

Adviser Profile



Name: Kristy Newby
Position: Managing Director, Lao PDR
Location: Vientiane, Lao PDR
Experience: 16 years
Nationality: Australian

Curriculum Vitae

Memberships:

Admitted as a legal practitioner of the Supreme Court of Queensland
Admitted as a legal practitioner of the High Court of Australia
Member of the Queensland Law Society

Key Qualifications:

Kristy has 16 years' experience practicing as a solicitor in the Lao PDR, Vietnam and Australia. In both Laos and Vietnam, Kristy has advised private and public companies, financial institutions and investors on corporate and commercial matters, with a particular focus on mergers and acquisitions and foreign direct investment. In the Lao PDR, Kristy has also focused on project finance deals, advising sponsors and lenders on a number of high profile domestic and cross-border power projects. Additionally, Kristy has substantial experience advising potential investors, existing operators and regulatory authorities in the mining sectors in the Mekong region.

Kristy is recognized in Laos as a "Leading Individual" in Legal 500 (Asia Pacific), a "Market-Leading Lawyer" in AsiaLaw Profiles and a "Band 2 Practitioner" in Chambers Asia Pacific.

Kristy is currently President of the Australian Chamber Commerce in Laos.

Education:

- 2008 – Masters of Laws (Mineral Law and Policy) (Distinction), University of Dundee, Scotland, Centre for Energy, Petroleum and Mineral Law and Policy. Rio Tinto NTRB Scholarship
- 2004 – Graduate Diploma of Legal Practice, Skills and Ethics, Griffith University, Queensland, Australia
- 2003 – Bachelor of Laws (Honours), University of Queensland, Queensland, Australia
- 2003 – Bachelor of Arts (Anthropology), University of Queensland, Queensland, Australia

Employment Record:

- DFDL**, Vientiane, Lao PDR (July 2016 - Present)
Managing Director

- **DFDL,**
 Hanoi, Vietnam (June 2014 – July 2016)
 Vientiane, Lao PDR (Jan 2010 – May 2014)
Senior Associate
 Areas of practice include corporate and commercial, M&A, energy and major projects.
- **Queensland Native Title Services LTD,** Brisbane, Australia (Nov 2007 – Jan 2010)
Senior Legal Officer
 Areas of practice included Federal Court litigation, National Native Title Tribunal mediation and negotiation with various stakeholders including mining, exploration, pastoralists and government.
- **Minter Ellison Lawyers,** Brisbane, Australia (Jan 2004 – Aug 2006)
Solicitor, Resources, Energy and Major Projects
 Areas of practice included native title and cultural heritage, and energy and major projects.

Details of Major Projects Undertaken

Technical Assistance	
United Nations Capital Development Fund Assisting the UNCDF is assessing the legal environment for potential infrastructure development projects including debt and equity financing, as well as public private partnerships.	2017
BGR (Federal Institute for Geosciences and Natural Resources) Prepared a comprehensive revision of the Law on Minerals in the Lao PDR, based on detailed analysis of the existing regulatory environment and best practices in the mining sector from across the region. Report included full review of all relevant mining laws and regulations in the Lao PDR, as well as equivalents in Indonesia and Australia in order to assess the inconsistencies and effectiveness in light of policy objectives. Recommendations provided before implementation into the draft law, then finalized after further consultation.	2017
Ministry of Industry and Commerce / World Bank Provided detailed analysis of over 100 Lao PDR regulations pertaining to investment in trade in services, to be used to advise foreign investors through the Online Trade in Services Portal.	2017
Ministry of Industry and Commerce / World Bank Provide a comprehensive review of all legal instruments applicable to trade in services in Lao PDR, as a legal foundation for the development of the Online Trade in Services Portal.	2016
GAF AG/ World Bank Part of World Bank technical assistance for capacity building in the hydropower and mining sectors. Assisted via (i) review of baseline analysis of existing regulatory environment for the mining sector; (ii) reviewing and revising draft regulation on Mine Closure and Rehabilitation; and (iii) reviewing and revising draft regulation on Mines Safety and Inspection.	2014
Asian Development Bank Assisted in the: (i) collection of data and identification of legal and institutional barriers to effective regulation of the energy and water sectors in the Greater Mekong sub-region; (ii) formulation of recommendations for enhancing regulatory effectiveness in the energy and water sectors in the Lao PDR; (iii) preparation of report.	2010
Mining	
Phu Bia Mining Limited Advisers for major mining project. Phu Bia is the Lao-registered subsidiary of PanAust which has a large copper and gold operation in Central Laos.	2010 – ongoing
Lang Xang Minerals Limited Advisers for major mining project. LXML is the Lao-registered entity of the Minmetals Group and has a large copper and gold operation in Southern Laos.	2010 – ongoing
Dominion Metals Pty Ltd.	2010 – 2012

Drafted and negotiated exploration concession agreement and assisted with company establishment for Lao operating entity. Providing ongoing corporate and regulatory assistance. Dominion Metals Pty Ltd is a subsidiary of Kingsgate Consolidated Limited, listed on the ASX.

Australian and Canadian Investors **2014 – ongoing**

Advising foreign investors with respect to asset acquisition, including undertaking legal due diligence, general Lao law advice, company establishment, advising on transaction structure, and drafting transaction and corporate documents.

TSX Listed Company **2015**

Advising company on export and tax issues in Vietnam.

American Investor **2012 – 2014**

Undertook corporate and regulatory due diligence on existing Lao exploration entity and thereafter provided corporate and licensing advice.

Minmetals Resources Limited **2010**

Lao counsel on the acquisition of Album Resources Private Limited by Minmetals Resources Limited. The deal value was USD 1.846 billion.

Lao Kaiyuan Potash Mine **2012**

Acted as local counsel to underwriters (Deutsche Bank) in relation to secured bond financing of potash mining project. Scope of work included project due diligence, review of project documents, preparation of local security documents, review of finance documents and prospectus, closing assistance and legal opinion.

Lao Kaiyuan Potash Mine **2010**

Acted as Lao counsel in relation to capital raising for shareholders of Lao mining company. Role included due diligence, general transactional advice and drafting transaction documents.

M&A

MMG Limited **2018**

Served as Lao PDR transaction counsel for the sale of equity interest in MMG Laos Holdings Limited to Chifeng Jilong Gold Mining Co., Limited for US\$275 million. MMG Laos holds 90% of the issued shares in the capital of Lane Xang Minerals Limited which is the owner of the Sepon mine. The transaction continued DFDL's role as the lead advisor in the mining sector in the Lao PDR and is the culmination of 10 years' worth of work as DFDL has advised MMG since its acquisition of the asset in 2008.

Vietnam Dairy Products JSC (Vinamilk) **2018**

Lead counsel in the equity acquisition of a majority stake in a concessionary dairy company in the Lao PDR. Assisted in all steps of the transaction, from due diligence through negotiation and close.

New Forests Tropical Forests Fund **2016 -2017**

Lead counsel on the offshore acquisition of a majority stake in a concessionary tree plantation company in the Lao PDR. Assisted in all steps of the transaction, from due diligence through negotiation and financial close.

Emerging Markets Asia **2017**

As one of few PE players in the M&A market in Laos, the return to the market by EMIA shows the opportunity for growth that investors see. With two transactions in 2017, Bluegrass and Icare, DFDL played the lead role in both matters handling due diligence and transaction documentation for the two transactions.

Private Equity Investor **2015**

Advised investor with respect to Vietnamese law aspects of acquisition of an education provider with assets in Vietnam. Scope of work includes due diligence, advice on transaction structure, review of transaction documents and post-closing advice.

American Media Group **2015**

Advised investor with respect to Vietnamese law aspects of acquisition of target company. Scope of work includes due diligence, advice on transaction structure and drafting transaction documents.

Australian Investor **2011 – 2012**

Advised foreign investor with respect to share acquisition of a Lao exploration company including undertaking legal due diligence, general Lao law advice, advising on transaction structure and drafting transaction documents.

Hong Kong Investor **2012**

Advised foreign investor with respect to share acquisition of a Lao exploration company, including undertaking legal and corporate due diligence, general Lao law legal and tax advice, advising on transaction structure, and drafting transaction documents.

Canadian Investor **2012**

Advised foreign investor with respect to share acquisition of a Lao exploration company, including undertaking legal due diligence, general Lao law advice, advising on transaction structure, and drafting transaction documents.

Nam Theun 2 Lenders **2010**

Assisted Lenders consortium during share transfer process and amendments to security interests.

Cambodian Lao Development Fund **2010**

Advised CLDF on acquisition of stake in Lao internet service provider (Planet Computers), including conducting due diligence of the Lao target company and preparing all transaction documentation relating to share transfer.

Project Financing

Nam Ngiep 1 HPP **2011 – 2015**

Lead team member advising project company on all Lao law aspects of a 290MW hydropower project. Scope of work as local counsel includes assisting with the negotiation and drafting of the concession agreement and land lease agreement, review of main project and financing documents, corporate matters, advising on government approvals and exemptions, advice on and preparation of Lao law security package and closing assistance. Project value: USD 900 million.

Xe Pian Xe Namnoy HPP **2011 – ongoing**

Lead team member advising project company on all Lao law aspects of a 400MW hydropower project. Scope of work as local counsel include\ed assisting with the negotiation and drafting of the concession agreement and land lease agreement, review of main project and financing documents, corporate matters, advising on government approvals and exemptions, advice on and preparation of Lao law security package and closing assistance. Project value: USD 1 billion.

Yayaburi HPP – 2012 Asian Mena Counsel Deal of the Year **2011 – 2012**

Key team member advising lenders in relation to a 1,285MW hydropower project. Scope of work included review of main project documents, due diligence, advice on and preparation of Lao law security package and closing assistance. Project value: USD 2 billion.

Hongsa Lignite Power Project – 2011 ALB Project Finance of the Year **2010**

Key team member advising Thai Lenders consortium on all Lao law aspects of lignite mine-mouth power project financing. Scope of work as local counsel included review of all project and finance documents, due diligence, review of government approvals and exemptions, drafting Lao law security documents and closing assistance. Project value: USD 3.5 billion.

Capital Raising

Taipei Exchange Listing **2016**

Acting as counsel on matters of Vietnamese law in respect of listing on the Taipei Exchange of an entity which includes a wholly-owned Vietnamese subsidiary. Role includes conducting due diligence, reviewing admission documents and providing legal opinion.

Stock Exchange of Thailand Listing **2015**

Acting as counsel on matters of Vietnamese law in respect of listing on the SET of an entity which includes a Vietnamese subsidiary. Role includes conducting due diligence, reviewing admission documents and providing legal opinion.

ASX Listing **2015**

Acting as counsel on matters of Vietnamese law in respect of listing on ASX of an entity which includes a wholly-owned Vietnamese subsidiary. Role includes conducting due diligence, reviewing admission documents and providing legal opinion.

MySQUAR Limited

2015

Acted as counsel to MySQUAR on matters of Vietnamese law in respect of its wholly-owned Vietnamese subsidiary for its listing on the AIM market of the LSX. Role included conducting due diligence, reviewing admission documents and providing legal opinion.

Hoang Ahn Gai Lai Group

2010 – 2011

Acted as Lao counsel to the issuer, HAGL Group, in relation to a USD 90 million capital raising through the issuance of convertible bonds on the Singapore Stock Exchange. Role included conducting due diligence, providing Lao law advice, and reviewing and revising key transaction documentation.

Temasek Holding Pte. Ltd.

2011 – 2014

Acted for the Temasek Group as Lao counsel in relation to the USD 55 million capital raising through the issuance of convertible bonds by the HAGL Group. Role includes conducting due diligence, providing Lao law advice, and reviewing and revising key transaction documentation.

Lao Kaiyuan Potash Mine

2012

Acted as local counsel to underwriters (Deutsche Bank) in relation to secured bond financing of potash mining project. Scope of work included project due diligence, review of project documents, preparation of local security documents, review of finance documents and prospectus, closing assistance and legal opinion.

Lao Kaiyuan Potash Mine

2010

Acted as Lao counsel in relation to capital raising for shareholders of Lao mining company. Role included due diligence, general transactional advice and drafting transaction documents.

Language:

	Speaking	Reading	Writing
English	Excellent	Excellent	Excellent
Lao	Basic	Nil	Nil

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