

# Arnold Bloch Leibler

Lawyers and Advisers



## Andrew Silberberg, BA LLB (Hons) (Monash) LLM (LSE)

### Partner

- corporate and commercial
- mergers and acquisitions
- ASX listing and equity capital raising
- joint ventures and shareholder agreements
- reconstruction and insolvency
- financial services regulatory

Andrew's practice focuses on corporate and commercial matters. He has acted in domestic and cross-border transactions for a range of clients, including institutional investors, public companies, privately held businesses and high-net-worth individuals. He has particular expertise in the financial services, private equity, FMCG, property and energy sectors. In addition, he has reconstruction, insolvency and regulatory expertise.

Andrew has over 15 years' experience in Australia and internationally. Prior to joining the commercial & corporate group of Arnold Bloch Leibler's Sydney office as a partner in February 2008, he worked for five years in Freehills' Sydney office, including over a year on secondment to Tabcorp, where he headed the legal department of the wagering and media division.

Andrew's international experience includes over four years in the public international law group of Clifford Chance (London), followed by two years at London-based Tite & Lewis, a firm associated with Ernst & Young, as head of the International Public Affairs Group.

Andrew holds a Bachelor of Arts and graduated with honours in law from Monash University in 1991. He completed a Master of Laws at the London School of Economics (specialising in public international law) in 1995 and was awarded a graduate fellowship at UN Watch in Geneva the following year.

### Practice focus

As a member of the commercial & corporate practice, Andrew's practice focuses on the following areas:

- corporate transactions, including joint ventures and shareholder agreements (acquisition, development and sale of business joint ventures and drafting and review of agreements) and cross border migration;
- mergers & acquisitions, including negotiation, due diligence and completion;
- public listings and capital raisings, including *Corporations Act* and ASX listing rule advice and disclosure;
- commercial law advice, including media and IT licences, gaming and wagering agreements, supply agreements and services agreements;
- insolvency restructures, including deeds of company arrangement and creditors' schemes of arrangement; and
- financial services regulatory issues, including Australian financial services licences, anti-money laundering, anti-bribery, sanctions and terrorism financing, as well as liaison with ASIC and APRA.

### Major assignments

Andrew has acted for major corporations, including publicly listed and private companies and government organisations on a range of matters, including:

- Goldman Sachs: in relation to the I-Med restructure;
- Redbank Energy Limited: in relation to the sale of Redbank power station and its restructure generally;
- Guinness Peat Group: in relation to the sale (including Foreign Investment Review Board issues) of its interest in Maryborough Sugar Factory Limited to Thai company, Mitr Phol;
- LCJB Investment Group: in relation to the sale of its interests in the Global Aviation Asset Management Unit Trust;
- Besen: in relation to equity and debt investments in property development joint ventures in NSW;
- TPG: in relation to its reconstruction proposal for Alinta (ALB Australasian Law Awards Insolvency & Restructuring Deal of the Year, 2011);
- GreenBox Group and private equity interests: in relation to the termination of the administration and receivership of Jackgreen Limited, its reverse acquisition, and subsequent reconstruction and capital raising;
- Harris Farm: in its restructuring, financing arrangements, and the sale and purchase of various Sydney metro supermarket and grocery businesses;
- Horizon Living and Horizon Care: in relation to the sale of The Links Seaside luxury retirement and nursing care facility based in Wollongong to IRT;
- Tabcorp and its media company, Sky Racing: in relation to a joint venture agreement with TVN, including liaising with the ACCC regarding the authorisation of the arrangements;
- a large private Australian company: in relation to the sale of shareholders' interests to the majority shareholder. This \$500 million transaction involved complex corporate and financial issues;
- a fixed interest broker: in its establishment from both a corporate and financial regulatory perspective;
- a foreign bank: in relation to financial services issues, including its AFSL and banking licence;
- a foreign company: in establishing its Australian operations, including foreign company registration requirements;
- Tricom: in relation to stock lending and margin loan issues in a restructuring context;
- Reuters: in relation to advice on opening foreign markets to its services using the WTO rules on services, including in Hong Kong, China, Thailand and India;
- a range of major financial institutions and insurance brokers: in relation to advice on EU, UK, US and Swiss sanctions;



- a range of businesses: in relation to advice regarding anti-bribery, money laundering and anti-terrorism financing issues;
- several international oil and gas companies: advice regarding their rights in disputed maritime zones, including the Timor Gap and the Celebes Sea;
- a Middle Eastern government: in relation to its membership rights in a UN context;
- the Kuwaiti petroleum sector: in its claims against Iraq before the United Nations Compensation Commission for damages arising from the first Gulf War; and
- Invensys and Equant: in relation to the redesign of their legal department structures.

### **Publications**

Andrew has published articles and open editorials on a number of topics since 1990. Currently, he is the author of Chapter 15.3 *ASIC Hearings* and Chapter 15.4 *Administrative Review of Decisions under the Corporations Act* for the LexisNexis publication, *Australian Corporation Law – Principles & Practice*. In addition, he has co-authored several feature articles for Butterworths Corporation Law Bulletin, including *Proposed increase in corporate regulation targeting market misconduct* and *Re CSR Ltd*. Andrew also appears regularly as a speaker at conferences.

### **To contact Andrew Silberberg**

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