

DEAL LIST: FOCUS ON TECHNOLOGY, MEDIA AND TELECOMMUNICATIONS

REGIONAL DEAL LIST – FOCUS ON TECHNOLOGY, MEDIA AND TELECOMMUNICATIONS

DFDL and/or the lawyers working with DFDL have the following experience:

Country	Project	Client	Description of project and DFDL's involvement
Afghanistan	Telecommunications VSAT Bandwidth	<i>Roshan Telecom</i>	Advised Roshan Telecom for the acquisition of VSAT bandwidth and transponders for providing telecommunication services across Afghanistan.
Bangladesh	Global Telecommunication Equipment Company	<i>Deployment of Telecom Equipment Regulatory Advice</i>	Advising a global telecommunication equipment company on certain aspects of the telecommunications regulatory regime in Bangladesh in relation to deploying certain telecommunication equipment across the country as a part of a larger project where such equipment is being deployed in 52 countries.
Bangladesh	Telecommunications	<i>Warid Telecom Bangladesh</i>	Advised on the vendor contract for the procurement and deployment of the GSM nation-wide telecommunication network in Bangladesh.
Bangladesh	Telecommunications	<i>Global Telecommunication Company</i>	Advised a global telecommunications equipment company on the telecommunication regulatory regime in Bangladesh.
Bangladesh	Telecom Company Refinancing	<i>Pacific Bangladesh Telecom Limited</i>	Advised on the third round refinancing of Pacific Bangladesh Telecom Limited.
Cambodia	Leverage Buy-Out – Largest Telecom Operator	<i>Borrower</i>	Acted, on the legal and tax side, for the borrower on the largest private financing in Cambodia for the purchase of a majority stake of the largest telecom operator in Cambodia, Mobitel. The leverage buy-out financed by a USD 421M financing by ANZ Bank, Standard Bank and Hedge Funds was completed in November 2009. Voted as the “Asia Deal of the Year” by Telecom Finance magazine – the industry standards magazine.
Cambodia	Telecom Acquisition	<i>Bidder</i>	Represented bidder on intended acquisition of leading telecommunication service provider. Provide advice on Cambodian law and conduct due diligence on target company. (2009)
Cambodia	Operational Advice	<i>Research in Motion</i>	Advised Research in Motion on matters related to setting up operations in Cambodia, protection of IP's and agreements with service operators.
Cambodia	Telecom Acquisition	<i>Bidder</i>	Advised foreign bidder on intended acquisition of leading telecommunication service provider. Provide advice on Cambodian law and conduct due diligence on target company.
Cambodia	Financing expansion of	<i>DEG</i>	Provision of legal opinion on the legality and security of the loan facility under Cambodian law and

Country	Project	Client	Description of project and DFDL's involvement
	Telecommunication facility		practice. Provided legal documentation required for the implementation of the facility which included documents such as: Share Pledge Agreement; Conditional Assignment of Share Agreement; and Corporate and Personal Guarantee.
Cambodia	Financing of Telecom Company	<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 rank at least pari passu with other lenders of the telecom company.
Cambodia	Telecom Acquisition	<i>Axiata (buyer)</i>	Acquisition of majority interest in major telecommunication operator. Advice on all aspects of acquisition. Review and revised acquisition agreements.
Cambodia	Operational Advice	<i>Big four accounting firm</i>	Conducted Tax Due Diligence of telecommunications company.
Cambodia	Operational	<i>Telecommunication company</i>	Advised on withholding taxes.
Cambodia	Telecommunications Merger & Acquisition	<i>Ezecom</i>	Advised on the acquisition of a major telecommunication operator offering international connectivity and fiber optic links in Cambodia.
Cambodia	Acquisition of Telecommunication Provider	<i>ST Telemedia</i>	Advised on all aspects of client's purchase of a 49% equity stake in the telecommunication business of Shinawatra International in Cambodia, including due diligence on target company, review and review relevant documentation, review and managing conditions precedent. DFDL awarded "2007 Deal of Year" from Asian Counsel for this transaction.
Cambodia	Telecommunications Merger & Acquisition	<i>Telekom Indonesia</i>	Advised Telekom Indonesia on acquisition of majority shareholding in CamGSM, the leading telecommunication service provider in Cambodia.
Cambodia	Telecommunication Financing	<i>PROPARCO</i>	Acted for a French bi-lateral financing agency, in relation to the financing of a telecommunication project. (USD 10M loan)
Cambodia	Loan Documentation –Chinese Bank	<i>Lender</i>	Advising a major Chinese bank to provide a cross-border loan to a Cambodia telecom company. (USD 25M)
Cambodia	Telecommunications-Structured Finance	<i>China Development Bank</i>	Advised on a USD 400M term loan facility for Xinwei Ltd., the first 4G telecommunication operator in Cambodia.
Cambodia	Telecom Acquisition	<i>Buyer</i>	Advised foreign bidder on acquisition of majority shareholding in a leading telecommunication service provider in Cambodia. Provide advice on Cambodian law and conduct due diligence on target company.

Country	Project	Client	Description of project and DFDL's involvement
Cambodia	Telecommunications Operational Advice	<i>Spice Mobile</i>	Advised on matters related to offering VAS and content services and setting up a distributor arrangement in Cambodia.
Cambodia	Telecom Acquisition	<i>Seller</i>	Advised local shareholding on sale of majority of their shareholding in a leading telecommunication service provider. Provide advice on Cambodian law matters.
Cambodia	Telecoms Tower Leasing	<i>Independent Towers, LLC</i>	Advising Independent Towers LLC on all aspects of its proposed telecommunications tower leasing business in Cambodia (on going).
Cambodia BU	CDB-Xinwei Loan Transaction	<i>China Development Bank</i>	DFDL advised and structured an RMB 3B (approximately USD 477M) Multicurrency Term Loan Facility from China Development Bank to Xinwei (Cambodia) Telecom Co., Ltd. for Cambodia's first nationwide 4G telecommunications network deployment. The collateral for the facility included the telecommunication licenses, the radio frequency spectrum and all current and future assets of the company including the 4G network to be deployed across Cambodia. We understand that this was also the first project under the 'Nei Bao Wai Dai' structure in Cambodia.
Cambodia BU	Financing and Refinancing	<i>Bank of China & CamGSM</i>	DFDL worked on both financing of the purchase by largest Cambodian telecom operator of Huawei telecommunication equipment and refinancing of the outstanding amounts under existing debt owed by the same Cambodian telecom operator to Standard Bank. DFDL played a local council role, on both sides (Borrower and Lender) of the transaction under now well-tested Chinese Wall arrangements.
Cambodia BU	Representation of Telecom Financing	<i>White and Case</i>	China Development Bank HK representation on Telecom financing Cambodian Counsel Proposal
Cambodia, Laos and Vietnam	Telecommunications Operational Advice	<i>Tata Communications International</i>	Advised on matters related to offering international connectivity services in different parts of South East Asia, including Cambodia and Laos.
Congo	Telecommunications	<i>Warid Telecom Congo</i>	Advised on the vendor contract for the procurement and deployment of the GSM nation-wide telecommunication network in Congo.
Georgia	Telecommunications License Acquisition	<i>Warid Telecom Limited</i>	As head of Legal, procured telecommunication licenses for Warid Telecom Georgia for fixed and mobile data services in Georgia.
India	Telecom Equipment Financing	<i>Toronto Dominion Bank</i>	Advised Toronto Dominion Bank on the financing of USD 55M of telecommunications equipment in India.
India, Malaysia and Indonesia	Telecommunications investments	<i>MediaOne (now part of AT&T Wireless)</i>	Advised MediaOne (now part of AT&T Wireless) on its telecommunications investments in India, Malaysia and Indonesia including advising on all aspects of

Country	Project	Client	Description of project and DFDL's involvement
			their joint venture, shareholder, corporate and commercial agreements and related financing agreements.
Indonesia	Telecommunications investment	<i>MediaOne (now part of AT&T Wireless)</i>	Advised MediaOne (now part of AT&T Wireless) on its telecommunications investments in India, Malaysia and Indonesia including advising on all aspects of their joint venture, shareholder, corporate and commercial agreements and related financing agreements.
Laos	Major Lao Telecom Operator	<i>Buyer</i>	Acted for purchaser of 78% interest in major Lao telecommunications operator, conducted due diligence, provided Lao law advice, and reviewed and revised key documentation.
Laos	Telecom Acquisition	<i>ST Telemedia</i>	Advised on all aspects of clients purchase of a 49% equity stake in the telecommunication business of Shinawatra International in Laos, including due diligence on target company, review and review relevant documentation, review and managing conditions precedent. DFDL awarded "2007 Deal of Year" from Asian Counsel for this transaction.
Laos	Major Lao Telecom Operator	<i>Millicom International</i>	Advised foreign shareholder in relation to the sale of 78% of shares in Millicom Lao to purchaser.
Laos	Sale of Internet Service Provider	<i>CLDF</i>	Advised purchaser on acquisition of 35% stake in Lao internet service provider, including conducting due diligence of the Lao company and preparing share transfer documentation (USD 1.5M Investment).
Laos	Sale of Internet Service Provider	<i>Planet Online</i>	Advised seller on all aspects of the sale of 35% of shares in the company, including preparing share transfer documentation (USD 1.5M Investment).
Laos BU	Major Lao Telecom Operator - Acquisition	<i>VimpelCom</i>	Acted for purchaser of 78% interest in major Lao telecommunications operator, conducted due diligence, drafted various transaction documents, provided Lao law advice, and reviewed and revised key documentation. (2009 – USD 88M Investment)
Myanmar BU	Joint venture	<i>International Technology Firm</i>	Advice and agreement drafting on all aspects of a joint venture for a server housing project.
Myanmar	Regulatory compliance advice	<i>Western Union</i>	Advised on various legal aspects and regulatory compliance relating to a world-wide company.
Pakistan	Telecommunications - Financing	<i>Wateen Telecom</i>	Advised Wateen Telecom Ltd. on a syndicated term finance facility of PKR 5B from a syndicate comprising Standard Chartered Bank, Habib Bank, Bank Al-Habib, National Bank, Pak Libya Holdings, Arif Habib Rupali Bank, Askari Commercial Bank, Soneri Bank, Pak Brunei and Bank of Khyber.

Country	Project	Client	Description of project and DFDL's involvement
Pakistan	Telecommunications-Financing	<i>Wateen Telecom</i>	Advised Wateen Telecom Ltd. on a vendor financing from Motorola Credit Corporation of USD 65M for the funding of a nationwide WiMAX network.
Pakistan	Telecommunications IPO	<i>Wateen Telecom</i>	Advised Wateen Telecom Ltd. on its PKR 2B initial public offering simultaneously on the Karachi, Lahore and Islamabad stock exchanges
Pakistan	Cross Border Telecom Receivables Securitization	<i>Citibank, N.A. and ABN AMRO Bank N.V.</i>	Advised Citibank, N.A. and ABN AMRO Bank N.V. on a USD 250M cross border future flow securitization of telecom receivables originated by Pakistan Telecommunications Company.
Pakistan	Telecommunications IRU	<i>Wateen Telecom</i>	Advised on Pakistan's first two Indefeasible Right to Use (IRU) transactions for a 10,000 km nation-wide fiber optic cable network across Pakistan (combined value of around USD 50M).
Pakistan	Telecommunications-Structured Finance	<i>Wateen Telecom</i>	Advised Wateen Telecom Ltd. on term finance facility of USD 42.3M from Standard Chartered Bank duly secured from the Export Credits Guarantee Department of UK.
Pakistan and Netherlands	Telecommunications financing	<i>ABN AMRO</i>	Advised ABN AMRO, Karachi on guarantee and indemnity arrangements supporting a telecommunications financing in Pakistan and the subsequent refinancing.
Qatar	Telecommunications License Acquisition	<i>International Telecom Operator</i>	Advised and led the bid for acquiring a fixed line telecom license in Qatar.
Singapore and Germany	An Asian Media Fund	<i>Lenders</i>	Advised the underlying commercial contract counterparty and the lenders on all aspects of a Euros 20M cross border syndicated convertible term loan facility and security arrangements.
Thailand	Project Finance of Telecom Project	<i>Syndicated Lenders</i>	Extensively involved and advised syndicated lenders in the project documents, concession, project financing and debt refinancing of TT&T – the concession operator of Thai provincial fixed line telephone.
Thailand	Telecommunications agreements	<i>Portalnet Ltd</i>	Represented Thai telecommunications service provider (Portalnet Ltd.) in drafting and negotiating international telecommunications consortium agreements, computer hardware supply and service agreements, and computer software license agreements with major U.S. and European computer hardware and software companies.
Thailand BU	Thai Tax Structuring	<i>Optus Telecommunication Business License in Thailand. (SingTel Optus Pty. Ltd)</i>	DFDL worked on the corporate tax structuring and planning and Value Added Tax (VAT) advice for a proposed investment in Thailand; and advising on operational tax implications for operating a telecommunication business in Thailand.

Country	Project	Client	Description of project and DFDL's involvement
Uganda	Telecommunications- Corporate Management	<i>Warid Telecom Uganda</i>	Advised on a network operation agreement for running and managing the operations of a GSM network in Uganda
Vietnam	Loan Documentation –Chinese Bank	<i>Lender</i>	Advising a major Chinese bank to provide a cross-border loan to a Vietnamese telecom company. (USD 50M)
Vietnam	Satellite Acquisition	<i>EADS-Astrium</i>	Involved in the drafting and negotiation of the contractual documentation in relation to the supply of an Earth observation satellite to the government of Vietnam. - Advised on highly complex international public law aspects of the transaction and on all tax aspects of the project.
Vietnam	Magazine Launch	<i>Hachette Filipacchi Press</i>	Advised on the launching of the Vietnamese edition of ELLE magazine, including advising on all IP related aspects.
Vietnam	TV Broadcasting Joint Venture	<i>VSTV</i>	Assisted VSTV in a satellite TV broadcasting joint-venture between Vietnam TV and Canal + for the development of their distribution network in Vietnam.
Vietnam	Operational Advice	<i>Research In Motion (RIM)</i>	Advised “Research in Motion” (RIM) for the licensing distribution and consumer protection aspects of the sale and distribution of Blackberry cellphones in Vietnam.
Vietnam BU	International loan	<i>NORFUND - The Norwegian Investment Fund For Developing Countries Technological And Commercial Joint Stock Bank (TECHCOMBANK)</i>	DFDL assisted NORFUND in a USD 15M cross boarder loan to Techcombank,
Vietnam BU	Regulatory advice	<i>Major international online FX and trading services provider based in Cyprus</i>	Assisted a major international online FX and trading services provider, in the review and implementation of the options available to offer services to Vietnamese customers and setting up presence in Ho Chi Minh City.
Vietnam BU	Regulatory advice	<i>Transaction Network Services</i>	Advised Transaction Network Services (TNS), the Australia-based major international hosted payment-processing services providers, in relation to proposed services to Vietnamese e-commerce sites and providers.
Vietnam BU	Restructuring and regulatory advice	<i>Westcon</i>	Assisted Westcon, a global value-added distributor of category-leading unified communications, network infrastructure, data center and security solutions, in the reorganization of its operations in Vietnam

Country	Project	Client	Description of project and DFDL's involvement
			including setting up Weston's 100% subsidiary in Vietnam.
Vietnam BU	Market entry and regulatory advice	<i>Hutchison Telecommunications</i>	Assisted Hutchison Telecommunications Hong Kong Holdings Limited in relation to the proposed setting up of a subsidiary to provide certain added value services (IPLC, IPVPN, dedicated internet access and IP transit services) in Vietnam
Vietnam BU	New ventures in Vietnam	<i>Hutchison Telecommunications</i>	DFDL assisted Hutchison Telecommunications Hong Kong Holdings Limited in relation to the proposed setting up of a subsidiary to provide IPLC, IPVPN, dedicated internet access and IP transit services in Vietnam.
Vietnam BU	Financing and Refinancing of Purchase of Telecommunication Equipment	<i>Bank of China & CamGSM</i>	Financing of the purchase by large telecom operator of Huawei telecommunication equipment and refinancing of the outstanding amounts under existing debt owed by the same telecom operator to Standard Bank. DFDL worked on both sides as local counsel (Borrower and Lender) of the transaction under now well-tested Chinese Wall arrangements
	Aural	<i>CamGSM Co., Ltd.</i>	Legal Advice: Aural.
	Telecommunication Financing	<i>PROPARCO</i>	Amendment of Facility Agreement
	Aural	<i>TII</i>	Aural Outside SOW Acquisition of shares in a telecom company.