

Eng Leng Ng

Senior Partner



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Overview

Eng Leng is a senior partner in Dentons Rodyk's Corporate practice group. He is also Co-Head of the Mergers & Acquisitions practice and the Singapore-Malaysia relationship partner. He leads and specialises in mergers and acquisitions and corporate work, and runs an active practice in domestic, regional and cross-border private and public mergers and acquisitions, privatisations, takeovers, corporate commercial, corporate finance, corporate restructurings, securities law, private equity and general corporate law work. His breadth and depth of experience and expertise extends across several industries and sectors including financial institutions, healthcare and technology.

Eng Leng's work in public and private mergers and acquisitions and corporate and commercial transactions includes acting for both the sell-side and the buy-side (bilateral as well as by way of auction). He advises on and is also active in schemes of arrangement, investments, joint ventures, shareholder arrangements, and listed companies work. Clients include domestic and international corporates (listed and unlisted), private equity firms and family offices.

He is also frequently consulted for his expertise in corporate and commercial strategies relating to such transactions.

Experience

- **Fragrance Group Limited (“Fragrance”)**: Acting for Fragrance in the voluntary conditional cash offer (“Offer”) made by DBS Bank Ltd., for and on behalf of JK Global Treasures Pte. Ltd. (the “Offeror”), for all the issued ordinary shares (the “Fragrance Shares”) in the capital of Fragrance, including all the Fragrance Shares owned, controlled or agreed to be acquired by parties acting or deemed to be acting in concert with the Offeror, as well as Fragrance’s subsequent delisting after the completion of the Offer. The Offer values Fragrance at approximately S\$926.5 million.
- **Procurri Corporation Limited (“Procurri”)**: Acting for Procurri in the voluntary conditional cash partial offer (“Partial Offer”) made by Oversea-Chinese Banking Corporation Limited, for and on behalf of NTCP SPV VIII (the “Offeror”), to acquire such number of issued ordinary shares (the “Shares”) in the capital of Procurri, other than those already owned, controlled or agreed to be acquired by the Offeror and parties acting or deemed to be acting in concert with it, which when aggregated with the Shares held by NTCP SPV VII and 10,530,900 Shares held by A.C.T. Holdings Pte Ltd would represent 51.00% of the total number of Shares

(excluding treasury shares). The Partial Offer values Procurri at approximately S\$107.4 million.

- **CEI Limited (“CEI”)**: Acting for CEI and certain undertaking shareholders in the voluntary conditional offer (“Offer”) made by PricewaterhouseCoopers Corporate Finance Pte Ltd, for and on behalf of AEM Singapore Pte. Ltd. (“Offeror”), to acquire all the issued and paid up ordinary shares (excluding any shares held in treasury) in the capital of CEI other than those already held by the Offeror as at the date of the Offer, as well as CEI’s subsequent delisting after the completion of the Offer. The Offer values CEI at approximately S\$99.7 million.
- **GlobalFoundries Singapore Pte. Ltd (“GF”)**: Acted for GF in the sale of its FAB 3E in Singapore, which includes the property, facilities, equipment, as well as IP associated with GF’s microelectromechanical systems (MEMS) business, to a subsidiary of Vanguard International Semiconductor Corporation, via a sale process. The transaction amounts to US\$236 million.
- **Lum Chang Holdings Limited (“LCH”)**: Acting for LCH in the mandatory conditional cash offer made by United Overseas Bank Limited, for and on behalf of RMDV Investments Pte. Ltd. (“Offeror”), for all of the issued ordinary shares (excluding treasury shares) in the capital of LCH other than those shares already owned, controlled or agreed to be acquired by the Offeror and parties acting in concert with it. The Offer values LCH at approximately S\$143.1 million.
- **Boardroom Limited (“Boardroom”)**: Acting for Boardroom in the mandatory conditional cash offer made by CIMB Bank Berhad, Singapore Branch, for and on behalf of Salacca Pte. Ltd., for all the issued and paid-up ordinary shares in the capital of Boardroom (the “Offer”) other than those already owned, controlled or agreed to be acquired by Salacca Pte. Ltd. and parties acting in concert with it. The Offer values Boardroom at approximately S\$184.5 million.
- **FMC Corporation (“FMC”)**: Advising on the Singapore aspects of the two transformative global transactions with DuPont involving 45 countries. The transaction consisted of the acquisition by FMC of a portion of DuPont's Crop Protection business (including insecticide and herbicide production and related R&D). The transaction includes consideration to DuPont of US\$1.6 billion to reflect the difference in the value of the assets, including cash of US\$1.2 billion and working capital of US\$425 million.
- **IHH Healthcare Berhad (“IHH”)**: Assisted in the Series A funding round of Lucence Diagnostics Pte. Ltd. (“Lucence”) led by IHH, which raised a total of US\$20 million (approximately S\$26 million). Lucence is a genomic medicine company that invents blood-based tests for cancer screening and treatment selection.
- **Confidential client**: Acting as Singapore counsel to an operator of a leading global network for mobile top-up solutions, innovative mobile rewards and Phone-to-Phone solutions in various aspects of its Group restructuring involving its Singapore entities.
- **TE Asia Healthcare Partners Pte Ltd**: Acting for a private healthcare investment and operations platform in its joint venture with various doctors and medical professionals to establish a medical practice. The client invests in a portfolio of healthcare assets in the region, focusing on specialty centres and hospitals and we are assisting in drafting and negotiating the transaction documents for the matter, including share subscription agreement; shareholders’ agreement; and practising rights agreements and share sale and purchase agreements.
- **Confidential client**: Acting for one of the largest premium healthcare group in the world in its various corporate matters, such as drafting and reviewing of consultancy agreements; service agreements; and hospital management agreements.
- **Virtus Health Limited (“Virtus”)**: Acting for Virtus, one of the largest assisted reproductive services provider in the world in its expansion and establishment of a fertility centre in Singapore. We assisted in the drafting and negotiation of the shareholders’ agreement and advised generally on Singapore law issues, including relating to the registration / licensing of doctors and compliance with Singapore Medical Council’s Code of Conduct.
- **Zhejiang Geely Holding Group Co., Ltd (“Geely”)**: Acting for Geely in the definitive stage of its proposed investments in automobile companies, Proton Holdings Berhad (“Proton”) and Lotus Advance Technologies

Sdn. Bhd. (“Lotus”) by way of a subscription for shares representing 49.9% of the enlarged paid-up share capital of Proton, and an acquisition of 51% of the shares of Lotus. Part of the consideration provided by Geely for the subscription for shares in Proton is a license to Proton for one of Geely’s car models. For the subscription for shares representing 49.9% of the enlarged paid-up share capital of Proton, the consideration (taking into account the range of indicative values for the license), is RM460.3 million (S\$146.4 million). For the acquisition of 51% of the shares of Lotus, the consideration is £51 million (S\$90.8 million).

- **THSC Investments Pte. Ltd. (“THSC”) and Standard Chartered Private Equity (Singapore) Pte. Ltd. (“SCPE”):** Advising on the pre-conditional voluntary conditional cash offer (“Offer”) for all the issued and paid-up ordinary shares of SGX-ST-listed Tat Hong Holdings Ltd (“THH”), with a view to privatising THH. THH is in the business of rental and sale of cranes. The Offer values THH at approximately S\$414 million based on the offer price of S\$0.55 per offer share. THSC is the joint venture entity between SCPE and TH60 Investments Pte. Ltd., the investment vehicle of certain majority shareholders of THH.
- **EDBI Investments Pte Ltd and Credence Capital Fund II (Cayman) Limited:** Acting for Credence Capital Fund II (Cayman) Limited (“Credence”) and EDBI Investments Pte Ltd (“EDBI”, the investment arm of Singapore's Economic Development Board) in a funding round led by Credence and EDBI, which raised US\$30 million (S\$39.3 million) in Series C funding, for Zimplistic Private Limited.
- **Consortium of Individual Investors:** Acting for a consortium in the purchase of McDonald's business in Malaysia and Singapore, from McDonald's Corporation. The purchased business includes ownership interest in McDonald's Malaysia and Singapore, which includes a total of 390 restaurants, and the grant of a licence by McDonald's to run McDonald's restaurant operations in these markets.
- **Bank of China Limited, Singapore Branch:** Acting for Bank of China Limited, Singapore Branch, as financial advisor to Cosco International (Singapore) Co., Ltd., in its voluntary conditional cash offer (the “Offer”) for all the issued ordinary shares in the capital of Cogent Holdings Limited. The offer values Cogent Holdings Limited at approximately S\$490 million.
- **Goodwood Park Hotel Limited (“Goodwood”):** Acting for Goodwood in the voluntary unconditional cash offer made by DBS Bank Ltd., for and on behalf of Hotel Holdings (Private) Limited, for all the issued ordinary shares in the capital of Goodwood (the “Offer”). The Offer values Goodwood at approximately S\$1.85 billion.
- **Broadway Industrial Group Limited (“BIGL”):** Acting in the disposal of its foam plastics solutions and flow control device businesses to Broadway Holding II Limited, an investment vehicle wholly-owned by US private equity firm Platinum Equity (the “Transaction”). The aggregate consideration for the Transaction is S\$150 million (“Consideration”).
- **Yuanta Securities Co., Ltd.:** Acting for a wholly-owned subsidiary of Yuanta Securities Co., Ltd., Yuanta Securities (Hong Kong) Company Limited, a company incorporated in Hong Kong, as its transaction counsel in its acquisition of 99% of the issued and paid-up share capital of PT AmCapital Indonesia, a stockbroking company in Indonesia. The aggregate consideration for the acquisition is approximately TWD211 million (or approximately S\$9 million).
- **Yuanta Securities Asia Services Limited:** Acting for Yuanta Securities Asia Financial Services Limited (the “Purchaser”), a company incorporated in Bermuda and a wholly-owned company of Yuanta Financial Holding Co., Ltd., a company listed on the Taiwan Stock Exchange, in its acquisition of 49,999,998 ordinary shares representing approximately 99.99% of the issued ordinary shares in the share capital of KKTrade Securities Company Limited. The aggregate consideration for the acquisition is approximately THB686.9 million (or approximately S\$26.6 million).
- **Bevrian Pte Ltd:** Acting for Bevrian Pte. Ltd. in the mandatory conditional cash offer (the “Offer”) for all of the issued and paid-up ordinary shares in Ellipsiz Ltd (“Ellipsiz”). Ellipsiz is a probe card and distribution and service solutions provider serving the semiconductor and electronics manufacturing industries. The Offer valued Ellipsiz at approximately S\$63.6 million.
- **SHS Holdings Ltd:** Advising in the sale of its entire interests in the TAT Group and Axxmo International Pte Ltd, which collectively operate a distribution business for refined petroleum products, to Brenntag (Holding) BV, a subsidiary of German chemical distribution company Brenntag AG, for approximately S\$100 million.

- **Grand Apex Holdings Pte Ltd (“Grand Apex”)**: Acting in structuring, conducting and completing its voluntary conditional cash offer (the “Offer”) for SGX-ST-listed Popular Holdings Limited (“Popular Holdings”), in a privatisation exercise. Popular Holdings is in the business of investment holding for property development, retail and distribution and publishing and e-Learning assets. Grand Apex is controlled by a controlling shareholder of Popular Holdings. The Offer valued Popular Holdings at approximately S\$255 million.
- **Daiwa Securities Group Inc.:** Acting as Singapore counsel to certain group entities of Daiwa, in their roles as issue manager and underwriter in the initial public offering of Accordia Golf Trust (“AGT”) on the Mainboard of the SGX-ST, as well as the trustee-manager and asset manager of AGT, in respect of Singapore law regulatory and compliance issues. AGT is in the business of investing in stabilised, income-generating golf courses, driving ranges and golf course related assets worldwide, with an initial focus on Japan.
- **AHC Pte Ltd (“AHC”)**: Acting in structuring, conducting and completing its voluntary conditional cash offer (“Offer”) for SGX-ST-listed Hersing Corporation Ltd (“Hersing”), and in structuring a transferable term loan facility granted to AHC to finance the Offer, in a privatisation exercise. At the time of the privatisation exercise, Hersing was a leading brand manager and service provider with subsidiaries in the real estate services, financial services, self-storage and design and furnishing services segments. AHC is controlled by a controlling shareholder of Hersing. The Offer valued Hersing at approximately S\$145 million.
- **SGX-ST-listed Stratech Systems Limited (“Stratech Systems”)**: Acting and advising in the restructuring of its group of companies by way of a scheme of arrangement under section 210 of the Companies Act (Chapter 50), to facilitate a migration of Stratech Systems' shareholders' shareholding interests in its capital, to shareholding interests in the capital of a newly-incorporated and SGX-ST-listed investment holding company, The Stratech Group Limited (“The Stratech Group”), thus creating a group that holds its operations and businesses separately. The Stratech Group is principally engaged in the design, development, integration, implementation, maintenance and project management of information technology and advanced technology systems.
- **Marmon Water (Singapore) Pte Ltd:** Acting as its Singapore counsel in connection with its acquisition of a 50% equity interest in Hyflux Marmon Development Pte Ltd and a 49% equity interest in Marmon Hyflux Investments Pte Ltd from the Hyflux Group, for an aggregate cash consideration of S\$63.6 million.
- **PSG Asia Pte Ltd (“PSG”) and its shareholders:** Advising on the disposal of the project and construction management related business of PSG and its subsidiaries in Singapore and the region (the “PSG Sale Business”) to Cushman & Wakefield Singapore Holdings Pte Ltd. Advised on, negotiated and prepared the master purchase agreement and other transaction documents, attended to and coordinated completion, and coordinated with foreign counsel in the disposal of the PSG Sale Business in Beijing.
- **SGX-ST-listed Singapore Post Limited (“SingPost”)**: Acting and advising in its postassurance collaboration with AXA Life Insurance Singapore Private Limited (“AXA”). The postassurance collaboration involves SingPost performing the role of an introducer for AXA for the purposes of facilitating the marketing, promotion, sale and distribution of life insurance products in Singapore.
- **SGX-ST-listed Kim Eng Holdings Limited (“Kim Eng”)**: Acting and advising in the conditional sale by certain controlling shareholders of Kim Eng to Aseam Credit Sdn Bhd (the “Offeror”), a wholly-owned subsidiary of Malayan Banking Berhad, of 44.63% of the issued shares in the capital of Kim Eng, the holding company of a regional stockbroking and financial services group, in his previous firm. Also acted for Kim Eng as offeree, in the consequential mandatory cash offer by the Offeror for all the remaining ordinary shares in the capital of Kim Eng as a result of this transaction, as well as in its subsequent delisting. This transaction involving the takeover of a regulated entity, the obtaining of regulatory approvals and multi-jurisdictional regulated (and some listed) subsidiaries, valued Kim Eng at approximately S\$1.79 billion.
- **Advanced Technology Investment Company LLC:** Acting and advising in, and structured its acquisition of 100% of and privatisation of SGX-ST-listed Chartered Semiconductor Manufacturing Ltd, which is in the semiconductor business, by way of a scheme of arrangement, in his previous firm. The transaction involved multi-jurisdiction co-ordination on legal issues, and represented a total value of approximately S\$5.6 billion.

Recognition

- *Chambers Asia Pacific*: Recognized as Leading Individual for Corporate/M&A: Domestic, 2012 – 2021
- *IFLR1000*: Highly Regarded (Leading Lawyer) for M&A, 2017 – 2022
- *Chambers Global*: Recognized as Leading Individual for Corporate/M&A: Domestic, 2012 – 2020
- “Ng Eng Leng acts across the full spectrum of corporate and M&A work, winning praise from clients and from peers for being ‘very experienced.’ He has a notable ability for handling work involving Malaysia and Japan.” – *Chambers Asia Pacific, Corporate/M&A: Domestic - Singapore*, 2019
- “Ng Eng Leng is praised by sources for his sound commercial awareness.” – *Chambers Asia Pacific, Global, Corporate/M&A*, 2018
- *Best Lawyers in Singapore*: Recognized in the area of Mergers and Acquisitions Law, 2020 – 2022
- *Best Lawyers in Singapore*: Recognized in the areas of Corporate Law, and Mergers and Acquisitions Law, 2014 – 2019
- *In-House Community 2016*: Commended External Counsel of the Year
- *IFLR1000*: Highly Regarded (Leading Lawyer) for Mergers and Acquisitions and Restructuring, 2015
- “Leading corporate partner Ng Eng Leng acted for the shareholders of Ramba Energy in the voluntary conditional cash partial offer by Sugih Energy to acquire 51% of the issued ordinary shares in the capital of Ramba Energy, listed on the Mainboard of the Singapore stock exchange.” – *Asialaw*, 2015
- “Leading corporate partner Ng Eng Leng has been acting for Parkway HK holdings in a significant joint venture with NWS Holdings in Hong Kong ...” – *Asialaw* 2014
- *Asialaw Leading Lawyers*: Ranked as Distinguished Practitioner in Corporate and M&A, 2021 – 2022
- *Asialaw*: Recognized as a Leading Lawyer for Corporate/M&A in Singapore, 2014, 2017 – 2018
- “Ng [Eng Leng] is acting for Parkway HK Holdings, a subsidiary of Malaysia-based IHH Healthcare, in its joint venture with a subsidiary of Hong Kong-listed NWS Holdings, for the development, construction, management and operation of a hospital in Hong Kong with a total estimated project cost of HK\$5 billion (\$644 million).” – *IFLR1000*, 2014
- *ILO Client Choice Awards* 2014 for M&A in Singapore
- *ALB Client Choice Hot 75* - 2013
- “Ng Eng Leng [is] recommended.” – *The Legal 500 Asia Pacific*, 2013
- *Who's Who Legal*: Recognized for Mergers and Acquisitions, Singapore, 2008

Insights

- Co-author, “Amendments to the Singapore Employment Act – tips for Japanese companies”, *Dentons Rodyk Reporter*, Issue 06 (2018)
- Co-author, “Amendments to the Singapore Employment Act – tips for Japanese companies (Japanese)”, *Dentons Rodyk Reporter*, Issue 06 (2018)
- Co-author, “Listing framework for Dual Class Shares – A closer look into safeguards,” *Dentons Rodyk Reporter Issue 01 - Business Bulletin*, January 2017

Activities and Affiliations

Appointments

- Independent Director (Board and Remuneration and Audit Committee Member), Hyphens Pharma International Limited

Presentations

- Panellist, Recent Trends in M&A in Asia - American Bar Association Section of International Law 2016 Fall Meeting, Tokyo, October 21, 2016
- Legal Due Diligence - Key Considerations, May 12, 2015
- Shareholder Activism & Engagement, October 28, 2014
- Moderator, Japan Track at the Global Entrepolis Singapore Business Leaders Summit 2013, October 29, 2013
- Current Trends In M&A In Asia - Delistings And Relistings, February 1, 2012
- Building Wealth & Growing Consumerism - South East Asian M&A spotlight, April 7, 2011
- Deloitte's M&A Lunch n Learn Series - Session III - Takeover of Listed Companies, September 24, 2010
- In-House Congress Kuala Lumpur 2010, June 24, 2010
- Seminar on Writing for Clients - Writing Corporate Opinions, August 3, 2009
- Structuring Public Takeovers in Singapore, June 27, 2009
- Maximising M&A in Asia (Roundtable Discussion) - A Study of Asian Company Sentiment, July 23, 2008

Memberships

- Member, The Law Society of Singapore
- Member, Singapore Academy of Law

Prior and Present Employment

- Senior Partner, Dentons Rodyk & Davidson LLP (formerly Rodyk & Davidson LLP) (2011 - present)
- WongPartnership LLP (2002 - 2011)
- Chang See Hiang & Partners (1997 - 2002)
- Khattar Wong & Partners (1995 - 1997)
- Chor Pee & Company (1990 - 1995)

Areas of focus

Practices

- Corporate
- Mergers and Acquisitions

Industry sectors

- Technology

Education

- National University of Singapore, 1995, LL.M.
- National University of Singapore, 1989, LLB (Hons)

Admissions and qualifications

- Admitted to the Roll of Solicitors, England and Wales, 2001
- Advocate & Solicitor, Singapore, 1990
- Admitted to the Bar, West Malaysia, 1992