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## Firm & Lawyer Profile

### OUR OFFICES:

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#### MYANMAR

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DFDL Mekong was established in January 1995, as the first officially authorized foreign legal and tax consultancy in Cambodia. DFDL Mekong operates in an exclusive association with the Mekong Law Group, a group of lawyers admitted to practice in Cambodia. The 9 foreign advisers and 10 Khmer advisers and attorneys working at the Cambodian office are dedicated to providing our clients with services of an international standard coupled with an in-depth knowledge of the local environment.

The partners of DFDL Mekong recognize that, while substantial investment is moving into the Mekong countries, other law firms are still attempting to service their clients from major business centers outside these countries, such as Hong Kong, Singapore and Bangkok. DFDL Mekong believes that legal services of the highest quality cannot be provided on a “fly-in” basis and we therefore provide international standard services through local and foreign legal experts based in and focusing on Cambodia and the broader region.

Through our regional network in five Greater-Mekong countries, DFDL Mekong offices or affiliates provide seamless services, throughout the region, to foreign and local companies and international institutions. With over 20 foreign lawyers and advisers teaming-up with more than 45 local lawyers, advisers and legal assistants, DFDL Mekong offices provide personalized and cost-effective legal, tax and consulting services to all its clients.

### A. Legal Services

DFDL Mekong provides a full range of commercial and corporate legal services to foreign and local investors operating in the Mekong Region. The firm provides local and international legal expertise for every phase of an investment - from initial contacts, licensing, negotiations with the government and joint venture partners, land purchasing, leasing and financing, to operational issues such as labor, taxation, corporate governance and other contractual matters.

**At the initial stages of an investment**, these services include:

- Providing legal opinions on local law and procedures
- Conducting legal due diligence on project and financing documentation
- Obtaining business or project licenses
- Drafting joint venture agreements and other legal documentation
- Incorporation and registration of companies
- Assistance with legal aspects of financing and banking

**Throughout the course of the investment**, DFDL Mekong can assist with the following:

- Advice on labor law, employment contracts and related matters
- Securing ownership, lease, titling and registration of land
- Registration and protection of intellectual property
- Corporate governance
- Alternative dispute resolution
- All other commercial matters

### B. Taxation Division

DFDL Mekong has provided general tax advice to investors in the region for many years. In 2006, due to the increased interest in investment in the Mekong Region, the Firm established a dedicated taxation division. In conjunction with our corporate legal advisers, DFDL Mekong is now positioned to provide high-level tax advice to investors from the inception of their projects.



From our extensive experience in the Mekong Region, we are able to assist clients in identifying the major tax issues that will affect their investment, and we are able to provide strategies to minimize unnecessary or adverse tax exposures and consequences. In addition, due to our unique regional coverage, we are able to provide comprehensive and integrated tax planning advice to clients with a Mekong regional coverage.

### C. Real Estate Practice Group

DFDL Mekong has advised clients on real estate issues for over 10 years. We have developed solid experience in various types of the real estate transactions such as real estate development, special economic zones, long-term leases, sales, purchases and the granting of long term concessions by the Royal Government of Cambodia.

There are various different types of land title available in Cambodia and before entering any land transaction a full due diligence on the particular real estate in question should be performed. DFDL Mekong has developed various structures in order to best secure land transactions, based on our extensive experience and knowledge of the Cambodian practices and legal framework.

### D. Project Finance, Energy & Infrastructure

DFDL Mekong has more than 10 years of experience in Cambodia, advising on infrastructure, energy and financing projects. The Firm has worked on most major deals in Cambodia in the last 10 years, advising both lenders and investors, notably:

- **Telecommunication Project** – Advised ST Telemedia (Singapore) on Lao, Thai and Cambodian aspects of the first major multi jurisdiction telecommunication sale (valued at USD200 Million) in the Mekong Region. DFDL Mekong awarded “2007 Deal of Year” from Asian Counsel for this transaction.
- **Transmission Line Financing** – Advised ADB, Thai Exim Bank, Arco and FTB on a USD25 million financing of the transmission line between Thailand and Cambodia.
- **Hydro Power Project** – Advised China Exim Bank in a USD200 million financing of the Kamchay Hydro Plant in Kampot Province.
- **Power, PPI Reforms and Road Law** – Adviser to World Bank and Royal Government of Cambodia.
- **Airport Financing** - Adviser to IFC and PROPARCO on a USD30 million financing in relation to the 3 airports, Phnom Penh, Siem Reap and Sihanoukville.
- **Power Projects** – Adviser to IFC, ADB, China Exim Bank, Foreign and Khmer Investors.
- **Bank Restructuring** – Adviser to IFC, ADB DEG, Triodos and FMO.
- **Petroleum** – Adviser to Caltex , Chevron Texaco and Total.

### E. Major Clients in Cambodia

- **International Law Firms:** Clifford Chance, CMS Cameron McKenna, Allen & Overy, Deacons, Baker & McKenzie, Freshfields Bruckhaus Deringer, Drew & Napier, Linklaters.
- **International Corporations:** Coca-Cola, Shell, Nestle, BAT, Caltex, ChevronTexaco, Millicom, Motorola, Sofitel, Total.
- **Bilateral and International Organizations:** IFC, Proparco, Thai Eximbank, IMF, Korean Development Bank, ADB, World Bank, EU, Agence Française de Développement.

## Our advisers

### L-Martin Desautels (Martin)

Regional Managing Partner of DFDL Mekong and Regional Head of the Finance, Energy and Infrastructure Practice Group. He holds a LLM (London School of Economics). He is a member of the Quebec Bar Association (Canada). His practice covers International Banking, Project Finance and Investment. He speaks English, French and basic Vietnamese and Khmer.  
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### Timothy Holzer (Tim)

Senior Adviser - he holds a Master Certificate in Contract Management (George Washington University), Certificate of International Commercial Transactions (Harvard University), and Jurist Doctorate (University of Akron). His practice focuses on projects, transactions, telecom and commercial matters. Languages: English and conversational Thai.  
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### Edwin Vanderbruggen (Edwin)

Senior Regional Tax Counsel - he holds a Bachelor in Law (Antwerp) and a Master in Tax Law (Brussels). He advises multi-national enterprises and international organizations in the field of taxation and specializes in the Indo-China region and inter-national tax planning. Languages: Dutch, German, English, French, Thai.  
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### Brennan Coleman (Brennan)

Head of the General Practice Group - he holds a BA LLB (Macquarie University - NSW) and a Dip. Legal Practice (Sydney College of Law - NSW). He is a member of the New South Wales Law Society. His practice covers Corporate and Commercial, Investment, Project Finance and Banking.  
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### Ly Sambo (Sambo)

Senior Adviser – Infrastructure & Project Finance. He holds an LLM Business Law (Yokohama National University – Japan). His practice areas cover concession, secured transactions, contracts and real estate. Languages: Khmer and English.

### J. Robert Force (Rob)

Head of the Real Estate Practice Group - he holds a JD (Pepperdine University School of Law – California, USA) and a Master of International Public Policy (Johns Hopkins University SAIS – Washington, D.C.). His practice covers Property, Corporate, Commercial, and Consumer Financial Services. Languages: English, French and basic Japanese.

### Sar Vathana (Vathana)

Senior Adviser – Corporate Matters. He holds an LL.B (Royal University of Law and Economics – Cambodia) and Bachelor of Public Administration (Thailand). Practice covers: Corporate and Commercial, Investment, Employment and Licensing. Languages: Khmer and English.

### Dun Kosal (Kosal)

Senior Adviser to the Tax Compliance Practice - he holds a Certificate of Bookkeeping and Maintaining Financial Records. His practice covers Tax returns, Payroll Services, Tax Registrations and Filings. Languages: Khmer and English.

### Guillaume Massin (Guillaume)

Legal Adviser to the Real Estate Practice Group - he holds Master Degrees of Law and Political Science (University of Lille, France). His practice covers Property, Criminal Law and Procedures and Technical Assistance Programs consultancies. Languages: French, English.

### Chantal Beaubien (Chantal)

Legal Adviser to the Real Estate Practice Group - she holds a B.C.L./LL.B and a Bachelor of Arts (Anthropology), (McGill University, Montreal, Canada) and is a member of the Quebec Bar Association. Her practice covers real estate and commercial and corporate law. Languages: English and French.

### Heng Chhorvortey (Vortey)

Tax Adviser to Tax and Regional Projects -she holds a B. Bus. Admin. (National Institute of Management, Phnom Penh). Vortey's practice includes Tax, and Business Administration. Languages: Khmer and English.

### Sinath Un (Sinath)

Legal Adviser - he holds a master degree of Business Law (University Jean Moulin Lyon 3). His practice covers Corporate, Commercial, Labor and Contracts. Languages: Khmer, English and French.

### Laysym Sim (Laysym)

Tax Adviser to our Tax Practice - he holds a BBA in Human Resource Management from Maharishi Vedic University, Cambodia. Laysym's practice includes Tax and Business Administration. Languages: Khmer and English.

### Leung Seng (Leung)

Legal Adviser specializing in labor law - he holds a Masters Degree of Corporate Law from the University of Lyon2-Lumière, France and two Bachelors degrees in Private Law from the Royal University of Law and Economics (RULE), Cambodia. Languages: Khmer, English and French.

### Sophorn Kheang (Sophorn)

Sophorn is a Legal Assistant to DFDL Mekong's Corporate Secretarial Department. She holds a Master of Law (Pannasastra University of Cambodia) and a Bachelor of Law (Royal University of Law and Economics – Cambodia). Languages: Khmer and English.