

MAYER | BROWN


Global Projects & Infrastructure



Global Projects & Infrastructure Group

Mayer Brown's Global Projects & Infrastructure group brings together a team of lawyers to advise clients on all aspects of energy and infrastructure transactions—from project development and finance to the purchase and sale of infrastructure assets and infrastructure companies to restructuring arrangements. With over 100 lawyers located in 27 offices, the group has worldwide coverage and a deep bench.

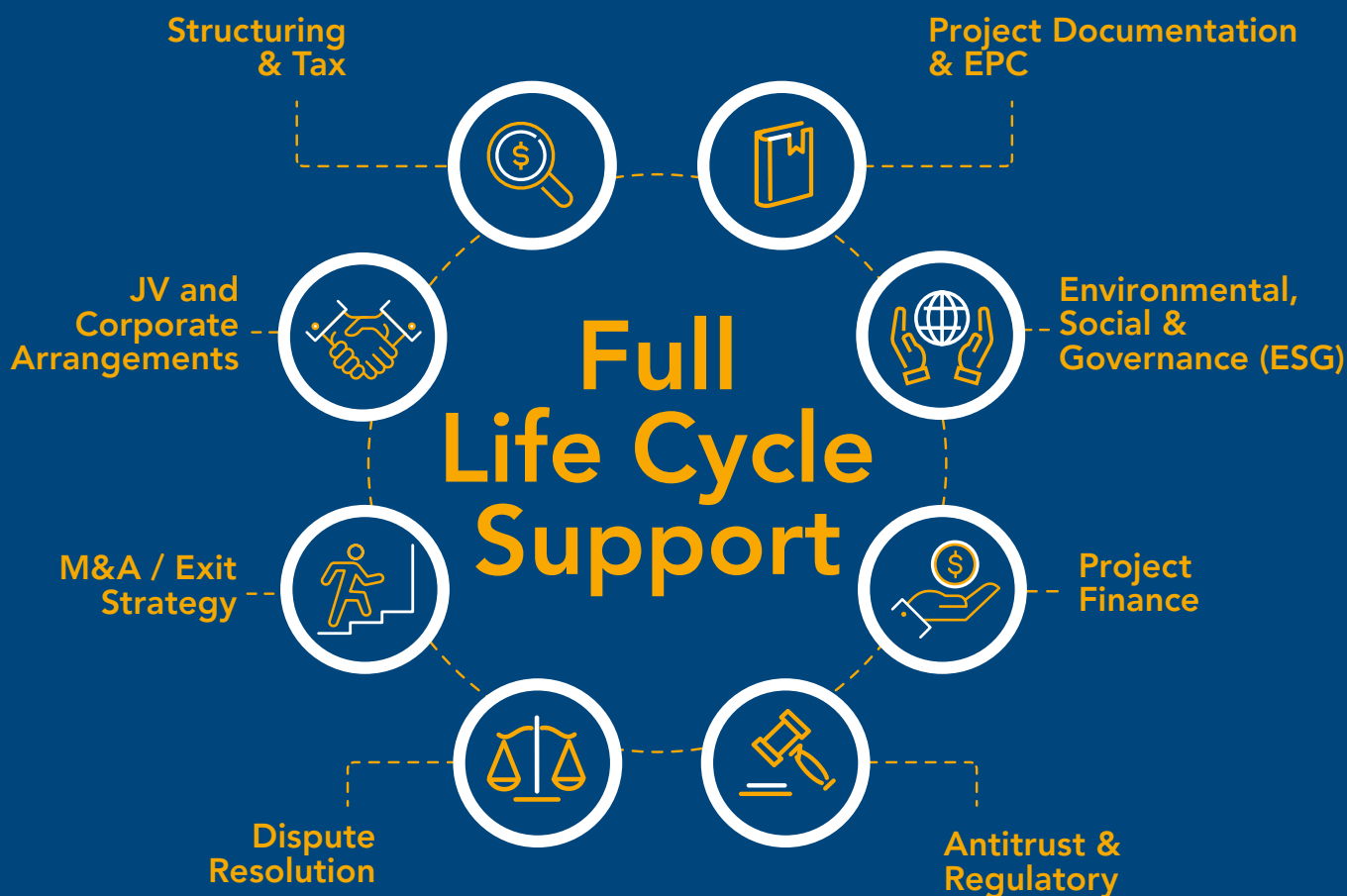
Lawyers in our Global Projects & Infrastructure group have experience on some of the leading transactions worldwide, in established as well as emerging markets. Our team has advised on—and pioneered first-of-its-kind solutions for—projects across the range of industries.



Full Life Cycle Support

At Mayer Brown, we know that clients want their lawyers to have a strong understanding of the full life cycle and the commercial, legal and regulatory realities of each project. Our integrated team of lawyers offers deep transactional, regulatory and disputes experience, making us ideally placed to work with transaction participants to optimize the opportunities, help manage the risks and address the challenges, at any stage in the life cycle of a transaction.

From development to decommissioning and everything in between, our solutions-oriented team will bring to bear its experience gained from working on landmark deals globally. On each transaction, we will employ our substantial knowledge of the relevant sector in order to find commercial and practical solutions to the challenges faced by transaction participants, always with the goal of facilitating the success of the transaction.





Sector Experience

The experience of our Global Projects & Infrastructure group spans various sectors, including transportation, power, social infrastructure, telecommunications, mining, oil and gas, and chemicals. We have lawyers with years of experience in each sector (some of which was gained in-house). Our lawyers understand the commercial context and drivers of each sector, enabling us to develop and propose appropriate legal structures and solutions.

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Transportation

Mayer Brown's Transportation group has substantial experience in a wide range of legal disciplines that meet today's global transportation industry needs. Our in-depth understanding of the transportation sector has been developed through working on high-profile projects throughout the world, and handling essential construction, regulatory, transactional and dispute resolution concerns.

Key transactions include:

- Represented HMSHost, the largest transportation of food, beverage and retail concessionaire in the United States, operating both highway service areas and airport retail and restaurant concessions, in the sale of its entire US highway portfolio to Blackstone Infrastructure & Applegreen for USD 400 million. This consists of government-granted concessions across nine states and it is easily the largest such portfolio in the nation. There are more than 60 highway plazas in the portfolio.
- Represented Citigroup Capital Markets in connection with the planned offering of approximately USD 325 million of surface transportation PABs to support the capital improvements to be undertaken by Empire State Thruway Partners (a consortium of affiliates of Applegreen US Investments and John Laing) for the rest stop network on the New York State Thruway pursuant to a recently executed long term lease agreement. This transaction is significant in that it will be the first issuance of surface transportation private activity bonds to finance rest stop/toll plaza improvements on existing toll roads – recognized as 2022 North America P3 Deal of the Year by Proximo.
- Represented the consortium of Abertis Infrastructure, an international investor and operator, and John Hancock Life Insurance on their successful bid to acquire 100 percent of the equity interests in the Elizabeth River Crossings from Macquarie Infrastructure & Real Assets and Skanska. The Elizabeth River Crossings include two toll highway tunnels near Norfolk, Virginia, and the adjacent MLK Freeway.
- Represented Goldman Sachs as exchange agent in respect of a Rule 144A/Reg S USD 246 million exchange offer for ACI Airport Sudamérica S.A. backed by revenues of the Montevideo Airport.
- Representing Consorcio del Sur, a joint venture composed of EuroFinsa S.A. and Topografía y Caminos S.A., in connection with the approximately USD 127 million financing of the Costanera Sur de Asuncion road project in Paraguay through the sale of Certificados de Reconocimiento de Pago (CROPs) issued by the Government of Paraguay.
- Represented the lenders, Itaú, SMBC, BNP Paribas and CDPQ, in the USD 278 million partial refinancing of the Pacifico 2 Toll Road Project in Colombia. The project is part of Colombia's fourth generation of infrastructure partnerships (4G).
- Representing Autopista del Sol, Concesionaria Española, S.A., now a Meridiam-controlled entity, on its EUR 557 million highway refinancing through the issuance of EUR 507 million of project bonds and the entering into of a EUR 50.8 million subordinated junior facility.
- Represented a major Chinese EPC contractor on its role as concessionaire, sponsor and shareholder in toll road projects located in Kenya.
- Represented a syndicate of PRC banks on an approximately USD 1 billion export credit facility in connection with a highway project in Zambia.
- Represented a major Chinese SOE on the development of an approximately USD 260 million highway project in Bangladesh.



Power

Lawyers in our Power & Utilities practice have a long and successful track record of representing developers, sponsors, financiers, independent power producers, transmission and distribution companies and investors of all types in transactions involving electricity generation, transmission and distribution, electric and gas utilities, retail energy marketing and energy storage. Several lawyers on our team have worked in-house for large international power companies, bringing with them a wealth of commercial and industry knowledge.

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In particular, we have exceptional renewable energy experience globally, having worked on some of the very first large-scale wind and solar projects in the United States, pathfinder wind projects in Europe, and innovative solar and wind projects in Africa and Asia. In addition to solar and wind projects, our experience in the renewables space extends to biomass, geothermal and hydropower, as well as related technologies such as battery and storage; EV technologies; and carbon capture, utilization and storage (CCUS). Our strong understanding of clean energy technologies means that we stand ready to assist our clients across the globe with the energy transition.

Key transactions include:

- Represented Brookfield Infrastructure in the USD 4.1 billion sale of its wholly-owned North America district energy business, Enwave. The business is being divested through two separate transactions which were entered into simultaneously. Ontario Teachers' Pension Plan Board and IFM Investors have agreed to acquire 100 percent of Enwave's Canadian business and QIC Limited and Ullico Inc. have agreed to acquire 100 percent of Enwave's US business.
- Represented Caisse de dépôt et placement du Québec (CDPQ) on its definitive agreement with Blackstone Infrastructure Partners for an approximately USD 3 billion equity investment in Invenergy Renewables Holdings LLC.
- Represented Eneva in the structuring and development of the integrated reservoir-to-wire project UTE Jaguatirica with installed capacity of 117 MW in the State of Roraima. Eneva will produce, process and liquefy the gas from the Azulão Field in the State of Amazonas and transport the LNG through trucks to UTE Jaguatirica.
- Represented Morgan Stanley with respect to its tax equity investment in Intersect Power's 310 MW utility scale solar (plus battery storage) Athos 3 project in California—recognized as the 2021 North American Deal of the Year by Proximo and 2022 North America Solar Deal of the Year by Proximo.
- Advising Investec and the lender group in relation to a GBP 192 million refinancing of the Saltend, Indian Queens and Deeside power plants, owned by Triton Power Limited. The Saltend power plant forms part of the Zero Carbon Humber industrial cluster, which aims to deliver low carbon hydrogen production facilities and CCUS, and the plant is intended to switch from natural gas to low carbon hydrogen. The Zero Carbon Humber consortium recently won GBP 75 million to accelerate decarbonization in the United Kingdom's most carbon intensive industrial region through a grant from the UK government.
- Advising ADB, EFA and JICA in relation to the project financing of the 144 MW Lotus wind farm in Quang Tri Province, Vietnam. The project comprises three sub-projects spread across different sites, each with a capacity of 48 MW.
- Represented Mitsui O.S.K. Lines on all aspects of its participation in the Jawa 1 LNG-to-power project in Indonesia, including advising on the shareholder financing arrangements, the FSRU services agreement, the shipbuilding contract and ship management agreement, and full due diligence on the other project documents, including all of the project financing agreements. This deal is the first integrated LNG-to-power project financing in Asia to reach financial close and won 2018 Asia Pacific Power Deal of the Year by Project Finance International and 2018 Asia Pacific Gas-Fired Project Deal of the Year by IJGlobal.



“They are responsive,
hardworking and high
quality. They always
understand the issues...”

Chambers & Partners USA 2021 –
Projects: Renewables & Alternative Energy



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Social Infrastructure

As a recognized leader in Public Private Partnerships (P3) infrastructure projects, Mayer Brown has been a leader in groundbreaking transactions involving the most recent asset class to employ the P3 model—social infrastructure, which typically includes universities and colleges, courthouses, hospitals and other public buildings. Our experience stretches back to the earliest transactions and includes pioneering projects such as the acquisition of the parking facility at Northeastern University in Boston and the 2010 Long Beach Courthouse project, which marked the first time the social infrastructure P3 model had been utilized in the United States.

Having experienced counsel like Mayer Brown advising on P3 social infrastructure transactions often means projects can be completed on time or ahead of schedule and typically for a lower cost than under traditional methods. As the market for social infrastructure projects grow—rapidly including social infrastructure assets' underlying energy systems—Mayer Brown will continue to lead the way with innovative solutions.

Key transactions include:

- Represented on the successful closing of the Syracuse University Steam Station project and advising on the Louisiana State University, University of Iowa and University of Maryland energy system projects.
- Representing Gator Energy Services, a consortium including Meridiam Infrastructure North America Corporation and Balfour Beatty Investments, Inc. in connection with its bid to design, build, finance, operate and maintain a new Central Energy Plant for the University of Florida's campus operations.
- Represented Purdue University, a public institution of the State of Indiana, on the development of new student housing facilities through a long-term PPP structure, the very first use of a true availability payment structure for student housing in the nation.
- Advising ADB and a DFI lender on the secured financing of the Tan Hiep Water Treatment Plant, Vietnam. The project involves the expansion of water production capacity by 100 million liters per day.
- Represented a PRC sovereign fund on the project financing facility of RMB 1.4 billion in connection with the design, construction, financing, development, implementation, commissioning and operation of the Samarkand Tourism Centre in Uzbekistan to be used in connection with the 2022 Shanghai Cooperation Organisation Summit in Samarkand—the historic town and cross-road of Silk Route.
- Represented a syndicate of PRC banks on an EUR 90 million export credit facility in connection with the financing of the development of a hotel and tourism complex at the Ouidah Port in Benin.



“They have a good understanding of the technical nuances around contracts and transactions and projects.”

Chambers & Partners US 2021
Projects: PPP



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Our TMT practice covers the full range of transactional activity—from M&A to commercial and financing agreements, to litigation and regulation—and takes in related niche areas from data protection to IP.

Telecommunications

No part of the global economy moves faster than the technology, media and telecommunications (TMT) sector. Technical developments never stop, market innovation constantly tests existing legal frameworks, consumer behavior is in uncharted territory and the cross-border nature of much of the business brings its own international challenges. It's an intensely competitive field, and working with the right law firm brings critical commercial advantage. Our global footprint has been built to serve our TMT clients who demand globally scalable, in-region, in-sector peers to deliver effective and efficient strategic legal support.

TMT is a primary sector focus for Mayer Brown, and we are well placed to help our clients excel. Coupled with international reach, deep industry knowledge and extensive technical legal capacity, we understand the myriad business needs of the TMT sector. With on-the-ground teams in the key centers directing commercial and regulatory policy in Washington DC, Brussels, London, Hong Kong and Beijing, we take an informed and pragmatic approach to real issues—our practical understanding is underpinned by technical knowledge and strategic vision.

Key transactions include:

- Represented private equity firm DIF Capital Partners in the acquisition of a majority interest in Joink, LLC, a telecommunications infrastructure company that provides enterprise fiber, residential fiber and fixed wireless services.
- Represented Altice USA on the structuring of its sale of 49.99 percent of Lightpath's fiber enterprise business to Morgan Stanley Infrastructure Partners for an implied enterprise value of USD 3.2 billion. Altice USA will retain a majority interest in Lightpath and maintain control of the company.
- Represented NTELOS Holdings in its USD 640 million acquisition by Shenandoah Telecommunications Co., a provider of broadband services, digital TV, high-speed internet and phone services to customers in Virginia, West Virginia and Maryland.
- Represented Digicel Group in the sale of 215 telecom towers situated in the French Caribbean and Guyana to Phoenix Tower International (PTI). Digicel will continue to use the telecom towers pursuant to a lease back arrangement with PTI.
- Represented Emasan, the majority seller, in its EUR 1.9 billion sale of Interoute Communications Holdings SA, the owner and operator of one of Europe's largest independent fiber networks, to GTT Communications Inc. The sellers included our client Emasan, 70-percent shareholder in Interoute, and Turbo Holdings, 30-percent shareholder jointly controlled by two private equity investors, Aleph Capital and Crestview.
- Represented Intermediate Capital Group on its acquisition of a majority stake in Infra Group, Belgium's major multidisciplinary network infrastructure and service provider from Andera Partners.
- Represented a Chinese sovereign fund and a major PRC telecommunications company on the investment in a public private partnership project for building, operating and transferring of a fiber-optic network in Kazakhstan.



Mining

The mining industry is a core business area for us. Decades of advising the sector have given us an in-depth understanding of the industry's unique characteristics. The lawyers in our global mining practice have extensive experience of the day-to-day legal, financial and operational issues faced by mineral producers and those who provide finance to the industry. This enables us to get straight to the heart of what our clients need and for the assistance we provide to be given with a full appreciation of real and practical industry concerns. No matter how complex the deal or remote the operation, our mining team is likely to have worked on a similar assignment before and will therefore be familiar with the issues that have to be resolved.

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Our mining practice is recognized in the leading independent legal directories and has been ranked Band 1 by *Chambers Global 2022* and *Chambers UK 2022*.



Our mining finance practice has extensive experience advising lenders and sponsors on transactions around the world. We act for sponsors, lenders, private equity providers and other investors and so have a well-rounded understanding of the requirements of all parties and can use this knowledge to ensure that the drafting and negotiation of documents proceeds smoothly and is not prolonged for longer than necessary at any stage.

Key transactions include:

- Representing Sumitomo Metals & Mining (acting in consortium with its partner, Sumitomo Corporation) on its USD 1.2 billion acquisition of a minority shareholding in the Teck-owned Quebrada Blanca Copper Project in Chile and advising SMM on the related USD 2.5 billion project financing of the Quebrada Blanca phase 2 project.
- Representing for UniCredit Bank and EBRD, as a mandated lead arranger and a lender, in the USD 150 million term facility for the construction and operation of the Öksüt gold mine by Canada-based Centerra Gold, and related infrastructure in the Kayseri region of Turkey.
- Represented Africa Finance Corporation, the Nigeria-based pan-African multilateral development financial institution, on its provision of a USD 21 million stream facility and USD 54 million credit facility to fund Thor Explorations' Segilola Gold Project in Nigeria, the first of its kind in Nigeria.
- Represented a PRC Sovereign Fund on a USD 200 million equity investment in NFC (Mauritius) Mining Company Limited, a subsidiary of China Nonferrous Metal Mining (Group) Co., Ltd. on the development of the Dari zinc-lead mining project in Indonesia.



“Recognised worldwide as
a brilliant mining practice.”

Chambers & Partners UK 2020
Energy & Natural Resources: Mining



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Oil & Gas

Our oil & gas lawyers have been advising clients in the oil, natural gas and LNG industries for decades, everywhere in the world where oil and gas is found. With an experienced international team based in our Beijing, Houston, Hong Kong, London, Mexico City, Paris, Rio de Janeiro, São Paulo, Singapore and Tokyo offices, we can staff oil and gas projects anywhere in the world with lawyers who have an in-depth understanding of the industry and who are fluent in the local language and understand the business culture of the location of such projects.

We regularly advise national and international oil companies, E&P independents, energy services companies, natural gas and liquids pipeline companies, LNG project developers, petrochemical companies and refiners, as well as lenders and investors in a wide range of industry matters:

- Exploration and production operations
- Contracts with drillers, service providers and equipment contractor suppliers
- Construction contracts
- Joint operating agreements, foreign concessions and production-sharing contracts
- Upstream and midstream development
- Project development and financing
- Sale and purchase agreements and trading arrangements
- Master Limited Partnerships (MLPs)

Key transactions include:

- Represented Engie Brail Energia S.A., Caisse de depot et placement du Quebec, and GDF International in the acquisition of a 90-percent shareholding stake in Transportadora Associada de Gas S.A. (TAG) from Petrobras with a value of USD 8.6 billion.
- Represented Diatoms in a USD 550 million mezzanine financing in support of the USD 1.6 billion acquisition of Refinaria Landulpho Alves (RLAM) refinery by Mubadala Capital from Petrobras.
- Represented China National Offshore Oil Corporation (CNOOC) through its Brazilian affiliate, CNOOC Petroleum Brasil Ltda., in the landmark transaction of the Transfer of Rights Surplus Bid Round for the acquisition of Búzios field, located in Santos Basin, the largest deepwater oilfield discovered in the world so far.
- Represented China Gas Holdings Ltd. on the USD 20 million private sector loan agreement to support natural gas and liquefied petroleum gas deliveries to households, hospitals, industry and services crucial to the ongoing response to COVID-19 and the post-pandemic recovery in Wuhan and other affected areas in Hubei province, PRC. The deal was awarded Oil & Gas Deal of the Year (North Asia) (China) 2021 by the Asset Triple A Infrastructure Awards.



“Incomparable knowledge
of the oil and gas sector...”

Chambers & Partners Brazil 2021
Energy & Natural Resources: Oil & Gas

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Chemicals

Mayer Brown is at the heart of the global chemicals industry, delivering global, regional and local solutions. Our dedicated global chemicals industry group offers a multidisciplinary team of lawyers with extensive industry knowledge and resources to provide a full-service offering to our chemicals clients. Our chemicals practice is truly global in scope. With a multidisciplinary team of lawyers based across four continents, we have an on-the-ground presence in most of the world's key business and finance centers. All of our lawyers have direct access to Mayer Brown's formidable resource base and internal networks, bringing our full international strength to bear wherever we work in the world. This global capability also provides the essential foundation for advising on the complex multijurisdictional matters in which many of our chemical industry clients are involved.

Key transactions include:

- Represented Solvay Specialty Polymers USA in the USD 220 million acquisition of Ryton polyphenylene sulphide business of US-based Chevron Phillips Chemical Company, LP.
- Represented Dow in the divestiture of its subsidiary Dopec Indústria e Comércio Ltda. in Brazil.
- Represented Borchers Additives (UK) Ltd. in its acquisition of Catexel Ltd., a developer of chemical catalysts, activators and accelerators.
- Represented all lenders on the project financing of a new USD 10.8 billion petrochemical naphtha cracker project, located in Ain Sokhna on the Red Sea coast of Egypt.
- Represented a consortium of international lenders on the financing of a USD 300 million Asian Silicone Monomer project in Thailand.

Select Experience

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Roads & Bridges

- Represented the consortium of **Abertis Infrastructure** and **John Hancock Life Insurance** on their successful bid to acquire 100-percent equity interests in the Elizabeth River Crossings from Macquarie Infrastructure & Real Assets and Skanska. The Elizabeth River Crossings include two toll highway tunnels near Norfolk, Virginia, and the adjacent MLK Freeway.
- Represented **Ullico Infrastructure Fund** in connection with a series of related transactions: the financing and acquisition of 49 percent of the outstanding membership interest of Autopistas Metropolitanas de Puerto Rico, LLC, from two infrastructure funds managed by Goldman Sachs for USD 600 million; and the subsequent sale of 40 percent of Ullico's equity interest to Axium Infrastructure and repayment of portions of bank financing used to support the acquisition from Goldman Sachs. Named 2020 North America Roads Deal of the Year by *Proximo*.
- Acted as lead transaction counsel for the **government owners** in their respective concessions and leases of existing toll highways, including the Chicago Skyway (USD 1.8 billion), the Indiana Toll Road (USD 3.8 billion) and the Northwest Parkway (USD 600 million), each of which achieved successful financial close and were first-of-their-kind brownfield concessions in the US P3 market.
- Representing **Macquarie Capital & Transurban** in their successful proposal for the USD 7.6 billion Maryland Department of Transportation I-495/270 P3 Project, the largest highway P3 program undertaken in the United States.
- Sponsors' counsel to a short-listed consortium for the **Georgia Department of Transportation** SR 400 Managed Express Lanes Project, the largest P3 road availability payment project that was under procurement in the United States in 2020 and early 2021.
- Represented **BBGI**, an international infrastructure investor, in acquiring equity interests from Walsh Investors in WVB East End Partners, LLC, which developed and now operates and manages a toll bridge near Louisville. We originally represented WVB East End Partners in obtaining the concession from the Indiana Finance Authority and have continued to advise the project company on construction, operational, and financing matters. On behalf of BBGI, we prepared and negotiated a purchase agreement and facilitated a successful closing process.
- Represented **HMSHost**, the largest transportation of food, beverage and retail concessionaire in the United States, operating both highway service areas and airport retail and restaurant concessions, in the sale of its entire US highway portfolio to Blackstone Infrastructure & Applegreen for USD 400 million. This consists of government-granted concessions across nine states, and it is easily the largest such portfolio in the nation. There are more than 60 highway plazas in the portfolio.
- Represented **a bidder** in connection with an attempt to acquire the equity of the private concessionaire of the Indiana Toll Road. The concessionaire entity was in a bankruptcy proceeding during the pendency of the auction process.

- Represented **Citigroup Capital Markets** in connection with the planned offering of approximately USD 325 million of surface transportation PABs to support the capital improvements to be undertaken by Empire State Thruway Partners (a consortium of affiliates of Applegreen US Investments and John Laing) for the rest stop network on the New York State Thruway pursuant to a recently executed long term lease agreement. This transaction is significant in that it will be the first issuance of surface transportation private activity bonds to finance rest stop/toll plaza improvements on existing toll roads.
- Acted as sponsors' counsel to **WVB East End Partners, LLC**, the winning bidder for a more than USD 750 million design-build-finance-operate-maintain (DBFOM) P3 for the East End Crossing, a new toll bridge (named the Lewis and Clark Bridge) and roadway crossing. We advised on transaction documentation, construction matters, corporate structuring, project and municipal financing and federal governmental approvals related to the transaction and in 2021, we again represented the sponsors in the successful USD 528 million green bonds offering to refinance its existing indebtedness.
- Represented the **Consorcio Corredor Vial Bioceánico S.A.**, a consortium of Constructora Queiroz Galvao S.A. and Ocho A S.A., to finance the construction of the Corredor Bioceánico road project traversing Paraguay. Named Bond of the Year 2019 by *LatinFinance*.
- Representing **Consorcio del Sur**, a joint venture composed of EuroFinsa S.A. and Topografía y Caminos S.A., in connection with the approximately USD 127 million financing of the Costanera Sur de Asuncion road project in Paraguay through the sale of Certificados de Reconocimiento de Pago (CROPs) issued by the Government of Paraguay.
- Represented the lenders **Itaú, SMBC, BNP Paribas** and **CDPQ** in the USD 278 million partial refinancing of the Pacifico 2 Toll Road Project in Colombia. The project is part of Colombia's fourth generation of infrastructure partnerships (4G). La Pintada, majority owned by Colombian construction company Odinsa, was awarded the concession to build and operate the Conexión Pacífico 2 highway in 2014. The route will connect some of Colombia's most important cities, including Medellín and Cali, as well as the country's largest port, Buenaventura.
- Representing **Autopista del Sol, Concesionaria Española, S.A. (Ausol)**, now a Meridiam-controlled entity, on its EUR 557 million highway refinancing through the issuance of EUR 507 million of project bonds and the entering into of a EUR 50.8 million subordinated junior facility.
- Represented a **syndicate of PRC and international banks** on the EUR 149 million export credit facilities in connection with the renovation and asphaltting of two road projects in Côte d'Ivoire.
- Represented a major **Chinese EPC contractor** on its role as concessionaire, sponsor and shareholder in toll road projects located in Kenya.
- Represented a major **Chinese SOE** on the development of an approximately USD 260 million highway project in Bangladesh.
- Represented a **syndicate of PRC banks** on an approximately USD 1 billion export credit facility in connection with a highway project in Zambia.

Select Experience

Airports

- Represented a subsidiary of **VINCI Airports**, as borrower, in the negotiation and execution of MXN \$8.75 billion credit and guaranty agreement with Banco Inbursa, HSBC Mexico and Scotiabank, as lenders, for the acquisition of Fintech Advisory Inc.'s 29.9 percent stake in Mexican airport operator Grupo Aeroportuario del Centro Norte. This acquisition makes VINCI's subsidiary Concessoc 31 SAS the largest shareholder in OMA and gives it an operational role in 13 airports in northern and central Mexico.
- Represented the **Public Service Pension Investment Board** in its purchase of a 40-percent interest in Aerostar Airport Holdings LLC, which holds a concession in the Luis Munoz Marin International Airport in Puerto Rico, the first major airport to be privatized in the United States. We have advised on all aspects of PSP's bid, through its affiliate Avi Alliance, to acquire the 40-percent interest in Aerostar held by Oaktree Capital.
- Represented **Goldman Sachs** as exchange agent in respect of a Rule 144A/Reg S USD246 million exchange offer for ACI Airport Sudamérica S.A. backed by revenues of the Montevideo Airport.
- Representing the **Philadelphia Regional Port Authority** with regard to the procurement, negotiation and drafting of one or more P3 agreements as they relate to the design, build, finance, operation and maintenance of facilities to be located at the Southport Marine Terminal Complex.

Rail & Mass Transit

Maritime Ports

- Representing **Morgan Stanley** in connection with a successful three-part financing plan supporting construction by an affiliate of Fortress Investment Group of the Brightline Florida Passenger Rail System from Miami to Disney World.
- Representing the **Gateway Program Development Corporation** on the continued progress of the Gateway Program, the multibillion-dollar investment program to replace and update rail infrastructure assets along the Northeast Corridor. In 2020 and 2021, we advised on the creation of the Gateway Program Development Commission, which will advance the program, and took steps toward the initiation of a procurement for the Gateway projects.
- Represented 3i-backed **Regional Rail**, a leading owner and operator of short-line freight railroads and rail-related businesses in the Mid-Atlantic United States, on its acquisition of Pinsky Railroad Company's Florida operations with 208 miles of track across three short-line railroads.
- Represented 3i-backed **Regional Rail** in the acquisition of Effingham Railway, Illinois Western Railway and South Point & Ohio.
- Represented **First Sentier Investments**, a leading global investor in infrastructure, in its agreement with SteelRiver Infrastructure Partners, an independent investment manager, to acquire 100 percent of the equity of Patriot Rail and Ports, which operates a portfolio of 12 short-line freight railroads with more than 585 track miles across 14 states in the United States.
- Represented the **Panama Canal Authority** as procurement counsel with respect to the construction and associated works contracts related to the Panama Canal Expansion Program, a USD 5.25 billion project which is the largest of its kind since the canal opened in 1914.
- Represented the **Port Authority** on the planned design, build, finance, operate and maintain concession for the operation and capital expansion of the Kingston Container Terminal in Kingston, Jamaica - becoming one of the leading transshipment terminals in the Caribbean to handle expanded container terminal traffic resulting from the expansion of the Panama Canal.

POWER

Americas

- Represented **Brookfield Infrastructure** in the USD 4.1 billion sale of its wholly-owned North America district energy business, Enwave. The business is being divested through two separate transactions which were entered into simultaneously. Ontario Teachers' Pension Plan Board and IFM Investors have agreed to acquire 100 percent of Enwave's Canadian business, and QIC Limited and Ullico Inc. have agreed to acquire 100 percent of Enwave's US business.
- Represented **Caisse de dépôt et placement du Québec (CDPQ)** on its definitive agreement with Blackstone Infrastructure Partners for an approximately USD 3 billion equity investment in Invenergy Renewables Holdings LLC.
- Represented **John Hancock Life Insurance Company (U.S.A.)** and its affiliates on the USD 400 million acquisition of a 49-percent interest in ExGen Renewables Partners, LLC, the owner of a portfolio of wind and solar generating facilities, from an affiliate of Exelon Corporation, and as borrower on the back-leveraging of its interest.
- Represented **GE Energy Financial Services** and **Berkshire Hathaway** as tax equity investors in financing the development and construction of the approximately 180 MW Heart of Texas wind power generation facility.
- Represented a group of **lenders** on a nearly half-billion-dollar financing for a portfolio of 170-plus solar projects owned by Clearway Energy, one of the largest developers and operators of clean energy generation facilities in the United States. It was among the first rated debt financings of "community" solar and other small-scale commercial projects.
- Represented **KKR & Co. and its affiliates**, as a lender and an equity holder, in connection with the proposed sale of US solar and storage developer Clenera to Enlight Renewable Energy Ltd., as well as in the sale of its membership interests in Origis Energy USA, Inc., a major vertically integrated renewable energy platform in the United States, to private equity firm Antin Infrastructure Partners S.A.
- Represented **First State Investments** in its acquisition of 40 percent of the equity interests in Terra-Gen Power Holdings II, LLC, a leading renewable energy developer that operates over 1.3GW of wind, solar, battery storage and geothermal facilities across the United States from private equity firm Energy Capital Partners, LLC.
- Represented **Morgan Stanley** with respect to its tax equity investment in Intersect Power's 310 MW utility scale solar (plus battery storage) Athos 3 project in California—recognized as the 2021 North American Deal of the Year by *Proximo*.
- Advising an **equity investor** with respect to its potential investment in a development stage offshore wind project (to be constructed off the coast of New York) including with respect to project and regulatory diligence and joint venture structuring matters.
- Advising a major **US utility** with respect to the tax equity financing and equity sell-down of a portfolio of solar and wind projects (over 450 MWs) including related joint venture structuring matters.

Select Experience

- Advising a **tax equity investor** with respect to its investment in a carbon sequestration transaction which is anticipated to be the first third-party financed 45Q tax equity transaction in the market.
- Represented **X-Elio**, as sponsor, in the financing of the construction and maintenance of a USD 71 million, 74 MW photovoltaic solar plant in Guanajuato, which was awarded a PPA under the new power auctions.
- Represented **Contour Global** and its subsidiaries in contractual, regulatory and corporate aspects relating to the development of the Asa Branca Wind Farm, with installed capacity of 160 MW.
- Represented **Acciona** in two separate project bond financings of the Oaxaca II & IV wind farm projects in Mexico.
- Represented **Eneva** in the structuring and development of the integrated reservoir-to-wire project UTE Jaguatirica with installed capacity of 117 MW in the State of Roraima. Eneva will produce, process and liquefy the gas from the Azulão Field in the State of Amazonas and transport the LNG through trucks to UTE Jaguatirica.
- Represented **Banco BTG Pactual S.A.**, as lender, in connection with a project finance transaction for Infraestrutura Brasil Holding IV in the amount of BRL 400 million, for the purpose of financing the development and implementation of the Ventos de São Vitor Wind Power Generation Farm, located in the city of Itaguacú, State of Bahia, with an installed generation capacity of approximately 465 MW, whose energy was sold in the CEMIG Power Purchase Auction.

EMEA

- Representing a joint venture comprised of **SSE** and **Equinor** in relation to ongoing contract and dispute management advice for the Dogger Bank Offshore Wind Farm project, currently the world's largest wind farm.
- Representing a **developer** with respect to its joint venture arrangements for the development of a unique floating offshore wind platform, including advising on the shareholder agreement and project development arrangements, for a project in France.
- Representing **Investec** and the lender group in relation to a £192 million refinancing of the Saltend, Indian Queens and Deeside power plants, owned by Triton Power Limited. The Saltend power plant forms part of the Zero Carbon Humber industrial cluster, which aims to deliver low carbon hydrogen production facilities and CCUS, and the plant is intended to switch from natural gas to low carbon hydrogen. The Zero Carbon Humber consortium recently won £75 million to accelerate decarbonization in the United Kingdom's most carbon-intensive industrial region through a grant from the UK government.
- Representing the **Government of Benin** and the **SBEE** (the national electricity company of Benin) on the development of an IPP legal and institutional framework, standard form typical contracts (including Concession and PPA) and a competitive bidding process in Benin, as well as the structuring and financing of the first solar PV IPP totaling 50 MW to be deployed on four sites across Benin and to be financed by IFC and Proparco.

- Representing **EDF**, the French-listed utility company, as sponsor in connection with the design, financing, construction and operation of a 46 MW biomass power plant located in Côte d'Ivoire, in partnership with locally incorporated agro-industrial company SIFCA.
- Representing **Total EREN** in connection with a prospective 86 MW floating solar PV project in the Manantali hydro dam in Mali.
- Representing **Kouros** in connection with the set-up of a new venture for the deployment of biomass-fired co-generation units dedicated to industrial sites across the French territory for the production of electricity, hydrogen and biochar.
- Representing the **government of Benin** and the **SBEE** in connection with the design, financing, construction, operation and maintenance of a 40 MW bi-fuel power plant in Maria Gleta, Benin to be developed by Genesis and financed by Emerging Africa Infrastructure Fund (EAIF).
- Representing the **international sponsors** on all aspects of the development of the Deedoke run-of-river 66 MW hydropower project, the country's first internationally developed hydro-IPP selling exclusively into the Myanmar market.
- Representing a **confidential client** in relation to the development of a potential hydropower project in Nepal.
- Representing the **lenders** to Sembcorp, a leading energy, water and marine group, in regards to Sembcorp's mandate to develop and operate the Myingyan 225 MW gas-fired IPP. This was Myanmar's first internationally competitively tendered power project, the first multi-lender power financing in Myanmar and the first such financing by the AIIB.
- A **syndicate of PRC and international banks** at the pre-bid phase on a USD 550 million soft mini perm project financing facility for the development of the 750 MW Al Kharsaah solar project in Qatar.

Asia

- Representing **ADB, EFA** and **JICA** in relation to the project financing of the 144 MW Lotus wind farm in Quang Tri Province, Vietnam. The project comprises three sub-projects spread across different sites, each with a capacity of 48 MW.
- Representing **Spectra Engineers Limited and Shunfeng Investment Limited** in relation to the project financing of a 35 MW solar power plant in Paturia, Manigoni, Bangladesh. The project will include financing tranches from ADB and DEG.
- Representing the **sponsors** on various aspects of the 55 MW Sainshand wind farm project, developed near Sainshand city in the Gobi Desert, Mongolia.
- Represented a leading **PRC Bank** on a proposed USD 10 billion acquisition loan to a Chinese power company in connection with the proposed acquisition of a public listed European utility company.
- Represented a **syndicate of PRC and international banks** on the five project financing facilities with an aggregate value of USD 450 million to the subsidiaries of Goldwind for the development of five wind power projects with an aggregate 374.65 MW in Argentina, accounting for more than 40 percent of the total wind power capacity of Argentina. This deal was awarded Projects & Energy Deal of the Year 2020 at the China Law & Practice.

Select Experience

- Represented **China Exim Bank** in the development of the Souapiti hydropower project and Kaleta hydropower project, both located in Guinea. This project adopted an innovative and complex structure of a hybrid sovereign loan and project finance and required the amendment of Guinean local legislation.
- Represented a major **Chinese EPC contractor** as investor and EPC Contractor on its potential investment in Ramu II hydro project in Papua New Guinea.
- Represented a **syndicate of PRC and international banks** on the USD 4 billion facility made to China Yangtze Power International (Hong Kong) Co., Limited, on the acquisition of Peru's largest electric company Luz del Sur from Sempra Energy. The deal would be the largest acquisition made by a Chinese state-owned enterprise in the Americas since 2015.
- Represented **Mitsui O.S.K. Lines** on all aspects of its participation in the Jawa 1 LNG-to-power project in Indonesia, including advising on the shareholder financing arrangements, the FSRU services agreement, the ship building contract and ship management agreement, and full due diligence on the other project documents, including all of the project financing agreements. This deal is the first integrated LNG-to-power project financing in Asia to reach financial close and won 2018 Asia Pacific Power Deal of the Year by *Project Finance International* and 2018 Asia Pacific Gas-Fired Project Deal of the Year by *IJGlobal*.

SOCIAL INFRASTRUCTURE

Americas

- Represented on the successful closing of the **Syracuse University Steam Station** project and advising on **the Louisiana State University, University of Iowa** and **University of Maryland** energy system projects.
- Representing **Gator Energy Services**, a consortium including Meridiam Infrastructure North America Corporation and Balfour Beatty Investments, Inc. in connection with its bid to design, build, finance, operate and maintain a new Central Energy Plant for the University of Florida's campus operations.
- Represented **Purdue University**, a public institution of the State of Indiana, on the development of new student housing facilities through a long-term PPP structure, the very first use of a true availability payment structure for student housing in the nation.
- Represented **Queensland Investment Corporation** in the acquisition of a parking and mobility concession at Northeastern University in Boston, Massachusetts. The transaction is considered the first-of-its-kind in that it involves not only a long-term concession in the University's parking assets, but the ability to repurpose those assets for other mobility purposes during the term in relation to potential technological disruption risk.
- Represented **PGGM** in the USD 601 million, 20-percent investment in SUEZ Water Resources, Inc., an owner and operator of water and wastewater utilities throughout the United States.

EMEA

- Represented a **syndicate of PRC banks** on an EUR 90 million export credit facility in connection with the financing of the development of a hotel and tourism complex at the Ouidah Port in Benin.
- Represented **DFC** as lender, in a loan to Global Access Fund LP (GAF), a fund managed by WaterEquity, LLC. This catalytic financing is expected to empower at least five million people to access improved household water and sanitation across Africa, Asia and Latin America.
- Advising the **arrangers** in connection with a number of UK water company secured debt platforms and debt issuances thereunder including Wales & West, Southern Water and Anglian Water.*
- Advising the **arrangers** in connection with the establishment of the University Partnerships Programme secured debt platform. The proceeds were used for the refinancing of student accommodation across the United Kingdom.*
- Advising **Cleveland Clinic** in connection with the issuance of a number of series of US private placement bonds. The proceeds were used for the building of hospital facilities in the United Kingdom.*
- Advising the **underwriters** in connection with a social bond issuance by Municipality Finance, a local housing authority in Finland. The proceeds were used for social housing projects across Finland.*

Asia

- Advising **ADB** and a **DFI lender** on the secured financing of the Tan Hiep Water Treatment Plant, Vietnam. The project involves the expansion of water production capacity by 100 million liters per day.
- Represented a **PRC sovereign fund** on the project financing facility of RMB 1.4 billion in connection with the design, construction, financing, development, implementation, commissioning and operation of the Samarkand Tourism Centre in Uzbekistan to be used in connection with the 2022 Shanghai Cooperation Organisation Summit in Samarkand—the historic town and cross-road of Silk Route.
- Represented the **Asian Development Bank** on the USD 150 million A Loan and USD 300 million B Loan syndication financing to China Water Environment Group Investment Limited for the construction of multiple wastewater treatment plants and related works for the improvement of river and lake water quality in central and western regions of China.
- Represented the **Asian Development Bank** on a USD 200 million (and its RMB equivalent) financing to help China Water Affairs Group Limited to improve waste water management and increase people's access to clean and reliable water supply in the PRC.
- Represented the **Asian Development Bank** on a USD 200 million A Loan and B Loan to Beijing Capital in connection with the construction and management of wastewater treatment facilities in China.

Select Experience

TELECOMMUNICATIONS

Americas

- Represented private equity firm **DIF Capital Partners** in the acquisition of a majority interest in Joink, LLC, a telecommunications infrastructure company that provides enterprise fiber, residential fiber and fixed wireless services.
- Represented **Altice USA** on the structuring of its sale of 49.99 percent of Lightpath's fiber enterprise business to Morgan Stanley Infrastructure Partners for an implied enterprise value of USD 3.2 billion. Altice USA will retain a majority interest in Lightpath and maintain control of the company.
- Represented **NTELOS Holdings** in its USD 640 million acquisition by Shenandoah Telecommunications Co., a provider of broadband services, digital TV, high-speed internet and phone services to customers in Virginia, West Virginia and Maryland.
- Represented **Digicel Group** in the sale of 215 telecom towers situated in the French Caribbean and Guyana to Phoenix Tower International (PTI). Digicel will continue to use the telecom towers pursuant to a lease back arrangement with PTI.
- Represented **lead investors** in a fiber asset monetization transaction relating to fiber assets of a major US telecommunications company.
- Represented **Silvus Technologies, Inc.**, a portfolio company of The Jordan Company, in the acquisition of CRFS Limited, a provider of systems to detect, identify and geolocate signals.

EMEA

- Represented **Emasan**, the majority seller, in its EUR 1.9 billion sale of Interoute Communications Holdings SA, the owner and operator of one of Europe's largest independent fiber networks, to GTT Communications Inc. The sellers included our client Emasan, 70-percent shareholder in Interoute, and Turbo Holdings, 30-percent shareholder jointly controlled by two private equity investors, Aleph Capital and Crestview.
- Represented **Intermediate Capital Group** on its acquisition of a majority stake in Infra Group, Belgium's major multidisciplinary network infrastructure and service provider from Andera Partners.
- Represented **Charterhouse Capital Partners LLP** in the acquisition of French high-tech group Sagemcom from The Carlyle Group.
- Represented **Interoute Communications** in its acquisition by UK-based Aleph Capital and US-based Crestview Partners, of a 30-percent minority interest in the capital of Interoute from Dubai-based Emirates International Telecommunications.
- Represented **SFR**, the French mobile service provider, in the sale of a 22-percent stake in SFR to Altice for EUR 2.3 billion.

Asia

- Represented a **Chinese sovereign fund** and a major **PRC telecommunications company** on the investment in a public private partnership project for building, operating and transferring of a fiber-optic network in Kazakhstan.
- Represented **China Development Bank** on an export credit facility to Bulgaria BTC Network.
- Represented **China Development Bank** on an export credit facility to Ukrtelecom in Ukraine.
- Represented **China Development Bank** on an export credit facility to PT Smart Telecom in Indonesia.

MINING

Americas

- Representing **Sumitomo Metals & Mining** (acting in consortium with its partner, Sumitomo Corporation) on its USD 1.2 billion acquisition of a minority shareholding in the Teck-owned Quebrada Blanca Copper Project in Chile and advising SMM on the related USD 2.5 billion project financing of the Quebrada Blanca phase 2 project.

EMEA

- Representing **Toro Gold** on the USD 140 million project financing of the Mako gold mine in Eastern Senegal by the Taurus Mining Finance Fund and the Taurus Mining Finance Annex Fund. We also acted for Toro Gold on a new shareholders' agreement with Quantum Global Group, the Swiss private equity firm focused on investments in Africa, as well as with Toro's existing major shareholders, Resource Capital Funds and Tembo Capital, both of which are mining sector-focused private equity investors. In addition, we represented Toro in connection with the equity financing of the project by Quantum Global Group. And finally, we advised Toro Gold on the sale of its entire share capital to Resolute Mining Limited for USD 305 million.
- Representing **UniCredit Bank** and **EBRD**, as a mandated lead arranger and a lender, on the USD 150 million term facility for the construction and operation of the Öksüt gold mine by Canada-based, Centerra Gold, and related infrastructure in the Kayseri region of Turkey.
-

- Representing **Africa Finance Corporation** on its provision of a USD 21 million stream facility and USD 54 million credit facility to fund Thor Explorations' Segilola Gold Project in Nigeria, the first of its kind in Nigeria.
- Representing **Societe Generale** in connection with the project financing of SASA/DOO lead/zinc mine located in Macedonia.
- Representing **Citibank N.A., London Branch, HSBC Bank Canada, ING Bank N.V., and ING Bank, a branch of ING-DiBa AG**, as coordinating mandated lead arrangers on the refinancing of an existing USD 430 million syndicated revolving facility and extension of a new USD 370 million syndicated senior secured bridge term facility to Endeavour Gold Corporation in connection with its acquisition of Teranga Gold Corporation. Endeavour Gold operates gold mines in Mali, Cote D'Ivoire and Burkina Faso.

Asia

- A **PRC Sovereign Fund** on a USD 200 million equity investment in NFC (Mauritius) Mining Company Limited, a subsidiary of China Nonferrous Metal Mining (Group) Co., Ltd. on the development of the Dari zinc-lead mining project in Indonesia.
- Representing **EBRD, UniCredit Bank Austria** and **Yapi ve Kredi Bankasi** in relation to the USD 260 million term loan facilities for the acquisition by Yildirim Holdings AS of the Voskhod chrome mining and processing companies in Kazakhstan.
- A **PRC Sovereign Fund** on a USD 200 million equity investment in Baiyin International Investment Limited, a subsidiary of Baiyin Nonferrous Group Co., Ltd, on certain platinum mining project in South Africa.

Select Experience

OIL & GAS

Americas

- Represented **Engie Brasil Energia S.A., Caisse de dépôt et placement du Québec and GDF International** in the acquisition of a 90-percent shareholding stake in Transportadora Associada de Gás S.A. – TAG from Petrobras with a value of USD 8.6 billion.
- Represented **Diatoms** in a USD 550 million mezzanine financing in support of the USD 1.6 billion acquisition of Refinaria Landulpho Alves (RLAM) refinery by Mubadala Capital from Petrobras.
- Represented **China National Offshore Oil Corporation (CNOOC)** through its Brazilian affiliate, **CNOOC Petroleum Brasil Ltda.**, in the landmark transaction of the Transfer of Rights Surplus Bid Round for the acquisition of Búzios field, located in Santos Basin, the largest deepwater oilfield discovered in the world so far.
- Advising **MISC** on its bid to Petrobras for the charter of Mero 3, a new-build FPSO designed to produce 180,000 bopd, compress 12 million m³/d of gas and inject 250,000 pbd, with commercial operations in Brazil expected to begin in 2024. We are also advising on the project financing arrangements for this project.
- Represented **Mitsui & Co., Ltd.** in the acquisition of a participating interest in Kaikias and Circius offshore oil and gas fields in the Mississippi Canyon area of the Gulf of Mexico from Shell Offshore Inc.
- Represented **Progress Resources USA Ltd.**, a US affiliate of Petronas, in a participation agreement with Equinor Gulf of Mexico LLC for a 30-percent working interest in the Monument Prospect in the US Gulf of Mexico.

- Represented a **private equity portfolio company** in multiple acquisitions of producing and nonproducing properties from public, private and private equity-backed companies in the Permian Basin.
- Represented **Petronas** in the acquisition from Petróleo Brasileiro S.A. – Petrobras of a 50-percent working interest in the Tartaruga Verde and Module III Espadarte Concessions, offshore Brazil, in the amount of USD 1.3 billion.
- Represented **Total S.A.** in a complex cross-border operation involving the acquisition of two fully operational natural gas thermoelectric plants and several oil and gas assets from Petrobras, in the amount of approximately USD 2.2 billion.
- Represented **Macquarie** in its acquisition of Multifuels Midstream Group, a private equity-backed midstream company focusing on gas distribution pipelines.

EMEA

- Advising **Karadeniz** in relation to the development and financing of a LNG-to-power project in South Africa, procured as part of the Emergency Power Procurement Program, including advising on the FSRU Charter, LNG Sale and Purchase Agreement, Terminal Use Agreement, Gas Supply Agreement, Power Purchase Agreement and Implementation Agreement.
- Advising **British Land** in relation to the ownership, operation and maintenance and Bulk Heat Supply Arrangements of a combined heat and power energy center forming part of a mixed commercial and domestic use development in London.

- Advising the **Republic of Benin** on the development by Total of an LNG FSRU and the supply of up to 0.5 mtpa of regasified LNG to Société Béninoise d’Energie Electrique (SBEE) for use in its existing and planned power plants at Maria Gléta.
- Advising **Karadeniz** in connection with the development of an FSRU/LNG-to-powership project of 235 MW in Senegal, including a set of agreements for equipment rental and operating and maintenance service with Senelec, gas sale and purchase with a major gas supplier, the gas pipeline connecting the FSRU to the powership, and the transmission line connecting the powership to the transmission grid.
- Advising **Société Mauritanienne des Hydrocarbures et de Patrimoine Minier** in connection with the financing of its equity share in the Grand Tortue Ahmeyim gas field development project, overlapping Mauritania and Senegal, and the structuring of its participation in the related floating liquefied natural gas export project.
- Represented **CNODC** on the drafting and negotiation of the contractual and financing documentation relating to its USD 5 billion investment in the Republic of Niger, for the acquisition of the on-shore “Agadem” oil block, the construction of the first refinery in Niger and the construction of pipelines for transportation and export of crude oil and refined products.*
- Represented **BP** on its farm-out of a 42.5-percent operated interest in the onshore Ghadames South and Ghadames North blocks and the Sirte block offshore Libya and arrangements for access to existing production and transport infrastructure in country.
- Represented **OMV** on its investment into ADNOC’s Ghasha concession, offshore Abu Dhabi. The concession is located offshore Abu Dhabi and consists of three major gas and condensate development projects Hail, Ghasha and Dalma, as well as other offshore oil, gas and condensate fields, including Nasr, SARB and Mubarraz.

Asia

- Represented **China Gas Holdings Ltd.** on the USD 20 million private sector loan agreement to support natural gas and liquefied petroleum gas deliveries to households, hospitals, industry and services crucial to the ongoing response COVID-19 and the post-pandemic recovery in Wuhan and other affected areas in Hubei province, PRC. The deal was awarded 2021 Oil & Gas Deal of the Year (North Asia) (China) by the *Asset Triple A Infrastructure Awards*.
- Represented a **confidential international oil & gas company** in relation to the acquisition of Chevron’s upstream and midstream assets in Myanmar.
- Represented a **confidential international oil & gas company** in relation to the acquisition of GDF Suez (ENGIE’s) upstream assets in Indonesia (Muara Bakau PSC).
- Represented a **confidential client** on its proposed acquisition of Murphy Oil’s upstream assets in Malaysia.
- Represented a **Japanese developer** on its bid for Anadarko’s oil and gas assets in Indonesia.
- Represented **Premier Oil** in relation to the divestment of Premier Oil Vietnam South B.V. (holding an interest in Block 03-07 offshore Vietnam) to Talisman Energy.

Select Experience

- Advising **CLP Power Hong Kong Limited** in connection with its FSRU/LNG import project, including advising on the terminal use agreement and port service vessel arrangements and conditions of use and drafting and amending an FSRU time charter party agreement.
- Advising **Mitsubishi Corporation** on its acquisition of a 25-percent stake in Summit Corporation's LNG import project in Bangladesh.
- Advising **H-Energy** on the procurement of an FSRU for its LNG import project on the West Coast of India, including the interface between the FSRU TCP and the onshore/downstream gas supply and transportation arrangements, and drafting and negotiating the FSRU regasification services agreement.
- Advising a **confidential client** in connection with all aspects of its LNG-to-power project, including the development of a multi-user LNG terminal use agreement to be utilized in connection with its LNG regasification terminal and drafting and negotiation of the long-term LNG SPA.
- Advising a **confidential client** in relation to the development of a 3GW LNG-to-power project in Vietnam.
- Represented various **leading international and PRC banks** on the USD 1.5 billion acquisition financing for COSL Norwegian AS, a wholly-owned subsidiary of China Oilfield Services Limited, an affiliate of CNOOC Ltd, in connection with its USD 2.5 billion acquisition of Awilco Offshore ASA, a Norwegian oil and gas drilling contractor. This acquisition occurred during a period of high demand for oil and gas in China, increased COSL's drilling rig-fleet to from 15 to 22 and provided COSL with further opportunities to market its non-drilling services, such as marine transport and seismic mapping, to Awilco's existing customers like BP, Statoil and Repsol.

CHEMICALS

Americas

- Represented **Solvay Specialty Polymers USA** in the USD 220 million acquisition of Ryton polyphenylene sulphide business of US-based Chevron Phillips Chemical Company, LP.
- Represented **Dow** in the divestiture of its subsidiary Dopec Indústria e Comércio Ltda. in Brazil.
- Represented private equity firm **The Jordan Company, L.P.**, in the sale of Vantage Specialty Chemicals, Inc., a leading vertically-integrated specialty chemicals manufacturer and distributor focused on naturally-based ingredients by one of its affiliates to H.I.G. Capital, LLC.

EMEA

- Represented **Borchers Additives (UK) Ltd.** in its acquisition of Catexel Ltd., a developer of chemical catalysts, activators and accelerators.
- Represented **all lenders** on the project financing of a new USD 10.8 billion petrochemical naphtha cracker projects, located in Ain Sokhna on the Red Sea coast of Egypt.
- Represented **BASF Venture Capital** in the acquisition of a minority interest in SAS Lactips, a manufacturer of biodegradable film plastic.

Asia

- Represented a **consortium of international lenders** on the financing of a USD 300 million Asian Silicone Monomer project in Thailand.
- Represented a **leading PRC bank** and its 10 overseas branches in Europe and Asia Pacific on the USD 3.5 billion financing to Spring Chem Ltd., for the subscription of the perpetual bond issued by CNAC (HK) Golden Bridge Company Limited, a Hong Kong Subsidiary of China National Agrochemical Company Limited and China National Chemical Corporation (ChemChina).
- Represented a **leading PRC Bank** as sole China lead arranger, bookrunner, mandated lead arranger and lender on the approximately USD 4.3 billion and EUR 1.8 billion term loan and USD 900 million revolving loan facility transaction for the USD 12.5 billion acquisition of 100 percent of Akzo Nobel's specialty chemicals business by The Carlyle Group and GIC.
- Represented a **leading PRC bank**, as arranger, and the Luxembourg branch of the PRC bank, as agent and security agent extend a USD 10 billion term loan facility to Global Chem Investment in support of its equity investment in an affiliate of China National Chemical Corporation for application toward the USD 45 billion acquisition of Syngenta, a major and global Swiss agribusiness conglomerate.

*Denotes experience of Projects & Infrastructure team member prior to joining Mayer Brown.

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