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## Education

J.D., University of Pennsylvania Law School, 2008 (Executive Article Editor, *University of Pennsylvania China Law and Policy Review*)

LL.M., University of Pennsylvania Law School, 2006

LL.B., Peking University, 2004

## Bar Admissions

New York

## Languages

English

Mandarin

Yuting Wu is the head of Skadden's Shanghai office. He represents corporate clients across a broad spectrum of industries in their most significant capital markets and other corporate transactions throughout various growth stages. Mr. Wu has substantial experience navigating high-profile transactions ranging from late-stage venture capital financings, IPOs and mergers and acquisitions of unicorns in the Greater China market. He maintains strong relationships with his clients and advises on their post-IPO corporate governance and SEC/NYSE/Nasdaq compliance matters, in addition to leading cross-border mergers and acquisitions and various strategic transactions.

Mr. Wu is widely recognized by industry publications as a trusted adviser. He was recognized as an Up and Coming partner for his equity capital markets work in China by *Chambers Greater China 2024*. Additionally, he was named one of the Top 15 Capital Markets Lawyers in China by *Asian Legal Business* in 2023 and was previously named one of the publication's Top 15 Rising Lawyers in China.

Highlights from his experience includes representing:

## Mergers and Acquisitions

### - NIO Inc. in its:

- US\$2.2 billion PIPE investment by CYVN Holdings, L.L.C. in December 2023
- US\$739 million PIPE investment by CYVN Holdings, L.L.C. in June 2023

### - the special committee of the board of directors of Gravitas Education Holdings in its US\$800 million merger with eLMTree to form a new combined company named MYND.AI

### - Bytedance Ltd. in its acquisition of Musical.ly and private equity financings

### - China Three Gorges Corp. in its acquisition of a stake in Energias de Portugal S.A. for US\$3.5 billion, the largest-ever Chinese investment in Europe

### - Didi Chuxing in its:

- acquisition of Uber China
- strategic investment in 99 (formerly known as 99Taxi)

### - Trip.com Group Limited (formerly, Ctrip.com International, Ltd.):

- as a member of the buy consortium led by Ocean Management in their US\$938 million going-private acquisition of eHi Car Services Limited
- in its share exchange transaction with Naspers Limited pursuant to which Naspers will exchange its stake in MakeMyTrip Limited for newly issued shares in Trip.com
- in its strategic transaction with Expedia in connection with Expedia's exit sale of its equity interest in eLong, Inc.
- as a member of the buyer consortium led by Tencent in the going-private transaction of eLong, Inc.
- in its share exchange transaction with Baidu, Inc. and its affiliate in connection with Baidu's sale of its equity interest in Qunar Cayman Islands Ltd., representing approximately 45% of Qunar's aggregate voting interests
- as a member of the buyer consortium led by Ocean Management in the going-private transaction of Qunar Cayman Islands Ltd.
- in its £1.4 billion acquisition of U.K.-based Skyscanner Holdings Limited
- in its several private placement investments and acquisitions in China and abroad

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- **Youku Tudou Inc.** in its:
    - US\$1.1 billion stock-for-stock merger and taking-private transaction with Tudou Holdings Ltd.
    - US\$1.2 billion PIPE issuance of shares to Alibaba Capital Partners and Yunfeng Capital
    - US\$5.6 billion change of control cash transaction with Alibaba
  - **KE Holdings Inc.** (also known as Beike) in its more than US\$2.4 billion Series D+ round private financing
  - **Dianping Holdings Ltd.** in its strategic transaction with Meituan Corporation and the new company Internet Plus Holdings' subsequent round of financing in the aggregate amount of US\$3.1 billion
  - **ZTO Express (Cayman) Inc.** in its US\$1.4 billion PIPE issuance of shares to and strategic cooperation with investors led by Alibaba Group and Cainiao
  - the special committee of the board of directors of **Qihoo 360 Technology Co. Ltd.** in its going-private transaction
  - the special committee of the board of directors of **BlueCity Holdings Limited** in the company's going-private transaction
  - **AdChina Ltd.** and a group of existing shareholders in a trade sale of AdChina's existing and newly issued shares to Alibaba Group; and the founder and minority shareholders in a subsequent buyout transaction of AdChina Ltd. in connection with their sale of all remaining equity interests to Alibaba Group
  - **58.com Inc.**, China's largest online marketplace serving local merchants and consumers, in its US\$267 million acquisition of Anjuko Inc.
  - a buyer consortium led by **Carlyle Group** in the US\$810 million acquisition of a controlling stake in Cloudary Corp., a leader in the online literature business in China
  - **Carlyle Group** in connection with the announced sale of its 40% equity interest in Jiangsu Sinorgechem Technology Co., Ltd., a leading rubber additive and antioxidants producer in China, to the overseas arm of Sinochem International
  - **Tencent Holdings Limited** in its acquisition, together with other consortium members, of an aggregate of 51% interest in Jiuhaio Health Industry Corporation Limited
  - **Blackstone Real Estate Partners** in various China acquisitions
  - **The Hershey Company** in its 100% acquisition of Golden Monkey, a leading Chinese confectionary company
  - **Stanley Black & Decker, Inc.** in its acquisition of a 60% controlling stake in Jiangsu Guoqiang Tools Co., Ltd., one of China's largest power tools manufacturers
  - **Bytedance, Dada, Didi Chuxing, Meituan Dianping, VSPN** and other companies in their late-stage private equity financings
- ### Capital Markets
- **KE Holdings Inc.** (also known as Beike) in its:
    - US\$2.4 billion IPO and listing of its American depositary shares (ADS) on the NYSE
    - US\$2.05 billion follow-on equity offering of ADS
    - dual-primary listing of Class A ordinary shares by way of introduction on the HKEx
  - **Pinduoduo Inc.** in its:
    - US\$1.75 billion offering of 0.00% convertible senior notes due 2025, and its concurrent US\$3.6 billion offering of ADS
    - US\$1.1 billion private placement of Class A ordinary shares to certain investors
    - US\$1 billion Rule 144A/Regulation S offering of zero coupon convertible senior notes due 2024
    - US\$1.63 billion IPO and listing of its ADS on Nasdaq and its US\$1.2 billion follow-on equity offering
  - **NIO Inc.** in:
    - a US\$1 billion Rule 144A offering of convertible senior notes in two tranches
    - multiple follow-on equity offerings of ADS totaling US\$8.6 billion
    - its US\$1.5 billion Rule 144A/Regulation S convertible senior notes due 2026 and 2027, respectively, and concurrent privately negotiated repurchase of a portion of convertible senior notes due 2024
    - its secondary listing, by way of introduction, of its Class A ordinary shares on the Main Board of the HKEx
    - its secondary listing, by way of introduction, on SGX
  - **Xiaomi Corporation** in its US\$5.4 billion IPO and listing on the HKEx. This is the first-ever Hong Kong offering to adopt a dual-class share structure and the first to list under Hong Kong's new regime for innovative technology companies
  - **Bilibili Inc.** in its:
    - US\$409 million offering of ADS and its US\$385 million notes exchange with Goldman Sachs (Asia) LLC
    - US\$2.6 billion secondary listing of Class Z ordinary shares on the HKEx
    - US\$700 million Rule 144A/Regulation S offering of 1.25% convertible senior notes due 2027
    - US\$500 million Rule 144A/Regulation S offering of 1.375% convertible senior notes due 2026, and concurrent US\$373 million follow-on, combined primary/secondary offering of ADS on Nasdaq
    - IPO and listing of its ADS on Nasdaq
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- **ZTO Express (Cayman) Inc.** in its:
    - US\$1.4 billion IPO and listing of its ADS on the NYSE
    - US\$1.25 billion secondary listing of Class A ordinary shares on the HKEx
  - **Trip.com Group Limited** (formerly, Ctrip.com International, Ltd.) in its:
    - US\$1 billion follow-on, secondary offering of ADS by its shareholder Baidu, Inc.
    - multiple rounds of Rule 144A and Regulation S private placement of convertible senior notes
  - **Weibo Corporation** in its:
    - US\$330 million Rule 144A offering of 1.375% convertible senior notes due 2030
    - US\$385 million global offering and secondary listing of Class A ordinary shares on the HKEx
    - US\$750 million offering of 3.375% notes due 2030 and listing on SGX
    - US\$800 million offering of 3.5% notes due 2024 and listing on SGX
  - the underwriters in the US\$501 million IPO and listing of **J&T Global Express Limited** on the HKEx
  - **Hesai Group** in its US\$192 million initial public offering of ADS and listing on Nasdaq
  - **TUHU Car Inc.** in its US\$138 million IPO of Class A shares and listing on the HKEx
  - **Keep Inc.** in its US\$40 million IPO and listing on the HKEx
  - **Yatsen Holding Limited** in its US\$617 million IPO and listing of its ADS on the NYSE
  - **Dada Nexus Limited** in its:
    - US\$320 million IPO and listing of its ADS on Nasdaq
    - US\$450 million follow-on equity offering of ADS
  - **Waterdrop Inc.** in its US\$360 million IPO and listing of its ADS on the NYSE
  - **Vipshop Holdings Ltd.** in its:
    - IPO and listing of its ADS on the NYSE and its two rounds of follow-on public equity offerings
    - public offering of US\$550 million aggregate principal amount of 1.5% convertible senior notes due 2019, and supplemental listing of its ADS on the NYSE
  - **Youku Tudou Inc.** in its IPO and listing of ADS on the NYSE and its follow-on public equity offering
  - **Momo Inc.** in its IPO and listing on Nasdaq
  - **BlueCity Holdings Limited** in its IPO and listing of ADS on Nasdaq
  - **Jupai Holdings Ltd.** in its NYSE IPO and listing of ADS, and concurrent acquisition of the spun-off asset management business division of E-House (China) Holdings Ltd.
  - **JHBP (CY) Holdings Limited** (also known as Genor Biopharma) in its US\$371 million IPO and listing of ordinary shares on the HKEx
  - **I-Mab Biopharma Co., Ltd.** in its:
    - US\$104 million IPO and listing of ADS on Nasdaq
    - US\$177 million secondary offering of its ADS
  - **China Petroleum & Chemical Corp.** in its Rule 144A and Regulation S private placement of its four tranches of senior notes in the aggregate offering size of US\$3.5 billion
  - **ShangPharma Corp.** in its IPO and listing of ADS on the NYSE
  - the underwriters in the US\$320 million IPO and listing of ADS on the NYSE of **Cloopen Group Holding Limited**
  - the underwriters in the US\$45 million IPO and listing of ADS of **Lizhi Inc.** on Nasdaq
  - the underwriters in the US\$20.25 million IPO of ADS and listing on Nasdaq of **NIP Group Inc.**
  - **111, Inc.** in its IPO and listing of its ADS on the NYSE
  - **OneSmart International Education Group Limited** in its IPO and listing of ADS on the NYSE
  - advising and assisting various U.S.-listed companies, including **KE Holdings Inc.; Pinduoduo Inc.; Bilibili Inc.; NIO Inc.; Weibo Corporation; Hesai Group; ZTO Express (Cayman) Inc.; Yatsen Holding Limited; Dada Nexus Limited; Trip.com Group Limited; Vipshop Holdings Limited; Waterdrop Inc.; and Jupai Holdings Ltd.** in their ongoing regulatory compliance and in the preparation and filing of their annual reports as required under the Securities Exchange Act of 1934
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