



# Representative Legal Matters

Gulnur Bekmukhanbetova

## Banking and Finance

- Advised Steering Committee of Creditors of BTA Bank, one of the largest banks in Kazakhstan, in connection with restructuring of approximately USD 12 billion obligations in the first 2010 restructuring and approximately the same amount in the second 2012 restructuring. This transaction became the largest restructuring in the history of the emerging markets' corporate sector
- Advised HSBC plc in connection with bankruptcy and rehabilitation proceedings of JSC Holding Kazexportastyk (the borrower) and the bank's financing of the borrower
- Advised a large Kazakhstani agricultural company on restructuring of its obligations and potential insolvency proceedings
- Advised a privately owned investment company on debt restructuring, bankruptcy and repossession issues in connection with aircraft purchase agreements and lease agreements with a Kazakhstani operator
- Advised a leading commercial aircraft financier on regulatory, tax, customs and other matters related to aircraft leasing and financing to Kazakhstani counterparties
- Advised AerCap B.V. on various aspect of Kazakhstani legislation affecting an aircraft operation lease to Air Astana JSC
- Advised a leading commercial aircraft leasing company on the proposed aircraft financing in Uzbekistan
- Advised Islamic Corporation for the Development of the Private Sector on the acquisition of a Kazakhstani bank and conversion of the bank into an Islamic bank
- Advised a national gas transportation operator in connection with a potential IPO
- Advised a large Kazakhstani railcar fleet leasing company on the potential GDR offering in international capital markets
- Advised a major international bank on the legal aspects of the GDN programme
- Advised Eurasian Development Bank in connection with the establishment of USD 3,5 billion Euro Medium Term Note Programme
- Advised underwriters, JPMorgan, Citigroup and ING, in respect of USD 450 million Guaranteed Notes issued by Zhaikmunai, a major Kazakhstani oil and gas company
- Advised underwriters, Citigroup, Merrill Lynch, Pierce, Fenner & Smith, GMP Securities Europe, Standard Bank, etc., in respect of USD 560 million Eurobonds issued by Zhaikmunai International BV

- Advised underwriters, JPMorgan and BNP Paribas, in respect of USD 500 million Eurobonds issued by Kazatomprom.
- Advised a major international bank on the private offering of fixed rate notes to two large Kazakhstani banks
- Advised a major international bank on its structured ISDA derivative transaction with a Kazakhstani bank
- Advised a major international bank on its structured asset sale and purchase transaction with a Kazakhstani bank
- Advised Asian Development Bank in connection with two loans to two large Kazakhstani power companies
- Advised international banks in connection with a syndicated term loan facility for a Kazakhstani oil chemistry refinery plant
- Advised China Eximbank in connection with the USD 1.2 billion loan for a petrochemical equipment project in Kazakhstan (guaranteed by KazMunaiGaz)
- Advised Bank of China in connection with two loans (each USD 170 million) to Kazakhtelecom JSC and its subsidiaries in 2010 and 2014
- Advised investment management firms and fund managers on privately placing hedge fund and private equity funds interests in Kazakhstan
- Advised on registration of share issues and transactions with shares

### **Mergers and Acquisitions**

- Advised a major integrated steel company on the restructuring issues in connection with the proposed transfer of its assets and rights to an affiliate
- Advised Yukon Energy Holding S.A. in connection with the acquisition of Lancaster Petroleum JSC, a company listed on the Kazakhstani Stock Exchange and a sole operator of the Kokzhide, Kumsai and Mortuk oil fields in the Aktobe region of Kazakhstan. Advice included a due diligence review of the target company and assistance with implementation of the acquisition process. The volume of the project was in excess of USD 160 million
- Advised a Japanese consortium in connection with the establishment of a joint venture for the acquisition of uranium assets in Kazakhstan, including due diligence, negotiation of transaction documents and application for the statutory clearances. Projected investment into the joint venture is in excess of USD 250 million
- Advised a major Chinese integrated energy and chemicals company in connection with its indirect acquisition of mining companies in Kazakhstan
- Advised a major steel manufacturing company on the potential acquisition of subsoil use rights relating to the three iron ore deposits

### **Tax**

- Advised clients on tax implications of operating in Kazakhstan, applying double tax treaties and possible tax optimization strategies
- Advised major international banks on Kazakhstani tax aspects of granting loans to Kazakhstani borrowers
- Tax due diligence of local companies