

**DEAL LIST:**  
**FOCUS ON BANKING AND FINANCE**  
**March 2017**

## FOCUS ON BANKING AND FINANCE

Advisers at DFDL have experience representing banks, corporations, sponsors, lenders, and borrowers, to name a few, in banking and finance and general project finance matters across various sectors in the Mekong Region and further afield, including the following:

Country	Project	Client	Description of Project and DFDL's Involvement
Bangladesh	<b>Regulatory</b>	<i>Bank of Tokyo MUFJ</i>	Advising the Bangladeshi Representative Office of the Bank of Tokyo MUFJ on its legal and regulatory obligations under Bangladeshi laws, guidelines, circulars, and notifications of Bangladesh Bank, the central bank of Bangladesh.
Bangladesh	<b>Financing</b>	<i>DBS Bank</i>	Advising DBS Bank on a US dollar financing to a Bangladesh-based company as the lender's local counsel and assisting in drafting loan and security documentation, registration and perfection of security interests and attendant advice.
Bangladesh	<b>Financing</b>	<i>DEG</i>	Advising DEG, the German DFI, on a US dollar financing to a Bangladesh-based company as the lender's local counsel and assisting in due diligence, assisting in drafting loan and security documentation, registration and perfection of security interests and attendant advice.
Bangladesh	<b>Security and General Banking Matters</b>	<i>Standard Chartered Bank</i>	Advising local branches of Standard Chartered Bank on loan documentation, due diligence on real property for use as security, regulatory filing in respect of perfecting security, and general banking matters.
Bangladesh	<b>Financial Activities</b>	<i>European-Based DFI</i>	Advising a European-based DFI on banking, finance, corporate and commercial laws of Bangladesh in relation to the development of its financial activities in Bangladesh (ongoing).
Bangladesh	<b>Cross-Border Financing</b>	<i>DBS Bank</i>	Advising DBS Bank on cross-border financing to a Bangladeshi borrower, including reviewing the facility agreement and assisting in the completion and satisfaction of the conditions precedent.

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Bangladesh	<b><i>Security and General Banking Matters</i></b>	<i>Citibank</i>	Advising local branches of Citibank on loan documentation, due diligence on real property for use as security, regulatory filing in respect of perfecting security, and general banking matters.
Bangladesh	<b><i>Offshore Securities</i></b>	<i>Citibank</i>	Advising The City Bank Limited on an offshore licensing matter with the Monetary Authority of Singapore.
Bangladesh	<b><i>Shipping Financing</i></b>	<i>Standard Chartered Bank</i>	Advising Standard Chartered Bank and its branches in London, Hong Kong, Singapore, India, and Dhaka on certain aspects of its international structured trade and shipping financing in various jurisdictions.
Bangladesh	<b><i>Structuring Security Package</i></b>	<i>Investment Bank in Bangladesh</i>	Advising a local Bangladeshi investment bank acting as a lead arranger in a USD 50 million equivalent local currency financing for an elevated expressway project in Dhaka, Bangladesh on structuring a security package for the financing of the project.
Bangladesh	<b><i>A Multilateral Supported International Infrastructure Development Company</i></b>	<i>Greenfield IPPs</i>	Advising a multilateral, supported international infrastructure development company on its development of up to five greenfield IPPs in Bangladesh. The proposed IPPs are a 150MW single fuel (HFO) plant in Gazipur, a 750MW combined cycle gas fired plant in Gazipur, and three 50MW HFO IPPs in Monshigonj, Hasnabad, and Ashulia.
Bangladesh	<b><i>Financing</i></b>	<i>IFC</i>	Advising IFC as their local counsel on the aspects of due diligence, financing, structuring, and security documentation in connection with a USD 175 million loan to the Singaporean holding company of Summit Corporation Limited.
Bangladesh	<b><i>Financing</i></b>	<i>Proparco</i>	Advising Proparco, the French EDFI, on a USD 20 million loan to a Bangladeshi bank.
Bangladesh	<b><i>Financing</i></b>	<i>IDCOL</i>	Advising IDCOL, a government-owned lender in connection with a USD 5 million syndicated loan facility to a waste treatment plant in Bangladesh.

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Bangladesh	<b>Refinancing of HFO Power Plant</b>	<i>International Power Company</i>	Advising on all aspects of concessions, project agreements, construction, and financing aspects of a 100 MW HFO IPP guaranteed by the government of Bangladesh under the "quick rental scheme".
Bangladesh	<b>Project Financing</b>	<i>Sembcorp</i>	Acting as local counsel for Sembcorp in relation to the financing of their 440 MW gas-fired IPP plant in Bangladesh by IFC and Clifford Capital (ongoing).
Bangladesh	<b>Financing</b>	<i>Asian Development Bank</i>	Advising ADB on a USD 20 million loan to a Bangladeshi Bank (ongoing).
Bangladesh	<b>Project Financing</b>	<i>IDCOL, ICD, and OFID</i>	Acting for a group of local and foreign lenders, including IDCOL, ICD, and OFID, in relation to the financing of USD 80 million for two HFO IPPs owned by Summit Group (ongoing).
Bangladesh	<b>Project Financing</b>	<i>IFC</i>	Acting as the local counsel for IFC in relation to financing of a USD 117.6 million floating storage regasification unit located off the shore of Moheshkhali Island and owned by Excelerate Energy Limited Partnership (ongoing).
Cambodia	<b>Bank Governance</b>	<i>World Bank</i>	Drafted a manual handbook on boardroom practices for joint stock commercial banks. Advised the State Bank of Vietnam on the application of international bank governance practices to Vietnamese commercial banks. Responsible for drafting a manual handbook on modern boardroom practices for joint stock commercial banks in Vietnam and providing relevant training.
Cambodia	<b>OTC Derivatives</b>	<i>TCX</i>	Advised on and prepared ISDA documentation in relation to currency hedges.
Cambodia	<b>Acquisition</b>	<i>Orix Corporation</i>	Assisted in the acquisition of six percent of Acleda.
Cambodia	<b>Fiber Optic Cable Project</b>	<i>China Development Bank</i>	Advised the China Development Bank on the financing aspects of project financing a fiber optic

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			cable plan in Cambodia.
Cambodia	<b>Retail</b>	<i>Luxembourg Investment Fund</i>	Advised an investment fund in respect of its financing project through a convertible loan agreement in a plush toys factory in Cambodia.
Cambodia	<b>338 MW Hydropower Project</b>	<i>Export-Import Bank of China</i>	Acted for lenders in relation to a USD 412 million hydropower project to be developed in Pursat Province, Cambodia.
Cambodia	<b>Management of Five Major Real Estate Development Projects</b>	<i>JSM Indochina Ltd.</i>	Provision of ongoing legal services and advice for the operation of a USD 220 million property fund in relation to six subsidiary companies and the development, construction, and sale of five major real estate development projects in Cambodia.
Cambodia	<b>Financing Expansion of Telecommunication Facility</b>	<i>DEG</i>	Provision of a legal opinion on the legality and security of a loan facility under Cambodian law and practice. Provided legal documentation required for the implementation of the facility, which included a share pledge agreement, a conditional assignment of share agreement, and corporate and personal guarantee.
Cambodia	<b>Financing of Telecom Company</b>	<i>ANZ Royal</i>	Advised ANZ Royal on various legal issues in relation to a loan granted to a local telecom company, in particular, ensuring that the interests of ANZ Royal ranked at least on an equal footing with other lenders of the telecom company.
Cambodia	<b>100MW Coal Power Plant – Malaysian Bank</b>	<i>Lender</i>	Acted for lenders in relation to a USD 100-150 million coal power project to be developed in Sihanoukville Province, Cambodia.
Cambodia	<b>Telecommunication Financing</b>	<i>Proparco</i>	Acted for a French bilateral financing agency, in relation to the financing of a telecommunication project (USD 10 million loan).
Cambodia	<b>Transmission Line</b>	<i>Asian Development Bank/ Export-Import Bank of Thailand</i>	Acted for the lenders in relation to a USD 30 million transmission line project between Thailand and Cambodia.

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Cambodia	<b>30MW IPP in Phnom Penh</b>	<i>ANCO Brothers</i>	Acted for Anco Brothers in relation to two IPPs. The project was a USD 20 million investment.
Cambodia	<b>Loan Documentation – Chinese Bank</b>	<i>Lender</i>	Advised a major Chinese bank to provide a cross-border loan to a Cambodian telecom company. The deal was worth USD 25 million.
Cambodia	<b>Transformation of Branch into Subsidiary</b>	<i>Maybank</i>	Advised Maybank on the transformation of a branch into a subsidiary, which included accounting and tax advice as well as advice on contracts, labor, governance, risk management, capital systems, and reporting.
Cambodia	<b>194.1MW Hydropower Project</b>	<i>Export-Import Bank of China</i>	Acted for lenders in relation to the USD 200 million Kamchay Hydropower Project to be developed in Kampot Province, Cambodia.
Cambodia	<b>Equity and Debt Financing of Transformation of Microfinance Institution to Commercial Bank</b>	<i>IFC, DEG, TRIODOS, FMO, and ACLEDA Bank</i>	Lead project counsel for conversion of a microfinance institution into a rural development bank. Advised on all aspects, including banking laws and regulation, business purchase agreement, shareholder, and director liability asset transfer.
Cambodia	<b>Working Capital</b>	<i>OCBC</i>	Advised OCBC on all aspects of its financing of a Cambodian garment manufacturer.
Cambodia	<b>Banking Institution</b>	<i>Maruhan Japan Bank</i>	Advised the bank in respect of incorporation, capital restructuring, corporate governance, and labor law related matters.
Cambodia	<b>Restructuring/Liquidation</b>	<i>Six Banks</i>	Advised a liquidator in charge of the liquidation of six banks in Cambodia. The project assessed and analyzed the existing legal framework for bank liquidation issues and provided the most secured solutions to any unresolved issues in the current regulatory system, notably on mortgages on immovable properties.
Cambodia	<b>Banking Advice</b>	<i>ANZ Royal Bank</i>	Adviser to ANZ Royal Bank on all legal matters. The bank commenced trading in August 2005, with branches nationwide within two years. ANZ Royal Bank was the first bank to externally link multi-bank ATMs in Cambodia and the first bank

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			to introduce internet banking in the Kingdom. The bank now has 23 branches.
Cambodia	<b>Off-balance Sheet Financing</b>	<i>Hwang DBS Bank</i>	Advised HwangDBS Bank on all aspects of an off-balance sheet structured equipment financing. This deal was the first of its kind in Cambodia.
Cambodia	<b>Railway Concession</b>	<i>Sponsor</i>	Acted for a sponsor in preparation of all project documentation.
Cambodia	<b>Facility and Security Documentation</b>	<i>Bank of China</i>	Advising the Bank of China in connection with various facility and security documentation for use in the Cambodian Market (ongoing).
Cambodia	<b>Facility and Security Documentation</b>	<i>Bank of India</i>	Advised the Bank of India in connection with various facility and security documentation for use in the Cambodian market.
Cambodia	<b>Loan Facilities</b>	<i>First Commercial Bank (Phnom Penh Branch)</i>	Provided secured loan documents in both Khmer and English. Assessment of the legality of the documentation provided by the borrower (individual person and/or corporate). Verification and registration of mortgages at relevant land offices.
Cambodia	<b>BOC/CAMGSM Financing and Refinancing</b>	<i>Bank of China</i>	Advised on the financing of a purchase by the Cambodian telecom operator of Huawei telecommunications equipment and refinancing of the outstanding amounts under existing debt owed by the same Cambodian telecom operator to Standard Bank (USD 591 million).
Cambodia	<b>Financing of 60 MW IPP in Phnom Penh</b>	<i>IFC, Opic, and Export-Import Bank of Korea</i>	Provided full scope of advice related to project (USD 90 million) as lead local project counsel, including government payment guarantees, a passage of law enforcing the New York Convention, implementation agreement, power purchasing agreement, fuel supply agreement, construction agreement, and related documents.
Cambodia	<b>Guarantee Arrangements</b>	<i>Standard Chartered Bank (Hong Kong)</i>	Advised Standard Chartered Bank (Hong Kong) on the Cambodian law aspects of guarantee arrangements supporting general banking facilities to a Hong Kong borrower.

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Cambodia	<b><i>Air Traffic Control System – Project Finance</i></b>	<i>Export-Import Bank of Thailand</i>	Provision of legal opinion on all aspect of laws on a proposed offshore loan facility. Provided legal documentation required for the implementation of the facility, which included a share pledge agreement and a conditional assignment of share agreement. The value of the project was USD 15 million.
Cambodia	<b><i>Financing</i></b>	<i>OCBC Singapore</i>	Advised OCBC Singapore on all aspects of its financing of a Cambodian garment manufacturer.
Cambodia	<b><i>Super Luxury Boutique Hotel in Siem Reap, Cambodia</i></b>	<i>IFC</i>	Advised the client and secured the documents regarding the financing of a hotel project in Siem Reap, Cambodia (USD 2 million). Restructured the investment company and drafted all local legal agreements.
Cambodia	<b><i>General Regulatory Advice</i></b>	<i>Mega Bank</i>	Advised Mega Bank on the general regulatory aspects of the Cambodian legal framework and drafted documentation.
Cambodia	<b><i>Project Finance</i></b>	<i>Overseas Chinese Banking Corporation</i>	Provided a legal opinion on an offshore loan facility to a borrower in Cambodia (USD 3 million).
Cambodia	<b><i>Financing of Golden Rice Project</i></b>	<i>Proparco</i>	Advised Proparco in relation to the implementation of a USD 7 million loan, drafted and issued a legal opinion on the validity and enforceability of the loan documents under Cambodian law.
Cambodia	<b><i>Implementation of Loan</i></b>	<i>Proparco</i>	Advised Proparco in relation to the implementation of a USD 10 million loan, drafted and issued a legal opinion on the validity and enforceability of the loan documents under Cambodian law.
Lao PDR	<b><i>Purchase of Shares in Vientiane Commercial Bank</i></b>	<i>ANZ Bank</i>	Advised ANZ Bank on the acquisition of a majority stake in a Lao commercial bank (USD 10 million investment), including preparing financing documents and coordinating the closing of the transaction.



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Lao PDR	<b><i>Establishment of New Commercial Bank</i></b>	<i>ACLEDA Bank</i>	Advised and assisted ACLEDA Bank in obtaining a banking license and other related governmental approvals (USD 10 million investment).
Lao PDR	<b><i>Loan</i></b>	<i>Axis Bank</i>	Advised on a USD 550,000 loan to CSS Champa Lao Co. Ltd.
Lao PDR	<b><i>Loan</i></b>	<i>IFC</i>	Advised on a USD 15 million loan to Electricité du Laos.
Lao PDR	<b><i>Tha Lau-Xam Tay Highway project (Vietnam/Lao PDR)</i></b>	<i>Bank of Investment and Development of Vietnam</i>	Advised on an unsecured loan to the government of the Lao PDR to fund the construction of the Tha Lau-Xam Tay Highway. The loan also secured an expansion of the Lao PDR National Assembly Building in Vientiane.
Lao PDR	<b><i>Loan and Restructuring</i></b>	<i>Siam Commercial Bank</i>	Advised on a USD 8 million loan and loan restructuring to LP Hospitality Co. Ltd.
Lao PDR	<b><i>Kolao Bonds</i></b>	<i>CGIF</i>	Advised guaranteed Kolao Bonds worth SGD 60 million.
Lao PDR	<b><i>Loan</i></b>	<i>Krung Thai Bank</i>	Advised on a USD 75.17 million loan to Electricité du Laos.
Lao PDR	<b><i>Loan</i></b>	<i>Krung Thai Bank</i>	Advised on a USD 10 million loan to a cement factory in Luang Prabang Province, Lao PDR.
Lao PDR	<b><i>Loan</i></b>	<i>IFC</i>	Advised on a USD 10.5 million loan to Essilor Lao Co. Ltd.
Lao PDR	<b><i>ANZ Syndicate Project Loan</i></b>	<i>Phu Bia Mining Limited</i>	Advised on a USD 275 million loan. The loan was refinanced in January 2013.
Lao PDR	<b><i>ANZ Equipment Leases</i></b>	<i>Phu Bia Mining Limited</i>	Advised on four master leases totalling USD 233.5 million (2008, 2010, 2011, and December 2013).
Lao PDR	<b><i>Legal Compliance for a Rubber Plantation Project</i></b>	<i>Temasek Holdings/HAGL</i>	Assisted in various aspects of bond issuance, conducted due diligence, and assisted on various aspects of the legal compliance of HAGL Group in relation to a rubber plantation project.
Lao PDR	<b><i>Lao Kaiyuan Mining - Secured Loan Facility</i></b>	<i>Canway Law Firm Sichuan</i>	Advised the client on the provision of a secured loan facility to Lao Kaiyuan Mining Co. Ltd from the China Development Bank.

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Lao PDR	<b>CAF Bond Issuance</b>	<i>China-ASEAN Capital Advisory Company Ltd.</i>	Advised on the issuance of USD 50 million in bonds on behalf of the shareholders in a Lao PDR mining company. Conducted due diligence, provided general transactional advice, drafted and negotiated transaction documents.
Lao PDR	<b>Secured Exchangeable Bond Issue</b>	<i>Deutsche Bank AG (Hong Kong)</i>	Acted as local counsel for an underwriter in relation to secured exchangeable bonds guaranteed by a Lao PDR mining company. DFDL conducted due diligence, provided general transactional advice; drafted and negotiated transaction security documents and issuance of legal opinion. The deal was approximately USD 30 million.
Lao PDR	<b>Derivatives</b>	<i>ANZ Bank</i>	Advised on and prepared ISDA documentation in relation to foreign currency hedges, money market deposits, sovereign bonds, government securities, corporate bonds, gold hedges, and loan syndication.
Lao PDR	<b>Derivatives</b>	<i>Standard Chartered Bank, SMBC, Group of Canadian Banks, Barclays Bank Plc, and Credit Suisse.</i>	Advised on and prepared ISDA documentation in relation to currency hedges.
Lao PDR	<b>FX Services</b>	<i>Deutsche Bank AG</i>	Advised on an offer of FX4Cash to banks and other financial institutions incorporated in the Lao PDR, including managing cross-border and cross-currency payments.
Lao PDR	<b>Electronic Banking Products</b>	<i>RBS NV Pl. DBS Bank Ltd</i>	Advised on provisions of various products and services through electronic banking.
Lao PDR	<b>Derivatives</b>	<i>Maybank</i>	Advised on and preparing ISDA documentation in relation to certain derivative transactions with the Bank of the Lao PDR and other governmental institutions.
Myanmar	<b>Banking License and</b>	<i>BTMU</i>	Secured the registration of the Bank of Tokyo-

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	<b><i>Representative Office</i></b>		Mitsubishi UFJ's Representative Office in Myanmar and assisted in procuring their foreign banking license.
Myanmar	<b><i>Banking License and Representative Office</i></b>	<i>Confidential</i>	Secured registration of the Myanmar Representative Office of an international bank operating worldwide and assisted in procuring their foreign banking license to enable them to operate in Myanmar.
Myanmar	<b><i>Banking Representative Office</i></b>	<i>BTMU, Siam Commercial Bank, and Shinhan Bank</i>	Secured registration of Representative Offices in Myanmar.
Myanmar	<b><i>Market Entry Advice to Offshore Banks</i></b>	<i>Citibank and SMBC</i>	Advised several offshore banks concerning market entry strategies.
Myanmar	<b><i>Setting up Microfinance Enterprises</i></b>	<i>Microfinance Enterprises (Various)</i>	Assisted in establishing several microfinance enterprises in Myanmar.
Myanmar	<b><i>USD 85m Cross-Border, Limited Recourse Loan to Myanmar Telecom Tower Company</i></b>	<i>Consortium of Singapore Banks, Including SCB, OCBC, ING, and DBS</i>	Acting as local counsel for a consortium of Singapore-based banks on the first ever, limited-recourse, cross-border financing in Myanmar comprising of USD 85 million of financing directly to Pan Asia Majestic Eagle Limited secured on the assets of the borrower to support the roll-out of its tower site infrastructure in Myanmar. The facility agreement signed has recently been signed and utilization subject to CP compliance.
Myanmar	<b><i>Equity Investment and Loan Financing for Major Mixed Use Real Estate Development in Yangon</i></b>	<i>IFC and ADB</i>	Advised IFC and ADB as local counsel on a proposed USD 300 million equity and loan funding on a project finance basis for the Landmark mixed-use real estate development in Downtown Yangon being developed by the Yoma Group of companies.
Myanmar	<b><i>Loan to Vehicle Fleet Leasing Company</i></b>	<i>IFC</i>	Advising IFC on its proposed loan to a newly established vehicle and equipment leasing company in order to provide expansion finance for purchase of new vehicles (ongoing).
Myanmar	<b><i>Convertible Loan to</i></b>	<i>IFC</i>	Advising IFC as local counsel in a USD 7 million

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	<b><i>Myanmar Oriental Bank</i></b>		convertible loan to Myanmar Oriental Bank, a Myanmar licensed bank, for expansion of its lending activities.
Myanmar	<b><i>Convertible Loan to Yoma Bank</i></b>	<i>IFC</i>	Advised IFC as local counsel in its initial USD 5 million convertible loan to Yoma Bank, a Myanmar licensed bank, for expansion of its SME lending activities, as part of a potential USD 30 million funding over the next few years.
Myanmar	<b><i>Loan Funding to Singapore Hotel Company</i></b>	<i>IFC</i>	Acted for IFC as local counsel in its provision of two separate loans totaling USD 80 million for the purposes of (i) hotel refurbishment and (ii) construction and fit-out of a serviced apartment development in Yangon, Myanmar.
Myanmar	<b><i>Proposed Loan to Finance Office Development in Yangon</i></b>	<i>OPIC</i>	Retained as project counsel for a proposed USD 25 million loan by Overseas Private Investment Corporation to finance an office development by a US-owned developer pursuing several real estate projects in Myanmar. This is the first Myanmar loan by OPIC (ongoing).
Myanmar	<b><i>Conventional Loan and Islamic Financing</i></b>	<i>Myanmar Tower Company</i>	Acted as local counsel in advising a tower company in Myanmar in the proposed USD 60 million financing of the rollout of its tower site infrastructure in Myanmar by a mixture of conventional loans and Islamic financing structures.
Myanmar	<b><i>Bridge Financing on Islamic Financing Basis</i></b>	<i>Qatari Investor</i>	Acted as local counsel to a Qatari investment company and others proposing to provide bridge financing of up to USD 40 million, on a commodity <i>murabaha</i> basis, to fund the construction by a Myanmar tower company of 1,438 telecommunications towers in Myanmar.
Myanmar	<b><i>Provision of Loan Funding for Series of Projects</i></b>	<i>ADB</i>	Acted as local counsel for ADB in a series of loans up to USD 100 million to finance connectivity infrastructure projects being undertaken or proposed via several Myanmar project companies as affiliates of a well-known Myanmar entrepreneur.

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Myanmar	<b><i>Exchangeable Loan</i></b>	<i>IFC</i>	Assisted IFC in connection with an exchangeable loan extended to Acleda Bank in Cambodia for purposes of providing equity to its Myanmar microfinance subsidiary.
Thailand	<b><i>Project Finance of Real Estate Projects</i></b>	<i>OCBC</i>	Advised OCBC in the following property project finances and security package: co-participation of debt financing with Wachovia Bank in a USD 27.5 million property development in Bangkok; Debt financing for a Thai subsidiary of a Singaporean property firm in various acquisition and development projects in Thailand.
Thailand	<b><i>Cross Border Debt Financing Project</i></b>	<i>Export-Import Bank of Malaysia</i>	Advised and represented the Export-Import Bank of Malaysia in the following financing and security of property projects: a shopping plaza in Phuket, Thailand and a government housing subsidy construction project.
Thailand	<b><i>Bilateral Loan and Commercial Finance</i></b>	<i>Citibank</i>	Advised Citibank on various debt financing products including promissory notes, derivative products, commercial papers, and facilities agreements.
Thailand	<b><i>Banking and Investment Banking</i></b>	<i>Bank of Tokyo-Mitsubishi UFJ</i>	Advised Bank of Tokyo-Mitsubishi UFJ on Thai banking regulations and investment banking.

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Thailand	<b>Debt Settlement</b>	<i>HSBC</i>	Represented HSBC in various distressed debt dispositions and settlement.
Thailand	<b>Financing</b>	<i>Argyle Street Management Limited</i>	Advised and represented Argyle Street Management Limited as the lender for financing USD 20 million to a BVI company, drafted Thai law security documents, assisted on financial close, and prepared legal opinion.
Thailand	<b>Financing</b>	<i>Pioneer Hospitality Siam (GBR) Limited</i>	Advised and represented Pioneer Hospitality Siam (GBR) Limited as the borrower for their THB 1.245 million loan from a Thai commercial bank. DFDL reviewed and commented on the facilities agreement and the relevant security documents and assisted on the financial close of the project.
Thailand	<b>Financing</b>	<i>Kawa Solar Holdings Limited – Deutsche Bank</i>	Advised and represented Deutsche Bank on USD 60 million facilities to Kawa Solar Holdings Limited, drafted Thai law security documents, assisted on financial close, and drafted legal opinion.
Thailand	<b>Competitive Independent Power Solicitations</b>	<i>Thailand National Energy Policy Office</i>	Advised the Thailand National Energy Policy Office on the preparation of the EGAT IPP solicitation package and model power purchase agreement for competitive independent power solicitations.
Thailand	<b>Debt Instrument</b>	<i>Issuer and Underwriter</i>	Advised and represented both issuers and underwriters in debt financing and structured financing including THB 5 billion bond issuance by Mitsubishi Motors Corporation.
Thailand	<b>Debt Purchase</b>	<i>Cerberus</i>	Advised Cerberus in their purchase of THB 3.3 billion secured debt from Thai financial institutions in Sinn Bualuang PCL.
Thailand	<b>Debt Refinancing</b>	<i>Lenders and Borrowers</i>	Advised Thai shareholders of Thainox PCL in its debt refinancing and acquisition of shares from Arcelor (Luxembourg). Represented Natsteel (Singapore) in a refinancing of USD 22 million promissory note issued by the Thai Wah Group.

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Thailand	<b><i>Debt Restructure</i></b>	<i>Lenders and Bondholders</i>	Advised and represented both lenders and bondholders in the following debt restructuring: Robinson Department Store – refinance of THB 3 billion secured bonds and security; SVOA – THB 1.5 billion debt refinancing, inter-creditor and security; and shareholders in Praram III Land – debt restructuring of a condominium project.
Thailand	<b><i>Green Field Independent Power Project</i></b>	<i>Independent Power Company</i>	Served as project counsel for a 6,000MW hydropower plant in Myanmar, three hydropower projects in the Lao PDR, and a hydropower project in Cambodia. Responsible for the drafting and negotiation of all project documentation, including the joint venture agreements, shareholder agreements, tariff memorandum of understanding, the power purchase agreements, and all contractor arrangements, including the EPC and operation and maintenance agreements. Also intimately involved in the efforts of this company to develop additional gas fired combined cycle power plants in Thailand.
Thailand	<b><i>Independent Power Projects</i></b>	<i>Electricity Generating Authority of Thailand</i>	Lead legal adviser to the Electricity Generating Authority of Thailand from 1995 until 2000 regarding the commercial arrangements associated with power procurement from independent power projects.
Thailand	<b><i>Khanom Power Plant</i></b>	<i>EGCO</i>	Represented the EGCO regarding a THB 7.4 billion expansion of the Khanom Power Plant and the development in the Lao PDR of a 1,400MW lignite fired power plant.
Thailand	<b><i>Project Finance of Power Project</i></b>	<i>Syndicated Lenders</i>	Represented a syndication of lenders in project financing of Saha Cogen 122 MW Power Project in Sri Racha, Thailand. Represented the syndication in project financing of Amata Power Plant. Advised developers in a project financing of Thai Special Steel Industry PLC.
Thailand	<b><i>Project Finance of</i></b>	<i>Syndicated</i>	Extensively involved and advised syndicated

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	<b>Telecom Project</b>	<i>Lenders</i>	lenders in project documents, concession, project financing, and debt refinancing of TT&T – the concession operator of a Thai provincial fixed line telephone.
Thailand	<b>PTT - Debt Financing and Secured Transactions</b>	<i>PTT Public Company Limited</i>	<p>Advised PTT in restructuring and debt financing for its subsidiaries including a THB shareholders loan for National Fertilizer PCL and the structuring of floating charge concept of moving inventory pledge.</p> <p>Negotiated and advised PTT on debt financing and restructuring of Aromatics Thailand PCL. (ATC), Thai Olefins Co., Ltd., SPRC, RRC, and Thai Oils PCL.</p>
Thailand	<b>Takeover Rules</b>	<i>Mitsubishi UFJ Securities</i>	Advised on Thai takeover rules for SET listed companies and acquisitions of a consumer finance company, a car-leasing company, and a hotel.
Thailand	<b>The Cogeneration PCL</b>	<i>IFC</i>	Advised on Thai security laws in respect of project financing of The Cogeneration PCL.
Vietnam	<b>Legal Due Diligence – Potential co-financing from European Lenders</b>	<i>Lenders</i>	Assisted two European lenders in relation to a potential EUR 20 million financing of a European borrower who has a subsidiary in Vietnam. DFDL conducted the legal due diligence in relation to the target Vietnamese company and provided the lenders with recommendations for rectification actions.
Vietnam	<b>Loan Documentation – India Eximbank</b>	<i>Lender</i>	Advised India Eximbank on a loan to a foreign-invested company in Vietnam . DFDL drafted security agreements, reviewed a loan agreement and issued a legal opinion. The deal was under USD 10 million.
Vietnam	<b>Vinh Tan 2 Thermal Power Plant</b>	<i>Export-Import Bank of Vietnam</i>	Advised Eximbank on the financing of the 2x600MW Vinh Tan 2 Thermal Power Plant. The project is worth about USD 700 million.
Vietnam	<b>Financing of Quang Ninh</b>	<i>Export-Import</i>	Advised the Export-Import Bank of China on the



Country	Project	Client	Description of Project and DFDL's Involvement
	<b><i>II Thermal Power Plant No. II</i></b>	<i>Bank of China</i>	financing of Quang Ninh Thermal Power Plant No. II – a project of Electricity of Vietnam (loan of more than USD 400 million).
Vietnam	<b><i>Financing of Vinh Tan II Thermal Power Plant</i></b>	<i>Export-Import Bank of China</i>	Advised the Export-Import Bank of China on the financing of Vinh Tan II Thermal Power Plant Project – a project of the Electricity of Vietnam (loan of about USD 700 million).
Vietnam	<b><i>Security Documentation</i></b>	<i>Bank of Utah</i>	Advising the Bank of Utah on the mortgage of Boeing 787 Dreamliner components.
Vietnam	<b><i>Factoring – Payment Services</i></b>	<i>HSBC</i>	Advising HSBC on template documentation for receivables purchase and factoring products and relevant payment services.
Vietnam	<b><i>Trade and Payment Service Templates</i></b>	<i>Maybank</i>	Advising Maybank on template documentation for general trade and payment services.
Vietnam	<b><i>Banking Documents</i></b>	<i>Citibank</i>	Advising Citibank on template documentation for banking transactions (including inter-charge, debt collection, and payment services).
Vietnam	<b><i>Banking Documentation</i></b>	<i>JP Morgan</i>	Assistance on standard commercial banking documentation, including information disclosure, payment services, and data protection.
Vietnam	<b><i>Online Banking</i></b>	<i>The Royal Bank of Scotland PLC</i>	Advising the Royal Bank of Scotland PLC on their online banking services in Vietnam, including payment services and data protection.
Vietnam	<b><i>Bank Services</i></b>	<i>Spanish Bank</i>	Advised a Spanish bank in connection with regulatory issues for banking services in Vietnam.
Vietnam	<b><i>Bank M&amp;A</i></b>	<i>ANZ Bank</i>	Assisted ANZ Bank in its acquisition in 2007, and then its sale in 2014, of its 17.5% stake in Saigon Securities Incorporation, a leading securities company in Vietnam listed on the Ho Chi Minh Stock Exchange.

Country	Project	Client	Description of Project and DFDL's Involvement
Vietnam	<b>Bank M&amp;A</b>	<i>Mizuho</i>	Mizuho on its 15% equity investment in Vietcombank.
Vietnam	<b>Bank M&amp;A</b>	<i>Société Générale</i>	Société Générale in relation to their acquisition of a strategic interest in a South East Asia Bank.
Vietnam	<b>Equity Holding</b>	<i>HSBC</i>	Assisted in the equity holding of HSBC in Techcombank.
Vietnam	<b>Vinh Tan 4 Thermal Power Plant</b>	<i>Korean Lenders</i>	Advised a group of Korean Lenders in relation to the financing of a power plant (2 x 600 MW) developed by Electricity of Vietnam. Assistance included revision of a loan agreement, government guarantee, and issuance of legal opinion. Project Value: USD 900 million.
Vietnam	<b>Private Equity Investment</b>	<i>Deutsche Bank</i>	Assisted Deutsche Bank in relation to various proprietary investments in Vietnam.
Vietnam	<b>Investment and Divestment in Listed Banks</b>	<i>IFC</i>	Assisted a client in investment and divestment in Asia Commercial Bank and Sacombank.
Vietnam	<b>Construction of Dung Quat Refinery</b>	<i>BNP-Paribas Tokyo</i>	Advised BNP-Paribas Tokyo as lender in a USD 300 million NEXI-insured loan to the Ministry of Finance of Vietnam, on lending to PetroVietnam for construction of the Dung Quat Refinery.
Vietnam	<b>Financing of a Floating Platform in Vietnam</b>	<i>Sumitomo Mitsui Banking Corporation</i>	Financing of a floating oil and gas platform in Vietnam. The deal values at over USD 300 million.
Vietnam	<b>Loan Documentation – Mining Project</b>	<i>Lender</i>	Advising a Canadian lender on providing a loan to a mining company in Vietnam. The deal is worth approximately USD 7 million.

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Vietnam	<b><i>Loan Documentation – Power Project</i></b>	<i>Lender</i>	Advising a group of Korean lenders to provide a loan to a state-owned Power Company in Vietnam (approximately USD 995 million).
Vietnam	<b><i>Loan Documentation – IFC</i></b>	<i>Lender</i>	Advising IFC regarding a large loan to a foreign-invested company in Vietnam. DFDL was responsible for drafting security agreements, reviewing a loan agreement and issuance of legal opinion. The deal was approximately USD 20 million.
Vietnam	<b><i>Loan Documentation – German Credit Institution</i></b>	<i>Lender</i>	Advising a German credit institution to provide a senior unsecured loan of more than USD 30 million to a local bank.
Vietnam	<b><i>Loan Documentation – Norwegian Credit Institution</i></b>	<i>Lender</i>	Advising a Norwegian credit institution to provide a senior unsecured loan of more than USD 10 million to a local bank.
Vietnam	<b><i>Credit Documentation – AFD</i></b>	<i>Lender</i>	Advising AFD in respect of a credit facility agreement and a subvention agreement signed with Vietnamese government agencies.
Vietnam	<b><i>Loan Documentation – AFD</i></b>	<i>Lender</i>	Advising AFD in respect of a large loan to a state-owned electricity corporation in Vietnam – Hydropower project. DFDL drafted security agreements and issued legal opinion. The deal was about USD 100 million.
Vietnam	<b><i>Loan Documentation – Proparco</i></b>	<i>Lender</i>	Advising Proparco to provide two senior unsecured loans of USD 20 million and USD 15 million to two local banks.
Vietnam	<b><i>Loan Documentation – Chinese Bank</i></b>	<i>Lender</i>	Advising CDB to provide a cross-border loan to a state-owned company to build a power plant (USD 300 million).

Country	Project	Client	Description of Project and DFDL's Involvement
Vietnam	<b><i>Loan Documentation – Chinese Banks</i></b>	<i>Lenders</i>	Advising CDB to provide a cross-border loan to a state-owned telecom company to develop the telecom network (USD 60 million).
Vietnam	<b><i>Loan Documentation – Chinese Bank</i></b>	<i>Lender</i>	Advising two major Chinese banks to provide a cross-border loan to a state-owned company to build a power plant (USD 400 million).
Vietnam	<b><i>Loan Documentation – Chinese Banks</i></b>	<i>Lenders</i>	Advising CDB to provide a cross-border loan to a state-owned company to build a maritime port (USD 180 million).
Vietnam	<b><i>Loan Documentation – Chinese Bank</i></b>	<i>Lender</i>	Advising a major Chinese bank to provide a cross-border loan to a state-owned shipbuilding company (USD 100 million).
Vietnam	<b><i>Loan Documentation – Chinese Bank</i></b>	<i>Lender</i>	Advising a major Chinese bank to provide a cross-border loan to a Vietnamese cement company (USD 80 million).
Vietnam	<b><i>Loan Documentation – Chinese Bank</i></b>	<i>Lender</i>	Advising CDB to provide a cross-border loan to a state-owned company to build a power plant (USD 300 million).
Vietnam	<b><i>Loan Documentation – Chinese Bank</i></b>	<i>Lender</i>	Advising CDB to provide a cross-border loan to a Vietnamese company to build a power plant (USD 692 million).
Vietnam	<b><i>Loan Documentation – Chinese Banks</i></b>	<i>Lenders</i>	Advising CDB to provide a cross-border loan to a state-owned telecom company to develop a telecommunications network (USD 60 million).
Vietnam	<b><i>Mining Company</i></b>	<i>Lender</i>	Advising CDB in the provision of a loan (approximately USD 20 million) to a mining project in Vietnam.
Vietnam	<b><i>Loan Documentation – Italian Bank</i></b>	<i>Lender</i>	Advising a leading Italian bank to provide a senior unsecured loan of USD 100 million to a state-owned bank in Vietnam.

Country	Project	Client	Description of Project and DFDL's Involvement
Vietnam	<b><i>Loan Documentation – Chinese Bank</i></b>	<i>Lender</i>	Advising a major Chinese bank to provide a cross-border loan to a Vietnamese telecom company (USD 50 million).
Vietnam	<b><i>Loan Documentation – Belgian Investment Company</i></b>	<i>Lender</i>	Advising a lender with respect to a loan agreement for compliance with applicable laws, decrees, and circulars issued by relevant governmental authorities of Vietnam; issuing a legal opinion with respect to: (1) the conformity of the loan agreement with such applicable laws, decrees, and circulars; (2) identification of all governmental approvals, permits and/or licenses in relation to the performance of the parties' obligations under the loan agreement; and (3) the validity and enforceability of the alternative dispute resolution provisions of the loan agreement.
Vietnam	<b><i>Fortis Bank-ABN Amro Bank</i></b>	<i>Lender</i>	Acting as legal counsel for a lender on two financings of commodities secured by rolling stocks of the commodities. Full structuring and drafting of the security package and perfecting the security agreements.
Vietnam	<b><i>Bank Financing</i></b>	<i>Lender</i>	Advising a French bank on granting finance to PetroVietnam (a loan of more than USD 10 million). Responsible for reviewing the facility agreement, completing a due diligence on the borrower's status, and checking the completion of pre-conditions and issuing legal opinions.