

Adviser Profile



Name: Kristy Newby

Position: Deputy Managing Director, Lao PDR

Location: Vientiane, Lao PDR

Experience: 12 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

Summary:

Kristy is a Deputy Managing Director of DFDL Lao PDR and is the Head of the Regional Mining Division for the firm. Kristy has more than 10 years' experience practicing as a solicitor in Australia, the Lao PDR and Vietnam. For the last five years, Kristy has focused on project financing in the Lao PDR advising both sponsors and lenders on a number of high profile power projects including Nam Ngiep 1, Xe Pian Xe Namnoy (*2014 Asian-MENA Counsel Deal of the Year and 2014 The Asian Lawyer's Emerging Markets Awards Project Finance Deal of the Year*), Xayaburi HPP (*2012 Asian-MENA Counsel Deal of the Year*) and Hongsa Lignite Power Project (*2011 ALB Project Finance Deal of the Year*). Kristy has substantial experience advising potential investors, existing operators and regulatory authorities in the mining sectors in the Mekong region. In Vietnam, Kristy advised private and public companies, financial institutions and investors on corporate and commercial matters, with a particular focus on mergers and acquisitions and foreign investment into Vietnam.

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 Chevening 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**
Deputy Managing Director (Present)
Managing Director (Effective 1 Aug 2016)
 Direct the activities and productivity of the entire DFDL Lao PDR.

- **DFDL,**
Hanoi, Vietnam
Vientiane, Lao PDR
Senior Associate
Areas of practice include corporate and commercial, M&A, project finance, and energy and major projects.

(Jun 2014 – 1 Aug 2016)
(Jan 2010 – May 2014)
- **Queensland Native Title Services LTD,** Brisbane, Australia
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.

(Nov 2007 – Jan 2010)
- **Minter Ellison Lawyers,** Brisbane, Australia
Solicitor, Resources, Energy and Major Projects
Areas of practice included native title and cultural heritage, and energy and major projects.

(Jan 2004 – Aug 2006)

Details of Recent Major Projects and Matters:

Focus on Various Sector

Project Financing

Xe Katam HPP **2015 – ongoing**
Lead team member advising sponsors on all Lao law aspects of a 60MW hydropower project. Current scope of work as local counsel includes assisting in the negotiation and drafting of the concession agreement, power purchase agreement and land lease agreement and advising on construction contracts.

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: 900M.

Xe Pian Xe Namnoy HPP **2011 – 2015**
2014 Asian Mena Counsel Deal of the Year and 2014 The Asian Lawyer's Emerging Markets Awards Project Finance Deal of the Year
Lead team member advising project company on all Lao law aspects of a 400MW hydropower project. Scope of work as local counsel included 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 1B.

Nam Tha HPP **2013 – ongoing**
Assistance in advising sponsor in relation to a 168MW hydropower project, including drafting and negotiation of the concession agreement with the Government, shareholders agreement and resettlement services agreement with Electricité du Laos. Project value: USD 450M.

Nam Ngum 3 HPP **2011 – 2013**
Key team member advising lenders on all Lao law aspects for 440MW hydropower project. Scope of work as local counsel included assisting with the negotiation and drafting of the concession agreement, review of main project documents, due diligence and advising on government approvals and exemptions. Project value: USD 760M.

Xayaburi 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 2B.

Focus on Various Sector

Hongsa Lignite Power Project – 2011 ALB Project Finance Deal 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 3.5B.

Tad Salen HPP **2011**

Assisted in advising lenders in relation to a 3.2MW run-of-river hydro power project. Scope of work as local counsel includes review of main project documents, advice on and preparation of Lao law security package, and drafting Lao law legal opinion.

Mining

Dominion Metals Pty Ltd **2010 – ongoing**

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 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 – ongoing**

Advising company on export and tax issues in Vietnam.

Minmetals Resources Limited **2010**

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

Phu Bia Mining Limited **2010 – ongoing**

Advisers for major mining project. Phu Bia is the Lao-registered subsidiary of PanAust, listed on ASX, which has a large copper and gold operation in central Laos.

Lang Xang Minerals Limited **2010 – ongoing**

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.

China Railway Eryuan Engineering Group **2011**

Undertook corporate and regulatory due diligence on existing Lao exploration entity and assisted with drafting of a joint development agreement.

Canadian Investor **2011**

Undertook corporate and regulatory due diligence on existing Lao mining entity and preparing amendments to JVA agreement.

American Investor **2012 – 2014**

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

Capital Raising

ASX Listing **2015 – ongoing**

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.

Focus on Various Sector

Taipei Exchange Listing

2016 – ongoing

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

2016- ongoing

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.

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 Anh Gai Lai Group

2010 - 2011

Acted as Lao counsel to the issuer, HAGL Group, in relation to a USD 90M 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 Holdings Pte. Ltd

2011 - 2014

Acted for the Temasek Group as Lao counsel in relation to the USD 55M 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.

M&A

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 an 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 an 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 asset acquisition of an exploration company, including undertaking legal due diligence, general Lao law advice, advising on transaction structure, and drafting transaction documents.

Focus on Various Sector

Minmetals Resources Limited

2010

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

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.

Regulatory Development

GAF AG / World Bank

2014

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.

Asian Development Bank

2010

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.

Language:

	Speaking	Reading	Writing
English	Excellent	Excellent	Excellent

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* DFDL collaborating firms