

## **CURRICULUM VITAE**

**NAME:** L-MARTIN DESAUTELS

**POSITION:** Project Team Leader; Partner; Country Managing Director

**LOCATION:** Phnom Penh, Cambodia

**EXPERIENCE:** 11 years

**NATIONALITY:** Canadian; French

### **MEMBERSHIP IN PROFESSIONAL SOCIETIES:**

Québec Bar Association

### **KEY QUALIFICATIONS:**

Mr. Desautels is a Partner and Country Managing Director of DFDL Mekong Vietnam. He has been practicing law in the Indochina Region for nearly 10 years and specialized in International Banking and Finance Law at the London School of Economics. Before joining DFDL Mekong, he worked for the largest French international law firm, Gide Loyrette Nouel, notably, on the Phu My 2.2 Power Project advising the 3 sponsors EDF, Sumitomo and TEPCO.

He has also worked on a number of major projects in the energy sector, notably on private power policy in Cambodia advising the Royal Government of Cambodia as well as on several IPPs in Lao PDR, Vietnam and Cambodia.

As Team Leader, he has been involved in major projects including Nam Theun 2 Hydro Project in Lao PDR, the financing of the Thai-Cambodian Transmission Line and the financing by China Exim Bank of the Kamchay Hydro Project in Cambodia. He has also advised 3 groups of developers on 3 different coal power projects.

### **EDUCATION:**

1999 – Master in Law in International Banking and Finance Law, London School of Economics and Political Science

1993 – First Degree in Law, Sherbrooke University

1990 – Diploma in Administration, Edouard Montpetit College

Other training:

1996 – Course on Securities Transactions, Canadian Securities Institute

1994 – Practice License, Bar School of Sherbrooke

**EMPLOYMENT RECORD:**

- **DFDL Mekong** (July 02 to present)  
**Partner**  
 Areas of practice: Energy and Infrastructure, foreign investment, Project Finance, Secured Lending, banking and finance law, governance.
- **Gide Loyrette Nouel – Vietnam** (August 99 to June 02)  
**Senior Lawyer**  
 Work experience in Vietnam, Cambodia, Laos and Thailand on various technical support projects financed by international institutions and as legal advisor to multinational companies investing in large foreign investment projects. Notably, advised a Consortium composed of EDF - Sumitomo - TEPCO on BOT power project (400 million USD) in Vietnam, the Phu My 2-2 Gaz Power Project.
- **Cabinet of the Leader of a Federal Political Party, Bloc Québécois – Federal Parliament – Ottawa**  
**Special Adviser - Legislative issues** (April 97 to July 98)  
 Advising the leader on all main topics, particularly legislative, legal, constitutional and international affairs. "In-house" lawyer for the political party. Co-ordination of the research and communication departments. Writing speeches and political public documents.
- **Researcher – Legal affairs** (February 96 to April 97)  
 Research for the leader principally on legal, legislative and constitutional topics. Analysis and critics of bills brought in Parliament.

**DETAILS OF MAJOR PROJECTS UNDERTAKEN****FOCUS ON ENERGY, INFRASTRUCTURE AND FINANCE****Vietnam****Sponsor's Consortium - Phu My 2-2 Gaz Power Project - The Sponsors Implementation of BOT Project**

Acting as local counsel to the Sponsors in namely Electricity of France (EDF), Sumitomo and TEPCO in relation to a gas power project worth approx US\$ 400 million. Responsible for assisting the Sponsors in negotiations with the lenders in relation to financing for the project and Vietnamese authorities in relation to formation and implementation of the project; and preparing lending agreements, security documentation and legal opinions.

**Power Project Developers and Financiers - Power Sector Legal Framework**

Advising recently, at the initial stages of their prospecting, various power developers and institutional financial institutions on the Vietnamese legal & regulatory framework related to the power sector as well as the legal framework related to financing and security package.

**Bank Governance - World Bank - Banking Governance - Drafting of a Manual Handbook on Boardroom Practices for Joint Stock Commercial Banks ("JSB")**

Advising the SBV on the application of international bank governance practices to Vietnamese commercial banks. Responsible for drafting a Manual Handbook on Modern Boardroom Practices for Joint-stock Commercial Banks in Vietnam and providing relevant training.

**FOCUS ON ENERGY, INFRASTRUCTURE AND FINANCE*****Hanoi International Hospital - French Investing Group - Acquisition of shares***

Advising the Group on purchase of shares held by Australian partner in the international hospital joint venture company. Responsible for advising on legal structure for the acquisition; preparing a due diligence report on the status of the joint venture company; and preparing a share sale agreement.

***World Bank Project - State Bank of Vietnam - Banking Reform***

As project coordinator, advised the State bank of Vietnam on various issues in relation to legal aspects of the Banking Reform for the duration of the six months project. More precisely, advised in details on legal aspects concerning Charter of State Owned Banks and Joint Stock Banks, notably on necessary amendments of and compliance with Vietnamese regulations.

***Danida/SIRED Project – Ministry of Fisheries - Reform of State-owned enterprises***

As main consultant and team leader, provide in Hanoi, Ho Chi Minh City and Danang some training to Senior Management, members of Board of Directors and members of Supervisory Board on best practices in Corporate Governance for recently equitized State-owned enterprises in the sea-food industry.

***Asian Development Bank - State Bank of Vietnam - State Securities Commission - SCERD - Corporatisation and Corporate Governance for equitized SOEs***

The project concerns the improvement of corporate governance practices for equitized State Owned Enterprises and joint stock banks. Under the project a Code of Best Practice in Corporate Governance for Vietnam was developed and a model Charter for joint-stock companies and joint stock banks. Extensive advising and training was provided to senior management, CEO and members of board of directors of banks on the model Charter, best practices in corporate governance and, role and duties of members of board of directors.

***Cambodia******200-250 MW hydro-project - US\$200-250 million - China Exim Bank***

Acting for the lenders in relation to a US\$200-250 million Khamchay hydro project to be developed in Kampot province in Cambodia.

***Coal Power Projects- Multi-million US\$ - Developers***

Acting for 3 different groups of sponsors for the development and the negotiations of the 3 different coal fired power projects in 3 different provinces of Cambodia.

***World Bank (PPIAF) - Power Reform Assistance for MIME***

Advising the Royal Government of Cambodia (the "RGC") in a World Bank project to assist the RGC in defining and implementing power sector reform, notably structuring and detailed drafting of the Law Concessions and the Sub-Decree implementing the Law on Concessions.

***World Bank (PPIAF) – Private Public Infrastructure***

Advising the Royal Government of Cambodia (the "RGC") in a World Bank project to assist the RGC in defining and implementing private participation in infrastructure project, notably the structuring and detailed drafting of the Sub-Decree on the Private Participation in the Electricity Sector and Procurement Guidelines for the electricity sector.

***Transmission Line - US\$30 million - Asian Development Bank***

Acting for the lenders in relation to a US\$30 million transmission line project between Thailand and Cambodia.

## **FOCUS ON ENERGY, INFRASTRUCTURE AND FINANCE**

### **30 MW IPP in Phnom Penh - US\$20 million investment - ANCO Brothers**

Acted for Anco Brothers in relation to two IPPs.

### **Railway Concession – Sponsor**

Acting for the Sponsor in preparation of all project documentation.

### **Power Reform Assistance - World Bank and Ministry of Industry**

Acting for the Royal Government of Cambodia in a World Bank project to assist the RGC in defining and implementing power sector reform, notably all aspects related to financing.

### **Cam-Tai Power Project US\$50 million investment- CTEP**

Acting for a Taiwanese enterprise in relation to a US\$60-70 million IPP in the region of Siem Reap.

### **Airport Financing - US\$25-35 million loan – PROPARCO & IFC**

Acting for a French bi-lateral financing agency and a World Bank institution, in relation to the financing of a BOT project in the airport sector.

### **Telecommunication Financing - US\$10 million loan – PROPARCO**

Acting for a French bi-lateral financing agency, in relation to the financing of a telecommunication project.

### **World Bank PPI Project - World Bank and Ministry of Commerce**

Acting for the Royal Government of Cambodia in a World Bank project to assist RGC in defining and implementing private public infrastructure sector reform.

### **Phnom Penh and Siem Reap International Airport - US\$30 million Investment – SCA**

Acting for a consortium of French, Malaysian and Cambodian investors in relation to the US\$30 million BOT for the renovation of the international airport in Phnom Penh.

### **Agence Française de Développement – Rural Water Sector**

Advising the Royal Government of Cambodia (the "RGC") in an AFD project to assist the RGC in defining and implementing the water sector policy in rural areas, notably by analyzing the legal framework and proposing institutional structures to implement such policy.

### **Agence Française de Développement / GRET – Rural Irrigation Sector**

Advising the GRET to assist in defining and implementing the legal framework in the rural irrigation sector, notably in the drafting of various implementing regulations for the water irrigation sector.

## **Laos**

### **Nam Ngum 2 - US\$1 billion investment - Thai Firm**

Acting as an adviser to the Lenders Consortium in relation to a hydro-electric power project. International Counsel is Chandler. Value: US\$1 billion.

### **Nam Theun 2 - US\$1.2–1.5 billion investment- International Lenders and Thai Lenders**

Acting as an adviser to the Lenders Consortium in relation to a hydro-electric power project. International Counsel is A&O and Chandler. Value: US\$1.2 to 1.5 billion.

### **Sepon Copper Mine - US\$300 million loan - Société Générale**

Acting as Lao Counsel in relation to the financing on a project finance basis of a copper mine in the South of Laos. Project Counsel for lenders is Norton Rose. Value: US\$ 300 million loan.

**FOCUS ON ENERGY, INFRASTRUCTURE AND FINANCE*****Nam Theun 2 - US\$1.2 billion investment - World Bank***

Acting as an adviser to the World Bank in relation to a Lao hydro-electric power project. International Counsel is Linklaters. Value: US\$1.2 billion.

**LANGUAGES:**

	<b>Speaking</b>	<b>Reading</b>	<b>Writing</b>
<i>English</i>	Excellent	Excellent	Excellent
<i>French</i>	Excellent	Excellent	Excellent
<i>Vietnamese</i>	Basic	Basic	Basic
<i>Khmer</i>	Basic	None	None

**CONTACT DETAILS:**

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