



Stevenson, Wong & Co. 史蒂文生黃律師事務所

In association with AllBright Law (Hong Kong) Offices LLP
錦天城(香港)律師事務所 有限法律責任合夥

SW Newsletter

June 2024

史蒂文生黃律師事務所通訊 2024年6月

SW Spotlight 史蒂文生黃焦點

SW Partners Recognised as 2023 A-List "Growth Drivers" by China Business Law Journal 史蒂文生黃合夥人榮登《商法》"The A-List 法律精英: 2023律界精英" 榜單

China Business Law Journal (CBLJ), a globally renowned legal media has recently announced the "The A-List: The Growth Drivers for China Practice 2023". This year, we are delighted to announce that three of our partners have been recognized for their extensive experience and recognition by clients.

- Hank Lo, Partner, and Head of Corporate Finance
- Heidi Chui, Partner, Head of Banking and Finance and Litigation and Dispute Resolution, Co-Head of FinTech Practice Group
- Rodney Teoh, Partner and Deputy Head of Corporate Finance, Co-Head of FinTech Practice Group



To identify the elite lawyers for the Chinese market, CBLJ invited nominations and recommendations from in-house counsel in China and around the world including partners from Chinese and international law firms, and legal experts from various domains. The "A-List" lawyers are recognised for their outstanding achievements and leaders in business development. They have profound practical experience and legal acumen, enabling them to create tangible value for clients while supporting the continuous growth of the firm.

国际权威法律媒体《商法》(China Business Law Journal)近日公布了2023年度"The A-List 法律精英: 2023年中国业务律界精英" 榜單。本所共有三位合夥人凭借杰出的专业实力和客户及业界之高度评价荣登榜單:

- 合夥人及企业融资部主管劳恒晃律师
- 合夥人、银行及金融部和诉讼及争议解决部主管、金融科技联席主管徐凯怡律师
- 合夥及企业融资部副主管、金融科技部联席主管张源辉律师

为甄选出最受市场推荐的精英律师,《商法》向参与中国相关业务的全球企业法务与高管、律所合夥人,以及各界法律专家发出提名推荐邀请。本次公布的"律界精英"拥有傲人业绩,是律所发展的中流砥柱、业务发展的领军者。他们拥有丰富执业经验和深厚法律素养,身经百战,能够最快掌握法律市场的动态变化,为客户创造实际价值,助力事务所持续发展。

合伙人徐凯怡律师荣膺 “ALB 2023 年亚洲诉讼律师”



本所欣然宣布，合伙人、诉讼及争议解决部主管徐凯怡律师，荣获国际权威法律媒体《亚洲法律杂志》(Asian Legal Business, ALB) 评选为「2023 年亚洲诉讼律师」(Litigators of Asia 2023)。

ALB是汤森路透旗下的尖端法律杂志，为读者提供前沿的法律商业资讯和律所专业评级，被认为是最具影响力的法律媒体之一。「2023年亚洲诉讼律师」榜单旨在表彰亚洲最杰出和最有影响力的诉讼律师。本次认可证明了徐律师在亚洲争议解决领域卓越的专业实力，和业界和客户之高度评价和肯定。

Transaction Updates 上市交易

May 7

SW acted for the placing agents in the successful issuance of CNY484 million 3.35% credit enhanced bonds due 2027 with the benefit of an irrevocable standby letter of credit by Renshou Urban Investment Group Co., Ltd.

史蒂文生黄律师事务所作为配售代理法律顾问协助仁寿城投集团有限公司成功发行人民币4.84亿元2027年到期3.35%有备用信用证支持的增信债券



Stevenson, Wong & Co. acted for the placing agents in the successful issuance of CNY484 million 3.35% credit enhanced bonds due 2027 with the benefit of an irrevocable standby letter of credit by Renshou Urban Investment Group Co., Ltd. (the "Issuer").

The Issuer is a directly wholly-owned company of Renshou County State-owned Assets and Financial Work Bureau. The Issuer is an important investment and management entity of state-owned property and a main operation entity for production and sales of electronic products and wire and optical cable, transfer of own land, water affairs, agent construction service fees, and engineering product in Renshou.

史蒂文生黄律师事务所作为配售代理法律顾问协助仁寿城投集团有限公司（「发行人」）成功发行人民币4.84亿元，票面利率为3.35%，2027年到期，有备用信用证支持的增信债券。

发行人是仁寿县国有资产和金融工作局的直接全资公司。其为仁寿县重要的国有资产投资经营主体，是仁寿县电子产品、电线电缆生产销售、自有土地出让、水务、代建服务费及工程产品的主要经营主体。

April 17

SW advised Spartan Capital Securities, LLC on the successful listing of Junee Limited (NASDAQ: JUNE) on the Nasdaq Capital Market

史蒂文生黄律师事务所就Junee Limited (NASDAQ: JUNE) 在纳斯达克资本市场的成功上市向Spartan Capital Securities, LLC提供法律咨询

Stevenson, Wong & Co. acted as the Hong Kong legal adviser to Spartan Capital Securities, LLC ("Spartan Capital Securities"), the underwriter of Junee Limited (NASDAQ: JUNE) ("Junee") in the successful listing on the Nasdaq Capital Market on 17 April 2024 (the "Nasdaq Listing"). Junee offered a total of 2,000,000 Ordinary Shares, priced at US\$4.00 per share. The aggregate gross proceeds from the Offering was US\$8 million.



Junee, through the subsidiaries, OPS Interior Design Consultant Ltd. ("OPS HK") provides quality interior design, fit-out and maintenance services to both residential and commercial clients in the Hong Kong interior design market. OPS HK also provides a broad range of repair and maintenance services, including routine home condition upkeep services. OPS HK won the Muse Design Award in 2020, and in the same year voted one of the Most Valuable Companies in Hong Kong by Mediazone.

史蒂文生黄律师事务所作为包销商Spartan Capital Securities, LLC ("Spartan Capital Securities") 的香港法律顾问，成功协助Junee Limited ("Junee") 于2024年4月17日在纳斯达克资本市场成功上市 ("纳斯达克上市")。Junee发行共计2,000,000股普通股，每股定价为4.00美元，此次发行的总收益将为800万美元。

Junee通过其子公司OPS Interior Design Consultant Ltd. ("OPS HK") 为香港室内设计市场的住宅和商业客户提供优质的室内设计、装修和维护服务。OPS HK还提供广泛的维修和保养服务，包括日常家居状况保养服务。OPS HK曾于2020年荣获缪斯设计奖，并被Mediazone颁发2020年香港最有价值公司奖。

March 18

SW acted for the placing agents and the trustee in the successful issuance of CNY95 million 8.0% bonds due 2026 by Weifang Water Investment Group Co., Ltd.

史蒂文生黄律师事务所作为配售代理及受托人律师协助潍坊水务投资集团有限公司成功发行人民币9500万元2026年到期的8.0%债券



史蒂文生黄律师事务所作为配售代理及受托人律师协助潍坊水务投资集团有限公司 ("发行人") 成功发行人民币9500万元，票面利率为8.0%，2026年到期的债券。

发行人为一家分别由潍坊市国有资产监督管理委员会持股90%及山东省财欣资产运营有限公司持股10%的国有企业。其为潍坊市主要的原水供应主体及城市建设营运主体。发行人及其子公司的业务范围涉及工程施工及房屋销售、原水销售、融资租赁及保理、贸易及其他业务。本项目的配售代理为万海证券(香港)有限公司、海通国际证券有限公司、东兴证券(香港)有限公司、同一证券有限公司、凯中资产管理有限公司及瑞升国际证券有限公司。

Stevenson, Wong & Co. acted for the placing agents and the trustee in the successful issuance of CNY95 million 8.0% bonds due 2026 by Weifang Water Investment Group Co., Ltd. (the "Issuer").

The Issuer is a state-owned enterprise 90% owned by the State-owned Assets Supervision and Administration Commission of Weifang City and 10% owned by Shandong Caixin Asset Operation Co., Ltd. The Issuer is a major water supply, investment and construction entity in Weifang City. The main businesses of the Issuer and its subsidiaries include engineering construction and housing sales, water sales, financing and factoring, trade and others. Wanhai Securities (HK) Limited, Haitong International Securities Company Limited, Dongxing Securities (Hong Kong) Limited, Tung Yat Securities Limited, Interarch Asset Management Limited and Raising International Securities Limited acted as the placing agents in this issuance.

Transaction Updates 上市交易

March 12

SW acted for the joint lead managers and the trustee in the successful MOX listing and issuance of CNY400,000,000 7.5% Bonds due 2027 by Weifang Water Investment Group Co., Ltd.

史蒂文生黄律师事务所作为联席牵头经办人及受托人律师协助潍坊水务投资集团有限公司成功于MOX上市及发行人民币4亿元2027年到期的7.5%债券



Stevenson, Wong & Co. acted for the joint lead managers and the trustee in the successful listing and issuance of CNY400,000,000 7.5% Bonds due 2027 (the "Bonds") by Weifang Water Investment Group Co., Ltd. (the "Issuer"). The Bonds were listed on Chongwa (Macao) Financial Asset Exchange Co., Limited ("MOX") on 11 March 2024 (MOX Bond Code: MOXTB24043). Interarch Asset Management Limited and Haitong International Securities Company Limited acted as the joint global coordinators, joint bookrunners and joint lead managers. Shanghai Pudong Development Bank Co., Ltd., Hong Kong Branch, Shanggu Asset Management (Asia) Limited, Integrity Construction & Development Securities Group Limited, Zhongtai International Securities Limited and Orient Securities Limited acted as the joint bookrunners and joint lead managers.

史蒂文生黄律师事务所作为联席牵头经办人及受托人律师协助潍坊水务投资集团有限公司（「发行人」）成功发行人民币4亿元，票面利率为7.5%，2027年到期的债券（「债券」）。债券于2024年3月11日在中华（澳门）金融资产交易股份有限公司（「MOX」）正式上市（MOX债券编码: MOXTB24043）。本项目的联席全球协调人、联席账簿管理人及联席牵头经办人为凯中资产管理有限公司及海通国际证券集团有限公司。联席账簿管理人及联席牵头经办人为上海浦东发展银行股份有限公司香港分行、上古亚洲资产管理有限公司、正金证券集团有限公司、中泰国际证券有限公司及东方汇财证券有限公司。

February 1

SW acted as international counsel for the placing agents in the successful issuance of CNY256 million 8.6% bonds due 2026 by Weifang Water Investment Group Co., Ltd.

史蒂文生黄律师事务所作为配售代理国际律师协助潍坊水务投资集团有限公司成功发行人民币2.56亿元2026年到期的8.6%债券

Stevenson, Wong & Co. acted as international counsel for the placing agents in the successful issuance of CNY256 million 8.6% bonds due 2026 by Weifang Water Investment Group Co., Ltd. (the "Issuer"). Fortune Origin Securities Limited (formerly known as AMC Wanhai Securities Limited), Shanghai Pudong Development Bank Co., Ltd., Hong Kong Branch, Haitong International Securities Company Limited, Head & Shoulders Securities Limited, Dongxing Securities (Hong Kong) Company Limited, Tung Yat Securities Limited, Raising International Securities Limited, Yuan Tong Global Securities Limited, TFI Securities and Futures Limited, Orient Securities Limited, Integrity Construction & Development Securities Group Limited and Mango Financial Limited acted as the placing agents in this issuance.



史蒂文生黄律师事务所作为配售代理国际律师协助潍坊水务投资集团有限公司（「发行人」）成功发行人民币2.56亿元，票面利率为8.6%，2026年到期的债券。本项目的配售代理为富中证证券有限公司（前称万海证券有限公司）、上海浦东发展银行股份有限公司香港分行、海通国际证券有限公司、联合证券有限公司、东兴证券（香港）有限公司、同一证券有限公司、瑞升国际证券有限公司、圆通环球证券有限公司、天风国际证券与期货有限公司、东方汇财证券有限公司、正金证券集团有限公司及芒果金融有限公司。

January 29

SW acted as international counsel for the placing agents in the successful issuance of CNY107.5 million 8.0% bonds due 2025 by Liaocheng Guotai Dongchang Urban Construction & Development Group Co., Ltd.

史蒂文生黄律师事务所作为配售代理国际律师协助聊城市国泰东昌城市建设发展集团有限公司成功发行人民币1.075亿元2025年到期的8.0%债券



史蒂文生黄律师事务所作为配售代理国际律师协助聊城市国泰东昌城市建设发展集团有限公司（「发行人」）成功发行人民币1.075亿元，票面利率为8.0%，2025年到期的债券。

发行人为一家由聊城市东昌府区财政局全资拥有的国有企业，其为由聊城市东昌府区人民政府支持的重要土地开发和城市建设实体及国有资产经营者。发行人及其子公司的主营业务包括东昌府区保障性住房项目的拆迁安置，并承担保障性住房项目的投融资、实施与运营。

本项目的联席全球协调人、联席牵头经办人及联席账簿管理人为富中证券有限公司（前称万海证券有限公司）及海通国际证券有限公司。联席牵头经办人及联席账簿管理人为交银国际证券有限公司、天风国际证券与期货有限公司、同一证券有限公司及申万宏源证券（香港）有限公司。

Stevenson, Wong & Co. acted as international counsel for the placing agents in the successful issuance of CNY107.5 million 8.0% bonds due 2025 by Liaocheng Guotai Dongchang Urban Construction & Development Group Co., Ltd. (the "Issuer").

The Issuer is a state-owned enterprise wholly-owned by the Liaocheng Dongchangfu Finance Bureau. The Issuer is a major land development and urban construction entity and a state-owned asset operator supported by the Liaocheng Dongchangfu District People's Government. The main business of the Issuer and its subsidiaries is to undertake the investment, financing, implementation, and operation of affordable housing projects, with a focus on the demolition and resettlement of such projects.

Fortune Origin Securities Limited (formerly known as AMC Wanhai Securities Limited) and Haitong International Securities Company Limited acted as the joint global coordinators, joint lead managers and joint bookrunners. BOCOM International Securities Limited, TFI Securities and Futures Limited, Tung Yat Securities Limited and Shenwan Hongyuan Securities (H.K.) Limited acted as the joint lead managers and joint bookrunners.

January 11

SW acted as international counsel for the placing agents in the successful issuance of CNY310 million 8.0% bonds due 2024 by Weihai Nanhai Investment and Development Co., Ltd.

史蒂文生黄律师事务所作为配售代理国际律师协助威海南海投资开发有限公司成功发行3.1亿人民币2024年到期的8.0%债券



史蒂文生黄律师事务所作为配售代理国际律师协助威海南海投资开发有限公司（「发行人」）成功发行3.1亿人民币，票面利率为8.0%，2024年到期的债券。发行人为一家由威海南海新区管理委员会全资拥有的国有企业，其为由威海南海新区的国有资产投资运营主体，业务范围涉及工程、产品销售及供水等多个领域。是次发行的配售代理包括富中证券有限公司、同一证券有限公司及中国银河国际证券（香港）有限公司。

Stevenson, Wong & Co. acted as international counsel for the placing agents in the successful issuance of CNY310 million 8.0% bonds due 2024 by Weihai Nanhai Investment and Development Co., Ltd. (the "Issuer"). The Issuer is a state-owned enterprise wholly-owned by the Weihai Nanhai New District Management Committee. The Issuer is one of the crucial state-owned investment and operating entities in the Weihai Nanhai New District, principally engaged in the businesses of agent construction, sales of products and water supply. Fortune Origin Securities Limited, Tung Yat Securities Limited and China Galaxy International Securities (Hong Kong) Co., Limited acted as the placing agents in this issuance.

May 25

合伙人徐凯怡律师获北京仲裁委员会/北京国际仲裁中心聘任为仲裁员



2024年5月25日，北京仲裁委员会/北京国际仲裁中心（以下简称“北仲”）第八届仲裁员聘任大会在北京正大中心成功举行。我所合伙人、诉讼及争议解决部主管徐凯怡律师，获聘担任北京仲裁委员会/北京国际仲裁中心第八届仲裁员，任期自2024年5月25日起至任期终止之日止。

本次大会邀请到了北京市司法局党委书记、局长崔杨，以及党委委员、副局长张国强出席。北仲主任郭卫，副主任王利明，连同北仲全体工作人员及600多位仲裁员一同参与了本次盛会。

此次聘任是北仲对徐凯怡律师在法律专业领域的深厚造诣及其专业能力的充分认可。徐律师表示，她将不负重托，在任期内将竭尽所能履行仲裁员职责，为经贸争议的解决以及推动北仲的长远发展贡献力量。

February 6

Partner Rodney Teoh Invited as Award Presenter at the TADS Awards 2023

合伙人张源辉律师获邀为TADS Awards担任颁奖嘉宾

On 6 February 2024, our partner, deputy head of corporate finance and co-head of Fintech, Rodney Teoh, was invited to attend the Tokenized Assets & Digitized Securities Awards (TADS Awards) at Hong Kong Cyberport.

The TADS Awards, co-organised by the Asia Pacific Digital Economy Institute, Coinstreet, and Qcure Marketing, is the world's first annual international award for the Tokenized Assets and Digitized Securities (TADS) sector. It celebrates the remarkable advancements and transformative power of tokenization across three award categories: "Best of Class TADS," "Ecosystem Excellence," and "Web3 Innovations".

Mr. Teoh was invited to deliver a speech and present the WEB3 INNOVATIONS category – DLT, Blockchain & Cyber Security Award. We extend our heartfelt congratulations to all the deserving winners and the organizers for hosting such a successful event. It was a privilege to participate in this esteemed awards ceremony and engage with leaders and experts from the global financial technology and financial service sectors.



2024年2月6日，本所合伙人，企业融资副主管及金融科技部联席主管张源辉律师受邀担任于香港数码港举行的资产通证化和数字化证券大奖 (Tokenized Assets & Digitized Securities Awards, TADS Awards) 的颁奖嘉宾。

TADS Awards 由亚太数字经济研究院、高尔街集团 (Coinstreet) 和尚游健康科技有限公司 (Qcure Marketing) 共同举办，是全球首个资产通证化和数字化证券领域 (TADS) 行业的年度奖项。该奖项通过“最佳 TADS 类别”、“卓越生态方案”和“Web3 创新”三个类别，表扬对推动行业发展作出重大贡献和卓越成就的人士或团体。

张律师受邀为“Web3 创新类别——DLT、区块链和网络安全”致词及颁发奖项。我们藉此机会向所有获奖者表示衷心祝贺，并很荣幸获邀参与本次备受业界推崇的颁奖典礼，与全球金融科技和金融服务行业的领导者和专家进行交流。

January 12

史蒂文生黄律师事务所与CSpro成功合办 “STO Friday”



2024年1月12日，本所与高普科技金融（香港）有限公司（CSpro）在本所位于中环的办公室联合举办了一场圆桌讨论活动，主题为“证券币周五（STO Friday）”。本所合伙人、企业融资副主管及金融科技部联席主管张源辉律师深入解析了议题，并与CSpro创办人兼行政总裁李尚信先生共同主持了此次圆桌讨论。在讨论过程中，张律师概述了香港与证券型代币发行（STOs）方面的监管环境。他涵盖了有关虚拟资产的历史性规则发展，并探讨了证监会近期关于代币化证券相关活动的通知。张律师还分享了有关由现实世界资产（RWA）支持的STOs如何为投资者带来新的机会和益处。

December 29

合伙人徐凯怡律师接受《商法》采访分享跨境争议解决的方案

本所合伙人、诉讼及争议解决部主管徐凯怡律师，最近接受了《商法》的采访，在10月号的封面故事—《双赢博弈》一文中，探讨跨境判决承认和执行的挑战及相关注意事项。

2023年11月10日，香港政府宣布，《内地民商事判决（相互强制执行）条例》及《内地民商事判决（相互强制执行）规则》将于2024年1月29日起正式实施，意味最高人民法院和香港政府于2019年1月18日签订的《关于内地与香港特别行政区法院相互认可和执行民商事案件判决的安排》即将在香港正式生效，令跨境承认与执行更加通畅。



徐律师在采访中探讨了中国企业在面对普通法争议时的挑战，包括对抗辩式程序和作为事实证人提供口头证据时的陌生等，并分享了应对方法。她亦提醒了外资企业在走进中国市场时应注意的事项。

December 13

史蒂文生黄合伙人和顾问律师荣获香港律师会颁授「公益法律服务及社区工作嘉许计划」奖项

由香港律师会主办的「公益法律服务及社区工作嘉许计划」颁奖典礼于12月13日在香港会议展览中心圆满举行。今年，本所很荣幸共有三位律师获颁授奖项，以表彰他们在公益法律服务的出色表现：

- 合伙人曾浩贤律师「公益和社区服务十年成就奖」和「公益律师奖 - 金奖」
- 李明茵顾问律师「公益律师奖 - 铜奖」
- 曾学铭顾问律师「公益律师奖 - 铜奖」



Law Updates 法律动态

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THE FINANCIAL SERVICES AND THE TREASURY BUREAU PUBLISHES CONSULTATION PAPER ON REGULATION OF OVER-THE-COUNTER TRADING OF VIRTUAL ASSETS

《上市规则》简化转板程序

THE SECURITIES AND FUTURES COMMISSION PUBLISHED CIRCULAR ON SFC-AUTHORISED FUNDS WITH EXPOSURE TO VIRTUAL ASSETS

FSTB AND HKMA JOINTLY PUBLISHED A CONSULTATION PAPER ON REGULATORY REGIME FOR STABLECOIN ISSUERS

THE HONG KONG STOCK EXCHANGE PUBLISHED CONSULTATION CONCLUSIONS ON GEM LISTING REFORMS

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