

Your World First



CMS in Latin America

Energy, Mining & Projects



April 2017

Contents

3 Introduction

4 Latin America

9 Awards

10 Experience

24 Contacts

Introduction

Ranked as a Top ten Global Law Firm, CMS can work for you in 38 countries and with 65 offices worldwide. 3,400 CMS lawyers offer you business-focused advice tailored to your needs, whether in your local market or across multiple jurisdictions.

Your World First

‘Your World First’ is our promise to you.

This means we are client-centric, have a global vision and are performance driven.

Client-centric – Being immersed in the industry sectors our clients operate in is at the heart of what we do. Our business is structured according to our clients’ industries, delivering technically excellent lawyers who talk your language.

Our added value services are intended to make our clients’ lives easier. We provide services such as Law-Now, which provides practical and timely knowledge relevant to your business, and webinars that provide training at your desk.

Global vision – We have deep local expertise in many jurisdictions, with an understanding of global trends that is supported by knowledge sharing across CMS. We have a track record of expanding to meet client needs, allowing multinationals to manage global or regional projects through a single point of contact, or connecting them with on-the-ground support in new target markets.

Performance driven – CMS takes pride in first-class execution and project management – we deliver results, not just opinions. This approach to service delivery is the same everywhere, based on a common training programme and a shared understanding of what our clients value.

All CMS lawyers are focused on providing quality advice and quality service. We recruit, value and nurture top talent and through regular, independent evaluations, we identify opportunities to make improvements in our service and feed this back to our lawyers.

Latin America

CMS has steadily grown its presence in Latin America over the past ten years. In 2017 we added to our well-established offices in Rio de Janeiro and Mexico three new CMS member firms in Chile, Colombia and Peru.

Our six offices across five of the most important economies in Latin America participate from a regional CMS committee to provide clients with consistent, integrated coverage throughout these jurisdictions.

Most Latin American economies have long been driven by the energy and natural resources sectors, but have been slow to make necessary investments in infrastructure projects. The picture has changed over recent years, as many Latin American countries have launched major investment programmes to deal with the infrastructure deficit and serve a growing middle class.

CMS is playing an active role in these changes – our energy, mining, projects and construction practices are central to our work across the region. Our lawyers combine deep knowledge of these core sectors with expertise in complementary practice areas – including real estate, project finance, corporate law, administrative law, environmental law, and employment. This unique combination offers you much more than just technical legal services – we deliver business-focused advice on market practice, negotiating positions and risk assessment.

CMS Brazil

CMS Brazil established its office in Rio de Janeiro because the city is the centre for the Brazilian energy and infrastructure industries. Rio is home to Brazilian giants of the sector – such as Petrobras, Eletrobras, Vale and the Brazilian Development Bank, BNDES – along with a large part of their supply chains. Our Rio office is closely involved in the offshore oil and gas industry, working with clients such as BG Group, Statoil, Premier Oil, PetroRio and Petrobras, as well as leading suppliers and service providers. In power, defence and shipyards, we offer experience in project development, financing, investments and disputes.

Our Brazil practice is closely integrated with our Energy, Infrastructure & Projects, and Construction & Engineering groups in CMS UK, allowing us to draw on highly specialised expertise from London, Aberdeen (for oil and gas) and Glasgow (for shipbuilding and maritime). We often work in multi-jurisdictional teams on cross-border M&A and investment transactions and on international financings and arbitrations.

International integration and knowledge sharing keeps our lawyers at the cutting edge of commercial, regulatory and risk issues and trends in the sector globally. We combine global insights with comprehensive understanding of the specific challenges and dynamics of the Brazilian operating environment.

“ They are always exceeding our expectations... They are great lawyers in terms of energy and infrastructure.

IFLR1000

CMS Chile

CMS Chile represents energy, construction and engineering companies as well as investment funds in public energy tenders and project development. We have advised numerous companies on the structuring, design and implementation of infrastructure projects, including engineering contracts and PPAs. The team is particularly active in mandates concerning infrastructure, renewable energy – solar, wind, biomass and hydraulic – and non-renewable energy, as well as in the construction of transmission lines. Our project experience covers financing, development, construction and operation, working with clients on a range of major projects in the mining, energy, telecommunications, infrastructure and defence sectors.

“ Carey & Allende is our go-to firm for everything related to energy, natural resources and projects. They handle complex mandates capably and offer an outstanding service with a wealth of professional experience.

*Chambers & Partners, 2016
Energy and Natural Resources*



CMS Colombia

CMS Colombia has advised numerous clients investing in some of the most significant and sophisticated infrastructure projects in Colombia. The firm has advised public and private clients in Colombia on the structuring, design and implementation of infrastructure projects, as well as on participation in public and private tenders for infrastructure projects, with a strong expertise in risk analysis.

We have significant experience of advising clients on the review and analysis of concession, construction, auditing, EPC and other contracts. Our advice covers the infrastructural, environmental, corporate and other major issues of projects.

CMS Colombia is based where our clients need us most. We are the only law firm with a significant presence in Medellín and Bogotá, the two major cities for the country's infrastructure projects. Our experienced teams are experts in structured, project and corporate finance, public law, finance law, infrastructure law and public procurement anticorruption regulations. Operating from the heart of Colombia's major project initiatives, we have the expert local resources to provide high quality, highly responsive and personalised advisory services in these two key cities.

We offer clients a unique combination of expertise, complementing our infrastructure and public law practices with specialist experience in financial law and public procurement anticorruption regulations. CMS Colombia is recognised as a market leader in anticorruption and compliance-related matters.

Our service is underpinned by significant experience in major infrastructure disputes. We represent clients in litigation before the courts and arbitration panels. A number of our partners serve as arbitrators.

“Rodríguez-Azuero Abogados is highly trusted for complex, sophisticated projects that are of great importance for the country, as evidenced by the size of the business it handles.

Dinero

CMS Mexico

CMS Mexico specialises in advising on all aspects of infrastructure projects – from the design and preparation of constitutional, legislative and regulatory reforms within the sector, through the financing and execution of public infrastructure projects (including their structuring and allocation) to dispute resolution.

Our team of lawyers is highly skilled in public-private partnership (PPP) programmes for the development of public infrastructure. Our professionals have advised on the introduction, development and improvement of programmes in Mexico and around the world.

CMS Mexico is a recognised leader for its advice on Mexico's electricity sector and on the exploration and production of deepwater hydrocarbons, with highly qualified specialists noted for their sector expertise and international experience. Our credentials include advising the Mexican Energy Ministry on the implementation of the wholesale electricity market and the restructuring of the Federal Electricity Commission (CFE), including the drafting of the Electricity Market Bases and Business Practice Manuals. We advise some of the key players in Mexico's electricity sector, including EDF, Iberdrola, Semptra Energy (Ienova), Repsol, Engie E&P International, Interger, Sacyr Concesiones México, Zuma Energía, Solar Century, Mexico Power Group, SUMEX, ORCA, B2E and Renovare.

“The lawyers [at CMS Mexico] really get involved with their clients; they have a very quick response rate, they understand what we need, and they have always delivered good results.

Chambers & Partners



CMS Peru

CMS Peru is recognised for its mining, projects and energy expertise. We have established an international reputation as a market leader in Peru's mining sector, advising on an extensive portfolio of projects and transactions. Our experience includes mergers and acquisitions, corporate financing, structured loans, and streaming transactions, across all stages of investment.

Our mining lawyers bring a global perspective to their client work. They are trained in the UK and participate in international academic and professional seminars, conventions and training courses. The mining team is frequently involved in major mining cross-border transactions and deals with tax and regulatory project planning matters for local and international clients. We have participated in all the privatisation processes for mining or mining-related assets conducted by the Peruvian State, advising foreign investors. CMS Peru's strong track record in projects and infrastructure dates back more than ten years. We work with local and foreign investors in the processing, development, execution, financing and operation of important investment projects in public infrastructure, public services and related complementary services.

The team has been involved in more than 30 private initiatives filed by clients before the Peruvian Private Investment Promotion Agency (PROINVERSION) or local governments. Our private initiative experience includes projects for highways, bridges, public schools, tunnels, hospitals, ports, public housing, and water treatment.

CMS Peru's energy lawyers have deep expertise in the sector and many have practical experience of working in oil & gas and power companies, and in the main industry public entities. We understand the business from all sides, and bring a unique perspective to devising workable solutions for our clients. The energy team is widely recognised by leading industry players for its regulatory knowledge.

Our experience includes working with clients on the acquisition of awarded oil & gas blocks, advising on corporate, tax and regulatory planning, environmental matters and joint operating agreements.

We have significant experience in developing renewable energy projects, including solar, wind, biomass and hydraulic schemes. Our non-renewable energy experience covers thermal and hydraulic technology.

“While mining undoubtedly remains the jewel in its crown, Grau Abogados has provides a solid full-service offer, with energy, corporate and finance key areas, as well as a recently-expanded tax practice. Clients line up to praise the service they receive.

Latin lawyer 2017





Awards



Experience







Oil and Gas

- Asian National Oil Company on the proposed acquisition of a Brazilian oil company with exploration, development and production assets, including all legal due diligence.
- ENGIE (GDF Suez E&P International) on its participation in the third phase of the Round One auction for the award of onshore oil and gas licences in Mexico.
- GNL Quintero S.A. on the survey, location and acquisition of land for its LNG regasification plant.
- Agencia Nacional de Hidrocarburos – ANH (Colombia) in the analysis and review of bank guarantees issued in favour of the ANH by various players in oil exploration and production, as a closure mechanism for their financial and contractual commitments.
- OSX Leasing Group on the USD 420m and USD 850m syndicated debt financings and USD 500m issue of secure bonds for the construction and operation of the OSX-1, OSX-2 and OSX-3 FPSOs, including the drafting and negotiation of bankable EPCI, charter and operation contracts.
- Repsol in legal matters ranging from the marketing of products from its refinery to the sectoral and regulatory aspects of its operation in Peru.
- Balmoral Offshore Engineering on contracting with Petrobras, the incorporation of its Brazilian subsidiary, acquisition of land and permits required for the construction of a manufacturing facility, a proposed joint venture with a Brazilian strategic partner, local regulatory requirements, banking and exchange control matters.
- Enagás International S.L.U.:
 - on the termination of the Peruvian Southern Gas Pipeline Contract as shareholder and qualified operator, requiring a thorough knowledge of the concession contract, material contracts (engineering, procurement and construction, operation and maintenance) and regulatory standards. The project is valued at USD 4.2bn.
 - in the tender for the award of a project for the supply of LPG for Lima and Callao. Enagás participates as Qualified Operator in one of the consortiums that participates in this bid.
- Petroperu, a state-owned oil company, on obtaining the necessary authorisations for the assignment to Geopark Perú S.A.C of 75% of its participation in the License Agreement for the Exploration and Exploitation of Hydrocarbons in Block 64, located in the northern Peruvian rainforest.
- Premier Oil on its successful participation in the 11th licensing round for oil and gas concessions in Brazil, including assistance with qualification, obtaining data, provision of guarantees.

- Perenco on the administration of the Contracts of Block 67 and Block 39, which hold significant heavy oilfields in the northern Peruvian rainforest.
- Confidential client on the feasibility of a joint venture with Pemex to upgrade, enhance and operate oil storage and distribution terminals with the aim of providing services to Pemex and other industrial clients.
- A consortium made up of Sacyr Concesiones Mexico, Banco Inxev and Grupo Simsa on its bid for a contract for the transportation of natural gas through the Tuxpan – Tula pipeline.
- Sapet Peru Development (CNPC) – advising on land issues regarding the company's hydrocarbons Blocks VII/VI located on the northern Peruvian coast.
- A consortium made up of Sacyr Concesiones, GDF Suez and Grupo México on its bid for a contract for the transportation of natural gas through the Guadalajara – Aguascalientes – Villa de Reyes pipeline.
- Olympic Peru Inc. on regulatory matters regarding its exploration activities on Block XIII, located in northern Peru.
- OGX on various Brazilian oil and gas matters, including the drafting of JOAs and associated guarantees, review of insurance arrangements and the preparation of a suite of standard form oil and gas contracts, including vessel and drilling rig charter/lease and operation agreements, master service agreements and other procurement contracts.
- Petrobras on the principles of LNG sales and purchasing and on LNG sale and purchase agreements in relation to a proposed LNG liquefaction project.
- SAVIA (KNOC and Ecopetrol) in the execution of the Exploitation Services Contract (Block Z-2B) and renegotiation of a lease agreement with Petroperu.
- BG Brasil on various aspects of its participation in a major gas pipeline project, including the structuring of ownership and capacity rights, and in connection with issues arising under the pipeline installation contract.
- Gulfsands Petroleum on the sale of their interests in two oil and gas exploration blocks onshore Colombia.





Power

Transmission

- Endesa Chile in the regularisation of Endesa power transmission lines (easements) throughout the entire Chilean territory.
- Elecnor in:
 - tender processes, awards and construction of high voltage power line systems for the Central Interconnected System (SIC).
 - the international public tender process for the construction and operation of high voltage power lines system, resulting in the award of the “Alto Jahuel – Ancoa” section. Our advisory services included: terms of tender analysis; offer document drafting and legalisation; presentations and formalities before the Ministry of Energy and the National Energy Commission; the obtaining of a USD 160m loan; and the procurement of the electricity concession.
 - the international public tender process which led to the awarding of the “Charrúa – Ancoa” section, including: the terms of tender analysis; preparation and legalisation of offer documents; and presentations and formalities before the Ministry of Energy and the National Energy Commission.
- Eléctricas de Medellín Ingeniería y Servicios – EDEMSA (Colombia):
 - on the expansion of a trunk transmission system line 2x500kV Pichirropulli – Nueva Puerto Montt, increased by 220kV.
 - advising EDEMSA as the EPC contractor for the inter-regional line of Interchile in the procurement of building permits, work facilities, warehouses, towers, surface modification, electrical easements, among others. This is the most important high-voltage line in Chile, which will allow the interconnection of the two transmission systems in the country. The project is due for completion in 2017.
- Elecnor’s local branch on preparing bids in the infrastructure tender process for the “Transmission and Interconnection Tenders 2015/02”, led by the Norte Grande Interconnected System (SING) and Central Interconnected System (SIC) Load Economic Dispatch Center (CDEC), for the following works:
 - Nueva Charrúa Substation, Line Switch 2x500kv Charrúa – Ancoa 1 and 2, New line 2x220kv Nueva Charrúa – Charrúa.
 - Line 2x500kv Pichirropulli – Nueva Puerto Montt, live at 220kv.
 - Nueva Diego de Almagro Breaker Substation, New line 2x220kv between S/E Nueva Diego de Almagro – Cumbres and Auto-Transformer Bank 1x750MVA 500/220kV.
 - New Line 2x500kV 1500MW between Los Changos substation and Nueva Crucero Encuentro substation, Auto-Transformer banks 2x750MVA 500/220kV at the New Crucero Encuentro substation, Self-transformer bank 750MVA 500/220kV at Los Changos substation, and New Line 2x220kV 1500MW between the Los Changos substation and S/E Kapatur.
- Empresas Públicas de Medellín, E.S.P. (EPM) on the acquisition of 51% of Elektra Noreste, SA (ENSA), and 86.41% of Distribuidora de Electricidad Del Sur, SA (DelSur). EPM was part of a consortium led by Iberdrola S.A. for the acquisition of 80% of the assets from the AEI fund in Latin America for approx. USD 4.8bn.
- Banco de Chile on multiple regulatory matters related to cross-border banking activities, including the acquisition of an important thermoelectric facility.
- Several NCRE companies in the February 2015 Supply Tender process for regulated customers from Chile’s Norte Grande Interconnected System and Central Interconnected System (SING and SIC).





Generation

Conventional

- Generadora Fénix on the implementation of various electricity projects, including the reactivation of 14 hydroelectric and thermal plants that belonged to Luz y Fuerza del Centro (LyFC), for the sale of electricity to the Federal Electricity Commission (CFE).
- GDF Suez on the negotiation and drafting of EPC contracts and related documents for multiple power projects, including for power plants in La Higuera and Mejillones, Chile and in Chilca, Peru. Also advising on various claims in relation to the construction and commissioning of power projects in Chile and Peru.
- Colbún S.A. on the USD 728m acquisition of the Fenix Power Thermal Power Plant, one of the largest thermal power plants in Peru, with an installed capacity of 570MW.
- Samsung Engineering Co. in partnership with the Korea Southern Power consortium (KOSPO), on the engineering and construction of the Kelar gas power plant for BHP Billiton. This is a natural gas plant with a capacity of 517MW, which represents an investment of over USD 600m.
- Energias de Pecem on a series of disputes worth USD 3bn arising under EPC contracts for three coal-fired power stations in the north-east of Brazil, including regarding legal strategy and the enforcement of bank guarantees and parent company guarantees in multiple jurisdictions.
- Southern Cross Group:
 - advisory services on zoning and development for the Coronel (Río Grande SA) and Puchuncaví (Pacific SA) power plants.
 - advice relating to land acquisition, construction and initial operation of Tierra Amarilla and Campanario power plants.
- CAF – on the USD 80m financing of the construction of La Virgen Hydroelectric Power Plant (84MW) and its associated transmission line, including advice in all regulatory matters.
- BNP Paribas on various issues related to credit agreements, guarantees and debt securities in connection with the power sector.
- Brazilian EPC contractor on arbitration and English High Court proceedings brought against the Asian supplier of major items of machinery to a thermal power plant in Brazil.
- Chilean energy company on the potential acquisition of three major energy projects – Termochilca thermoelectric plant (Santo Domingo de Olleros 197.6MW), Chaglla thermoelectric plant (406MW) and Duke Energy Egenor S. en C. por A. – and related companies.



Renewables

- Solarpack:
 - in the structuring and negotiation of the construction contracts for building and development of three photovoltaic generation plants in Chile, with a total capacity of 26.5MWp, the country's first large-scale solar project.
 - in the energy project tender for the construction and financing of the first commercial scale power project in Chile, expected to begin operations in 2019. Due to this project, Solarpack won the "Renewable Energy Project of the Year" award at the International Congress of Renewable Energies 2016.
 - in the USD 65m financing of a solar plant in northern Chile with the Inter-American Development Bank (IDB), the Canadian Climate Fund for the Private Sector in the Americas, and Proparco (Agence Française de Développement).
- Neoen S.A.S. on its participation in the Fourth RER Auction convened by OSINERGMIN (Peruvian's Energy and Mining Investment Agency), including reviewing the auction terms, formulating consultations and observations, preparing the offer, and supporting in the revision of the power supply contract.
- Mexico Power Group on the development of various wind farms for the generation of electricity in several Mexican states, with a total installed capacity of 1.5 to 2.0GW.
- EDP Renováveis on the implementation of a 70MW windfarm in Brazil.
- Elecnor and Enerfin on the implementation and construction of two wind energy parks in Chile's tenth region.
- Barrick Chile Generación in the environmental approval and subsequent expansion of its Punta Colorada Wind Farm project.
- EDF on its successful bid in the second ever long-term electricity auction held in Mexico in September 2016 by the Mexican system operator (CENACE) and Mexico's largest basic services supplier (CFE Basicos). EDF submitted a bid with a combined total of 480MW from wind and solar projects and was awarded electricity coverage contracts with Mexico's largest basic services supplier with a term of 15 years each.
- Hidroeléctrica Lumen S.A. in the development of a 7MW ROR power station in southern Chile, including the regularisation of real estate property, negotiation and implementation of required easements, environmental impact assessment, water rights regulation, and mining permits.
- Ormat Technologies Inc. on the acquisition of a solar power plant located in Chile's Atacama Region. Due diligence included a legal opinion regarding environmental permits, connection to the grid and electric easements.

- GDF Suez on certain aspects of its development of the 3,750MW Jirau hydroelectric project in Brazil.
- Biomass Energy Resource Center on the structuring of biomass energy projects for various hotels located in Chilean Patagonia.
- Enel Green Power on permitting for construction of the Ayununga Hydroelectric Project (20MW), which was awarded during its participation in the Fourth Renewable Energies Auction in Peru.
- Solar Century on various solar projects in Mexico, including advice on the implementation of five new solar projects under the new Mexican electricity industry legal framework.
- IBF Energía Fondo de Inversión Privado, a Chilean venture capital fund focused on renewable energy projects, on: feasibility studies for several solar power projects; designing and implementing the investment structure; managing the relationship with project developers; and overseeing the environmental permitting process.
- Enel Green Power on green energy related matters, with an emphasis on project finance, hydroelectric generation and geothermal projects in Chile.
- Portuguese investor on the acquisition of a Brazilian company owning a portfolio of windfarms in Brazil.

Other

- Mexican Ministry of Energy (SENER) on the major electricity market reform in Mexico, including on the implementation of a new wholesale market, the restructuring of the incumbent utility CFE, and the drafting of the Electricity Market Bases and Business Practice Manuals which provide for the operation of the market.
- Inter-American Development Bank (IDB) on structuring the special purpose vehicle (SPV) which will be set up to acquire the credit rights derived from energy and energy efficiency projects, as well as the issuance of debt securities backed by the credit rights.



A large-scale mining operation with terraced rock faces and a conveyor system.

Mining

- London reinsurers regarding litigation risks in Brazil on a complex USD 250m claim arising from the collapse of an iron ore loading terminal of a leading global mining company in the North of Brazil.
- COPEC on:
 - Mining due diligence, procurement of permits, and negotiating contracts for the acquisition of assets from Diego de Almagro, Maricunga, and Bronce de Petorca mining projects.
 - Establishment of legal and voluntary mining easements.
 - Legal protection, creation and acquisition of mining property within the areas where the company owns mining rights.
 - Legal assistance for the construction of a 60km aqueduct to provide water for the production processes of a mining settlement in Diego de Almagro.
 - Potential investments in listed Canadian companies, researching the acquisition of mining assets in Chile.
 - The acquisition of mining projects including Boton de Oro, Trinidad, and Amelia.
- Glencore's sale of Las Bambas copper project in Peru for approximately USD 7bn to a consortium led by MMG. This included the vendor's due diligence report.
- Minera Santa Rosa S.A. on the negotiation of several mining contracts for the acquisition of mining assets located in Chile's third region. This included the due diligence of mining properties and legal opinions over different aspects of mining prospects, as well as the drafting and negotiation of all the required documentation.
- Silver Wheaton's acquisition of a silver stream from the Antamina mine in Peru worth USD 900m.
- An international bank in relation to the provision of a USD 600m on-demand bank guarantee, and the obtaining of counter-guarantees to secure potential liabilities arising from a major mining disaster in Brazil.
- Mitsubishi's purchase of an interest in Anglo American's Quellaveco copper project in Peru for USD 781.6m.
- Advising a multi-strategy private investment firm that manages over USD 25bn of assets worldwide, on certain business opportunities in the mining sector in Chile.

- Jinzhao's (now Zhongrong Xinda Group) acquisition of the Pampa de Pongo iron ore project in Peru for USD 100m.
- Aker Solutions (Norway) – advisory services in the drafting, structuring, and negotiation of an EPCM contract with Minera Esperanza, owned by Antofagasta Minerals PLC (London), in a project valued at USD 700m.
- Jacobs Engineering (USA) in the structuring and negotiation of EPCM contracts for the construction of the Minas Arava plant, (the "Timna Project") belonging to the Mexican steel company AHMSA. The project is the only copper mine located in Israel.
- Rio Tinto and Shougang's joint sale of the Marcona copper project in Peru for USD 43.5m.
- Franco-Nevada's acquisition of a long-term silver streaming worth more than USD 610m from the Antamina mine in Peru.
- Besalco on the structuring and negotiation of mining contracts related with the O&M and further acquisitions of relevant ore/iron deposits in northern Chile.
- Chinalco Peru's optimization and systematisation of the Toromocho mine's mining and commercial contracts, and the mining concessions' administrative and registry dossiers.
- Goldcorp's secondary offering of its shares in Tahoe Resources for gross proceeds of approximately CAD 1bn.
- Sociedad Contractual Minera Vilacollo, a company that owns copper deposit (porphyry copper in depth) in Chile's 15th region, on the structuring, negotiation and execution of contracts for exploration and drilling high depth.
- Glencore's structuring of a precious metals stream from its Antapaccay mine in Peru for USD 500m.
- Silver Wheaton's precious metals streaming from Hudbay's Constancia mine in Peru for USD 430m.
- Tahoe Resources' implementation of a revolving credit facility with the Bank of Nova Scotia for an initial amount of USD 150m.
- Hudbay's purchase of the Constancia Copper project in Peru for USD 522m.
- Jinzhao's (now Zhongrong Xinda Group) project, permitting and tax planning for its iron ore project port, processing and extractive facilities in Peru.
- Zhongrong Xinda Group's conditional purchase of iron ore assets in Peru.
- Sociedad Contractual Minera Vilacollo on the development options for a copper project and on a possible IPO. Also acted for the Copec/Von Appen joint venture, Minera Isla Riesco – today Mina Invierno – in the operation of its open cast coal mine.
- Lumina Copper in the Engineering & Construction work for the "Caserones Project", with the participation of the Japanese consortium comprised of Nippon Mining & Metals and Mitsui Mining & Smelting. The entire project has an investment valued at USD 4bn.
- Aker Solutions (Norway) – advisory services in the EPCM for Chinalco's Toromocho copper mine project, valued at USD 2.2bn – a major open pit copper and molybdenum mine, located in eastern Lima, Peru.
- Compañía Minera Antamina S.A. in the negotiation of an EPCM agreement for the expansion programme of the "Antamina" project in Distrito de San Marcos, Huari, and the "Punta Lobitos" port, in Ancash (Peru).





Infrastructure & Projects

- Advised the Colombian government, through Empresa Virgilio Barco on the renovation project of the National Administrative Center ("CAN"). Empresa Virgilio Barco was incorporated by the Colombian government to carry out a massive development project in Bogotá with an estimated cost of USD 6.3bn during the first stage of development. This project, which is expected to last 30 years, is one of the largest infrastructure projects in Colombia. It involves the demolition, construction and modernisation of an area designated primarily for public buildings.
- Mexican Ministry of Communications and Transport on a 30-year PPP project for the construction, operation, use and maintenance of the "La Raza – Indios Verdes – Santa Clara" Urban Elevated Toll Road in Mexico City (the first project to be tendered by the Federal Government under the new PPP Legislation).
- Deloitte in association with Llama Urban Designs and CMS Peru have been selected by the World Bank to develop the assignment Developing Transit Oriented Development (TOD) by way of a PPP in Lima, Peru: Evaluation of potential and Pilot Project Development for Lima Metro's Line Two Project.
- Santa Marta International Terminal Company on the financial restructuring of the company, which operates the Santa Marta Port.
- OSX Construção Naval on the negotiation and drafting of various agreements for the development of a major shipyard for the construction of vessels and platforms for the offshore oil industry. Agreements included multiple EPC contracts, standard form contracts for the procurement and installation of major items of equipment. Also advising on various disputes and the restructuring of the project.
- Advising the Peruvian Private Investment Promotion Agency (PROINVERSION) and Acciona, one of the main engineering companies in Spain, on the development of an unsolicited proposal for the development of the Salaverry Multipurpose Port Terminal Project. Provided legal support for the achievement and implementation of the project.
- Contopsa in an expropriation trial for the "New Access to San Antonio Port" project.
- IAB Inmobiliaria S.A. on the planning and development of the "Metropolitan Center for Vehicles Retired from Circulation" project with the Ministry of Public Works' concession division. Also advised on the bidding and construction project for an underground car park in Santiago.
- Advising an investor on a co-financed unsolicited proposal with the general objectives of replacing the educational infrastructure and equipment, and the maintenance of 14 public schools located in Lima, Peru.

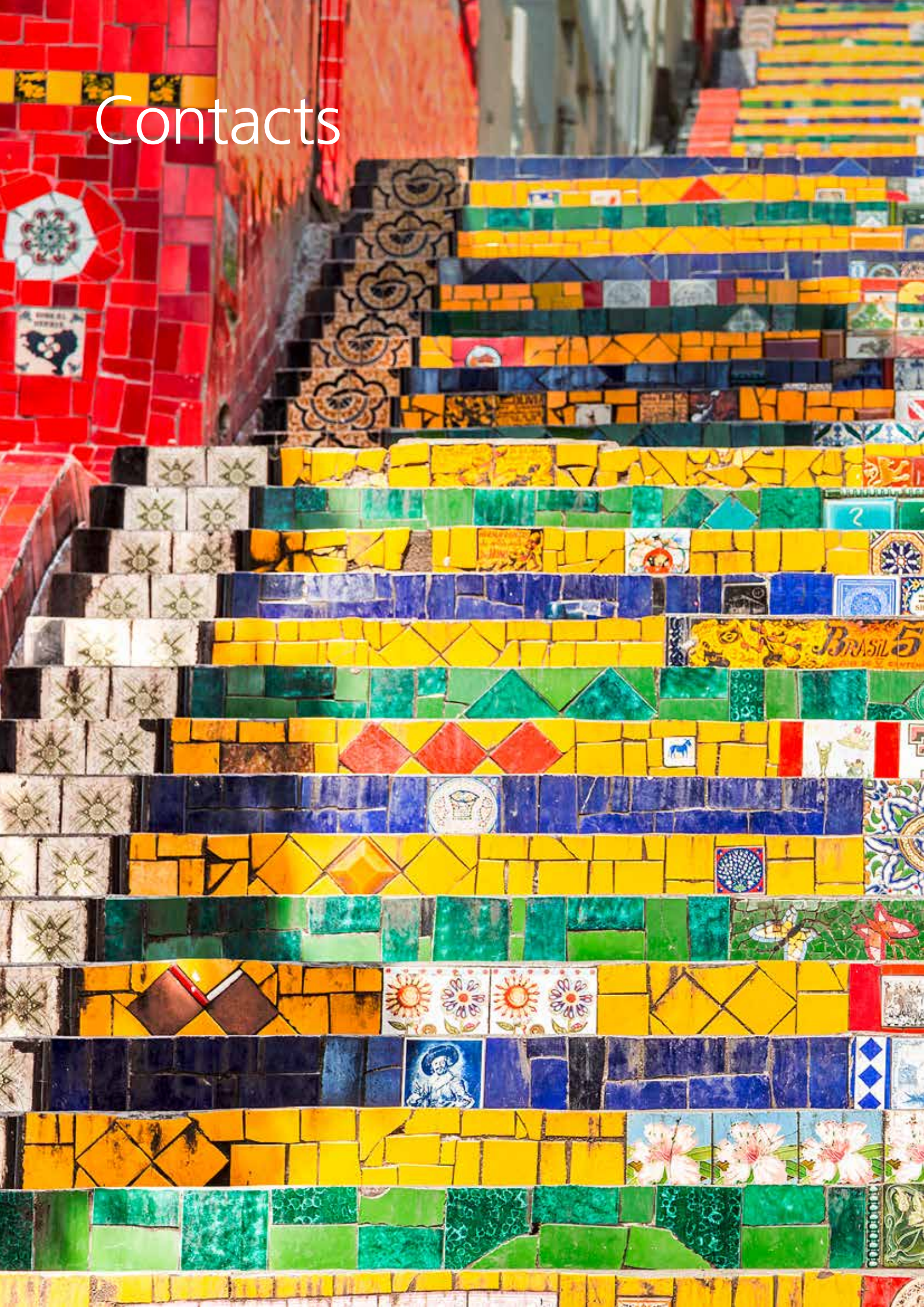
- Grupo Empresarial Conalvías on the restructuring of the company's debt of around USD 300m, as required to prepare Conalvías to participate in construction projects for 4G highways.
- Concesión vial – Bogotá – Girardot on the bond issuance to provide financing for a highway concession from Bogotá to Girardot.
- An investor in the co-financed PPP for the Huancayo – Huancavelica Railway in Peru, on a DBFO scheme (design, finance, build, operate and transfer), so the future concessionaire will be responsible for developing the final engineering works studies and the rolling material, as well as the environmental impact study.
- Interaseo, a Colombian group present in Ecuador, Panama and Peru, on the international public tender process for the construction and operation of a landfill to be installed in the province of Puerto Varas, Chile, for a minimum period of ten years.
- Sacyr on the public tendering process for the Arturo Merino Benítez International Airport, Santiago. Advice included reviewing the administrative bases as well as antitrust matters.
- A consortium made up of Cemex, Group INDI and Ascendi on the drafting, negotiation and implementation of the concession and procurement of financing for a 30-year concession for the construction, operation and maintenance of an elevated portion of the Mexico City main freeway.
- State Railroad Services – Invia Ltda. – on urban development surveys for over 300 train stations throughout Chile, including the reversal of railroad lines for their subsequent disposal.
- Government of several States of Mexico on the drafting, negotiation and approval of the new PPP law for each State and its regulations, in order to strengthen the State's legal framework and incorporate some of the changes introduced by the Federation for PPP. Advice included unsolicited proposals, value for money analysis and scope of services.
- Legal advice to the Inter-American Development Bank and the International Finance Corporation (IFC) for the self-sustained PPP for the Infrastructure Road Concession of the Red Vial N°5 in Peru.
- Sistema Integrado de Transporte Público de Bogotá on the negotiation and procurement of financing for three important concessionaires for the integrated public transport of Bogotá.



- Banchile Inversiones, the investment arm of Banco de Chile, in connection with the analysis of important infrastructure projects in Colombia.
- OHL on the concession and due diligence for financing the “Ruta 60CH (Camino Internacional)” project, a highway connecting Mendoza, Argentina to Valparaíso, Chile.
- Vinci on the acquisition of 50% of the shares of the largest parking enterprise in Colombia, including negotiation and drafting of the shareholders’ agreement, stock purchase agreement and other documents.
- The Chilean Government in the development of the “Methodology for Integrated Projects for the Santiago Inner Radius”, for the World Bank, UNDP.
- Cámara de Comercio de Bogotá, Bogotá Exhibition Center and the Ministry of Commerce, Industry and Tourism on the planning and structuring of the vehicle that will develop the Bogotá International Convention Center. This vehicle is responsible for building and developing one of the most advanced convention centers in Latin America that will create an urban renewal process in the surrounding area.
- Advice to Aldesa Construcciones on the execution of the construction agreement entered into with the Lima Parks Service for the remodelling and maintenance of Cahuide and Sinchi Roca parks in Lima.
- BBVA in advising the shareholders of a Colombian infrastructure company specialising in the construction of bridges, on the sale and negotiation of a 70% stake to a leading French infrastructure company. Work included planning the tax structure of the transaction, preparing the shareholders’ agreement and share purchase agreement and other documents.
- Hochtief Constructora on the process of pre-qualification before the Colombian National Infrastructure Agency in connection with multiple projects for fourth generation highways (4G).
- Centro de Convenciones de Cartagena on the bidding process for a ten year concession of the Convention Center of Cartagena de Indias, in conjunction with Conconcreto and GHL.
- Iberdrola on the sale of 51% of its Chilean subsidiary to Aguas Andinas S.A. – controlled by the Spanish company Aguas de Barcelona S.A. – for USD 162m.
- The self-sustaining PPP for operation and maintenance of the Lima Convention Centre – acting as project counsel.
- The successful co-financed PPP for six regional airports of the Republic of Peru – providing advice to the project.
- First and second phase of the Taboada wastewater treatment plant concession of sustainable urban infrastructure – advising on construction.
- Aldesa Construcciones on the execution of the construction agreement entered into with the local municipality for the remodelling of one of the principal avenues in Lima (Javier Prado) and the construction of Puruccho’s tunnel.



Contacts





Brazil



Ted Rhodes

Partner | Energy, Infrastructure

T +55 21 3722 9831

E ted.rhodes@cms-cmck.com

Ted advises on international corporate transactions, investments and infrastructure projects, particularly in the oil and gas, mining, energy and infrastructure sectors. He has extensive experience in cross-border transactions, including M&A, joint ventures and investments into and out of Brazil across a number of sectors. Ted has worked in the CMS Energy team in London and Aberdeen and on secondment to BP.

Client quoted by IFLR 1000 "Ted Rhodes is very committed to the client, he's very technical, he really knows what he's talking about, and he has all the contracts down in his head."

Chile



Jorge Allende

Partner | Energy, Projects & Construction

T +56 2 24852038

E jorge.allende@cms-ca.com

Jorge has advised one of the main European energy players on developing projects in Chile across a wide business portfolio: electricity, power generation, gas; power lines, water, wind power, hydroelectric power and concessions. Jorge plays a very active role in M&A deals and transactional work related to concessions, infrastructure, mining and energy companies as well as financial restructuring. He is endorsed as a leading Energy lawyer by international publications and peers around the world.

"Jorge Allende is one of the finest practitioners in Chile, and comes recommended for his experience of handling complex cross-border activity for domestic and international clients."



Luis Felipe Arze

Partner | Energy, Projects & Construction

T +562 24852 073

E luis.arze@cms-ca.com

Luis Felipe has broad experience in energy and natural resources projects and is an experienced adviser on general corporate law. He has particular experience in infrastructure, transmission lines and solar power projects, advising on acquisitions, development and financings. His practice focuses on M&A transactions, private equity, issuing and placement of capital and debt bonds in the securities market.

"Partner Luis Felipe Arze is widely endorsed by clients for his availability, transactional experience and problem-solving skills within the projects ambit."



Fernando de Cárcer

Partner | Energy, Projects & Construction

T +56 2 24852073

E fernando.decarcer@cms-ca.com

Fernando advises in the development and financing of projects, with a particular emphasis on the industries of energy, natural resources, agribusiness, and defense. He handles all legal aspects of the development, from feasibility and pre-contract studies to financing, construction, operation and transfer issues. He combines profound knowledge in projects and finance issues with a vast experience in mergers & acquisitions, capital markets, and corporate governance.

"Partner Fernando de Cárcer highly recommended by clients, who enthusiastically praise his willing yet experienced approach and endorse him for his ability to understand their business and offer clear analysis and innovative solutions."

Colombia



Daniel Rodríguez Bravo

Partner | Energy Projects & Infrastructure

T +57 1 321 8910

E daniel.rodriguez@cms-racla.com

Daniel Rodríguez Bravo has extensive experience representing infrastructure and construction companies, sponsors, EPC contractors, banks, investment bank companies and other financial institutions, as well as investors, guarantee issuers and borrowers in a variety of complex infrastructure and project finance transactions. He has significant expertise of the social, environmental and land acquisition complexities related to infrastructure and project finance deals. Daniel is admitted to practise in Colombia and in the states of New York and California in the USA.

Mexico



Enrique Lorrente

Partner | Projects

T +52 55 2623-0871

E elorrente@wll.com.mx

Enrique is a partner and Head of Real Estate and Infrastructure Projects at CMS Mexico. During his 20 years of professional experience, he has participated in all stages of development required for these types of projects, including: conceptualisation and structuring; engagement through public bidding procedures or private contracting; development and construction; as well as financing and daily operation of projects once they have been developed. Enrique is recognised by peers for his significant experience in the projects arena. He has specific expertise in highways and toll roads, urban concessions and the development of mass transport hubs. Enrique is very well known in the Mexican legal market and has strong connections with governmental bodies and agencies in Mexico. Previously, he was a senior associate at Chadbourne & Parke, S.C., in Mexico City, where he was a member of the Energy, Infrastructure and Project Finance practice and was directly in charge of the Real Estate practice.



Derek Woodhouse

Partner | Energy

T +52 55 2623 0552

E dwoodhouse@wll.com.mx

Derek is a partner and Head of Energy at CMS Mexico. His recent work includes advising the Mexican Energy Ministry on the implementation of the wholesale electricity market, and the restructuring of the Federal Electricity Commission (CFE), including drafting of the Electricity Market Bases and Business Practice Manuals. He is very well connected in the local market and is regarded as a leading energy practitioner in Mexico. Derek is a former senior associate at CMS London where he advised governments and private companies on the design, financing and development of energy and infrastructure projects in the UK, Russia, Turkey, Romania, Hungary, Angola, Cambodia, the Philippines, Hong Kong, Mexico and Central America. Outside CMS, his career experience in Mexico includes the role of Head of the Energy, Infrastructure and Project Finance practice at Chadbourne & Parke, S.C., in Mexico City.

Peru



Augusto Astorga

Partner | Oil & Gas and Power

T +51 1 513 9430

E augusto.astorga@cms-grau.com

Augusto is Co-Head of Energy: Oil, Gas and Power. He has advised companies engaged in all phases of hydrocarbons activity in Peru. He has advised on: the execution and modification of contracts for exploration; agreements of assignment of contractual position (farmout); declaration of commerciality; development of fields and all aspects of their operation and exploitation; and the marketing activities of oil and natural gas production. Augusto has significant experience of advising concessionaires of transport and distribution of natural gas through pipelines. He is an experienced adviser on the negotiation and administration of EPC contracts in the hydrocarbons and energy sector, including advising both operating companies and contractors for the construction of compression plants, gas pipelines, polyducts, production facilities and gas-fired power plants.



Michelle Barclay

Partner | Projects and Infrastructure

T +51 1 513 9430

E michelle.barclay@cms-grau.com

Michelle is Head of Infrastructure at CMS Grau. She is a corporate lawyer specialized in mergers & acquisitions, projects, public-private-partnerships (PPPs), infrastructure and corporate reorganisation. She has advised clients on PPPs, investment projects related to public assets, and state-investor matters and negotiations, in a range of sectors, including health, education, retail; railroads, highways; and housing. Michelle has significant experience in contract negotiations and state-investor relationships. Her career experience includes at Skadden, Arps, Slate, Meagher and Flom LLP (NYC Office) as an associate (2001–2003).

Co-head of department Michelle Barclay Thorne comes highly recommended by clients, who state: "She is a very professional and committed lawyer, with a good ability to find diverse options to solve any legal issues quickly."



Cecilia Gonzales

Partner | Mining

T +51 1 513 9430

E cecilia.gonzales@cms-grau.com

Cecilia is Head of Mining and Natural Resources at CMS Grau. She is a leading corporate, M&A and regulatory lawyer who specialises in natural resources and the extractive industries. She is frequently involved in major mining sector cross-border transactions and deals with tax and regulatory project planning matters for local and international clients. Cecilia has advised foreign investors on most of the privatisation processes for mining or mining-related assets conducted by the Peruvian State. Her industry experience includes working in the legal department of Rio Tinto Plc in London, UK.

Sources praise department co-head Cecilia Gonz  les, stating that "she is an excellent lawyer" and a "great professional". She played a key role in advising Franco-Nevada on its stream agreement with Tahoe Resources.



Carlos D. Hamann

Partner | Oil & Gas and Power

T +51 1 513 9430

E carlos.hamann@cms-grau.com

Carlos is Co-Head of Energy: Oil, Gas and Power in Peru. He is an expert legal adviser to the oil & gas and power industries who offers significant knowledge of the operational, technical and financial issues facing the sector. His long-standing professional relationship with the state entities involved in the hydrocarbon business mean he is well-placed to manage permits and regulatory issues on a day-to-day basis, and advise on a wide array of related supervisory procedures. He has extensive experience of developing and negotiating service contracts, applying skills and insights based on close connection with the everyday business activities of operating companies.

Carlos Hamann – who previously worked in-house at Savia Peru, the largest offshore operator in the country – is recommended in LACCA Approved. Clients commend his knowledge of Peruvian law and regulation and he is known as a first-rate negotiator.



Giancarlo Villafranqui

Counsel | Projects and Infrastructure

T +51 1 513 9430

E giancarlo.villafranqui@cms-grau.com

Giancarlo has more than ten years of experience working on infrastructure projects in Peru. He is an expert in designing investment and PPP projects, developing and negotiating all documents in the process, and developing the legal proceedings for public and private initiatives and PPPs. Giancarlo led the technical, financial and legal teams as Project Manager at the Peruvian Private Investment Promotion Agency (PROINVERSION) from 2011.

Sources enthuse that practice co-head Giancarlo Villafranqui "is a dedicated lawyer with ample experience". They add: "He is very knowledgeable about concessions matters and is very experienced in infrastructure projects."

Our offices







C/M/S/ Law-Now™

Law . Tax

Your free online legal information service.

A subscription service for legal articles
on a variety of topics delivered by email.
cms-lawnow.com

C/M/S/ e-guides

Law . Tax

Your expert legal publications online.

In-depth international legal research
and insights that can be personalised.
eguides.cmslegal.com

CMS Legal Services EEIG (CMS EEIG) is a European Economic Interest Grouping that coordinates an organisation of independent law firms. CMS EEIG provides no client services. Such services are solely provided by CMS EEIG's member firms in their respective jurisdictions. CMS EEIG and each of its member firms are separate and legally distinct entities, and no such entity has any authority to bind any other. CMS EEIG and each member firm are liable only for their own acts or omissions and not those of each other. The brand name "CMS" and the term "firm" are used to refer to some or all of the member firms or their offices.

CMS locations:

Aberdeen, Algiers, Amsterdam, Antwerp, Barcelona, Beijing, Belgrade, Berlin, Bogotá, Bratislava, Bristol, Brussels, Bucharest, Budapest, Casablanca, Cologne, Dubai, Duesseldorf, Edinburgh, Frankfurt, Geneva, Glasgow, Hamburg, Hong Kong, Istanbul, Kyiv, Leipzig, Lima, Lisbon, Ljubljana, London, Luxembourg, Lyon, Madrid, Medellín, Mexico City, Milan, Moscow, Munich, Muscat, Paris, Podgorica, Prague, Rio de Janeiro, Rome, Santiago de Chile, Sarajevo, Seville, Shanghai, Sofia, Strasbourg, Stuttgart, Tehran, Tirana, Utrecht, Vienna, Warsaw, Zagreb and Zurich.

cms.law