



Simon Poh

Partner

Shanghai
+86.21.2211.2066

Simon.Poh@klgates.com

OVERVIEW

Simon Poh is a lawyer with over 25 years' experience in advising clients on cross-border M&A and investments, as well as power and petrochemical projects and transactions. His clients consist of major players in the global energy, mining, financial institutions, industrial, automotive, healthcare, technology, logistics, and other sectors. He is also actively involved in outbound investments globally by PRC companies and SOEs. Simon worked as a secondee in BP and Goldman Sachs in Hong Kong. He is fluent in a number of languages and has practised in Hong Kong and Australia, before moving to his current base in Shanghai in 2002.

Simon was ranked amongst Tier 1 lawyers in the *2018 Legal 500 Asia-Pacific Guide* for his Corporate/M&A work in China in the Corporate/M&A: Foreign firms category. He has also been selected and recognized in the inaugural edition of *The Best Lawyers®* in China for both Corporate Law and M&A Law Practice (International Firms) in Y2019.

PROFESSIONAL BACKGROUND

Prior to joining the firm, Simon was a partner in the Shanghai office of a multinational law firm.

SPEAKING ENGAGEMENTS

Simon has given many presentations on China-related M&A topics on various occasions to specific clients, and publicly to different professional bodies and associations, including the following:

- “China Outbound Investments – Getting the Deal Done”, presenter, the Hong Kong Society of Financial Analysts, 2013
- “German-Chinese Business Partnerships: structural and legal challenges”, Moderator, Commerzbank’s event on “Investing in Germany”, 2013
- China inbound cross-border investment-related M&A topics, as presenter at the China Pharmaceutical Industry Business Development Forums, various years
- “Hong Kong and Mainland Project Finance”, presenter, Hong Kong Law Society, 2000

EDUCATION

- LL.B., University of Queensland, 1991
- B.Com, University of Queensland, 1989

ADMISSIONS

- Supreme Court of Queensland
- Hong Kong High Court

LANGUAGES

- Bahasa (Indonesian)
- Chinese
- English
- Fujianese
- Taiwanese
- Chinese (Mandarin)

NEWS & EVENTS

- 12 November 2020, K&L Gates Advises Sinch AB on Acquisition of SAP Digital Interconnect (*Noteworthy Work*)
- 5 December 2016, K&L Gates Boosts China Corporate Practice with Addition of Two New Shanghai Partners (*Press Release*)

AREAS OF FOCUS

- Mergers and Acquisitions

REPRESENTATIVE EXPERIENCE

Corporate M&A experience

- Advised Sichuan Tianqi Industry (Group) Co., Ltd in the takeover of Talison Lithium Ltd. through a scheme of arrangement.

- Advised the leading Chinese automotive distributor, Pang Da Automobile Trade Co., Ltd, in relation to their proposed acquisition of Swedish car manufacturer Saab Automobile AB, and its claim in the liquidation of the Saab Automobile AB.
- Advised Hong Kong Fareast International on its proposed outbound investment in a school bus manufacturer in the United States.
- Advised a leading global financial institution in relation to its various proposed investments in the financial industry in China and the restructuring of its group entities in the region.
- Advised a Hong Kong-based bank in relation to its proposed investment into a fund management joint venture in southern China.
- Advised UBS on the establishment of the first foreign-invested securities joint venture company in China with a full domestic securities license and the restructuring of Beijing Securities.
- Advised Morgan Stanley in establishing its securities joint venture company with Huaxin.
- Advised Banco Bilbao Vizcaya Argentaria S.A. (BBVA) on its two-pronged acquisition of (i) 5% stake as a strategic investor in China CITIC Bank in China (CNCB), and (ii) 15% stake in CITIC International Financial Holdings Limited in Hong Kong (CIFH); the privatisation of CIFH and corresponding increase of BBVA's stake in CNCB; and the further stake increase in CNCB to 15% upon exercise of the call options by BBVA.
- Advised Citibank on its investment in Shanghai Pudong Development Bank and the credit cards business cooperation between the two banks.
- Advised CLSA on the establishment of the first Sino-foreign securities joint venture company (CESL) under the CSRC regulatory regime.
- Advised CLSA on its subsequent CESL's business expansion.
- Advised CLSA on the eventual disposal of its interests in CESL.
- Advised an international bank in its bid to acquire an equity stake in a Chinese bank.
- Advised Commonwealth Bank of Australia in relation to its acquisition of a 19.9% stake in Hangzhou City Commercial Bank.
- Advised Commonwealth Bank of Australia in relation to its acquisition of an 11% stake in Jinan City Commercial Bank.
- Advised UBS in the first 49% foreign-owned funds management joint venture company.
- Advised an international securities house in establishing a Sino-foreign consultancy joint venture in Shanghai.
- Advised an international commercial bank in relation to its co-operation with a national domestic bank in establishing a credit card business.
- Advised Khazanah Nasional Berhad, the Malaysian sovereign wealth fund, on its proposed commercial real estate investment.

- Advised CVCI on the US\$100 million establishment of an industrial gas production joint venture.
- Advised AIG Global Investment Group on its investment in Tiangong Tools Co., Ltd.
- Advised JRE on its pre-IPO acquisition into and subsequent exit from Laidun International Limited.
- Advised CVC Capital Partners on the acquisition of BASF's global printing inks and plates operations involving the Shanghai operations.
- Advised Sanofi on its joint venture with Minsheng Pharmaceutical Co. Ltd. in relation to the OTC vitamin and mineral supplements business.
- Advised on the ~US\$26.1 million investment by Rousselot in a gelatin production joint venture in China.
- Advised Telstra Corporation Limited on its US\$254 million acquisition of a 51% stake in SouFun Holdings Limited, China's largest real estate and home improvement website.
- Advised the seller of its Asian-based recruitment web portal centred in Hong Kong.
- Advised a leading truck and bus manufacturer in relation to its investment and the subsequent divestment of its interest in a truck manufacturing joint venture with one of the leading State-owned truck manufacturers in China.
- Advised a leading European construction equipment manufacturer in relation to its engine manufacturing joint venture with a German engine manufacturer.
- Advised Iron Mountain on the acquisition of a document and tape storage business in China.
- Advised Iron Mountain on the acquisition of Santa Fe's document and tape storage business in China.
- Advised Invesco Real Estate on its RMB2 billion foray into the PRC warehouse and logistics sector, by becoming the majority shareholder of certain of Shanghai e-Shang's Warehousing's PRC entities that own and operate 400,000 sqm of warehouses in the PRC.
- Advised GN on its cooperation with Earway in hearing aid products supply and distribution.
- Advised Hertz on its various proposed cooperation in China and its investment in CAR Inc.
- Advised Home Depot Asia on the US\$87.5 million acquisition of a home improvement business based in Northern China, and its subsequent divestment.
- Advised Diageo with increasing its stake to 49% in the controlling shareholder of Sichuan Swellfun Co. (the controlling shareholder of Chinese white spirit company, Shui Jing Fang).
- Advised Tereos in relation to its joint ventures with Yihai Kerry Investment Co., Ltd.
- Advised Coca-Cola in relation to the construction of its bottle-blowing facilities and the supply of related bottle preforms.
- Advised Sandvik on its proposed joint venture with Zhuzhou Cemented Carbide Group Co., Ltd. in manufacturing and distributing cutting tools.

- Advised SGL Carbon in relation to the establishment of its needle coke manufacturing joint venture with Shanxi Hongte.
- Advised Tarmac on the establishment and subsequent disposal of its quarry in Zhejiang province.
- Advised Autoneum on its commercial contracts in China.

Projects experience

- Advised BP on the restructuring of its Asian olefins and derivatives business (including PRC assets and operations) as part of its global spin-off.
- Advised an Asian power company on the establishment of a nuclear power joint venture in China.
- Advised AES on its proposed acquisition of a power generation company with power generation capacity in China, Taiwan, Korea and India.
- Advised TerraForma on its proposed acquisition of hydropower plants in Yunnan province.
- Advised an international power generation company in the establishment of a nuclear power generation joint venture in China.
- Advised the joint power and industrial gases developers in negotiating the development of a third party utility centre supplying electricity, industrial gases and pressurised air to an ethylene cracker complex in China.
- Assisted a Japanese consortium in the development of an HFC-23 decomposition project as part of the Clean Development Mechanism (CDM) under the Kyoto Protocol.
- Advised a Canadian sponsor in relation to its joint venture with the Chinese party for developing a captive blast furnace gas-fired power project in Shanghai, China.
- Assisted the sale of the foreign investor's interest in the 75MW power project.
- Advised the foreign developer in the liquidation of its Hainan power joint venture.
- Advised on both the establishment and dissolution of a zinc mining exploration joint venture, and the winding-up of another exploration joint venture.
- Advised the Hong Kong sponsors in relation to their 1320MW coal-fired power station in Hualien County, Taiwan.
- Advised the Taiwanese sponsor on its 916MW combined-cycle gas-fired power project in Taoyuan County, Taiwan.
- Advised the developers in relation to their EPC Contract for a 180MW hydro-electric plant in Indonesia.
- Advised the developers on the onshore/offshore EPC Contracts for their 130MW gas-fired power plant in East Palembang, Indonesia.
- Advised IVO as the operator for the Hin Krut IPP Project in Thailand.

- Advised an Australian-Japanese syndicate in relation to the acquisition of a 1680MW coal-fired power plant and the subsequent corporatization of the offtaker.