

Taiwan

Chamber of commerce:

Taiwan Chamber of Commerce
13th Floor, 168 Sung Chiang Road
Taipei City 10430
Taiwan
Tel: +886 2 2536 5455
Fax: +886 2 2521 1980
Web: www.tcoc.com.tw

Professional body:

Taipei Bar Association
9th floor, No 7 Sec 1
Roosevelt Rd
Taipei
Taiwan
Tel: +886 2 2351 5071
Fax: +886 2 2391 3895
Email: tbax@ms17.hinet.net
Web: www.tba.org.tw

Changes to Taiwanese financial regulation

Chung-Teh Lee
Lee Tsai & Partners
Taipei

Foreign company public listings

The Financial Supervisory Commission, the competent authority in the central government level regulating securities market, banking and insurance sectors, has in the past year initiated several regulation liberalisations on the restrictions placed on foreign companies for them to be publicly listed in the securities markets (Taiwan Stock Exchange and Gre Tai Securities Market) and reinvest in mainland China, allowing companies having the stocks listed in Hong Kong and Korea stock exchange markets to be listed on the Taiwan securities markets, simplifying the listing rules for foreign companies and allowing foreign technology companies to be listed as the first listing in Taiwan. The results of these liberalisations as of May 25 2009 include two foreign companies having their stocks listed through Taiwan Depository Receipts and two foreign companies having their stocks registered as the Gre Tai Securities Market.

Apart from the current two foreign-currency Formosa bonds issued by Deutsche Bank and BNP Paribas, in US and Australian dollars respectively, the Financial Supervisory Commission has recently granted the second US dollar Formosa bonds to be issued by Deutsche Bank.

The Financial Supervisory Commission has expressed its intention to continuously work with Taiwan Stock Exchange and Gre Tai Securities Market to encourage foreign company stock public listing and publicly issuing foreign bonds.

Reducing corporation income tax rate

The Legislative Yuan has passed its third reading of the amended Income Tax Act on May 1 2009, reducing the corporation income tax

rate in coinciding the expiry at the end of 2009 of the tax reduction scheme under the Upgrading Industries Ordinance.

Under the amended Income Tax Act, the corporation income tax rate is reduced from 25% to 20% on the flat rate basis, which is to be implemented on and from January 1 2010. The exemption is increased from the pre-amended NT\$50,000 (approximately \$1,520) to NT\$120,000.

In addition to the reduction of corporation income tax rate, the filing rules and procedures for prepayment of corporation income tax have been simplified.

Suspension of securities transaction tax

In coinciding the expiry of the exemption of the securities transaction tax imposed on corporate and financial bonds transactions, and to answer the recent global economic recession causing the downturn in Taiwan capital market which have yet to recover, an amendment to the Securities Transaction Tax Ordinance was proposed to empower the authority to suspend the securities transaction tax imposed on corporate and financial bonds transactions when it is necessary.

The draft amendment has been sent to Legislative Yuan for its readings on May 25 2009.

Liberalisation of securities and futures transactions

In coinciding the government's recent policy to liberalise Taiwan securities and futures markets to mainland Chinese nationals, the Regulation for Managing Mainland Chinese Nationals Conducting Securities Investment and Futures Transactions in Taiwan was promulgated on April 30 2009, which lifts some of the current restrictions imposing on mainland Chinese nationals investing in Taiwan securities and futures markets.

The subjects regulated under the regulation include qualified domestic investment institutions approved by the authority of mainland China, employees of a Taiwan com-

pany listed in Taiwan Stock Exchange or Gre Tai Securities Market, who have been allotted with securities pursuant to the laws and have their household registered in mainland China, mainland Chinese national shareholders of a foreign company listed on the Taiwan Stock Exchange and Gre Tai Securities Market in Taiwan, as well as other subjects permitted by the authority (mainland Chinese national investors).

Under the regulations, the mainland Chinese national investors are now eligible to invest in securities issued by a company which is qualified to trade at Taiwan Stock Exchange or Gre Tai Securities Market, beneficiary certificates of securities investment or future trust funds, government bonds, financial bonds, certain beneficiary securities, asset securities and warrants. In other words, other than the foregoing mentioned, a mainland Chinese national investor may not invest in securities issued by an emerging-stock-company and Gre Tai Securities Market derivatives.

The regulations also provide express restrictions and monitoring mechanisms in relation to a mainland Chinese national investor conducting the securities and futures investment and transactions.

(i) The mainland Chinese national investor may not by reality control or influence the operation and management of the invested company. In other words, the mainland Chinese national investor may not be appointed as a director or a supervisor in the invested company, and may not control or influence the business operation and management of personnel.

(ii) The mainland Chinese national investor shall be in principle represented by an agent or representative in Taiwan when exercising his voting power.

(iii) The mainland Chinese national investor shall provide the information of the ultimate beneficiaries upon a request.

(iv) The mainland Chinese national investor will be given with a reference number

upon registration for the purpose of supervision.

(v) Enhancement of market monitoring system and cross-market reporting mechanism.

Capital markets

Recommended firms

Tier 1

Baker & McKenzie
Jones Day
Lee and Li

Tier 2

LCS & Partners
Russin & Vecchi
Tsar & Tsai

Tier 3

Chen & Lin
K&L Gates
Lexcel Partners

Banking and project finance

Recommended firms

Tier 1

Baker & McKenzie
Lee and Li
Russin & Vecchi
Tsar & Tsai

Tier 2

Jones Day
Russin & Vecchi
LCS & Partners

Tier 3

Chen & Lin
Formosa Transnational
K&L Gates
Liang & Associates
Yangming Partners

Mergers and acquisitions

Recommended firms

Tier 1

Baker & McKenzie
Jones Day
LCS & Partners
Lee and Li

Tier 2

Chen & Lin
Lexcel Partners
Tsar & Tsai

Tier 3

Formosa Transnational
K&L Gates
Russin & Vecchi
Yangming Partners
Formosan Brothers

Restructuring and insolvency

Recommended firms

Tier 1

Baker & McKenzie
Lee and Li
Tsar & Tsai

Tier 2

Formosa Transnational
Formosan Brothers
Jones Day
Russin & Vecchi

Tier 3

Huang & Partners
K&L Gates
LCS & Partners
Liang & Associates
Yangming Partners

Financial activities in Taiwan have experienced a slowdown. As a high proportion of the country's gross domestic product (GDP) consists of exports, the economy suffered from the sharp contraction of global trade caused by the financial crisis. There have been a number of transactions that relate to distressed or insolvent companies, banks and financial institutions this year, and practitioners also note a decline in foreign private equity investments in Taiwanese companies. For example, the banking sector saw the sale of Asia Trust and Investment Corporation (Asia Trust) by Central Deposit Insurance Corporation (CDIC) to Standard Chartered Bank. HSBC also acquired a distressed bank from CDIC in a subsequent transaction.

As a result of the convergence with international financial reporting standards (IFRS) Taiwan adopted in May 2009, European insurance companies have been selling their local assets and business. Evidence of this could be seen from the sale of ING Group's life insurance business to Fubon Financial Holding and China Life's acquisition of Prudential Life Insurance Company's Taiwan unit.

Cross-strait investments have been on the rise since President Ma Ying-jeou took office last year. Of note was the move to open up Taiwan's stock and futures markets to mainland Chinese this April, including qualified domestic institutional investors (QDII) in mainland China. The relaxed control of securities markets was also followed by measures of Taiwan's Financial Supervisory Commission in June 2009, allowing local securities trust firms to invest in mainland China and purchase shares of Chinese investment funds' management companies. Local futures firms are now able to invest in their mainland counterparts as well.

Taiwan's securities markets have also been opened to Hong Kong-listed companies to issue Taiwan depository receipts (TDR), and Taiwanese exchange-traded funds (ETF) are able to list shares in Hong Kong. But practitioners expect that it takes time to see a notable rise in such deals.

Baker & McKenzie

The capacity and international network of Baker & McKenzie ensures its role in the region's most sought-after deals. Justin Liang, Michael Wong and Wen-Yen Kang are the names that often come up as "particularly impressive" to peers.

Wen-Yen Kang led the a bond offering deal for E Sun Financial Holding Company on the issuance of \$200 million European convertible bonds, 99% of which was subscribed to Morgan Stanley Private Equity. In

March 2009 the firm also worked on a share offering of global depository receipts (GDR) by Gintech Energy Corporation, representing the underwriter Goldman Sachs in the \$48.5 million offering.

The firm's banking practice saw a heavy work flow this year. Bank of Taiwan mandated the firm two syndicated loans such as the NT\$6.5 billion (\$197.9 million) five-year revolving credit for Uni-President Enterprises with other bookrunners including Bank of Tokyo-Mitsubishi, First Commercial Bank, Mega International Commercial Bank and Mizuho Corporate Bank. Another syndication of a dual tranche facility for President Fair Development consisted of a NT\$6.7 billion (\$203.9 million) ten-year term loan and a NT\$475 million (\$14.5 million) five-year revolver, where bookrunners also include DBS Bank, Chang Hwa Commercial Bank, First Commercial Bank and Land Bank of Taiwan.

Other deal highlights include the firm's advice to Chinatrust Commercial Bank on a NT\$4 billion (\$121.8 million) five-year multi-tranche facility for DelSolar and a \$600 million bridge loan by Standard Chartered Bank to J&R Holdings, a subsidiary of Advanced Semiconductor Engineering which consulted the firm.

Notable M&A transactions also come from the banking sector, where Justin Liang led the counsel for Standard Chartered Bank on the \$97 million acquisition and integration with Asia Trust. The team is also advising Teco Electric & Machinery in the purchase of NT\$386 million (\$11.7 million) new shares by Vmax Telecom to Intel Capital Corporation.

In the technology industry the firm is acting for the buyer on a court-supervised ₩260 billion (\$212.2 million) acquisition of a Korean company, BOE Hydys Technology, by Prime View International, and a €6.5 million (\$9.2 million) purchase of outstanding shares from a Croatian company by Mio Technology, a subsidiary of Mitac International Corporation, an electronics maker in Taiwan.

DBS Bank turned to the firm in an insolvency deal, seeking advice on the takeover of distressed Bowa Commercial Bank in a reverse auction that was run by the Central Deposit Insurance Corporation.

Leading lawyers

Alex Chiang
Wen-Yen Kang
Stacey Lee
Justin Liang
Michael Wong

Chen & Lin

Chen & Lin has enjoyed an increasing deal flow, especially in M&A and capital markets, and has begun to make a footprint in the banking table. Peers recognise its "good practice in trade law".

The firm's capital markets practice was featured in several global offerings and share issuances, such as Sunrex Technology's \$23 million GDR offerings and Novatek Microelectronics Corporation's issuance of \$9 million in common shares for its merger with Cheertek Incorporation. The firm is also in the process of assisting local companies on their IPOs in Hong Kong.

A sampling of its banking deals finds the firm on the borrower's side, advising NexPower Technology Corporation on the \$185 million financing provided by Bank of Taiwan, Chinatrust Commercial Bank and First Commercial Bank. In an acquisition financing, the firm represented Transpac Capital on a \$150 million financing for the acquisition and restructuring of Eastern Home Shopping & Leisure. The firm is also counselling the borrower on the \$250 million acquisition of Eastern Home Shopping & Leisure.

The firm's M&A practice turns in a growing number of deals from the technology sector, such as ITE Technology's \$220 million merger with Usbest Technology, Smedia Technology and Chip Advanced Technology and Global Mixed-Mode Technology's \$38 million acquisition of Aimtron Technology. One more example saw the firm advising Unimicron Technology in a \$230 million merger with Phoenix Precision Technology.

Leading lawyers

Che-Hung Chen
Jennifer Wang

Formosan Brothers

With a long-standing position in restructuring work, Formosan Brothers stepped up into the M&A table this year. Maintaining a good relationship with government bodies, the firm's lawyers were retained by the Banking Bureau, Financial Supervisory Commission and the Ministry of Economic Affairs on research projects relating to M&A activities in financial institutions and enterprises.

M&A deals saw the firm acting in several transactions involving Japanese companies, such as share purchases and the acquisitions of Taiwanese companies in the chemical and steel industries. It also advised a local financial institute in the acquisition of a US mutual fund and advised in cross-border transactions with US investment banks.

In a number of restructuring files, the firm is assisting local and Japanese clients in the electronic, real-estate, high-tech and chemical industries on issues such as reorganisation proceedings and debt collections.

Peers see Formosan Brothers as active in the real-estate sector and in the capital markets, advising construction companies on IPOs and privatisation issues throughout the year. It worked on a stock conversion for a listed company from the Taiwan Stock Exchange to OTC (over-the-counter) managed stocks.

Leading lawyers

Peter Chen
Chung-Chiang Lai

Formosa Transnational

Formosa Transnational boasts a solid Japanese client base. Peers describe it as an "aggressive, energetic and user-friendly team". This year saw a group of Japanese companies seek the firm's advice on the formation of joint ventures in Taiwan. It is also advising a local company on the NT\$572 million (\$17.4 million) share transfer purchases and the termination of joint venture with a US electric company.

The firm's banking practice was busy recently, advising a local security company in a NT\$4 billion (\$17.4 million) syndicated loan with eight Taiwanese banks. Foreign banks often hire the firm on their expansions of business in Taiwan; For example, the firm is assisting a US bank to establish local branches.

With a long-standing reputation in litigation, Formosa Transnational is busy with several restructuring proceedings for Japanese companies in telecommunications and manufacturing sectors, deals valued at ¥66.5 million (\$684 million) and NT\$2 billion (\$60.9 million) respectively.

Leading lawyers

Chun-yih Cheng
Rick Lee

Jones Day

"Jones Day's service quality impressed in response times, business knowledge, appropriateness of advice and strength-in-depth of its team. Their fees may be higher than its peers but is worth it," a client comments.

Traditionally known for solid expertise in corporate and M&A advice, the firm has also given strong performances in capital markets and financing deals, with talents such as William Bryson, Chung-Ping Liu, and Raymond Wang recommended as client's favourite counsels.

This year saw several local companies hire the firm on their Taiwanese IPOs, such as Neo Solar Power's NT\$155 million (\$4.7 million) offering and CSBC Corporation's IPO that raised NT\$4.8 billion (\$146.4 million) at the end of 2008. Recently, Chung-Ping Liu led the teams that assisted two offshore companies in the winery and plastics industries on their proposed Taiwanese IPOs. "They provided good explanations with details for each item in the market," says a client.

Teaming up with William Bryson, Liu is also working for a US private-equity fund in connection with its participation loan to a local asset management company for the purchase of NT\$1.5 billion (\$45.8 million) in non-performing loans (NPL). In January 2009 Capmark Financial Group retained the two partners to advise on the disposal of its \$70 million remaining NPL and real-estate portfolios.

In another lending deal, the team is acting for a Hong Kong mining company on the Rmb260 million (\$35 million) loan facility for the onshore and offshore coal purchase of its coal blending business in China.

Clients turn to the firm's M&A advice for its "high level of expertise in financial regulatory environment and foreign investment procedures", adding: "They have an excellent M&A deal team."

This year's deal list exhibited the region's most high-profile and sizeable transactions. Examples come with Fubon Financial Holding's \$600 million acquisition of ING Group's Taiwan life insurance unit, where department head Jack Huang acted for the buyer. Micron Technology employed the firm on transactions including the establishment of a joint venture for MeiYa Technology with NanYa Technology Corporation and Qimonda's acquisition of a \$400 million, 36.5% stake in Inotera Memories.

Again retained in the technology sector, the firm provided advice on Lite-On Technology Corporation's sale and transfer of its cathode ray tube and liquid-crystal display monitor division to Wistron, worth \$300 million.

In the banking sector, Jones Day advised Shinsei Bank on its \$280 million takeover of Jih Sun Financial Holdings, jointly acquired through its joint venture with Capital Target. HSBC is also consulting the firm on the asset purchases from Chinese Commercial Bank.

Leading lawyers

William Bryson
Jack Huang
Chung-Ping Liu

K&L Gates

"K&L Gates is our go-to firm. We consider the work they do for us as very complex and they did an excellent job," says a client. This year saw the firm working in several capital markets and venture capital transactions.

The firm acted for two Cayman Islands companies, Array and Horizon Securities, on their applications to enter shares for trading on the Taiwan Emerging Stock Market. Indonesian company Asia Mobile also consulted the firm on a loan and grant of option over shares in its telecommunications business.

Intel Capital Corporation sought the firm's counsel in its venture capital transaction with Applied Green Light, an investment project in Taiwan's WiMax wireless market. In several capital financing deals, the firm provided advice to TaiGen Biopharmaceuticals Holdings on its Series C financing. Together with previous Series A and B financings, it has raised over \$100 million in total. Taiwan Liposome Company also received a \$15.5 million Series A venture capital financing under the firm's counsel.

Leading lawyers

James Chen
Jacqueline Fu
Jamie Lin

LCS & Partners

Renowned for its "big market brand in M&A", LCS & Partners is praised by peers as having "a strong corporate team active in the market".

This year saw the firm working on several IPOs and bond issuances, such as representing for Pou Sheng International Holdings on its Hong Kong IPO, raising over \$309 million and Huga Optotech on its NT\$2 billion (\$61 million) local primary public offering. The firm also acted for the lead manager JS Cresvale Securities in the \$45 million credit enhanced equity convertible bond offering by WonTen Technology.

Banking deals included Chinatrust Commercial Bank seeking the firm's advice on a NT\$1.5 billion (\$46.7 million) syndicated loan to Gala TV Corporation and other co-borrowers. The firm also worked on an acquisition financing deal, where it acted for Mega International Commercial Bank on the extension of NT\$12.3 billion (\$374.8 million) loans to the Carlyle Group for its acquisition of Ta Chong Bank.

Also in the banking sector, the firm turned in several M&A transactions such as the sale of liabilities, assets, and businesses of Asia Trust's seven branches to Standard Chartered

Bank. The firm advised the seller in the NT\$3.3 billion (\$101 million) transaction.

Other notable examples include its advice to Qimonda on the \$400 million sale of 36.5% stake in Inotera Memories to Micron Technology and representation for GlaxoSmithKline in its €500 million (\$710.4 million) acquisition of the UCB's emerging markets business in Taiwan.

Leading lawyers

Kevin Chang
Amy Chin
Mark Harly
Rich Lin
Pijan Wu

Lee and Li

"Lee and Li is the best in the securitisation field as they have a bigger pool of professionals with consistent high quality, while some law firms sometimes only rely on a few people," a client comments. Such a compliment goes beyond the firm's capital markets capabilities, becoming attributed to the firm's solid reputation across banking, project finance, and M&A work, where it consistently holds its position in the top tier.

Representative security deals come with three tranches of bonds offerings by Central American Bank for Economic Integration (CABEI) from December 2008 to February 2009, totalling NT\$7 billion (\$213.5 million), where the firm advised lead arranger HSBC in the issuance. Morgan Stanley also mandated the firm in its subscription of 99% of the euro-convertible bonds issued by E Sun Financial Holding Company, worth \$200 million. Acting for the issuer, the firm worked on Gintech Energy Corporation's \$49.7 million GDRs in March 2009, when Goldman Sachs served as the global co-ordinator and sole bookrunner.

"They provide appropriate advice not only for documentation but also for structuring or regulation consultation, which is very important for new products or first-time structured deals," says a client. "With different types of asset structures, it would be very tough for the arranger to put together a deal without good legal advice. Lee and Li was able to deal with all those issues for us."

The client adds: "And, more importantly, they also have deep understanding about the regulator's rationale and purpose of those regulations so that it helped a lot for us to communicate with regulator to get a deal through." Clients also named team head Abe Sung as particularly impressive.

Banking practice highlights include several syndicated loan deals for the aviation industry. Investec Bank engaged the firm in the financ-

ings for two aircrafts sold and leased back to Eva Airways and China Airlines, valued at \$164 million and \$37 million, respectively. Again counselling the lender, the firm advised on the financing of eight spare engines sold by China Airlines to a Cayman SPV, with a \$37 million loan provided by DVB Bank to the buyer.

In an acquisition financing deal, the firm advised Avenger International on syndicated loans consisting of NT\$1.2 billion (\$36.6 million) onshore financing and \$10 million for the borrower's offshore holding company, provided by Chinatrust Commercial Bank, Citibank's Taipei branch, and another \$26 million offshore loan from Citibank. The fund is provided for the acquisition of Cable-Giant CATV.

From the M&A practice, clients note Robin Chang: "He is very experienced in dealing with M&A matters and helps us to obtain our aim." Ken-Ying Tseng and counsel Sarah Wu also receive praise for their excellence.

Recent transactions saw the firm advising ING Group on the sale of its Taiwan subsidiary, ING Life Insurance, to local company Fubon Financial Holding for \$600 million. Standard Chartered Bank also retained the firm on its NT\$3.3 billion (\$100.7 million) acquisition of Asia Trust, a distressed bank from CDIC.

Other strategic acquisitions saw the firm representing Nanya Technology Corporation (Nanya) and Micron Technology's \$400 million purchase of Qimonda's shares in joint venture Inotera Memories. The firm also worked on Korea Exchange Bank's NT\$3.4 billion (\$103.7 million) acquisition of shares in ProMOS Technologies, acting for the seller.

The firm is also helping 22 local financial institutions on their claims against Lehman Brothers since the investment bank's demise in September 2008, totalling \$1.3 billion.

Leading lawyers

Robin Chang
CT Chang
Abe Sung
Ken-Ying Tseng

Lexcel Partners

Lexcel Partners has been seen in a number of spin-off and M&A transactions this year. In response to the government policy and contractual requirements, HSBC sought the firm's advice on its proposed formation of a subsidiary bank. The transaction successfully demerged the assets, liabilities, and branch operations into the new subsidiary, totalling NT\$20 billion (\$610 million).

The firm advised Mitsui Sumitomo Insurance (MSI), which spun off its businesses, assets, and debts of its Taipei branch office to subsidiary Mingtai Insurance Company. The subsidiary subsequently issued \$42 million new shares to its parent company, MSI, to complete the transaction. Lexcel lawyers also assisted Merrill Lynch on the de-merger of its Taiwan branch's business to establish a newly incorporated subsidiary worth NT\$1 billion (\$30.5 million).

Notable merger deals for the firm include its counsel for China Life's acquisition of assets from Prudential Life Insurance Company of Taiwan, amounting to NT\$5 billion (\$153 million), and the takeover of all shareholdings in Gala Television Corporation by MBK Group, which consulted the firm in the \$100 million transaction. Other samplings include representation for Longreach Edith Cooperatief 3 on the acquisition of 2.5% shares in EnTie Commercial Bank through a \$26 million tender offer and GIC Real Estate's \$196 million cash merger with TDC through its subsidiary New Taimall Global Company.

Leading lawyers

Echo Yeh

Russin & Vecchi

Partner Thomas McGowan of Russin & Vecchi is highly regarded in the market. "He is probably the best banking lawyer in Taiwan," says a peer.

The firm is frequently engaged by bank lenders, such as its representation for Mega Bank in the financing of the Carlyle's investment in Ta Chong Bank. Similar highlights include advice to Taipei Fubon Bank in the financing of a private equity investment in Eastern Broadcasting as well and the financing for the acquisition of Eastern Home Shopping & Leisure. Acting as borrower's counsel, the firm also advised a group of private equity investors in the financing for the purchase of Gala TV Corporation.

AIG also retained the firm on the sale of its credit card and auto finance business in Taiwan. In insolvency deals, the firm acted for bond holders and creditors in Ya Hsin and Far Eastern Air Transport on bankruptcy issues. It also helped 16 non-local structured produce issuers in negotiations with the Taiwan regulator on the new regulations regarding the sale of structured projects in Taiwan. Clients also turn to the firm for International Swaps and Derivatives Association (ISDA) netting and collateral opinions.

The firm's expertise ranges from general corporate transactions, technology transfers, M&A, and securities and mutual funds. Its

fund manager client base includes Aberdeen, AllianceBernstein, Janus, Morgan Stanley, Pimco and Robeco.

Leading lawyers

Thomas McGowan

Tsar & Tsai

Tsar & Tsai maintains its traditional strength in banking and project finance and has been active in helping clients on restructuring work since the financial crisis.

No less active is the firm's capital markets practice. The firm represented CPT on the private placement of \$250 million European convertible bonds, which was subscribed by Warburg Pincus. In another private placement, the firm acted for LG Display on the subscription of 180 million preferred shares issued by HannStar Display Corporation, worth NT\$ 3 billion. One more example is the rights offering by Vmax Telecom, which brought in the strategic investor Intel Capital, the investment arm of Intel Corporation.

"Tsar & Tsai has considerable experience and expertise on all matters related to banking activities and provides valuable strategic advice to us," comments a client.

Notable banking deals comes from the mandates for HSBC on its NT\$4.7 billion (\$143 million) acquisition of assets, liabilities, and business operations of The Chinese Bank, a distressed local bank from CDIC. It also acted for lead arranger GE Capital on a \$265 million syndicated loan to SRAM to create security interests over the local assets held by the borrower.

Examples of projects saw the firm assisting Kaohsiung Country Government on a BOT (build-operate-transfer) sanitary sewer project and a Japanese consortium on the construction and core system of the Taiwan High Speed Rail Project.

Peers note the firm's international exposure in M&A transactions. The firm helped foreign clients on their strategic investment in information technology, consumer products and insurance sectors. Examples include the counsel for Newell Rubbermaid on the acquisition of Aprica Childcare Institute, Mitsui & Co's purchase of 85% of shares in a Taiwan shopping channel, ShopNet, as well as PCA Life Assurance Company's business transfer to China Life.

Other highlights saw the firm counselling Inotera Memories on the investment by Micron Technology, while the firm acted for an ODM (original design and manufacturing) company on the sale of notebook and server business to a US electronic manufacturing service provider for \$190 million.

The firm is also helping several international creditors in the claim against the distressed company Far Eastern Air Transport, and HSBC again retained the firm on its participation in the reorganisation of Taiwan Kolin. A number of foreign venture capital funds and local listed companies are also retaining the firm for loan restructuring advice.

Leading lawyers

Richard Chuang

Jackie Lin

Janice Lin