



Ong Eu Jin

Eu Jin, a partner of Rosli Dahlan Saravana Partnership was admitted as an advocate and solicitor (West Malaysia) in 1997. A qualified solicitor (England & Wales), he holds a Master of Laws (International Banking and Finance), University College London and an MBA, Edinburgh Business School.

He is presently the Chairperson of the Banking & Finance Committee of LAWASIA, an international organisation of lawyers. He also previously served on the Board of the Financial Planning Association of Malaysia as its Honorary Secretary.

Eu Jin is active in equity capital markets and has advised companies which have successfully listed and completed their IPOs on the Main Market, ACE Market and Leap Market of the Malaysian Stock Exchange. Aside from Malaysian IPOs, he has also acted as the Malaysian legal counsel for Malaysian companies seeking listing on the stock exchange of Hong Kong and Singapore respectively. On the Mergers and Acquisitions front, he has advised on a number of multi-million ringgit acquisitions in respect of both listed and unlisted companies as well as mandatory and voluntary general offers pursuant to the Malaysian Code on Take-Over and Mergers.

As part of his debt capital markets practice, Eu Jin has advised on serial bond issuances and commercial paper/medium term note programmes as well as various Sukuk issuances under the Shariah principles of Mudharabah, Ijarah and Murabahah. Notably, Eu Jin was the Malaysian counsel for the issuance of Samurai bonds in the aggregate principal amount of ¥200 billion by the Government of Malaysia in 2019. As a banking and financial services practitioner, he has advised Malaysian financial institutions on some of the largest bilateral and syndicated financing transactions. Eu Jin has also acted as Malaysian legal counsel for financial institutions in the United Kingdom, Singapore and Hong Kong.

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Eu Jin started his career as a litigation lawyer and thereafter, was the chief operating officer and executive director of a subsidiary of a financial services group for 7 years before returning to the legal profession as a corporate lawyer. He has been appointed as director (both executive and independent non-executive) of companies regulated by the Securities Commission Malaysia.

A qualified certified financial planner with three finance bestsellers under his belt, he has also written for publications such as The Edge Malaysia and New Straits Times and was a speaker at seminars organised at the Securities Commission Malaysia and the Malaysian Stock Exchange. Eu Jin was a panellist at law conferences held in Singapore, Tokyo, Hong Kong, Siem Reap and Colombo.

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Qualifications

- LLM (International Banking and Finance), University College London
- MBA, Edinburgh Business School
- LLB (Hons), University of West London
- Advocate & Solicitor of the High Court of Malaya
- Solicitor, Supreme Court of England & Wales

Practice Areas

- Banking & Finance
- Corporate and M&A
- Capital Markets (Equity and Debt)
- Real Estate Investment Trusts (REITs)

Notable Transactions

Capital Markets

- Acted as the Malaysian legal advisers and due diligence solicitors for the Malaysian operating subsidiaries of a construction company in respect of the initial public offering and listing of the construction company on the Main Board of the Stock Exchange of Hong Kong Limited.
- Acted as legal advisers, due diligence solicitors and prospectus drafters in respect of the initial public offering and listing of a group which consist of 18 companies in total which businesses include property development, construction, engineering and property management on the Main Market of Bursa Malaysia Securities Berhad by way of an initial public offering.
- Acted as the Malaysian legal counsel in respect of the issuance of Samurai Bond (guaranteed by Japan Bank for International Cooperation) for the amount of ¥200 billion by the Government of Malaysia.
- Acted as legal advisers to the Board of Directors of a company engaged in cultivation of oil palm, investment holding, trading of crude palm oil and provision of management services to the subsidiaries, listed on the Main Market of Bursa Malaysia Securities Berhad ("Offeree") and its independent adviser in respect of legal issues arising from the independent advice circular issued to the shareholders of the Offeree pursuant to a notice of conditional mandatory take-over offer to acquire all the remaining ordinary shares in the Offeree.
- Acted as legal advisers and due diligence solicitors in respect of the initial public offering and listing of a furniture manufacturer on the ACE Market of Bursa Securities by way of an initial public offering.

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- Acted as legal counsel for a listed manufacturer and distributor of tin cans (“Offeree”) whereby we advised its board of directors and its independent adviser in respect of legal issues arising from the Independent Advice Circular issued to the shareholders of the Offeree pursuant to a notice of conditional mandatory take-over offer to acquire all the remaining ordinary shares in the Offeree.
- Acted as solicitors for a real estate investment trust, which is listed on the Main Market of Bursa Malaysia Securities Berhad, in respect of its proposed placement exercise of up to 247,457,057 new units.
- Acted as the transaction and due diligence solicitors in respect of Islamic commercial paper/medium term note programme of RM10 billion in nominal value based on the Shariah principle of Mudharabah by a wholly-owned subsidiary of a large conglomerate with core interests in property, construction, education and healthcare.
- Acted as the transaction and due diligence solicitors in respect of a commercial paper/medium term note programme of RM2 billion in nominal value by a prominent developer.
- Acted as the transaction and due diligence solicitors in respect of an Islamic commercial paper/medium term note programme of RM2 billion in nominal value based on the Shariah principle of Mudharabah by a treasury management centre of a prominent property development company.
- Acted as the transaction and due diligence solicitors in respect of an Islamic medium term note programme based on the Shariah principle of Ijarah by the subsidiary of a prominent property development company.
- Acted as the transaction and due diligence solicitors in respect of an issuance of serial bonds of RM120 million for the construction of a shopping complex in Ipoh.
- Acted as the legal adviser and the due diligence solicitors in respect of the initial public offering on the Main Market of Bursa Malaysia Securities Berhad of an engineering and piling construction specialist.
- Acted as the legal adviser and the due diligence solicitors in respect of the initial public offering on the LEAP Market of Bursa Malaysia Securities Berhad of an established managed network services provider.
- Acted as the legal adviser and the due diligence solicitors in respect of the first unit split exercise (resulting in 1,095,516,080 sub-divided units) for a real estate investment trust, which is listed on the Main Market of Bursa Malaysia Securities Berhad.
- Acted for a prominent developer in Malaysia in respect of the renounceable rights issue of up to 568,702,201 new ordinary shares.
- Acted for a major logistics and storage company in respect of rights issue and share split exercise resulting in 210,258,500 new ordinary shares.

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- Acted for a provider of reinsurance and retakaful, in respect of a bonus issue of 106,534,750 new ordinary shares.
- Acted for an apparel manufacturer in respect of the renounceable rights issue of 150,030,005 new ordinary shares together with 90,017,957 free detachable warrants.

Financing

- Acted as the financier's solicitors in respect of banking facility of up to RM1.55 billion granted to a multinational company to finance capital expenditure, working capital, refinancing of bank borrowings and general corporate funding requirement.
- Acted as the financier's solicitor in respect of a term financing-i facility and a revolving credit-i facility under the Shariah principle of Commodity Murabahah of up to RM1.25 billion granted to a multinational company to refinance outstanding debts, finance capital expenditure, working capital and general corporate funding requirement.
- Acted as the financier's solicitors in respect of banking facility of up to RM1.15 billion granted to an investment holding company to finance the acquisition of ordinary shares of its subsidiary arising from a mandatory general offer as part of a mergers and acquisitions exercise.
- Acted as the financier's solicitor in respect of a term loan facility of up to RM1 billion granted to a wholly owned subsidiary of state-owned energy development and electric utility company to finance or reimburse capital expenditure and working capital expenses of the borrower and other subsidiaries within the group.
- Acted as the financier's Malaysian solicitors in respect of banking facility of up to GBP94 million granted to a subsidiary of a prominent multinational developer to finance the construction of a stadium, a rail bridge and residential units in London.
- Acted as the financiers' solicitors in respect of a term financing-i facility under the Shariah principle of Commodity Murabahah of up to RM610 million granted to a multinational healthcare company for the construction and expansion of hospitals and redemption of sukuk.
- Acted as the financier's solicitor in respect of a project financing of up to RM587 million for construction of a shopping mall.
- Acted as the financier's solicitors in respect of a banking facility of up to USD125 million granted to a treasury management centre of a prominent development company in Malaysia.
- Acted as the financier's solicitors in respect of banking facilities of up to RM480 million granted to a prominent developer in Malaysia to acquire land and to part finance the construction of residential and commercial units of a high profile development project in Malaysia.

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- Acted as the financier's solicitors in respect of banking facilities of up to RM477 million granted to a biomedical equipment maintenance and management company to part finance the supply, delivery, installation, testing, commissioning, and maintenance of biomedical equipment at government clinics.
- Acted as the financier's solicitors in respect of banking facilities of up to USD110 million granted to a treasury management centre of a prominent development company in Malaysia to finance the development of part of a project in China and as short term working capital.
- Acted as the financier's solicitors in respect of a term loan facility of up to RM400 million granted to a multinational company to finance capital expenditure, working capital, refinancing of bank borrowings and general corporate funding requirement.

Corporate and M&A

- Acted as legal advisers and transaction solicitors in respect of the disposal of an operating subsidiary of an established managed network services provider listed on the LEAP Market of Bursa Securities to a subsidiary of a communications service provider listed on the Main Market of Bursa Securities.
- Acted as solicitors for an investor (which is one of the largest independent venture capital firms in South Korea) in relation to their investment in an international drone based managed solutions provider alongside other foreign and local investors for an aggregate amount of USD30 million.
- Acted as transaction and due diligence solicitors for a manufacturer of security seals, in respect of a group rationalisation exercise involving the acquisition of minority stakes in its foreign subsidiaries in the United States, United Kingdom and Denmark.
- Acted as due diligence solicitors for the purchaser, a French listed concessions and construction company (and member of the Euro Stoxx 50 index) in respect of the Malaysian subsidiaries of a Singaporean turnkey electrical and mechanical projects specialist.
- Acted as transaction and due diligence solicitors for the purchaser, a real estate investment trust, which is listed on the Main Market of Bursa Malaysia Securities Berhad, in respect of the acquisition of industrial properties for RM180 million in aggregate as well as its rights issue.
- Acted as transaction and due diligence solicitors for foreign investors to acquire shares in the holding company of a group of entities providing business advisory, tax planning, advisory and compliance, secretarial and related services.
- Acted as transaction and due diligence solicitors for the purchaser in respect of the proposed acquisition of a large government-linked construction company which undertake projects in various sectors: highways & expressways, bridges, railways & urban transit, airports, tunneling, water infrastructure and buildings.

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- Acted as transaction and due diligence solicitors for the purchaser, a state-owned listed entity, in respect of an acquisition of 60% equity stake in a licensing company which owns 279 trademarks in 54 countries.
- Acted as legal counsel for the purchaser, a Singaporean logistics company in respect of the acquisition of the entire equity stake of a Malaysian courier company.
- Acted as legal counsel for the purchaser in respect of a call option to acquire the entire equity stake in two holding companies of medical centres.
- Acted as transaction and due diligence solicitors for the purchaser, a listed financial services and property investment company, in the acquisition of 49% equity stake in a gaming company from a private equity firm.

Conferences

- Moderator at the LAWASIA Conference 2019 in Hong Kong for the Banking & Finance Session which discussed the use of cryptocurrencies and initial coin offerings as means for capital raising.
- Panelist at the Malaysian Bond and Sukuk Conference 2019 for the Special Presentation titled "Samurai Bond: Benefits and Challenges."
- Speaker at an IPO seminar 2019 jointly organized by the Malaysian Stock Exchange titled "Gearing up for an IPO: Strategies to Manage Legal and Tax Concerns."
- Speaker at the LAWASIA Conference 2019 in Manila, on the role of Chinese companies in Malaysian construction and infrastructure projects.
- Speaker at the LAWASIA Conference 2018 in Siem Reap, on real estate procedures in Malaysia juxtaposed with certain other jurisdictions in Asia.
- Panelist at the 2nd Kuala Lumpur International Sukuk Conference in 2018 on the recent Sukuk defaults in Malaysia and internationally, as well as a case study on the Sukuk dispute involving United Arab Emirates-based energy company, Dana Gas.
- Speaker at the LAWASIA Conference 2017 in Tokyo, on real estate procedures in Malaysia juxtaposed with certain other jurisdictions in Asia.
- Speaker at the LAWASIA Conference 2016 in Colombo on peer-to-peer lending in Malaysia.
- Speaker at an IPO seminar 2014 organized by SME Corp Malaysia on "A Legal Roadmap: How to Avoid Pitfalls".
- Speaker for a REIT Conference in Singapore in 2013 on "Establishing a REIT".

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Seminars

- Speaker at KL Bar talk 2019 on "Managing Tax Issues in Financial Transactions."
- Speaker at LHAG Corporate Counsel Day 2019 on "MACC Amendment Act 2018."
- Presenter at LHAG Thursday Talk 2019 on "Anticipating Changes to Due Diligence Guidelines."
- Speaker at LHAG Corporate Counsel Day 2018 on "Liabilities of Company Directors and Officers in 2018."
- Speaker at Malaysian REIT Managers Association seminar 2018 on "Key Changes to SC Guidelines & Bursa Listing Requirements for REITs."
- Speaker for MARC Training sessions entitled "Legal Documentation for Bonds".
- Speaker for MARC Training sessions entitled "Security over Land and other assets".
- Speaker for MARC Training sessions entitled "Companies Act 2016; Radical Changes to the Company Law".
- Speaker for MARC Training sessions entitled "Legal Issues in Financing Documents".
- Speaker for MARC Training sessions entitled "Legal Fundamentals of Acquisition".
- Speaker for MARC Training sessions entitled "Notable Issues in Capitals Markets".
- Speaker at KL Bar Practitioners' Affair Committee's soft skills talk on "What Clients Want".

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