



Samuel Brown

Partner

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OVERVIEW

Samuel Brown is a property projects and investments lawyer, focusing on real estate and infrastructure transactions, developments and investment funds. Samuel's experience includes acquisitions and disposals of development and built form assets, government tenders, major project and development agreements, complex property and infrastructure developments, title structuring and subdivisions, transaction structuring, fund establishment, asset and investment management agreements, joint venture property investment and leasing.

Samuel is a commercially minded lawyer who believes in taking the initiative, being responsive and adopting an astute, solutions based approach. He communicates in a clear and straightforward manner to attain successful outcomes. He is ranked by *Chambers Asia Pacific* 2019, with clients noting his "commerciality and responsiveness" and in the *Legal 500 Asia Pacific* 2019 clients described him as "an exceptionally talented real estate transactions lawyer."

PROFESSIONAL BACKGROUND

Prior to joining the firm in 2017, Samuel led the finance and commercial property team at a boutique firm in Sydney.

ACHIEVEMENTS

- *The Legal 500 Asia Pacific*, Next Generation Partner in Real Estate (2021)
- *Lawyers Weekly*, Real Estate Partner of the Year (2020)
- *Chambers Asia Pacific*, ranked individual in Real Estate - Australia (2019-present)
- *Chambers Asia-Pacific*, ranked team for Real Estate - Australia Band 5 (2019-present)
- K&L Gates' Real Estate team is recognised in Tier 4 for Real Estate by *The Legal 500 Asia-Pacific* (2020), Tier 5 (2019)

PROFESSIONAL / CIVIC ACTIVITIES

Samuel is a member of the organizing committee for the annual LAWSKI conference Thredbo, NSW, a not-for-profit event for the profession that also seeks to raise funds for charitable purposes.

SPEAKING ENGAGEMENTS

In 2013, Samuel travelled to Kenya to co-present with the Kenyan Capital Markets Authority and a major Kenyan law firm to investment banks and developers on REIT regulations that were proposed for Kenya, modelled on Australian law.

EDUCATION

- LL.B., Bond University, 2004 (*Honours*)

ADMISSIONS

- High Court of Australia
- Supreme Court of Queensland

THOUGHT LEADERSHIP POWERED BY HUB

- 21 July 2020, COVID-19: Retail and Commercial Leasing Matrix (*Alerts/Updates*)
- 14 July 2020, COVID-19: (Australia) Amendments to NSW Regulations for Commercial Leases (*Alerts/Updates*)
- 23 June 2020, COVID-19: Retail and Commercial Leasing Matrix (*Alerts/Updates*)
- 26 May 2020, COVID-19: (Australia) Update to South Australian Act and Regulations for Commercial Leases (*Alerts/Updates*)
- 25 May 2020, COVID-19: Leases (Commercial and Retail) COVID-19 Emergency Response Declaration 2020 - ACT (*Alerts/Updates*)
- 11 May 2020, COVID-19: (Australia) South Australian Act and Regulations for Commercial Leases (*Alerts/Updates*)
- 5 May 2020, COVID-19: (Australia) Victorian Regulations for Commercial Leases and Licences (*Alerts/Updates*)
- 29 April 2020, COVID-19: (Australia) NSW Regulation for Commercial Leases (*Alerts/Updates*)
- 14 April 2020, COVID-19: (Australia) National Code of Conduct – Commercial Tenancies (*Alerts/Updates*)

- 9 April 2020, COVID-19: (Australia) Top 10 Principles - National Code set to Mandate Principles for Commercial Rent Relief (*Alerts/Updates*)
- 9 April 2020, Owners Beware: Consequences for Non-Compliance With Court- Ordered Strata Renewal Plans (*Alerts/Updates*)
- 1 April 2020, COVID-19: (Australia): PM Morrison Announces Moratorium Laws to Prevent Tenant Evictions (*Alerts/Updates*)
- 20 March 2020, COVID-19: (Australia) Landlords and Tenants (*Alerts/Updates*)
- 10 January 2020, Court Gives Effect to Strata Renewal Plan (*Alerts/Updates*)
- 21 June 2018, Impending Changes to Contractual Termination Rights (Ipso Facto Reforms) and its Impact on Leases and Other Property Transactions (*Alerts/Updates*)

NEWS & EVENTS

- 16 December 2020, K&L Gates Recognized in Chambers 2021 Asia Pacific and FinTech Guides (*Rankings & Recognitions*)
- August 2020, K&L Gates Lawyers Provide Insights on Impact of COVID-19 Across Various Industries (*Media Mention*)
- 28 October 2019, K&L Gates Advises Real I.S. AG on Adelaide Real Estate Acquisition (*Press Release*)
- 23 September 2019, K&L Gates Advises on Redevelopment of Sydney Fish Market (*Press Release*)
- 11 July 2019, K&L Gates Advises on Acquisition of Montessori Academy Group (*Press Release*)
- 31 May 2019, K&L Gates Advises RATCH-Australia on 226MW Collector Wind Farm (*Press Release*)
- 30 October 2017, K&L Gates Bolsters Real Estate Practice with Sydney Partner Appointment (*Press Release*)

AREAS OF FOCUS

- Real Estate
- Commercial Ownership, Leasing, and Management
- Distressed Real Estate
- Major Infrastructure: Projects and Public-Private Partnerships
- Maritime
- Real Estate Acquisitions and Dispositions
- Real Estate Development and Construction

- Real Estate Funds
- Real Estate Joint Ventures
- Renewables

INDUSTRIES

- Energy

REPRESENTATIVE EXPERIENCE

- Acting for Sydney Fish Market Pty Ltd on the negotiation of an agreement for the redevelopment and relocation of Sydney Fish Market by the Infrastructure NSW (formerly UrbanGrowth Development Corporation).
- Assisting Lendlease with the subdivision and development of Darling Square within the Sydney International Convention, Exhibition and Entertainment Precinct at Darling Harbour, including: a commercial building in the NW Plot at Darling Square, in respect of which the office space will be wholly occupied by CBA; the mixed use SW Plot, NE Plot and SE Plot at Darling Square, each comprising three residential towers and a retail stratum; the mixed and civil use 'place making' building in the North Plot at Darling Square comprising commercial and retail uses, known as 'The Exchange'; and two student accommodation buildings.
- Assisting Lendlease with the subdivision and development of various sites at Barangaroo, including: the proposed Crown Casino site; three proposed high-rise residential towers; three major office towers, being Tower 1, Tower 2 and Tower 3, International Towers Sydney, Barangaroo; and, two low-rise residential apartment buildings.
- Assisting Lendlease with the subdivision and development of a new 5 star hotel as part of the Sydney International Convention, Exhibition and Entertainment Precinct at Darling Harbour.
- Advising NSW Ports, assisted by Goodman, on its development and leasing up of sites within the Enfield Intermodal Logistics Centre, a 60 ha masterplan approved site comprising serviced land and active container storage parks.
- Represented NSW Ports on the development and granting of tenure arrangements for the AIE liquid natural gas import facility at Port Kembla, which has been designated as state strategic infrastructure development. The work involved negotiating wet land tenure arrangements with the State Government and negotiating documentation for the development and lease of a floating regasification unit and installation of a gas pipeline.
- Advising Vivacity on its co-investment with CorVal for the development and operation of Manufactured Housing Estates. As part of the co-investment structure, Vivacity will be appointed as development and operations managers of the MHEs.
- Acted for Moelis on the acquisition of 54 brand new apartments in one line from Sydney developer Payce. Our work included advice on the investment management structuring, indirect tax issues and asset acquisition.

- Acting for Lendlease on a staged acquisition strategy for the acquisition of strata lots in a Sydney CBD commercial office building.
- Assisting Lendlease with negotiations with investors on the initial AUD2 billion equity investment into the fund to acquire Towers 1 and 2, International Towers Sydney, Barangaroo.
- Acting for Lendlease on the AUD161 million sale of the Woolworths Distribution Centre, 69 Sargents Road, Minchinbury.
- Acting for Lendlease on the AUD 69 million acquisition of 8 Spring Street, Sydney.
- Acting for Lendlease's APPFI on a fund-through acquisition of an industrial real estate asset in WA.
- Acting for Lendlease on the fund-through acquisition from Goldman of an industrial real estate asset in Victoria.
- Advised Real I.S. AG on its AUD85 million acquisition of an Adelaide office property, which forms the basis of a broader strategy for investment in Australian real estate. This was Real I.S. AG's first acquisition for a group of institutional investors who recently mandated Real I.S. AG to build up a diversified real estate portfolio in Australia. The portfolio is expected to reach a volume of AUD400 million and will focus on core office properties in major Australian cities, with the possibility of adding retail, hotel and logistics properties. Also advised on debt financing, indirect tax issues and FIRB requirements.
- Represented Real I.S. in the AUD103.5M sale of 77 Grenfell Street, Adelaide.
- Represented Real I.S. in its acquisition of 40 Macquarie Street, Barton ACT.
- Advising Telstra on the divestment of a series of disused telecommunications sites.
- Acting for Lamanna Premier on its sale and leaseback of a fruit ripening facility in Lidcombe.
- Assisting a major German based real estate investment fund to establish new Australian investment funds for the acquisition of office assets.
- Acting for Greentown on its acquisition of a majority interest in the Montessori Academy Group (with an enterprise value of AUD120 million), comprising 23 long day care centres.
- Acting for NSW Ports on the acquisition of freehold land from the State Government.
- Assisting a German based real estate investment fund to re-structure its management arrangements for its Australian investment funds.
- Acting for a group of commercial strata lot owners on a collective sale of over 85% of lots comprising a commercial office building centrally located in Sydney's CBD.
- Assisting the AMP and AIMS managed AACI REIT with the acquisition of a 49% interest in the Optus Centre at Macquarie Park for approximately AUD184 million, through the acquisition of units in the Macquarie Park Trust. The transaction was the first foreign investment by AACI REIT.

- Represented NSW Ports in its AUD120M funding contribution to the development of rail infrastructure at Port Botany.
- Advising RATCH on all property related matters connected to its AUD340 million project financing for the development of the Collector Wind Farm.
- Assisting RATCH with exercising its lease and easement options to bring into existence its tenure arrangements for the Collector Wind Farm.
- Assisting BJCE with negotiating option agreements and exercising its lease and easement options to bring into existence its tenure arrangements for the Biala Wind Farm.
- Assisting the consortium to identify easement requirements and properties to be acquired for the North West Rail Link.
- Advising a consortium on all property related aspects of their bid to acquire the Port of Newcastle from the State of NSW.
- Assisting AGL with all property aspects of its successful bid for the AUD1.5 billion acquisition of the Macquarie Generation assets, including two major power stations, from the State of NSW.
- Assisting the Atlantic fund with office premises refurbishment and lease negotiations with the South Australian Government as tenant.
- Assisting a major Australian commercial office fund with its landlord leasing arrangements for 5 office buildings in Sydney's CBD.
- Advising NSW Ports on its industrial leasing arrangements as landlord at Port Botany, Port Kembla and Enfield Intermodal Logistics Centre, including with tenants such as Patrick Stevedores, Qube, AST Services, Maritime Container Services, Transport for NSW and Port Authority of NSW.
- Acting for Telstra in relation to various leasing arrangements as part of Telstra's national tenancy portfolio.