

Corporate M&A

The job of our Corporate M&A team is to get to the point. Talk is cheap. We prove it. That means, results count. You need this kind of attitude in our markets to get something done. It is perhaps the most important core value of our Corporate M&A team, and of our firm as a whole. We never give up.

We advise Governments on legal reform and assist state owned enterprises and Government departments with their transactions and privatizations. Those relationships make us the first choice for business and investment licensing, with an outstanding track record to prove it.

The track record of our firm speaks volumes. We were selected to work on some of the region's largest and most complex market entries, joint ventures and acquisitions. Our quality and our dedication is trusted by the world's leading financial institutions, multinationals and Government authorities.

Our Corporate M&A team benefits greatly from its synergy with our innovative Tax team. We are able to structure corporate transactions in a tax efficient manner, a crucial advantage.



Cambodia
Indonesia
Laos
Myanmar
Vietnam

"VDB really know the minutiae, but also the way that things really work in practice."

- Chambers and Partners

ACQUISITIONS AND DISPOSALS

- ▶ Assisted the Japanese Government in its acquisition of a shareholding in the Thilawa SEZ development company
- ▶ Assisted on Myanmar, Cambodian, Vietnam law and the Asian tax structure in connection with the disposal of all the Asian subsidiaries of a Dutch multinational engineering company
- ▶ Disposal of a US\$50 million hospitality asset in Yangon, Myanmar, acting for the seller
- ▶ Acquisition and financing of a US\$28 million hospital in Indonesia
- ▶ Advising on the proposed acquisition of a producing gas asset and a pipeline asset to be disposed by a Fortune 500 oil and gas company
- ▶ Acquisition of a cluster of tower companies in Vietnam, acting for the purchaser
- ▶ Advised on the purchase of an equity interest in a fiber optic cable company, which owns and operates fiber assets in Cambodia and Myanmar, on matters related to due diligence and transaction documentation
- ▶ Assisted a global industry leader in the acquisition of a US\$100+ million infrastructure asset in Myanmar



FOREIGN INVESTMENT

- ▶ Multibillion dollar greenfield market entry and licensing of one of the two first foreign mobile network operators in Myanmar
- ▶ Acquisition of a US\$300 million nickel smelter project in Indonesia
- ▶ Advised a South Asian commercial airline on setting up their presence in Myanmar
- ▶ Advice in connection with the renegotiation of a mineral mining concession in Laos, the largest foreign investment in the country
- ▶ Advised global e-payment services company on market entry into Myanmar
- ▶ Secured the licenses and assisted with the market entry of a foreign bank in Cambodia
- ▶ Secured licenses and implemented the market entry in Myanmar for the numbers 1, 2 and 3 global market leaders in data networking and telecommunications equipment
- ▶ Acted for a Southeast Asian bank, one of the winners of the foreign banking license, to register their branch in accordance with the requirements of the Central Bank of Myanmar
- ▶ Obtained license for a securities company in Myanmar, authorized to deal on the Yangon Securities Exchange
- ▶ Obtained MIC permit and all other licenses for two tower companies in Myanmar
- ▶ Assisted a regional market leader in logistics services in establishing a presence in Myanmar
- ▶ Represented a European chemical concern for its greenfield investment in a paint factory in Myanmar
- ▶ Acting on the investment in a greenfield steel products manufacturing facility in Myanmar
- ▶ Obtained the MIC permit and other licenses for a high-technology information carrier business

"...vast knowledge of the local culture and legal framework, and policies of the country!"
- Legal 500

JOINT VENTURES

- ▶ Acted for a large state-owned enterprise in Myanmar to administer a tender, negotiate the joint venture agreement with the winner and incorporate a joint venture with an independent energy company in the aviation fuel sector
- ▶ Acted for a global beer brand on its market entry and joint venture in Myanmar for the production, logistics and distribution of beer products
- ▶ Acting for local multi-million dollar energy distributor in local JV negotiations with foreign investor
- ▶ Assisted with the restructuring of assets and IP worth US\$28 million into a new corporate structure with a foreign joint venture in the alcoholic beverages sector
- ▶ Assisted a foreign investor with its investment and joint venture for one of the largest shopping malls in Cambodia
- ▶ Advised a high profile real estate joint venture comprising 6 residential towers on the structure, joint venture documentation, financing and licensing in Myanmar
- ▶ Local counsel for global consumer goods giant in a multi-million dollar JV with local partner and financial investors in Myanmar

PRIVATE EQUITY

- ▶ Advising a real estate private equity fund on land, corporate structuring and tax controversy matters in Cambodia
- ▶ Assisted Japanese PE group in multi-million dollar debt and equity investment in local Myanmar PE company
- ▶ Advising and opining on the Cambodia and Vietnam law issues of the formation and operation of an investment fund
- ▶ Sale of two resort islands on the coast of Cambodia, acted for the seller, a real estate PE fund
- ▶ Acquisition by a real estate PE fund of US\$40 million worth of assets in Vietnam
- ▶ Local counsel in a multi-million dollar restructuring of the Myanmar partner and a global consumer goods company

RESTRUCTURING

- ▶ Currently providing structuring advice to a leading Japanese consortium in its construction of an offshore supply base and port infrastructure
- ▶ Corporate workout of a US\$100 million holiday resort project in Cambodia
- ▶ Assisted clients with legal proceedings involving an insolvent mobile operator in Cambodia
- ▶ Advised a state-owned telecom operator in Myanmar on restructuring its operations

CAPITAL MARKETS

- ▶ Engaged on two of the first IPOs on the Yangon Securities Exchange
- ▶ Restructured the owner of a transmission line before its IPO on the CSX in Cambodia
- ▶ Assisted with listing and restructuring of a company, on AIM, London Stock Exchange
- ▶ Assisted both with capital market transactions and bond market transactions for the Myanmar portion of a number of prospectuses lodged in overseas stock markets



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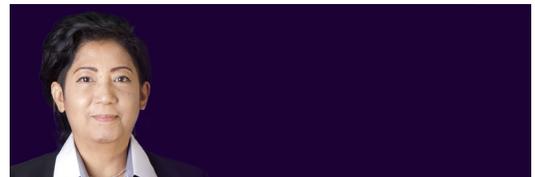
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