

Arnold Bloch Leibler

Lawyers and Advisers



Michael Dodge, BSc LLB (Hons)

Partner

- private equity
- venture capital
- commercial and corporate
- mergers and acquisitions
- banking and finance
- technology and intellectual property

Michael Dodge acts for a number of private investment funds in relation to debt and equity transactions. For private investment funds he has acted on the acquisition of debt and equity in the secondaries market and in the restructuring of debt, including by its conversion into equity, in distressed situations.

On behalf of venture capital funds, Michael's practice has focused on transactions relating to the acquisition of equity in and the exit from investment in growing companies in a number of fields including internet, e-commerce, information technology and biotechnology. Recommended for private equity and venture capital transactions by international legal guide *PLC Which Lawyer?* and noted in *Legal Profiles*, the independent review of Australian legal firms as being an "astute and commercially focused lateral thinker". Michael has advised companies and individuals on all aspects of the commercialisation journey – from seed through to exit via IPO or trade sale.

Michael combines a background in computer science with a solid commercial legal practice, encompassing significant experience in mergers and acquisitions, and banking and finance.

Practice focus

Michael's practice focuses on the following areas:

- private investment fund transactions, including acquisition and restructuring of debt;
- private equity and venture capital transactions, including structuring equity participation, shareholder and subscription agreements and related documentation;
- mergers and acquisitions transactions;
- strategic commercialisation of intellectual property assets, involving public listings and capital raisings in Australia and overseas; and
- technology and intellectual property, including the development and commercialisation of technology-related projects, encompassing biotechnology, hi-tech, e-Commerce and information technology.

Major assignments

Michael has acted for a range of publicly listed and private clients, including:

- US Noteholders: in relation to their position as unsecured lenders to Centro and the development and execution of the stabilisation plan which involved the creation of a hybrid debt instrument;
- International investment funds: in relation to their position as the acquirers of the Centro headstock debt and the development of an aggregation plan to reorganise and simplify the Centro group;

- US Noteholders: in relation to their position as unsecured lenders to Elders and in the restructure of Elders resulting in the repayment of the US private placement debt;
- US Noteholders: in relation to the purchase of notes issued by a number of Australian issuers including Lend Lease, Stockland and Australand;
- Better Place: in relation to the establishment in Australia of its business of providing infrastructure to support electric motor vehicles;
- ANZ Bank and the receivers it appointed: in relation to the receivership of Feltex Carpets and the subsequent sale of the Feltex business to Godfrey Hirst for \$122 million;
- the administrators of Ansett Airlines: in relation to the IT and intellectual property issues arising from the collapse of this major Australian airline and the proposed sale to the Tesna syndicate.
- ANZ Banking Group: in its acquisition of shares in McWilliams Wines. This equity injection was used to fund the expansion of the McWilliam's Wines business. McWilliams Wines acquired the business of Evans & Tate Group, which had been placed in receivership;
- Bison Capital, a US private equity firm that specialises in making growth equity investments in public and private companies: in its acquisition of a 13.8 per cent stake in Royal Wolf Australia, the largest provider of new and refurbished shipping containers in Australia. The transaction was undertaken across two closings to allow General Finance Corporation, a publicly listed company based in Pasadena, California, to acquire the balance of the company;
- Cendant TDS, a travel distribution service and Fortune 500 corporation: in its acquisition of Flairview Travel, Asia-Pacific's leading wholesaler and specialist distributor of hotel room inventory over the internet;
- the shareholders of Request Broadband: in its acquisition by PowerTel. Request is an infrastructure-based broadband carrier specialising in business-grade broadband networking services. PowerTel is the third-largest fixed infrastructure telecommunications provider in Australia;
- Becker Underwood: in its acquisition of a majority interest in Bio-Care Technology;
- SAM Sustainability Private Equity LP: in relation to its investment in financing for Agrilink International. Agrilink is a leader in irrigation water management, precision farming and crop management;
- the equity underwriters of the Melbourne City Link project: in the AUD\$1.8 billion BOOT project;
- Gandel Retail Trust: in relation to the largest public listing of shopping centre assets in Victoria, encompassing AUD\$1.2 billion in property;



- Dor Chemicals Limited: in the AUD\$60 million acquisition of Shorko Australia;
- Commonwealth Bank and Commonwealth Financial Services: in relation to the bank's equity participation in the successful AUD\$2.35 billion tender for the Hazelwood Power Station;
- QIW: in its successful takeover of Composite Buyers Limited and QIW's subsequent takeover by Davids Limited;
- Bank of Melbourne Limited: in its AUD\$700 million acquisition of the Victorian operations of Challenge Bank Limited and in Bank of Melbourne's AUD\$1.44 billion merger with Westpac Banking Corporation;
- Iatia Limited: in relation to ongoing legal advice, including strategic commercialisation advice and listing on the ASX;
- Radware, Magic Software, Gilat Satellite Networks and ECI Telecom: in relation to ongoing advice in respect of the Australian operations of these Nasdaq-listed companies; and
- various bidders: in relation to multi-billion dollar takeover bids for BHP and ACI.

To contact Michael Dodge

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