



## Han Luo Partner

**Practice Areas:** Capital Markets, Private Equity/Venture Capital, Mergers & Acquisitions, Banking and Finance

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### Professional Experience

Han Luo is a partner at Merits & Tree. Prior to joining Merits & Tree, Mr. Luo has worked at Jiayuan Law Offices and Fangda Partners for several years.

Mr. Luo has rich experience in securities capital markets, private equity investment and financing, corporate M&A, and general counsel affairs, the industry covers TMT, biomedicine and health, high-end manufacturing, retail and consumption, energy, etc. Mr. Luo assisting more than a dozen enterprises to successfully list or apply for listing in the domestic and foreign capital markets. After IPO, Mr. Luo also assisting many Listed Companies to execute various capital operations, including major asset restructuring, equity financing, debet financing and Mergers & Acquisitions. Mr. Luo is familiar with related PRC laws, regulations, polices and procedures in the fields of domestic & foreign capital markets and be good at providing practical legal issue proposals for the Listed Companies in the area of corporate governance, information disclosure , ESOP and so forth. In addition, Mr. Luo is Often invited to "Securities Daily", "Commercial Law" and other industry media to give expert opinions on the new regulations in the field of capital markets and the latest industry trends.

### Education

LLM., China University of Political Science and Law

LLB., China University of Political Science and Law

### Qualifications

Mr. Luo has been admitted to practice in the People's Republic of China.

### Working language

Chinese and English

### Representative Cases

#### 1. Typical performance: Capital Markets

- Acting for Baosteel Corporation. (600019.SH) in its merger and acquisition of Wugang Corporation (600005.SH), and Baosteel Group in its merger with

- Wugang Group and renamed as China Baowu Group;
- Acting as the IFA's counsel for YunNanBaiYao (000538.SZ) in its merger and acquisition of BaiYao Holdings;
  - Acting as the IFA's counsel for SMHC (600131.SH) in its major asset restructuring;
  - Acting as the IFA's counsel for ZTT (600522.SH) in its major asset restructuring;
  - Acting as the company's counsel for Blue Sail Medical (002382.SZ) in its acquisition of majority equity interests in Biosensors International Group;
  - Acting as the company's counsel for Phenix Optical (600071.SH) in its major asset restructuring;
  - Acting as the company's counsel for HNA Technology (600751.SH) in its acquisition of majority equity interests in Ingram Micro Inc;
  - Acting as the company's counsel for Avicem (002013.SZ) in its major asset restructuring;
  - Acting as the company's counsel for Avicopter PLC (600038.SH) in its major asset restructuring;
  - Acting as the company's counsel for Minsheng Holdings (000416.SZ) in its major asset restructuring;
  - Acting as the Issuer's counsel in the A share and Hong Kong dual listing by Ant Group;
  - Acting as the Issuer's counsel in the A share IPO by Bank of Chongqing (01963.HK) ;
  - Acting as the Issuer's counsel in the A share IPO by CPIC;
  - Acting as the Underwriter's counsel in the A share IPO by JIL Leasing;
  - Acting as the Issuer's counsel in the A share IPO by Taizhou JUNFENG (ongoing) ;
  - Acting as the Issuer's counsel in the A share IPO by Weineng Group (ongoing);
  - Acting as the Issuer's counsel in the A share IPO by Huode Scene (ongoing) ;
  - Acting as the Issuer's counsel in the H share IPO by Legend Holdings (03396.HK) ;
  - Acting as the Issuer's counsel in the H share IPO by Wuxi AppTec (603259.SH/02359.HK) ;
  - Acting as the Issuer's counsel in the IPO on SEHK by Nexteer (01316.HK) ;
  - Acting as the Issuer's counsel in the IPO on SEHK by Austar (06118.HK) ;
  - Acting as the Issuer's counsel in the issuance of offshore preferred shares on SEHK by Bank of Chongqing (01963.HK) ;
  - Acting as the Issuer's counsel in the issuance of private placement of A shares by Bank of Ningbo (002142.SH) ;
  - Acting as the Issuer's counsel in the issuance of private placement of A shares by Oceanwide Holdings (000046.SZ) ;
  - Acting as the Issuer's counsel in the issuance of private placement of A shares by Phenix Optical (600071.SH) ;

- Acting as the Underwriter's counsel in the issuance of private placement of A shares by ZTT (600522.SH) ;
- Acting as the Underwriter's counsel in the issuance of private placement of A shares by COSCO SHIPPING Specialized (600428.SH) ;
- Acting as the Underwriter's counsel in the issuance of private placement of A shares by COSCO SHIPPING Development (601866.SH/02866.SZ) ;
- Acting as the Underwriter's counsel in the issuance of A-share convertible bonds by Han's Laser (002008.SZ) ;
- Acting as the Issuer's counsel in the issuance of corporate bonds by Zoomlion (000157.SZ/01157.HK) ;
- Acting as the Issuer's counsel in the issuance of corporate bonds by CETHIK.

## **2. Typical performance: Investment and M & A**

- Acting for Alibaba Group in its acquisition of minor equity interests in Shiji Information (002153.SZ) ;
- Acting as the FA's counsel in the mixed-ownership reform of BaiYao Holdings;
- Acting as the FA's counsel in the restructuring of Shenhua Finance Company initiated by China Shenhua (601088.SH/01088.HK) ;
- Acting for Wuxi AppTec (603259.SH/02359.HK) in its acquisition of minor equity interests in STA;
- Acting for NMTUFC in its investment in Taizhou JUNFENG;
- Acting for Guoxin Central Enterprises Operating Fund in its investment in Hongyuan Fund ;
- Acting for China Mobile Capital in its investment in Mango Excellent Media(300413.SZ) ;
- Acting for Guoxin Investment in its investment in CRSC (688009.SH/03969.HK) and CMIE (600764.SH) ;
- Acting for CVC in its investment in Accotest (688200.SH) ;
- Acting for Cinda Capital in its investment in Long Ping High-Tech(000998.SZ);
- Acting for Sequoia in its several Private Equity/Venture Capital investments;
- Acting for Chengdujinxing in its acquisition of majority equity interests in Huiyun Group; Acting for Legend Holdings in its acquisition of majority equity interests in Bybo Dental;
- Acting as the FA's counsel in the mixed-ownership reform of YMCI Group;
- Acting as the FA's counsel in the mixed-ownership reform of Yunnan Precious Metals Group.

## **3. Typical performance: ESOP**

- WuXi AppTec Co., Ltd.
- Hunan Kouweiwang Group. Co., Ltd.
- Cicada Information Technology(Xi an) Co., Ltd.

- Linose Technology(Beijing) Co., Ltd.

#### **4. Typical performance: General Counsel**

- WuXi AppTec Co., Ltd. (603259.SH/02359.HK)
- China Shipbuilding Industry Company Limited. (601989.SH)
- China Reform Health Management and Services Group Co., Ltd. (000503.SZ)
- Xinlong Holding (Group) Company Ltd. (000955.SZ)
- Tianma Bearing Group Co., Ltd. (002122.SZ)
- HongTa Securities Co., Ltd. (601236.SH)
- Heaven-Sent Capital Management Group Co., Ltd. (833044.OC)
- Beijing Dongjin Aero-tech Co., Ltd. (839140.OC)
- Ant Group Co., Ltd.
- China Reform Holdings Co., Ltd.
- China Venture Capital Fund.
- China Reform Investment Co., Ltd.
- Shanxi Cloud Times Technology Co., Ltd.
- Beijing Fanpeng Tiandi Science and Technology Co., Ltd.
- Xinjiang Jiangzhiyuan Equity Investment Partnership(L.P.)