

## Overview

Transformational change and innovation continue to characterize your industry. Ever more people communicate; society gets better connected; the world gets smaller.

While these fast-moving global developments are what it's all about in the communications industry, they also create challenges. You face business, legal and regulatory pressures to deliver, be competitive and keep ahead of the game.

You need support from advisors that work alongside you, helping you deal with these demands—results-focused advisors and influencers who know that in your global industry it's all about understanding local differences; who know how to help you reduce risk and unlock value; translating their deep communications industry experience and know-how into highly relevant, practical and commercial advice.

Dentons' dedicated, truly global Communications Group is a highly-rated talent-base consisting of can-do people that have built their reputations at the sharp end of change and innovation right across your industry. Connected people who you can trust to help resolve your most complex challenges and shape the future of your business—faster, more efficiently and cost effectively.

Areas of focus include:

- Broadband Access and Internet
- Carriers, Resellers and MVNOs
- Digital Media
- Media Regulation
- Satellite Operators
- Spectrum Licensing and Radio Equipment Approvals

## Representative Experience

- **Airtel Tanzania Ltd, MIC Tanzania Ltd. and Zanzibar Telecom:** Advising a consortium of East-African mobile operators on a major agreement with the Tanzanian government to build, operate and maintain joint fiber-optic backbone and metropolitan mobile broadband network, which is expected to give a huge boost to mobile communications in Tanzania.
- **Confidential Clients:** Providing clients that are involved in mergers, acquisitions, financings and takeovers with comprehensive and strategic advice in the telecommunications, broadcasting and radiocommunication industry sectors.
- **Communications and Information Technology Commission (CITC):** Advising the Saudi Arabian telecommunications regulator on a major program to reform the regulatory framework for communications in Saudi Arabia. The reforms focus on liberalizing measures, strengthening competition, introducing new operators (including MVNOs) and streamlining telecom licenses to promote service innovation and respond to convergence.
- **Danish Polish Telecommunication Group I/S (DPTG):** Representing as co-counsel in proceedings for recognition and enforcement of a foreign arbitral award in Poland. DPTG reached a settlement with TPSA and received payment of €550 million to end 10 years of arbitration. The dispute arose in 2001 with respect to a contract concluded in 1991 by TPSA's legal predecessor, the then state-owned enterprise Poczta Polska Telegraf i

Telefon, with DPTG (currently 75 percent owned by GN Nord and 25 percent by TDC), over the interpretation of a contract for the sale and installation by DPTG of a fiber-optic system known as North-South Link (NSL). In a contract the parties agreed on the basis for sharing the revenues generated by the NSL between 1994 and 2009. However, in 2001 DPTG initiated an UNCITRAL arbitration proceeding against TPSA in a dispute over the determination of traffic volumes carried, claiming that it had not received the 14.8 percent of net revenues to which it was entitled.

- **DragonWave Inc.:** Advising on the acquisition of Nokia Siemens Networks' (NSN) microwave transport business, including its associated operational support system and related support functions, and new credit facilities from Comerica Bank and EDC to support the acquisition and working capital requirements in the amount of up to US\$60 million. The acquisition was a highly complex multijurisdictional transaction which, after an initial announcement in November 2011, was substantially renegotiated following the announcement of NSN's global restructuring in May 2012. The transaction was multidisciplinary and included the acquisition of intellectual property and other assets, outsourcing, equipment leasing, new strategic supply and R&D collaboration agreements between DragonWave and NSN, as well as the transfer of contract manufacturing and third-party supplier arrangements, establishment of new global subsidiaries including in Luxembourg, Italy and China, and tax and securities laws advice.
- **Groupe Canal+:** Advising on a strategic investment in TVN, a leading private media group, listed on the Warsaw Stock Exchange. This involved: (i) €230 million equity investment in TVN Group and strategic partnership with ITI Group, a shareholder controlling TVN, and (ii) €1.5 billion merger of Canal+'s and TVN's satellite TV digital platforms in Poland. Groupe Canal+ will pay a total cash consideration of around €230 million for a 40 percent minority stake in N-Vision, which indirectly owns a 51 percent majority stake in TVN, with an option to buy the rest of the stake over time. ITI Group will continue to own the remaining 60 percent controlling stake in N-Vision. The satellite TV platforms of Canal+ and N-Vision are to be merged to create a leading premium TV platform in Poland.
- **Large multinational provider of security solutions:** Advising with respect to a privacy breach across multiple jurisdictions and involving multiple stakeholders. Our team assisted with determining the extent to which disclosure was required or advisable vis-à-vis various provincial privacy commissioners, employees and customers, and assisted with crafting and communicating the various disclosures in a way that minimized the breach and prevented it from becoming a significant Canadian news item.
- **Nokia:** Advising on the sale of Vertu, the global leader in luxury mobile phones, to Scandinavian private equity house EQT VI.
- **Shaw Communications Inc.:** Advising on an offering of 6.75% senior unsecured notes due 2039 for gross proceeds of C\$400 million and on an offering of Cumulative Redeemable Rate Reset Class 2 Preferred Shares, Series A for gross proceeds of C\$300 million.
- **TerreStar Networks Inc.:** Advising on the DISH Network Corporation acquisition of its assets, valued at C\$1.37 billion. The transaction is unique in that DISH agreed to advance, and did advance, approximately 97 percent of the purchase price prior to the transaction receiving Canadian and US regulatory approval and for being one of the first deals under the new liberalized rules for foreign ownership of Canadian satellites. DISH completed its acquisition of TerreStar on March 9, 2012.
- **Vivendi:** Advising on the dispute over ownership of PTC, Poland's leading telecoms company. Our team was led by the Warsaw office working with colleagues in Berlin, Paris, London and New York. The team created innovative litigation strategies which brought lateral thinking to the matter and played a pivotal role in resolving it, achieving a settlement of €1.25billion for Vivendi.
- **Vodafone:** Advising on the IPO of 40 percent of Vodafone Qatar Q.S.C. on the Qatar Exchange. The IPO raised circa US\$929 million in what was the first IPO of a multi-national company on a Middle East stock exchange and the largest IPO in the world in 2009 at the time of the offering.
- **Zarlink Semiconductor:** Representing a leading provider of mixed-signal chip technologies for a broad range of communications and medical applications, on all US legal matters, including a US\$500 million takeover bid initiated by Microsemi Corporation.