, IBP- IOC Acquisition, Kuwait Petroleum -HPCL acquisition, Hindustan Zinc -Sterlite Industries Acquisition, Ashok Leyland Limited-Nissan Motors Limited joint venture, Eicher Motors Limited (EML)-AB Volvo (Volvo) joint venture, disinvestment of Air-India with TATA and Singapore Airlines, intended disinvestment of Indian Airlines with Videocon, Great Eastern Hotel Calcutta disinvestment in favour of Lalit Group of Hotels, Paradip Phosphates disinvestment to Chambal Fertilisers etc.

Mr. Shroff has led the Firm in several intricate cross-border transactions involving multiple jurisdictions including the United States, the United Kingdom, Japan, China, Russia, France, Germany, Italy, Mexico, Brazil, Saudi Arabia, Qatar, Bahrain, Iran, South Africa, Nigeria, Singapore, Indonesia, Malaysia, Thailand, Pakistan and Australia.



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Ezekiel Solomon

Partner
Allens Arthur Robinson

Sydney

A Senior Partner of Allens Arthur Robinson, with 14 offices in Australia and Asia Pacific, 800 lawyers and total staff of approximately 1500.

Resident Partner in charge of Allens' New York office 1986 – 1993.

Practice in international business transactions, cross border mergers and acquisitions, competition law, corporate and commercial law, foreign investment policy, major development projects (structuring, financing and negotiation of major infrastructure, energy and resources projects, including power station / gas pipeline / mining / LNG projects). Extensive involvement in Asia as well as Australia.

Based in Sydney, Australia.

Appointments / Memberships / Various

- American Bar Association, International Law Section; Member, M&A and Joint Ventures Committee, Senior Adviser and former Vice Chairman of the Antitrust Committee, and Vice Chairman of the Asia Pacific Committee
- Member, Board of directors, Australia Indonesia Institute (an Australian Government body); American Australian Association Limited, Australia (affiliated with American Australian Association of New York); US Studies Centre at Sydney University
- Member, Presidents Circle, AustralAsia Centre of Asia Society of New York
- Fellow of the American Bar Foundation
- Adjunct Professor of Law in Faculty of Law, University of Sydney, Australia and in Faculty of Law, University of Technology, Sydney, Australia
- Member of Senior Australian Business Delegation accompanying the Prime Minister of Australia to India (2005)
- Member of Australian Business Delegation (State of NSW) accompanying the Premier of NSW to India and China (2007) and China (2008), Minister of Primary Industry, Energy and Resources to China, 2009
- Formerly adviser to Indonesian Government, resident in Jakarta, consultant to World Bank and UN.
- LLB Honours Sydney University, LLM Harvard (Fulbright Scholar)



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Shuji Yanase

Of Counsel
Nagashima Ohno & Tsunematsu

Tokyo

Shuji Yanase has been Of Counsel of Nagashima Ohno & Tsunematsu in Tokyo since 2006. From 2000 through 2005 Mr. Yanase was Chairman of the firm. His principal areas of practice have been: international financing and securities; cross-border M & A and investments and other international transactions; and include, in the most recent decade, international dispute resolution.

Mr Yanase received his LLB from the University of Tokyo in 1966. He graduated from Columbia Law School with an LLM in 1972 and trained at Jones Day, Cleveland, Ohio, until the end of the same year. He has been a member of the Tokyo Bar Association since 1968 and practised law for over 40 years. He is a member of the Board of Visitors of Columbia Law School.

In 1987 Mr Yanase co-founded Tsunematsu Yanase & Sekine in Tokyo. The firm was one of Japan's most distinguished law firms in international finance, securities and investments. He was managing partner there from 1992 to 1999. On 1 January 2000, Nagashima Ohno & Tsunematsu was formed by the merger of Nagashima & Ohno and Tsunematsu Yanase & Sekine.

In recent years, Mr. Yanase participated in certain educational or promotional programs with a view to developing alternative dispute resolution (ADR) in Japan. Mr. Yanase serves as Reporter for Japan on the Board of Reporters of the Institute of Transnational Arbitration for InternationalADR.com., a website sponsored by ITA and Kluwer Law International for publication of information on international arbitration. Since 2006 he has been Chair of Japan Financial ADR/Ombudsman Research Group. In November 2008 the Group published a model of an ADR institution in Japan to resolve disputes between financial institutions and their customers relating to financial products or services, together with proposed measures to be taken to create such an ADR institution in Japan.

Mr. Yanase teaches international conflict of laws at the Hosei University School of Law in Tokyo. He participates, as Visiting Senior Fellow and Professor of Waseda University, in the Waseda University's Global COE (Center of Excellence) project for creating a new corporate legal framework for a mature civil society. He has assisted other law schools in Japan in teaching practice in cross-border transactions and investments.

He serves as outside director or statutory auditor of Japanese corporations and, in such capacity, continues to look into financing, accounting, and other corporate matters. He is a member of the Rotary International.



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Zhao Bing

Partner
King & Wood

Beijing

Mr. Zhao Bing is a senior Partner of the firm. He specializes in banking, international finance, international restructuring, NPL assets disposition, and foreign direct investment in China.

Mr. Zhao has extensive experience in banking and financial services. He provides services to many well-known foreign banks and Chinese banks in relation to a broad range of banking businesses, including general banking business, syndicated loans, trade finance, and project finance, etc. Mr. Zhao is very experienced in international restructuring, particularly in the restructuring of investment (no matter debt or equity) in China by private equity funds or other foreign investors. He advises on structural and strategical matters for major restructuring deals. The team led by him has successfully completed several recent well-known FIE restructuring cases. Another area Mr. Zhao focuses on is disposition of NPL assets. He has represented investors and banks in many large NPL package transactions.

Mr. Zhao Bing joined King & Wood in 2000. Before joining King & Wood, Mr. Zhao worked at the Legal Advisor Department of China Council for the Promotion of International Trade (the predecessor of the Global Law Office), Global Law Office and a European bank. Mr. Zhao gained his M.A. in British and American Literature from Peking University. He was admitted as Chinese lawyer in 1988. Mr. Zhao is proficient in Chinese and English.

