

Michael Shen

Special Counsel



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Venture Capital Mergers and Acquisitions Asia

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Michael Shen has advised innovative life sciences companies as well as venture capital, private equity and other firms that invest in those companies on China/US-related corporate and securities transactions, including company formations, spin-offs, venture capital financing, private equity investments, mergers and acquisitions, joint ventures and other strategic transactions, employee equity incentives, corporate governance matters and other general corporate matters.

Michael has also represented clients in connection with complex cross-border commercial transactions involving unique structures and contractual arrangements designed to comply with legal requirements in multiple jurisdictions, including licensing, collaboration, manufacturing and distribution arrangements in the life sciences, high-tech and other sectors.

Michael is a native Mandarin speaker and is fluent in English. Representative Matters:

NewCo and Licensing

- Represented Tiannuo Jiancheng Pharma (joint venture between KeyMed and InnoCare) in its
 exclusive license agreement with Prolium Bioscience (NewCo) for the development and
 commercialization of ICP-B02 (CM355), a CD20xCD3 bispecific antibody.
- Represented Sciwind Biosciences in its licensing and collaboration agreement with Verdiva Bio
 (NewCo) for the global (ex-Greater China and South Korea) development and commercialization of a
 portfolio of metabolic diseases therapies.
- Represented Windward Bio (NewCo) in its license agreement with Harbour BioMed and Sichuan Kelun Biotech BioPharmaceutical for HBM9378/SKB378, an anti-thymic stromal lymphopoietin (TSLP) fully human monoclonal antibody.
- Represented Belenos Biosciences (NewCo) in an exclusive licensing deal with Conoa Biologics for the rights to develop, manufacture and commercialize the latter's bispecific antibodies, CM512 and CM536, globally except for China, Hong Kong, Macao and Taiwan.
- Represented Jiangsu Hengrui Pharmaceuticals in its licensing of exclusive rights to develop, manufacture and commercialize its proprietary GLP-1 product portfolio to Kailera Therapeutics (f/k/a Hercules, Inc.) (Newco) for a fee, with the exception of Greater China.
- Represented Aclaris Therapeutics in its exclusive license agreement with Biosion for worldwide

- rights (excluding Greater China) to BSI-045B and BSI-502 and related equity arrangements.
- Represented Jiangsu Hengrui Pharmaceuticals in its licensing agreement with Merck to develop, manufacture, and commercialize HRS-1167 and SHR-A1904 worldwide (ex-mainland China) and copromote HRS-1167 and SHR-A1904 in mainland China.
- Represented Vivo Capital in forming a joint venture, Visirna Therapeutics, with Arrowhead
 Pharmaceuticals (Nasdaq: ARWAR) and subsequent license agreement for exclusive rights to develop
 and commercialize four of Arrowhead's investigational RNA interference (RNAi) therapeutics for
 cardiometabolic diseases in Greater China.
- Represented Vivo Capital in a licensing agreement with Ascendis Pharma A/S to develop, manufacture and commercialize its rare endocrine disease therapies in Greater China in connection with the formation of a joint venture, VISEN Pharmaceuticals.
- Represented C-Bridge Capital and AffaMed Therapeutics in the licensing agreement with Samsung Bioepis to accelerate the commercialization of multiple next-generation biosimilars in mainland China, including SB3 referencing trastuzumab (Herceptin®), SB11 referencing ranibizumab (Lucentis®) and SB12 referencing eculizumab (Soliris®).
- Represented Sinopharm A-Think in the signing of a Master Collaboration Agreement with Aeterna Zentaris Inc. for the development of a cancer therapy product for China.

M&A and Joint Venture

- Represented Nuvation Bio (NYSE: NUVB), a biopharmaceutical company tackling some of the
 greatest unmet needs in oncology by developing differentiated and novel therapeutic candidates, in its
 definitive agreement to acquire AnHeart Therapeutics, a global clinical-stage biopharmaceutical
 company headquartered in Hangzhou, China developing precision therapies for people with cancer.
- Represented Curative Medical Technology, Inc., a leading China-based innovator, designer, and manufacturer of medical devices for sleep-disordered breathing and chronic obstructive pulmonary disease, in its sale of its respiratory business to ResMed, Inc.(NYSE:RMD).
- Represented Venus Medtech (Hangzhou) Inc. in the formation of a joint venture with Colibri Heart Valve LLC for the development and commercialization of heart valve products in China.
- Represented Cerus Corporation (Nasdaq: CERS) in the formation of a PRC joint venture with Shandong Zhongbaokang Medical Implements Co. Ltd. to develop, obtain regulatory approval for, manufacture and commercialize the INTERCEPT Blood System for platelets and red blood cells in China.
- Represented Quark Pharmaceuticals, Inc. in its acquisition of a Suzhou-based biotech company that
 focuses on the development of innovative nucleic acid therapeutic drugs and related products.
- Represented F1 Oncology affiliate Exuma Biotechnology in its acquisition of rights to novel chimeric antigen receptor T (CAR-T) cell therapy and manufacturing assets in China.
- Represented Luqa Ventures, a dermatology specialty company, in sale of all its issued and
 outstanding shares to a wholly-owned subsidiary of China Medical System Holdings Limited (CMS).
 Following the acquisition, Luqa became a wholly-owned subsidiary of the CMS, and its financial results,
 assets and liabilities will be consolidated into the accounts of CMS and its subsidiaries.
- Represented Johnson Controls in the divestiture of the YORK brand VRF business to Qingdao
 Hisense Hitachi Air-conditioning Systems Co., Ltd. (HAPQ), a joint venture between Johnson ControlsHitachi and Hisense-Kelon Electrical Holdings Co., Ltd.
- Represented Adient in its agreement to sell 30% stake in Yanfeng Global Automotive Interior Systems
 Co., Ltd (YFAI) to Yanfeng Automotive Trim Systems Co., Ltd. at \$379 million and certain mechanisms
 business patents and other intellectual property to Adient Yanfeng Seating Mechanisms Co., Ltd.
 (AYM).

Venture Capital and Private Equity Financing

 Represented AusperBio Therapeutics in its \$73 million Series B financing to achieve a functional cure for chronic hepatitis B.

- Represented Shanghai Healthcare Capital in its investment in the Series A3 financing of Geneos Therapeutics.
- Represented Wondercel Therapeutics in its \$14 million angel round financing.
- Represented VISEN Pharmaceuticals in its \$150 million Series B financing.
- Represented Shanton Pharma in its \$41 million Series A+ financing.
- Represented RemeGen in its over \$100 million financing.
- Represented Advantech Capital in leading \$100 million Series A investment in Alphamab Oncology.
- Represented Advantech Capital and Legend Capital in the \$50 million Series A investment in Harbour BioMed Holdings Limited that acquired Harbour Antibodies to create a new, global oncology-focused biotech company.
- Represented Affamed Therapeutics in its over \$100 million Series B financing.
- Represented Affamed Therapeutics in its investment in the \$80 million Series C financing of Graybug Vision.
- Represented Shanghai Kechow Pharma, Inc. in its Series B financing.
- Represented Advantech Capital and other investors in the \$76 million Series A investment in KBP Holdings Limited.
- Represented Aucta Pharma Inc. in its \$15 million Series B financing.
- Represented Advantech Capital and other investors in the \$30 million investment in Suzhou Symap.
- Represented WaterStone Capital and other investor in the investment in LumiThera Inc.
- Represented WaterStone Capital and Beijing Naton Medical Group in the investment in Product Creation Studio Ltd.

Education

The George Washington University Law School JD, Highest honors

The University of Hong Kong MCL, Master of Common Law

Minzu University of China LLB/BA, Law and English Literature

Admissions & Credentials

New York