

MAYER | BROWN

Practice Overview

Banking and Finance in Asia



Mayer Brown at a Glance

Mayer Brown is a leading international law firm positioned to represent the world's major corporations, funds and financial institutions in their most important and complex transactions and disputes.

One of Mayer Brown's signature strengths is the broad range of sophisticated advice we provide to the global financial services industry. Our global Banking & Finance practice also represents a large number of borrowers operating in many different businesses and industries, as well as numerous finance companies and financial institutions and investors.

More than
1,800
lawyers
worldwide

27

offices located in the
Americas, Asia,
Europe and the
Middle East

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FRANKFURT

MIDDLE
EAST

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SINGAPORE

BEIJING
TOKYO
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250

Chambers-ranked
Lawyers

In Brazil, Tauil & Chequer Advogados, in association with Mayer Brown LLP, offers clients access to a full-service, Brazilian domestic law practice. Tauil & Chequer has offices in Brasília, Rio de Janeiro, São Paulo and Vitória.

Banking & Finance in Asia

Banking & Finance is a founding practice of the firm and continues to be a signature strength. Our large and highly regarded global Banking & Finance practice has solid experience working with clients in the financial sector and on behalf of borrowers, issuers and other transaction counterparties.

In Asia, we have extensive experience advising on banking & finance transactions in all key jurisdictions, including Mainland China, Hong Kong, Singapore, Japan, Indonesia, India, Malaysia,

Vietnam, Myanmar, Cambodia, Laos, Bangladesh and Pakistan.

Many of the firm's largest clients are bank holding companies, commercial banks, investment banks, insurance companies, asset-based lenders, leasing companies and institutional real estate companies. Our Firm acts for a significant number of major banks and financial institutions and sits on over 40 global and regional banking panels.

Our Banking Clients



Full Range of Finance Work



Aviation Firm of the Year

– *China Business Law Journal* (2021)

Band 1 – Aircraft Finance (China)

– *Chambers Asia Pacific* (2010-2022)

Tier 1 – Asset Finance (Aviation Finance) Law Firm in Hong Kong

– *Legal 500 Asia Pacific* (2007-2013, 2015-2022)



Aviation



“Mayer Brown’s aviation leasing team is exceptional. They bring a deep knowledge of both the legal and business perspectives and have a wealth of experience. We could not have successfully completed our transactions without them.”

– *The Legal 500 Asia Pacific 2022*

“Very professional and dedicated team. Available days and nights whatever the time zone to deliver a transaction. Very detailed and comprehensive quotation. They know to stick to the initial cap. Documentation is above the standards.”

– *The Legal 500 Asia Pacific 2022*

“[C]onsistently excellent quality of advice and documentation, with deep-rooted industry knowledge and comprehension of aviation trends.”

– *Chambers Asia Pacific 2022*

“They are able to easily understand what is at stake and stand out in terms of the quality of their drafting.”

– *Chambers Asia Pacific 2021*

Our Aviation practice has been active in the industry for over 70 years. For over a decade, it has been recognised as a Band 1 Aviation law firm by leading legal directories. Our eminent practice represents leading banks, leasing companies, financiers and major airlines on the full spectrum of aviation-related business and legal services, including aircraft financing (both commercial aircraft and corporate jets), aircraft leasing, aircraft and/or engine acquisition and/or disposal, lease review, review of commercial agreements (including engine maintenance contracts and buyer furnished equipment purchase agreements) and aircraft dispute management.

Our experienced bench of core team members is noted for its depth of quality. Led by three highly-ranked individuals, each of whom excels in at least two areas, and with a team of nine members working full-time on aviation matters, the practice can run three separate teams in parallel to manage multiple and complex transactions.

Our truly global Aviation practice regularly assists clients in cross-border and multi-jurisdictional transactions. Supported by Mayer Brown’s global reach and with aviation lawyers in the world’s leading financial centres, we offer seamless legal services and serve the best interest of our clients in Asia and beyond.



Banking and Finance Firm of the Year

– *China Business Law Journal* (2021)

Tier 2 – Banking and Finance (Vietnam)

– *The Legal 500 Asia Pacific* (2019-2022)

Tier 2 – Banking: Foreign (China)

– *The IFLR1000 Asia Pacific* (2022)

Tier 2 – Banking (Hong Kong)

– *IFLR1000* (2010-2011, 2014-2022)

Band 2 – Banking and Finance (Singapore)

– *Chambers Asia Pacific* (2022)



Corporate Loans



“[A]bility to work seamlessly across regions providing clients with a safe pair of hands when dealing with complex cross-border engagements.”

– *Chambers Asia Pacific 2022*

“Pragmatic advice on the disputed issues, abundant experience with similar transaction, prompt response on the queries and generous help with the frequent questions.”

– *The IFLR1000 Asia Pacific 2022*

“What I’m very impressed with is the very strong team and the evidence of bench strength.”

– *Chambers Asia Pacific 2021*

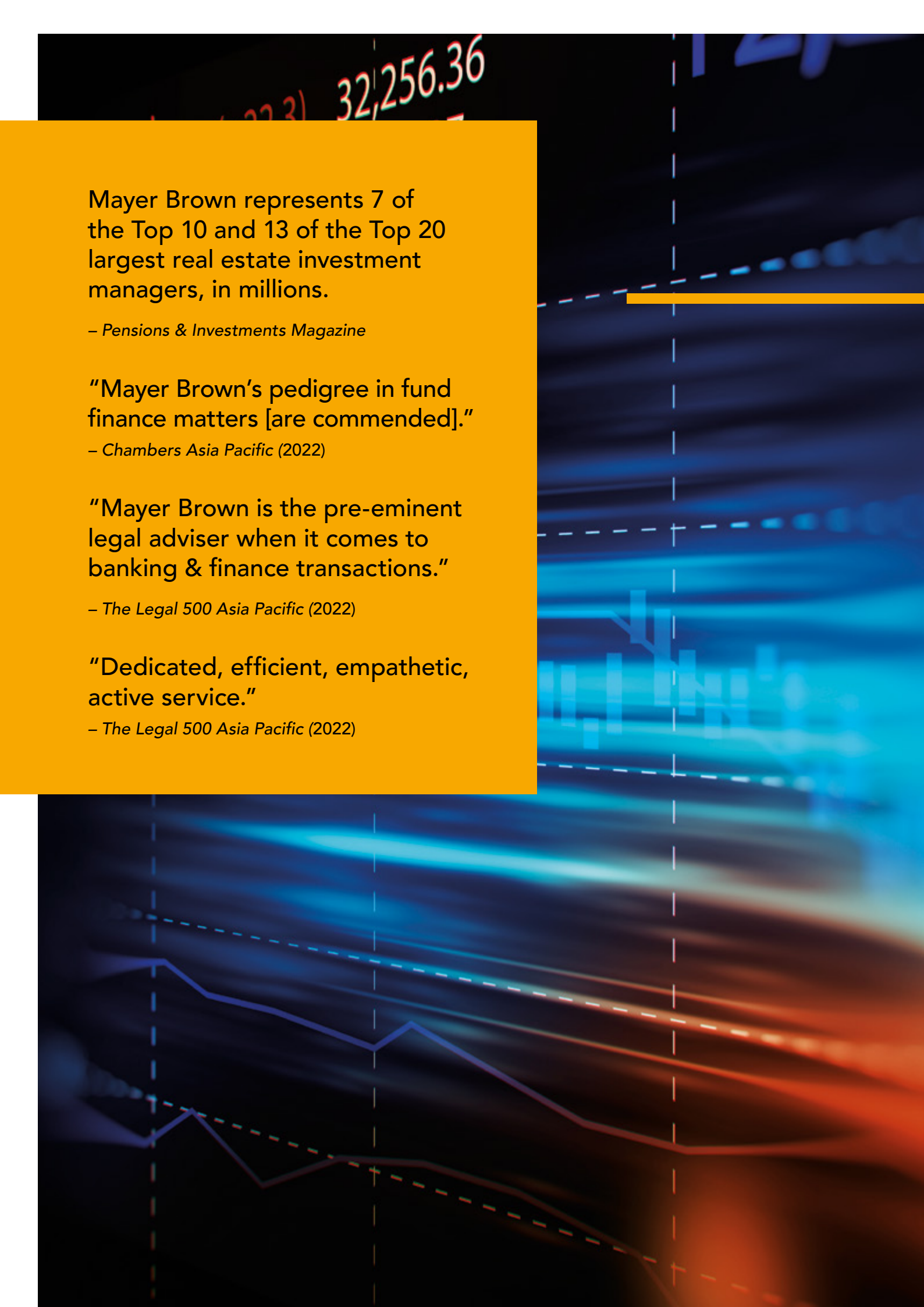
“[V]ery creative and can always think outside of the box.”

– *Chambers Asia Pacific 2021*

Our corporate loans team represents banks and other financial institutions in secured and unsecured, bilateral and syndicated loan, guarantee and credit facilities of varying complexity. We also represent arrangers, agents, participants and borrowers in the negotiation of domestic, cross-border and international syndicated, secured and unsecured, loan facilities. This work includes single and multi-currency loans, letter of credit and guarantee facilities, sub-participations, assignments and transfers, debentures, guarantees, letters of comfort and all other forms of security. We advise on all aspects of debt financing and loan syndication.

Our reputation is notable for financings related to Hong Kong, Mainland China, Singapore, Southeast Asia and India. Our corporate loans team based in our Hong Kong and Beijing offices is very active in the China market and advises our clients on both cross-border (in-bound and out-bound) and domestic transactions in various areas including real estate financing, asset-backed loans and general banking as well as on PRC, security and foreign exchange issues. We also advise lenders and liquidators on restructuring PRC loans and offshore loans involving PRC assets.

Our team also includes lawyers with decades of experience advising on financing transactions in Southeast Asia and India who regularly advise banks, financial institutions and large corporates on corporate financings, structured finance and loan restructuring transactions.

The background features a dark blue and black color scheme with glowing orange and blue lines, suggesting a financial or data visualization. A prominent yellow rectangular area on the left side contains the main text. At the top of the background, the number '32,256.36' is visible in a glowing orange font. The text in the yellow area is as follows:

Mayer Brown represents 7 of the Top 10 and 13 of the Top 20 largest real estate investment managers, in millions.

– *Pensions & Investments Magazine*

“Mayer Brown’s pedigree in fund finance matters [are commended].”

– *Chambers Asia Pacific (2022)*

“Mayer Brown is the pre-eminent legal adviser when it comes to banking & finance transactions.”

– *The Legal 500 Asia Pacific (2022)*

“Dedicated, efficient, empathetic, active service.”

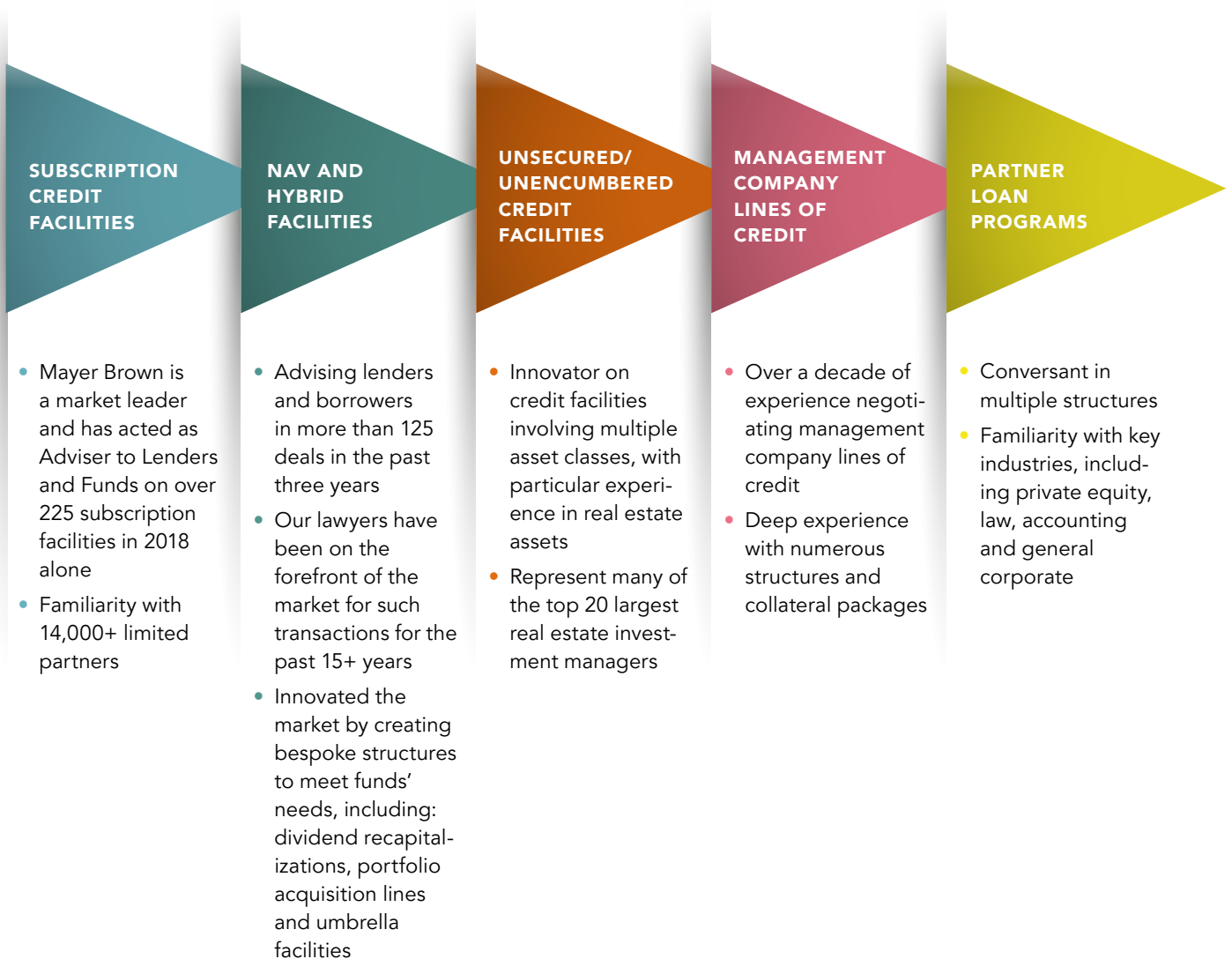
– *The Legal 500 Asia Pacific (2022)*


Fund Finance

Mayer Brown has been a market leader in representing the lead agent and lenders in subscription credit facilities for more than 10 years.

We are a leader in hybrid and asset-based facilities to private investment funds and have working relationships with nearly every major lending player in the United States and the majority of active lenders in the European and Asian markets.

Our reputation with both lenders and sponsors stems from our deep knowledge of the asset classes, as well as the products, with which we work.





“[A]bility to provide comprehensive plans and coordinate international negotiations.”

– Chambers Asia Pacific (2022)

“Highly motivated and super efficiency. Guiding the project and clients on both lender and borrower side.”

– The IFLR1000 Asia Pacific (2022)

“Mayer Brown possess significant experience and know-how to navigate local issues especially with the central bank.”

– The IFLR1000 Asia Pacific (2022)



Leveraged & Structured Solutions

Our leveraged & structured solutions team represents a broad universe of lenders and borrowers (whether banks, financial institutions, credit funds, financial sponsors or corporates) on leveraged acquisition finance and other event-driven or structured financing solutions at all levels of the capital structure throughout the Asia-Pacific. The team has significant experience advising on a comprehensive range of financing solutions including senior asset-backed facilities, multi-tiered senior/mezzanine/PIK financings, term loan B, unitranche and covenant lite facilities, bridge-to-bond, super senior RCF and pari bank/bond structures and resolving associated complex intercreditor issues.

Our lawyers have acted on many large and mid cap transactions carried out by local and global sponsors and borrowers across China, India, Indonesia, Australia, Vietnam, Thailand and all other key jurisdictions across the Asia-Pacific and are well versed in the local law challenges faced by lenders and borrowers in the region. Our market knowledge and expertise drawn from both regional and global experience, is sought after by clients to help navigate complex local and cross border regulations to realise their commercial objectives.

Oil & Gas Deal of the Year (North Asia) (China)

– *The Asset Triple A Infrastructure Awards (2021)*

Tier 1 – Projects and Energy (International Firms and Joint Ventures) – Japan

– *The Legal 500 Asia Pacific (2022)*

Tier 2 – Projects (Foreign Firms) – Singapore

– *IFLR1000 (2015, 2017-2022)*

Tier 2 – Project Development: Foreign – China

– *The IFLR1000 Asia Pacific (2022)*

Tier 2 – Project Finance – Hong Kong

– *The IFLR1000 Asia Pacific (2022)*

Tier 2 – Project Development – Vietnam

– *IFLR1000 (2019-2021)*



Project Finance



“[H]igh-quality service and recent, up-to-date regional experience, which helps to benchmark and contextualise their legal advice.”

– *Chambers Asia Pacific 2022*

“The team was very efficient and effective on the resolution of various new problems which we faced during negotiation.”

– *The Legal 500 Asia Pacific 2022*

“Flexibility, billing transparency and understanding for clients’ needs and concerns.”

– *The Legal 500 Asia Pacific 2022*

“The firm proposed to us a team consisting of the best talent from every field of law that were relevant to the project. They were also the only law firm who proposed a team with partners in dispute resolution (in Texas) and finance (JBIC finance in particular) and that made them stand out from the rest.”

– *The Legal 500 Asia Pacific 2022*

Our project finance team represents clients in a wide variety of sectors, including renewables and thermal power, oil and gas (including LNG), petrochemicals, mining, rail, roads and tunnels, ports, water and wastewater treatment, and industrial, manufacturing and other infrastructure facilities.

Our clients include developers, lenders (including commercial and investment banks, multi-laterals and ECAs), investors, contractors, operators, governments and public agencies.

Among our many strengths is our ability to field cross-disciplinary teams of lawyers drawing on the range of skill-sets necessary to provide integrated legal advice to our clients’ most complex projects; from structured finance solutions through to sector expertise in energy, infrastructure, tax and construction and engineering.



Band 1 Real Estate (International Firms) – China

– *Chambers Asia Pacific (2007-2022)*

Tier 1 Real Estate (Hong Kong)

– *Legal 500 Asia Pacific (2007-2022)*



Real Estate Finance

“

“The team is simply one of the best in the market. The sheer volume of deals that goes through them every year is astonishing. They are practical and efficient.”

– *The Legal 500 Asia Pacific 2022*

Mayer Brown has an award-winning, top-tier Real Estate practice in Asia. In addition to that, we are the only major law firm in Hong Kong to have a dedicated real estate finance team composed of lawyers who have been trained in both real estate and finance. This dual technical training means we can reduce costs, provide a faster turnaround and provide more commercially astute advice to our clients.

We have advised on some of the largest and most complex investment and development financings in the region. We have broad experience, extending from straightforward residential mortgage facilities to innovative and complex institutional deals involving multiple sponsors and financiers. Our clients include banks, financial institutions, government bodies and borrowers of all kinds including private-equity real-estate (PERE) funds, property developers and family offices. We provide comprehensive advice on real-estate investment financing, development financing and corporate loans secured primarily on real estate or related receivables. We maintain a strong and enviable client portfolio, as we work for more than half of the REITs in Hong Kong.

We have one of the largest Real Estate teams in Asia and are able to deliver an integrated range of legal services on large and complex Real Estate transactions, with the scale to work to tight timelines. The diversity of our experience includes frequently advising on multi-million sq. ft. of real estate in Asia on nearly every asset class including multi-family residential properties, major shopping malls, hotels and motels, health care facilities, as well as mixed-use, office and industrial properties.

Tier 1 – Asset Finance (Shipping)

– *Legal 500 Asia-Pacific* (2010-2013, 2015-2022)

Shipping Firm of the Year

– *China Business Law Journal* (2021)

The Leasing Deal of the Year – West

– *Marine Money Deal of the Year Awards* (2020)



Shipping



“[K]nowing the market well and understanding what we, as the client, need,” adding: “The team proactively gives advice and always works with us to find solutions.”

– *Chambers Asia Pacific 2022*

“The firm is able to strike a fine and optimal balance between commercial and legal perspectives,”

– *Chambers Asia Pacific 2021*

“[C]onducive to highly effective and efficient commercial negotiations.”

– *Chambers Asia Pacific 2021*

“They’re very efficient and have the ability to achieve optimal solutions considering both commercial and legal standpoints.” and “They are a good player in the market, and the partners are very hands-on.”

– *Chambers Asia Pacific 2020*

“The vessel acquisitions were handled with great ease and the in-depth experience of the partner was evident.”

– *Chambers Asia Pacific 2020*

Our shipping practice has been deeply involved in the industry for more than 100 years. We advise clients across the range of shipping-related services for both transactional and contentious matters, including financing, financial leasing, M&A, LNG transportation, export credit financing, commercial arrangements, litigation and arbitration, restructuring, bankruptcy & insolvency, insurance and regulatory. Led by three highly ranked partners and with a team qualified in five jurisdictions (including Hong Kong, England & Wales and the Marshall Islands), our practice serves the best interest of clients.

Our clientele spans the industry from ship finance banks, leasing and insurance companies to shipowners, shipbuilders, charterers, pool operators and ship managers. We deliver practical and pragmatic legal solutions to the risks and problems our clients face. Our lawyers also deploy a detailed awareness and understanding of the commercial imperatives when advising clients in the shipping industry.

We are widely recognised as a pre-eminent law firm for ship finance in Hong Kong, China and Singapore. Our commitment to offering seamless legal services to our clients from all our offices around the world emphasises Mayer Brown’s one-firm culture. We regularly assist clients in cross-border, multi-jurisdictional transactions and cases. The team have represented clients on matters across more than 20 jurisdictions around the globe in the past 12 months. Such strength and depth make us the team of choice for the leading companies and banks in the sector in Asia.



**Band 1 – Capital Markets:
Securitisation**

– *Chambers Global* (2022)

**Tier 2 – Capital Markets:
Structured Finance & Securitisation:
Hong Kong**

– *IFLR1000* (2021-2022)

**Tier 1 – Capital Markets:
Structured Finance & Securitisation:
United States**

– *IFLR1000* (2013-2020)

Structured Finance & Derivatives

Our Asia structured finance and derivatives team represents clients on domestic, cross-border and multi-jurisdiction transactions throughout the Asia-Pacific.

As part of Mayer Brown's widely acknowledged premiere global securitisation practice, we are on the cutting edge of all innovations in securitisation, structured finance and derivatives, including regulatory capital focused trades, cash and synthetic CDOs, structured credit products (including credit-linked notes) and other hybrid products, and advise clients on public offerings, Rule 144A and Regulation S offerings, and pure private placements of securitised paper. Some of the asset classes in which we advise include:


- Aircraft loans and leases
- Auto leases and leases receivables
- CDOs and CLOs
- Commercial loan receivables
- Commercial mortgage loans
- Commodity prepayment facilities and resource revenues
- Credit card receivables
- Dealer floor plan loans
- Diversified payment rights (DPR)
- Equipment loans and leases
- Franchise receivables
- Freight receivables
- Insurance
- Marketplace lending

- Project financings
- Residential mortgage loans
- Shipping leases and receivables (including container and freight receivables)
- Trade receivables and other trade finance exposures
- Whole business securitisations

On OTC derivatives, the team represents banks, borrowers, investment managers and SPVs, among others, in respect of swap transactions, including interest rate and FX swaps, total return swaps, credit default swaps, among others. We also provide regulatory advice in relation to derivatives matters such as initial margins and variable margin requirements, clearing and reporting requirements and licensing issues. The team also coordinates regional local law compliance issues (such as obligor, collateral, netting and enforceability matters) across all Asian jurisdictions (including China, Indonesia, Japan, Korea and Thailand).

Our clients include sponsors, issuers, servicers, arrangers, underwriters, lenders, borrowers, funds, investment managers, swap counterparties, Asia securitisation and structured finance enhancement providers, liquidity providers, trustees and rating agencies, and we act on some of the largest securitisation transactions in the global market.

The team is particularly noted for trade receivables securitisations and for emerging markets and future flow transactions.



"[The team] ticks all boxes [and provides] great industry knowledge, value for money, top quality and timely services."

– *Legal 500 Asia Pacific*

"They deliver solutions on their feet and are extremely goal oriented."

– *Legal 500 Asia Pacific*



Structured Trade & Commodities Finance

Our Asia structured trade and commodities finance team is at the forefront of global developments and actively involved in industry bodies such as the ICC, BAFT and IIBLP and the development of industry standards and practices. Our team acts for global and regional banks, non-bank financial institutions, alternative providers of finance, funds, producers, traders and multilateral agencies on the full spectrum of trade and commodities finance products, including:

- financing facilities with a specialist focus on trade and/or commodities financing, such as pre-export/pre-payment facilities, inventory financings, borrowing base / reserve-based lending facilities and off-balance sheet financing structures
- open account financings (including supply chain finance techniques such as supplier-led receivables finance, invoice discounting and forfaiting and buyer-led payables financings)
- traditional trade finance instruments, governed by UCP600, URR725, URDG758 and ISP98) including disputes arising from the use of these instruments
- mitigation or distribution of risks arising from trade and commodities financing, including insurance, risk participations and the full range of security and risk transfer products.

Our team is particularly well known for their unique combination of private practice expertise, senior in-house experience and product and governance backgrounds, to provide highly practical and comprehensive advice. We assist clients to navigate complex regulatory environments and manage the interplay of different applicable laws, regulations and industry rules, particularly as these come together in respect of new asset classes (such as service receivables, unperformed receivables and IT receivables) and achieving on- and off- balance sheet structured solutions.

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Mayer Brown is a global services provider comprising associated legal practices that are separate entities, including Mayer Brown LLP (Illinois, USA), Mayer Brown International LLP (England & Wales), Mayer Brown (a Hong Kong partnership) and Tauil & Chequer Advogados (a Brazilian law partnership) and non-legal service providers, which provide consultancy services (collectively, the "Mayer Brown Practices"). The Mayer Brown Practices are established in various jurisdictions and may be a legal person or a partnership. PK Wong & Nair LLC ("PKWN") is the constituent Singapore law practice of our licensed joint law venture in Singapore, Mayer Brown PK Wong & Nair Pte. Ltd. Details of the individual Mayer Brown Practices and PKWN can be found in the Legal Notices section of our website. "Mayer Brown" and the Mayer Brown logo are the trademarks of Mayer Brown.

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