



**Dewey & LeBoeuf**

**Bank and Institutional Finance**

# Bank and Institutional Finance

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The Bank and Institutional Finance Group represents the world's leading banks and other financial institutions and their customers in a broad array of debt financing transactions throughout our global network, including:

- Acquisition financings;
- Leveraged finance;
- Trade finance;
- Term B facilities;
- Secured and unsecured facilities;
- Working capital facilities;
- Accounts receivable financings;
- Asset finance;
- Emerging market financings;
- Derivatives;
- Subordinated debt;
- Loan participations and credit derivatives;
- Letters of credit and bankers' acceptances;
- Distressed debt;
- Employee stock ownership plan (ESOP) facilities;
- Letter of credit facilities;
- Debtor-in-possession and workout financings; and
- Workouts and restructurings.

We have extensive experience representing arrangers, agents, lenders and participants. We also represent a great number of borrowers, which gives us greater understanding of the needs and concerns of all parties involved in transactions. Our clients include international commercial banks, investment banks, finance companies, pension funds, and private equity and hedge funds, as well as local and international corporations.

Dewey & LeBoeuf brings to any engagement substantial experience in structuring, negotiating and documenting debt financing transactions, including experience in market standards for operating and financial covenants, intercreditor and subordination arrangements and documentation generally. The firm's industry experience in areas such as emerging markets, energy, oil and gas, health care, utilities, insurance and pharmaceuticals complements our debt financing engagements.

The Bank and Institutional Finance Group also benefits from the firm's experience in other practice areas, including mergers and acquisitions, project finance, leasing, securitization, capital markets, corporate reorganization and bankruptcy, derivatives, intellectual property, environmental, litigation (including banking litigation), real estate, Employee Retirement Income Security Act (ERISA) and tax. Our lawyers work together to bring breadth of knowledge and experience to the increasingly complex needs of our clients.



# Bank and Institutional Finance (cont'd)

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Our finance lawyers advise clients in the continuously changing field of lender liability and draw upon the skills of their colleagues in other areas to deal with the environmental, bankruptcy and tax issues that commonly arise in lending transactions.

## Bank Regulatory

In the US, we regularly advise banks and other financial institutions in connection with federal and state bank regulatory issues. We are experienced in analyzing all aspects of the Bank Holding Company Act (including regulations Y and K), Federal Reserve Act, Federal Deposit Insurance Act, National Bank Act and various state banking laws.

In the UK, we provide comprehensive EU and UK regulatory advice to clients operating in the financial services, insurance and banking industries.

Our representative experience includes:

- Lehman Brothers and CIT as lead arrangers in a \$9.5 billion deal providing stapled financing to all bidders in connection with the sale by Home Depot of its HD Supplies division;
- Lottomatica in a \$1.9 billion senior loan facility as part of the financing for its acquisition of GTECH Holdings;
- ABC Radio Holdings, a subsidiary of The Walt Disney Company, as borrower in credit facilities comprising a \$1.6 billion senior secured credit facility and senior subordinated credit facility in connection with the spin-off of its ABC radio assets;
- Triad in connection with \$1.1 billion in credit facilities;
- Barclays Capital and Goldman Sachs in a private offering by DineEquity of \$825 million of high yield notes and DineEquity's new credit facility of \$950 million;
- MedImmune, Inc. as borrower in a \$600 million senior secured revolving credit facility;
- A "club" of lenders in a \$505 million senior secured bridge loan facility for Babcock & Brown Infrastructure's acquisition of NorthWestern Corporation;
- Blackstone Group as lender, administrative agent and senior equity investor in connection with a \$500 million joint venture with USS Products Carriers;
- Talbots with respect to their \$400 million senior credit facility;
- Calyon on a €79 million Russian trade finance with Rusal;
- Citibank on a £424 million UK acquisition financing of Ferrovial's acquisition of BAA;
- CNPC on a \$4.1 billion Canadian acquisition finance with Citibank for PetroKazakhstan;
- ENI on a \$5.8 billion Russian acquisition finance of Yukos assets;
- Spinnaker Capital on a \$1.5 billion Turkish acquisition finance with JP Morgan;
- Goldman Sachs and VTB Bank on a \$328 million Kazakh acquisition finance of Bank Caspian;
- VTB Bank on a \$410 million Russian acquisition finance to purchase Kapital Insurance;
- VTB Bank on a \$1.7 billion Russian acquisition finance; and
- Entegra Power in connection with a corporate restructuring and \$1.33 billion refinancing and leveraged recapitalization. The refinancing was structured in three separate credit facilities: (a) a \$450 million second lien "cash pay" term loan facility, (b) a \$30 million second lien synthetic-revolving credit facility, and (c) an \$850 million third lien "PIK" term loan facility. The transaction also involved amending and restating a \$350 million first lien letter of credit facility.

# About Dewey & LeBoeuf

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Dewey & LeBoeuf is a leading global law firm providing our diverse client base with national and cross-border solutions to all of their legal requirements. We have also earned a reputation for our deep firm-wide experience in numerous sectors, including energy, financial services, insurance and technology.

With more than 1,100 lawyers in 26 offices spanning major financial markets around the world, we are one of the largest law firms in New York City and one of the largest US firms located in London.

As a firm that frequently advises our clients on assignments that span multiple practice areas and jurisdictions, we have well-established strengths in the emerging markets. Over a third of our lawyers are based outside of the US in exciting areas of growth, including China, Russia, Kazakhstan, the United Arab Emirates, Qatar, Saudi Arabia and South Africa. This is complemented by our well-established network of offices across Asia, Europe and the United States.

For more information, please visit [dl.com](http://dl.com).

## Dewey & LeBoeuf LLP

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