

# Index

*Note: Page numbers in italics refer to tables.*

- 7-Eleven Malaysia, 39
- Aabar Investments, 11
- Aberdeen Asset Management, 25, 138, 169, 208
- Abu Dhabi Investment Authority (ADIA), 22, 170, 209
- Abu Dhabi, 11
- accredited investors, 14, 52, 54, 212
- acknowledgements (in the subscription agreement), 94–95, 157–164
- adjustments to cornerstone subscriptions, 85, 103–104, 212
- admission to listing, 92, 98, 154–156, 212
- Aena, 9, 20
- AEW, 137, 170, 208
- aftermarket, 7–8, 28, 30, 35, 36, 39, 42, 48, 62, 85, 106, 112, 116, 212
- aftermarket performance, 28, 112
- agent (fiduciary), 7, 47, 212
- Agricultural Bank of China (ABC), 14–15, 22, 26, 130
- AIA Group, 22–23, 130, 134, 135, 138, 170, 205
- Allianz, 15
- allocations, disclosure, 38, 48–49, 51, 53, 55, 113–114; guaranteed (or pre-agreed) allocations, 16–17, 20, 36–40, 46–48, 50, 55; institutional allocations, 103–104; retail allocations, 104; topping-up, 28, 39, 42, 48, 50, 85
- American Express, 15
- Anbang Investment, 125, 171, 205
- anchor investors, 41–42, 65, 84, 87, 111, 213
- anti-dilution rights, 18, 213
- APG Strategic Real Estate Pool, 25, 138, 171, 208
- Archer-Daniels-Midland, 15, 26, 130, 171
- asset managers, 25, 34, 116, 213
- Astro Malaysia, 39
- balloting, 104, 213
- banks (as cornerstone investors), 25
- BlackRock, 11, 25, 134, 171–172, 210
- Bloomberg, 27–28, 100
- BOC Aviation, 26–27, 127
- BOCGI (Bank of China), 25, 126, 171, 205
- BOCOM Investment (Bank of Communications), 25, 124, 125, 172, 205
- Boeing Company, 26, 127, 172
- bookbuilding, 21, 78, 82, 86–87, 91, 100, 213
- bookrunner banks (active and passive), 64–65, 213–214
- BRF, 26
- brokerage commission (or fee), 39, 91–93, 214
- Bumi Armada, 21
- Bumiputera, 24, 37
- Bursa Malaysia, 12, 14, 21, 51–53, 214
- business trusts, 3, 7, 103, 105, 214–215

- Capital Group, 25, 134, 173  
Capital International, 134, 210  
Capital Research, 173, 210  
capital structure, 59, 80, 215  
CCCC International, 126, 173, 205  
CES Global (China Eastern), 125, 173–174, 205  
charities, 24  
Cheng Yu-tung, 23, 130, 131, 178, 193–194, 206, 207  
Cheung Kong (Holdings), 23, 130, 131, 174, 205  
Children’s Investment Trust (The) (TCI), 10  
China Chentong Holdings, 124, 205  
China Development Bank Financial Leasing, 24, 31, 126  
China Development Bank International, 127, 175, 205  
China Everbright, 27, 195–196  
China Huarong, 32  
China Investment Corporation (CIC), 22, 175, 205  
China Life Franklin, 127, 175–176, 205  
China Life Insurance, 124, 127, 131, 176, 205  
China Merchants Securities, 24, 205  
China Minsheng, 178, 206  
China Orient Asset Management, 126, 176, 206  
China Outfitters, 111  
China Postal Savings Bank, 31, 119, 124  
China Railway Signal, 32  
China Re, 24, 126, 176, 206  
China Resources, 130, 176–177, 206  
China Resources Pharmaceutical Group, 26  
China Shipbuilding Industry Corporation (CSIC), 27, 31, 124, 177  
China South Industries, 127, 177, 206  
China State Construction Engineering Corporation (CSCE), 27, 124, 179, 206  
China Travel Service (CTS), 130, 177, 206  
‘Chinese Walls’, 69, 215  
Chow Tai Fook, 23, 130, 131, 178, 206  
Chua Ma-yu, 23, 134, 135, 179, 207  
CIMB Principal, 25, 133, 134, 178, 207  
CITIC Pacific, 23, 131, 178, 206  
clawback, 36, 46, 49–50, 52, 55, 106, 215  
clawback triggers, 14, 36–37, 52, 55, 215  
closing (of an IPO), 46, 92–93, 95, 102, 215  
CMY Capital, 23, 134, 135, 179, 207  
COFCO Meat Holdings, 26  
comfort letters, 60–61, 215  
Compagnie Générale d’Électricité, 9  
Companies Registry, 48–49, 215  
compensation provisions, 20, 215  
concurrent retail offering, 13, 216  
conditions precedent, 49, 53, 56, 91–92, 216  
confidentiality agreement, 71–77, 141–151, 216  
connected/related-party transactions, 47, 55, 77, 80, 216  
consequences of breach (of NDA obligations), 75, 147  
conversion premium, 16–17, 216  
convertible bonds, 16–17, 76, 94, 156–157, 217  
cornerstone investor (definition), 217  
Corporación Financiera Alba, 9  
corporate investors, 26–28, 96, 116  
corporate placings, 13–15  
corporate structure, 59, 80  
crossing (for compliance purposes), 217  
currency (of subscriptions), 85, 91, 103, 120–121  
DBS Bank, 25, 137, 179, 208  
delivering (of securities), 17, 92–93, 105, 217  
de-risking (of IPOs), 2, 31, 34, 42, 119  
DFZQ, 27, 30, 125,  
director nomination rights, 18, 217  
disclosure (names of investors), 48–49, 53, 55, 113–114

- disclosure required by law (in the NDA), 74, 146
- discount (to the offer price), 16–17, 41, 55, 218
- dividend policy, 59, 80, 218
- 'double dipping', 39–40, 47–48, 91, 218
- Dow Jones index, 32
- due diligence, 30, 34, 59, 61, 66, 70, 78, 80–81, 101, 214, 218, 220, 228
- due diligence questionnaires, 80–83
- duration of confidentiality obligations, 75
- Dustin Group, 10
- Eastspring Investments (Malaysia), 133, 134, 180, 207
- Eastspring Investments (Singapore), 137, 180, 208
- Economist (The)*, 109–110, 112, 119
- Eltel, 10, 20
- Employees Provident Fund Board (EPF), 24, 38, 134, 135, 180, 207
- equity story, 59, 61–62, 78, 219
- ethics, 109–110
- Everbright Securities, 27, 124
- exclusions (in the NDA), 74, 142
- exclusivity rights (and no more favourable terms), 19, 219
- Far East Hospitality Trust, 23, 138
- Felda Global Ventures, 22, 135
- Ferrovial, 10
- Fidelity, 25, 135, 181, 206, 210
- FinanceAsia* magazine, 28, 100, 107
- financial disclosure, 59–61
- Financial Services Development Council (FSDC), 110, 112, 115, 220
- Financial Times (The)*, 28, 100
- fixed price offers, 13, 220
- follow-on equity offerings, 7, 16, 29, 31, 34, 220
- force majeure* clause, 102, 220
- Fortress Capital, 137, 181, 207
- Fortune Eris (CSSC Shipping), 126, 128, 181, 206
- Fosun International, 127, 181–182, 194, 206
- France, 14, 205
- free float, 28, 115, 220
- Fujifilm, 26, 182
- Fullerton, 27, 127, 134, 182, 208
- Glencore, 11, 32
- global-coordinator banks, 7, 35, 63–65, 220–221
- glossary (in the prospectus), 80
- Goldman Sachs, 15
- governing law, 71–72, 99, 221
- Government of Singapore Investment Corporation (GIC), 11, 22, 131, 134, 132–183, 208
- Great Eastern (OCBC), 24, 133, 183, 191, 209
- Great Wall Pan Asia, 31, 124, 183, 205
- Greenshoe, 105–106, 221
- Greentown China, 126, 183, 206
- Guangdong Hengjian Investment Holding, 26, 124, 126, 184–185, 206
- Guoco Management, 25, 130, 183–184, 206
- Haier, 184, 206
- Hang Seng index, 32, 120, 221
- 'hard' underwriting, 92, 101, 221
- Havas, 9
- Havenport, 25, 138, 184, 209
- hedge funds, 10, 25, 116, 222
- Henderson Land, 23, 131, 189, 206
- high and ultra-high net-worth investors, 14, 23, 52, 54, 222, 241
- Hispania Activos Inmobiliarios, 10
- HKEx News website, 88–91
- HNA Group, 31, 203, 206
- Hong Kong (Stock Exchange of), 1–2, 7–8, 11–15, 17, 26–28, 30–32, 35–37, 39–40, 45–50, 64–66, 76, 88–91, 105, 109–118, 124–131
- Hong Leong, 130, 133, 135, 185, 207

- Hony Capital, 127, 186, 206  
Hotel Properties Limited (HPL) (Ong Beng Seng), 134, 186, 209  
Hutchison Whampoa, 23, 131, 187, 206  
Hwang Investment Management (Hwang DBS/Nikko), 134, 138, 187, 207
- IHH Healthcare, 22, 23, 30, 38–39, 67, 134  
independence, from the issuer, 39, 46, 48;  
from the underwriters, 47  
independent market research (IMR) report, 80  
Indus, 25, 138, 187, 210  
Industrial and Commercial Bank of China (ICBC), 14–15, 22, 32, 131  
information rights, 19, 222  
initial public offering (definition), 222  
insurance companies (as investors), 14, 23–24, 27  
institutional investors, 13–14, 16, 21, 23–25, 27–28, 35, 45–46, 101, 103–104  
interim accounts, 60, 80, 223  
International Finance Corporation (IFC), 23, 134, 187, 210  
InvestHK, 1, 223  
investment case, 59, 62  
investment horizon, 7, 24–25, 30, 87, 223  
investor undertakings (in the NDA), 72–73, 143–145  
IPO price (paid by cornerstones), 10, 16–17  
IPO timetable, 59–61, 65, 70, 79, 224  
Irish Stock Exchange, 10
- JF Asset Management, 25, 134, 138, 187  
Joy Orient (Sino-Ocean Group), 125, 188
- Kazanah Nasional Berhad, 22, 188–189, 208  
Keck Seng, 134, 188, 208  
Kencana Capital, 26, 133, 134, 188, 208  
Kennedy Wilson, 10  
Keppel DC REIT, 25, 137  
Kerry Properties, 23, 189, 208  
key principles relating to cooperation, 15
- Kumpulan Wang Persaraan (Diperbadankan) (KWAP), 24, 130, 135, 189, 208  
Kuok Kock-nien (Robert) (and Kuok Group), 23, 131, 189, 208  
Kuwait Investment Authority, 22, 38, 130, 131, 134, 189, 207
- Lee Shau-kee, 23, 131, 189, 206  
legal framework for cornerstone investors, in Hong Kong, 45; in Malaysia, 51; in Singapore, 54  
Lembaga Tabung Angkatan Tentera (LTAT), 190, 208  
Lembaga Tabung Haji (LTH), 24, 133, 134, 135, 190, 208  
Lifco, 10  
Lifestyle China, 185, 206  
Li Ka-shing, 23, 130, 131, 174, 187, 205, 206  
Lion Global Investors (OCBC), 138, 191, 209  
liquidity, 28, 30–33, 62, 110, 115–116, 224  
lock-up, 7, 30, 32, 35, 39, 41, 46, 51–53, 55, 62, 70, 84, 93–94, 97, 110, 114–117, 121, 224  
London Stock Exchange, 10, 32, 51  
‘long only’ funds, 25, 224  
Low Chee Keong, 8, 109  
LRC. Belt and Road Investment, 125, 191–192
- Madrid Stock Exchange, 10  
Malakoff, 24, 133  
Malin Corporation, 10  
management discussion and analysis (MD&A), 59, 80, 225  
material contracts, 48–49, 53–54, 80, 95, 225  
maximum price, 10, 225  
Maybank Asset Management, 25, 133, 192, 208  
*memoranda* of understanding (MoUs), 15  
Mercuries Life, 124, 192, 209  
Merlin Properties, 10

- Middle East, 2, 22, 29, 71, 82  
 Milan Station, 37  
 minimum number of public shareholders,  
 13–14  
 Monetary Authority of Singapore (MAS),  
 54, 87–88, 100, 225  
 MTR Corporation, 12  
 multi-bookrunner syndicates, 67–68  
 Myriad Asset Management, 25, 137, 138,  
 192, 206
- naked short, 106, 225–226  
 Nan Fung Group, 131, 192–193, 206  
 narrative (investor description), 38, 53,  
 97–98, 113, 226  
 Nasdaq, 51  
 Nasdaq Stockholm, 10  
 negative assurance language, 60–61, 226  
 negative pledge, 18–19, 226  
 Netherlands (The), 25, 208  
 Newton Investment Management, 134,  
 193, 210  
 New World Development, 23, 130, 131,  
 193–194, 207  
 New York Stock Exchange, 28, 51  
 non-disclosure agreement (NDA), 71–77,  
 141–151  
 no reliance on draft offering circular/  
 prospectus, 79, 88–90, 95, 226  
 Nordea, 193, 209  
 Norges Bank Investment Management, 22,  
 193, 208  
*noyaux durs*, 9, 14, 226  
 NTUC Income, 138, 193, 209  
 number of cornerstones (in an IPO), 30,  
 62–63
- obligations of cornerstone investors, 38–40  
 Och-Ziff, 25, 134, 194, 210  
 offer information statement (OIS), 38, 54,  
 100, 227
- Offers and Prospectuses Electronic  
 Repository and Access (OPERA),  
 87–88, 227  
 Oman Investment Fund, 22, 27, 127, 194,  
 208  
 overhang, 32, 115, 228  
 overpricing, 7, 33, 228  
 oversubscription, 7, 34, 41, 49–50, 101, 228
- Paribas, 9  
 Peak Re (Fosun/IFC), 194, 206  
 pension funds, 24, 116, 228  
 permitted disclosure (NDA), 73–74,  
 145–146  
 Permodalan Nasional Berhad (PNB), 24,  
 134, 135, 194–195, 208  
 Pershing Square, 10  
 Pertubuhan Keselamatan Sosial (SOSCO),  
 195, 208  
 PICC Life, 195, 207  
 pilot fishing, 11, 228  
 Pinpoint Asset Management, 125, 195, 207  
 placement tranche, 45, 52, 54, 228–229  
 placing letters, 104, 229  
 plan of distribution section (in the  
 prospectus), 55, 89, 229  
 post-hearing information pack (PHIP),  
 89–91, 229  
 pre-deal investor education (PDIE), 87, 229  
 pre-IPO investors, 16–20, 229  
 Prestigious Leader (China Everbright), 29,  
 128, 195–196  
 price caps, 10, 20  
 price discovery process, 33, 230  
 price sensitivity, 84, 101, 230  
 pricing (of IPOs), 100–101  
 principal investment, 16, 230  
 prior consent clauses, 19, 231  
 private banking, 25, 47, 231  
 private equity, 3, 16–17, 231  
 private placement exemption, 21, 62–63,  
 96–97, 231  
*pro forma* accounts, 60, 232

- professional investors, 14, 28–29, 87, 231  
profit guarantees, 18, 232  
Prudential Insurance, 27, 196, 210  
Prudential plc, 180  
public exposure, 87–88, 232  
public offers, 13–14, 16, 36–37, 50, 101,  
104–105, 232  
put (or exit) options, 18, 233
- Qatar Holding LLC, 22, 135, 196, 208  
Qatar Investment Authority (QIA), 15, 22,  
130, 131, 196, 208  
Qualified Institutional Buyers (QIBs), 21,  
96, 233
- Rabobank Nederland, 15, 130, 196, 208  
real estate investment trusts (REITs), 3, 7,  
10, 233  
Reckitt Benckiser, 26, 191  
'red herring', 87, 233  
Regulation D (Reg. D), 97, 233  
Regulation S (Reg. S), 21, 75, 233–234  
representation and attendance rights, 19,  
234  
representations and warranties (in the  
subscription agreement), by the  
bookrunners, 98–99, 166; by the  
company, 98, 164; by investors,  
94–98, 157–164  
re-set, 16–17, 235  
Reuters, 1–2, 32, 101  
reverse roadshows, 83, 235  
RHB Asset Management, 25, 133, 137,  
196–197, 208  
rights of first refusal (and tag along rights),  
19–20, 235  
risk factors, 59, 80, 235–236  
roadshow, 17, 21, 82–83, 100, 236  
Rule 144A, 21, 75, 96, 236  
RUSAL (United Company), 109
- sale and purchase agreement, 49, 101–102,  
236  
script (for approach to potential  
cornerstones), 69–70, 139–140, 236  
Securities and Futures Commission (Hong  
Kong), 45, 89–91, 175–176, 237  
Securities Commission Malaysia  
(*Suruhanjaya Sekuriti*), 51, 87–88,  
100, 237  
sequential retail offers, 13, 237  
settlement date, 46, 56, 92–93, 102–105, 237  
Seven Group, 15, 130, 197  
Shanghai Electric, 125, 197, 207  
Shanghai International Port, 31, 124,  
197–198, 207  
Shangri-La Hotels, 23, 131, 189, 208  
shareholding thresholds, 38–39, 55,  
102–103, 238  
Sichuan Hui Feng, 29, 128, 198–199  
signing (of subscription agreements),  
36–91  
SIPC Treasury, 125, 199, 207  
Silk Road Fund, 127, 199, 207  
Sinco Pharmaceuticals, 29–30, 128  
Singapore exchange (SGX), 12–14, 35,  
37–40, 54–56, 62–63, 82, 87–88,  
91–92, 105, 113  
site visits, 7081–82, 238  
social security organizations, 24  
Société Générale, 9  
'soft' underwriting, 45–46, 101–102, 238  
sovereign wealth funds, 22, 29, 116, 238  
Spain, 9–10  
special rights, 17–20, 239  
spin-off listings, 76–77, 239  
stabilizing manager, 106  
Standard Chartered Bank, 15, 130, 199  
State Grid Corp. of China, 31, 124, 199–200,  
207  
state-owned enterprises (SOEs), 26–27,  
32–33, 35, 116–117, 119  
strategic investors, 1, 15, 119, 239  
subscription agreement, 86–99, 152–168  
subscription amounts, 29, 31, 38, 52, 55, 62,  
85, 103–104

- summary (in the prospectus), 80  
 Sun Hung Kai Properties, 131, 200, 207  
 supranational entities, 23  
 Sweden, 20, 209  
 Switzerland, 209
- Tang (Gordon), 23, 137, 201, 208  
 targeting (of cornerstones), 62–63  
 Temasek Holdings, 22, 130, 182, 201, 209  
 Tewoo Investment, 128, 201  
 Three Gorges Capital, 31, 126, 202, 207  
 Tianfang Jincheng, 128, 202  
 Tracker Fund of Hong Kong, 12  
 trading (first day or start of), 7, 17, 20, 39, 42, 46, 48, 85, 92, 104, 106  
 tycoons, 14, 23, 34, 113, 116, 240
- UK Listing Authority (UKLA), 51, 240  
 undersubscription, 50  
 underwriting, 45–46, 92, 101–102, 241  
 underwriting agreement, 49, 53, 56, 92, 101–102, 241  
 underwriting section (in the prospectus), 55, 89, 229  
 United Kingdom, 2, 10–11, 51, 71, 203–210  
 United Overseas Bank (UOB), 132, 202, 209  
 United States, 2, 21, 75, 96–97, 210–211  
 units (securities), 2–3, 7, 16, 36, 49, 55, 85, 103, 105, 241  
 Usaha Tegas (UT Group), 134, 202, 208  
 use of proceeds, 59, 80, 241  
 US securities laws undertakings (in the subscription agreement), 96–97, 160–162  
 valuation, 32–33, 35, 62, 69, 84, 87, 116, 241  
 Value Partners, 25, 27, 125, 135, 202, 207  
 veto rights, 18, 241–242
- Wall Street Journal*, 35, 100  
 wealth management, 25, 242  
 Webb (David), 109, 113–114  
 Wellington, 25, 137, 203, 211  
 Wharf (The), 23, 130, 131, 203, 207  
 Wheelock, 23, 130, 131, 203, 207  
 WH Group, 42, 65, 111  
 Woo Kwong-chin (Peter), 23, 130, 131, 203, 207  
 World Bank (The), 23, 187, 210
- Yankuang Group, 203  
 Yung Chi-kin, 23, 131, 178  
 Yunnan Energy Investment, 125, 172–173, 204
- Zhejiang Provincial Seaport Investment, 128, 204