

SULLIVAN & CROMWELL LLP

Lawyers



Chun Wei

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In the 2013 issue of *Chambers Asia*, Chun Wei was praised by clients for her “excellent deal management skills.” She was remarked as “one of the most experienced international lawyers for China-related issues. She is technically strong, and excellent at finding solutions to difficult issues. She puts clients first, and she’s diligent and responsible.” Ms. Wei has been recognized as one of the pre-eminent corporate lawyers in the world by numerous publications. For example, *IFLR 1000* in 2013 recognized Ms Wei as “a great example of someone experienced, involved and enthusiastic. She knows how to use the right level of resources and is on top of the details.” *Asian Legal Business’s* first ever Client Choice Hot 75 Survey in 2013 recognized Ms Wei as one of Asia’s Best 75 Lawyers, and noted that “Chun Wei is very responsive, knowledgeable in her area of expertise, and always provides good advice... outstanding, client-focused advice supported by an outstanding law firm.” These observations highlight the fact that Ms. Wei is a widely recognized authority on corporate finance, acquisitions, joint ventures and other corporate and financial matters.

Ms Wei joined Sullivan & Cromwell in 1989 and became a partner of the Firm in January, 1997. She is responsible for coordinating the Firm’s practice in Asia. Ms. Wei was the managing partner of the Hong Kong Office from 2003 to 2018 and currently is the co-head of the Hong Kong Office. Ms. Wei has worked on numerous China related transactions handled by Sullivan & Cromwell. Many of these transactions, including those that have won awards from *Asia Law & Practice*, *Asian Legal Business*, *Finance Asia* and *IFLR*, were the first of their kind in China. Ms. Wei is admitted to practice law in New York and Hong Kong.

Recognitions

Ms Wei has been recognized as a leading lawyer by numerous well-known legal publications, including *Chambers*, *Asian Legal Business*, *IFLR 1000*, the *Am Law Daily*, the *Asia Pacific Legal 500*, *Asia Law & Practice*, *China Law & Practice*, *Who’s Who Legal* and *American Lawyer*. Under Ms Wei’s leadership, S&C’s China

PRACTICES & CAPABILITIES

Equity

Financial Services

Asia

Oil & Gas

Mining & Metals

Power & Utilities

Insurance

International Trade & Investment/CFIUS

Mergers & Acquisitions

Private Equity

Capital Markets

Debt

EDUCATION

1984, Columbia Law School, LL.M.

1983, Beijing University, LL.B.

BAR ADMISSIONS

Hong Kong

New York

LANGUAGES

Chinese (Mandarin)

English

practice was awarded by *IFLR 1000* as “China Practice Team of the Year” in March 2005.

- *Euromoney's Women in Business Law Expert Guides* – Capital Markets, M&A and Women in Business Law (2017-2018)
- *Euromoney's Asia Women in Business Law Awards* – Best in M&A and Private Equity (2014)
- *China Law & Practice* – Lawyer of the Year (2013)
- *Chambers Asia* – China Capital Markets: Equity (International Firms) (2010-2017)
- *Chambers Asia* – China Corporate/M&A (International Firms) (2010-2013)
- *Chambers Asia* – China Private Equity: Buyout (International Firms) (2010-2014)
- *Chambers Global* – ranked as a leading lawyer for Capital Markets: Equity (International Firms) in China (2017, 2016, 2015, 2014, 2013)
- *Chambers Global* – ranked as a leading lawyer for Corporate/M&A: China-based (International Firms) (2015, 2014, 2013)
- *Asian Legal Business* – International Dealmaker of the Year (2013, 2009, 2004)
- *Asian Legal Business* – the first ever Client Choice Hot 75 Survey, Asia's Best 75 Lawyers (2013)
- *IFLR1000* – Leading Lawyer (2014, 2013, 2012, 2011)
- *The Asia Pacific Legal 500* – Leading Lawyer: China Foreign Firms: Corporate and M&A (2013, 2012)
- *Asia Law & Practice: Asialaw Leading Lawyers* – Asialaw Leading Lawyer (2013, 2007)
- *PLC Which Lawyer?* – Recommended lawyer in Capital Markets – Equity (2011)
- *IFLR1000* – A Leading Lawyer in M&A/Capital Markets (2011)
- *The Am Law Daily* “The 45 and Over Group” featured lawyer (2011)
- *Who's Who Legal: The International Who's Who of Capital Markets Lawyers* – The International Who's Who of Capital Markets Lawyer (2011, 2009, 2007, 2006)
- *Chambers Global: The World's Leading Lawyers for Business* – A Leading Lawyer for Private Equity (2014, 2011)
- *Chambers Global: The World's Leading Lawyers for Business* – A Leading Lawyer for Capital Markets (2014, 2013, 2012, 2011, 2010, 2009)
- *Chambers Global: The World's Leading Lawyers for Business* – A Leading Lawyer for Corporate/M&A (2014, 2013, 2012, 2011, 2010, 2009, 2007, 2006)
- *PLC Cross-border Governance and Directors' Duties*

- Handbook – A Leading Lawyer for M&A/Securities (2010)*
- *Chambers Asia – Asia’s Leading Lawyer for Business (2010, 2008)*
 - *Guide to The World’s Leading Mergers and Acquisitions Lawyers (2009)*
 - *Asia Law & Practice: Asialaw Leading Lawyers – Asialaw Leading Lawyer for Capital Markets & Corporation Finance; Asialaw Leading Lawyer for IT, Media & Telecommunications (2008)*
 - *The Asia Pacific Legal 500 – Leading Capital Markets Lawyer (2008, 2007)*
 - *Asia Law & Practice: Asialaw Leading Lawyers – Asialaw Leading Lawyer (2013, 2007)*
 - *Who’s Who Legal: The International Who’s Who of Business Lawyers – Leading Legal Practitioner in International Capital Markets (2006)*
 - *Vault Career Library – Legal Women Leaders (2006)*
 - *Who’s Who Legal: The International Who’s Who of Business Lawyers – The International Who’s Who of Capital Markets Lawyer (2005)*
 - *Asia Law & Practice: A Guide to Asia’s Leading Commercial Lawyers – Leading Lawyer (2005)*
 - *Guide to The World’s Leading Capital Market Lawyers – Preeminent Practitioner (2005)*
 - *Legal Business (London) – Star Purchaser on China Global M&A (2005)*
 - *Asian Legal Business – One of Five Best Project Lawyers in Asia in 2004 (2004)*
 - *Asian Legal Business – ALB Hot 100 and Asia’s Preeminent Practitioner (2004)*
 - *American Lawyer – 45 under Forty-Five: The Rising Stars of the Private Bar (2003)*
 - *Corporate Board Member – America’s Best Corporate Lawyers (2002)*
 - *Columbia Law School Report – Rising Stars: Alumnae Whose Career Bear Watching (2002)*
 - *American Lawyer – Dealmakers of the Year: Fifteen Corporate Lawyers Who Led the Pack in 2000 (April 2001)*

SELECTED REPRESENTATIONS

M&A

- A consortium led by China Three Gorges, including Hubei Energy Group, ACE Investment Fund II LP and CNIC, in its \$1.39 billion acquisition of Empresa de Generación Huallaga from Odebrecht Energia del Perú and Odebrecht

Energía

- KongZhong Corporation in its take private transaction by an investor consortium led by the Chairman and CEO of KongZhong Mr. Wang Leilei and IDG with a deal value of approximately \$299 million
- Aviva plc (U.K.) in its sale of shares in Aviva Life Insurance (Hong Kong) to Hillhouse Capital and Tencent to develop an insurance company in Hong Kong
- CIC Capital Corporation, as a member of a consortium led by Brookfield Infrastructure and Brookfield Asset Management, in its acquisition of a 90% ownership interest in Nova Transportadora do Sudeste S.A. from Petróleo Brasileiro S.A. for a total consideration of approximately US\$5.2 billion
- Assisted China Oceanwide Holdings Group Co., Ltd., a privately held international financial holding group, in its acquisition of Genworth Financial, Inc., a long-term care and life insurance company in the U.S., for a total equity value of approximately \$2.7 billion
- State Grid Corporation of China in its acquisition of an approximately 54.64 percent stake in CPFL Energia S.A. (Brazil) from Camargo Correa S.A. and Brazilian pension funds
- iKang Healthcare Group, Inc. in its evaluation of a proposed going private transaction and competing buy-out proposal
- JPMorgan in the sale of its asset management business to Edelweiss Financial Services Ltd.
- ACE Investment Fund (Hong Kong), which China Three Gorges invested in, in connection with its acquisition of 49% of the equity interest in, and 49% of the loans owed by EDP's Italian and Polish wind farm project companies for a total consideration of approximately EUR363 million
- China Investment Corporation, Boyu Capital and CITIC Capital as the selling shareholders in the IPO of Alibaba Group in the \$1.4 billion sale of shares in Alibaba Group; in the purchase of newly issued ordinary shares of Alibaba Group Holding Limited, as part of the approximately \$7.6 billion financing of Alibaba's repurchase of one-half of Yahoo!'s approximate 40% stake in Alibaba
- China Investment Corporation on a number of U.S. fund investments
- China Investment Corporation and a consortium of investor in the contribution of approximately \$1 billion in equity towards the acquisition by Cayman Islands-based Diamond S Shipping Group of 30 medium-range refined product carriers from Cido Tanker Holding Co.
- China Investment Corporation in its \$5.6 billion investment in Morgan Stanley

- the special committee of Shanda Games, a company listed on Nasdaq, on its going private transaction
- Fiat in its joint venture relationships with Chinese partners in Shanghai
- AXA (France) in its €485 million (approximately \$631 million) acquisition of 50 percent of Tian Ping (China), in the formation of a joint venture with Tian Ping and in a merger with AXA's Shanghai subsidiary
- China Renaissance Capital Investment and Dr. Guangzhen Meng in the sale of a 40 percent equity interest in Grant Achieve Global Limited to Olympus Capital Holdings Asia and Anoi Limited
- China Mobile in its \$215 million subscription for 15% of the enlarged issued share capital in Anhui USTC iFLYTEK and the strategic cooperation in developing China Mobile's smart voice business
- China Telecom as its U.S. counsel in its \$13.4 billion acquisition of CDMA network assets and associated liabilities from parent company China Telecommunications Corporation
- Lazard Asia (Hong Kong) Limited as financial adviser to hiSoft Technology International Limited in its \$875 million tax-free, all stock merger of equals with VancelInfo Technologies Inc.
- China Cinda Asset Management Co., Ltd. in the strategic investment and minority interest acquisition by CITIC Capital, National Social Security Fund of China, Standard Chartered and UBS for a total consideration of \$1.64 billion
- ENN Energy and Sinopec on their voluntary general offer for China Gas at \$2.2 billion
- China Aluminum International Trading Co., Ltd., through its wholly owned subsidiary, Chalco Trading Hong Kong Co., Ltd., on a long-term coal supply and purchase transaction with Erdenes Tavan Tolgoi JSC and Erdenes MGL LLC
- BGP Inc., a leading geophysical service provider and a wholly owned subsidiary of CNPC, in its investment in and a joint venture with ION Geophysical, a NYSE-listed U.S. company
- China Unicom as its U.S. securities law counsel on its strategic alliance and its \$1 billion share exchange with Telefónica S.A.
- China Unicom in its \$28.3 billion acquisition of China Netcom and the \$15.9 billion sale of its CDMA business to China Telecom (China Deal of the Year 2009 (Asian Legal Business))
- China Huaneng Group in its \$3.04 billion acquisition of 100% equity interest in Tuas Power Ltd. from Temasek Holding (Private) Limited in Singapore
- Bank of China in \$5 billion strategic investments by The

Royal Bank of Scotland Group, Temasek Holdings, UBS and ADB

- The Goldman Sachs Group, Inc., Allianz AG and American Express Company in connection with their \$3.8 billion strategic investments to the Industrial and Commercial Bank of China Limited
- Jilin Chemical in connection with its going private transaction with PetroChina (both NYSE-listed companies)
- Shandong Huaneng in connection with its merger with Huaneng International (both NYSE-listed companies)
- China Unicom on its acquisition of equity interest in over 40 joint ventures in China's telecommunications industry
- UBS AG in connection with its purchase of \$3 billion loan portfolio from China Huarong Asset Management Corporation
- Thomson S.A. on its joint venture with TCL Holdings to combine their worldwide television businesses
- Sohu.com on its acquisition of ChinaRen.com
- Havens Steel Company, a U.S. company, in forming a joint venture in Guangzhou, China
- Klemm Corporation in forming a joint venture with its Chinese partner in Shanghai
- Renault in forming a joint venture company with Sanjiang Auto in Hubei, China
- Alumax in its Yunnan Xinmeilu Aluminum Foil joint venture
- Cathay Investment Fund and Walden International as parents of acquirer in Greater China Development's acquisition of Wuxi Little Swan
- Allianz AG on its joint venture with Guotai Junan Securities Co., Ltd. in establishing the earliest joint venture fund management company in China
- ExxonMobil in connection with its investment in China Petroleum & Chemical Corporation
- China International Capital Corporation on sales of its investment interests in Duoyuan Technologies, eBis, China Battery, Gem Services, Superdata Technology, Sun Pharmaceutical and China Software Association
- Bank of Communications in its \$1.7 billion sale of 19.9% of its equity to HSBC
- Credit Suisse in a proposed strategic arrangement with China Construction Bank prior to its IPO
- Kodak in its sale of assets to Onex, with a total consideration of approximately \$2.55 billion
- UBS in its purchase of the global derivative businesses of ABN AMRO
- CITIC in connection with sale of its equity interests in Asia Satellite
- The Commercial Exchange Company, Inc. and other investors in their investments in Eachnet.Com Limited

- Alcan in its joint venture with Qing Tong Xia Aluminum in China
- Goldman Sachs on its joint venture with Beijing Gao Hua Securities Company Limited
- United Rentals, Microsoft, J2 Global, Accenture and Prudential, among others, in their proposed investments in China
- Paloma Partners and Tudor Investment in the joint venture with Chundu Food
- Advised Rhone Capital, a private equity fund based in Europe, in its investment in China
- China Three Gorges Group, China National Petroleum Corporation, China Minmetals, China Shenhua Energy, Fosun Group and Ping An Insurance in their proposed outbound investments

Capital Markets

- China Tobacco International (HK) in its \$104 million IPO and listing in Hong Kong
- Bank of America Merrill Lynch as the sole global coordinator, sole bookrunner and sole underwriter in China Power International Development Limited's approximately \$576 million rights issue
- Taikang Insurance in its \$800 million bonds offering
- the underwriters on the \$655 million IPO and listing in Hong Kong of Bank of Zhengzhou
- the underwriters on the \$60 million IPO and listing in Hong Kong of Zhongdi Dairy
- the underwriters on the \$2 billion initial public offering and Hong Kong listing by China Reinsurance (Group) Corporation
- China Shenhua Overseas Capital, an overseas subsidiary wholly-owned by China Shenhua Energy, in its \$1.5 billion investment-grade bond offering
- Shengjing Bank in its \$1.35 billion Hong Kong initial public offering
- Jingrui Holdings Limited (China) on its \$180 million initial public offering and Hong Kong listing
- China Merchants Bank on its \$5.7 billion rights offering
- G-Resources on its \$150 million rights issue
- the underwriters led by China International Capital Corporation, Credit Suisse, Deutsche Bank, Goldman Sachs and HSBC, in the \$3.6 billion IPO and listing in Hong Kong of the People's Insurance Company (Group) of China Limited
- the underwriters on the \$1.9 billion initial public offering and dual listing on the Hong Kong and Shanghai Stock Exchange by New China Life Insurance Company Ltd.
- the underwriters on the initial public offering and NYSE listing by China Zenix Auto International Limited

- SITC International Holdings on its \$400 million initial public offering and Hong Kong listing
- China Unicom on its \$1.8 billion offering of convertible bonds
- the underwriters on the \$74 million initial public offering and Nasdaq listing by Charm Communications Inc.
- the underwriters to China Pacific Insurance (Group) Co., Ltd. on its \$3.6 billion global offering of H shares
- the underwriters on the \$101 million follow-on offering by VisionChina Media
- the underwriters on the \$325 million initial public offering, NYSE listing and follow-on offering by Yingli Green Energy
- China Digital TV on its \$221 million initial public offering and NYSE listing
- Bank of China in its \$11.2 billion initial public offering and Hong Kong listing
- the strategic investors in connection with the global offering of the Industrial and Commercial Bank of China Limited
- Bank of Communications in its \$2.2 billion initial public offering and Hong Kong listing
- China Shenhua Energy in its \$3.3 billion initial public offering and Hong Kong listing
- Ping An Insurance in its \$1.9 billion initial public offering and Hong Kong listing
- Tom Online Inc. on its \$204 million initial public offering and dual listing in Hong Kong and on Nasdaq
- China Telecom in its \$1.7 billion initial public offering and dual listing in Hong Kong and on the NYSE
- the underwriters on the \$2.5 billion initial public offering and Hong Kong listing by Bank of China (Hong Kong)
- China Unicom in its \$5.43 billion initial public offering and dual listing in Hong Kong and on the NYSE
- the underwriters on the \$78 million initial public offering and Nasdaq listing by Sina.com
- Sohu.com Inc. on its \$68 million initial public offering and Nasdaq listing
- the underwriters in the \$2.8 billion initial public offering and NYSE listing by PetroChina
- Great Wall Technology Company Limited on its \$180 million initial public offering and Hong Kong listing
- China Mobile on its \$4.2 billion initial public offering and NYSE listing
- Shandong Huaneng Power Development on its \$ 333 million initial public offering and NYSE listing
- KongZhong Corporation on its \$100 million initial public offering and Nasdaq listing
- Tsingtao Brewery in its IPO and HK listing, the first privatization and overseas listing of a state-owned company in China

- Chongqing Iron & Steel in its initial public offering and Hong Kong listing
- Beijing Enterprise in its initial public offering and Hong Kong listing

Regulatory and Compliance

Ms. Wei has extensive experience in U.S. regulatory and compliance matters. She has advised a number of Chinese companies listed in the U.S. on U.S. securities law compliance matters, including Chalco, China Eastern Airlines, China Digital TV Holding Co, KongZhong Corporation, Shandong Huaneng Power, China Mobile, China Telecom and China Unicom, among others. She has also advised China Re, CITIC Group, China Investment Corporation, China International Capital Corporation, Central Huijin and other PRC based clients on various U.S. regulatory matters.