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Education

M.B.A., INSEAD (Singapore)
(With Distinction)

J.D., Osgoode Hall Law
School (Toronto)

Bar Admissions

New York

Publications

"Social Impact Ratings: Making Socially
Responsible Investment Appealing,"
*Finance and the Common Good/Bien
Commun*, No. 27-II, 2007

Jonathan Wisebrod represents issuers and underwriters in corporate finance transactions and acquirers, sellers and target entities in mergers and acquisitions.

Mr. Wisebrod's representations have included:

Mergers and Acquisitions

- **Citigroup** in the sale of its credit card merchant acquiring business in 11 countries across Asia to Germany's Wirecard;
- **Grab** in its joint venture relating to OVO with Tokopedia and Lippo;
- **Citigroup** on its US\$3 billion sale of a stake in China Guangfa Bank to China Life Insurance;
- **Citigroup** in its role as financial advisor to the offeree in connection with CMA CGM S.A.'s offer to purchase all of the shares of Neptune Orient Lines Limited;
- **E-House (China) Holdings Limited**, a real estate services company, in its sale of a 15 percent equity interest in Leju Holdings Limited, a provider of online-to-offline real estate services in China, to Tencent Holdings Limited, the largest Internet company in China;
- **Citigroup** in its sale of Citibank Savings Inc., a Philippines thrift bank, to BDO Unibank Inc., the Philippines' largest lender;
- **Malayan Banking Berhad** for the U.S. law aspects of its all-share acquisition of Kim Eng Holdings Limited, including an aggregate 83.75 percent interest in Kim Eng Securities (Thailand) Public Company (KEST), the largest securities company in Thailand (named *FinanceAsia's* Cross-Border M&A Deal of the Year — 2011);
- **China Renaissance Capital Investment (CRCI)** in its pre-IPO investment in preferred shares and warrants of Sagent Pharmaceuticals Inc., a U.S.-based developer and marketer of generic pharmaceuticals with joint ventures in China and India;
- **CME Group Inc.**, operator of the Chicago Mercantile Exchange, in its strategic alliance with Bursa Malaysia and its purchase of 25 percent of Bursa Malaysia's derivatives business, which involved the restructuring of Bursa Malaysia to isolate its derivatives business;
- **Petrofund Energy Trust**, a Canadian oil and gas income trust, in its acquisition of all of the outstanding trust units of Ultima Energy Trust; and
- **ATI Technologies Inc.**, a Canadian developer of microchips, in its acquisition of all of the outstanding shares of NxtWave Communications Inc.

SEC-Registered Offerings

- **Equity securities:** India-based **Azure Power Global Limited** (solar power), Malaysia-based **MOL Global, Inc.** (e-payment services) and China-based **Leju Holdings Limited** (real estate services) in initial public offerings of American depositary shares; China-based **Vipshop Holdings Limited** (online retail) in its concurrent offering of convertible notes and American depositary shares; and the underwriters in offerings of shares of Hong Kong-based **Melco PBL Entertainment (Macau) Limited** (gaming and entertainment), U.S.-based **ProAssurance Corporation** (property and casualty insurance), Canada-based **Intrawest Corporation** (resorts), U.S.-based **Hub International** (insurance brokerage) and Canada-based **Biovail Corporation** (pharmaceuticals); and

- **Fixed income securities:** Canada-based **Suncor Energy** (oil and gas) in its offering of senior notes and U.S.-based **Crum & Forster Holdings Corp.** (insurance) in its initial public offering of debt securities; the underwriters in offerings of investment grade debt securities of **Canadian Natural Resources Limited** (oil and gas), **Nexen Inc.** (oil and gas), **Falconbridge Corporation** (minerals and resources), **TeckCominco** (mining and metals) and **Canadian Pacific Railway Corporation** (railway operations), each of which is based in Canada; and the underwriters in the offering of high-yield debt securities of Canada-based **Biovail Corporation** (pharmaceuticals).

Private Placements

- **Equity securities:** **CEMEX Holdings Philippines, Inc.** in its Rule 144A/Regulation S placement of equity securities as part of its Philippine IPO and listing on the Philippine Stock Exchange; and the initial purchasers in Rule 144A/Regulation S placements of equity securities as part of Indian IPOs by **Inox Wind Limited** (wind turbines) and **Jaypee Infrastructure Limited** (infrastructure development), Indian QIPs by **Jaiprakash Power Ventures Limited** (power plants) and **GMR Infrastructure Limited** (infrastructure development), and the Indonesian IPO of **PT Toba Bara Sejahtera Tbk** (coal mining); the initial purchasers in Regulation S placements of equity securities as part of the Indonesian IPO of **PT Mitra Keluarga Karyuarga Karyasehat Tbk.** (hospitals) and the follow-on offering of SGX-listed **Ascott Residence Trust** (a REIT); and the brokers in India exchange-based offers for sale of shares of **Jaypee Infrastructure Limited** (toll roads) by **Jaiprakash Associates Limited** and **Jaiprakash Power Ventures Limited** (power plants) by **Jaypee Infra Ventures Limited**;

- **Convertible debt securities:** **TAL Education Group** (education), **YY Inc.** (social networking) and **E-House (China) Holdings Limited** (real estate services), each of which is based in China, in Rule 144A/Regulation S placements of convertible debt securities; and the initial purchasers in Rule 144A/Regulation S placements

of convertible debt securities by U.S.-based **ProAssurance Corporation** (property and casualty insurance) and Canada-based **Inco Limited** (mining and metals); and

- **Fixed income securities:** Indonesia-based **PT Modernland Realty Tbk.** (real estate development) and U.S.-based **Crum & Forster Holdings Corp.** (insurance) in Rule 144A/Regulation S placements of high-yield debt securities; Indonesia-based **PT Bumi Serpong Damai Tbk** in its Regulation S placement of high-yield notes; and the initial purchasers in Rule 144A/Regulation S placements of investment grade notes by India-based **Bharti Airtel Limited** (telecommunications) and high-yield debt securities by Indonesia-based **PT Bakrie Telecom Tbk** (telecommunications), U.S.-based **Alderwoods Group** (funeral homes and cemeteries), and Canada-based **Videotron Ltée** (television services), **Imax Corporation** (entertainment technology), **Corus Entertainment** (media) and **Intrawest Corporation** (resorts).

Liability Management

- Indonesia-based **PT Modernland Realty Tbk.** (real estate), Indonesia-based **PT Excelcomindo Pratama Tbk.** (telecommunications) and Canada-based **Fairfax Financial Holding Limited** (insurance and investments) in consent solicitations and offers to purchase or exchange debt securities; and U.S.-based **Crum & Forster Holdings Corp.** (insurance) in its offer to exchange SEC-registered debt securities for unregistered debt securities.

In 2007, Mr. Wisebrod was awarded the Robin Cosgrove Prize for Ethics in Finance for his work in the field of socially responsible investing.

Skadden, Arps, Slate, Meagher & Flom (Singapore) LLP is licensed in Singapore as a registered foreign law firm to advise clients on certain aspects of their international transactions and operations. We are not authorized to practice Singapore law. All matters relating to advice as to Singapore law will be dealt with by a separate local Singapore law firm.