

Anissa Ng

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Hong Kong

EDUCATION

The Chinese University of Hong Kong, Hong Kong

2014 to 2020

Postgraduate Certificate in Laws (PCLL)

Bachelor of Laws (LL.B.) with a Minor in Entrepreneurship and Innovation

- Upper-second class honors (2:1)
- Dean's list 2018-2019
- Chinese law summer exchange program at Tsinghua University
- 3-week intensive entrepreneurship bootcamp at Fudan University

University of California, Berkeley, US

2016 to 2017

- Year-long exchange program. Studied U.S. law, entrepreneurship and programming

Stephen Perse Sixth Form College, Cambridge, UK

2012 to 2014

- GCE A-level: A*A*A in History, Economics and Mathematics

WORK EXPERIENCE

Sidley Austin, Hong Kong

Aug 2020 to date

Corporate Associate

Aug 2022 to date

- **Public M&A:** Advising on Takeovers Code. Experiences include advising the offeror on the successful privatization of a listed company, obtaining a waiver from the mandatory general offer obligation under Note 6 to Rule 26.1 of the Takeovers Code, and drafting a submission to the SFC regarding breaking up of parties acting in concert.
- **Listed companies' regulatory compliance:** Advising listed companies as their retainer legal counsel. Key responsibilities include attending to client's queries on Hong Kong Listing Rules and Takeovers Code implications, drafting announcements, circulars and responses to HKEX enquiries and comments, drafting submissions to and liaising with HKEX, and reviewing transactional documents and financial reports.
- **General commercial:** Drafting and reviewing SPAs, NDAs, engagement letters and cooperation agreements. Preparing shareholder resolutions, board resolutions and closing documents.
- **Debt capital markets:** Advising on debt issues to professional investors under Chapter 37 of the Listing Rules.
- **Debt restructuring:** Advising clients in the PRC real estate sector on their offshore debt restructurings and Listing Rules implications.
- **Fund formation:** Advising on the establishment of a HK Limited Partnership Fund.

List of selected deals

- Represented the offeror in the successful privatization of Sinosoft Technology Group Limited (previous stock code: 1297).
- Represented Country Garden Services Holdings Company Limited (stock code: 6098) in its proposed acquisition of shares in Hopefluent Group Holdings Limited (stock code: 733) which would have triggered a mandatory general offer under the Takeovers Code.
- Representing Labixiaoxin Snacks Group Limited (stock code: 1262) in its proposed capital reorganization, loan capitalization by connected persons and successful application to the SFC for a waiver from the obligation to make a mandatory general offer under Note 6 to Rule 26.1 of the Takeovers Code.

- Represented Zhongliang Group Holdings Limited (stock code: 2772) in its US\$1.2 billion restructuring involving issuance of convertible bonds and senior notes as scheme consideration.
- Represented the International Bank for Reconstruction and Development in the Hong Kong Stock Exchange listing of its US\$150 million floating rate catastrophe-linked capital at risk notes.
- Represented Sany Heavy Equipment International Holdings Company Limited (stock code: 631) in its RMB2.98 billion acquisition for the entire issued share capital of a company and advised on the Listing Rules implications.
- Represented Shanshan Brand Management Co. Ltd. (stock code: 1749) in its very substantial acquisition of a parcel of land in a land bid.
- Representing a SGX listed company is in its pre-A1 enquiry submission for a proposed spin-off of a hotel business.
- Representing Gaoyu Finance Group (stock code: 8221), the trading in the shares of which was suspended due to insufficient level of operations and asset value, in its proposal for the resumption of trading of shares.

Trainee Solicitor

Aug 2020 to Aug 2022

Seat rotations: Corporate (12 months), Disputes (6 months), Funds and Restructuring (6 months)

Transactional work

- M&A
 - Advised on a joint venture investment bid for a leading global property management company. Prepared the red-flag due diligence report in relation to the target's leases, material contracts, litigation record and banking facilities.
 - Assisted in Nefab Group AB's acquisition of Reflex Packaging Group, a major provider of sustainable thermoformed cushioning. Conducted due diligence interview with the target's management and drafted the due diligence report which covered the target's corporate documents, financials, material contracts and IP.
 - Coordinated closing, prepared closing checklists, instrument of transfer, directors' resolutions, shareholders' resolutions and related documents.
- Listing Rules and Takeovers Code compliance
 - Drafted announcements, circulars and prepared size test checklists in relation to notifiable and connected transactions.
 - Drafted annual results announcements and reviewed annual reports and ESG reports.
 - Assisted with a deal involving a whitewash waiver under the Takeovers Code.
- IPO
 - Advised on initial public offerings as issuer counsel or sponsor counsel. Developed extensive drafting and project management skills in managing A1 submissions and successful listings, which include:
 - Mega Genomics Limited (stock code: 6667)
 - SCE Intelligent Commercial Management Holdings Limited (stock code: 606)
 - China Youran Dairy Group Limited (stock code: 9858)
 - Leading Holdings Group Limited (stock code: 6999)
- Funds
 - Advised on the establishment of a limited partnership fund in Hong Kong.
 - Drafted advice on the formation, management and tax considerations in the context of an OFC domiciled in Hong Kong.

Financial regulatory advisory and data privacy work

- Advised Alipay on the risk of being regulated locally due to users who are residents in jurisdiction. Drafted analysis in respect of the Hong Kong Stored Value Facility (**SVF**) licensing regime and its applicability to an overseas SVF issuer. Liaised with 8 local counsels, reviewed their legal opinions and proposed follow-up questions. Produced a high-level and user-friendly client memo on risk of

regulations across 9 jurisdictions.

- Advised a US bank on Hong Kong data privacy laws and credit card regulations in relation to its issuance of a cross-border commercial credit card as well as other legal issues such as issuance of virtual credit card and anti-money laundering.
- Drafted the Sidley biannual regulatory newsletter which covers, inter alia, the HKMA/SFC joint circular on virtual asset-related activities, re-domiciliation of foreign funds under the new OFC and LPF regimes, revisions to AML/CFT Guidelines and the latest SFC enforcement actions.
- Assisted with editing the Hong Kong chapter of "Payment Services: Law and Practice".

Program Assistant at International House Berkeley, California, US

Sep 2016 to May 2017

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- Led, organized and hosted events including formal dinners, winter ball, boat party, yoga classes, weekly coffee social and visits to theme park.
 - Worked with a team of 15 in serving over 600 residents from 70 countries.

Bryan Cave Leighton Paisner, Hong Kong: Summer Intern with Real Estate team

2018

Eversheds Sutherland, Hong Kong: Summer Intern with Banking team


2017

Simmons & Simmons (Representative Office), Shanghai: Legal Intern with Employment team

2016

LANGUAGES AND OTHER SKILLS

 Native in English and Cantonese. Fluent in Mandarin.

 Web development (HTML, CSS, JavaScript). Beginner-level Python. Proficient at Final Cut Pro.