



Stephen KEI

Partner

Locations: **Hong Kong**

Title: **Partner of the Hong Kong office**

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Working Language: **Chinese, English**

Practice area: **Banking & Finance, Capital Markets**

Stephen's practice area focuses on corporate finance and commercial transactions. He has participated in various capital finance projects, including initial public offerings, merger and acquisition and general corporate and commercial matters. He also advises listed issuers on both Main Board and GEM Board of the Stock Exchange of Hong Kong as well as private companies on general compliance matters.

Representative Matters

Mergers and Acquisitions

- Represented Solar Star Global Limited (as the offeror) in its mandatory conditional cash offers by Kingston Securities Limited on its behalf to acquire all the issued shares in Hua Xia Healthcare Holdings Limited (stock code: 8143) and to cancel all outstanding options of Hua Xia Healthcare Holdings Limited.
- Represented Oceanic Fortress Holdings Limited (as the offeror) in its mandatory unconditional cash offers by Kingston Securities Limited on its behalf to acquire all the issued shares in New Wisdom Holding Company Limited (stock code: 8213).
- Represented China High Speed Transmission Equipment Group Co., Ltd. (as the offeree) (stock code: 658) in its possible sale and purchase and a possible mandatory offer.

Compliance

- Advised China High Speed Transmission Equipment Group Co., Ltd. (stock code: 658) on the capital injection in a total sum of RMB150 million in its subsidiary by 277 designated employees as an employee incentive scheme to award the contribution of the designated employees.
- Advised Fullshare Holdings Limited (stock code: 607) ("Fullshare") and China High Speed Transmission Equipment Group Co., Ltd. (stock code: 658) ("CHS") on the disposal of 43% equity interest in Nanjing High Speed Gear Manufacturing Co., Ltd., a subsidiary of CHS, at a consideration of RMB 4.3 billion. The disposal constitutes a very substantial disposal for Fullshare and constitutes a major transaction for CHS, whilst the grant of put option constitutes a possible very substantial acquisition for Fullshare and constitutes a possible major transaction for CHS.
- Represented China Geothermal Industry Development Group Limited (stock code: 8128) in its rights issue.
- Advised China Dredging Environment Protection Holdings Limited (stock code: 871) on its issue of shares worth HK\$102 million to its director and substantial shareholder under specific mandate. Applying on behalf of that director and substantial shareholder for a whitewash waiver to the Hong Kong Securities and Future Commission.
- Advised China Fordoo Holdings Limited (stock code: 2399) ("China Fordoo") on its acquisition of a company with principal business in the e-commerce in the PRC by way of VIE structure. Applying on behalf of China Fordoo for waivers to the Hong Kong Stock Exchange.
- Advised Holly Futures Co., Ltd. (stock code: 3678) on its possible issuance and listing of A shares.
- Advised Holly Futures Co., Ltd. (stock code: 3678) on its acquisition of properties in Nanjing, the PRC at an aggregate consideration of approximately RMB 275 million.
- Advised Mingfa Group (International) Company Limited (stock code: 846) on the disposal of 20% of the issued share capital of Superb Land Limited and sale loans at a total consideration of HK\$625 million.
- Provided the following companies with annual retainer legal services: China High Speed Transmission Equipment Group Co., Ltd. (stock code: 658); Xinming China Holdings Limited (stock code: 2699); StarGlory Holdings Company Limited (stock code: 8213); China Fordoo Holdings Limited (stock code: 2399); China Overseas Nuoxin International Holdings Limited (stock code: 464); Universal Star (Holdings) Limited (stock code: 2346); Holly Futures Co., Ltd. (stock code: 3678); China Dredging Environment Protection Holdings Limited (stock code: 871); and Huaibei GreenGold Industry Investment Co., Ltd. (stock code: 2450).

Initial Public Offering

- Represented CLC International Limited in the listing of Target Insurance (Holdings) Limited (stock code: 6161) on the Main Board of the Stock Exchange of Hong Kong Limited.
- Represented Guotai Junan Capital Limited in the listing of Tianyun International Holdings Limited (stock code: 6836) on the Main Board of the Stock Exchange of Hong Kong Limited.
- Represented Guotai Junan Capital Limited in the listing of Jjiang Construction Group Co., Ltd. (stock code: 1459) on the Main Board of the Stock Exchange of Hong Kong Limited by way of H shares offering.
- Represented Guotai Junan Capital Limited in the listing of Peiport Holdings Ltd. (stock code: 2885) on the Main Board of the Stock Exchange of Hong Kong Limited.
- Represented Southwest Securities (HK) Capital Limited, the sole sponsor in the listing of Guanze Medical Information Industry (Holding) Co., Ltd. (stock code: 2427) on the Main Board of the Stock Exchange of Hong Kong Limited.
- Represented Huaibei GreenGold Industry Investment Co., Ltd. (stock code: 2450) in its listing on the Main Board of the Stock Exchange of Hong Kong Limited.

Bond Issuance

- Represented China High Speed Transmission Equipment Group Co., Ltd. (stock code: 658) in repurchasing any and all outstanding RMB 650,000,000 8.3% guaranteed bonds due 2017 (bond stock code: 85702).
- Represented Rowen International Co., Limited in the issuance of US\$80 million bonds listing on the Hong Kong Stock Exchange.
- Represented Rugao Economic and Trade Development Company in the issuance of US\$150 million bonds listing on the Hong Kong Stock Exchange.

- Represented Goucheng International Co., Ltd. in the issuance of US\$100 million bonds listing on the Hong Kong Stock Exchange.

Education Background

- Bachelor of Social Sciences (Government and Laws) degree from the University of Hong Kong (2010)
- Bachelor of Laws degree from the University of Hong Kong (2012)
- Postgraduate Certificate in Laws (PCLL) from The University of Hong Kong (2013)

Professional Qualifications

- Solicitor of Hong Kong

Selected Publications

- Assisted in editing the Hong Kong IPO Handbook 2020, Asian Legal Business