

## Overview

National and local governments around the world are under pressure to commit to positive climate change initiatives, including the reduction of greenhouse gas emissions. As governments seek ways to reduce reliance on conventional energy supplies, there has been increased commitment to support the development of green generation. This, in turn, has led to significant investments in renewable generation and technologies.

From biofuel, biomass, carbon capture and storage, geothermal, hydroelectric, landfill gas, run of river, solar, waste to energy, wave and tidal, and on- and offshore wind—each presents unprecedented opportunities and unique challenges.

Dentons has the global reach and local knowledge to assist you with renewable energy projects and successfully navigate you through the laws and regulations that surround the industry.

Look to our lawyers for innovative business and legal solutions across the renewable energy industry, including:

- Development and commercialization of clean technologies
- Tendering processes
- Project development, including: site acquisition and control; resource licensing and supply agreements; transmission and interconnection agreements; planning, permitting, leasing, ownership and joint venture structures; partnership structure; procurement and construction; equipment supply; operation and maintenance
- Project finance
- Regulatory advice, including EPC and PILOT negotiations and operation of infrastructure
- Power purchase agreements
- Acquisition and divestiture of renewable energy assets
- Tax law, including relevant tax credits and other subsidy regimes
- Environmental law
- Advice on aboriginal matters
- Market rules affecting costs, including ancillary services
- Advice on national, regional and international policy
- Energy trading

Areas of focus include:

- Biofuels
- Biomass
- Waste to Energy
- Wind

- Hydrogen (Germany)
- Solar

## Representative Experience

- **BRE Bank (Commerzbank Group), PKO BP, BZ WBK (Santander Group), BOŚ, BGK, Investkredit, Raiffeisen:** Advising a syndicate of seven banks in the financing of the largest wind-farm project in Central and Eastern Europe (CEE), with planned final installed capacity of 250 MW and an aggregate first and second phase value of over PLN 1 billion (approximately €250 million). The deal was very complex because it involved a portfolio of seven different borrowers, which were both power producers and operators of the common power distribution grid. The obligations of all borrowers were cross-defaulted and cross-collateralized within each phase.
- **Canadian Chartered Bank:** Acting as counsel to the administrative agent and the lenders in connection with the CA\$215 million project financing for the development, construction, ownership and operation of the 58.32 MW Bow Lake wind power project. The Bow Lake wind power project is owned by a limited partnership with the Batchewana First Nation and BluEarth Renewables as limited partners and currently represents the largest economic partnership between a First Nation and a wind energy developer in Canada.
- **Continental Wind Partners:** Advising the investment fund on the sale of the first significant wind project in Romania to Czech-based CEZ, including liaising with the Romanian public authorities. Following this project, Dobrogea became the preferred location for renewable energy source (RES) investments in Romania.
- **CPS Energy:** Advising on a 400-megawatt project expected to top US\$1 billion to help meet the city's 2020 renewable energy goals. This project is particularly unique in that it contains an economic development feature that will draw US\$100 million in capital investment and create 800 permanent jobs in the San Antonio, TX area. We represented CPS Energy in its July 23, 2012, signing of the landmark solar and economic development deal with OCI Solar Power, the purchase of solar energy under 25-year Power Purchase Agreements, the establishment of solar panel and other solar product manufacturing facilities in the San Antonio area, the creation of 800 jobs in the San Antonio area, and the investment of more than US\$100 million.
- **Domtar Corporation:** Advising on the sale of its hydro assets in Ottawa, ON and Gatineau, QC for CA\$45 million. The purchaser is Energy Ottawa Inc. (Energy Ottawa), the renewable energy subsidiary of Hydro Ottawa Holding Inc. The agreement with Energy Ottawa signed on April 4, 2012 is subject to customary closing conditions, including certain third party approvals. The transaction includes Domtar's three power stations (21 MW of installed capacity), Domtar's water rights in the area, as well as the company's equity stake in the Chaudière Water Power Inc. (CWPI) ring dam consortium. Domtar currently has 12 workers operating its hydro assets in Ottawa/Gatineau and all employees are to become employees of a subsidiary of Energy Ottawa upon closing of the transaction.
- **EDF EN Canada Inc.:** Counsel to EEN CA Lac Alfred L.P. in connection with its CA\$128.8 million sale of an additional 17.5% undivided ownership interest in the 300MW Lac-Alfred Wind Farm Project to Enbridge Lac Alfred Wind Project Limited Partnership (a wholly owned subsidiary of Enbridge Inc.).
- **EDF Energy:** Advising on the acquisition, by way of a share sale, of an on-shore 144 MW wind farm in the Scottish borders.
- **GDF SUEZ Energy Romania:** Advising on the acquisition of its first wind energy project in Romania, located in Gemenele commune, Braila county. The project required expertise in numerous sectors—energy, M&A and real estate—including the regulation aspects related to these practice areas.
- **K2 Wind Ontario, LP:** Counsel to K2 Wind Ontario, LP (a joint venture among Pattern Energy, Samsung, and Capital Power) in respect of the development, construction, ownership and operation of the K2 Wind Power Project, a 270MW onshore wind power project in Ontario.
- **Le Plateau Wind Power L.P.:** Advising the Agent and Lenders on the project financing, which entered into a credit agreement with Royal Bank of Canada (Agent), as administration agent, and the lenders party thereto as lenders (Lenders), establishing project financing credit facilities in excess of \$252 million. The Project Financing related to a wind power energy generation facility located in the Ruisseau-Ferguson unorganized territory in the MRC d'Avignon in Quebec. The Project Financing will be used for the development, construction, ownership and operation of the Project. RBC Capital Markets, Natixis, New York Branch ("Natixis"), Sumitomo Mitsui Banking Corporation of Canada ("SMBC"), Bayerische Landesbank, New York Branch ("BLB") and Cooperatieve Centrale Raiffeisen-Boerenleenbank B.A., "Rabobank Nederland", New York Branch ("Rabobank") acted a joint lead arrangers for the project financing. The Lenders under the Project Financing consist of Royal Bank of Canada, Natixis, SMBC, BLB, Rabobank and Union Bank, Canada Branch.

- **Solarwatt AG:** Advising on a successful restructuring in the context of a protective shield proceeding as a debtor-in-possession. Our team drafted the restructuring plan and implemented the restructuring concept via a capital reduction to zero with a subsequent cash and capital increase. Furthermore, we advised Solarwatt AG on the negotiations with the works council regarding personnel measures, which resulted in a successful settlement.
- **Solarwatt AG:** Advising one of the leading German manufacturers of high-quality crystalline solar modules as well as a provider of innovative complete photovoltaic packages and energy management systems, on a petition for a protective shield proceeding as a debtor-in-possession, pursuant to section 270b of the German Insolvency Directive.
- **Sungevity:** Advising this leading provider of home solar systems in a US\$125 million financing consisting of US\$40 million in venture financing led by Brightpath Capital Partners and retailer Lowe's and US\$85 million in project financing with Energy Capital Partners and a leading commercial bank.