

The team (JunHe) has rich project experience, strong professional ability, high coordination and the ability to understand our business.

——Chambers Asia-Pacific

## China REITs and Pre-REITs

JunHe was one of the first law firms to enter the field of China REITs and Pre-REITs. The team has participated in the establishment and issuance of China REITs in the field of domestic infrastructure, as well as the overseas issuance of REITs by Chinese enterprises. They also have rich experience in the establishment and structuring of Pre-REITs.

### Our Team

Our China REITs and Pre-REITs team is made up of over 30 professional lawyers, including more than 10 partners, working in our Beijing, Shanghai, Guangzhou, and Shenzhen offices. All team members have graduated from leading domestic and international law schools, possess solid legal skills and have rich project experience. Some are elite returnees who have been engaged in REITs and Pre-REITs business at well-known foreign law firms and multinational companies and others are local experts who have experience in major projects involving domestic economic development.

The partners of our China REITs and Pre-REITs team have outstanding reputations in their business areas, with over one-third ranked as top, leading, or recommended lawyers by globally renowned business law rating agencies such as Chambers Asia Pacific, Asia Law & Practice, and The Legal 500 for many years.

### Key Practice Areas

Advising on the establishment and issuance of China REITs in infrastructure projects, including assisting in the selection of underlying assets, participating in the design and analysis of restructuring plans, conducting legal due diligence, drafting and modifying transaction documents, issuing legal opinions, and assisting in responding to inquiries from the stock exchange;

Advising on the overseas issuance of REITs by Chinese companies, (including those in Singapore, Hong Kong, and other places), assisting in selecting underlying assets, designing and building issuance structures, issuing restructuring memorandums, conducting legal due diligence, issuing legal opinions, assisting in drafting prospectuses, reviewing application documents to regulatory authorities, answering legal questions raised by stock exchanges, and preparing relevant internal resolution documents;

Advising on the establishment and investment of Pre-REITs, including structure design, fund manager registration, fund document drafting and negotiation, fund filing, tax planning, antitrust filing, policy consultation, co-investment and incentive mechanism design, consultation on the daily operation of funds, project acquisition, and the connection between Pre-REITs and China REITs.

### One-Stop Services

Benefiting from our integrated management system, JunHe can quickly form a cross departmental and cross regional professional legal team when facing large and complex projects. We provide

JunHe, founded in Beijing in 1989, is one of the first private partnership law firms in China. Since its establishment, JunHe has grown to be a large and recognized Chinese law firm. The firm has fifteen offices around the world and a team comprised of more than a thousand professionals.



## The JunHe team has in-depth experience in capital markets, assisting clients on various complicated legal issues.

—Chambers Greater China Region

clients with one-stop, high-level, and creative legal services with unified coordination. In addition to the China REITs and Pre-REITs team responsible for the main work of a project, our banking and financial teams often provide advice on financing issues related to a project. Their professional knowledge and experience are invaluable in the structural design stage; other professional teams at JunHe (such as taxation, infrastructure, corporate mergers and acquisitions and dispute resolution) can join the team at any time to ensure the successful implementation of the project if the project involves related fields.

### Efficient Teamwork

JunHe can organize a team of dozens of lawyers from various offices around the world in a short period of time. This enables us to advise clients in large-scale acquisitions involving dozens or even hundreds of projects by assigning and simultaneously conducting due diligence, document drafting, and negotiation.

### Personal Involvement of Partners

A significant portion of legal services are provided by the partners themselves. Our partners have many years of experience in providing timely, efficient and comprehensive legal services and their personal involvement ensures the quality of services and helps clients to better balance business opportunities and legal risks.

### Selected Deals

#### **JunHe assisted Anhui local enterprises in the issuance and listing of the first infrastructure China REITs --- Huaxia Hefei Hi-Tech Industrial Park REITs**

Huaxia Hefei High-tech Industrial Park Closed-End Infrastructure Securities Investment Fund is the first infrastructure securities investment fund project approved for a local enterprise in Anhui Province. The original equity holder, Hefei High-Tech Co., Ltd. established two project companies to undertake the Hefei Innovation Industrial Park Project Phase I and issued China REITs, with the project companies and the industrial park assets as the underlying assets of the special plan and the China REITs. JunHe participated in the design of the transaction structure, the discussion and implementation of the restructuring plan, legal due diligence on the infrastructure project, and the drafting of the transaction documents of the special plan and the China REITs. JunHe issued legal opinions, assisted in obtaining various government approvals, completing procedures regarding state-owned assets, and communicating with the stock exchange and the SEC.

#### **JunHe assisted in the establishment and listing of China Merchants Commercial Real Estate Investment Trust (CMC REIT) on the Main Board of the Hong Kong Stock Exchange**

CMC REIT was the fourth mainland REIT to be listed on the Hong Kong Stock Exchange after Yuexiu REIT, Spring REIT and Hui Xian REIT. It was the first public offering of an REIT in the Hong Kong market for many years and the first REIT of a central enterprise. JunHe acted as the Chinese legal advisor to Citigroup Global Markets Asia Limited (the exclusive listing agent) and assisted in completing the domestic and foreign structure of the REIT, the legal due diligence of the domestic interests, drafting, reviewing and revising the application documents, the offering documents, the transaction documents related to the public offering, and resolution documents of China Merchants Shekou Industrial Park Holdings Limited. JunHe issued Chinese legal opinions and assisted in responding to feedback from the Securities and Futures Commission of Hong Kong and the Hong Kong Stock Exchange on the public offering application for this project.

Law Firms of the Year -  
Real Estate and REITs  
2023

China Business Law Awards

JunHe's real estate and construction team is one of China's premier legal service providers in the sector. We are committed to providing quality services to clients who intend to expand their business and investments in China's real estate market and have business needs in the areas of construction, asset-backed securities and publicly offered infrastructure REITs. In a commercial and regulatory environment that is complex, evolving and often localized, we make every effort to deliver clear professional legal solutions. Our solutions are designed to be acceptable to the authorities, thereby meeting our clients' commercial needs and assisting them in accomplishing their business goals.