# Ogier

# Rachel Huang

### Partner Hong Kong

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+852 9081 8518.

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**VCard** 





# Areas of expertise

**Asset Finance** 

Banking and Finance

BVI Law in Europe and Asia
Corporate
Debt Capital Markets
Derivatives
Equity Capital Markets
Fund Finance
Islamic Finance
Legal
Leveraged Finance
Listing services
Private Equity
Real Estate Finance
Regulatory
Restructuring and Insolvency
Structured Finance

Equity Capital Markets

Mergers and Acquisitions

Real Estate

Real Estate, Infrastructure and Energy Funds

# Background and experience

Before joining Ogier, Rachel worked at a London-headquartered law firm, focusing on debt capital markets. Prior to this, she spent two years as a corporate lawyer at a leading Chinese law firm in Shanghai before relocating to Hong Kong.

Rachel speaks native Mandarin, and is fluent in English and Cantonese.

Key transactions Rachel has advised on include:

- Blue Safari Group Acquisition Corp., a special purpose acquisition company, on its US\$50 million initial public offering on Nasdaq and its proposed de-SPAC merger with Bitdeer Technologies Holding Company, a world-leading technology company for the cryptocurrency mining community. The transaction values Bitdeer at an implied enterprise value of approximately US\$4 billion
- Model Performance Acquisition Corp., a special purpose acquisition company, on its US\$50
  million initial public offering on Nasdaq and its US\$300 million de-SPAC merger with
  MultiMetaVerse Inc.
- Provident Acquisition Corp., a Nasdaq listed special purpose acquisition company, on its de-SPAC merger with Perfect Corp., which provided Perfect with approximately US\$119 million in gross proceeds
- Yupei International Investment Management Co., Ltd. as BVI and Cayman counsel on its sale of 26.38% interests in China Logistics Property Holdings Company Limited with sale value at HK\$3.99 billion to be followed with possible conditional mandatory general offer made by JD.com at the total enterprise value of HK\$16.4 billion
- Tus-Holdings Co, Ltd as BVI counsel in obtaining consent from its bondholders to extend two tranches of offshore US dollar bonds totaling US\$950 million
- CNPC Global Capital Limited as BVI counsel on its issuance of US\$2 billion guaranteed bonds guaranteed by China National Petroleum Corporation
- China Overseas Finance (Cayman) VIII Limited as Cayman counsel on its issuance of US\$1 billion guaranteed notes under a US\$2.5 billion medium term note programme guaranteed by China Overseas Land & Investment Limited

- Tunghsu Group as BVI counsel on its proposed debt restructuring for its defaulted US\$350 million senior notes
- China Southern Power Grid International Finance as BVI counsel on its issuance of US\$1 billion guaranteed notes guaranteed by China Southern Power Grid Co., Ltd
- Rongshi International Finance Limited as BVI counsel on its establishment of US\$3 billion guaranteed medium term note programme guaranteed by State Development & Investment Corp., Ltd
- Midea Group as BVI counsel on its establishment of US\$3 billion guaranteed medium term note programme
- China Media Capital as Cayman counsel on its US\$400 million investment in Manchester City
   Football Club's holding company

Rachel is a Registered Foreign Lawyer regulated by the Law Society of Hong Kong.

#### Admitted in:

2018 - England and Wales

2012 - Hong Kong (not practising)

2006 - PRC (not practising)

#### **Education:**

JD, The Chinese University of Hong Kong LLB, East China University of Politics and Law

### Languages

Mandarin

**English** 

Cantonese

# **Profile (Simplified Chinese)**

#### 背景和经验

黄颖律师是奥杰香港办公室公司融资部的合伙人。黄律师的执业领域涵盖广泛的公司融资交易,包括香港和美国上市、上市前融资、合并和收购、SPAC上市、de-SPAC交易,私募股权和一般的公司事务。黄律师还在债券资本市场交易、债务重组和银行融资方面具有丰富的经验。

在加入奥杰之前, 黄律师曾在年利达律师事务所专注债券资本市场业务, 也曾在搬来香港之前在一家领先 的国内律所担任公司部律师。 黄律师的母语是普通话,并会流利的英文和广东话。

#### 黄律师的主要交易包括:

- 代表特殊目的收购公司 Blue Safari Group Acquisition Corp.在纳斯达克的5千万美元的首次公开募股,以及其拟与Bitdeer Technologies Holding Company(比特小鹿),一家世界领先的加密货币挖矿社区技术公司进行的商业合并。该交易对比特小鹿隐含的企业估值约为40亿美元。
- 代表特殊目的收购公司 Model Performance Acquisition Corp.在纳斯达克的5千万美元的首次公开募股,以及其与MultiMetaVerse进行的3亿美元的商业合并。
- 代表在纳斯达克上市的特殊目的收购公司Provident Acquisition Corp.与Perfect Corp.进行的商业合并,该商业合并为Perfect提供了约1.19亿美元的总收益。
- 作为BVI和开曼律师代表宇培国际投资管理有限公司作为卖方出售中国物流资产控股有限公司38%权益,有关出售交易对价为港币39.9亿元,连同京东集团出具的可能强制性有条件现金要约,中国物流资产的交易价值达到港币164亿元。
- 作为BVI律师代表启迪控股获取债券持有人同意以对其总值5亿美元的两笔境外美元债进行展期。
- 作为BVI律师代表CNPC Global Capital Limited发行由中国石油天然气集团有限公司提供担保的20亿美元担保债券。
- 作为开曼律师代表China Overseas Finance (Cayman) VIII Limited在其由中国海外发展有限公司提供担保的25亿美元中期票据计划下发行10亿美元票据。
- 作为BVI律师代表东旭集团拟重组其违约的5亿美元高级债券。
- 作为BVI律师代表China Southern Power Grid International Finance 发行由中国南方电网提供担保的10亿美元担保债券。
- 作为BVI律师代表Rongshi International Finance Limited设立由国家开发投资公司提供担保的30亿美元中期担保票据计划以及在票据计划下发行票据。
- 作为BVI律师代表美的集团设立30亿美元中期担保票据计划。
- 作为开曼律师代表华人文化以4亿美元收购Manchester City Football Club母公司的部分股权。

黄律师是香港律师协会监管的注册外国律师。

#### 专业资格

2018 - 英格兰及威尔士

2012 - 香港 (非执业中)

2006 - 中华人民共和国 (非执业中)

#### 教育背景

# **Examples of work**

View more examples of work

6 December 2024 | 1 min read 6 December 2024 | 1 min read 29 October 2024 | 1 min read Ogier advises A SPAC Ogier advises 奥杰助力A SPAC III III Acquisition Corp. Acquisition Corp.在纳 HomesToLife Ltd on 斯达克完成5,500万美... on US\$55 million... Nasdaq IPO Nasdag IPO 元SPAC 上市 Deal Deal Deal 29 October 2024 | 1 min read 27 August 2024 | 1 min read 23 August 2024 | 1 min read Ogier in Hong Kong 奥杰为HomesToLife 奥杰香港助力完成 Ltd在纳斯达克首次公 Tristar Acquisition I advises both Tristar 开募股提供法律顾问... Corp与Helport... Acquisition I Corp an... 服务 Limited之间的de-Helport Limited on SPAC并购交易 their business combination Deal Deal Deal

12 August 2024 | 1 min read 12 August 2024 | 1 min read 6 August 2024 | 1 min read Ogier advises DT 奥杰助力DT Cloud Ogier advises Eureka **Cloud Star Acquisition** Star Acquisition Acquisition Corp on Corporation on US\$6... Corporation完成600... US\$50 million SPAC... million SPAC IPO 万美元SPAC 上市 **IPO** Deal Deal Deal

6 August 2024 | 1 min read

奥杰助力Eureka Acquisition Corp完成 5000万美元SPAC 上市

Deal

# News and insights

Find out more

29 November 2024 | 1 min read 28 November 2024 | 2 min read 19 July 2024 | 1 min read 奥杰(Ogier)香港团队 Ogier's Hong Kong ケイマン諸島の会社にお 多位专家荣登2025年 team recognised for ける同意再編の勃興 度The Legal 500《法... excellence in Legal... Gemma Bellfield (nee Lardner) 500's 2025 rankings 500强》榜单 Team: Oliver Payne 彭奥礼, Rachel Huang, Cecilia Li Cayman Islands, Hong Kong News News Insight 23 May 2024 | 5 min read 23 May 2024 | 1 min read 20 May 2024 | 2 min read Four 'outstanding The Rise of 透過開曼群島公司進 lawyers' from Ogier Consensual 行協商一致的重組興 Restructuring... 起 recognised in ALB... Through Cayman Offshore Client Gemma Bellfield (nee Lardner) **Islands Companies** Choice 2024 Team: Oliver Payne 彭奥礼, Rachel Huang, Cecilia Li Gemma Bellfield (nee Lardner) Cayman Islands, Hong Kong Team: Oliver Payne 彭奥礼, Rachel Huang, Cecilia Li Cayman Islands, Hong Kong

Insight

News

Insight

Cayman Islands
welcomes
amendments to t

amendments to the...
Companies Act to
streamline the
capital reduction
process for listed
companies

Gemma Bellfield (nee Lardner)

Team: Dunzelle Daker, Oliver Payne 彭 奥礼, Rachel Huang, Cecilia Li

Cayman Islands

Insight

22 November 2023 | 1 min read

Ogier's Hong Kong team praised in latest Legal 500... rankings

News

4 October 2023 | 4 min read

Meet Ogier's awardwinning senior team in Hong Kong

News

## Recognition

## "Rising Star"

IFLR1000, 2024

"Rachel is a wonderful lawyer to work with. Communicative, professional and can be reached at anytime. She is hard working and detail oriented. Rachel has been one of the top lawyers I've worked with"

SPAC sponsor

"Rachel is one of the few offshore counsels who can speak native Mandarin. She is always reachable, responsive and down to the earth. She can always provide professional advice and practical solutions"

Partner, Chinese law firm