

大成 DENTONS

Rail Infrastructure

Global

Grow | Protect | Operate | Finance

2023

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.

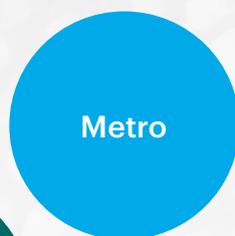
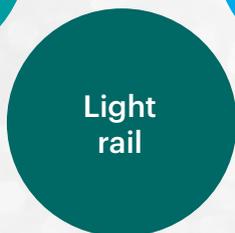
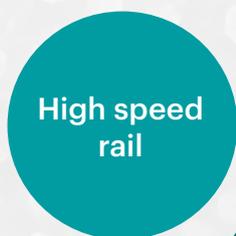
We leverage our strong rail practice towards the success of our clients. You want specialists with transport expertise, access to an experienced multijurisdictional team, and experts on the ground in the places you do business. Working with Dentons, you get all the skills our lawyers have developed representing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



Our success is yours



Chambers UK 2023

- Band 1 Transport: Rail, Scotland
- Band 2 Infrastructure: PFI/PPP, UK-wide
- Band 2 Transport: Rail: Franchising, UK-wide
- Band 2 Transport: Rail: Projects & Infrastructure, UK-wide
- Band 2 Transport: Rail: Rolling Stock, UK-wide

“The team is highly experienced, knowledgeable and professional.”

— Chambers UK 2023, Infrastructure: PFI/PPP, UK-wide

“Dentons react swiftly and professionally to our requests for support.”

— Chambers UK 2023, Transport: Rail, UK-wide



Chambers Europe 2023

- Band 1 Projects & Energy, Central & Eastern Europe and Czech Republic
- Band 1 Public Law, France
- Band 1 Public Procurement, Poland
- Band 2 Public Law: Public Procurement/PPP, Germany
- Band 2 Projects & Energy, Hungary
- Band 2 Projects & Infrastructure, Poland
- Band 2 Shipping, Turkey

“Law Firm of the Year Infrastructures”

— at the Legalcommunity Energy Awards, 2023

“Dentons goes above and beyond the expectations of a developer company client. They also focus on details, business risks and the technical background.”

— Chambers Europe 2023, Projects & Energy, CEE

“We are very satisfied with the services provided by the lawyers at Balçioğlu.”

— Chambers Europe 2023, Shipping, Turkey



Chambers Global 2023

- **Dentons ACAS-Law (Adepetun, Caxton-Martins, Agbor & Segun), Band 1** Projects & Energy, Nigeria
- **Dentons LEAD, Band 1**, General Business Law, Angola
- **Dentons, Band 2**, General Business Law, Antigua & Barbuda
- **Dentons, Band 2**, General Business Law, Equatorial Guinea
- **Dentons, Band 2**, Projects & Energy, Qatar
- **Dentons, Band 2**, Shipping: Finance & Non-Contentious, United Arab Emirates
- **Dentons, Band 2**, Shipping: Domestic, Singapore
- **Dentons EALC East African Law Chambers, Band 2**, General Business Law, Tanzania
- **Eric Silwamba, Jalasi & Linyama Legal Practitioners, Band 2**, General Business Law, Zambia
- **Dentons Mauritius LLP, Band 2**, General Business Law, Mauritius
- **Nextlaw Referral Network, Band 2**, Leading Law Firm Networks, Global Market Leaders

“Dentons ACAS-Law houses a very strong team of knowledgeable and highly qualified lawyers.”

— Chambers Global 2023, Projects & Energy, Nigeria

Chambers Latin America 2023

- **Band 2** Public Law, Venezuela
- **Band 2** Projects & Energy, Uruguay

“The service provided by Dentons Jiménez de Aréchaga has been excellent. They have profound knowledge of the matters on which they have advised us and their speed of response should be highlighted.”

— Chambers Latin America 2023, Projects & Energy, Uruguay

Chambers Canada 2023

- **Band 2** Transportation: Rail & Road, Nationwide - Canada

Projects and Energy Law Firm of the Year

“The team is very strong and business-orientated; they take an approach that focuses on getting deals done.”

— Chamber Canada 2023, Transportation: Rail & Road, Canada

Chambers USA 2022

- **Band 2** Transportation: Rail (for Railroads), USA - Nationwide

Chambers Asia Pacific 2023

- **Dentons, Band 1** General Business Law, Azerbaijan
- **Dentons, Band 1** General Business Law, Papua New Guinea
- **Dentons, Band 1** General Business Law, Uzbekistan
- **Dentons Rodyk & Davidson LLP, Band 2** Shipping: Domestic, Singapore

Legal 500 EMEA 2023

Africa

- **Dentons ACAS-Law, Tier 1** Shipping and transport, Nigeria, Africa
- **Dentons LEAD, Tier 1** Local firms, Angola, Africa
- **Eric Silwamba Jalasi & Linyama Legal Practitioners, Tier 1** Leading firms, Zambia, Africa
- **Dentons Hamilton Harrison & Mathews, Tier 1** Privatisation and projects, Kenya, Africa
- **Dentons (Mauritius) LLP, Tier 2** Leading firms, Mauritius, Africa

“The firm is equipped to meet the standards of responsiveness required by local and international clients. In commercial terms, they always try to find the best fit for the client, notably in regards to fees, invoicing and billing. In a nutshell, a top notch team led by high quality individuals.”

— Legal 500 Africa 2023, Local Firms, Angola (Dentons LEAD)

Europe

- **Tier 1** Transport, Turkey
- **Tier 1** Projects and energy, Czech Republic and Hungary
- **Tier 1** Administrative and public law, France
- **Tier 1** Leading firms, Azerbaijan and Uzbekistan
- **Tier 1** Public procurement, Poland and Germany

“Brilliant lawyers with extensive experience, business vision, commercial sense, problem-solving abilities. I was very satisfied.”

— Legal 500 Europe 2023, Commercial, Corporate and M&A, Turkey (BASEAK)

Middle East

- **Safwan Moubaydeen Law Firm in association with Dentons, Tier 1** Projects and energy, Jordan
- **Dentons, Tier 2** Projects and energy, Oman
- **Dentons, Tier 2** Shipping, Oman
- **Dentons, Tier 2** Infrastructure and projects (including project finance), United Arab Emirates

“Excellent team, great diversity and very responsive. Overall it was a pleasure to work with such a commercially minded team that deliver every time.”

— Legal 500 Middle East 2023, Projects & Energy, Oman

“Dentons is precisely the kind of law firm that we wish to have as a partner in business.”

— Legal 500 Middle East 2023, Projects & Energy, Jordan

Legal 500 UK 2023

- **Tier 1** Rail, London
- **Tier 2** Transport finance and leasing, London
- **Tier 2** Infrastructure, London
- **Tier 2** Projects, Scotland
- **Tier 2** Transport, Scotland

“In the rail market Dentons has a team with long experience in all aspects of the industry”

— Legal 500 UK 2023, Transport: Rail, London

“They are prepared to be challenged and work through the issues together.”

— Legal 500 UK 2023, Transport, Scotland

Legal 500 Latin America 2023

- Dentons Cardenas & Cardenas, Tier 2 Projects, Colombia
- Dentons Cardenas & Cardenas, Tier 2 Public law, Colombia
- Dentons, Tier 2 Projects and infrastructure, Costa Rica
- Dentons, Tier 2 Projects and energy, Uruguay
- Dentons, Tier 2 Public law, Venezuela

“The team dedicated to infrastructure is excellent (...). They are always kind, attentive and very quick to respond.”

— Legal 500 Latin America 2023, Projects, Colombia

Legal 500 Asia Pacific 2023

- Link Legal, Tier 1 Projects and energy, India
- Dentons Kensington Swan, Tier 1 Transport (rail, road, air and sea), New Zealand
- Dentons Rodyk, Tier 1 Projects and energy: local firms, Singapore
- Dentons, Tier 2 Projects and energy: PRC firms, China
- Dentons, Tier 2 Shipping: PRC firms, China
- Hanafiah Ponggawa & Partners, Tier 2 Shipping, Indonesia
- Zain & Co, Tier 2 Projects and energy, Malaysia
- Dentons Kensington Swan, Tier 2 Projects and resources management (including environment), New Zealand
- Dentons Rodyk, Tier 2 Shipping: local firms, Singapore

“Dentons has a great client-based focus, taking time to understand your drivers and key concerns.”

— Legal 500 Asia Pacific, Transport, New Zealand

“Providing right guidance, timely services and not recommending unnecessary matters. Research and in-depth understanding on the matter makes the representation more effective.”

— Legal 500 Asia Pacific, Projects & Energy, India (Link Legal)

Rail operators and investors trust us

WESTERN EUROPE

Ile de France Mobilités: Advising on the organization of the tender procedure(s) for the concession contract(s) relating to the operation of 3 new metro lines of the “Grand Paris Express” (automatic metro network under construction) under an O&M/concession contract. **It is the first time that such contracts will be awarded after a call for tenders ending the public operator’s monopoly.**

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.

Vinci-led consortium “SEA GIE”: Advising the contractor’s consortium on the construction and operation of the 340-km *Sud Europe Atlantique* high-speed rail project connecting French cities Tours and Bordeaux, the **largest railway project in Europe.** The project was completed in 2017.

SNCF Mobilités: Advising on the tender process for the attribution of the concession for the operation of the Alpine Rail highway.

SNCF: Advising from 2013-2014 on an innovative and deconsolidating structure for the financing of rolling stock in the framework of its mission as operator of rail transport in Ile-de-France (in particular, analyzing the “ROSCO” structure and an “in house” structure).

SNCF: Advising on the financing of the acquisition of rolling stock necessary for the operation of the Atlantic rail highway (connecting the Tarnos and Dourges terminals).

SNCF: Advising on the monetization of receivables due by the STIF, through the issue of bonds listed and admitted for trading on Euronext Paris, arranged by Natixis and Crédit Agricole Corporate and Investment Bank.

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.

Financial lessor (crédit bailleur): Advising on a finance leasing contract for the financing of rolling stock for the first tramway line of the Tours agglomeration.

Financial lessor (crédit bailleur): Advising on a finance lease for the financing of the acquisition of 10 autorail trains affected to the regional rail transport public service of Poitou-Charentes.

Financial lessor (crédit bailleur): Advising on a finance lease for the financing of the acquisition of rolling stock for the transport of passengers in the Alsace region.

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.

Banca IMI and Monte dei Paschi di Siena: Advising on project finance facilities for the construction of the Latina Municipality Urban Mass Light Railway Transportation System. This represented **the first project finance transaction in the urban light rapid mass transportation sector in Italy.**

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.

MTR Corporation (Crossrail) Limited: Advising on the concession to operate Crossrail, having supported MTR on its successful bid in 2014.

Transport for London: Advising on its delivery partner contract for its program of track renewals and maintenance works, a framework representing a new approach for TfL to its track renewal and maintenance program.

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-maintenance 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.

Arriva RP Sp. z o.o.: Advising and representing before Polish courts in connection with claims and appeals related to various tenders on public passenger transport service.

Gmina Miasta Sopot (City of Sopot): Advising, in cooperation with the law firm Krupa Srokosz Patryas (KSP), on the preparation and the implementation of a city centre revitalization project involving a PPP in the popular seaside resort near Gdansk. The project includes the revitalization of the railway station, owned by PKP (Polish railway company), and involves the design, financing, construction, maintenance and operation of the facilities.

Rubau Polska: Representing in disputes against PKP PLK regarding contract performance for the design and construction works related to the modernization of railway lines in Poland.

CIS

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 south-eastern 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

In 2020, Dentons was appointed to the panel of China Railway Construction Heavy Industry Corporation Ltd. (CRCHI).

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.

Beijing Municipal Commission of Transport: Advising on the Rail Transit PPP project with respect to the New Airport Line in Beijing, China.

Tai Zhou Rail Transit Construction Development Co. and Beijing Heming Investment Consulting Co.: Advising on the PPP Project Phase I/Line S1 of Taizhou Municipal Railway, **the first municipal railway project using the PPP mode in China**.

Focus on e-mobility

French Ministry of Transport/Ecology: Advising on the award of a concession contract regarding the RCEA road, with a barrier-free toll collection system, known as “free flow” toll collection.

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.

Stadler Polska: Advising on a tender for the purchase of 12 FLIRT electric multiple units, where passengers will be able to use electric sockets, Wi-Fi and mobile telephone signal amplifiers.

PKP Polskie Linie Kolejowe: Advising on the financial and legal ramifications of a PPP venture with respect to the development of small railroad traffic control centers (LCS).

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.

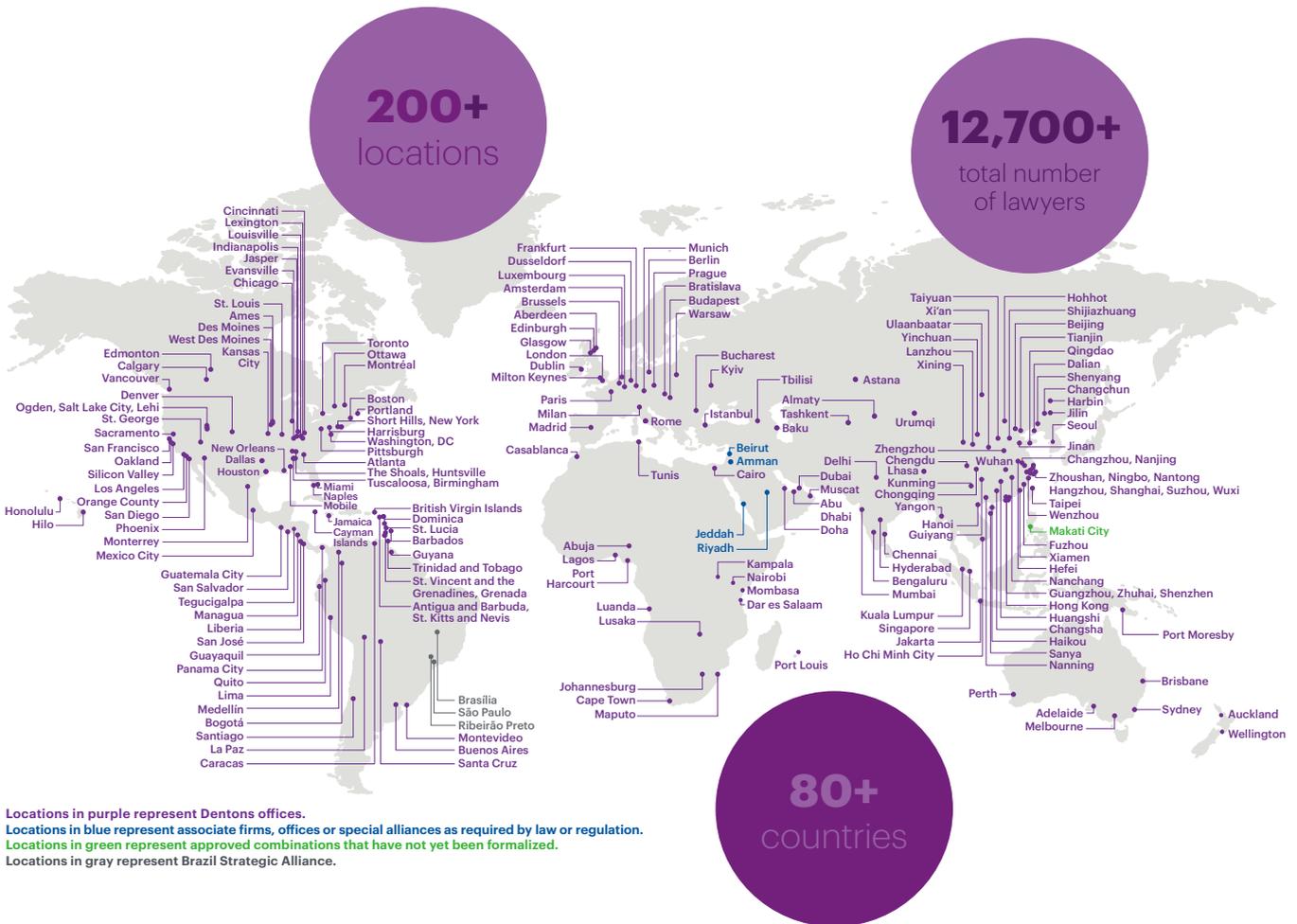


Dentons on your side

Dentons – 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.



ABOUT DENTONS

Dentons is designed to be different. As the world's largest law firm with 20,000 professionals in over 200 locations in more than 80 countries, we can help you grow, protect, operate and finance your business. Our polycentric and purpose-driven approach, together with our commitment to inclusion, diversity, equity and ESG, ensures we challenge the status quo to stay focused on what matters most to you.

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