

## Korea: Representative Transactions

Transactions by the Dorsey & Whitney Korea Practice Group Lawyers

### Transactions by Dorsey & Whitney's Korea Practice Group Lawyers

#### Mergers & Acquisitions and Private Equity

- Represented **KKR** on the issuance of secured floating rate notes in connection with its US\$1.8 billion acquisition of **Oriental Brewery**, Korea's second largest brewery and beer distributor, from Anheuser Busch InBev (*Deal of the Year 2009* by FinanceAsia, IRF Asia, Asian-Counsel and The Deal Magazine; *Private Equity Deal of the Year 2010* by IFLC)
- Advised **Korea's largest electronics company** in connection with its proposed acquisition of a privately-held corporation in the United States
- Represented a **private equity firm** in connection with the formation of a joint venture for the development and operation of a large scale resort in Korea (ongoing)
- Represented **Korea Deposit Insurance Corporation** in the sale of its interest of the state-owned Daehan Investments & Securities Co., Ltd. to Hana Bank, located in Korea. The purchase price is \$520 million.
- Represented **Korea Deposit Insurance Corporation** in the sale of its interest of the state-owned Korea Investment & Securities Co., Ltd. to Dongwon Financial Holdings Co., Ltd. The purchase price was \$494 million.
- Represented **LG Electronics, Inc.** in the sale of the shares of LG Semicon Co., Ltd. to Hyundai Industries Co., Ltd. Both LG Semicon and Hyundai Industries were manufacturers of semiconductors. The purchase price was approximately \$2.2 billion.
- Represented **LG Electronics, Inc.** in its purchase of Sunpower, Inc., located in Athens, Ohio. Sunpower is an engineering research and developing company dedicated to the design and development of stirring engines, coolers and linear compressors. The purchase price was not disclosed.
- Represented **Hyundai Heavy Industries Co., Ltd.**, in a joint venture with Grand China Hyundai Shipping Company Limited, a private company located in Hong Kong. Grand China provides transportation services. The purchase price was not disclosed.
- Represented issuer in \$83 million Private Offering for 73,000,000 Common Shares of Denison Mines Corp. The offering was sold to a subsidiary of **Korea Electric Power Corporation** and entities affiliated with Lukas Lundin, a director of Denison.
- Represented General Moly Inc. in a joint venture with **POSCO** regarding General Moly's molybdenum mine in Nevada
- Represented **Picture Map International Co., Ltd.**, located in Korea, in the sale of all of its outstanding stock to NAVTEQ, located in New York, New York. Picture Map is a digital map company. The purchase price was \$29 million.
- Represented Unicity International, Inc., located in Orem, Utah, in the sale of Unicity Network Korea, Co., Ltd., located in Seoul, Korea, to **Unicity Korea, Co., Ltd.** Unicity Network Korea provides direct marketing.
- Represented ArenaNet, Inc., located in Seattle, Washington, in its sale to **NCsoft™ Corporation**. ArenaNet created state-of-the-art, interactive game networks and designs and publishes premier multiplayer online games for dedicated game players.
- Represented **Kodo Inc., an affiliate of Dongah Flour Mill Co.**, in an investment in a retail business in New York City
- Represented an **affiliate of Poongsan Corporation** in the sale of assets of Eco-Tube, Inc., a manufacturer of copper tubing, to Wolverine Tube Inc.

- Represented **Korea's largest electronics company** in connection with its proposed acquisition of German semiconductor manufacturer by joint venture
- Advised a **Korean digital navigation company** on the sale of its business to a U.S. public-listed digital navigation company
- Represented ING Bank, Fubon Commercial Bank and Chinatrust Commercial Bank as the senior lenders and the arrangers in connection with US\$150 million and Euro 31 million lending to IK Investment Partners for its acquisition of **Overseas Incorporations Group** and further merger with Vistra Group Holdings S.A.
- Represented Australia and New Zealand Banking Group, Citibank, Commonwealth Bank, DBS Bank, GE Commercial Finance, Investec, J.P. Morgan, Morgan Stanley, National Australian Bank, Nomura, SMBC and Westpac, as the senior lenders, in connection with KKR's proposed acquisition of **Healthscope Limited** in Australia (not closed)
- Represented **CA, Inc.** in connection with its acquisition of XOSoft, Inc.
- Advised **Sumitomo Corporation of America** in connection with the merger of Distributor Metals Corporation, California corporation, with Summit Stainless Steel, LLC, Delaware limited liability company

## Capital Markets

- Represented Goldman Sachs, Merrill Lynch and Morgan Stanley as underwriters in connection with Won 4,888 billion initial public offering, and the listing on the KRX KOSPI Market (the "KRX"), of common shares of **Samsung Life Insurance**
- Represented Goldman Sachs as sole global coordinator in connection with the initial public offering, and the listing on the Singapore Exchange Securities Trading Limited (the "SGX"), of ordinary shares of **STX OSV Holdings Limited**, a wholly-owned subsidiary of the STX Group of Korea
- Represented Merrill Lynch as the underwriter, in connection with US\$456.3 million initial public offering, and the listing on the KRX, of 18,000,000 common shares of **SK C&C**, leading information technology service provider in Korea
- Represented UBS as the underwriter in connection with US\$460 million initial public offering, and the listing on the KRX, of 14,400,000 common shares of **Jinro Limited**, the largest producer of distilled alcoholic beverages in Korea
- Represented Goldman Sachs and UBS as the underwriters in connection with the proposed initial public offering, and the listing on the Professional Securities Market of the London Stock Exchange, of GDRs by **SPP Shipbuilding**, leading mid-sized shipbuilding company in Korea (not closed)
- Represented UBS as the underwriter in connection with the proposed initial public offering, and the listing on the SGX, of common shares by **Sungdong Shipbuilding & Marine Engineering**, leading shipbuilding company in Korea (not closed)
- Represented **Shinhan Financial Group**, leading financial holding company in Korea, in connection with US\$1 billion offering of rights to purchase its 78,000,000 common shares
- Advised the issuer and the underwriters in connection with **the proposed initial public offering, and the listing on the Hong Kong Stock Exchange**, by the Chinese subsidiaries by a consumer products company and an apparel company in Korea
- Represented Citigroup and Credit Suisse as placing agents in connection with US\$2.2 billion block trade of common shares of **LG.Philips LCD** (currently LG Display), TFT-LCD manufacturer in Korea
- Represented J.P. Morgan as the placing agent in connection with Korean Won 400 billion block trade of common shares of **KB Financial Group**, leading financial holding company in Korea
- Represented Merrill Lynch, Macquarie Securities and Citigroup as the placing agents in connection with Korean Won 780 billion block trade of common shares of **Hyundai Engineering & Construction**, leading engineering & construction company in Korea

- Represented Korea Development Bank, Barclays, BNP Paribas, Deutsche Bank, J.P. Morgan and Merrill Lynch as the joint lead managers in connection with the offering, and the listing on the SGX, of **Korea National Oil Corporation's** US\$1 billion 5.375% notes
- Represented the dealers as the deal counsel in connection with the establishment of **Korea Water Resources Corporation's** Global Medium Term Notes Program and bonds offering thereunder
- Represented Deutsche Bank, J.P. Morgan and Merrill Lynch as the joint lead managers in connection with the offering, and the listing on the SGX, of **Korea Gas Corporation's** US\$500 million 6.00% notes
- Represented the arrangers and dealers in connection with the update of **Korea Expressway Corporation's** US\$3.5 billion Global Medium Term Notes Program and US\$700 million 4.5% bonds offering thereunder
- Represented **Korea Electric Power Corporation** in connection with the update of its US\$1 billion Global Medium Term Notes Program
- Represented Lehman Brothers as the lead manager in connection with the offering, and the listing on SGX, of €168.2 million 3.125% convertible bonds and €107.9 million 3.125% bonds with warrants of **Taihan Electric Wire**, electric cable manufacturer in Korea (shortlisted for Debt and Equity-Linked Deal of 2008 by IFLR Asia)
- Represented Barclays, J.P. Morgan, Merrill Lynch and Nomura in connection with the offer by **Woori Bank** to exchange its US\$400 million 5.75% Lower Tier II Subordinated Notes for its newly issued 7.63% Lower Tier II Subordinated Notes
- Represented **PT PLN**, Indonesia's state-owned electric utility company, in connection with the offering, and the listing on the SGX, of its US\$500 million 7.250% and US\$500 million 7.875% high yield bonds
- Represented **Shinsegae Co., Ltd.** in connection with US\$120 million floating rate notes
- Represented **Daewon America Inc.** in connection with US\$22 million guaranteed floating rate notes

## Project, Project Financing and Leveraged Finance

- Represented **Cirebon Electric Power** in connection with the development and financing of the 660MW coal-fired power project in Cirebon, West Java, Indonesia (Japan Bank of Development and The Export-Import Bank of Korea as the lenders)
- Represented **Sonnedit** in connection with lending for its solar power plant development project in Thailand
- Represented **Herakles Fund** in connection with development of palm oil plantation in Cameroon
- Represented ING Bank, Fubon Commercial Bank and Chinatrust Commercial Bank as the senior lenders and the arrangers in connection with US\$150 million and Euro 31 million lending to IK Investment Partners for its acquisition of **Overseas Incorporations Group** and further merger with Vistra Group Holdings S.A.
- Represented Australia and New Zealand Banking Group, Citibank, Commonwealth Bank, DBS Bank, GE Commercial Finance, Investec, J.P. Morgan, Morgan Stanley, National Australian Bank, Nomura, SMBC and Westpac, as the senior lenders, in connection with KKR's proposed acquisition of **Healthscope Limited** in Australia (not closed)

## Cross-Border Litigation

- Represented **Korea Exchange Bank** in connection with Bernie Madoff feeder funds litigation brought by Fairfield Sentry in the U.S. Bankruptcy Court, Southern District of New York
- Represented **Kolon Industries** in connection with trade secrets and anti-trust litigation in the U.S.
- Represented **SKC Kolon PI** in connection with trade secrets litigation brought by Kaneka Corporation with the U.S. International Trade Commission and the District of Columbia District Court

## Intellectual Property

- Represented an international animation production company headquartered in Korea in connection with intellectual property, licensing and investment matters (ongoing)