



# CORPORATE TRUST & DEBT SERVICES

SPECIALIZED INDEPENDENT FINANCIAL  
AND CORPORATE SERVICES



# INTRODUCING MADISON PACIFIC

Madison Pacific, a Tricor Company, is the independent premier provider of Corporate Trustee and Debt Services. Our services include Trust & Agency, Escrow & Custody, Asset Management and Directorships.

We have a particular focus and expertise in private equity and hedge funds in general and with high yield, special situations or distressed lending in particular. We are regularly involved in debt transactions of all types including club and syndicated lending, DCM transactions and are frequently engaged on "new money" deals as well as replacement agent or trustee.

The Madison Pacific team comprises of seasoned finance and legal professionals with extensive years of experience and expertise in investments, asset management, structuring and securities services largely in emerging markets. The team is dedicated to providing timely, workable and (if required) innovative strategies by partnering with our clients to develop and implement solutions for transaction and jurisdiction requirements.

With our head office based in Hong Kong and offices in Singapore, Beijing, Cayman Islands, and London (along with the broader Tricor network across a network of 47 offices across 21 countries / territories), Madison Pacific services its multinational clients including global banks, financial institutions, hedge and private equity funds, international, offshore and local law firms and corporates. As a member of SWIFT, we have a safe and efficient communication channel to conduct cash and securities trades with other members across the financial sphere.

Each of Madison Pacific Trust Limited, Madison Pacific Corporate Services Limited and MPCSL Nominees Limited has been granted TCSP license and is required to apply customer due diligence and record-keeping requirements to all new and existing clients. In addition to obtaining TCSP licensed status, Madison Pacific Trust Limited is a trust corporation registered under 78(1) of the Hong Kong Trustee Ordinance (Cap. 29), regulated by the Hong Kong Financial Secretary and Director of Accounting Services. Madison Pacific Pte. Limited has been granted a Trust Business Licence by the Monetary Authority of Singapore.

# MADISON PACIFIC KEY SERVICES



## TRUSTEE & AGENCY

- Bond Trustee for private, Euroclear or exchange listed bond issuance
- Facility Agent and/or Security Trustee for bilateral syndicated or club bank or private equity lending
- Successor Trustee and/or Security Trustee of defaulted transactions offering responsive services to lenders to assist with enforcement and investment recovery
- Corporate Trustee for unit trusts, CDOs and other specialised trusts structured for the marine or aviation industries
- Scheme Trust Administrator following restructurings
- Security Agent in respect of both onshore and offshore security
- Principal Agent, Paying Agent and Registrar for loan facilities, administering the overall transaction
- Tabulation and Exchange Agent supporting the process of exchange listed bonds



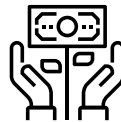
## DIRECTORSHIPS

- Independent director services for hedge funds, private equity funds, SPVs and other structures
- Act as Legal Representative in PRC and other transactions
- Nominee Director for Lenders
- Creditor Committee Representative



## ESCROW & CUSTODIAL

- Facilitate business transactions using escrow or custodial arrangements
- Safekeeping and custody of assets commonly used for sale and purchase transactions, mergers and acquisitions, project financing and realisations from liquidations or receiverships
- Escrow Agent or Custodian holding assets including cash, shares (scripless and physical), documents and other properties



## ASSET MANAGEMENT

- Investment structuring and management
- Existing portfolio management
- Act as responsible officer on either an interim or long-term basis



## ANCILLARY

- Meeting and voting services
- Agent for the service of process to receive legal notices in Hong Kong, London and Singapore

# MADISON PACIFIC KEY ADVANTAGES

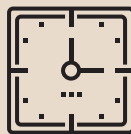
Madison Pacific is a Tricor Company, with access to 2,600 professionals working out of 47 offices in 21 countries / territories across the world.



## EXPERIENCE

UNPARALLELED  
INVESTMENT AND  
TRANSACTION  
EXPERIENCE AND  
IN-HOUSE LEGAL TEAM

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## RESPONSIVENESS

TIMELY RESPONSE TO  
CLIENT NEEDS WITH  
SIMPLE DECISION LINES,  
EXPERTISE AND EFFICIENT  
COMMUNICATION

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## INDEPENDENCE

NOT CONTROLLED  
BY OR RELATED TO A  
COMMERCIAL BANK

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## GEOGRAPHY

EMERGING  
MARKETS FOCUSED  
BY OPERATING  
GLOBALLY

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## FLEXIBILITY

DEVELOP AND  
IMPLEMENT TAILORED  
SOLUTIONS AND  
CUSTOMIZED  
REPORTING



## EFFICIENCY

STRATEGIC AND  
STREAMLINED  
DECISION-MAKING  
TO ENSURE SMOOTH  
OPERATIONS

# SIGNIFICANT ASSIGNMENTS

Since its establishment in 2010, Madison Pacific has acted for a wide variety of clients, including international and local banks, sovereign wealth funds, institutional investors, hedge and private equity funds, family offices and trustees in various roles, involving transactions in excess of US\$68 billion.



## SPECIAL SITUATIONS

Replacement Administrative Agent and Facility Agent for one of the world's largest restructuring transactions (value of US\$13.4 billion). Our roles involved liaising with stakeholders including the borrower and an international group of creditors and bondholders as well as calculating complex corporate work-out interest/ principal repayments, restructuring and recapitalisation fees and consideration, and overseeing and managing payments of these amounts. (Indonesia)

Administrative and Facility Agent for US\$492 million restructuring, exchange and cash tender offer. (Indonesia)

Appointed as Successor Trustee in relation to the US\$200 million secured exchangeable bonds for a Chinese real estate company. (Mainland China)

Onshore Collateral Agent and Holding Period Trustee for a scheme of arrangement of a Cayman Islands company in provisional liquidation, the holding entity for a listed Chinese solar company. (Cayman Islands, United States, Mainland China)

Replacement Agent and Security Trustee for a US\$198 million Convertible Loan Facility of L'Sea Holdings Limited. We assisted in the implementation of the negotiated settlement which included the release of security in China, Cayman Islands and Hong Kong and the granting of a mortgage over Hong Kong listed shares. To facilitate the settlement process, we also acted as the Custodian of listed shares and worked with all stakeholders and their advisors. Stakeholders included several international financial institutions. (Hong Kong)

Replacement Trustee for a US\$54 million defaulted corporate bond issuance by an Indian conglomerate. Enforcement proceedings undertaken in United Kingdom and ongoing intercreditor negotiations with judicial administrators of a related entity in Singapore. Our work includes spearheading discussions with international bondholders, formulating litigation strategy and overseeing its implementation and conducting scheme of arrangement negotiations, with the aim of both expediting and maximising bondholder recovery. (India, Singapore, United Kingdom)

Replacement Agent and Security Agent in relation to US\$250 million Pre-Export Finance Facility to a project in Western Africa, in default. As part of that appointment, we were responsible for enforcing the security by conducting a sale process for the sale of all of the shares of the two companies that hold a controlling interest in the project in Sierra Leone following the successful defence of Hong Kong court proceedings brought by a party seeking to prevent the sale. (Sierra Leone, United Kingdom, Hong Kong)

Security Trustee of defaulted A\$23 million notes issued by an Australian mining corporation. Subsequent to enforcement and our appointment of Receivers, we assisted in the distressed sale of the defaulted notes and the associated transactions that led to the discharge of Receivers. (Hong Kong, Singapore, Australia)

Replacement Facility Agent and Security Trustee in relation to US\$50 million secured shipping loan. (South Korea)

Successor Facility Agent and Onshore Security Agent for restructured US\$50 million facility to an Indonesian shipping company and its associated companies, secured by listed shares. (Indonesia, British Virgin Islands)

Replacement Registrar, Paying Agent, Transfer Agent and Calculation Agent for a secured medium term note programme worth US\$900 million traded on the Luxembourg Stock Exchange to be extended past maturity to 2021 for a financial leasing company. (United Kingdom, Ukraine, Luxembourg, Cayman Islands)

Replacement Facility Agent and Offshore Security Agent in respect of US\$39 million defaulted loan transaction. International enforcement and anti-suit injunction proceedings commenced. Our roles involve working with Mauritius, Hong Kong, Indian and English counsel closely to preserve security and conduct enforcement actions, consulting on litigation strategy and otherwise working to protect and enforce the lenders rights. (India, Mauritius, Hong Kong, United Kingdom)

Replacement Security Trustee, Note Trustee & Facility Agent for multiple debt facilities, hedge agreements and euro note issuances worth US\$578 million for a West African global refrigeration manufacturer and glass producer (Nigeria, Kenya, Netherlands, United Kingdom, Romania, Cyprus, Indonesia)

Replacement Trustee for a 10 year senior secured note of US\$500 million issued by a diversified multinational. (India)

Replacement Bank Facility Agent, Common Security Agent, Investor Facility Agent and Restructuring Agent for US\$445 million worth of loan facilities for a mining company. (Mauritius, South Africa)

Appointed as Replacement Trustee, Trustee and Security Agent as part of the recapitalisation process of Privatbank worth US\$375 million. (Ukraine)

Replacement Trustee for a note restructure "rump" note for acquisition financing for a communications firm. (India, United Kingdom)

Multiple roles engaged as part of the overall restructuring of a commodities firm worth over US\$2 billion which includes trade and hedge finance support facilities. (Singapore, United Kingdom, Australia, Netherlands)

Issuer placed in the CIRP process and acting as Trustee to negotiate the claim on behalf of Bondholders with the Insolvency Resolution Professional as well as the one time settlement offer between the Promoter and Bondholders at approximately US\$262 million. (United Kingdom, India, United Arab Emirates, Germany, Luxembourg)

Replacement Facility Agent, Onshore and Offshore Security Agent for restructuring of an existing loan facility of US\$222 million to a 20-year tenor facility for an Indonesia based energy company. We also assisted an investor to acquire certain debts from the existing lenders by way of a trust structure. (Indonesia, British Virgin Islands, Singapore)

## NEW ISSUANCES

Facility Agent and Security Agent for US\$34 million Indonesian loan facility and associated call & put options, share purchase and custody arrangements. (Indonesia)

Trustee & Security Trustee for US\$100 million 3 year Euroclear listed notes for China Logistics Property Holdings Co. (Mainland China)

Offshore Security Agent for a cross-border inter-company US\$500 million loan as part of a financing transaction. The security consisted, in part, of pledged equipment by a PRC entity. (Mainland China)

Trustee, Security Agent, Paying Agent, Conversion Agent, Bond Registrar and Warrant Registrar in relation to US\$150 million secured convertible bonds convertible into shares of a listed Singaporean company involved in aluminium products in the PRC. (Singapore, Mainland China)

Collateral Agent and Calculation Agent for a US\$800 million Euroclear/Clearstream, SGX listed secured high-yield note issue. (Japan, United States, Philippines)

Tabulation and Exchange Agent for an exchange offer for US\$250 million Zero Coupon Convertible Bonds due 2012 and Trustee and Agent for the new bonds issued as result of the exchange. (India)

Facility Agent and Security Agent for US\$170 million mezzanine facility to PRC property developer. (Mainland China)

Collateral Agent in respect of an issue of US\$85 million PIK notes issued by a Cayman Islands financial advisory entity. (Cayman Islands)

Onshore Lender and Custodian of an IRA as part of a financing transaction involving a US\$68 million offshore facility to PRC group of companies operating luxury cinemas in PRC. Novel VIE structure in place where the onshore loan by Madison Pacific is linked by an Intercreditor Deed to one of the offshore facilities as a mechanism to partly secure the offshore lender's interest in an enforcement situation. (Mainland China)

Trustee and Security Agent for US\$10 million CB and US\$55 million Euroclear listed convertible notes issued by Australian listed company Guildford Coal Limited. (Australia)

Security Trustee for US\$37 million Convertible Bonds issued by Hong Kong listed company in the food industry. (Hong Kong)

Trustee of a co-investment trust which held up to US\$40 million in Alibaba Group Holding Limited ordinary shares. Upon the expiry of the lock-up provision, we were instructed to convert the ordinary shares in the trust into American Depositary Securities (ADS) and the subsequent sale of those securities post Escrow. (Hong Kong)

Security Agent for A\$70 million subordinated bridge facility. (Australia)

Global Offshore Security Trustee for note issuance for a pharmaceutical and biotechnology company headquartered in India. (India)





Security Trustee for secured notes issued worth over US\$4 billion for the acquisition of the most expensive commercial building in Hong Kong worth over US\$5 billion. (Hong Kong)

Note Trustee for a senior note issuance over US\$1.7 billion in order to extend current facilities for pre-export financing for a mining and steel company. (Ukraine, United Kingdom and EU countries)

Security Agent for a 10 year note issuance worth US\$1 billion to finance projects in the PRC with pledge over shares in PRC WFOE, mortgage over assets in each project, assignment of rights and charge over shares in Hong Kong. (Mainland China, Hong Kong, British Virgin Islands, Netherlands, Luxembourg)

Note Agent, Security Agent, Calculation Agent for a US\$610 million secured note issue for a PRC diversified conglomerate to be taken private. (Hong Kong, Mainland China)

Trustee, Registrar and Transfer Agent for a 5 year senior PIK Toggle Note issuance of US\$600 million for a leading listed telecom group. (Luxembourg, United Kingdom, Poland)

Security Trustee for a senior note issue of US\$500 million traded on Clearstream/Euroclear for the purchase of real estate. (Mainland China, Luxembourg, Cayman Islands)

Security Agent and Shared Security Agent of floating rate notes issued by a mining conglomerate worth US\$413 million with security of cash, share pledges and property. (United States, Mongolia)

Common Security Agent, Note Trustee and Security Trustee for restructure funding for a mining company worth US\$400 million. (Hong Kong, Mongolia)

Security Agent and Facility Agent for facilities worth US\$390 million arranged for the acquisition of a plastics manufacturing firm. (Singapore, Mainland China, Cayman Islands)

Note Trustee, Bond Trustee, Security Agent, Custodian and Escrow Agent for US\$875m proceeds for acquisition funding of an education company. (Switzerland)

Agent, Bond Custodian, Calculation Agent for a US\$231 million option agreement with a 2 year tenor of a global conglomerate. (Indonesia, Singapore, British Virgin Islands, Cayman Islands)

Fiscal Agent for a 3 year fixed rate note issuance by a sovereign state worth US\$200 million. (Maldives)

Trustee, Principal Paying Agent, Offshore Security Agent for a note issued by a resource company worth US\$146 million. (Singapore, Indonesia, United States)

Note Trustee and Security Agent for a mezzanine loan for a watch company worth about US\$145 million. (Switzerland, British Virgin Islands)

## ASSET MANAGEMENT

Facility Agent and Security Agent for US\$34 million Indonesian loan facility and associated call & put options, share purchase and custody arrangements. (Indonesia)

Assisted a Hong Kong fund manager and Taiwanese investors with their investment in a PRC property development project valued at US\$100 million. We facilitated the formation of two Unit Trusts in Singapore which hold ownership in the SPVs of the project. (Hong Kong, Taiwan, Singapore)

Estate Administrator to administer, settle and distribute the assets of a HK\$7 million estate. (Hong Kong, Japan, Canada)

**TIMELY RESPONSE TO  
CLIENT NEEDS WITH  
SIMPLE DECISION  
LINES AND EFFICIENT  
COMMUNICATION.**

Scheme Adjudicator for the restructuring of offshore bonds for a large Chinese developer. (Hong Kong, Mainland China, Cayman Islands)

As Trustee, we converted Alibaba ordinary shares into American Depositary Securities and we managed the sale process of these securities worth up to US\$40 million. (Hong Kong, United States)

As part of our appointment as Custodian for the liquidators of a Cayman Islands fund in liquidation, we assisted with the sale of a portfolio of securities across a range of asset classes and Asian jurisdictions. (Cayman Islands, Hong Kong, Singapore, Korea, Taiwan)

Facility Agent, Offshore Security Trustee, Onshore Security Agent and Custodian of a US\$52 million loan secured by listed Indonesian shares. Upon the occurrence of an event of default, we were instructed to enforce and sell the pledged securities in the market to repay the outstanding amounts. (Indonesia)

Replacement Facility Agent and Replacement Security Trustee roles in respect of a loan facility of up to US\$175 million and including a Singapore listed company borrower involved in the shipping industry. We assisted the secured lenders in a sophisticated restructuring exercise whereby secured vessels were transferred into an SPV trustee structure specifically set up to hold and operate the vessels. We worked closely with technical and commercial managers of the vessels to ensure smooth transitions and operations. (Singapore, Indonesia)

Unit Trustee of a newly created wholesale investment trust to make real estate investments in Spain with excess of EUR50 million subscribed. We are responsible for overall administration of the trust and for liaising with both the investment manager and other service providers to protect investors' interests. (Hong Kong, Spain)

## ESCROW & CUSTODIAL

Escrow Agent in respect of HK\$1 billion deposited by the Facility Agent in relation to a HK\$1 billion facility. The fund was deposited into the escrow account and transferred out before close of business on the same day. (Hong Kong)

Escrow Agent for a US\$31 million aircraft refinancing transaction. We provided a tailored, bespoke service to stakeholders where timely and efficient "bank-like" escrow arrangements such as real time funds processing and instruction confirmations, all carried out during a closing conference call.

Escrow Agent in respect of a settlement agreement involving the sale and purchase of a marine vessel. The Escrow Agent role included liaising with the Maritime Port Authority of Singapore and holding funds and original documents relating to the sale of the vessel. (Singapore, United Kingdom, India)

Nominee of Lender and Calculation Agent on behalf of PRC bank mortgagee holding HK\$3 billion worth of shares in a Hong Kong listed company. (Hong Kong)

Escrow Agent and Security Trustee for US\$210 million note secured by US listed bond. (Hong Kong, United States)

Escrow Agent and Custodian of a Cayman Islands fund in liquidation in respect of securities across a range of asset classes which are from a number of Asian jurisdictions including Hong Kong, Singapore, Taiwan and Korea. (Cayman Islands, Hong Kong, Singapore, Korea, Taiwan)

Escrow Agent for US\$120 million in order to repay outstanding debt obligations for a renewable energy company. (Philippines, Singapore, Cayman Islands)

Agent and Custodian for a syndicated loan facility worth US\$114 million with collateral including a mortgage, charge of assets and shares. (United Kingdom, Mainland China)

Agent and Custodian for a revolving credit facility worth US\$68 million for a mining company secured against cash account charges, debenture and share pledges. (Indonesia)

Agent and Escrow Agent and Custodian for a secured loan worth US\$53 million for development projects. (Malaysia, Thailand, Singapore)

Agent and Custodian for a US\$46 million senior secured loan facility for refinancing existing equipment and existing facilities in the construction industry. (Qatar)

Escrow Agent for multiple trade related transactions for a retail company that is under Chapter 11 in the United States but is trading in Asia hoping to re-establish the business as a going concern by using an Escrow Agent to effect vendor payments rather than using traditional LC arrangements. (United States, Canada, Mainland China, Hong Kong)

Escrow Agent for a US\$417 million debt/equity acquisition financing deal for a diversified multinational business. (Mainland China, Hong Kong)

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## INTRODUCING TRICOR GROUP

Tricor Group (Tricor) is the leading business expansion specialist in Asia, with global knowledge and local expertise in business, corporate, investor, human resources & payroll, and corporate trust & debt services.

Strategically headquartered in Hong Kong, we operate out of 21 countries / territories and across a network of 47 offices. Tricor serves 50,000 clients, including ~2,000 companies publicly listed in Asia and over 40% of the Fortune Global 500 companies. With 2,600 employees, of which 630 are certified professionals, we deliver critical functions to help ambitious companies accelerate their growth in Asia and beyond.

Tricor's advantage comes from deep industry experience, committed staff, technology-driven processes, standardised methodologies, constant attention to changes in laws and regulations and wide industry contacts. Tricor is uniquely positioned to unlock the potential of your business, and help you stay one step ahead of today's diverse and fast-evolving regulatory environment.



# TRICOR CORE SERVICES



## BUSINESS SERVICES

Tricor Business Services partners with you to enhance your competitiveness and generate business value. Leveraging our suite of financial, accounting, human resource and advisory services, our professionals offer tailor-made solutions to meet your specific requirements.

We support a wide range of clients, from small and medium-sized enterprises to multinationals, in diverse industry sectors. We are an Authorized Employer of the Hong Kong Institute of Certified Public Accountants (HKICPA), Recognized Employer of CPA Australia (CPAA), and Approved Employer of the Association of Chartered Certified Accountants (ACCA).

- Business Advisory Services
- Accounting & Financial Reporting
- Tax Services
- Treasury & Payment Administration
- Trade Services
- Trust Assets Administration
- Fund Administration
- Governance, Risk & Compliance
- Information Technology Solutions

## CORPORATE SERVICES

Tricor is the largest corporate secretarial services provider in Asia. We offer expert corporate governance, corporate administration and secretarial services. We provide services to different types of entities, including listed issuers, multinationals, Hong Kong-incorporated companies, non-governmental organizations, offshore companies and fund structures.

Our professionals have in-depth knowledge and understanding of the latest rules and regulations governing businesses and other entities. We are well-equipped to take care of both routine and extraordinary matters effectively and efficiently on behalf of your organization.

- Entity Formation & Business Establishment
- Corporate Governance, Compliance & Secretarial Services
- Listed Issuer & Named Company Secretary Services
- Trust & Fiduciary Services (Including Employee Share Incentive Plans)
- Fund Secretarial & Compliance Services
- Process Agent & Escrow Agent Services
- Due Diligence & Corporate Health Check
- Liquidation, Dissolution & Cessation of Business
- China Services



## INVESTOR SERVICES

Tricor Investor Services offers comprehensive one-stop solutions for all securities registration and related corporate issues.

As a leading share registrar in Hong Kong servicing over half of the total number of listed issuers on the Hong Kong Stock Exchange (HKEX), we assist in maintaining statutory registers of securities holders, implementing corporate actions, and managing shareholder / investor relations, disclosures and corporate governance compliance.

We also provide cross-border services through Tricor's investor services practices in Brunei, Malaysia and Singapore as well as through members of the Global Share Alliance, whose main operations are located in Australia, North America, South Africa and the United Kingdom.

- Initial Public Offering (IPO) / New Issue
- Registry Management
- Corporate Actions
- Shareholder Communications
- Meeting Management & Poll Scrutineer Service
- Investor Services Self-Service Portal
- Website Design, Set Up & Maintenance



## HUMAN RESOURCES & PAYROLL SERVICES

Tricor's cloud-based integrated human capital management solution, unify | HRS, is a comprehensive technology and service offering designed to address human resource challenges that most businesses face as they expand locally and globally.

Our unify | HRS suite of customizable modules makes it easy to own or subscribe, deploy, use and maintain intelligent, mobile and comprehensive technology in one solution from a single service provider.

### **Winner of HR Vendors of the Year 2018**

- *Best Payroll Software (Gold) - Hong Kong*
- *Best Payroll Outsourcing Partner (Silver) - Malaysia*
- *Best HR Outsourcing Service Provider (Bronze) - Malaysia*
- *Best Payroll Software (Bronze) - Singapore*

- unify | PEOPLE  
An innovative suite of cloud-based and on-premise, multi-country solutions
- unify | PROFESSIONAL  
Sound and actionable advice from our experienced and specialized teams of consultants
- unify | PROCESS  
A complete outsourced solution for payroll operations, from the very first input to statutory submissions

# AT THE SERVICE OF 50,000+ CLIENTS, INCLUDING...



BANG & OLUFSEN



ExxonMobil

FOSUN 復星

FUJIFILM



GRAND HYATT



ITW



MERIDIEN



UBER



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