



Helen ZHAO

Senior Partner

Name: Helen ZHAO

Position: Senior Partner

Office: Shanghai

Tel.: +86 189 0156 0738

E-mail: zhaowenwen@jtn.com

Language: Mandarin, English

Practice Area: M&A and Restructuring, CAPITAL MARKETS AND IPO, PRIVATE EQUITY AND VENTURE CAPITAL INVESTMENT, ASSET MANAGEMENT

Professional Experience

Ms. Zhao is a partner of the Jincheng Tongda & Neal Law Firm(JT&N) Shanghai Office. Her practice focuses on private equity and investment funds, outbound and inbound investment matters, capital market, corporate governance and mergers and acquisitions. Ms. Zhao advises Chinese clients on compliance matters relating to China compliance regulations, handling internal investigations, government enforcement actions and proactive reviews. Ms. Zhao is also experienced in capital market offerings (equity listings in PRC, Hong Kong), structured financial products and private equity transactions and regulatory matters.

Private Equity and Investment Funds

Ms. Zhao specializes in providing legal services for private equity and venture capital, providing investment institutions with legal services for setting up equity investment funds, daily fund management, project investment and investment exiting, assisting investors in negotiating with target companies, document drafting and review, investment and financing transaction structure design, risk prevention and other issues.

IPO and List on the NEEQ Board

Ms. Zhao advises clients for the proposed shareholding reform of companies and initial public offerings (IPO), including providing legal basis for companies to list on the domestic Main Board, SME board, GEM, the NEEQ Board, Hong Kong Stock Exchange and other types of securities markets.

Refinancing, Acquisition and Restructuring

Ms. Zhao is well versed in the laws and regulations involved in mergers and acquisitions and related legal practices. She provides clients with comprehensive legal services such as restructuring design, due diligence, issuing legal opinions and assisting clients in negotiations.

Bond Issuance

Ms. Zhao has extensive experience in legal services in the field of bond issuance. She advises large state-owned enterprises, real estate companies and urban investment companies on the issuance of Bond, Short Financial Ticket, Ticket and Private Placement Note (PPN).

Legal Counsel

Ms. Zhao is familiar with the daily operation and management of various types of companies. She advises Chinese clients on compliance matters relating to China compliance regulations, handling internal investigations, government enforcement actions and proactive reviews.

Representative Performance

- **Private Equity and Venture Capital Investment**

GP Capital, a leading fund management company in China, in multiple investments for a total value of more than RMB 800 million. The scope of inbound and outbound investment includes entertainment, semiconductor, robotics and automotive, etc.

E-House China, a leading integrated real estate service provider in China, a New York Stock Exchange listed company (NYSE: EJ), in its multiple real estate acquisition project.

Royal Sea Capital. Shanghai, a professional venture capital firm focused on high-tech, high-growth and innovative corporate equity investments, in its investment includes semiconductor chip testing enterprise and communication system integration enterprise.

- **IPO and List on the NEEQ Board**

SIIC Environment Holdings Limited, a Singapore SGX-ST listed company engaging in water treatment, solid waste treatment and other environment-related businesses, in its dual primary listing of ordinary shares on the Main Board of the Hong Kong Stock Exchange by way of introduction. Credit Suisse acted as sole sponsor of the dual primary listing.

Provide legal service for more than fifteen companies such as Hanlong New Energy Technology Co., Ltd. (NEEQ: 831521), OSIC Performance Materials Co., Ltd. (NEEQ: 872534), Horizon Fuel Cell Technologies Co., Ltd. (NEEQ: 872589), etc., in their listing on the NEEQ (National Equities Exchange and Quotations) Board.

- **Refinancing, Acquisition and Restructuring**

CRRC City Transportation Co., Ltd., the overall solution platform for urban public transportation established by China CRRC Group, in the its merger for a new energy vehicle and component manufacturing enterprise.

Free-trade Science & Technology Group Co., Ltd., a State-owned listing company on the Main Board of the Shanghai Stock Exchange, in its RMB 191 million non-public offering of A shares, has approved by the China Securities Regulatory Commission. The non-public offering object is the 2015 employee stock ownership plan of the company.

STEP Electric Corporation, a listing company on the Board of the Shenzhen Stock Exchange, in its non-public offering and cash acquisition of ADTECH (Shenzhen) Technology Co., Ltd. a company specialized in motion control system including motion controller, stepper & servo driver, motor and industry application software and industrial robot, for a total value of up to RMB 600 million pursuant to the China Takeovers Code.

Social Status

- Member of Shanghai Bar Association
- Member of Shanghai Pudong New Area Youth Federation
- Member/Secretary of Shanghai Pudong New Area Lawyers Youth Federation

Working Experience

- Jincheng Tongda & Neal Law Firm Shanghai Office
- Zhong Lun Law Firm Shanghai Office
- Guang Fa Law Firm Shanghai Office

Education Background

- Durham University, LL.M.
- Nanjing University, LL.B.