

ADVISER PROFILE



NAME: Dave Seibert
POSITION: Senior Legal Adviser
Deputy Head of the Regional Energy, Mining, and Infrastructure Practice Group
LOCATION: Hanoi, Vietnam
EXPERIENCE: 10 years
NATIONALITY: American

CURRICULUM VITAE

Key Qualifications:

Dave Seibert is a Senior Adviser and Deputy Head of the Regional Energy, Mining, and Infrastructure Practice Group. Based in Hanoi, with experience in the U.S., Cambodia, Myanmar, and Vietnam. Dave attained his Juris Doctor from Michigan State University in 2007.

Upon receiving his J.D., he became a Senior Legal Specialist in regulatory affairs and ISO functions for the Texas electric energy system operator during the implementation of its nodal market design. In ASEAN, he has worked on a multitude of matters regarding gas, solar, hydropower, and national infrastructure projects. Additionally, he has advised on electricity tariff structuring and market design along with advocated for project procurement at various governmental levels. In Vietnam he has assisted with numerous power project transactions working with international developers, sponsors, lenders, governmental departments and other relevant stakeholders.

Education:

- 2007 — Juris Doctor, Michigan State University College of Law, USA
- 2003 — Bachelor of Science in Business Administration, Marketing, Robert Morris University, USA
- 2002 — Japanese language and culture, Sophia University, Japan

Employment Record:

- **DFDL**, Hanoi, Vietnam (March 2019 — Present)
Senior Legal Adviser, Vietnam
Deputy Head of the Regional Energy, Mining, and Infrastructure Practice Group
- **DFDL**, Yangon, Myanmar (July 2017 — February 2019)
Senior Legal Adviser, Head of Myanmar Energy, Mining, and Infrastructure Practice
- **American Chamber of Commerce**, Yangon, Myanmar (February 2018 — July 2019)
Co-chair Legal Committee
- **VDB Loi**, Yangon, Myanmar (March 2017 — June 2017)
Senior Associate, Energy and Natural Resources Practice Group Lead
- **VDB Loi**, Yangon, Myanmar (July 2016 — February 2017)
Senior Associate
- **SDSC Consulting, Ltd.**, Phnom Penh, Cambodia (November 2015 — June 2016)
Partner

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- **Gordon & Associates (Asia), Ltd.**, Phnom Penh, Cambodia (September 2014 — November 2015)
Senior Managing Advisor, Regulatory & Government Affairs
- **Dongguk University**, Gyeongju, South Korea (February 2012 — August 2014)
Jeju National University, Jeju Island, South Korea
Associate Professor
- **Electric Reliability Council of Texas, Inc. (ERCOT)**, Texas, USA (2008 — 2010)
Senior Legal Specialist, Regulatory Affairs & ISO Functions
- **U.S. Department of Homeland Security**, USA (2008)
- **The State News**, Michigan, USA (2004 — 2007)
Board of Directors, Finance and Policy Committee

Details of Major Projects Undertaken

Focus on Power and Energy Sectors	
Asia only	
Industrial Materials Manufacturer Advising global manufacturer regarding the potential entry into Vietnam. Advice included corporate structuring, risks, and market entry assistance.	2021
LNG to Power Project Acting for potential investor into a portfolio of projects, includes an LNG import terminal with a planned gas-to-power project under development.	2020 — 2021
Offshore Wind Acquisition and Development Assistance Assisting the investor in offshore majority equity acquisition of offshore company developing offshore wind projects. Assistance include development and regulatory advice and transaction structuring.	2020 — 2021
Duyen Hai II Thermal Power Project Financing Acted for an international lending consortium for the onshore and offshore facility and securities for the project financing for a 1,200 MW thermal energy power project.	2020 — 2021
Solar Project Companies Vendor Sale Acted for the equity owners seeking investors (on an auction basis) for two post-COD solar project company acquisitions.	2020 — 2021
Lender’s Counsel for Two Solar Projects Represented an offshore and onshore lending consortium to provide a loan facility to an offshore sponsor owner of two post-COD solar farms held in special purpose vehicles (SPVs).	2020 — 2021
Borrower’s Counsel – 5 Solar Project Companies Represented an offshore and onshore lending consortium to provide a loan facility to an offshore sponsor owner of five post-COD solar farms held in special purpose vehicles (SPVs).	2020 — 2021
Thermal Power Project EPC Financing and Investment Structuring Acted for an international lending consortium for the onshore and offshore facility and securities for the project financing of an over 1,200 MW thermal energy power project and waste treatment facility. Assistance includes EPC equity investor structuring.	2020 — 2021
Industrial Rooftop Solar Projects Assistance to multiple developers of multiple rooftop solar installations for private off-take. Including PPA drafting and due diligence on potential project sites and counterparties.	2019 — 2021

Focus on Power and Energy Sectors

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Borrower's Counsel –Solar Project Company	2019 – 2021
Represented a multinational company borrower taking a syndicated loan (offshore and onshore facility) to refinance EPC debt of the SPV. Ongoing assistance includes CP satisfaction and security assistance.	
Offshore Wind Acquisition and Development Assistance	2020
Assistance to the investor in offshore equity acquisition in a 3,400 MW offshore wind project under development. Assistance included due diligence, development and regulatory advice and transaction structuring.	
Solar PPA	2020
PPA drafting and assistance to the developer of a potential solar project.	
Waste-to-Energy Project Financing	2020
Acted for an international lending consortium for the onshore and offshore facility and securities for the project financing of an over 120 MW waste-to-energy (W2E) power project and waste treatment facility.	
Wind Project Company Acquisition	2020
Acted for the investors for a pre-COD wind project company acquisition, including negotiations and drafting of all transaction agreements.	
EPC Financing	2020
Acted for the sponsor with three solar projects entering a deferred payment scheme with an offshore EPC provider.	
International Transmission Line	2020
Developed advice for a 500kV line for cross-border power delivery and sale for government off-take.	
Lender's Counsel for Portfolio of Rooftop Solar Projects	2019 – 2020
Advising consortium of international lenders for the facility to a developer holding a portfolio of post-COD rooftop solar projects across multiple jurisdictions.	
Gas Power Plant Privatization	2019 – 2020
Assisted potential investors for the potential equity acquisition, private operation and rehabilitation of two aging power generation assets, held and operated by the government.	
Hydropower Assistance	2019 – 2020
Assistance to the investor undertaking feasibility studies of an existing hydropower project with potential international power delivery.	
Waste-to-Energy and Waste Treatment Facility Acquisition	2019 – 2020
Advising the potential co-developer on a potential 145 MW W2E and waste treatment facility.	
Elevated Expressway PPP	2019 – 2020
Acted for developers of a PPP expressway intended to be constructed in Yangon, Myanmar. Assistance included reviewing Myanmar government's term sheet and concession agreement, identifying risks and mitigants.	
Lender's Counsel for Hydropower Project	2018 – 2020
Advising consortium of international lenders on an internationally-sponsored hydropower IPP.	
Solar and Wind Project Company Acquisitions	2019
Acted for the investors on a number of solar and wind project company acquisitions, both pre- and post-COD projects, including conditions precedent satisfaction assistance (projects totaled over 1,000 MW).	

Focus on Power and Energy Sectors

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Borrower's Counsel - Solar Project Company	2019
Acted for the owner of a 200 MW solar farm as borrower's counsel on potential international finance and EPC debt restructuring.	
EPC Assistance	2019
Reviewed EPC agreements for contractors, including gas generation power projects and highways.	
Coal Supply Pre-tender Assistance	2019
Assistance to the bidder in response to a national coal supply RFP.	
Floating Solar Project	2019
Acting for the co-developer of a potential 40 MW floating solar installation.	
Midstream and Downstream Project Company Acquisition	2018 — 2019
Acted for the equity investor on a petroleum import terminal, transportation, and retail outlet acquisition.	
Greenfield Three Site Solar Project	2018 — 2019
Development assistance to greenfield sponsors on a 175 MW solar project, covering three sites.	
LNG Import, Regasification, and IPP	2018
Advised on LNG importation, floating storage regasification unit (FSRU) deployment, and a 1,000 MW CCGT IPP. Assistance included structuring, regulatory requirements, legal and regulatory risk identification, and project documentation.	
Cross-border Electricity Delivery	2018
Advised on the cross-border supply/importation of 1,500 MW in terms of power delivery. Advice included drafting assistance for the concession agreement, power purchase agreement, government guarantees, and structuring advisory.	
70 MW Gas-to-Power Project	2018
Advised the sponsor consortium on a utility-scale (with private off-take) power generation project. Assistance included structuring, concession agreement drafting, project document (PPA and fuel supply) drafting and advising on regulatory requirements and investment approvals.	
Provincial HFO IPP	2018
Represented the project sponsors at the regional government for a 30 MW HFO IPP, serving load outside of the national grid.	
Equity Investor and EPC Contractor Gas-to-Power Project Advisory	2018
Acted for the equity investor and EPC provider on a 145 MW CCGT power project. Advised on all project documentation and securitization of the project assets, fuel delivery and electricity generation for the sponsor consortium.	
Regulatory Assistance to Off-shore Operator	2018
Advised an off-shore operator holding multiple PSCs on pending draft legislation and regulatory changes.	
Re-domiciliation of E&P Company	2018
Advising on the holding company jurisdiction change, supporting novations, and all regulatory approvals to revise the approved shareholding.	

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Insurer's Counsel Solar Project	2018
Acted as insurer's counsel to advise on structuring, approvals and performed due diligence on the project as well as the EPC contractual framework. Assistance also included identifying undertakings and responsible parties under the project documentation.	
Relinquishment of Interests in Offshore Blocks	2018
Advised the PSC holder in relation to relinquishing interests in blocks.	
Offshore E&P Operator PSC and JOA	2018
Assistance to the PSC holder in relation to the JOA division of operation and interests in an offshore block's prospects.	
Gas Pipeline Expansion	2017
Advised and assisted the contractor in relation to corporate and contract matters regarding offshore pipeline expansion.	
Offshore E&P	2017
Advised and assisted in the procurement of MIC approvals for operations and share transfers in an offshore E&P company.	
Solar Power Project Due Diligence	2017
Conducted due diligence on a target 300 MW solar project. Reviewed the relevant power-related and corporate documents for drafting and review of the due diligence report.	
Feedstock dispute resolution	2017
Assistance to a thermal power generation company in relation to an importation and supply dispute.	
LNG Importation and Distribution Advisory	2017
Led research and drafting of an advisory and market entry report for LNG importation and distribution activities.	
70 MW Hydro Power Project	2017
Represented the local sponsor and consortium of investors for the implementation of a hydro project. Drafted and reviewed the electric energy concession agreement (MOA) and PPA.	
25 MW and 30 MW Hydro Power Rehabilitation Project	2017
Represented the local sponsor in front of national cabinet members for the rental and rehabilitation of two state-held hydro power plants as well as related transmission elements for the private sale and delivery of power to industrial end-consumers.	
20 MW Hydro Power Project	2017
Drafted and reviewed the PPA, including tariff structuring and concessions with the MOEE/DEPP.	
Solar Power Project Due Diligence	2016 — 2017
Conducted due diligence on a 225 MW solar project target on behalf of the potential equity investor. Reviewed the relevant power-related corporate documents for drafting and review of the due diligence report.	
Gas-to-Power Project	2016
Regulatory review and structuring for the import of LNG and deployment of an FRSU as well as for domestic gas use and export. This included capitalization strategies, profit extraction, and tax liabilities. Assistance included project structuring advice.	

Focus on Power and Energy Sectors

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670 MW Hydro Power Project	2016
Market entry advice to the first internationally-sponsored large scale hydropower project in Myanmar.	
Downstream and Midstream M&A	2015
Acted for the buyers of downstream and midstream assets held by an oil and gas supermajor.	
2,000 MW Thermal Power Project	2015
Advised and negotiated in relation to the greenfield implementation on behalf of the project sponsors.	

Languages:

	Speaking	Reading	Writing
English	Excellent	Excellent	Excellent

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