

Kym Livesley

Partner



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Sydney

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Overview

Drawing on over 30 years' experience as a corporate lawyer, Kym has developed a solid reputation for achieving the best commercial outcomes for clients.

Kym regularly advises on capital raisings including IPOs and listings on foreign stock exchanges, takeovers, reconstructions, complex contractual agreements including JVs, JOAs and alliances, mergers and acquisitions, directors' duties and corporate governance issues. Kym has also been involved in numerous reverse takeovers and backdoor listings, including those involving multiple jurisdictions.

Kym is ranked as a leading Energy and Resources lawyer in the 2016 edition of the *Chambers Asia Pacific*. He is also listed in the 2016 edition of *Best Lawyers* in the area of *Natural Resources Law*. One client has praised Kym as "one of the best lawyers I know," highlighting his "good range of experience and practical application of the law." Another notes that he is "very articulate and well versed in the relevant legislation and provides good strategic advice."

Kym's practice, while corporate in nature, has a strong emphasis in the energy and resources, projects, and industrial sectors. He has substantial experience in the emerging economies of South East Asia, as well as experience in Africa, the US and South America.

Kym is a former National President of the Australian Mining and Petroleum Law Association (AMPLA), member of the Minerals Council NSW and AIPN, and is a fellow of the Australian Institute of Company Directors (AICD).

Experience

General Commercial/Corporate Advisory

- **CBH Resources Limited:** Representing on life of mine sale of silver to Coeur D'Alene, and on its Ilura mine acquisition, placement and rights issue, and project financing.
- **Optus:** Advising on the dual access project for fibre optic transmission line.
- **Shanghai Limitless Investment Group Co Ltd:** Advising with regard to investment in the mining sector in

Australia.

- **Darwin Hotel Casino (for the Aspinall Group and MGM Grand) and Lasseters Casino:** Acting as external general counsel for all corporate, hotel operational and gaming work.

Mergers and Aquisitions/Joint Ventures

- **Acacia Coal Ltd:** Acting on rail infrastructure joint venture with Bandanna Resources Ltd in Bowen Basin, Queensland.
- **Adcorp Australia:** Advising on various corporate issues, including M&A, on market buy backs and strategic corporate advice in the retail sector.
- **Anchor Resources Limited:** Advising on its takeover by China Shandong Jinshunda Group Co. Ltd.
- **ANZ Banking Group Limited:** Advising on funding for Pacific National acquisition of Freight Australia.
- **Bowen Energy:** Advising on its joint venture with Bhushan Steel, and subsequent takeover, and takeover panel proceedings.
- **Gloucester:** Advising on corporate restructure, capital raising and takeout of joint venture participant (Itochu).
- **InterOil Corporation:** Advising on proposed farm-in.
- **Metminco Limited:** Advising on the purchase of a 50 percent interest in SCM Ovalle to acquire a 100 percent interest in three Chilean based projects, including a copper leach project.
- **Origin Energy:** Advising on the acquisition of Cultus' Victorian and South Australian petroleum interests.
- **Origin Energy:** Advising in the de-merger of Origin Energy Limited from Boral Ltd.
- **PanAust:** Acting on acquisition of Xstrata's interest in Frieda River Project.
- **Pilbara Minerals Limited:** Acting as both Australian and Papua New Guinean counsel, in the acquisition of 100 percent of the issued capital of Sturt Resources Limited (Sturt) reverse takeover.
- **Redport Limited:** Advising on its takeover by Mega Uranium.
- **Various clients:** Acting on the acquisition and sale of various hotels and the negotiation of management agreements.

Equity Capital Markets

- **AAPT (telecommunications company):** Advising on the IPO.
- **AusTex Oil Limited (listed on the TSX-V):** Advising on negotiation of secured convertible note facilities to various US based investors to further the oil exploration and production in Kansas and Oklahoma.
- **BTR Nylex:** Advising on the simultaneous trade sale/float (AU\$1 billion).
- **Falcon Oil and Gas Ltd:** Advising on its acquisition of petroleum titles, AU\$50 million capital raising and farm-out to Hess Corporation.
- **Metminco Limited:** Advising dual-listed resources company on a US\$40 million institutional placing of shares on the ASX and dual admission and raising on the AIM Market of the London Stock Exchange plc. The placing was conducted via an accelerated book-build and concurrent rights issue.
- **Minara Resources Limited (formerly Anaconda Nickel Limited):** Acting on the AU\$140 million and AU\$323 million rights issues for and assisting in relation to its defence of the takeover bid by Matlin Patterson.
- **Variscan:** Advising on a proposed dual listing on the Catalist board of the Singapore Exchange Securities Trading Ltd (SGX) and capital raising of approximately AU\$20 million (not proceeded with).

Projects

- **AGL Petroleum:** Advising on the establishment of a private power station for a mining project in Northern Territory.
- **Blackthorn Resources Limited:** Advising in relation to the potential expansion of its Perkoa Zinc Project in Burkina Faso, off-take agreement and AUS\$10 million placement to Glencore International AG.
- **Commonwealth of Australia:** Acting on Phase 1 of the airport privatization of Australian Airports.
- **Department of Defence:** Advising on Twofold Bay Facility.
- **Inpex Corporation (formerly Teikoku Oil):** Representing its oil and gas exploration activities in the Timor Sea including PRRT, environmental management, spill contingency plans and rig hire, wire logging and all associated agreement.
- **Mitsui Matsushima Australia:** Advising on the project financing for its Australian coal interests, sale of certain projects to Xstrata, and international marketing and sales arrangements.
- **NSW State Government:** Advising on Twin Rivers Sand Reclamation Project.
- **NT Gas:** Advising on a proposed gas stripping plant, and operational issues for Amadeus/Darwin gas pipeline.
- **Optus:** Advising on 2G & 3G mobile telecommunication rollout.
- **State Government of New South Wales:** Advising state government on a remote LNG facility in central Australia.

Native Title

- **Various clients:** Acting as lead negotiator for the negotiation of a commercial agreement between Aboriginal groups and BHP Billiton relating to native title and cultural heritage matters associated with the proposed expansion of the Olympic Dam uranium/ copper mine in South Australia.

Insights

- "New edition of ASX Corporate Governance Council's Principles and Recommendations Released ," March 27, 2019
- "Franchise Compliance: Franchising infringement notices and pizza," Dentons client alert, May 24, 2017
- "Changes to ASX listing admission requirements—effective 19 December 2016," Dentons client alert, December 21, 2016
- "A world-first for fintechs and innovation," Dentons client alert, December 16, 2016
- "Energy Update: Will the SA blackouts light the way for a bipartisan approach to energy policy?," Dentons client alert, October 19, 2016
- "Emissions Reduction Fund Safeguard Mechanism: setting baseline emissions levels," Dentons client alert, August 23, 2016
- "While you were voting...," Dentons client alert, July 7, 2016
- "The Australian Ideas Boom: foreign investors and entrepreneurs wanted!," Dentons client alert, March 31, 2016
- "Investing in Australian biotech and medtech projects: further details on the Biomedical Translational Fund," Dentons client alert, February 11, 2016
- "New funding opportunities for Health Tech the Biomedical Translational Fund," Dentons client alert, January

20, 2016

- "The 'ideas boom': benefits and opportunities arising from the government's innovation policy", Dentons client alert, December 9, 2015

Activities and Affiliations

- Member, Law Society of NSW
- Member, International Bar Association including Business Law Committee and Energy and Natural Resources Law Committee
- Past National President, Australian Mining and Petroleum Law Association
- Member, Australian Corporate Lawyers' Association
- Fellow, Australian Institute of Company Directors
- Member, Association of International Petroleum Negotiators
- Guest Lecturer, Mining Law, University of New South Wales

Areas of focus

Practices

- Capital Markets
- Equity Capital Markets
- Corporate
- Corporate Governance
- Mergers and Acquisitions

Industry sectors

- Energy
- Oil and Gas
- Mining
- Life Sciences

Education

- University of Adelaide, Bachelor of Laws

Admissions and qualifications

- New South Wales, Australia, 1989