

PROFILE

**Partner**

Corporate / M&A

Shearn Delamore & Co., Kuala Lumpur, Malaysia

marhaini@shearndelamore.com

T +603 2027 2853

Qualifications

LL.B (Hons), University of Southampton

Certificate in Legal Practice

Advocate & Solicitor, High Court of Malaya

Languages

English, Malay

MARHAINI NORDIN

ABOUT MARHAINI

Marhaini's practice area is primarily M&A and where her experiences other than on acquisitions and takeovers also include securities laws and capital markets work such as Initial Public Offerings (IPOs), placement exercises. Marhaini regularly advise on the offering of securities by foreign corporations. In the area of foreign investments, her practice covers transaction documentation such as joint venture and shareholders agreements.

Marhaini's work covers due diligence for both M&A related as well as regulatory due diligence for public listed companies as part of compliance with regulatory and other requirements. She deals with listed corporations and their group entities as well as private companies.

Throughout her years in the Firm, she has handled a variety of corporate and commercial transaction, domestic and cross border transactions and with interest in clients in utility sector, multinationals and companies in a wide array of sectors including ports, power sector, consumer goods, oil and gas and where she has advised on privatization / concession related agreements.

EXPERIENCE

Transactions Marhaini have been involved in include:

- Acted for **DKSH Holdings (Malaysia) Berhad** in its acquisition of **Auric Pacific Malaysia Sdn Bhd** from Auric Pacific Group Limited, an approximately 50.3% indirect subsidiary of Lippo China Resources Limited and which in turn is an approximately 74.99% subsidiary of Lippo Limited via a sale and purchase

agreement which was signed on 21 December 2018. Auric is one of the leading players in the distribution of chilled and frozen products and in the food services channel in Malaysia and Singapore.

- Acted for **Gas Malaysia Berhad** in its IPO on Bursa Malaysia in 2012 and as due diligence counsel for its issuance of commercial papers and medium term notes programmes in 2016 and 2020.
- Acted for **MAHB** in its joint venture with **Cainiao HK**, then a subsidiary of Alibaba Group Holding Limited (“Alibaba”), listed on the NYSE. The JV with the Alibaba is to develop a regional e-Commerce and logistics hub, comprising cargo terminals, sorting centres, warehouses and fulfilment centres and other facilities for e-commerce industry, in the **KLIA Aeropolis** within the **Digital Free Trade Zone (DFTZ)** in Malaysia.
- Acted for **MMC Corporation Berhad (MMC)** in the listing of its then subsidiary, **Malakoff Corporation Berhad** on Bursa Malaysia.
- Acted for **MMC** in its acquisition of interest in **Penang Port Sdn Bhd**, a company operating the concession of Penang Port.
- Advised on privatisation agreement(s) involving companies having port concession(s).
- Advised **China Railway Group Limited** (listed in Shanghai Stock Exchange and the Stock Exchange of Hong Kong), in its joint acquisition with Iskandar Waterfront Holdings Sdn Bhd, of 60% equity interest in **Bandar Malaysia Sdn Bhd** from 1MDB Real Estate Sdn Bhd for a consideration of RM5.279 billion.
- Acted for **Kumpulan Perangsang Selangor** in respect of the divestment of a part of its water concession business for an aggregate transaction value of RM200 million.

ACCOLADES

IFLR1000

Corporate and M&A (2011-2013) – Leading Lawyer

- “*Very knowledgeable in her areas of expertise; the advice was sound and practical; easily accessible; proactive; and quick in responding to the client's queries.*” - IFLR 2020

The Legal 500 Asia-Pacific (2020)

Corporate and M&A (2020) – Recommended Lawyer

APPOINTMENTS/MEMBERSHIPS

- Member, Malaysian Bar
- Member, International Bar Association (IBA)

PUBLICATIONS

Co-authored the following legal publications:

- The Malaysia Chapter - International Business Acquisitions: Major Legal Issues and Due Diligence 2014, Edited by Ralf Kurney and Michael Whalley, Wolters Kluwer, 4th Edition (2014)
- The Malaysia Chapter - International Securities Law Handbook 2014, Edited by Jean-Luc Soulier and

- Marcus Best, Wolters Kluwer, 4th Edition (2014)
- The Malaysia Chapter - Mergers & Acquisitions Law Guide 2013/14, The 1st Annual Guide to Practicing M&A Law in Asia published by LexisNexis