

WATSON FARLEY  
&  
WILLIAMS

ECA TRANSACTIONS



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## WATSON FARLEY & WILLIAMS: KEY FACTS

150+  
PARTNERS

ESTABLISHED  
1982

14  
OFFICES

500+  
LAWYERS

11  
COUNTRIES

20+  
LANGUAGES  
SPOKEN

## OUR WORK ON ECA TRANSACTIONS

Watson Farley & Williams has worked on transactions supported by export credit agencies (ECAs) for many years. As well as advising ECAs directly, we regularly work with them as specialists on large, complex or high risk financings in various industry sectors across the world.



"WELL-REGARDED INTERNATIONAL ASSET FINANCE GROUP... ESPECIALLY ACTIVE WORKING WITH ECAS..."

CHAMBERS GLOBAL 2015

### Truly integrated international capability

The firm operates from international offices in Europe, Asia and the USA, but we provide efficient, commercially focused advice to clients across a much larger geographical area.

Experienced and pragmatic, we have worked on ECA-backed transactions involving ECAs based in Europe, North America, Japan, China, South East Asia, Latin America, Africa and Australia on the financing of assets and projects in an even wider variety of jurisdictions.

### Value-added advice

Delivering high quality legal advice, our lawyers also make use of extensive experience to provide advice with genuine added value, key features of which include:

- global specialist reach with sector driven expertise
- thorough understanding of ECA financings
- integrated cross-border advice
- market-leading advice.

### Sector focus

Since our inception, our specialist financing lawyers have developed skills and gained in-depth experience working within particular sectors. These include:

- maritime
- offshore oil & gas
- energy
- natural resources
- transport (aviation, rail, ground)
- ICT and telecommunications.

The broad range of our work with commercial lenders, dedicated ECA teams and with the ECAs themselves enhances our ability to advise on complex and often innovative financing arrangements, and adds to the value we can bring when advising on projects in the fields we know best.

### Working on ECA transactions

Our teams draw on their experience acting for ECAs and on ECA-related transactions to provide clear and consistent advice on ECA financings. We understand the needs of all parties involved, having acted in an ECA environment for:

- commercial banks
- ECAs
- borrowers
- lessors
- developers and investors.



### Broad financing experience

Working on a wide range of transactions commonly benefiting from ECA support, we utilise our experience in:

- asset finance
- project and structured finance
- export and trade finance
- securitisation
- off balance sheet financing
- credit enhancement structures and products
- receivables financing.

### Tax

With tax professionals acting across our international offices, we act on tax issues relating to ECA-backed transactions, in particular on the coordination of tax structured finance transactions in various asset classes.

### Restructuring

Experienced in restructuring, workouts and enforcements, including in relation to loans benefiting from ECA support, we handle all forms of transactions in this field from global debt restructurings to more discrete covenant cure transactions.

### Litigation and arbitration

In conjunction with the non-contentious teams our litigation and arbitration lawyers have worked on the repossession of assets for lenders and ECAs alike.

## SELECTED ECA EXPERIENCE

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### MARITIME

#### FINLAND – NEWBUILD

Advising ING Bank on a US\$160m post-delivery Finnish Export Credit Ltd and Finnvera plc backed loan facility for two new multi-functional ice-breaking supply vessels for the Sovcomflot Group to be operated as part of the “Sakhalin-1” project in Russia.



#### BRAZIL OFFSHORE SUPPORT

Advising a European bank on a series of standby letter of credit facilities for an offshore supply vessel operator building ships in Brazil, with support from BNDES.

#### ITALY-MOZAMBIQUE TRANSHIPMENT VESSELS

Advising on the US\$90m SACE export credit-backed pre- and post-delivery financing made available to Coeclerici Mozambico to finance two transshipment vessels under construction which are to be chartered to a Mozambique company.



#### GERMANY/CHINA – FINANCING

Advising KfW IPEX-Bank and The Export-Import Bank of China on a US\$75m term facility to J. Lauritzen A/S in relation to the financing of three 50,200 DWT chemical/product oil tankers, which also benefits from Sinasure support.



#### KOREA – CONTAINERSHIPS

Acting for a Japanese Bank on a US\$866m pre- and post-delivery senior and junior loan facility (incorporating KEXIM loans) for the financing of six containerships.

#### ITALY – CRUISE SHIP

Acting for CA-CIB, HSBC, KfW-Ipex and Société Générale in relation to the SACE-backed financing of the 738-passenger luxury cruise vessel under construction at Fincantieri in Italy.

#### FINNISH ECA – CRUISE SHIP

Advising TUI Cruises GmbH in connection with a €380m post-delivery Finnish ECA financing of 80% of the construction cost of a cruise ship. The facility is guaranteed by Finnvera plc and a syndicate of banks led by Citibank.

#### FRENCH ECA – CRUISE SHIP

Advising Royal Caribbean Cruises Ltd on the construction and purchase of a mega-cruise vessel, and in connection with related ECA-supported €892m post-delivery financing, which benefits from a COFACE guarantee.

#### FINLAND – CROSS CHANNEL FERRY

Advising the lenders and lessor in connection with the implementation of two French tax leases for a cross-channel ferry company, incorporating export credit loans supported by Finnvera.

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### CHINA – CONTAINER VESSEL

Advising HVB on the US\$20m financing to the Doehle Group for the financing of a 1,350 TEU container vessel under construction at Jiangsu Yangzijiang Co, Ltd. Other parties involved include China Exim Bank.

### JAPAN (JBIC)

Advising JBIC in relation to the legal position in the UK, Liberia and Russia regarding a then anticipated reorganizational restructuring involving questions of mortgage law and intellectual property.

### ITALY – SIX VESSEL FINANCING

Advising the Intesa Sanpaolo group on the US\$80m financing of a fleet of river-sea tankers to transport petroleum products. The deal involved six jurisdictions, and SACE acted as both corporate guarantor and insurer.

### JAPAN – JBIC AND NEXI SUPPORT

Advising a shipping group in relation to facilities of US\$55,728,00 provided by JBIC, with Société Générale as co-financing lender and involving a NEXI insurance product for the financing of two newbuilds at Oshima shipyard.

### ITALY – SACE SUPPORT

Advising BNP Paribas on the security package relating to a 10-year senior secured credit facility of up to US\$200m to Navigazione Montanari S.p.A. with support from SACE.



### KOREA – NEWBUILD VESSEL

Advising on a US\$102.75m term loan backed by K-Sure for post-delivery financing for the purchase by UMM Salal Limited of a newbuilding 13,100 TEU container vessel.

### NORWAY – PASSENGER FERRY

Advising on the sale and lease-back of a passenger ferry, which shall be acquired for €32m (total equity of €1.1m and total debt financing of €22.5m granted by Eksportfinans ASA) and leased back to the seller by way of bareboat charter for 16 years.



### KOREA (KEXIM)

Advising KEXIM and commercial lenders on a facility of US\$620.9m arranged by CA-CIB, KEXIM and Korea Ship Finance for a sale and lease-back of four container ships for Hyundai Merchant Marine.

### KOREA – K-SURE BACKED LOAN

Advising Teekay on a US\$388m senior KEIC-backed loan facility and US\$60m junior facility made available to finance the purchase price of four 109,000 DWT shuttle tankers.

### OFFSHORE OIL & GAS NORWAY/KOREA – US\$1.35BN FACILITY

Acting for DNB on a KEXIM and GIEK supported US\$1.35bn loan to Ocean Rig in respect of three ultrawater drillships under construction at Samsung Heavy Industries in Korea.

### NORWAY/KOREA – ICE-CLASS DRILLSHIP

Advising Citibank in connection with a US\$850m pre- and post-delivery financing for an ice-class drillship. The financing involved export credit support from Eksportfinans ASA and KEIC as well as commercial bank financing.



### KOREA – US\$143M FINANCING

Advising on and drafting of loan facility documents for KEXIM in relation to a US\$142.377m ship financing for two new VLCCs to be built by STX Pan Ocean.



### NORWAY/CHINA – DRILLING RIGS

Advising Citibank N.A in connection with a co-financing loan of up to US\$335.6m with China Exim and Eksportfinans of Norway to finance the acquisition of a semi-submersible drilling rig.

### KOREA – EIGHT VESSEL FINANCING

Advising Citigroup, Deutsche Bank, Fortis and SMBC as mandated lead arrangers in relation to an KEIC-backed US\$625m facility to the Stolt Nielsen group to finance eight product tanker newbuildings at SLS Shipbuilding in Korea.

### KOREA – \$1.125BN ECA-BACKED LOAN FACILITY

Advising Golar LNG Limited on a US\$1.125bn facility (including a K-Sure guarantee of the commercial bank tranche) to fund the first eight of 13 LNG and FSRU newbuildings under construction at Samsung, South Korea.

### KOREA – SENIOR AND JUNIOR FACILITIES

Advising CA-CIB on the US\$41.4m senior KEXIM buyer credit facility and a US\$14.7m Calyon junior loan facility to Geogas Maritime SAS.

### KOREA – SALE AND LEASEBACK

Acting for a syndicate of banks led by Nordea Bank Finland Plc and including KEXIM in relation to debt facilities of US\$63m for Korea Ship Finance, which will finance the sale and leaseback of two MR product tankers.

### NORWAY – OFFSHORE SUPPORT VESSEL

Advising CIC in relation to an export credit facility provided by Eksportfinans and guaranteed by GIEK, as well as a supporting commercial bank facility to finance an offshore support vessel constructed in Norway.

### SHIPPING CORPORATION OF INDIA

Advising Shipping Corporation of India on a US\$104m loan for two very large crude carriers built in Korea, a KEXIM and commercial banks co-financing arranged by ANZ.



### NORWAY – REFINANCING FACILITY

Advising Golar LNG Limited on the US\$125m refinancing of m.v. GOLAR FREEZE, an FSRU. The facility was provided by a syndicate of lenders and supported by Eksportfinans ASA and GIEK.

### ITALY – FPSO

Advised Armada Oyo Ltd on securing a five-year US\$190m limited recourse loan facility with a club of seven MLAs for an FPSO undergoing conversion. SMBC acted as structuring bank, documentation bank and SACE coordinator on behalf of the MLAs.

### ENERGY & NATURAL RESOURCES

#### NORWAY – HYDRO POWER PROJECT

Advising GIEK, the Norwegian export credit agency, on a claims cooperation agreement relating to the financing of a hydro power project.

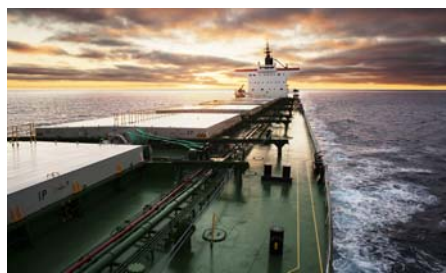
### CHINA – TWO VLCCS

Advising China Exim on a bilateral loan of up to US\$146m made available to Frontline, the world's largest tanker group, to finance two 297,000 DWT VLCC tankers being built in China at Shanghai Waigaoqiao.



### CHINA – SINOCEM DRILLSHIP

Advising China Exim, Fortis Bank Rotterdam and NIBC on a US\$170m co-financing to finance two VLCCs currently under construction in China and fixed on long term time charter to Sinochem.



### DENMARK

Advising the mezzanine lenders on the EKF-backed Cape Wind offshore wind project in the USA.

### CHINA – US\$213M FINANCING

Advising ING and China Exim on a US\$213m co-financing for four tankers to be constructed at Bohai for Teekay.

### KOREA – OIL TANKER

Advising KEXIM on its participation in a syndicated loan with a European bank to finance the acquisition of an oil tanker being built in China.

### KOREA/GERMANY

Advising KEXIM and Euler Hermes on the "Barka 3" and "Sohar 2" IPPs in Oman, for which KEXIM also provided direct loans and a guarantee.

### AFRICA – ISLAMIC FINANCE

Advising African Export-Import Bank on an Islamic financing for a gum producer.



### JAPAN – IPP POWER PROJECT

Advising JBIC and NEXI on a bid for the Sur IPP power project in Oman.

### DENMARK/GERMANY

Advising a group of seven commercial lenders, two ECAs (Euler Hermes and Export Kredit Fonden) and the European Investment Bank on the €869m financing of the second and third phases of C-Power's offshore wind farm Thornton Bank.

### AFRICA – GAS FIRED POWER PLANT

Advising African Export-Import Bank as lead arranger on the project financing of a US\$600m gas fired power plant in Akwa Ibom State, Nigeria.

### GERMANY/USA – MINERAL SANDS

Advising the lenders benefiting from a Hermes, EDIC and MIGA guarantees in respect of the "Moma" mineral sands project in Mozambique.

### GERMANY – NUCLEAR POWER

Advising a German bank on an export finance facility supported by Euler Hermes for the construction of a nuclear power plant in the Czech Republic.



### AFRICA – OIL MAJOR

Advising African Export-Import Bank on a revolving invoice discounting facility, in order to provide finance for corporates carrying on business with oil majors in Nigeria, Angola and other eligible African countries.

### CANADA/EDC – POTASH EXTRACTION

Advising financiers including EDC in connection with the potential project financing of a potash extraction project in the Republic of Congo.

### USA – PIPELINE ASSETS

Advising the borrower in relation to a term loan facility provided by IFC and EDC as lenders in relation to the financing of pipeline assets in Turkey.

### DENMARK/EIB – OFFSHORE WIND

Advising the borrower on the financing of the "Belwind" offshore wind farm in Belgium with funding provided by the EIB and commercial banks supported by EKF, the Danish ECA.

### USA/SWEDEN/GERMANY – CCGT POWER PLANT

Advising one of the financing parties in relation to the financing of a CCGT power plant in Ankara, Turkey which was guaranteed by US Exim, EKF and Euler Hermes.



### AUSTRALIA – MINING EQUIPMENT

Advising Export Finance and Insurance Corporation on its US\$81m financing of mining equipment for operation at a coal mine in Mongolia.

## AVIATION

### USA

Advising US Exim Bank in relation to the lease financing of Boeing aircraft for South African Airways and certain Asian airlines.



### USA

Advising US Exim Bank on the lease financing of two Boeing aircraft for Emirates.

### EUROPEAN ECAS

Advising the European ECAs (ECGD and COFACE) on, variously, the leasing, sale and total loss of five Airbus A320 aircraft that had to be repossessed from an insolvent airline.

### EUROPEAN ECAS

Advising ATR on the ECA-backed financing of various portfolios of aircraft for airlines in Albania, Australia, Brazil, India and elsewhere.



### USA

Advising US Exim Bank on the repossession of a Boeing aircraft whilst undergoing maintenance.

### EUROPEAN ECAS

Advising the European ECAs on various French and English banks' securitisations of portfolios of ECA-backed aircraft transactions.

### AUSTRALIA

Advising an Australian bank in relation to its internal risk criteria for ECA-backed transactions.

### JAPAN

Advising Japanese counsel to Nippon Export and Investment Insurance as to certain English and New York law aspects of the development of a guarantee product for the support of the export of Mitsubishi Aircraft Company aircraft from Japan.

### FINLAND

Advising ATR on the Finnvera-backed lease financing of various ATR aircraft for Finnish Commuter Airlines.



### USA

Advising US Exim Bank on the French tax lease and PEFCO financing of eight Boeing 737 aircraft for THY Turkish Airlines.

### CANADA

Advising an aircraft manufacturer on the EDC-backed financing of a new CAE full flight simulator.

### ICT & TELECOMS SWEDEN/BELGIUM

Advising 16 leading Nigerian financial institutions and six offshore lenders including Afrexim and Ericsson as lenders to Vmobile Nigeria on a US\$1bn EPC project financing of a GSM mobile phone network in Nigeria, with support from MIGA and EKN.



### USA/FRANCE

Advising on financing for the construction and launch of a new satellite. This is the first satellite financed in Spain with guarantees from Export Import Bank of the United States and France's COFACE.

### BELGIUM

Advising a large French bank on the export credit facility to a large Brazilian telecommunications company for the import of telecommunications equipment and services from a Belgium exporter, guaranteed by ONDD.



### FRANCE

Advising Globalstar Inc., on a US\$586.3m facility provided by a syndicate of lenders, and benefiting from export credit insurance by COFACE. The facility will be used to finance payments for construction of second-generation satellites and for launch services.

### USA/FRANCE

Advising Hispasat on the financing for the construction and launch of the "Hispasat 1E" satellite, financed by BBVA and BNP Paribas with support from US ExIm Bank and COFACE.

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## OTHER ITALY

Advising an Italian Bank on a SACE guaranteed export credit financing of a rolled steel plant in Ukraine.

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## AFRICA

Advising African Export-Import Bank on a US\$25m gold pre-export financing facility for the Reserve Bank of Zimbabwe.

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## ITALY

Acting for Intesa Sanpaolo on a €50m SACE-backed facility to a major Ukrainian borrower for the financing of the export of steel rolling equipment.

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## GERMANY

Advising Euler Hermes in Romania on an on-going basis in relation to all corporate matters as well as transactional and regulatory insurance matters.

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## BELGIUM

Advising Fortis Bank and ONDD, the Belgian export credit agency, on a US\$30m facility to a major Cuban bank secured on tourism receivables.

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“EXCEPTIONAL REPUTATION...  
INCLUDING COMPLEX DOMESTIC  
AND CROSS-BORDER FINANCING.”

CHAMBERS GLOBAL 2015



## REPUTATION

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"WELL RESPECTED FOR ITS LONG-STANDING REPUTATION IN ASSET FINANCING..."

CHAMBERS GLOBAL 2015

"... 'VERY HELPFUL AND FLEXIBLE. ... EXCELLENT EXPERTISE ON CROSS-BORDER FINANCING'..."

CHAMBERS GLOBAL 2015

"... ABILITY TO 'BALANCE OUT THE PROS AND CONS, ENSURING THAT FAIR BALANCES ARE REACHED WITHOUT UNNECESSARY COMPROMISES'..."

CHAMBERS GLOBAL 2015



"... 'UNDERSTANDS THE RISKS AND THE COMMERCIAL PART, AND PROPOSES SOLUTIONS TO SOLVE THE ISSUES'..."

CHAMBERS GLOBAL 2015

"... PROVIDES 'GREAT SUPPORT IN DEALING WITH SYNDICATES OF BANKS' ... 'IMPRESSIVELY EFFICIENT'..."

LEGAL 500 UK 2015



"... 'VERY RESPONSIVE, DILIGENT' TEAM..."

LEGAL 500 EMEA 2015

"... PROVIDES 'HIGH-QUALITY ADVICE' ... FINDS 'CREATIVE AND EFFICIENT SOLUTIONS'..."

LEGAL 500 EMEA 2015

"STANDS OUT FOR ITS 'KNOWLEDGE OF MARKET PRACTICES' AND 'ABILITY TO HANDLE HIGHLY DOCUMENTED SYNDICATED FINANCE TRANSACTIONS IN VARIOUS JURISDICTIONS'..."

LEGAL 500 EMEA 2015

"[WFW'S] 'GLOBAL COVERAGE' AND 'HIGHLY EXPERIENCED SENIOR PARTNERS' MAKE IT AN ATTRACTIVE PACKAGE..."

LEGAL 500 ASIA PACIFIC 2015

"HUGELY WELL REGARDED TEAM, NOTED FOR ITS REPRESENTATION OF CLIENTS SUCH AS EXPORT CREDIT AGENCIES AND OTHER FINANCIAL INSTITUTIONS..."

CHAMBERS USA 2015

"MAINTAINS A LONG-STANDING REPUTATION FOR ASSET FINANCE..."

CHAMBERS ASIA PACIFIC 2015



"... 'THEY HAVE VERY GOOD COMMERCIAL SENSE'..."

CHAMBERS ASIA PACIFIC 2015

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