

Your World First

C/M/S/

Law.Tax

Mining group

CMS Cameron McKenna



30

countries

49

cities

55

offices

c 750

partners

> 2,800

fee earners

> 5,000

total staff

What CMS offers

CMS is an international law firm providing a deep local understanding of legal, tax and business issues and delivering client-focused services across 31 jurisdictions with 55 offices worldwide.

Real mining expertise

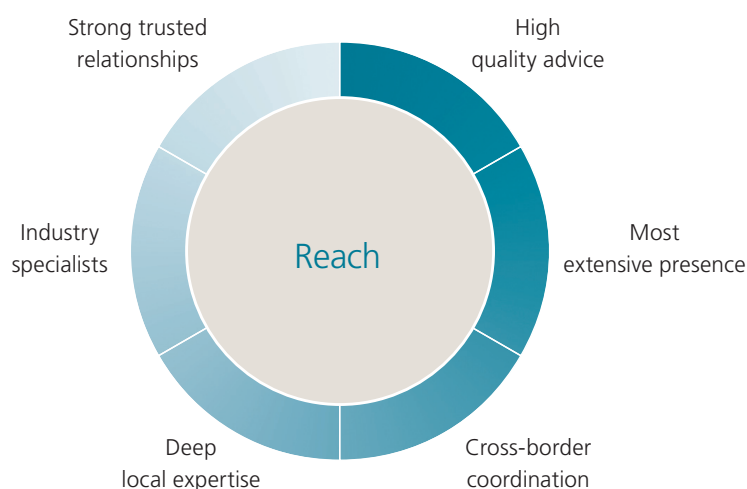
CMS is structured according to the industries in which we work. This ensures we can bring true industry sector experts able to deliver commercial advice in the context of the business objectives of our clients.

CMS advises mining companies in many parts of the world. Our firm's work enables us to combine technical knowledge with an understanding of the challenges and issues facing the sector. This, coupled with our track record of working on significant deals within the energy and natural resources sector more generally, places us in an excellent position to offer you the best possible advice. We advise mining companies on corporate finance and general corporate work, including IPOs, secondary fundraisings, sales and acquisitions, on their banking requirements, construction issues, projects work, contracts and litigation and disputes. Our mining team is strengthened by our consultant, Charles Lawton, the former general counsel of Rio Tinto.

Reach

Whilst principally a European law firm, we have 54 offices around the world and frequently operate in those countries where we have no permanent base working with local firms.

With lawyers living and working in many of the cities our clients operate in, our understanding of business practices, political influences and economic pressures minimises political, legal and financing risks for clients investing in these different business environments. CMS offers you the advantages of a local firm - contacts and knowledge of the local markets - with the benefit of international standards of service.



Recognition

We are recognised as market leaders and are top ranked by independent directories for our expertise in mergers and acquisitions, construction, projects, energy and international arbitration.



Current issues facing the mining industry

The cyclical nature of mining has always produced its own uncertainties for which mining companies have to plan. Coupled with the current economic climate and the associated volatility in commodity prices such instability has increased. Mining companies are being further tested by the rise in resource nationalism; as countries seek to guard their own natural resources, and the profits that could be made from them, mining companies are facing increasing competition and difficulty in negotiating profitable contracts.

Wage costs have risen for many mining companies as the talent deficit grows. As companies seek to exploit deposits in more remote regions to meet rising demand from emerging economies, it will be even harder to fill this talent gap. Political, environmental and health and safety issues carry increased risks when moving to more remote regions and must be carefully considered and planned for. Mining companies are coming under increasing pressure to act sustainably and to monitor and reduce their impact on the environment and the communities in which they work. There is an increasing expectation that companies will contribute to the infrastructure of such communities and this must be considered at an early stage in the financial planning.

Governmental regulation of the industry globally has increased making it harder and more expensive for companies to ensure that they are complying with all the applicable legislation in the different countries in which they operate.

We understand these major issues facing the mining industry today, and our advice is tailored to anticipate and account for such risks.

Our experience

We advise mining companies on all aspects of their legal requirements. Our corporate finance team has advised numerous mining companies on fundraisings and IPOs, whilst our corporate team generally has advised on mergers and acquisitions of mining companies. Combined with finance expertise in acting for numerous banks financing mining companies and for companies themselves, we are able to assist in all aspects. Our strong projects team has assisted many companies and we have a specialist dispute team which is experienced in advising mining companies.

Examples of our experience include:

Corporate

Asian coal mining company

— on its share placing, initial share issues and planned IPO.

An Australian listed company

— on the acquisition of 75% of a gold mining company based in the Chita region from one of the largest gold producers in Russia.

Bucyrus DBT Europe

— on the acquisition of OKD, Bastro, (a mining equipment and engineering services company) from OKD.

Central Asia Gold

— in its preservation of valuable gold mining assets in Ukraine.

A European private equity fund with mining businesses in Russia and Ukraine

— on the re-structuring of a mining business and agreement for the production, processing and sale of limestone.

An exploration and production company

— on various placings and its admission to the Official List.

Frontera Resources

— on its placing to fund ongoing oil and gas development programmes.

An international natural resource company

— on a joint venture for the extraction of mineral salts and the construction of a production facility in Russia.

A major gold mining company

— on its AIM admission, various placings, distribution to shareholders of shares in its AIM quoted subsidiary and a range of other transactions.

A metal exploration company

- on its initial placing and admission to the Official List and on subsequent acquisitions and its takeover.

A metals mining company

- on its initial placing of shares and its admission to AIM.

A mining project operator

- on general corporate and contentious matters in relation to a phosphate mining project in West Africa.

An oil and gas exploration and production company

- on its £40 million placing and admission to the Official List.

Platinum Mining Corporation of India

- on its share placing and admission to AIM.

A Russian investment house

- on a US\$600 million joint venture with a Russian partner to invest in titanium production and processing assets in Russia.

Financing

A development finance institution

- on the structure of a minerals fund for early stage mining projects in Africa.

A European commercial bank

- advising on, and preparing, the finance documentation in respect of a project for the design and construction of an iron ore sintering plant in Zimbabwe.

A major gold mining company

- on a project finance facility to complete construction of the oxides project for the Amantaytau Goldfields project in Uzbekistan. The National Bank of Uzbekistan joined the syndicate.

Rio Narcea Gold Mines

- on the financing of a nickel mine in Spain and the financing of a gold mine in Mauritania.

Various banks

- in relation to the Namibian company, Namco (engaged in offshore diamond mining), including with reference to various loan restructurings and the eventual liquidation of Namco.

Disputes and Regulatory

A co-venturer in a zinc mine

- in relation to breaches of a shareholders' agreement, leading to a call-in under the financing documents.

A gold mining corporation

- represented in administrative proceedings against the landowners with regard to the only German gold mining operation.

K+S (leading world producer of potassium and salt)

- on mining and environmental law issues with regard to eight underground potassium and salt mines.

A major North American gold mining company

- regarding regulatory advice in connection with a mining project in the North Eastern part of Russia.

A major mining company

- in relation to a dispute with power station owners over the contract price under £100 million long-term supply agreements.

A major mining company

- on a dispute concerning the price formula for domestic coal in a long-term exclusive supply agreement.

A major mining company

- in relation to the scope of property clawback provisions imposed by the government in a sale and purchase agreement on the privatisation of the mining industry.

Salt mining company

- advised on long-term mining subsidence from underground salt mining.

A Swiss mining company

- in relation to three potential LCIA arbitrations concerning two sale and purchase agreements and one guarantee, governing gold mining interests in the Russian Federation.

UK Coal

- on a dispute with a German supplier for the provision of hydraulic roof supports.

Construction and Projects

Braunkohlenschausschuss (Lignite mining company of the federal state of Brandenburg)

- on the establishment of a lignite mining planning concept and on the initial lignite mining and abandonment plans.

Czech state (National Property Fund)

- on the privatisation of two state owned brown coal mines, Sokolovská uhelná, a.s. and Severočeské doly, a.s. and on regulatory matters in the Czech mining sector.

An international mining finance and management company

- on a mining project in Bulgaria worth €500 million.

K+S AG

- advised on a public law agreement with the federal states of Hessen and Thuringia addressing concepts for the long-term disposal of salt water from several potassium mines and factories.

A major mining company

- on various aspects of its participation in the Mont Nimba iron ore project in Guinea.

A major Ukrainian mining and metals company

- on environmental and construction issues related to the construction of a facility on the Ukrainian coast.

A mining company

- on a project finance facility for the construction of an oxides project in Uzbekistan.

A mining company

- on the construction of an iron ore sintering plant in Zimbabwe.

MMC Norilsk Nickel

- advising on a railroad project to mineral deposits in the Chita region.

Multinational mineral oil group

- on offshore CCs project including on mining law, mining title, permitting requirements, waste management and water law.

Two companies

- on the construction of dams, a power station and an aluminium smelter valued around US\$7 billion in Russia, including on procurement, construction contracts and funding.

Two gold mining companies

- on the formation of a joint venture with a state enterprise to develop a gold mine in Kyrgyzstan.

UK Coal

- on three major (five - seven year) long-term coal supply agreements worth well over £1 billion in total including negotiating prepayment/repayment provisions.



Contacts

If you would like to speak to us about our mining experience please contact the following:

London



Helen Johnson
Partner, Corporate
T +44 (0)20 7367 3339
E helen.johnson@cms-cmck.com



Gary Green
Partner, Corporate
T +44 (0)20 7367 2111
E gary.green@cms-cmck.com



Ian Herbert
Partner, Energy, Projects and Construction
T +44 (0)20 7367 2589
E ian.herbert@cms-cmck.com



Adrian Bell
Partner, Disputes
T +44 (0)20 7367 3558
E adrian.bell@cms-cmck.com



Penelope Warne
Partner, Energy, Projects and Construction
T +44 (0)20 7367 3928
E penelope.warne@cms-cmck.com



Neil James
Partner, Banking
T +44 (0)20 7367 3118
E neil.james@cms-cmck.com



Charles Lawton
Consultant
T +44 (0)20 7367 3382
E charles.lawton@cms-cmck.com

Hungary



Péter Simon
Partner, Energy Projects and Construction
T +36 1 483 4 829
E peter.simon@cms-cmck.com



John Fitzpatrick
Partner, Corporate
T +40 21 4073 827
E john.fitzpatrick@cms-cmck.com

Russia



Natalia Kozyrenko
Partner, Energy, Projects and Construction
T +7 495 786 4069
E natalia.kozyrenko@cms-cmck.com



Dr Fritz von Hammerstein
Partner, Energy
T +49 40 37630 318
E fritz.hammerstein@cms-hs.com

Ukraine

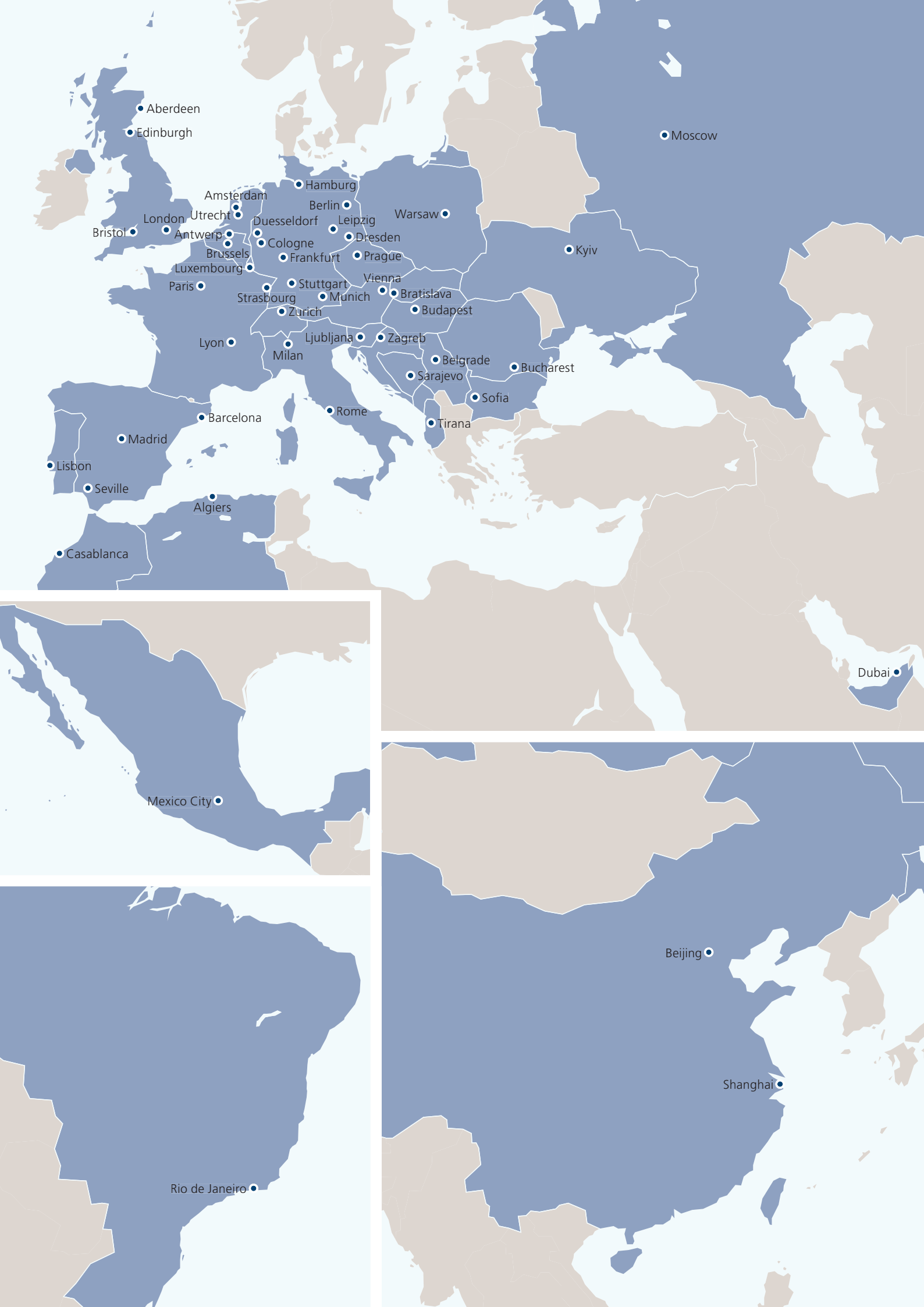


Olexander Martinenko
Partner, Corporate
T +380 44 39177 04
E olexander.martinenko@cms-cmck.com



Ted Rhodes
Partner, Energy Projects and Construction
T +55 21 3723 6151
E ted.rhodes@cms-cmck.com

Brazil



Law-Now™

CMS Cameron McKenna's free online information service

Receive expert commentary and analysis on key legal issues affecting your business. Register for free email alerts and access the full Law-Now archive at **www.law-now.com**

CMS Cameron McKenna LLP
Mitre House
160 Aldersgate Street
London EC1A 4DD

T +44 (0)20 7367 3000
F +44 (0)20 7367 2000

The information held in this publication is for general purposes and guidance only and does not purport to constitute legal or professional advice.

CMS Cameron McKenna LLP is a limited liability partnership registered in England and Wales with registration number OC310335 and is authorised and regulated by the Solicitors Regulation Authority of England and Wales with SRA number 423370. It is able to provide international legal services to clients utilising, where appropriate, the services of its associated international offices. The associated international offices of CMS Cameron McKenna LLP are separate and distinct from it. We use the word "partner" to refer to a member, or an employee or consultant with equivalent standing and qualifications. Further information about the firm can be found at **www.cms-cmck.com**

CMS Cameron McKenna LLP is a member of CMS, the organisation of 10 European law firms providing businesses with legal and tax services in 31 jurisdictions, with 55 offices in Western and Central Europe and beyond. CMS aims to be recognised as the best European provider of legal and tax services. Clients say that what makes CMS special is a combination of three things: strong, trusted client relationships, high quality advice and industry specialisation. CMS combines deep local expertise and the most extensive presence in Europe with cross-border consistency and coordination.

Registered address: Mitre House, 160 Aldersgate Street, London EC1A 4DD.