

# Securities and Capital Market

## SECURITIES AND CAPITAL MARKET

Gaopeng & Partners provides legal service in Main Board, ChiNext, STAR Market, BSE, NEEQ and overseas capital market. Our capital market legal services include company compliance, restructure and reorganization, IPO and list, M&A, and bond.

### Company compliance

---

According to practices in the area of taxation, labor relation, protection of intellectual property, M&A, financing and securities, Gaopeng & Partners could provide comprehensive plans for corporate governance structure and company compliance.

- Draft the articles of association of the board of directors, rules of procedures, guidelines of company governance and other plans or procedures related to it
- Review the information disclosure documents related to company governance
- Provide the client with consultancy services on company compliance
- Provide the client with the changes of relevant laws and regulations and the corresponding specific implementation plans
- Legal counsel services: information disclosure, related transaction, witness shareholders meeting

### Restructuring and reorganization

---

Gaopeng & Partners is dedicated to provide the client with professional opinions on all aspects concerned with restructuring and reorganization, design the company's shareholding structure in accordance with the requirements of the NEEQ, and to provide practical solutions on all important legal affairs related to restructuring and reorganization. In this field, Gaopeng & Partners could provide services on the company assets restructuring, share transferring, merger and split up, restructuring and reorganization, business stripping and separation, as well as disposal of business, etc.

- Design the shareholding structure of the joint stock company
- Conduct the legal due diligence
- Draft, amend and review the related restructuring and reorganization documents
- Assist the implementation of the restructuring and reorganization plan
- Provide consultancy opinion on government examination and approval, filing and registration

### IPO and List

---

Gaopeng & Partners has accumulated a wealth of experience in the process of providing legal service for IPO and quotation on the NEEQ for public transfer of shares.

- Conduct the legal due diligence with regard to pertinent matters of quotation on the Main Board, ChiNext, STAR Market, BSE and NEEQ
- Negotiation with the security company and other intermediaries to solve the problems found in the due diligence
- Conduct IPO compliance training and make application documents

- Issue the legal opinion according to the requirements of stock exchanges and NEEQ for public transfer of shares
- Assist the company to relay the feedback of the related institution in conjunction with other intermediaries, issue special statement or supplementary legal opinion
- Overseas IPO and backdoor listing

## M&A and Liquidation

---

- Corporation acquisition and anti-takeover in securities market
- M&A, reverse takeover and backdoor listing
- Equity transfer agreement
- Repurchase of securities and bonds
- Securities company's administrative liquidation and insolvency liquidation
- Capital trust and trust plan
- China Investment Fund

## Bond

---

- Issue corporate bonds and convertible bonds
- Issue note in inter-bank market
- Issue corporate bonds
- Issue US-dollar bonds
- Asset securitization