

A leading firm for:

Banking & Finance

Capital Markets

Construction

Corporate/M&A

International Arbitration

Projects & Energy

Project Finance

Real Estate

Allens Arthur Robinson TSMP is a joint law venture (**JLV**) between international law firm Allens Arthur Robinson (**Allens**) and Singapore-based law firm TSMP Law Corporation. The 50-lawyer JLV is able to provide English and Singapore law advice, in addition to the existing international capabilities of Allens. Our lawyers in Singapore work together with our locally qualified lawyers in Asia to offer seamless legal services on international transactions and projects involving multiple jurisdictions in the region.

Key practice areas include:

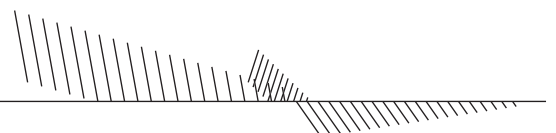
- corporate and commercial (including M&A, capital markets, funds management and REITs);
- banking and finance (including project finance, structured finance, asset finance and derivatives);
- projects (particularly in the energy, resources and infrastructure sectors); and
- international/regional arbitration.

Allens Arthur Robinson

Allens is an international law firm with 15 offices in Australia, South East Asia and China. We have over 890 lawyers including 193 partners. We have been providing legal services for clients in Australia for more than 180 years and in the Asia region for more than 30 years.

Allens has lawyers based in Bangkok, Beijing, Hanoi, Ho Chi Minh City, Hong Kong, Jakarta, Phnom Penh, Port Moresby, Shanghai, Singapore and in all major Australian capitals. We also have a regular secondees based in Japan and extensive experience in the Philippines and Korea. As part of our expansion into Asia, we have recently formed a strategic alliance with leading Malaysian law firm Raja Darryl & Loh.

Our Singapore office was established more than 25 years ago to serve South East Asia and today operates as a hub for Allens' extensive South East Asian network, covering Cambodia, Indonesia, Malaysia, Thailand and Vietnam.



TSMP Law Corporation

TSMP was founded in 1998 by Dr Thio Su Mien who had previously been the Senior Partner at Drew and Napier, one of the largest law firms in Singapore, and Dean of the Law Faculty in Singapore. TSMP is a highly regarded boutique corporate and commercial law firm in Singapore, with expertise in both transactional and dispute resolution work.

Our experience in Singapore

The two practices that have recently come together to form Allens Arthur Robinson TSMP have been involved in many significant and high profile deals in Singapore in recent years, including the following:

Corporate/M&A – Acted for the bidders in the privatisation of Tuas Power, which is part of the Singapore Government's initiative to privatise the power sector. Advised ASTI Holdings Limited on its successful takeover offer for publicly listed Flextech Holdings Limited; copper supply company Advance SCT Limited on its takeover of Green World Holdings Limited; an international real estate conglomerate in relation to a potential acquisition of a fund management business in Singapore (including a REIT); and Dyno Nobel in relation to its acquisition of a substantial stake in Fabchem China, a Singapore-listed explosives company.

Capital markets – Acted for several companies on their IPOs in recent years including a current transaction for a large shipping company whose shares will be offered in the US. We have also acted for the issuer manager on the IPO (by way of dual listing) of multinational shipping company Omega Navigation and as Singapore counsel to Pacific Internet Limited on its listing in 1999 on the US NASDAQ exchange, the first Asian Internet company to do so. We also regularly advise on offers to institutional and sophisticated investors in Singapore and in the region.

Banking & finance – Acted for the arranger and lenders in a proposed US\$250 million rescue credit facility package to re-finance certain maturing borrowings of an international shipping group; and a UK-based company in the EUR4.69 billion and US\$2.469 billion financing of its acquisition of a petrochemicals group. Acted for a Singapore-listed hospitality and real estate company on a S\$460 million financing of its acquisition and development of a grade A office site in prime Raffles Place in Singapore; and for YA Global Investments, a New York hedge fund, for an equity line of credit product provided to listed companies in Singapore and Malaysia.

Infrastructure/construction – We regularly advise construction and engineering companies such as Japanese construction company Penta-Ocean Construction, major South Korean construction company Hyundai Engineering & Construction Co, Italy's Permasteelisa, and French specialist engineering company Soletanche Bachy. We represent and advise the Singapore Institute of Architects, the Professional Engineer's Board and the Real Estate Development Association of Singapore.

Real estate/property development – Advised a number of large property developers on a range of real estate acquisitions and developments across Singapore, including the following developments: Pinnacle Collection, Seascape, The Turquoise, Northstar@AMK, The Adara, The Ambra, The Azzuro, The Florentine, The Orange Grove, The Verte, and the en bloc purchase of the Aura Park condominium.

Funds management/REITS – Acted for preferred bidders in relation to potential new industrial property REIT in Singapore which was tendered out by the Singapore Government; an international real estate conglomerate in relation to a potential acquisition of a fund management business in Singapore (including a listed REIT); and Babcock and Brown as sponsor on the Singapore IPO of the Babcock and Brown Structured Finance Fund and on the establishment of the funds management joint venture between Macquarie Goodman and Ascendas as a precursor to float of the A-REIT property trust, Singapore's second listed real estate investment trust.

Ship financing – Acting for a wide range of financiers active in the shipping industry on bilateral and syndicated loan transactions including local banks (such as DBS Bank Ltd, United Overseas Bank, Oversea-Chinese Banking Corporation and Malayan Banking Berhad) and international banks specialising in ship finance such as Nordea Bank and Fortis Bank.

Our experience in South East Asia

In addition to our work in Singapore, our Singapore office acts as a regional hub, providing legal services to projects and transactions throughout South East Asia and supporting our other offices in the region. Recent regional deals in which our Singapore office has had a key role include:

Corporate/M&A – Acted for State-owned insurer Vietnam Insurance Corporation (Bao Viet) in relation to the equitisation and sale of a 10 per cent stake in Bao Viet to HSBC, valued at approximately US\$255 million; STAR TV's acquisition of a 20 per cent stake in Indonesian national terrestrial television broadcaster, PT Cakrawala Nadalas Televisi (ANTV), and the formation of a related joint venture in Indonesia; ANZ on the establishment of ANZ Royal Bank Cambodia and in its MYR 2.4 billion acquisition of an interest in AmBank, Malaysia's fifth largest bank; Hutchison on a US\$500 million sale and leaseback financing in Indonesia; Macquarie Global Property Advisors on its Baht 286 million acquisition of an interest in Siam2you Public Company; Mondi AG on its acquisition of manufacturing and distribution businesses in Thailand; and Macquarie International Infrastructure Fund on its acquisition of a stake in Taiwan Broadband Communications.

Oil & gas – Acting on many of the region's high profile oil and gas developments on concession agreements, exploration arrangements, investment structures, project development, mergers and acquisitions, financing, sales arrangements and international law issues. Projects on which we have advised include: Chevron's Chuangdongbei sour gas project onshore, PRC, Total's acquisition of the downstream assets of Shell Cambodia, the Bayu-Undan LNG project, the Greater Sunrise fields, the Cambodia/Thailand overlapping claims dispute, the Cooper Basin gas project, and Singapore Power in connection with the Indonesia to Singapore gas transmission pipeline.

Energy & resources – Advised BHP Billiton in number of mineral exploration/development projects including: an acquisition of one-third of a US\$3 billion alumina refinery and bauxite mine in Guinea, West Africa; the establishment of a joint alliance with PT Antam Tbk to explore the joint development of extensive nickel laterite resources on the eastern Indonesian islands of Halmahera and Gag Island and potentially ore bodies elsewhere; and the preparation and negotiation of a Government concession agreement covering the Mondulkiri province of Cambodia. Advised Rio Tinto on several joint venture projects in hydrogen power, carbon sequestration and aluminium smelters in Abu Dhabi and Malaysia. We are also acting for the Keppel Corporation on the largest waste-to-energy project in South East Asia.

Infrastructure and other major projects – We advised leading corporates, governments and financiers in connection with road, rail, aviation, water, hospital, port and other infrastructure projects throughout the region including the PT PGN Tbk US\$350 million financing of the South Sumatra West Java Gas Transmission Pipeline in Indonesia; Machang Bridge and the Daegu-Busan Expressway projects in South Korea; a BOT water sanitation projects in Ho Chi Minh City and Hanoi; the STAR Light Rail Transit Project in Malaysia; the Sabah water treatment and distribution facilities in Malaysia; and the Port Moresby port, PNG.

Banking & finance – Acting for ANZ on numerous banking and finance transactions including a recent US\$45 million syndicated loan to a Vietnamese State-owned enterprise. Acted for issuers, investment banks (including UBS and Merrill Lynch) and international investors on various convertible bond issues, including by Alumina Ltd, Industrea Limited and Hillgrove Resources Limited. Advised on project finance transactions including the Deutsche Bank oil and gas appraisal facility in Vietnam, the Biogold processing facilities in Shandong China and the Phu Kham copper-gold project in Laos. Advised on various structured, asset and acquisition financing transactions including for MBIA on the first ever Malaysian credit wrap by a monoline insurer; Royal Bank of Scotland on the US\$50m financing of lease receivables relating to mining equipment in Indonesia; advising Ericsson Credit AB on limited recourse vendor financing projects in Indonesia, Bangladesh, Cambodia and Singapore; Somerset Grand Apartments in Shanghai; and the refinancing of the Supermal Karawaci retail mall and e-centre in Indonesia.

Regulatory reform – We regularly work with regional governments and multilateral agencies on legislative reform and industry restructuring programs, including electricity industry reform in China, the Philippines, Indonesia, PNG and Australia, gas industry development and reform in Singapore, Cambodia, Australia, and Public Private Partnerships' policy development for infrastructure projects in Hong Kong, Cambodia and Australia.

Leading international law firm

Allens' strength in the region, and the calibre of our lawyers, have been recognised by independent international surveys as among the world's best:

A leading firm for Projects, Infrastructure & Energy; Investment Funds: Real Estate; and Investment Funds: Registered Funds (Asia-wide)

Chambers Asia 2009

A leading firm for Projects & Energy; Banking & Finance; and Corporate/M&A (Singapore)

Asia Pacific Legal 500 2008-09

One of the top two firms for Asia-Pacific M&A (ex Japan)

Thomson Financial 2008

One of the world's top 10 firms for Project Finance

Dealogic 2008

TSMP has similarly been recognised for its work in the Singapore market:

Recommended Firm – Corporate/M&A and Banking & Finance

PLC Which Lawyer? Yearbook 2008

A leading firm for Corporate/M&A; Banking & Finance; and Dispute Resolution: Litigation

Chambers Asia 2009

A ranking firm for Banking, Finance and Capital Markets; Corporate/M&A; Dispute Resolution; Intellectual Property; International Arbitration; Projects and Energy; Real Estate and Construction; Shipping; and TMT

Asia Pacific Legal 500 2008-09

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