



Dentons' Rail infrastructure capabilities

Dentons has one of the largest and most experienced Transportation and Infrastructure teams of any international law firms, with a long track record of advising public authorities, project companies, financiers and banks on the successful completion of "pathfinder" infrastructure PPP projects. Our practice combines deep and current legal expertise with both sophisticated marketplace knowledge and industry expertise, with experience in rail, high-speed lines, metro and trams, light rail transit and rolling stocks. Not only are we familiar with the legal framework and the private and public sponsors, but we also monitor legal and political developments fostering sustainable transport and public investment plans.

We leverage our strong rail practice towards the success of our clients. You want specialists with transport expertise, access to an experienced multijurisdictional team, and experts on the ground in the places you do business. Working with Dentons, you get all the skills our lawyers have developed representing developers, lessors, financiers, insurers and regulatory bodies.

We advise national and local authorities, as well as lenders and sponsors on infrastructure projects, As such, we understand the perspectives of the different project participants and this allows us to have a comprehensive and balanced view of the complex issues arising.

We also have significant experience in related areas of e-mobility that are increasingly linked to rail transport.

Our sectoral experience covers:



Rail operators and investors trust us

WESTERN EUROPE

Ile de France Mobilités: Advising on two concession contracts in relation to the operation of three new automatic metro lines of the "Grand Paris Express" (GPE) (lines 15, 16 and 17), a metro network under construction. That is the largest infrastructure project in Europe.

SNCF Gares & Connexions: Advising on the construction of a new railway, including stations, between Nice and Marseille. France. This is the first high high-speed line to be financed through a project company.

RATP Dev and Keolis consortium: Advising on the award procedure of the concession contract with respect to the operation of the CDG Express train between Charles de Gaulle airport and the Paris center.

Ferrovie dello Stato Italiane: Advising on the issuance of a €500 million green bond under its EMTN program to finance the purchase of 102 new electric trains, which will enter service by mid-2027 and will be used to provide regional rail services in the Campania and Lazio regions, Italy.

Ferrovie dello Stato Italiane: Advising on the issuance of a €350 million green bond under its EMTN program. Dentons assisted in the update of its EMTN program, whose maximum amount has been expanded up to €9 billion, from the previous €7 billion.

Leading rail company: Advising on the acquisition of 100% of the shares in a full-service locomotive leasing business and one of the leading electric locomotive leasing companies in Europe with a fleet of 222 electric vehicles.

Rail vehicle construction company: Advising on the successful bid with respect to a framework agreement for the supply of bimodal diagnostic trains and consolidated and experimental diagnostic systems.

Financial lessor (crédit bailleur) and its banks:

Advising on the establishment of a financing structure for the acquisition and provision of 107 tram trains for the RATP.

Municipality of Rotterdam: Acting in several disputes in relation to the construction of two metro tunnels and two stations of the RandstadRail, a public transportation rapid transit network in the west of the Netherlands, connecting The Hague, Zoetermeer and Rotterdam.

Deutsche Bahn and Arriva: Advising on the Northern franchise that they have owned and operated since 1 April 2016, including all aspects of the demobilisation of its operation and ownership of the franchise and hand back to Government on 1 March 2020.

Rail transport manufacturer: Advising the client as main creditor and contractual partner in the insolvency proceedings of BSG Components GmbH & Co. KG (BSG) as well as Bahn Service Görlitz (GmbH).

Virgin CrossCountry: Advising on a network-wide infrastructure upgrade and track access transaction in relation to the introduction of two new fleets of trains, including contract negotiations, industry-wide consultation and associated regulatory and franchising matters.

Virgin West Coast: Advising on its bid and operation of the West Coast Mainline upgrade and access project (the largest of its kind in the UK rail market) including the procurement and introduction into service of £2 billion+ of new trains.

MTR Corporation (West Coast Partnership)
Limited (and its joint venture partners, GCSR
and Renfe): Advising on the bid for the West Coast
Partnership franchise that includes initial operation of
HS2, the new high speed railway in the UK.

MTR Corporation (UK) Ltd: Advising on its successful joint venture with First Group for the South Western franchise.

CEE

Long-term advice to Stadler, including

- Advising on a 20-year PPP agreement for the design, construction and operation of a maintenance depot for railway vehicles in Sochaczew, including the provision of maintenance services. This is one of the largest PPP projects in Poland.
- Representing the client in a key public tender for the supply of 71 modern regional train units for regional railway connections operated by Koleje Mazowieckie (Mazovia Region Railways Co.). This was the largest contract in Poland for the delivery of rolling stock.
- Advising on a tender for the purchase of 12
 FLIRT electric multiple units. The contract also
 provides for maintenance of the train units
 for 15 years. The first two multiple units are
 expected to be delivered within 18 months
 of the contract's execution, and the rest will
 reach the client within the next four years.
- Advising on the performance of a contract for the EU-co-financed supply of 20 intercity trains including 15-year-maintance services for PKP IC (a state-owned rail carrier), and of a contract for the supply of 20 trains including 15-year-maintenance services for ŁKA (a local government rail carrier), including dispute resolution support.

Gülermak, PPP Solutions, EIB, EBRD, Pekao SA, Polish Development Fund: Advising on the financing of the PPP project to build and maintain a new tramway line in Kraków. This represents the largest rail project carried out under the public-private partnership formula in Europe (PLN 1.9 billion). The project has ranked third in the history of the Polish PPP market in terms of capital expenditure.

ERTMS/ETCS system: Advising on the public procurement procedure for "Design and development of the ERTMS/ETCS system on railway line no. 8 (Warsaw Okęcie Local Traffic Control Center and Radom Local Traffic Control Center), intended to be implemented under the European Funds for Infrastructure, Climate, Environment 2021-2027.

Zhejiang Dahua System Engineering: Advising in proceedings to award public contract to design, deliver, instal and commission equipment as part of the project "Design, delivery and installation of elements of a dynamic passenger information

presentation system and a CCTV system with the ancillary technical infrastructure at railway terminals, stations and stops" conducted by PKP Polske Linie Kolejowe S.A. in the form of competitive dialogue procedure.

Správa železnic (Czech Railway Administration): Long-term assistance, including

- Providing complex advisory with respect to procurement and contractual aspects of the architectural competition and following negotiated procedure in relation to the project of the new railway station "Veleslavín",
- Reviewing and negotiating the cooperation agreement between Správa železnic and SNCF Voyageurs SA with respect to promotion of high-speed railway in Czech Republic.
- Drafting and negotiating the agreement on the joint procurement with DB Netz (including relevant aspects of cross-border procurement) in relation to the new highspeed railway Dresden-Prague.
- Advising on the applicable regulatory framework for the railway PPP projects in Czech Republic with emphasis on financing and including analysis on possible structuring of a railway PPP project in the Czech Republic.

CIS

Trans Optima Group: Advising on a complex railway related civil dispute against Georgian Railways.

Almaty City Akimat / EBRD: Advising on the design, development, construction, commissioning, financing, operation and maintenance (and transfer to the Public Partner) of the infrastructure, rolling stock and services for the Almaty LRT, the first rail PPP in the country.

Ceská sporitelna, a.s. and Československá obchodní banka: Advising a Czech bank on two interconnected export financing transactions related to the rehabilitation of the up to 50 km Baku-Sumgayit railway in the Republic of Azerbaijan, which is a part of the International North South Transport Corridor.

China Railway Tunnel Group Co. Ltd: Advising on the construction of a Railway tunnel in Uzbekistan, which aims to improve the transport infrastructure.



AMERICAS

Transport operator: Advising a bidder on its participation in a prequalified consortium bidding to design, finance, rehabilitate, construct, operate and maintain the commuter rail network in the Greater Toronto Area, one of the largest infrastructure projects in North America.

Rolling stock provider: Advising on its proposal to design, manufacture and supply self-propelled commuter rail cars to a municipal commuter railway as part of a public-private partnership consortium engaged to design, build, finance and maintain a new commuter rail line in Ottawa, Ontario.

One of the largest commuter railway operators in Canada: Assisting with the negotiation of major changes to the technical and legal specifications, and to the financing structure, of a PPP project involving the construction of a maintenance facility for commuter rail costs currently under construction.

Major subcontractor: Advising on its involvement in the Green Line LRT project, a planned light rail transit (LRT) line running between north-central and southeastern Calgary, Alberta, Canada. When completed, the Green Line will be comprised of 28 stations and extend 46 km.

Acciona: Advising on the tender process of the Bogota Metro, Colombia.

Via Central Group: Advising a consortium on the Ferrocarril Central project, a 276 km railway connecting the departments of Montevideo and Tacuarembó, in central Uruguay. Dentons advised from the bidding process to the successful closing of the project, which has been named the largest infrastructure project in the history of Uruguay by *IJGlobal* in 2020.

Rumo Logística: Counseling on the negotiation of the anticipated prorogation of the rail concession contract of ALL Malha Paulista in Brazil.

Metalmecánica del Orinoco: Assisting a Venezuelan subsidiary of the Italian construction group Cimolai, in subcontracting of certain works for the supply, transportation, manufacturing and installation of steel parts for several railway tracks that are part of the Central Region Transportation System in Venezuela.

GyM Ferrovías: Advising the winning consortium comprised of the Peruvian construction company Graña y Montero and the Argentine railway company Ferrovías with respect to the 30-year concession to operate and maintain Line 1 of the Lima Metro.

China Railway Tunnel Group: Advising on the construction of the extension of line 3 and on the tender process for the construction of Line 7 in Chile.

Guatemala's infrastructure agency: Advising on a feasibility study regarding Metro Riel in Guatemala, a 21-kilometer, 20-station light rail system.

MIDDLE EAST AND AFRICA

Saudi Government: Appointed as the exclusive legal adviser on a major, first-of-its-kind PPP infrastructure project throughout the tender process up to financial close. The project will set a precedent for future infrastructure PPPs in the same sector in the GCC region.

RATP Dev and Saudi Public Transport Co.: Advising the winning consortium on the flagship Riyadh Metro Operations & Maintenance (O&M) contract to operate and maintain Riyadh Metro's first and second routes, over a period of 12 years including mobilization, awarded by Arriyadh Development Authority (ADA).

Invensys subsidiary Dimetronic: Advising the lead member of a consortium of Spanish companies bidding on the Haramain High Speed Rail Project i.e. the development of a high speed train in Saudi Arabia between the cities of Makkah and Medina.

JT Metro Joint Venture: Advising on the negotiation of the design and construction of the tunnels, viaducts, stations and depots for Dubai Metro project, the world's largest fully automated metropolitan light rail system, including claims against project subcontractors.

State of Qatar - Qatar Railways Development Company JV: Advising on the development of an underground train network and high speed rail link and freight rail project to provide Doha with a 21st century state-of-the-art metro public transport system and also link Doha to the region's other capital cities by high speed passenger and freight services.

Consortium of construction contractors: Advising on the design and construction of Palm Jumeirah Monorail Transit System, the first in the UAE.

Deutsche Bahn: Advising on its joint venture for the operation and maintenance of Etihad Rail Phase 1, involving the construction of a rail network located in the western region of Abu Dhabi.

Etihad Rail: Advising on the draft legislation for the regulation of the UAE rail sector proposed by the National Transport Authority and drafting Etihad Rail's response to it.

Rolling stock supplier: Advising on its bid to supply 20 new trains to operate on Line 1 of the Cairo Metro system.

Transnet SOC: Providing transaction advisory services for its Zambia railways revitalization and Zimbabwe railways recapitalization projects.

Kenya Railways Corporation: Advising the government on the development of the Nairobi Commuter Railway Expansion Project, including preparing an amendment to the existing Operating Concession Agreement with Rift Valley Railways, structuring a new passenger concession arrangement and negotiating various operating and design build agreements.

Eko Rail: Advising the developer on rolling stock, signal supply and operation of Blue Line Metro and on the development, construction and financing of the rail concession in Lagos, Nigeria. This would have been the first urban rail concession project in sub-Saharan Africa based on international PPP best practice.

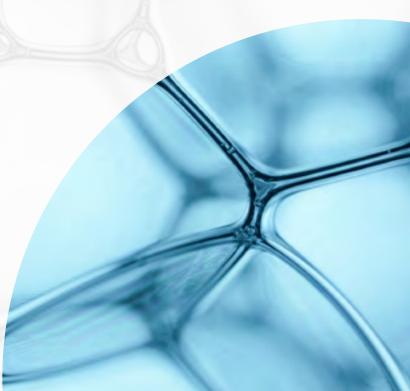
ASIA PACIFIC

Public transport operator in Singapore:

Advising the client in its bid to be appointed as operator to build and operate a light rail system in Bandung, Indonesia.

SMRT Corporation: Advising on its successful bid to be appointed the operator to build and operate a light rail transit (LRT) system in Bandung, Indonesia.

Regional Government of DKI Jakarta and PT Jakarta Monorail: Advising on the development and management of Jakarta Monorail Project.



Focus on e-mobility

French Ministry of Transport/Ecology: Sole advisor on various recent awards of concession highway projects that include toll systems and free-flow tolling solutions.

Izivia: Advising an EDF subsidiary on the negotiation of an agreement with the Greater Lyon Metropole, in France, concerning the deployment of more than 600 charging stations for electric cars.

Various car manufacturers: Advising on their connectivity services and compliance with various European telecommunications laws, Netherlands.

Major car manufacturer: Advising on its formation of a joint venture with Italian energy supplier Enel X for electric mobility in Italy.

Neutron holding: Advising Lime on various regulatory and labor law matters in France.

UK retail company: Advising on new plans to install up to 800 electric vehicle charging points in Waitrose's car parks in the UK.

Electric and Hybrid Vehicles Association: Advising on the promotion of clean mobility and autonomous driving infrastructure in Turkey.

mobileeee: Advising on the launch of the client's business at German Airports, namely an e-mobility car-sharing solution for airport service providers.

Pražská energetika: Advising the third largest electricity supplier and operator of the most reliable distribution network and one of the pioneers in the construction of e-charging stations in the Czech Republic on its envisaged cooperation with leading automotive producer Škoda Auto in relation to an e-mobility project and the establishment of a mobility service provider.

International car manufacturer: Advising the Hungarian subsidiary on e-mobility related matters and project structuring, including regulatory advice.

Daimler Truck and Nextera: Advising on the formation of a joint venture with Blackrock to develop, construct, finance, own and operate a publicly available charging point/depot infrastructure for heavy electric vehicles along certain corridors in North America.

Why we stand out

We are polycentric: Dentons has no single headquarters and no dominant national culture. We proudly offer clients talent from diverse backgrounds and countries with deep experience in every legal tradition in the world.

We offer business solutions: Rather than offering theoretical legal analysis, we provide the specific advice required to get a deal done, resolve a dispute or solve a business challenge.

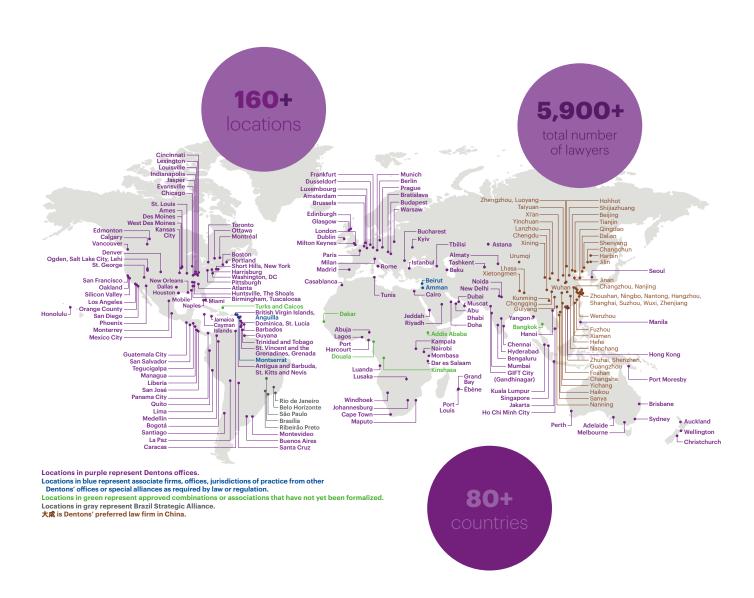
We measure our success by the service we provide: Regardless of the scale and scope of your business needs, you get the individual attention you need and deserve. Whether the matter is big or small, if it is important to you, then it is important to us.



Dentons on your sideDentons – Global law firm

Dentons is the world's largest law firm, delivering quality and value to clients around the globe. Dentons is a leader on the Acritas Global Elite Brand Index, a BTI Client Service 30 Award winner and recognized by prominent business and legal publications for its innovations in client service, including founding Nextlaw Labs and the Nextlaw Global Referral Network. Dentons' polycentric approach and world-class talent challenge the status quo to advance client interests in the communities in which we live and work.

You have truly global coverage and you need lawyers who can match your global footprint. Dentons delivers this. We use global thinking and knowledge to deliver local benefits and can help you tie your legal teams together through the work we do together.



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