



ROSS KEENE

PARTNER

M&A
Energy
Health Care
Real Estate

rkeene@jonesday.com

Shanghai
(T) 86.21.2201.8010

Ross Keene has extensive experience advising clients from North America, Europe, Asia, and Australia on cross-border mergers and acquisitions, foreign direct investment, joint ventures, private equity and commercial transactions relating to China. He has been based in China for more than 12 years, during which time he has represented clients in a number of sectors including financial services, real estate, energy and resources, life sciences, technology, infrastructure, and manufacturing. Ross also advises Chinese state-owned and private companies on their overseas acquisitions and other projects throughout the world.

LANGUAGES

English and Mandarin

EDUCATION

University of Melbourne (LL.B. with honours 1999; B.A. in Chinese with honours 1999)

BAR ADMISSIONS

Victoria, Australia

Ross was previously chief representative of the Shanghai office of another international law firm. He also practiced in Singapore as well as for over five years in Melbourne, Australia, where he advised clients on banking and finance, M&A, and resources projects in Australia and Asia.

Ross has been recognized in Chambers on a number of occasions as an expert in China for corporate / M&A, energy and natural resources, and real estate, and has also been recognized in Legal 500 for Chinese projects and energy. Ross has extensive experience drafting and negotiating transaction documents in English and Chinese.

Ross's experience assisting multinational companies on projects in China or with Chinese partners includes:

- Advising Ambrx, Inc. in its collaboration with a Chinese company, Zhejiang Hisun Pharmaceutical Company Ltd. for the development and commercialization of bispecifics based on Ambrx technology for the treatment of cancer;
- Advising a European pharmaceutical company in successfully challenging a charge of commercial bribery by a local branch of the Shanghai Administration of Industry and Commerce;
- Advising international investors on their acquisition of interests in a group which operates a leading payment processing platform in China, offering mobile payment processing, internet banking and point of sales terminals;
- Advising a German client on a joint venture to develop and commercialize water treatment technology in China;
- Advising Owens Corning on the acquisition of Guangde SKD Rock Wool Manufacture Co., Ltd., a Chinese mineral wool manufacturer listed on China's "new third board" for early stage Chinese companies;
- Advising Ivanhoé Cambridge on its investment with CBRE Global Investment Partners for up to USD 400 million in the LOGOS China Logistics Club, which has a strategy of owning and developing high-quality modern logistics properties located in key hubs serving large Chinese cities, particularly Shanghai;
- Advising foreign investors on their acquisition, servicing and disposition of non-performing loans and other distressed assets in China;
- Advising Glencore plc on its proposed onshore oil trading joint venture with Zhejiang Petroleum, a Chinese SOE;
- Advising Lennox International Inc. on the China aspects of the sale of its refrigeration businesses in Australia, New Zealand, and Asia to Beijer Ref AB;

- Advising Newell Brands Inc. on the China aspects of the sale of its Winter Sports businesses to private equity firm Kohlberg & Company for \$240 million;
- Advising Wabtec Corporation on the China aspects of its acquisition of Gerken Group SA, a leading manufacturer of specialty carbon and graphite products for rail and other industrial applications;
- Advising an international professional services company on its acquisition of the Greater China business of one of its international competitors;
- Advising Goodman on a number of warehousing and logistics projects in China; and
- Advising a number of other real estate developers and financial institutions on the acquisition, development, operation and sale of a range of residential, commercial, industrial, and mixed-use real estate projects in China.

Ross's experience advising Chinese companies includes:

- Advising CIC Capital Corporation on its participation in a consortium also including Brookfield, Qube Holdings, CPPIB, GIP, GIC, Qatar Investment Authority, and bclMC on the A\$9.05 billion (US\$6.75 billion) takeover of rail and ports operator, Asciano, which was one of the most complex transactions in Australia in recent times and the largest Australian deal in 2016;
- Advising a Chinese pharmaceutical company on the proposal that an Australian research institute will grant a license to our client to manufacture and then sell a vaccine in China and to certain international organizations;
- Advising Sinochem on its appointment by Monsanto as exclusive distributor of its agricultural-use glyphosate products in Australia and New Zealand;
- Advising Yima Coal Industry Group Co., Ltd on the litigation arising from its AUD 50 million investment in Australian listed entity U&D Coal Limited, including achieving repayment of these funds to Yima and assisting the client to obtain control of the board of U&D Coal;
- Advising a Chinese real estate fund on its investment in a number of Australian residential real estate projects;
- Advising a Chinese state-owned enterprise on its proposed acquisition of an auto parts business based in the United Kingdom; and
- Advising a Chinese private company on its proposed minerals exploration joint venture with other Chinese investors in Tanzania.

Ross's experience prior to joining Jones Day includes the following:

Energy and Resources

- Acted for Rio Tinto on its multi-billion dollar joint venture with Aluminum Corporation of China Limited in the Simandou iron ore project in Guinea, West Africa;
- Acted for BHP Billiton plc on its investment in a port project in southern China;
- Acted for Oyu Tolgoi LLC in the Oyu Tolgoi copper gold project in Mongolia; and
- Advised a major resources company on the divestment of its interest in an exploration joint venture in west China.

Mergers and Acquisitions

- Acted for ANZ on its acquisition of a strategic interest in Shanghai Rural Commercial Bank and on the establishment of an outsourcing hub in Chengdu;
- Advised a U.S. financial services company on its proposed joint venture with a leading state-owned enterprise;
- Advised a European pharmaceutical company on a raw materials manufacturing joint venture in China;
- Acted for Experian on its acquisition of 75 percent of the Emay group, a Chinese mobile marketing company;
- Advised Disney Interactive Studios on the acquisition of a Chinese games developer;
- Advised Macquarie Bank on a number of real estate transactions in China including the sale of City Apartments, a 26-story tower of luxury apartments in downtown Shanghai;
- Advised Goodman on its \$200 million joint venture with Canadian Pension Plan Investment Board; and
- Advised Concord Land on the acquisition and development of the Baccarat Residences in Shanghai.