

Overview

You're dealing with sophisticated financial transactions in a fast-moving global marketplace, and you want representation that's equally sophisticated. You want the knowledge to help you with intricate cross-border deals and increasing regulatory pressure. You want the ability to defend your interests in a mercurial market.

Dentons has that knowledge and ability. We understand the sector—and financial institutions of every size, focus and geography.

From banks and insurance companies to trading houses and credit payment providers, you get a global team—working from offices around the world including the major financial centers of London, Hong Kong and New York.

When you're doing business within the financial markets, we'll be by your side planning, deploying and advancing your interests. We'll give you the ability to take care of transactional and adversarial matters—to take decisive action, when the market or the deal won't wait.

Look to our lawyers for effective solutions across the financial services sector including:

- Advocacy
- Banking Litigation
- Capital Markets, Derivatives and Securities
- Consumer and Mortgage Finance
- Cards and Payments
- Distressed situations
- Finance—Asset, Structured, Lending and Acquisition, Project, Real Estate, Trade and Commodities
- Fund structuring and compliance
- Lending and Acquisition Finance
- Private equity
- Regulatory
- Reorganization, Restructuring & Insolvency
- Transactions

Areas of focus include:

- Agency and Trust Services
- Commercial Banks
- Investment Funds and Income Trusts
- London Inter-Bank Offered Rate (LIBOR)

- Distressed Asset Investors
- Global Financial Services Firms
- Hedge Funds
- Insurance
- Investment Banks and Broker Dealers
- Market Infrastructure
- Pension and Retirement Plans
- Real Estate Investment Trusts (REITs)
- Tax Credits and Tax-Advantaged Investing

Representative Experience

- **Multinational financial institution:** Dentons and Nextlaw In-House Solutions, including a team of former GCs, supported the board and audit committee in their oversight of regulatory compliance programs to fulfill prudential regulator expectations. The client's audit committee praised our team for the novelty and substantive value of our methodology and findings, which surpassed the capabilities of traditional strategic consultancies while also offering the protection of attorney-client privilege. Our report was provided to and comprehensively reviewed by the regulator. www.nextlawinhouse.com
- **Abu Dhabi Islamic Bank PJSC:** Advising on an AED 250 million unregistered sale and leaseback (ijara) facility to Emirates National Factory for Plastic Industries LLC, a Sharjah-based company and one of the UAE's largest manufacturers of plastic products. The deal involved a number of disbursements and a mixture of moveable assets (plant and machinery) and real estate located in Sharjah and Abu Dhabi. The security package included a commercial mortgage, real estate mortgages and assignments of various revenue streams. The facility was split into a Dirham tranche and a Dollar tranche. The deal won the award for "Syndicated Deal of the Year" at the Islamic Finance News Awards 2011.
- **Capital Power:** Advising on financings, which have a combined value of US\$995 million, specifically a US dollar note issue by Capital Power US Financing L.P., as issuer, and guaranteed by Capital Power L.P., as parent guarantor, pursuant to which US\$230 million 5.21% Series A senior guaranteed notes and US\$65 million 5.61% Series B senior guaranteed notes were issued, and the amendment and restatement of the senior syndicated credit facilities of Capital Power L.P. for US\$700 million. The amendment and restatement included the addition of Capital Power (US Holdings) Inc. as US borrower.
- **China Development Bank:** Advising on a CA\$352 million secured credit facility to Canadian Royalties Inc., a subsidiary of Jilin Jien Nickel Industry Co. Bank.
- **Citibank N.A. (US) and Citibank N.A.:** Representing Citibank N.A. (US) and Citibank N.A., London branch in the establishment of TD Bank's first regulated covered bond programme under the CMHC Registry.
- **EDB:** Representing on a US\$300 million financing of turn-key construction of the new Abakan combined heat and power unit by Yenisei TGC (TGC-13), a member of the Siberian Generating Company Group.
- **European Bank for Reconstruction and Development:** Representing a European-based IFI on its €320 million senior secured syndicated loan to PCMA Rus, a Peugeot-Citroen / Mitsubishi Motors joint venture, for the construction of a €500 million automobile manufacturing plant in Kaluga, Russia.
- **International Bank of Azerbaijan:** Advising on the establishment of an Islamic Banking Unit and the drafting of amendments to the banking legislation of Azerbaijan to accommodate Islamic banking. This will be the first time that Islamic banking products will be offered in Azerbaijan and will serve as a model for any future Islamic banking structures within the country and the region.
- **Investment and Development Office of the Government of Ras Al Khaimah:** Advising on the annual update of RAK Capital's \$2 billion certificate issuance programme and a related liability management transaction. The transaction included simultaneous tender and exchange offers, as well as consent solicitations, in respect of \$325 million trust certificates issued on behalf of the RAK Investment Authority and AED1 billion trust certificates issued by RAK Capital. At the same time we advised on the new issue of \$400 million trust certificates due 2016 under the RAK Capital programme. This was the first Shariah compliant liability management exercise with publicly traded sukuk and was voted most Innovative Deal of the Year by Islamic Finance News.
- **JPMorgan Chase:** Advising as administrative agent on a CA\$800 million five-year revolving credit facility for Lionsgate Entertainment Corporation. This is one of the largest revolving credit facilities raised by an entertainment company in more than a decade. The new facility replaces Lionsgate's previous CA\$340 million revolving credit facility.
- **Keybank:** Advising on a \$60 million Build America Bond transaction for the Navajo Nation, the first large scale loan

to be governed solely by tribal law and tribal courts. This transaction was awarded the "Deal of the Year" award in 2011 by the Native American Finance Officers Association.

- **Qatar International Islamic Bank:** Acting in connection with its successful debut US\$700 million sukuk issue. The transaction represents QIIB's first international debt capital markets issuance. We successfully applied our debt capital market and Islamic finance expertise, as well as our specific local knowledge to help QIIB as a first-time issuer, which has strengthened QIIB's prominence throughout the Middle East region and beyond. This significant deal demonstrates our capability to work effectively across various offices in our network.
- **Royal Bank of Canada Natixis New York Branch:** Advising on a CA\$252 million project financing by Le Plateau Wind Power LP (a wholly owned subsidiary of Invenergy Wind LLC) for the development, construction, ownership and operation of a 138.6 megawatt wind-power generation facility in the MRC d'Avignon, QC.
- **The Law Debenture Trust Corporation:** Acting as bond trustee in relation to the restructuring of €1.3 billion of bonds guaranteed by SEAT Pagine Gialle (Italian Yellow Pages) and issued by its subsidiary in Luxembourg. The complex restructuring (which was part of a full debt restructuring of SEAT) was effected by way of a consent solicitation pursuant to which the existing high yield bondholders voted to approve an exchange of their bonds for equity in SEAT (via an issue of convertible and exchangeable bonds) and new secured bonds. Our London and NY insolvency lawyers also advised on various aspects of the deal.
- **The Royal Bank of Scotland plc:** Representing in the restructuring of a €140 million structure finance granted in the context of a potential DPO (Debt rePurchase Opportunity) with one of its sponsors in Spain.

Your Key Contacts

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