

Gordon Ng

Partner



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Hong Kong

D +852 2533 3632

gordon.ng@dentons.com

Overview

Gordon Ng is a partner and head of corporate finance in Dentons' Hong Kong office. He is also a global co-chair of the Capital Markets practice and global head of the Equity Capital Markets practice.

Gordon's practice focuses on corporate finance transactions, including initial public offerings and mergers and acquisitions. He has experience in a wide range of general commercial and corporate finance transactions, including advising on legislation, compliance and regulatory work; corporate restructuring; advising clients under investigation by regulatory bodies such as the Securities and Futures Commission of Hong Kong; acquisitions and disposals of shares of private companies; sale and purchase of assets and businesses; due diligence; joint ventures; agency and distribution arrangements and general commercial advice; listing companies on the Hong Kong Stock Exchange (both Main Board and GEM Board); general corporate finance matters; and takeovers of listed companies.

Gordon was involved in advising the award winning deals including New World Holdings' US\$2.74 billion acquisition of FTLife, Sisram Medical Ltd (HKSE: 1696) spin-off with over HK\$1.1 million Hong Kong IPO Listing, and GCL-Poly Energy Holdings Ltd. on its US\$3.2 billion acquisition of Jiangsu Zhongneng Polysilicon Technology Development Co., Ltd.

Gordon also lectures regularly on a variety of subjects, including corporate acquisitions and the listing of companies on the Hong Kong Stock Exchange and the GEM Board.

Prior to joining Dentons, he was a partner with two international law firms and practiced in their Hong Kong offices.

Experience

Capital Markets

- **Archosaur Games Inc. (Stock Code: 9990.HK):** Advised this world-renowned Chinese mobile game developer and operator on its initial public offering on the Hong Kong Stock Exchange with a concurrent 144A placement in the United States. The offering is aimed at raising aggregate gross proceeds of approximately US\$280 million, without considering the over-allotment option. CICC acted as the sole sponsor for the transaction. Archosaur Games is one of the leading mobile game developers in China. It is also a frontrunner

in publishing in-house developed games in markets outside of China.

- **Pan-United Corporation Ltd.:** Represented in connection with the de-merger of Xinghua Port Holdings Ltd. (Xinghua), a company incorporated in Singapore, from PanU and the listing of Xinghua on the Main Board of the Hong Kong Stock Exchange by way of introduction. The listing by way of introduction of 814,412,028 shares of Xinghua Port Holdings Ltd. with an estimated market capitalisation of HKD1,200 million.
- **Sisram Medical Ltd:** Represented a leading global provider of energy-based medical aesthetic treatment systems and a subsidiary of Shanghai Fosun Pharmaceutical (Group) Co., Ltd in its HK\$1.1 billion initial public offering on the Main Board of the Hong Kong Stock Exchange. The achievement has been awarded China Deal of the Year 2017 by China Business Law Journal.
- **Yunnan Provincial Energy Investment Group Co., Ltd. (“YEIG”):** Represented on it's a dual tranche offering of US\$600m of notes (US\$300m of 3.750% guaranteed notes due 2020 (Stock Code: 5012) and US\$300m of 4.25% guaranteed notes due 2022 (Stock Code: 5013)) in 2017. YEIG is a leading state-owned energy company based in Yunnan Province, China. The notes are listed on the Hong Kong Stock Exchange.
- **Yunnan Provincial Energy Investment Group Co., Ltd. (“YEIG”):** Acted for the issuer, the guarantor and Yunnan Provincial Energy Investment Group Co., Ltd. ("YEIG") in a dual tranche offering of US\$440m of notes (US\$310m of 3.50% guaranteed notes due 2019 and US\$130m of 4.25% guaranteed notes due 2021).
- **Union Medical Healthcare Limited:** Represented the largest aesthetic medical service provider in Hong Kong in its HK\$850 million initial public offering on the Main Board of the Hong Kong Stock Exchange.
- **Feiyu Technology International Company Ltd.:** Represented a reputable developer and operator of mobile and web games in China, on its US\$85 million initial public offering and the related listing of its shares on the Hong Kong Stock Exchange.
- **Steed Oriental (Holdings) Company Limited:** Represented on its HK\$60 million initial public offering of its ordinary shares on the Growth Enterprise Market of the Hong Kong Stock Exchange.
- **Phoenix Healthcare Group Co. Ltd:** Represented the largest private hospital group in China as measured by number of beds in operation in its HK \$ 1.5 billion initial public offering on the Main Board of the Hong Kong Stock Exchange. Phoenix Healthcare Group is the first privately run Chinese hospital management company to be listed in Hong Kong.
- **China Polymetallic Mining Limited:** Represented a leading non-ferrous metal pure mining company in China, in its HK\$1.46 billion (US\$187 million) initial public offering on the Main Board of the Hong Kong Stock Exchange.
- **Asia Cement (China) Holdings Corporation:** Represented a Taiwan-based cement manufacturer, in its US\$238 million initial public offering on the Main Board of the Hong Kong Stock Exchange. This initial public offering was reported by Reuters as "the strongest showing by a Hong Kong market newcomer in what has been a lackluster year for initial public offerings."
- **LifeTech Scientific Corporation:** Represented in the HK\$283 million initial public offering of its ordinary shares on the Growth Enterprise Market of the Hong Kong Stock Exchange.

M&A

- **Jiuding Group:** Advising client in negotiation with NWS Holdings Limited (0659.HK) in relation to its HK\$21.5 billion (US\$2.74 billion) disposal of its 100% equity interest in FTLife Insurance Company Limited to NWS Holdings Limited. This transaction marked one of the largest insurance M&A deals in Hong Kong and was shortlisted as M&A Deal of the Year 2020 by IFLR. Asian-mena Counsel has also given honourable mention to this transaction at their Deals of the Year 2019.
- **China Aerospace Science & Industry Corporation:** Represented in the US\$160 million acquisition of Honghua Group Limited (Stock Code: 196), a company which engages in the business of drilling rig.
- **Zhonghong Holdings Limited:** Represented in US\$382 million acquisition of the entire interest in Nobila

Investments Limited, which owns the luxury resorts operated by Aman Resorts International.

- **Zhonghong Holdings Limited:** Represented in a tender for the acquisition of UK-based company Travelopia, the world's latest online collection of specialist travel brands.
- **Cinese Property Holdings Limited:** Represented in negotiations with pre-IPO investors, including investing vehicles of ABC International Holdings Limited, China Minsheng Financial Holding Corporation and a private investor, in the aggregate amount of HK\$278 million.
- **Benevolence Capital Management Company Ltd:** Represented the largest controlling shareholder of China Theia Medical Service Co. Ltd (a company which engages in the business of ophthalmic services) in the issuance of three tranches of exchangeable bonds with an aggregate principal amount of HKD160 million.
- **China Theia Medical Service Co. Ltd:** Represented a company which engages in the business of ophthalmic services in the issuance of three series of preference shares with an aggregate subscription amount of US\$110 million.
- **Pearl Oriental Oil Limited (Stock Code: 632):** Representing a company which principally engages in the exploring, exploiting and sale of oil and natural gas, in its proposed takeover by NPCC (Hong Kong) Limited, a wholly-owned subsidiary of North Petroleum & Chemical Group Co., Ltd.
- **Wholly owned subsidiary of Everbright Securities Company Limited (光大證券股份有限公司) (SHSE Stock Code: 601788, "Everbright Securities"):** Advising on HK\$4.095 billion acquisition of a 70 percent equity interest in Sun Hung Kai Financial Group Limited, a wholly owned subsidiary of Sun Hung Kai & Co. Limited (HKSE Stock Code: 86).
- **LifeTech Scientific Corporation:** Represented in acquisition and takeover by Medtronic, Inc. for a consideration of US\$279 million.
- **Minmetals:** Advising on US\$5 billion mining asset acquisition in Peru from Glencore-Xstrata.
- **Skypeople Fruit Juice Inc.:** Represented in shareholders restructuring and subsequent fund raising of US\$15.9 million by China Construction Bank and COFCO.
- **GCL-Poly Energy Holdings Limited:** Represented in very substantial acquisition of Jiangsu Zhongneng for a consideration of US\$3 billion, one of the biggest China M&A deals of the year.
- **Prosperity International Holdings (HK) Limited:** Represented in the acquisition of 55.07% interest in Prosperity Minerals Holdings Limited (an AIM listed company) for a consideration of HK\$1,621,863,240.
- **China Polymetallic Mining Limited:** Represented in 1st, 2nd and 3rd round pre-IPO financing, raising a total of US\$90 million.
- **Wheel manufacture based in the PRC:** Represented in US\$20 million pre-IPO financing.
- **Property developer based in Tianjian:** Represented in US\$200 million pre-IPO financing.
- **Shanxi-based natural resources company:** Represented in first, second and third round pre-IPO financing, raising US\$150 million.
- **China Vanadium Titano-Magnetite Mining Company Limited:** Represented in US\$90 million pre-IPO financing.
- **Shenzhen-based power company:** Represented in US\$50 million pre-IPO financing with Morgan Stanley.
- **Poly (Hong Kong) Investments Limited, a listed company in Hong Kong and CMIC-NCHK Energy Holdings Limited:** Represented in their sale of interest in six power plants.

Areas of focus

Practices

- Capital Markets

Issues and opportunities

- Crowdfunding

Region

- Asia Pacific
- Hong Kong

Education

- The College of Law, London, 1991, Law Society Finals
- University of London, 1988, M.Sc., Intellectual Property
- University of London, 1987, BSc, Biochemistry

Admissions and qualifications

- Solicitor, England and Wales
- Solicitor, Hong Kong