

PROFILE

**Partner**

Corporate / M&A
Capital Markets (Equity)
China Desk

Shearn Delamore & Co., Kuala Lumpur, Malaysia

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Qualifications

LL.B (Hons), University of Northumbria
Master of Commercial Law, University of Malaya
MBA, University of Nottingham
Barrister-at-Law, Lincoln's Inn
Advocate & Solicitor, High Court of Malaya

Languages

English, Malay, Chinese

NICHOLAS TAN CHOI CHUAN

ABOUT NICHOLAS

Nicholas' practice focus is on take-overs, mergers and acquisitions, foreign investments, joint ventures, corporate restructurings, and corporate and commercial transactions. He has worked on transactions which straddled across industries specifically education, oil and gas, manufacturing, retail, telecommunication and property development. Nicholas regularly advises clients on takeover of public companies. He also advises equity capital markets work including initial public offerings.

Nicholas has been recognised as a leading lawyer for Corporate/M&A (Malaysia) by a number of globally renowned legal publications including a band 4 leading lawyer in M&A by Chambers and Partners Asia Pacific (2021 and 2022). The Chambers and Partners Asia Pacific (2021) noted that Nicholas "is able to provide strong legal support and, in giving legal advice, he also considers the commercial aspects of the transaction" and more recently, the Chambers and Partners Asia Pacific (2022) noted that Nicholas "has the ability to understand issues in play and provide practice solutions".

He has been described by a client as "Highly competent and very experienced and knowledgeable. He is also very approachable and able to perform excellently even in a challenging environment" (IFLR1000 (2019)) and "Responsible, accessible, knowledgeable, well connected, and timely" (IFLR (2021)).

He is a member of the China Desk of the firm, who regularly advises and represents Chinese clients (e.g. state-owned entities) in their corporate transactions in Malaysia.

Some key clients are China Railway Group Limited, China Railway Engineering Corporation (M) Sdn. Bhd. (Property and Construction), Sony Interactive Entertainment Playstation Studios Malaysia Sdn. Bhd. (Media and Technology), a subsidiary of Sony Corporation, Monash University (Education), British Council (Education) and Scientex Berhad (Manufacturing and Property).

EXPERIENCE

Mergers & Acquisitions

- Acted for **China Railway Engineering Corporation (M) Sdn. Bhd. (CRECM)**, a shareholder in a consortium (i.e. IWH-CREC Sdn. Bhd.) in acquiring 60% shares in Bandar Malaysia Sdn. Bhd. from TRX City Sdn. Bhd. (a subsidiary of the Ministry of Finance, Malaysia) for RM7.41 billion. Bandar Malaysia is a major development project in Kuala Lumpur, Malaysia covering an area of approximately 2,000,000 sq. metres and will include a public transportation hub. CRECM is a subsidiary of China Railway Group Limited which was ranked 50th in 2020's Fortune Global 500.
- Acted as the Malaysian counsel for **Saudi Aramco** (through White & Case, an instructing counsel), in its investment and joint venture with Petronas in the Refinery and Petrochemicals Integrated Development (RAPID) project in Pengerang, Malaysia. The total estimated value of the investment by Saudi Aramco is US\$7 billion.
- In 2019/2020, Nicholas acted as the Malaysian counsel for **Laureate Education, Inc.**, (a company listed on the NASDAQ stock market) (through DLA Piper, as the instructing counsel) in its sale of INTI Education group to HOPE Education Group (Hong Kong) Company Limited (a wholly-owned subsidiary of HKEX-listed Hope Education Group Co., Ltd) for approximately USD140 million.
- In 2019, Nicholas acted as the transaction counsel for a major acquisition of the shares in a private higher educational institution in Malaysia in 2019.

Take-overs

- Acted for **Scientex Berhad** in its privatization of **Daibochi Berhad** through its unconditional voluntary take-over offer to acquire the remaining shares and warrants in **Daibochi Berhad** in 2021. Upon completion of the take-over offer, **Scientex Berhad** holds 71.9% equity interest in **Daibochi Berhad**.
- In 2019, Nicholas advised **Scientex Berhad** in its acquisition of approximately 42% shares in **Daibochi Berhad** for approximately RM222.5 million and a conditional mandatory take-over offer where the client was required to acquire the remaining shares and warrants following the completion of the acquisition.
- During the same period, Nicholas also advised the joint offers in a conditional voluntary take-over offer to acquire the shares in **LTKM Berhad** (one of the leading chicken egg producers in Malaysia).

Equity Capital Markets

- Acting for **Jentayu Sustainables Berhad** (formerly known as **Ipmuda Berhad**) in its acquisition of a solar asset and 2 hydro assets in the renewable energy sector for a total consideration of RM187.4 million, which will result in a significant change of business direction or policy of Jentayu Sustainables Berhad in 2021. The acquisitions require the approvals of the Securities Commission Malaysia and Bursa Malaysia Securities Berhad. Further, we are also acting for Jentayu Sustainables Berhad on its corporate exercises announced on 18 June 2021, including amongst others, bonus issue of shares and warrants and rights issue of shares.
- Acting as solicitors to the issuer in respect of a proposed establishment and listing of a REIT on the Main Market of Bursa Malaysia.

ACCOLADES

- **Asialaw Leading Lawyers**

"Quick turnaround time and ability to analyse the issues and providing workable solutions." - Asialaw Profiles 2023

- **Chambers Asia-Pacific (2020)**

"Up and coming" in Corporate / M&A (Malaysia)

- **Chambers Asia-Pacific (2021 - 2023)**

"Band 4" lawyer in Corporate / M&A (Malaysia)

Active on deals across a variety of sectors, one interviewee appreciates that *"he is very responsive."* – Chambers Asia-Pacific 2020

A client notes that *"he is able to provide strong legal support and, in giving legal advice, he also considers the commercial aspects of the transaction."* - Chambers Asia-Pacific 2021

A client describes him as *"very responsive and responsible, focused and able to meet tight timelines. He has the ability to understand issues in play and provide practice solutions."* – Chambers Asia-Pacific 2022

Clients appreciate that *"he has strong drafting skills and the ability to adapt to circumstances to ensure the success of a transaction."* - Chambers Asia-Pacific 2023

A client also notes that *"Nicholas is quick and responsive."* - Chambers Asia-Pacific 2023

- **Chambers Asia-Pacific (2024)**

"Band 3" lawyer in Corporate / M&A (Malaysia)

"Nicholas is extremely hard-working, has a good grasp of issues, and is experienced in merger and acquisition work. Also, he possesses the ability to provide good and practical solutions to ensure commercial objectives are achieved, by ensuring the smooth completion of transactions." - Chambers Asia-Pacific 2024

"Nicholas is always responsive and lends a commercial perspective to the legal problem. He is able to work well and remain calm under pressure, which is much appreciated." - Chambers Asia-Pacific 2024

- **Chambers Global (2020)**

"Up and Coming" in Corporate / M&A (Malaysia)

- **Chambers Global (2021 and 2022)**

"Band 4" lawyer in Corporate / M&A (Malaysia)

A client notes that *"he is able to provide strong legal support and, in giving legal advice, he also considers the commercial aspects of the transaction."* - Chambers Global 2021

A client describes him as “*very responsive and responsible, focused and able to meet tight timeliens. He has the ability to understand issues in play and provide practice solutions.*” – Chambers Global 2022

- **The Legal 500 Asia-Pacific (2019 - 2021)**

“Recommended Lawyer” in Corporate/M&A (Malaysia)

- **The Legal 500 Asia-Pacific (2022-2023)**

“Other Key Lawyer” in Corporate/M&A (Malaysia)

“*Nicholas Tan Choi Chuan is relatively young, but still has a sufficient knowledge especially in the M&A area*” - The Legal 500 Asia-Pacific 2020

“*Described as giving 'solid commercial advice', the team includes education expert Nicholas Tan Choi Chuan...*” - The Legal 500 Asia-Pacific 2021

“*Stand out partner is Nicholas Tan Choi Chuan. Exemplary responsiveness to client’s requests and needs, and provision of timely and useful advice.*” - The Legal 500 Asia-Pacific 2022

“*Nicholas Tan is commercial and able to think out of the box for his clients.*” - The Legal 500 Asia-Pacific 2023

“*Nicholas Tan has risen through the ranks as a partner. He has repeatedly demonstrated that he is competent to deliver any assignments with excellent turnaround time and ability to provide practical solutions that will ensure that clients will know that their interests are taken care of and fully protected.*” - The Legal 500 Asia-Pacific 2023

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

“Recommended Lawyer” in Projects and Energy (Malaysia)

- **IFLR 1000 (2018 - 2021)**

“Rising Star” in M&A (Malaysia)

“*Highly competent and very experienced and knowledgeable. He is also very approachable and able to perform excellently even in a challenging environment.*” – IFLR 2018

“*He is very knowledgeable, highly competent and always able to produce excellent quality of work.*” – IFLR 2018

“*Highly responsive and professional.*” – IFLR 2018

“*High quality performance and commitment.*” – IFLR 2020

“*Responsive, accessible, knowledgeable, well connected, and timely.*” – IFLR 2021

- **IFLR 1000 (2022)**

“Notable practitioner” in M&A (Malaysia)

- **IFLR 1000 (2023)**

“Highly Regarded” in M&A (Malaysia)

- **International Law Office: Client Choice Awards (2019)**
Individual Winner for M&A for Malaysia Jurisdiction
- **Asia Business Law Journal (2019)**
one of Malaysia's top 100 lawyers
- **Asian Legal Business Malaysia Law Awards (2018)**
"Young Lawyer of the Year" finalist

APPOINTMENTS/MEMBERSHIPS

- Member, Malaysian Bar
- Member, International Bar Association (IBA)
- Member, China Enterprises Association in Malaysia
- Co-chair, ELA Global Mergers and Acquisition Group
- Member, Institute of Corporate Directors Malaysia (ICDM)

PUBLICATIONS

- Chambers Global Practice Guide 2019 Malaysia Corporate M&A: Q&A [co-author]
- Merits of shareholder activists in Malaysia: A legal perspective" [2019] 1 LNS(A)xli, by Current Law Journal
- Contributed to World Bank, Doing Business 2019 and 2020 – Protecting Minority Investors - Malaysia, 16th Edition and 17th Edition respectively, published by The World Bank Group
- Liberalisation of Distributive Trade Sector - Revised Guidelines by MDTCA on Retail Sector in Malaysia [2021] 1 MLJ cccxxx
- "Shareholders' right of inspection in private companies in Malaysia", [2021] 1 LNS (A) xliii