

Course Code: LCF387

# M&A in the PRC

Presenters:

**Wang Rongkang**, Partner, King & Wood  
**John Gu**, Director, China Tax, KPMG Hong Kong  
**Chris Xing**, Tax Manager, China Tax, KPMG Hong Kong  
**Dave Ellis**, Vice President, International Risk Ltd.  
**Rick Kent**, Vice President, International Risk Ltd.

Merger & acquisition activities in China have surged year on year. Foreign acquisitions of the PRC companies are the primary focus now in foreign investments in the PRC. This course will identify the challenges and issues arising out of M&A activities by foreign companies and will analyze the legal and regulatory regime governing such mergers and acquisitions.

Highlights of the course include:

- Overview of M & A activities in the PRC
- Legal and regulatory framework for M & A in the PRC and recent developments
  - Legislative overview
  - Entities and Instruments (SOE, EJV, CJV, WOFE)
  - Approval systems and roles of governmental bodies
  - Recent developments affecting M&As
- Negotiating contractual and governance issues
- Selecting the best investment vehicle – structuring issues in:
  - State-owned enterprise
  - Domestic PRC company
  - Joint stock company
  - Listed company
  - Onshore v offshore
- Due Diligence: issues, customs and PRC challenges
- Taxation Issues
  - Deal Structuring – assets acquisition, direct share acquisition, flexible and optimal holding structure
  - Common tax due diligence issues
  - Risk management strategies
- Case Study

**Date:** 16 March 2006, Thursday      **Fee:** HK\$1,200      **CPD Law Points/ CPT Hours\* :** 3  
**Time:** 2:30 pm – 5:45 pm      **Level:** Standard      **Language:** English  
**Venue:** Courses & Seminars Limited, Room 1506 Wheelock House, 20 Pedder Street, Central, Hong Kong

## Participant Details

Dr.    Mr.    Mrs.    Ms.

Name : \_\_\_\_\_ Solicitor No. : \_\_\_\_\_ Place & Year of Admission : \_\_\_\_\_  
(as on practising certificate or registration of trainee solicitor contract) (if applicable) (as on practising certificate) (if applicable)

Firm : \_\_\_\_\_ Job Title : \_\_\_\_\_

Address : \_\_\_\_\_

Tel : \_\_\_\_\_ Fax : \_\_\_\_\_ E-mail : \_\_\_\_\_

Profession : \_\_\_\_\_  
(Other than Solicitors)

CPD Law required    CPT required    Others : \_\_\_\_\_  
(Please state)

Certificate required  Cheque for HK\$ \_\_\_\_\_ enclosed  
(HK\$20 per certificate per course) (Please make cheque payable to Courses & Seminars Limited)

Signature : \_\_\_\_\_ Date : \_\_\_\_\_

**For registration conditions & further queries, please contact our office at 2526-3313 or visit our website at <http://www.courses-seminars.com>**

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