

THE VALUE OF GLOBAL REACH AND INSIGHT

In 2011, Bingham played a lead role in some of the world's largest and most complex restructurings, demonstrating the ability to think creatively across borders, balance diverse interests and develop innovative solutions.

RESTRUCTURING ONE OF IRELAND'S LARGEST COMPANIES

Privately owned Quinn Group Limited had been one of Ireland's most successful companies, focusing on cement and concrete products, container glass, general and health insurance, radiators, plastics, hospitality, and real estate. Bingham represented the private placement noteholders on the €1.3 billion financial restructuring of the company, an extension of the role we had been playing since 2008. During this period, we were involved in the appointment of a share receiver, the administration and subsequent sale of Quinn's insurance subsidiary, and a complete operational and financial restructuring of the Quinn Group. The restructuring attracted a considerable amount of media and political attention. Agreement among the creditors was finally obtained through a Northern Irish law Company Voluntary Arrangement, which relieved the Group's manufacturing companies of more than €800 million of debt and delivered control of the group to the creditors.

BIGGEST CHALLENGE? Balancing the competing interests and aims of many stakeholders—the Quinn family (owners of the business), Anglo Irish Bank (a nationalized bank) and the Irish government, employees and representative bodies, the joint administrators of Quinn Insurance Limited and the High Court, the third-party purchaser of the insurance business, and many primary and secondary investors in the group's debt—to deliver a comprehensive restructuring of the group for our clients.

SECURING AN ABOVE-PAR TENDER OFFER IN A NATIONALIZED VENEZUELAN PROJECT

On Oct. 11, 2010, Venezuelan President Hugo Chavez announced the nationalization of Venezuela's largest fertilizer company, Fertilizantes Nitrogenados de Venezuela, Fertinitro, C.E.C., as part of his plan to nationalize the food production sector. With US\$250 million in outstanding bonds, holders were concerned about the future of the project and its ability to repay the bond debt. Bingham organized and represented a multinational group of bondholders, including insurance companies, banks and asset managers. Our role included analyzing remedial and public relations strategies for creditors, assessing timing and proposals based on evolving conditions, and structuring discussions with the Venezuelan authorities to capitalize on successes in the wake of previous nationalizations. We were able to negotiate an above-par tender offer for the bonds and help the Venezuelan government structure the payout for maximum protection and efficiency.

BIGGEST CHALLENGE? Replicating premium bond payout levels of other Venezuelan petrochemical nationalizations in the face of the massively deteriorating finances of President Chavez's government, the president's poor health and weak bondholder rights/protections in the original deal.

ADVISING TEPCO INVESTORS AFTER THE JAPANESE TSUNAMI

The tragic earthquakes and tsunami that struck Japan on March 11, 2011, created enormous challenges for the Japanese people—and for Tokyo Electric Power Company (TEPCO), the nation's largest electric utility serving much of Japan's population and critical industries. TEPCO's Fukushima nuclear reactors were heavily damaged and shut down, and potential liabilities seemed incalculable. With the utility facing an uncertain future, and more than US\$60 billion in TEPCO bonds outstanding—10 percent of the entire Japanese bond market—an informal committee of international investment funds formed by Bingham turned to the firm's Tokyo and Hong Kong offices for guidance. Potential losses on TEPCO holdings could be severe, and investor risks are magnified by legal and political uncertainty concerning bankruptcy, nationalization, undefined nuclear liability, victim compensation and questions around a misunderstood statutory priority favoring the bonds.

BIGGEST CHALLENGE? The need for firsthand, on-the-ground analysis of political sentiment, evolving government approaches and a clear perspective on unprecedented legal issues.

LEADING ROLE IN AUSTRALIA'S RESTRUCTURING DEAL OF THE YEAR*

Alinta Finance Group had been owned by Alinta Energy, a company listed on the Australian Stock Exchange and one of Australia's largest suppliers of power, gas and electricity. The finance subsidiary had issued AUD2.8 billion of secured bank debt. Working with local counsel, Bingham represented a major secured creditor in the consortium that led the restructuring and deleveraging of the group. Of special significance, the plan involved a debt-for-equity swap through a complex court-approved scheme of arrangement under Australian law that bound all secured lenders to the restructuring—a first in Australia for secured bank debt. Bingham was the only non-Australian law firm with a lead role and was able to provide the perspective of its in-house Australian knowledge and its extensive international restructuring experience.

* ALB Law Awards, 2011

BIGGEST CHALLENGE? Negotiating a highly complex deal that had to balance the interests of the consortium members between themselves as well as the interests of the consortium members with those of a large diverse group of syndicate participants across the world.

DELIVERING 100 PERCENT OF THE EQUITY TO BONDHOLDERS IN U.S. DRUG COMPANY REORGANIZATION

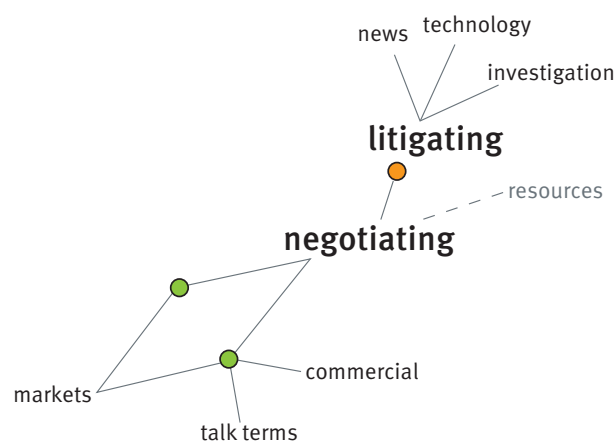
When Molecular Insight Pharmaceuticals filed for bankruptcy, it had numerous drugs at various stages of development or in the approval process in the U.S. and Europe. It also had total pre-petition bond debt in excess of US\$200 million. Bingham represented an informal group of senior secured bondholders in the United States Bankruptcy Court that did not support the plan support agreement proposed to the court. Under this plan, a third-party investor would receive 100 percent of the equity in the reorganized company and the bondholders' debt would be restructured. By contesting the plan and negotiating aggressively during the proceeding, we helped convince the company—and the court—to agree to a new plan support agreement granting 100 percent of the equity in the reorganized company to bondholders.

BIGGEST CHALLENGE? Developing a business plan and valuations driven almost entirely by the success of as-yet unapproved drugs, complicated by Section 365(n) issues—as both licensee and licensor—related to its drug candidates.

PREVENTING ONE OF NORWAY'S LARGEST BOND DEFAULTS

Sevan Marine ASA is a Norwegian company that developed a unique design for floating production, storage and offloading vessels. When the market for Norwegian bonds was strong, the company had issued approximately US\$700 million in bonds. But when market conditions deteriorated, Sevan could no longer access the bond or equity markets to raise sufficient capital to fund ongoing project costs. This led to a liquidity crisis that was not expected by the market and the need for an urgent restructuring of Sevan's capital structure. Bingham's London office has a market-leading practice in the restructuring of companies operating in the marine and offshore sectors, as well as in the restructuring of Norwegian law-governed bond debt, and was retained by the bond trustee to advise the secured and unsecured bondholders in all four series of bonds on a consensual restructuring of the outstanding bond debt. The solution included the issuance of a new bridge loan bond, a sale of Sevan's operating vessels to a strategic investor in settlement of the secured bond liabilities and some of the unsecured bond liabilities, and a partial conversion of the unsecured bonds into the equity of Sevan's remaining engineering business. The result? All stakeholders benefited from enhanced recoveries compared with the alternative outcome of an insolvency and enforcement. In addition to Sevan Marine, Bingham has recently led numerous restructurings of companies that have issued bonds and bank debt in the marine and offshore sectors under English law, Norwegian law and New York law, including Northern Offshore, Remedial Offshore, Cenargo International (t/a Norse Merchant Ferries), Cecon ASA, Marine Subsea, Skeie Drilling and Petromena ASA. A number of these restructurings have involved the use of U.S. Chapter 11 proceedings for non-U.S. incorporated entities.

BIGGEST CHALLENGE? Managing complex intercreditor issues and competing stakeholder interests in the face of a liquidity crisis.



For more, tap into [bingham.com/restructuring](https://www.bingham.com/restructuring)

RECOGNITION FOR OUR GLOBAL FINANCIAL RESTRUCTURING PRACTICE...

Bingham McCutchen LLP's 'great team' is recognized for its ability 'to work on a myriad of complicated situations.'

— *Legal 500 USA*

Probably the most talked-about firm for restructuring and insolvency work [in Japan], this team is able to provide a unique expertise on multi-jurisdictional matters...[and] works closely with its counterparts in London and Hong Kong...

— *Chambers Asia*

"International clients, such as US insurance companies, rely on the cross-border know-how and the consistent pursuit of clients' interests in complex restructuring and refinancing of their bonds and loans."

— *JUVE Handbuch*

"Bingham has a stellar reputation for bondholder representation in debt restructuring...These practitioners lead negotiations from both a legal and a commercial perspective."

— *Chambers Europe*

This group has built up a strong creditor practice through its 'deep involvement' in both new and distressed investments...Clients praise the team's related corporate and securities strengths, and appreciate its ability to deal with 'the most heated and ugly litigation.'

— *Chambers USA*

For the fifth consecutive year, Bingham was selected as a leading law firm for restructuring and insolvency in England by PLC in its *Cross-Border Handbook: Restructuring and Insolvency 2011/12*. Bingham was the only U.S. firm to achieve this top-tier ranking.

— *Practical Law Company*

ABOUT BINGHAM

Bingham offers a broad range of market-leading practices focused on global financial services firms and Fortune 100 companies. We have more than 1,000 lawyers in 14 locations in the U.S., Europe and Asia.

...AND FOR OUR RESTRUCTURING PARTNERS

The 'incisive and solutions-oriented' **Michael Reilly** stands out to peers as a leading lawyer in his field. 'Clients keep going back to him,' reported sources, because he is 'smart and excellent around the negotiating table.'

— *Chambers USA*

James Roome is lauded by clients as being knowledgeable, creative and commercial.

— *Chambers UK*

Jeff Sabin is described by sources as 'an immensely bright and intelligent attorney' with a talent for forming solid lines of strategy.

— *Chambers USA*

Amy Kyle 'is able to focus on what really matters without getting caught up in the minutiae' and has the capacity 'to think through complex issues and come up with a practical response.'

— *Chambers USA*

Barry Russell 'has it all — top shelf understanding of the law; deep relationships with his peers and the bank community; very responsive and hard working,' says another client.

— *IFLR 1000, United Kingdom*

The 'experienced and highly capable' **Edwin Smith** has an excellent pedigree in the market...and 'probably knows more than anyone in the country at matters at the interface between the UCC and bankruptcy.'

— *Legal 500 USA*

IFLR Expert Guides recognizes **Tim DeSieno** as a "leading expert in the United States," and the *Legal 500* acknowledges that he has established a niche in sovereign debt issues.

— *IFLR Expert Guides/Legal 500 USA*

Clients praise **Ronald J. Silverman** as 'exceptionally knowledgeable on cross-border insolvency.'

— *IFLR Insolvency and Restructuring Lawyers*

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