

HONG KONG

Hong Kong legislation guide



By **Michael Liu and Simon Berry**
Latham & Watkins

LATHAM & WATKINS

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Following the collapse of Lehman Brothers and its aftermath globally, the Hong Kong Government and local regulators have been dealing with the impact of the crisis including working fervently on the legislative and regulatory front with the aim to strengthening Hong Kong's regulatory regime. The Government also pressed ahead with its plan to modernise Hong Kong's company law.

The following legislative and regulatory proposals have been put forward in Hong Kong over the last 12 months or so with a view to be introduced to the Legislative Council in the 2010-11 Session.

Regulation of investment products

The Lehman Brothers incident highlighted the need for a more vigorous regulatory regime for the public offer of structured products. Public offers of structured products in the form of debentures fall under the prospectus regime of the Companies Ordinance (CO) whereas public offers of structured products other than debentures are dealt with under the investment offers regime in Part IV of the Securities and Futures Ordinance (SFO). The SFC proposed to align the two regimes by transferring the relevant provisions from the CO to the SFO so that public offers of structured products, irrespective of their legal form, will be regulated under the SFO.

The SFC has also launched a public consultation on proposals to (a) extend the application of the Codes on Takeovers and Mergers and Share Repurchases to SFC-authorized real estate investment trusts (REITs) and (b) extend Parts XIII to XV (market misconduct and disclosure of interests) of the SFO to listed collective investment schemes. This will clear doubts as to the applicability of these rules and laws to REITs.

Disclosure of price sensitive information and short position

The Government recently released a consultation paper proposing that the SFO be amended to oblige each listed company to disclose to the public as soon as practicable any "inside information" that has come to the knowledge of that company. Safe harbours would be provided to cater for legitimate circumstances where non-disclosure or delay in disclosure would be permitted. The SFC has separately published a consultation paper proposing draft guidelines to provide guidance on what constitutes "inside information" and when safe harbours would be applicable. Breaches of these disclosure requirements would entail civil consequences.

To increase transparency in outstanding short positions in the market, the SFC proposed that the reporting obligation would be triggered if a short position is equal to or exceeds 0.02% of the issued share capital of a listed company – or a market value of HK\$30 million (US\$3.87 million), whichever is lower. Weekly reports will be required to

be submitted to the SFC until the short position falls below both trigger levels. The SFC will then publish aggregated short positions of each stock on an anonymous basis a week later. The proposed short-position reporting regime will only be applicable to constituent stocks of the Hang Seng Index, the H-shares Index, financial stocks and other stocks specified by the SFC.

Development of scripless securities market

A consultation has been released on a proposed operational model for implementing a scripless securities market in Hong Kong. As a first step, the Government has introduced the Companies (Amendment) Bill 2010 to provide exceptions to limitations arising from provisions that compel the use of paper certificates and instruments of transfer. Discussions about a scripless based system have been going on since before the introduction of CCASS (Central Clearing and Settlement System) in the early 1990s.

Modernisation of Companies Ordinance

The last major review of the CO was in 1984 and only piecemeal amendments have been made since. Given the extensive nature of the rewrite exercise, the Government has adopted a phased approach by tackling the core company provisions (e.g. those relating to directors' duties, corporate governance and shareholders' protection) that affect the daily operation of live companies in Hong Kong in Phase I. A draft Companies Bill has been released for public consultation in this regard. The winding-up and insolvency-related provisions will be reviewed in Phase II (expected to be later this year) of the rewrite.

The Government is also separately working on legislative amendments to the CO relating to:

- (a) the provision for electronic incorporation of companies and electronic filing of company documents through the Companies (Amendments) Bill 2010 mentioned above; and
- (b) the introduction of a corporate rescue procedure, which was the subject of a public consultation at the end of 2009. This would (if enacted) be a helpful tool for restructuring companies in short term financial difficulties by imposing a moratorium on legal action for up to six months.

Other

Following an earlier public consultation, the Government is also working on the new Competition Bill. If passed, Hong Kong will, for the first time, have a cross sector competition law to tackle anti-competitive conduct in all economic sectors – and an independent regulatory authority, a Competition Commission, established to enforce the new law.

Banking & Finance

RECOMMENDED FIRMS

Tier 1

Allen & Overy

Clifford Chance

Latham & Watkins

Linklaters

Tier 2

Davis Polk & Wardwell

Freshfields Bruckhaus Deringer

Herbert Smith

Hogan Lovells

Mallesons Stephen Jaques

Sidley Austin

Skadden Arps Slate Meagher & Flom

Slaughter and May

Tier 3

Baker & McKenzie

Mayer Brown JSM

Norton Rose

O'Melveny & Myers

Paul Hastings Janofsky & Walker

Richards Butler in association with Reed Smith

Shearman & Sterling

Simpson Thacher & Bartlett

White & Case

Tier 4

Deacons

DLA Piper

Fried Frank Harris Shriver & Jacobson

Milbank Tweed Hadley & McCloy

Orrick Herrington & Sutcliffe

Sullivan & Cromwell

Woo Kwan Lee & Lo

Allen & Overy

A premier banking law firm unanimously recommended by clients and peers alike, Vicky Liu's team is frequently sought after to advise on the region's most complicated transactions. "The lawyers are very professional and cut through complex transactions by thinking through all the angles," says a commercial banking client. "We have a lot of faith in the advice they give us." The banking team

includes key names such as Roger Lui and Joseph Tse, both of whom were instrumental in the US\$80 million Real Gold pre-IPO financing early last year. Of Lui and Tse, a client notes: "All of these individuals are talented and provide a common sense approach to problems." While the team leads in equity margin-type and shared-backed financings, managing partner Thomas Brown helmed a major refinancing deal, Citigroup's US\$1 billion extension of the acquisition facility agreement for Tata Motors' takeover of Land Rover and Jaguar. Debt capital markets is another strength of the firm, following the success of David Johnson's representation of HSBC and Citigroup on the successful underwriting of the first covered bond in Asia. Locally, practice head Andrew Harrow was counsel to a consortium of investment banks on the €1.75 billion (US\$2.18 billion) Regulation S Euro-denominated bond for Hutchison Whampoa, the largest issue ever by an Asian corporate. "Its services has always been consistent and very reliable – as an in-house lawyer, working with Allen & Overy gives me a lot of comfort on the legal aspects of the deal," mentions an investment banking client. "As long as the firm is representing one side, I have confidence that things will be properly done and that all important legal issues will be covered."

Clifford Chance

Clifford Chance has a very solid footing in regional deals, with talents such as Matthew Truman focused on unconventional and complex transactions in Southeast Asian jurisdictions. For example, Truman guided CVC Asia Pacific on its IDR3.5 trillion (US\$388 million) financing to PT Matahari Department Store in Indonesia and represented Royal Group's US\$421 million acquisition financing for shares from its Cambodian joint venture partner, both groundbreaking deals in their respective countries. "Clifford Chance is extremely dedicated to its clients and adhered to the strict schedule while maintaining quality legal advisory," notes a commercial bank. "Its services are the best." Andrew Hutchins, also a key partner in the team, was heavily involved in the widely-participated US\$2.4 billion refinancing and upsizing of a syndicated facility for Nobel Group, one of the most attractive deals in the post-Lehman era. Star partner Connie Heng is no less stellar with her work with mainland Chinese banks. Last year she served as counsel on numerous market-leading transactions including HSBC China's HK\$1.13 billion (US\$145 million) offshore RMB bond issue, the first foreign bank offering permitted by regulators for distribution in Hong Kong. "The partners are generally very solid," says an investment banking client. "The firm's service exceeds expectations and its advice is

reliable.” Anthony Wang is also a client favourite: “He has incredible technical expertise [in leveraged buyout (LBO) financing] and attention to detail – one of the best partners we have ever dealt with and he really gives the client confidence,” lauds a banking client.

Latham & Watkins

The powerhouse in project finance, Latham & Watkins continues to lead the competition with some of the most innovative solutions to project sponsors under the most complex and sophisticated financing terms in transactions. Veteran practitioner Joseph Bevash headed the leading team responsible for the Senoko Power Project refinancing, which involved three tranches of senior and mezzanine facilities to cover the original bridge loan. “The service in my experience has been very good – I have had very good experiences with the finance team in Hong Kong and Singapore,” says a corporate client. “I have found the team to be willing to anticipate our needs and jump in to manage wherever needed.” Bevash also followed on the existing Paiton 7/8 Project through advising on a new US\$1.22 billion Paiton 3 Power Project financing that employed a novel financing structure bespoke for previous and new project sponsors. The energy-themed practice also translates to the firm’s capital markets practice, where it holds a top position in representing Chinese cleantech equity issuers such as Trina Solar, ReneSola, Canadian Solar, Sinovac and Green Energy Technology. In addition to IPOs, partners Michael Liu, Stanley Chow, William Woo and Simon Berry also led on a number of H-share top-up placings and Fortune Reit’s listing, the first Hong Kong-listed Reit since 2007. “William Woo is one of the best lawyers whom I have ever worked with,” says one commercial banking client. “He is very responsive to queries and always thinks from the client’s perspective, in addition to being very meticulous and knowledgeable of regulations and market practice.”

Linklaters

While the market has inevitably been quiet, the highly experienced Trevor Clark perfectly seized a tight window of opportunity to advise Sumitomo Mitsui Banking Corporation on a HK\$18.1 billion (US\$2.3 billion) term and revolving credit facility to Sun Hung Kai Properties on the back of a strong market rebound mid-last year, resulting in the largest syndicated loan in Hong Kong to date. Another show of strength was Clark’s role as counsel to the Industrial and Commercial Bank of China on its US\$2.5 billion term loan facility for The Ministry of Finance in the Republic of Angola. “The team is experienced in loan and debt restructuring matters and

possesses the expertise in other relevant areas of law such that all-rounded legal advice can be provided to the client,” says an in-house counsel. “It can also dedicate significant resources to transactions to ensure good quality service can be delivered within a short period of time.” Linklaters’ relationship with banks extends across the region, with Shanghai partner William Liu responsible for representing Bank of China and Bank of Communications on the Rmb6 billion (US\$886 million) sovereign bond debut in Hong Kong. MTN programmes remain a core driver in the firm’s capital markets practice, most notable being Linklaters’ representation of HSBC as arranger to The Link Finance’s US\$1 billion MTN programme, the first MTN programme by a REIT in Hong Kong. “It knows the market and it knows the structures,” says one client in the financial industry. “There are a lot of issues that are not black and white in my business, and with the lawyers’ knowledge of the legal framework, they give the best possible advice on the issues.”

Davis Polk & Wardwell

The US firm recorded yet another year of outperformance in capital markets, taking a lead in carve-out IPOs of Chinese companies and regional high yield issuances. Equity specialist James Lin featured in the US\$1.04 billion Nasdaq spin-off IPO of Shanda Games, the largest-ever single Nasdaq listing of any Chinese company, while leading capital markets partner William Barron led on the US\$2.5 billion spin-off IPO of Sands China on the Hong Kong Stock Exchange (HKSE). Barron is also a prominent debt specialist, advising underwriters such as Credit Suisse and Citigroup Global Markets on the complex high yield offerings by issuers Sino-Forest Corporation and Indika, respectively. Other key clients from the firm’s debt practice include Deutsche Bank, Goldman Sachs and Morgan Stanley. Cutting-edge rights issues also played a role in Davis Polk’s offerings last year, which saw the team advise on the first global rights offering by a Chinese company made available to US investors, the precedent-setting US\$3.2 billion global rights offering by China Merchants Bank.

Freshfields Bruckhaus Deringer

Representing on four of the five largest IPOs in Hong Kong last year, Freshfields clearly outpaces its competitors in terms of sheer size and quality of equity capital market transactions. Central to the team are top practitioners Kay Ian Ng and Calvin Lai, both of whom provide leading advice to issuers and underwriters on Hong Kong and US securities matters. While not the largest IPO by value, Freshfields acted for Morgan Stanley and UBS on the US\$2.6 billion Hong Kong IPO

of Longyuan Power, which became the first wind power generation company to list in the city. Also unique was the team's role in representing China Pacific Insurance on its US\$3.1 billion Hong Kong IPO and global offering, the first China-based insurer to be listed on the HKSE since 2004. Freshfields worked closely with Chinese and Hong Kong regulators on both occasions. Partner Grace Huang also had a particularly strong year, with landmark transactions including the US\$2.5 billion IPO and global offering of Sands China as well as the US\$5.2 billion IPO of Metallurgical Corporation of China under her belt.

Herbert Smith

Herbert Smith's worldwide reputation in acting for leading energy industry participants is upheld at the Hong Kong office under Anna Howell's top-tier project finance practice. The firm's prestigious panel appointments include China Light & Power, Sinopec, Huaneng, COSL and China Minmetals. Among the high-profile transactions advised on by the team this year were China Shenhua Energy Company as borrower of a US\$232 million project facility for development in South Sumatra, as well as ICICI Bank on a US\$350 million agreement to Delhi International Airport. Both transactions were led by banking specialist Alexander Aitken. "Partner Alexander Aitken is very impressive and a pleasure to work with," says a corporate client. "The team is commercially astute and able to provide tailored advice to suit our specific needs." Herbert Smith also boasts an equity capital markets practice favoured by bookrunners such as Goldman Sachs and Credit Suisse. The team, including well-known partners John Moore, Matt Emsley and Kevin Roy, was responsible for last year's HK\$2.93 billion (US\$378 million) Hong Kong IPO of PCD Stores, and BaWang's HK\$1.67 Hong Kong IPO and Rule 144A/Regulation S global offering. "Its lawyers provide good legal advice and are hard-working," says a commercial banking client. "John Moore in particular is an excellent lawyer, knowledgeable on market practices and relevant rules, and very focused on client servicing."

Hogan Lovells

Although Hogan Lovells' banking practice is respectable as a stand-alone offering, its closely integrated restructuring practice provides the necessary synergy for the firm to claim one of the highest spaces as a full-service banking outfit. "From my perspective its service has always been first rate while being delivered in a timely and prompt fashion," notes one client. Banking practitioner Gary Hamp understands the need for clients to seek refinancing during these trying times

and, working alongside restructuring practice head Neil McDonald, has demonstrated success in advising Mizuho Corporate Bank, Unicredit, WestLB and Ta Chong Bank as creditors in connection with the debt-for-equity swap and provision of new facilities to First Engineering Group. "Gary Hamp is outstanding," praises one client. "He provides innovative solutions in terms of multijurisdictional workouts and knows the best way to deal with securities-related restructuring matters." Additionally, fellow partner Owen Chan worked with Hamp on a HK\$2.8 billion (US\$360 million) dual tranche facility provided to the subsidiaries of Pacific Century Premium Developments Limited (PCPD). Hamp also acted on securing offshore funds for a series of acquisition financings. "The team has given invaluable input both on the commercial and legal fronts, but more importantly, it has protected lenders in many instances," says a financial client. "Gary Hamp was particularly valuable in his input and assistance given to lenders."

Mallesons Stephen Jaques

Spearheaded by experienced practitioner Steven Christopher, Mallesons' banking practice gained traction this year from advising property groups on a series of refinancings, including advising HSH Financial Services on a HK\$1.225 billion (US\$129 million) term loan facility for existing indebtedness and representing Dynasty Property Investment on a refinancing by way of a new US\$155 million syndicated facility across multiple jurisdictions. "Mallesons is very strong on banking and finance work in Asia," notes one client. "Certain firms may be stronger in particular regions or specialisations but Mallesons has an all-round strength." Christopher is also one of Standard Chartered Bank's preferred counsels, having been mandated by the arranger on multiple term and revolving loan facilities including the HK\$8 billion (US\$1.03 billion) extended to Chengdu IFC Development. "Star partner Steven Christopher is very knowledgeable and experienced," says a banking client. "He is very hands-on for a senior partner, so you can rest assured that the execution is in his good hands." Traditionally, Mallesons' strength lies in structured products and derivatives, led by top-class market specialist Minny Siu, who advises Bank of China, BNP Paribas, Deutsche Bank, Macquarie Bank, Rabobank, RBS and UBS on daily issuances. Specifically, Siu recently advised Credit Suisse on a complex total return swap mechanism and JP Morgan on a swap confirmation with options for early termination. "The lawyers seem to have a good feel of market practice and the regulator's position in warrants and structured products, so that adds value to their advice," says an investment banker.

Sidley Austin

The award-winning capital markets team at Sidley Austin had a healthy run of equity and debt-related transactions over the past year, a performance only met in strength by Effie Vasilopoulos' investment funds team. The firm welcomed high yield debt specialist Alex Lloyd, who joins veteran practitioner Matthew Sheridan on a growing number of debt transactions out of China and Indonesia this year. "Sheridan is more efficient than I expected and always gives constructive and practical advice to tackle the issues," says a China-based client. "He would provide us with good suggestions and tell us the best fit scenario." A highlight of the team was its representation of Country Garden on its offering of US\$300 million senior notes, the first China high yield issue since 2007. Senior partner Timothy Li was instructed on the offering and placement of the Chinese government's first-ever offshore issue of Rmb bonds, amounting to Rmb6 billion (US\$886 million) in three tranches. On the equity side, Sheridan, along with leading partners Constance Choy and Jason Kuo, led on the US\$2.5 billion IPO of Sands China. Choy was sought after for her deep equity capital markets expertise in the hotly publicised US\$2.24 billion global listing and placement of United Company Rusal. "The partners in the core capital markets team all have very good business senses and are highly competent," says one corporate client. "They worked tirelessly as company counsel on our very significant transaction."

Skadden Arps Slate Meagher & Flom

Both the capability to provide US, English and Hong Kong law advice under one roof, and ability to add value in transactions that span across loosely overlapping practice areas are hallmarks of Skadden's finance team. Prime examples include the team's representation of SRE Group's successful liability management deal involving a combination of top-up Hong Kong share placement, high yield bond issue and convertible bond issue, as well as the team's role as adviser to China Real Estate Information on its concurrent US\$248 million carve-out IPO from its parent company and merger with Sina Corporation. "Its advice and competence are generally better than other law firms," says one energy industry client. "It all boils down to how one can argue points and get concessions for the company, and in that respect the lawyers were successful." Alec Tracy, Dominic Tsun and Edward Lam are the leading partners in Skadden's capital markets talent pool. Also notable are Tsun and Tracy's underwriter representation of Citigroup and Macquarie on the US\$438 million global offering of SouthGobi Energy Resources, and Lam's counsel to Bank

of America Merrill Lynch and HSBC on high yield debt offerings by Chinese property developers. "Skadden is the best firm I have worked with," says another in-house counsel. "The team is knowledgeable and facilitates closing of the transactions while protecting its clients' best interests."

Slaughter and May

While the Prudential-AIA acquisition fell through, leading corporate partner and equity capital markets specialist Benita Yu continues to act for Prudential on its capital raising activities, most notably advising on the Hong Kong listing as part of the company's dual primary listing in Hong Kong and Singapore. Despite challenges by its larger rivals in the highly competitive capital markets landscape, Yu retains top issuer clients due to her unparalleled expertise in the field and close relationship with Hong Kong's Securities and Futures Commission (SFC). "Benita Yu is someone who thinks through all her ideas, synthesises the risks involved in a deal and walks them through with the bankers," says an in-house counsel. "She is always able to tell us whether the firm has come across a similar deal before, and in many cases, it has." The firm's highlights also include representation of Metallurgical Corporation's listing of H-shares on the HKSE in relation to its US\$5.2 billion global offering, the world's third largest IPO of 2009; representation of a consortium of investment banks on China Pacific Insurance's US\$3.1 billion Hong Kong IPO, the fourth largest Asian IPO of 2009; and Standard Chartered's £1 billion (US\$1.71 billion) equity placing, the second largest placing on the HKSE in 2009.

Fried Frank Harris Shriver & Jacobson

Fried Frank's capital markets practice benefits from its Hong Kong law offerings, in addition to the firm's traditional strength in US securities laws. A one-stop shop where client-oriented partners are thoroughly knowledgeable of detailed matters being dealt with, Fried Frank attracts loyal underwriter clients such as HSBC, Credit Suisse, China Construction Bank, China International Capital Corporation and Citigroup Global Markets. "I would characterise Fried Frank as one of the few firms in town that possesses in-depth knowledge and experience on capital markets transactions," says a financial institution client. "The lawyers are diligent and have commercial sense." Capital markets specialist Victoria Lloyd, and US Securities and Exchange Commission alumnus Joshua Wechsler spearhead the team. Their notable highlights including acting for Merrill Lynch on Nine Dragons Paper's tender offer for all of its outstanding US\$284 million high yield bonds and China

Lilang's US\$150 million global offering and listing on the HKSE. "Apart from technical advice, the team would think through all the angles and is very good at being aware of what our concerns are," says an investment banking client. "When you reach out to the partners, they familiarise themselves with every inch of your transaction."

Milbank Tweed Hadley & McCloy

While the team at Milbank has been met with a high degree of success on the equity side, advising on deals including Lumena Resources' IPO in Hong Kong and Grameenphone's offering – the largest IPO in Bangladesh to date – the true strength of Anthony Root and Josh Zimmerman's capital markets practice lies in its cutting-edge advice for high yield debt issuers. For example, the team acted for Lumena Resources' debut of a US\$250 million Rule 144A registered bond that entered a new market sector with few known comparables. It also advised PT Adaro Indonesia on its US\$800 million high yield issue, the biggest Asian high yield launch since June 2008. "Anthony Root is one of the strongest high yield debt lawyers and has the greatest experience in Hong Kong," says one in-house counsel. "He's very good at explaining issues and all bankers like him very much for his high quality advice."

Norton Rose

Norton Rose continues to shore up its team of specialists in Hong Kong by welcoming a group of seasoned practitioners from the firm's global network, among them Chinese corporate client favourite Shaun McRobert, energy and infrastructure specialist Chris Redden, Islamic and asset finance specialist Davide Barzilai, and ex-Chairman of Norton Rose Group Paul Giles. Locally, Stanley Lai led the team that acted for the landmark HK\$185 million (US\$23.7 million) Hong Kong IPO of Schramm Holdings, the first German company to successfully list on the HKSE that involved a great deal of unprecedented legal and regulatory issues. The increasing role of export credit agency-backed project finance transactions saw the Norton Rose team act on behalf of commercial lenders such as HSBC, ICBC and Société Générale, some of the firm's main clients. "Norton Rose is always happy to provide initial insights on deal structures prior to engagements," notes a commercial banking client. "Then the lawyers are able to distil the important details of transactions, spell them out and advise on solutions." Peter Haslam also wins particular praise from a client: "His advice goes beyond the pure legal advice – we believe he has the right experience, right network and right resources for any cross-border transaction".

O'Melveny & Myers

With star practitioner Neil Campbell, one of the best securitisation specialists in Hong Kong, on the team, O'Melveny & Myers remains in a leading position as a preferred counsel to financial institutions that continue to operate in this market. The firm represented Deutsche Bank in a combined ¥8.5 billion (US\$86 million) securitisation of Asiana Airline's ticket receivables, the first fully sold-down securitisation in Asia and the first investor-sold Korean securitisation since 2008. Campbell also represented Capita Trust Company as Security Trustee in a US\$518 million residential mortgage-backed securities issuance by two Cayman special purpose vehicles, the first ABS deal in Asia to close in 2010. "Campbell handled the unique structure thrown up by the deal in a clear, concise and highly efficient manner," says a trust manager. "He is not afraid to stand firm and successfully argue his client's position."

White & Case

Leading lawyer John Hartley successfully closed a high volume of transactions this year that propelled his practice forward and made him a household name among peers. Among the firm's most prominent mandates is the HK\$16 billion (US\$2.06 billion) refinancing of PCCW in May 2010, consisting of several separate lending facilities, all of which were oversubscribed by more than 20 local and international banks. In addition, before practitioner Baldwin Cheng's departure to the firm's Beijing office, he acted with Hartley and partner Jeremy Leifer for Pacific Century Group in an offshore-onshore dual-tranche loan made to its property development arm.

Woo Kwan Lee & Lo

This local firm is a long-standing favourite of Hong Kong's largest publicly-listed company and the city's high net worth individuals. While its role in new equity offerings has been less active when compared to its foreign competitors, the firm has been more than impressive with a string of bonus and top-up issues for established clients. Of highlight was the firm's representation of Henderson Land Development Company on its bonus issue of 429 million warrants, valued at HK\$24.9 billion (US\$3.2 billion). Leading lawyer Carmelo Lee also acted for issuer Sundart International Holdings on its HK\$600 million (US\$77 million) global offering and HKSE listing. On the debt side, the firm demonstrated expertise in MTN programmes, with its involvement in The Hong Kong and China Gas Company's US\$1 billion MTN programme, one of the largest in Hong Kong.

Other active firms

Ashurst

The brand new Ashurst office in Hong Kong excels in both corporate M&A and fund formation, but is best known for developing a strong line-up in the ranks of its banking and finance team, headed by the experienced Matthias Schemuth. The practice is primarily focused on advising commercial banks on cross-border banking and trade finance issues. "It serves its clients with heart and always tries its best to resolve its client's needs," says one corporate client. "Its lawyers maintain a close relationship with us and provide services in an efficient and professional manner." Recent highlights saw the team act for Lian Jie International Investment on a US\$40 million pre-IPO bridge financing and Pacific Bangladesh Telecommunications on a US\$160 million restructuring exercise. Market-leading securitisation specialist Peter Kwon also adds significant depth to the practice, with thorough experience in assisting on structured finance, debt capital markets and derivatives transactions. Kwon successfully closed several of the residential mortgage-backed securities issued by Korean banks last year. A client commends: "I have worked with other firms that I will not mention, but Ashurst was clearly superior."

Timothy Loh Solicitors

Among the most prominent boutiques catering to the sophisticated demands of financial institutions, Timothy Loh Solicitors has acted for 12 of the financial institutions ranked in the Fortune Global 200 and receives regular referrals from major Wall Street law firms. "Timothy Loh is an exceptionally talented lawyer," says an overseas client. "Whenever we request his services, he goes beyond whatever he needs to achieve the result." Selected representations from the firm include advising AXA on complex SFC regulatory issues related to a strategic repositioning of its Hong Kong product line, acting for a European financial institution with over US\$46 billion in revenues on its establishment of asset management operations in Asia and assisting an asset manager with over US\$700 million in assets under management on the launch of a new China-based, industry-focused private equity fund. "What struck me was that he [Loh] listened to our concerns," says a fund manager. "He is very good at understanding our needs and would address them in an analytical and explanatory fashion rather than just documentation."

Corporate/M&A

RECOMMENDED FIRMS

Tier 1

Clifford Chance
Freshfields Bruckhaus Deringer
Linklaters
Skadden Arps Slate Meagher & Flom
Slaughter and May

Tier 2

Davis Polk & Wardwell
Herbert Smith
Latham & Watkins
Shearman & Sterling
Simpson Thacher & Bartlett

Tier 3

Allen & Overy
Baker & McKenzie
Cleary Gottlieb Steen & Hamilton
Hogan Lovells
Mayer Brown JSM
Norton Rose
Paul Weiss Rifkind Wharton & Garrison
Richards Butler in association with Reed Smith
Sidley Austin
Sullivan & Cromwell

Tier 4

Mallesons Stephen Jaques
Milbank Tweed Hadley & McCloy
Minter Ellison
Morrison & Foerster
O'Melveny & Myers
Orrick Herrington & Sutcliffe
Paul Hastings Janofsky & Walker
Woo Kwan Lee & Lo

Clifford Chance

The magic circle firm is a clear leader in the corporate space, having advised over the past year a selection of blue-chip Asian clients in a number of industries including energy and resources, healthcare and life sciences, consumer goods and retail, and industrial and manufacturing sectors. Clifford Chance is also a premier platform for leading European private equity houses, such

as 3i and CVC Capital Partners, to assist in landmark transactions in China and Hong Kong. Clients of the firm often single out corporate heavyweight Roger Denny and private equity specialist Andrew Whan as standouts in their fields. “Roger Denny has the experience, intelligence and gravitas,” says a sovereign wealth fund client. “You can always count on Roger to be ahead of the curve and well prepared to take on any M&A challenge, and always ready to provide commercial and elegant solutions and alternatives.” In strategic M&As, Denny advised ING Bank on the sale of its US\$1.5 billion private banking unit in Asia to OCBC, one of the biggest deals in the Asian wealth management industry since 2007. In addition, the team is increasingly looking to innovative private investment in public equity (Pipe) deals as an avenue to further develop its private equity practice. Whan’s experience includes representing Mitsui & Co and Advantage Equity Partners on their complex Pipe deals last year. “The fact that the lawyers consider any actionable items and risks in our standpoint, where we might have overlooked necessary considerations, is my greatest appreciation for the firm,” says a corporate client. “The partners can advise more than we ask and make no mistakes or haughty posture however busy they are.”

Freshfields Bruckhaus Deringer

Freshfields’ groundbreaking transactions often attract mass publicity, this year with the firm’s representation of Zhejiang Geely Holding Group on its US\$1.8 billion agreement with Ford Motor Company to acquire Volvo Car Corporation receiving the limelight. The successful outcome of the highly complex and multi-layered deal, due to the interconnectedness of Ford and Volvo’s businesses on technological, IP, and R&D levels, suggests that managing partner Teresa Ko’s team is well-prepared for future outbound investment challenges. One example includes the firm’s representation of GCL-Poly Energy Holdings’ US\$3.38 billion acquisition of Jiangsu Zhongneng Polysilicon Technology Development. Star private equity specialist Robert Ashworth was equally active this year, and continues to gain ground by securing new instructions from notable clients such as Blackstone and Warburg Pincus on investments into Chinese companies. The team also acted for Newbridge (TPG Capital) on its US\$1.68 billion divestment of a 16.76% stake in Shenzhen Development Bank to Ping An Insurance.

Linklaters

Linklaters remains in pole position to advise on the consolidation of the financial industry, drawing from the wealth of experience from key practitioners Samantha

Thompson and Chris Kelly. For example, the team recently took a lead role in advising RBS’s sale of a string of banking businesses in seven Asian jurisdictions, with ANZ as the buyer in a majority of these transactions, as well as AIG’s disposal of its US\$310 million consumer finance business in Asia. The scope of these cross-border engagements falls neatly into Linklaters’ forté, as the firm boasts unparalleled Asia coverage in both M&A and private equity straight from its Hong Kong office. “In our complex transaction, Chris Kelly and his team took a step back to look at whether we are doing the right things when the deal was moving too quickly,” says one corporate client. “He truly understands the industry and knows what levers to pull on without hurting either side of the transaction.” Kelly is a well-known figure in the private equity space, and his position as counsel to The Carlyle Group’s HK\$800 million (US\$103 million) acquisition of Natural Beauty Bio-Technology is well-documented. In addition, the team’s track record in public-to-private deals in Hong Kong is unrivalled, due to having local law capability not found among many of its competitors.

Skadden Arps Slate Meagher & Flom

One of the leading public M&A practices in town, Skadden holds a dominant position in corporate dealings across the board, demonstrating its ability to tackle issues in US, English and Hong Kong law. The year has been a bright spot for key M&A specialist and co-head Nicholas Norris, who is continuously sought after in strategic, public and private M&A transactions. “The partners did everything hands-on,” says a corporate counsel. “This team is outstanding, among some of the best M&A lawyers in Asia.” Among the team’s most notable deals are representing Bain Capital in its approximately US\$432 million investment in Gome Electrical Appliances and acting for Carlyle Asia Pacific Buy-Out Fund II on the sale of a 49% stake in Yangzhou Chengde Steel Tube to Precision Castparts. “Skadden is always helpful in a lot of aspects, such as brainstorming deal structures,” says one banking firm client. “The lawyers advise us on transactions with complicated issues and problems, and always think out of the box.” The firm’s other co-head, top partner Jonathan Stone, was also instrumental in the highly-challenging US\$775 million merger of China Real Estate Information (CREI) with Sina Corporation’s online real estate business, involving a simultaneous M&A and IPO. In terms of outlook, Skadden is currently advising on the merger between Citic Securities and Crédit Agricole. “The lawyers helped us tremendously with our own education during the transaction,” recalls an in-house counsel. “They definitely went the extra mile.”

Slaughter and May

The multi-talented partners at Slaughter and May are revered for their high-end, complex and innovative transactions, which often translates into an impressive deal sheet. While far from being a volume player, and clients do note the busy schedules of the corporate team, Slaughter and May is a market-leader in strategic M&A. One of the firm's most significant instructions this year was acting as adviser to Prudential on its previously proposed US\$35.5 billion acquisition of AIA Group, led by leading partner Padraig Cronin. Meanwhile, Neil Hyman took the lead role as counsel to Diageo on its proposed US\$1.5 billion acquisition of a controlling interest in its existing Chinese joint venture that is regarded as a test case of an inbound investment into a key Chinese brand. Closer to home, the firm also received instructions to act on MTR's agreement with the Government of Hong Kong for the construction and commission of the Hong Kong section of the Express Rail Link. "The team has been exemplary in its work, especially in M&A," says one investment banker. "Neil is a great negotiator and through him we were able to get favourable terms for our transaction."

Davis Polk & Wardwell

This award-winning firm offers extensive depth in M&A and private equity, backed by the successful market experiences of key partners William Barron, Kirtee Kapoor and Mark Lehmkuhler. Unrivalled by its competitors, one signature of the practice is the team's strength in India. Kapoor's role as a top private equity adviser was perfectly illustrated in representing a consortium of investors, including Morgan Stanley Infrastructure Partners, General Atlantic, and Goldman Sachs Investment Management on a US\$425 million investment in Asian Genco, the largest private equity investment into the Indian power sector to date. Debt capital markets expert Barron also seized an opportunity in the energy sector, advising China Investment Corporation on its multiple tranche, US\$1.9 billion investment in PT Bumi Resources. The team is rounded out with highlights from Lehmkuhler, who showcased both public M&A and private equity specialties in acting for acquisitions by Shanda Interactive Entertainment and Quadrangle Capital Partners. "Mark is absolutely top class and nothing short of fantastic," notes a client at a private equity firm. "He would find solutions to legal problems with no precedent, his mind is very creative, commercial and technically-orientated, which in absence would have been near impossible to complete our deal."

Herbert Smith

"What differentiates it from other law firms is its

accumulation of experience from working with other service providers," says a client from an investment bank. "As a result, we are more efficient as we can talk with the same jargon and spend less time trying to educate the lawyers." Managing partner Andrew Tortoishell, one of Hong Kong's leading M&A practitioners, is supported by Ashley Alder and Tommy Tong in Herbert Smith's formidable corporate practice, which benefits from the firm's leading capital markets and financial regulatory practices. Known globally for its expertise in energy and natural resources, the firm recently represented China National Offshore Oil Corporation (CNOOC) on its US\$80 billion investment in BG Group's Queensland Curtis LNG Project. "Ashley Alder is the go-to lawyer for complex SFC-related deal structures because he's very willing to get involved in the nitty-gritty of deals," says a financial client. Other major mandates fell under Tong's specialist private equity team, which names bulge-bracket private equity houses such as Goldman Sachs PIA, TPG and Blackstone among its key clients. Over the past year, Tong was mandated by IDG Capital Partners on a subscription of US\$12 million placed shares in Media China Corporation and a placing of HK\$325 million (US\$42 million) shareholding in Digital China Holdings Limited. Of Tong, a client recalls: "Tommy's experience and dedicated work attitude is highly commendable."

Latham & Watkins

Fully integrated in their roles, the Hong Kong corporate partners at Latham & Watkins are developing a powerhouse practice that seeks to provide the much-needed local law capability, in addition to their US and English law offerings, on a spread of cross-border transactions. At the helm of the group is the highly-regarded David Zhang, vice-chair of the firm's global Corporate Department, who led the team representing Linkage Technologies on its US\$1.8 billion multi-jurisdictional merger with AsiaInfo Holdings. Zhang also worked on one of the largest China M&A deals of 2009 – the HK\$26.3 billion (US\$3.4 billion) sale of Jiangsu Zhongneng Polysilicon Technology Development Co. to GCL-Poly Energy. "We would characterise Latham's service and advice to be both valuable and professional, especially in its expertise in equity underwriting processes and creativity in solving complex merger issues," says one investment banker. "Furthermore, Latham & Watkins was extremely responsive to requests and demonstrated full commitment to the deal at any given period throughout the transaction." In addition, M&A partner Cathy Yeung headed a team of specialists, including Stanley Chow and Hong Kong managing partner Michael Liu, in advising China Life Insurance Company in its HK\$8.5 billion

(US\$1.1 billion) investment in Sino-Ocean Land. “I found Stanley Chow to be highly accessible and responsive, with a good practical commercial approach to some complicated issues in our joint venture transaction,” says a corporate client. Another client says of Chow: “He is one of the best commercial lawyers that I have ever met – he always thinks on behalf of his client and he is also very cost-conscious as well.”

Shearman & Sterling

As a leading US firm in Hong Kong, Shearman & Sterling serves as a one-stop shop for corporate clients, particularly in the financial industry due to the firm’s expertise in dealing with complex capital markets issues, with its client base including investment banks to private equity funds, and sovereign wealth funds to multilaterals. “They are an outstanding group of lawyers that consistently go above and beyond,” says one multilateral client. “They are dependable, professional and will ensure that your interests are protected.” While leading partners Paul Strecker and Gregory Puff are often sought after for their work in China and India, this year the team advised Goldman Sachs on the much-publicised privatisation of Hutchison Telecommunications International Limited (HTIL) by way of a scheme of arrangement, by far one of the most important Hong Kong privatisations in years. In terms of private equity, Puff names Temasek, Goldman Sachs PIA, Mt. Kellett Capital and DE Shaw as funds he actively works with. Puff recently acted for a consortium of investors on a pre-IPO investment in China and a major fund on an investment in Korea. “They [the lawyers] provide prompt and personal service, and respond to us fairly quickly at whatever time of day,” recalls one client at a publicly-listed company. “The quality of their advice is very good, aside from just the technical stuff, and they are practical and proactive in coming back to us with suggestions and options.” The firm received a boost to its China capital markets practice with the recent addition of partner Shuang Zhao from Simpson Thacher & Bartlett.

Simpson Thacher & Bartlett

Simpson Thacher has one of strongest reputations in private equity, under the leadership of rising star Kathryn King Sudol. Its earlier resident private equity and M&A specialist, Patrick Naughton, returned to the firm’s New York office in the spring. The firm has an established relationship with top private equity firms, including Blackstone and KKR, and is regularly tasked to manage their Asian-based funds through the Hong Kong office. In addition to its prowess in high-end M&As, Simpson Thacher provides a wealth of resources tailored specifically for its private equity clients, with fund

formation specialist Phil Culhane and leveraged finance expert Sinead O’Shea as essential parts of a full-service practice catered to sophisticated clientele. Highlights from the past year include representing KKR on its US\$1.8 billion acquisition of Oriental Brewery, acting for Silver Lake in connection to its investment in Nasdaq-listed Spreadtrum Communications, and advising Primus Financial Holdings in the US\$2.15 billion acquisition of Nan Shan Life Insurance Company.

Cleary Gottlieb Steen & Hamilton

Private equity powerhouse Cleary Gottlieb fields practitioner Clayton Johnson in the Hong Kong office, one of TPG’s go-to advisers in Asia. A recent transaction was Cleary’s representation of the US mega-buyout fund in the sale of its 16.76% stake in Shenzhen Development Bank to Ping An Insurance for a US\$1.68 billion consideration. On the public M&A side, corporate partner Megan Tang advised Hewlett-Packard, alongside leading practitioner Filip Moerman, on its US\$2.7 billion acquisition of 3Com Corporation. Leading specialist David Hirsch also acted for Hutchison Telecommunications Hong Kong Holdings on its spinoff from its parent company.

Sullivan & Cromwell

Corporate heavyweight Chun Wei, who splits her time between the Hong Kong and Beijing offices of Sullivan & Cromwell, heads the firm’s China practice. She ranks among the leading M&A lawyers in the region, and was supported by top corporate lawyers Will Chua and Michael DeSombre on the flow of challenging deals the firm faced over the past 12 months. Wei demonstrated the firm’s ability to resolve complicated and interconnected transactions in acting for BGP in its agreement to acquire a controlling interest in an oil and gas exploration equipment joint venture with Ion Geophysical, a NYSE-listed company, and a majority share in Ion Geophysical’s common stock. Meanwhile, DeSombre and Chua led the team in one of the most impressive and headlining deals last year – Anheuser-Busch InBev’s US\$1.8 billion sale of Oriental Brewery to KKR. “We would recommend it because Sullivan & Cromwell is the leading firm at M&A around the globe,” says one banking client.

Other active firms

Baker Botts

Known for its oil and gas sector expertise, Baker Botts’ corporate practice in Hong Kong covers instructions on high-value infrastructure and power projects as well. The team is led by head of M&A John Kuzmik, who was instrumental on one of the most prominent deals involving Russia’s and China’s energy sectors – advising

Rosneft and Transneft in connection with multi-billion dollar contracts for providing oil supply to China National Petroleum Corporation. “Our project was a gas-related one and Baker Botts always takes a leading role for gas and pipeline transactions,” says an industry client. “The communications with the firm is always easy and comfortable – the Baker Botts team knows what the client is concerned with and it is not rare that the firm’s service is beyond expectation during the cooperation process.”

Bingham McCutchen

This boutique firm finds its niche in advising many of Hong Kong’s high net worth individuals, including Carson Yeung and Vincent Lo, on the cross-border M&A needs of their investment holding companies. For example, leading practitioner Matthew Puhar was recently appointed by Yeung in connection to Grandtop International Holdings’ purchase of Birmingham City Football Club and China Central Properties’ take-private action by its major shareholder. Bingham McCutchen also acts for a number of private hedge funds and investment funds on acquisitions and divestments in the region. “I would recommend Bingham McCutchen as it has a very experienced UK capital markets partner, Matthew Puhar, who recently joined the Hong Kong office,” mentions a consultant. “Puhar and his team were very responsive and pro-active, providing sensible advice in a timely fashion.”

Dorsey & Whitney

With a strong group of practitioners, including Steven Nelson, former Chair of the International Law & Practice Section of the American Bar Association and current Hong Kong office head, Dorsey & Whitney serves to offer Hong Kong law expertise to US-based clients operating in the city. The firm covers the full range of corporate offerings, including foreign direct investment, M&A, project finance and securities, among others. While not large in size, the Hong Kong office is staffed by five talented lawyers, the majority of whom are fluent in Mandarin and other Chinese dialects.

Kirkland & Ellis

Kirkland & Ellis is one of the standout private equity M&A law firms in Hong Kong amid the growing number of US firms sprouting up in the territory over the past few years. “It is a solid PE-focused firm with good US experience in Asia,” says one private equity client. Clients choose the firm for star partner and rainmaker David Patrick Eich, best known for his advice on complex buyouts in unprecedented situations, as well as leading lawyer Jesse Sheley. Of Sheley, a client mentions: “Sheley is really the firm’s best lawyer in Asia.” The firm works

with more than 50 private equity and asset management houses in Hong Kong, such as Advantage Partners and Oaktree Capital Management. Key representations include advising Bain Capital on its investment in Gome Electrical Appliances convertible bonds, one of the largest private equity transactions in China to date. “David Eich is the lead partner in Hong Kong and has been an excellent counsel on many deals,” says another private equity firm. “He has a very balanced approach, is very commercially savvy and will run through walls to meet the clients’ needs.”

PC Woo & Co

PC Woo & Co provides a range of services under the firm’s commercial and corporate arm, including M&A, regulatory compliance, and banking and finance. The practice is primarily headed by regulatory specialist Albert Lam and M&A lawyer Henry Lai. Both Lam and Lai offer a coordinated and seamless service to their clients in both public and private corporate transactions in Hong Kong and China. Clients recommend the firm for its unique perspective in legal matters related to cross-border transactions.

Proskauer Rose

With the recent addition of Hong Kong law capability from the joining of James Chapman, Proskauer Rose continues to rein in sizeable deals from a wide range of multinational corporate clients and private equity firms. Managing partner Yuval Tal was kept busy by transactions in Japan, where he was sought after by Mori Building on its investment in Hyatt Hotels due to his reputation in the lodging and gaming industry. “Yuval is smart, original and unmatched in his legal abilities and business sense,” praises a client. “He negotiated all issues and got us everything we needed – we would gladly work with him on any relevant project again.” Corporate partner Ying Li, while regularly acting for clients such as NeoPhotonics Corporation and NBA China on their ventures in China, demonstrated the firm’s global capability by also representing Votorantim Novos Negócios in a US\$390 million agreement to sell mining and port assets in Brazil to China-based Honbridge Holdings. “The team is very responsive, capable of turning in documents and analysis concerning Hong Kong and China matters very quickly,” says one corporate client. “It is also unusually capable of bridging the practice and cultural differences between the US and China.”

Weil Gotshal & Manges

Despite the firm’s size in Hong Kong, Weil Gotshal & Manges is extensively involved in key private equity

M&A matters around the region. Corporate specialist Akiko Mikumo leads the practice, advising clients such as GE, Mass Mutual, Microsoft and Citigroup on high profile ventures in Asia. “Her focus and commitment is for the whole region,” mentions a client of Mikumo. “While she is innovative, she also gets our commercial understanding across.” Mikumo acted for the proposed sale of AIA to Prudential and represented Nomura as financial advisers to Hurray! Holdings in connection with a US\$46.2 million partial tender offer by Shanda Interactive Entertainment in one of the few China-to-China acquisitions structured entirely offshore due to US listing. “Akiko is always trying to solve problems and roadblocks,” recalls a corporate client. “She takes her work seriously and you feel that you can completely rely on her because she is on such close terms with you.”

Construction & Real Estate

RECOMMENDED FIRMS

Tier 1

Mallesons Stephen Jaques

Mayer Brown JSM

Pinsent Masons

Tier 2

Baker & McKenzie

Deacons

Minter Ellison

Paul Hastings Janofsky & Walker

Tier 3

Cleary Gottlieb Steen & Hamilton

Fried Frank Harris Shriver & Jacobson

Hogan Lovells

Morrison & Foerster

Orrick Herrington & Sutcliffe

Woo Kwan Lee & Lo

Mallesons Stephen Jaques

Mallesons’ construction disputes practice is unmatched in the territory, with the thorough expertise of highly regarded litigators David Bateson and Paul Starr at the helm of the practice. The team specialises in risk assessment and offers niche sustainable development advisory to governments and multinationals. Over the past year, the firm received numerous instructions all worthy of highlight. This includes advising a contractor

in disputes against the government of Dubai on the construction of an interchange in the city, assisting the government on contract reviews for the building of the Australian pavilion at the 2010 World Expo, representing a Japanese contractor in an international arbitration in relation to the development of the second Bangkok International Airport, and acting for Leighton on the negotiation of a mining agreement for the operation of a coal mine in Ulaanbaatar, Mongolia.

Mayer Brown JSM

Mayer Brown JSM moves into the first tier this year on the back of its strong performance in real estate and construction, and with the addition of new clients such as real estate investment manager AEW. The real estate team, led by Keith Cheung and Andrew MacGeoch, has professionals in the finance and development space, actively works with a majority of property developers and Reits in Hong Kong, as well as international real estate investors in relation to the acquisition of assets in major Chinese cities. “It ranks at the top in the property legal area,” says a local developer. “I recommend the firm for its competent and capable lawyers, who are both reliable and trustworthy in addition to being good value.” Recently, the firm’s deal list includes working on the proposed Ocean Park hotel developments, the due diligence of the now-shelved Swire Properties IPO, and the leasing of Taikoo Hui project in Guangzhou. Kevin Owen spearheads the construction end of the practice, which saw the firm engaged in Cathay Pacific’s recently re-activated third cargo terminal project, the Central Police Station revitalisation project, and the Hong Kong Convention and Exhibition Centre extension project, some of the largest domestic projects available.

Pinsent Masons

Hailed as one of the top construction practices in Asia, with a highly loyal and enthusiastic client base, Pinsent Masons is frequently involved in the most interesting projects in Hong Kong. For example, the firm was recently mandated by the governments of Hong Kong, Macau and Guangdong to structure the legal framework on the agreement to construct the highly publicised US\$5.6 billion Hong Kong-Zhuhai-Macau Bridge Project. The team’s international experience includes advising an American and Japanese consortium on their risk assessment and bidding strategies for the construction and supply arrangement of a third set of locks on the Panama Canal. Vincent Connor is the firm’s resident specialist in Hong Kong, supported by Dean Lewis on the most complicated and challenging transactions.

Baker & McKenzie

In addition to project financing, leading construction lawyer and practice head David Smith is regularly instructed to assist on major infrastructure work by the largest Hong Kong developers. Government authorities often approach Smith as project counsel, most recently on the establishment, development and operation of the West Kowloon Cultural District. The MTR Corporation continues to be a key client of the firm, seeking Smith to act on the planning and design for the Hong Kong Section of the Guangzhou-Shenzhen-Hong Kong Express Rail. "It has all the local resources to execute a deal in a timely manner and professionally," notes a client. "The deal was completed sooner than expected." Smith's expertise is complemented by the contentious work of leading litigator Andrew Aglionby, who frequently advises construction clients in arbitration proceedings for professional negligence, and issues related to warranties and defects arising from projects.

Deacons

The team at Deacons, under the leadership of Lilian Chiang on properties and Geoffrey Shaw on construction, acts for a number of blue-chip infrastructure and property clients on their developments in Hong Kong, as well as engages in town planning advice for relevant local authorities. "Geoff is a well respected lawyer in Hong Kong and has for nine years given me the level and quality of advice which I require," says a client of Shaw. "He is a tenacious and direct character who can always be relied upon to give an honest opinion due to his superb depth of knowledge and skill in construction disputes." The firm has one of the largest practices in Hong Kong, and is a regular presence in professional negligence claims and other high-profile, construction-related disputes. The team's recent experience in this area involved representing several contractors on claims against a casino operator regarding suspension of project work and an international arbitration advising a Hong Kong contractor on a Philippines infrastructure project. In addition, Chiang also acted for architectural firm Aedas on a variety of new projects in Hong Kong, Vietnam and the UAE.

Minter Ellison

Minter Ellison's real estate team works closely with the firm's projects and infrastructure department, one of the most successful practices in Asia, to provide clients with a range of services that covers the life cycle of a project – from planning, development, rating, construction, operation and management. Led by prominent consultant Hilary Cordell, among Hong Kong's leading property

development and commercial real estate lawyers, the team's legal expertise is found in purchase and development of vacant land and urban redevelopment sites, as well as in commercial leasing and valuation. On the construction side, the team has been at the forefront of developments, working primarily with major Chinese contractors and projects in Macau. Leading partner Ian Cocking acted for Belgravia Properties on a hotel development in Shimei Bay, while Steven Yip was appointed by La Salle Investment Management to prepare construction documentation for use in mainland China. Of Cocking, one industry client says: "He is first class at strategy, with excellent working knowledge of construction and is able to provide clear and concise advice on a variety of difficult and complex legal issues." Other key clients of the firm include Morgan Stanley, Goldman Sachs, Walt Disney Company, Sands China, West Kowloon District Authority and Swire Properties. "It's easy to cooperate with the construction team at Minter Ellison because the lawyers are very experienced and friendly to clients," says one mainland Chinese client.

Paul Hastings Janofsky & Walker

Paul Hastings continues to play a major role in representing a variety of international banks in key loan workout and restructuring deals, led by a team of mainland China-based partners. Locally, corporate partners Vivian Lam and Raymond Li lead on a number of high-profile, real estate capital markets deals. Last year, the team advised leading China property developer Glorious Property Holdings Limited on its HK\$9.9 billion (US\$1.28 billion) IPO, the largest property offering in Hong Kong since 2007. The renewed interest in real estate IPOs also saw the firm act for Longfor Properties and Yuzhou Properties, establishing the practice as a premier choice for issuer-side representation in the industry. "The lawyers understand the client's needs and have excellent drafting skills," says one real estate financing client. "They help clients to find a middle ground to push the deal through." Other deals include acting for Mapletree India China Fund's acquisition of Gateway Plaza in Beijing and representing Wing Lung Bank and affiliates on their US\$100 million cross-border real estate refinancing facility extended to CarVal Investors.

Dispute Resolution

RECOMMENDED FIRMS

Tier 1

Clifford Chance

Herbert Smith

Richards Butler in association with Reed Smith

Tier 2

Deacons

Linklaters

Mayer Brown JSM

Wilkinson & Grist

Tier 3

Allen & Overy

Baker & McKenzie

Barlow Lyde & Gilbert

Freshfields Bruckhaus Deringer

Haldanes

Hogan Lovells

Sidley Austin

Simmons & Simmons

Skadden Arps Slate Meagher & Flom

Clifford Chance

One of the leading dispute resolution practices in Hong Kong is best known for its traditional litigation prowess in banking and financial regulatory work. In particular, it touts the strengths of key litigator and head of practice Martin Rogers and is increasingly shifting its focus on the growing trend of international arbitration. The recent promotion of Cameron Hassall to partner also includes his new role as head of the Hong Kong and China specialist arbitration practice. New areas of focus under this group are primarily in the energy and infrastructure, private equity and banking spaces. However, growing concerns in financial regulation and investment disputes are still a main source for litigation. Rogers recently advised Richard Li in connection to Hong Kong's Commercial Crime Bureau's inquiries on last year's aborted buy-out of PCCW. The firm also continues to win client mandates, including work from Nokia, Sun Hung Kai Financial, IBM China, Bank of Singapore, SAIF Advisors, Chi-X, Samsung Securities and RBC.

Herbert Smith

The internationally-renowned disputes practice acts for clients in Hong Kong and China across a number

of expertises and industries, including projects and construction, energy, environment, hostile takeovers, insolvency and restructuring, and regulatory matters. The team, led by prominent litigator Mark Johnson and supported by Gavin Lewis and Gareth Thomas, looks to regulated industries such as the telecommunications sector as an important focus in the near future. "The partners come across as concise, incisive, and go above and beyond their duties as a matter of cause," says a commercial client. "They explain the laws and procedures and give an opinion – they really understand the commercial drivers and their advice is given in context rather than in a vacuum." Other regulatory matters that required the strength of the disputes team includes advising investment and commercial banks on enquiries and claims in relation to the public inquiry into the sale of Lehman minibonds with a total compensation amounting to HK\$6.3 billion (US\$813 million). Herbert Smith is also involved in advising financial sector participants on complex internal investigations into suspected infringements of the Foreign Corrupt Practices Act (FCPA) of multinational subsidiaries in China.

Richards Butler in association with Reed Smith

Richards Butler leverages on its leading position and brand name in the local market, with recognisable litigators such as regulatory specialist David Morrison and insurance specialist Chris Howse on the bench. Both Morrison and Howse have developed a long-standing relationship with key clients in the financial and medical industries from their decades of experience practising Hong Kong law. Drawing from the firm's other expertise, the team is well-equipped for maritime disputes and has a foothold in the arbitration market. Also on the team are litigators Kevin Bowers and Jonathan Green, recommended by clients for general commercial disputes and insolvencies, respectively. In addition, young partner Alex Kaung is singled out for his contributions in contentious securities matters.

Deacons

Possibly the largest practice in Hong Kong, this domestic firm boasts 17 partners in a department that has an average of 19 years of dispute resolution experience in Hong Kong, the greatest depth of local expertise among its competitors. The group particularly excels at insurance and construction litigation, although it is also considered market leaders in commercial litigation and arbitration practices. Alex Lai leads the team, although leading lawyers Daisy Tong, Joseph Kwan and Robert Clark are the most active and recognised names of the group. Recently, Tong represented a major bank in a

successful Court of Appeal case that struck out claims of misrepresentation and damages against the bank for HK\$5 billion (US\$643.5 million). “Daisy Tong is very meticulous and hands-on,” says a peer. “She ensures that her clients are looked after properly and is someone you can trust to prepare proper instructions.” Meanwhile, Kwan defended a senior executive of a major investment bank in what was described in the press as ‘Hong Kong’s highest profile insider trading trial’, and Clark acted in a multi-jurisdictional trust and shareholders’ dispute involving sums in excess of US\$40 million. “Robert manages to combine a first rate understanding of legal issues with a pragmatic commercial approach to dispute resolution,” says an in-house counsel at a blue-chip company. “He is very responsive and a pleasure to work with and someone definitely to have on your side for complex commercial disputes.” Of Kwan, a client mentions: “He is one of the best lawyers I have worked with – thoughtful, proactive and immensely protective of his clients’ interests.”

Linklaters

With Hong Kong partner Marc Harvey’s recent appointment as Linklaters’ global head of litigation, the growth and performance of the firm’s Hong Kong dispute resolution practice has been particularly noteworthy over the past 12 months. Restructuring and insolvency specialist Melvin Sng and international arbitration practitioner Tom Lindstrom add significant depth to the team’s offerings, particularly in corporate misconduct, financial fraud and other disputes involving financial institutions. Recent instructions saw the team act for a consortium of 16 retail banks on achieving a landmark settlement with the Securities and Futures Commission (SFC) concerning the repurchase of Lehman minibonds for approximately HK\$6.3 billion (US\$813 million) following a public inquiry. Harvey also represented Ernst & Young in settling a major professional negligence claim arising out of the liquidation of Akai Holdings, in excess of US\$800 million.

Mayer Brown JSM

Aside from its reputation as one of the oldest dispute resolution establishments in the city, first-rate blue-chip clients across Hong Kong continue to choose Mayer Brown JSM as their preferred counsel because of the highly committed and approachable team. Veteran litigators Nicholas Hunsworth and Jacob Tse form the core of this team, both of whom are recognised as among the best lawyers in Hong Kong for contentious work. Tse is particularly known for his experience in medical-related litigation, and was recently sought after by the Hospital

Authority in a judicial review application in relation to the subsidised rates for child births at public hospitals as applied to non-Hong Kong residents. The team’s regular clients include the Hong Kong government, Hong Kong Jockey Club, Bank of China, Swire Properties and Cathay Pacific Airways.

Wilkinson & Grist

Some of Hong Kong’s most well-known individuals and corporations seek the litigation expertise of Wilkinson & Grist for their most challenging issues. Headed by veteran litigator John Budge, the firm fields talented lawyers including Keith Ho, Florence Chan and Lawrence Chan. “The team is very good across the board, in terms of response time, quality of advice and professionalism,” says an overseas lawyer. “Not only are their [the lawyers’] solutions creative, but they are proactive and have a no-nonsense approach.” The team was recently successful in representing Chinachem Charitable Foundation in the heavily-publicised dispute over Nina Wang’s will against feng shui expert Tony Chan. Other representations include acting for The Bank of East Asia in a hugely contested mortgage over a hotel property in Kowloon, advising the Select Committee of the Legislative Council on the conflict of interest brought about by a prominent Hong Kong civil servant entering the private sector, as well as numerous insolvency exercises such as the liquidation of Asia Aluminum.

Other active firms

Fulbright & Jaworski

The dispute resolution practice at Fulbright & Jaworski is shaped by a tradition of success since the firm’s founding, and this success is replicated in the firm’s Hong Kong practice with an influx of partners in recent years, particularly prominent litigator and arbitration specialist Richard Hill as well as the recently relocated Jessica Fei. One example of Hill’s abilities is his representation of a multi-million dollar Singapore arbitration concerning the supply of aircraft by a US corporation to a Chinese company. Despite the challenging matter that covers both technical aviation designs and regulatory issues, the case was a complete success for the firm. “Richard Hill is a very ethical and professional fighter,” says a corporate client. “He made miracles.” Other highlights include a US\$1 billion ICC arbitration in Singapore concerning a power plant supplier in Indonesia and a Hong Kong arbitration in relation to a refused sales and purchase agreement for the acquisition of shares. “The firm provided quality service in a very timely and professional way,” says one client. “The attorney was confident and knowledgeable about our situation and communicated very well with us.”

Orrick, Herrington & Sutcliffe

“Orrick is a very technology-savvy firm that understands how to use technology tools to maximise review efficiency,” says the firm’s technology clients. “Decreasing the amount for review by definition is reducing its own billable review hours – I think a firm that is prepared to reduce its billable hours to meet the objectives of a matter represents obvious value for money.” Leading lawyer Robert Pé leads Orrick Herrington & Sutcliffe’s Asia litigation practice and is the firm’s resident international arbitration specialist, serving as an arbitrator in Hong Kong under the Uncitral Rules. The team is complemented by newly promoted partner Andrew Dale, a skilled litigator in commercial, corporate and intellectual property matters. “The trouble with some lawyers is that they go on a tangent and don’t deal with the issues, but these guys are direct,” says a corporate client. “Both partners are outstanding solicitors with the ability to think strategically.” Dale was recently mandated by Hong Kong-listed rechargeable battery and electronic accessories manufacturer BYD Company against claims regarding confidential information in a case described by the media as the “number one intellectual property case out of China”. Orrick is also pursuing counterclaims on behalf of BYD Company regarding alleged misconduct. “Andrew is very quick on his feet and when he’s not sure, he would say so immediately,” says an individual client in Singapore. “He is very down to earth and comforting.”

Intellectual Property

RECOMMENDED FIRMS

Tier 1

Baker & McKenzie

Deacons

Hogan Lovells

Wilkinson & Grist

Tier 2

Bird & Bird

Mayer Brown JSM

Tier 3

DLA Piper

Freshfields Bruckhaus Deringer

Jones Day

Richards Butler in association with Reed Smith

Sidley Austin

Baker & McKenzie

A global leader in intellectual property, the top-tier group boasts extensive experience in the healthcare and pharmaceutical industry, although Baker & McKenzie represents owners of many of the world’s brand names across industries and assists them on all aspects of IP portfolio management. The practice, headed by Tan Loke Khoon, draws its strength from the expertise of litigator Loo Shih Yann on the contentious side. A particular highlight this year saw Loo advise Abbott Laboratories on a groundbreaking judgment that recognised patent infringement on imported samples of a generic drug for the purpose of seeking regulatory approval only and resulted on an injunction that would last past the expiry of the patent. Other notable cases include representing Ping An Securities on the Court of Final Appeal judgment on trade mark invalidation and passing off, and Nokia for an investigation and civil litigation case against counterfeit mobile phone traders. “It provides solution-oriented legal services and is highly efficient and effect,” notes a client. “It is very experienced in IP, and particularly information technology-related matters.”

Deacons

Former managing partner and prominent practitioner Lindsay Esler is at the helm of Hong Kong’s leading IP group, best known for its prosecution offerings but equally strong on the contentious side. The firm acts for global brands in electronics, luxury goods, hotel, food and beverage, and pharmaceutical industries. Litigator

Charmaine Koo was kept busy on numerous cases last year, including her representation of major luxury brand Guccio Gucci in a trade mark infringement and passing off proceedings against one of the founder's great-grandson, Cosimo Gucci. Deacons also holds a track record in successfully obtaining Mareva Injunctions against defendants, in particular acting for a well-known UK electrical products manufacturer against a Hong Kong-based company with major operations in China and for a business matching company in copyright infringement proceedings against two former employees for stealing client databases.

Hogan Lovells

Hogan Lovells is no stranger to the IP scene in Hong Kong, with Asian head of IP Henry Wheare spearheading the local practice which also doubles as a regional hub to manage the firm's enormous collection of trade mark and patent portfolios. For example, key clients Alibaba, Toys 'R' Us, Costa Coffee and Citigroup all instruct Hogan Lovells to manage their Asian portfolios, particularly in China. In addition, Wheare's team handles Prudential's ubiquitous global trade mark portfolio in over 200 jurisdictions. However, the firm's strong suit lies in enforcement and litigation, with leading partner Gabriela Kennedy advising a number of technology companies, such as Microsoft, Sony Computer Entertainment and Nvidia, on brand name hijacking and breaches of confidentiality. Highlights from the team's contentious practice include acting for Merck & Co against generic pharmaceutical distributors in a High Court patent infringement action.

Wilkinson & Grist

Established dispute resolution specialists Wilkinson & Grist has one the strongest IP groups in Hong Kong, offering a full range of IP services with a particular focus on enforcement and advising on IP strategies in regards to administrative actions or court proceedings. "The lawyers are reliable and fast," notes a client. Recently, star litigator Yvonne Chua successfully represented German sports car designer and manufacturer Porsche in Chinese opposition proceedings for recognitions for its mark, PORSCHE, among others, and stopped registrations of identical or similar marks. Other highlights include Chua's representation of ST Dupont and Cheung Kong Group on a series of infringement and domain name disputes, respectively. "We have worked with Yvonne Chua for decades and she is a very good lawyer," says one fashion brand. "She is practical, has good ideas, and truly understands a client's needs." Despite its strengths in enforcement, the firm's patent

prosecution practice remains a formidable counterpart. Wilkinson & Grist handles and manages the Hong Kong and China portfolios of a large number of high-profile multinationals, including Coca-Cola, Wyeth, Colgate-Palmolive, Philips, Heinz, Johnson & Johnson, Ericsson and Ikea.

Bird & Bird

This technology-savvy firm is one of the key players in Hong Kong's patent licensing and litigation scene, headed by client favourite and patent specialist Matthew Laight. Bird & Bird has a large following from the electronics and mobile telecommunications sector, with top designers such as Apple, Helen of Troy and Nokia, and media companies such as Universal Music, among the firm's core group of clients. Recently, the team's litigation experience included a key role in Nokia's widely publicised and multi-jurisdictional patent litigation case against technology firm Qualcomm, as well as serving as counsel to pharmaceutical companies against generic drugs producers. Patent litigator Alison Wong and trade mark lawyer Shirley Kwok are also come highly recommended.

Mayer Brown JSM

The preferred IP counsel for some of Hong Kong's easily recognised blue-chip clients, Mayer Brown JSM has one of the most established practices locally with the firm managing the portfolios of familiar names such as HSBC, Cathay Pacific Airways, Hang Seng Bank, the Hong Kong Examinations & Assessment Authority, Hong Kong Dragon Airlines, Procter & Gamble and Ann Taylor. The team is led by the highly regarded IP specialist Kenny Wong, best known for his representations of clients in the the entertainment industry, such as providing licensing advice to the Federation of Comics and Animation, China Star Entertainment and Universal Music. In more general matters, Wong also handled a High Court proceeding for the Hong Kong Jockey Club to claim damages from IBM Hong Kong over the development of a business intelligence system.

Other active firms

Rouse in association with Yu & Partners

Rouse is a boutique IP firm focused on managing regional IP enforcement programmes, global trade mark and patent prosecution, and pan-Asian compliance exercises. The firm draws its contentious expertise from collaborators Yu & Partners, headed by local lawyer Adelaide Yu, who provides Hong Kong law aspects of enforcement advice to clients, such as the Crocs raid in July 2009 where over 10,000 pairs of counterfeit shoes

were seized by Customs in various shops across Hong Kong. Heading the IP practice at Rouse is specialist Nick Redfean, who leads the team in an ongoing representation of Intel Corporation on managing its trade mark portfolio and litigation work.

Vivien Chan & Co

Vivien Chan & Co has a local reputation as one of the mainstay boutique IP practices in the city. The firm represents owners of some of the world's most recognisable brands and manages the IP portfolios of leading Fortune 500 companies in the Greater China region, as well as stewardship of franchise and licensing programmes. In addition, the team led by Vivien Chan also protects and enforces exploitation of IP rights with a strong dispute resolution team. Recently, the firm acted for CFA Institute in Hong Kong in a trade mark opposition against an Indian university for attempting to register a confusingly similar trade mark on grounds of bad faith, among others. The case involved a thorough review of the evidence including over six decades of history of the CFA Institute.

IT, Telco & Media

RECOMMENDED FIRMS

Tier 1

Freshfields Bruckhaus Deringer

Tier 2

Morrison & Foerster

Paul Weiss Rifkind Wharton & Garrison

Simmons & Simmons

Tier 3

Allen & Overy

Clifford Chance

DLA Piper

Minter Ellison

Freshfields Bruckhaus Deringer

Leading lawyer and information technology specialist Connie Carnabucci heads the telecommunications, media and technology (TMT) practice in Hong Kong, supported by counsel Mark Parsons, in a 23 associate-strong group. The firm consistently advises on market-leading transactions on the scale and technical complexity, including cross-border and multi-jurisdictional work, that its closest competitors do not. For example,

Freshfields recently advised AIA on the outsourcing of its entire global IT network infrastructure, spanning over 14 countries, to computer services company CSC, in the most significant outsourcing deal of the year. The Freshfields team won AIA's competitive tender due to the size and scope of the work, as well as the strict timetable that demanded the efficiency that only this team could provide. Other matters advised on by the team include Vimpel Communications' acquisition of a stake in Millicom Lao and the expansion of the network operated by Hutchinson Telecommunications International's Indonesian subsidiary.

Morrison & Foerster

The growing practice at Morrison & Foerster specialises in the technological aspects of life sciences, outsourcing and online gaming in Asian and US markets, and acts on non-contentious IP work in the information technology space, although to a lesser extent. The practice, headed by leading TMT practitioners Nigel Stamp and Gordon Milner, continues to receive a wealth of instructions out of China. Recently, Milner represented Nasdaq-listed NetEase.com on its licensing and operation of online game 'World of Warcraft' from Blizzard in mainland China that covers protecting intellectual property, establishing a structure to address telecoms regulatory limitations and outsourcing of US\$100 million data centre arrangements to local providers. Morrison & Foerster is also global counsel to Metro International in 21 countries, with Stamp involved in the company's product launches in Russia and Ecuador. Other notable clients include Yahoo!, TPO Display, Macronix America, Dell China and Goldman Sachs.

Paul Weiss Rifkind Wharton & Garrison

A sample of Paul Weiss' typical clients would include global telecommunications carriers, domestic fixed-line and cellular networks, major television companies and program producers, as well as communications and IT equipment manufacturers and service providers. Star private equity partner and head of the firm's Asian TMT practice Jeanette Chan consistently ranks among the most influential figures in her specialty in Hong Kong. Among her most notable work, Chan principally represents Microsoft on its ongoing investment programs in China, and recently advised Motorola on its acquisition of cable and design assets from Zhejiang Dahua Group and MIH Group's forays into China. Although ultimately unsuccessful, Chan was instrumental in representing The Carlyle Group in connection with a US\$1.8 billion share swap transaction between kBro and Taiwan Mobile. In addition, Chan represents major film houses, such

as Paramount, Universal Studios, Columbia Picture Industries and Sony Pictures on feature film production.

Simmons & Simmons

With a dedicated TMT practice led by specialist Damien Bailey, Simmons & Simmons boasts a wealth of in-house experience in regional IT business outsourcing and data security. “Bailey is one of the few attorneys who really understands how telecom services are provided, and he’s the only one in Hong Kong who just ‘gets it,’” says an industry powerhouse. “He has the ability to be creative legally while keeping in mind the technical aspects of the deal.” Recently, Bailey advised on two transactions for key multinational client Hitachi Data Systems on the implementation of its Asian distribution centre in Singapore and on procuring its global hardware and maintenance agreements. In these significant deals, the team was able to familiarise the US and UK-centric client on Asian legal frameworks. Bailey is also known for his prominent work in the telecommunications sector, including advising a major international handset manufacturer on the distribution of handsets in China with innovative proprietary technology, representing China Mobile on the supply of technical services to an international joint venture and advising China Telecom on arrangements in relation to a US\$400 million, 8300-kilometre subsea cable system, the highest capacity system ever to be built.

Labour & Employment

RECOMMENDED FIRMS

Tier 1

Mayer Brown JSM

Simmons & Simmons

Tier 2

Baker & McKenzie

Deacons

DLA Piper

Tier 3

Barlow Lyde & Gilbert

Gall & Lane

Tanner De Witt

Mayer Brown JSM

Widely accepted by competitors as one of the leading employment practices in Hong Kong by both size and

expertise, Mayer Brown JSM builds its strength from labour disputes, particularly in discrimination claims and privacy protection. Leading lawyer and practice head Duncan Abate continues to be a client favourite, while consultant and employment litigation specialist Anita Lam was also active on several high-profile disputes. Recent instructions include Cathay Pacific’s series of industrial actions and compensation claims by former Bank of America employees. On the non-contentious side, partner Hong Tran advises Hong Kong Stock Exchange-listed companies on employment compliance and terminations. This year, Lihui Zhou joined from Minter Ellison, further expanding the firm’s abilities on advising on mainland China-related employment laws.

Simmons & Simmons

With the growth in employment-related disputes, and the rise in recruitment work as the economy improves, the main driver of work faced by the team at Simmons & Simmons continues to be in regards to post-termination restrictive covenants. Recently, the group advised on a successful case that involved obtaining a springboard injunction against an employee who had left the client’s business to set up a competing business by soliciting the client’s employees and diverting business opportunities. The closely-knit practice, led by long-time practitioner Fiona Loughrey, protects its clients’ business by drawing from the strength of the firm’s dispute resolution team. “Fiona Loughrey is a true professional in every sense of the word,” says an investment banking client. “I can trust her judgment and advice and I know she will always deliver.” Key clients include international investment bank, media, biotechnology and real estate brand names. Other instructions saw the firm defend cross-border employment and compensation claims. “It is customer-friendly and provides speedy service,” summarised a corporate client.

Baker & McKenzie

Driven by two leading Chinese employment law specialists, Jennifer Van Dale and Andreas Lauffs, the practice at Baker & McKenzie holds a unique position as a full-service adviser tailored to the needs of clients operating cross-border between Hong Kong and China. Typical clients include multinationals seeking advice on data privacy and expatriate employment, with Van Dale’s representation of a US-listed financial services company on its restructuring, bonus and employee retention issues across eleven jurisdictions as one major highlight. Advising on immigration and discrimination-related issues is also among the firm’s niches. Baker & McKenzie was equally active on the contentious side this year, having acted in a litigation case for the Equal

Opportunity Commission in defence of allegations made by a former employee.

Deacons

Leading employment lawyer Cynthia Chung heads the firm's human resources and pensions group, ably supported by corporate partner Keith Cole, who has increasingly and actively advised on issues in the employment law space. With the recent prevalence of labour disputes in the market, Chung also seeks the firm's top dispute resolution partners, Richard Hudson and Paul Kwan, on a number of landmark cases involving damages exceeding HK\$5 million (US\$643,000). While the firm's traditional strengths lie in fund advisory, especially on issues related to the Mandatory Provident Fund, Chung recently found herself assisting numerous employers on amending voluntary retirement scheme benefits and negotiating termination packages for blue-chip clients including Jardines, MTR Corporation, CLP Power and a number of investment banks. "She is very professional and understands what we are looking for," says a key client of Chung. "As her response time is very quick and turnaround time is always kept at a minimum, I would say that she always delivers."

DLA Piper

DLA Piper looks to build on its employment practice this year with the addition of Pattie Walsh, one of Hong Kong and China's most prolific practitioners, as head of the firm's Asia practice. Walsh, formerly at Minter Ellison, is joined by senior associate Alison Hern on employer compliance issues, including all aspects of employer protection as well as privacy obligations and rights. The nature of the team's work over the past year covers termination advice provided to an international investment bank on compensation to a senior employee, employment aspects of general integration advice for a multinational pharmaceutical company following a merger, and recommendations to a leading professional services organisation on an investigation by the Office of Privacy Commissioner in Hong Kong. "DLA Piper demonstrates how a legal profession would walk through with clients in times of need," says a financial industry client. "The lawyers are mindful of public interest and courageous to point out the wrongs of clients."

Tanner De Witt

In addition to the dispute resolution team led by prominent litigator Mark Side, Tanner De Witt has a dedicated employment practice under the guidance of veteran lawyer Kim Boreham. While the practice is best known for its litigious work in relation to

termination and redundancy, executive compensation, as well as discrimination type issues, Boreham's team is increasingly encouraging the use of mediation in contentious situations and resolving issues through out of court settlements where possible. Boreham has extensive overseas experience in alternative dispute resolution and, with the new Civil Justice Reform in place to promote mediation, will play an increasingly important role in the employment context. "Tanner De Witt is highly professional in its approach to business, as well the lawyers have a high degree of competence and strong work ethic," says an individual client. "Their vision is to focus on resolving disputes as peacefully as possible and avoiding unnecessary costs and stress." The team continues to act for two brokers in a bonus payment dispute with their former employer, ICAP.

Shipping, Maritime and Aviation

RECOMMENDED FIRMS

Tier 1

Clyde & Co

Holman Fenwick Willan

Ince & Co

Tier 2

Laracy & Co

Mayer Brown JSM

Richards Butler in association with Reed Smith

Ince & Co

The leading shipping law practice worldwide, Ince & Co is no less than a powerhouse in Hong Kong with a team that has a wealth of experience in a gamut of high-profile contentious shipping work, particularly in shipping casualty cases. Recent representations include the major collision case of the large crude carrier 'Hebei Spirit', in which the firm acted for the shipowners and P&I Club. The team, led by star partner Andrew Chan, has an impressive roster of prominent partners, including dry shipping litigator Max Cross, wet shipping litigator Terry Floyd, and the highly-regarded and multi-talented Harry Hirst.

Laracy & Co

Laracy & Co acts for a variety of clients in the international trade and shipping industry, including ship owners, charterers, P&I Clubs, as well as related financial entities

such as banks, commodities traders and underwriters. Commercial litigation specialist Damien Laracy has particular in-depth experience in assisting finance houses on ship mortgage enforcement work. The firm also advises on charterparty disputes and cargo claims. Recently, Laracy secured a US\$10 million settlement for Norwegian P&I Clubs and charterers following a default by a Hong Kong guarantor that had guarantee obligations of the principal debtor under various Freight Forward Agreements.

Mayer Brown JSM

Although not a boutique like specialist peers in these niche industries, the shipping and aviation teams at Mayer Brown JSM are held in high esteem and their work is just as detailed and tailored. Alastair MacAulay helms the shipping department, while Richard Stock is the aviation group's leader, and both do a stellar job working with its loyal clients such as HSBC, Cathay Pacific Airways, Credit Agricole Shipfinance, AerCap, Macquarie AirFinance and ICBC Financial Leasing. In particular, the firm's ship finance capabilities are first class and it routinely handles a range of matters from the sale and purchase of ships to shipping litigation. In an ongoing case valued at US\$230 million, MacAulay and Daniel Bradshaw are representing Mitsui OSK Lines in a multi-ship contract with Exxon Mobil for the transportation of liquefied natural gas (LNG) from Papua New Guinea and the Gorgon Field in Australia. Stock's aviation crew recently advised Goldman Sachs on the repossession of two aircraft from an insolvent PRC private airline. The firm's aviation team counts airlines, their lessors and financiers as clients, and in the last 12 months has advised on nearly US\$2 billion worth of aviation finance deals.

Tax

RECOMMENDED FIRMS

Tier 1

Baker & McKenzie

DLA Piper

Tier 2

Clifford Chance

Deacons

Mayer Brown JSM

Tier 3

Withers

Baker & McKenzie

A global powerhouse in tax work, Baker & McKenzie's tax practice in Hong Kong is nothing short of stellar. The team provides analytical advice, implements complex structures and defends under litigation all aspects of tax laws in Hong Kong for multinationals, individuals and trust services. Michael Olesnick, the team's leading partner, is currently advising a company in the satellite and digital television broadcasting industry on tax aspects of its Asia reorganisation and acting for a major US film distributor on tax issues arising from circulating films in Hong Kong and China. "Olesnick is very responsive and provides clear and helpful advice," mentions a corporate client. "He is very knowledgeable about tax cases and developments in Hong Kong." The arrival of Steven Sieker last year shored up the team's tax controversy practice, with Sieker involved in a diamond distributor's stamp duty investigation by customs, and acting for a US-based retailer on an offshore profits dispute against Inland Revenue Department.

DLA Piper

One of the most comprehensive tax practices in Hong Kong, leading lawyers Daniel Chan and Patrice Marceau's group continues to deliver strategic advice to companies of all sizes but with increasing emphasis on large multinationals on a wide range of tax and corporate issues. On the opposite side of the spectrum, the team is further expanding its private client practice to advise individuals on tax and estate planning matters. While many of the firm's instructions are highly confidential, DLA Piper excels in advising, among others, companies in the manufacturing industry on corporate restructuring and transfer pricing issues. "It offers a very personal approach and the lawyers are easy to talk to," says a corporate client. "Their [the lawyers'] background in tax

is very good as well because of their wide client base, so they might have come across a similar problem before.” Other notable matters over the past 12 months saw the firm act on the establishment of trust structures, supply chain structuring, business integration and effective executive compensation.

Clifford Chance

Star tax lawyers Brian Gilchrist and Kenneth Leung are once again at the top of the bracket with an award-winning practice, marked by new instructions from international investment banks, trading groups and overseas subsidiaries of Hong Kong-listed companies. While Gilchrist and leading tax practitioner Elaine Chen are heavily involved in the firm’s tax controversy offerings, Leung provides quality advice in the non-contentious space. Over the past 12 months, Leung advised a sovereign wealth fund on a remission order in relation to stamp duty on an Islamic convertible sukuk, acted for a major US commercial bank on tax structures of private banking products, and represented an international telecommunications company on tax withholding across 35 jurisdictions.

Deacons

Deacons’ tax practice is shaped by former managing partner-turned-consultant James Bertram, a high-profile figure with over 35 years of experience in advising Hong Kong’s wealthiest families on their family trusts, estates and business succession plans. The extent of these succession plans often means that Bertram draws on a number of the firm’s specialists in financial services, intellectual property, dispute resolution and employment practices, making Deacons’ tax department one of the most extensive and far-reaching in Hong Kong. Over the past year, Deacons has experienced substantial growth in its tax advisory and dispute settlement work, most notably in advising a multinational on a dispute concerning the taxation of royalties, and acting for several European groups on salaries, share options and benefits tax issues relating to their Hong Kong based employees. “They [the lawyers] have been delivering top notch legal services in various aspects to our bank,” says a banking client. “They demonstrate expert subject matter knowledge and are very responsive.”

Mayer Brown JSM

Practice head Julie Zhang leads the China-focused tax team that advises some of the world’s largest multinationals on a wide range of taxation matters in China, including enterprise income tax, value-added tax, property-related tax and customs duties. Mayer Brown

JSM’s tax practice frequently acts as a highly-sophisticated support offering to the full range of corporate M&A and private investment services the firm provides. In particular, the team recently acted for Foxconn on its tax implications resulting from the formation of a joint venture with Metro AG and representing Cathay Pacific Airways on tax issues arising from the establishment of a cargo airline joint venture with Air China. Other practice highlights include defending Chinese clients in an anti-dumping investigation by the US government agencies in relation to the impact of value-added tax refund on the cost of Chinese manufacturers.

Withers

While originally an office with the purpose to serve wealthy families globally, Withers’ Hong Kong office has grown significantly over the past 12 months to include full tax, trusts and family law capability. Timothy Burns continues to provide leading US and UK tax advice, although the workload is increasingly shared between two other prominent lawyers, Todd Beutler and Katie Graves, both of whom are recent additions to the Hong Kong office. “Their [the lawyers’] work is both decent and detailed,” says a major financial client. “The partners possess good technical knowledge.” Notable transactions include acting for US-Canadian dual citizens on US tax issues related to the family’s trust planning, charitable giving and ongoing tax matters related to new investments, as well as representing an Australian family on US tax advice regarding the restructuring of complex multi-jurisdictional trust structure.