

Elsie SHI Senior Partner

Name: Elsie SHI	Position: Senior Partner
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Practice Area, DATA COMPLIANCE AND PRIVACY PROTECTION. M&A and	

Practice Area: <u>DATA COMPLIANCE AND PRIVACY PROTECTION</u>, <u>M&A and</u> <u>Restructuring</u>, <u>INSURANCE</u>, <u>ASSET MANAGEMENT</u>

Professional Experience

Elsie Shi's practice encompasses the entirety of a broad and dynamic scope of relevant matters, including: insurance company establishment, M&A, compliance, foreign investment, and advising on financial services companies, especially insurance companies and insurance asset management companies.

Elsie Shi advises companies including world-renowned insurance companies, providing a full range of legal consulting services for their investment and operation in China. Elsie Shi has an in-depth understanding of the details of CBIRC and other Chinese laws and regulations, enabling her to provide practical legal advice to clients at different stages of investment and operation based on the needs of their clients.

Since joining the JT&N Insurance team in 2007, Elsie Shi has provided Chinese legal services from establishment, M&A, operations, strategic cooperation, investment to compliance for the world's top insurance companies and groups such as including Allianz SE, ACE Group, XL Capital Group, Fidelity & Guaranty Life, Legal & General Group Plc, Liberty Mutual Group, Marsh Inc., Munich Re, Swiss Reinsurance Company Ltd., ERGO, AIA. Elsie Shi also advised Tongfang and other non-insurance companies on their mergers and acquisitions of insurance companies.

In addition to working in the insurance area, Elsie Shi has also advised financial and other non-financial corporations such as CPP Group and Citigroup in the areas of M&A and investment.

Representative Performance

- Allianz in obtaining regulatory approval for Allianz (China) Insurance Holding Company Limited, China's first fully foreign-owned insurance holding company, and on-going legal and corporate compliance issues in China
- Chubb Group in increasing its ownership in Huatai Insurance Group Co., Ltd. and obtaining approval from CBIRC
- Shenzhen Bolin Asset Management Co., Ltd in investing in Shin Kong HNA-Life Insurance Company through equity transfer and capital increase, negotiating with Shin Kong Life with respect to becoming a joint venture partner and obtaining approval from CBIRC
- Tsinghua Tong Fang Company Limited in acquiring a 50% equity interest in AEGON-CNOOC Life Insurance Company Limited, negotiating with Aegon International B.V. with respect to becoming a joint venture partner and obtaining approval from CBIRC
- Liberty Mutual Insurance Company in its proposed sale of its equity interest of its wholly-owned P&C insurance company, Liberty Mutual Insurance Company, to a domestic private company
- Citigroup in connection with sale of its 20% interest in Guangfa Bank Co. to China Life for approximately US\$3.55 billion
- Fidelity Guaranty & Life with respect to PRC aspects of the acquisition of the company by Anbang Insurance Group
- ACE Group with respect to PRC aspects of its global merger with Chubb, as well as post-merger integration
- China aspects of the merger of XL Group and Catlin Group and the merger of AXA and XL Catlin

- · China aspects of the merger of Towers Watson and Willis Group
- ACE Group in its proposed purchase of shares of Min'an Property and Casualty Insurance Co., Ltd and Sun Alliance Insurance (China) Limited
- · Primary Group in acquiring an insurance brokerage company and its affiliates
- A multinational reinsurance group in the potential reorganization of its Asian operations
- China Life in negotiation with an international company with respect to forming a joint venture health insurance company
- XL Group with respect to obtaining its China license, localizing its insurance policies and on-going
 operational legal matters and corporate compliance issues in China
- Liberty Mutual Insurance Company in obtaining its China license, forming distribution alliances with local partners and on-going legal and corporate compliance issues in China
- Reinsurance Group of America in obtaining its China reinsurance license
- Hannover Rück SE in obtaining its China reinsurance license, establishing a comprehensive reinsurance operation and its on-going operational and corporate compliance issues in China
- · Kyobo Life in formulating its China strategy
- World Financials Inc. with respect to formulating a joint venture insurance agency company as well
 as on-going operational legal matters and corporate compliance in China
- Lockton Companies International Limited in obtaining an insurance brokerage license and Beijing branch license
- · Genworth Financials Inc. in negotiation with PICC regarding reinsurance arrangements
- · Liberty Mutual Insurance Company in closing its China representative office
- XL Group in closing its China representative office
- Pacific Life Reinsurance Limited in obtaining approval for its China representative office
- Dexter Axle Holding in connection with its acquisition of 100% of the issued and outstanding equity securities of AL-KO Vehicle Technology GmbH, a German entity, together with its subsidiaries worldwide
- Hyosung Group in its M&A activities in China
- A Singapore company in its acquisition of two insurance agency companies in Beijing and Shanghai
- · A giant US customer goods manufacturer in its online insurance cooperation with Zhong An
- GIAF, an insurance agency company invested by Generali, in reviewing and revising its online insurance cooperation agreements with Ping An, Zhong An and several other insurance companies
- Corso China, Swiss Re, SCOR SE, Munich Re, Dajia Insurance Group and other insurance companies on its PRC operational and compliance issues

Social Status

· Member of Insurance Committee, Beijing Lawyers Association

Education Background

- UC Berkeley School of Law, LL.M
- China University of Political Science and Law, LL.M.
- China University of Political Science and Law, B.A.