



Michael Hain

Partner

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OVERVIEW

Michael Hain is a partner in the firm's Real Estate practice. He is an experienced lawyer with a demonstrated history of over 25 years in delivering solutions for clients in real estate transactions, large scale brown fields and green fields project delivery, property funds transactions, tenure and access issues. The experience has been gained across a diverse range of client and project types including residential, retail, commercial, agricultural, industrial and resources projects, and is backed with a strong and sound commercial and legal grounding.

Michael believes in providing value-add for clients by taking the initiative, being responsive and adopting an astute, commercially balanced and solutions based approach. He communicates in a clear and straightforward manner to attain successful outcomes.

His clients include listed corporate, government, and private clients and receivers and managers.

ETHICAL SUPPLY CHAINS AND MODERN SLAVERY

Michael is the Perth office lead for the global ethical supply chain and modern slavery group. This group focuses on assisting clients with global legal responses to modern slavery, including under the *Australian Modern Slavery Act 2018* (Cth) for entities with annual consolidated revenue of at least AUD100 million, that are Australian or are carrying on business in they are required to report annually to government and the public against mandatory criterion for the assessment of supply chain modern slavery risks and their actions in response. Modern slavery exists in many forms including forced labour, wage exploitation, involuntary servitude, debt bondage, human trafficking and child labour.

PROFESSIONAL BACKGROUND

Prior to joining the firm in early 2013, Michael was a partner at a large Australian national law firm.

ACHIEVEMENTS

- Listed by *Best Lawyers in Australia*™

- Leasing Law, 2021-2025
- Construction and Infrastructure Law, 2017-2023

PROFESSIONAL / CIVIC ACTIVITIES

- Perth office lead for the K&L Gates Global Ethical Supply Chain & Modern Slavery group
- Board Member of the Edith Cowan University School of Business Law's Advisory Board
- Governor, Council of Governors of the American Chamber of Commerce in WA (AmCham) - 2015 to present
- Member, Governance Institute of Australia (GIA) - 2018 to present
- A regular volunteer of pro bono assistance for Dressed for Success, an international not for profit organisation which provides assistance for disadvantaged and long term unemployed women to secure their long term employment - 2008 - present

SPEAKING ENGAGEMENTS

- Moderator and presenter: "Why the New Modern Slavery Laws Are Likely to Impact Your Business", with panellists Jenn Morris (Walk Free Foundation), Fiona Lawrie (Wesfarmers) and Dr. Mark Andrich (Sustainable Platform), April 2019.
- Event Chairperson, Law Society CPD Seminar, "Modern Slavery: what it means for your clients", Perth, March 2019
- K&L Gates National Leasing Seminar Series (Part 1 and 2), August and October 2016

EDUCATION

- B.Com, University of Western Australia, (*Honours*)
- Graduate Diploma in Law, University of Western Australia
- LL.B., University of Western Australia

ADMISSIONS

- Supreme Court of Western Australia

THOUGHT LEADERSHIP POWERED BY HUB

- 24 April 2024, April 2024 ESG Policy Update—Australia
- 28 March 2024, March 2024 ESG Policy Update—Australia

- 27 February 2024, February 2024 ESG Policy Update—Australia
- 22 February 2024, New South Wales Anti-Slavery Commissioner Publishes Guidance on Managing Modern Slavery Risks
- 21 December 2023, December 2023 ESG Policy Update—Australia
- 22 November 2023, November 2023 ESG Policy Update—Australia
- 27 October 2023, ESG Policy Update—Australia
- 26 October 2023, Is '*Freedom-Washing*' the New Greenwashing, and What are its Legal Consequences?
- 19 September 2023, ESG Policy Update—Australia
- 29 May 2023, Australia's Modern Slavery Act - A 'Stroll to Slightly Higher Ground' Rather than a 'Race to the Top?' The Final Report of the Modern Slavery Act Review Weighs In
- 15 March 2023, Tendering? Be Ready to Identify, Assess, and Address Your Modern Slavery Risks
- 11 October 2022, Australia's Review of Its Groundbreaking Commonwealth Modern Slavery Act 2018 and What It Means for Your Business
- March 2022, Electronic Execution in the Digital Age
- 30 November 2020, The New Australian Modern Slavery Register
- 26 August 2020, Strata Title Reform - Are You Required to Consolidate Your By-Laws?
- 21 July 2020, COVID-19: Retail and Commercial Leasing Matrix
- 23 June 2020, COVID-19: Retail and Commercial Leasing Matrix
- 22 June 2020, COVID-19 (Australia): Western Australia Regulations for Commercial Leases
- 29 April 2020, COVID-19: (Australia) New WA COVID-19 Laws Sets Wider Net for Impacted Landlords/Tenants
- 14 April 2020, COVID-19: (Australia) National Code of Conduct – Commercial Tenancies
- 9 April 2020, COVID-19: (Australia) Top 10 Principles - National Code set to Mandate Principles for Commercial Rent Relief
- 1 April 2020, COVID-19: (Australia): PM Morrison Announces Moratorium Laws to Prevent Tenant Evictions
- 30 March 2020, COVID-19: (Australia) How Poor PPSA Hygiene Risks Landlord Exposure in Corporate Tenant Insolvencies
- 25 March 2020, COVID-19: (Australia) Real Estate: Key Considerations in the Face of Corporate Tenant Insolvencies

- 26 September 2019, Australian Government releases Guidance on Modern Slavery – Welcome Clarification for Some Foreign Entities Operating in Australia
- 1 July 2019, NSW Modern Slavery Act – Start Date Pushed Back
- 24 June 2019, Dutch Legislature Passes Mandatory Child Labor Diligence Law with the Potential to Impact Multinational Companies Around the World

OTHER PUBLICATIONS

- Author, K&L Gates Web Self Survey Tool, "Are you caught by Modern Slavery laws?", April 2019

NEWS & EVENTS

- 13 February - 21 February 2024, 2024 CPD Program–Australia

AREAS OF FOCUS

- Real Estate
- Commercial Ownership, Leasing, and Management
- Construction and Infrastructure
- Corporate Sustainability
- Distressed Real Estate
- Real Estate Acquisitions and Dispositions
- Real Estate Development and Construction
- Real Estate Finance
- Real Estate Joint Ventures

INDUSTRIES

- Agribusiness
- Consumer Products
- Resort, Hospitality, and Leisure

REPRESENTATIVE EXPERIENCE

- Advising the not for profit Dressed for Success (formerly Ready to Work) in the steps for the leasing of property and for the corresponding make good obligations, undertaking an extensive due diligence on a retired power switching station site and associated proposed leasing, related lease terms review
- Advising the not for profit charitable Women's Law Centre [WLC] on the leasing of property and in corresponding make good obligations
- For a charitable not for profit client, Michael and his team were responsible for the whole of project delivery of legal services to negotiate and document a long term ground lease (50 + years) for the development by the client of a community facility including warehousing and offices facilities
- Advising the not for profit charitable AustCancer Council of WA [CCWA] on the sale of donated property, acting in the sale of donated property to release funds for the works of the CCWA
- Advising on a major vineyard acquisition from receivers and managers (fruit production of approximately 1,000 tpa from approximately 300 acres under vines)
- Acting for Woodside Energy, a major listed Australian energy client in its negotiation and documentation of the leasing and management of its head office and other CBD satellite offices and other contractor shared office portfolio requirements, advising in rent review negotiations and agreements, and being responsible for advising on complex duty issues
- Acting for Downer on the whole of project delivery of legal services for the major relocation of Downer to new purpose constructed state of art headquarters at Perth Airport. This project involved complex negotiations for the coordination of the surrender of existing leases combined with simultaneous negotiations with the new Sub-Landlord and new Head-Landlord for a new replacement long term sub lease of Commonwealth airport land. Significantly Michael was responsible for coordinating all the client's legal elements in dealing with commonwealth, state and local government laws and regulations
- Advising Woolworths on leasing matters throughout Western Australia, including reviewing and drafting leases for supermarkets, liquor stores, taverns/hotels, petrol stations and electronics store lease documents, drafting caveats and withdrawal of caveats and ancillary document preparation
- Advising Stockland on joint venture and project delivery agreements and negotiations (PDAs) as well as on a wide range of strategic land banking acquisitions and super-lot sales, including all aspects of due diligence, contract negotiations and documentation, contract administration and settle
- Acting for the receivers and managers of the Westpoint group of companies including conducting legal property due diligence, establishing data rooms, resolving multiple complex development, ownership, strata and other control issues, negotiating and completing sales contracts and settlements (of the sale of properties in Western Australia including strata titled shops, a suburban shopping centre including cinema complex, strata titled commercial units, strata titled CBD apartment tower, and a large CBD site in Perth city)
- Advising Fabcot (the Woolworths property developer entity) on the due diligence, development and contracting for disposal of the major Livingston shopping centre, and establishing the data room for the sale

- Acting for the buyer (a listed property trust) in relation to the acquisition of a large Hotel and entertainment site in Perth, Western Australia
- Acting for St Ives in the sale of the land and assets of Lesmurdie Village, a retirement living village in Lesmurdie, WA
- Acting for the client (an aboriginal corporation and custodian of native title) on the negotiation and settlement with a mining and services group of the terms of a share ownership for the client in a new port facility to be constructed by the group on the client's traditional lands, structuring and tax advice, advice on the establishment of a future fund for the client
- Acting for the client (an aboriginal corporation and custodian of native title) on the negotiation and settlement of a Hotel Business joint venture dispute, negotiating and documenting contracts for the purchase of Hotel land and business located on traditional lands, structuring and tax advice
- Assisting the lessee client in its negotiations for the early lease surrender with residual make good obligations
- Assisting the client as lessee negotiating an agreement for lease and lease with apron licence, including office, workshop and hanger development at Jandakot airport
- Acting for Goodman Fielder Group in pursuit of statutory claims for compensation for injurious affection to land resulting from planning reservation, including appearances before the Board of Valuers
- Assisting the client as lessor and developer negotiate an agreement for lease and lease with Aldi
- Acting for the client (an international corporation and domain host) on the negotiation and settlement of the client's transfer of Cocos Keeling Island land and operational facilities
- Acting for the Government of Western Australia [Metropolitan Health Service] advising on proposed agreement for lease and lease terms prior to lease execution and negotiating amendments with the landlord
- Assisting the lessee client in its negotiations with the State Government for the early lease surrender of a Crown Lease with attaching development obligations
- Acting for Moonlake Investments (the investment vehicle of Mr Lu Xianfeng) in the largest dairy acquisition ever in Australia at AUD 280 million, comprising 17,890 cows over 7,062 hectares of land and 25 separate dairies in Tasmania. The transaction involved amongst other things tax advice, negotiation, securing foreign investment approvals, identifying and transferring water entitlements and otherwise all aspects of acquisition and settlement
- Acting for Blue Ocean in negotiations with Stockland for the acquisition of a super lot in the Islands staged apartment development, drafting unique strata management statements to unlock GFC stalled project that had become unviable in its pre-planned staged form. Michael worked with the client to formulate and action a clear and innovative legal solution to resolve various property issues. He was praised for devising a legal solution that was instrumental in helping unlock a stranded Stockland 100 apartment ocean front development in Western Australia which had been "stalled" for 7 years principally as a result of strata legal complexities. The West Australian newspaper labelled the solution as 'one of a kind' and a 'WA first'

- Acting for a Singapore listed entity on its due diligence and acquisition of a significant Perth CBD landholding for mixed development of commercial, office and apartments
- Advising the client WAITOC on acceptable terms for a services agreement proposed between WAITOC to its members
- Acting for the client in its negotiations for agreement to relocate State Tennis Centre for Perth Stadium constructions and for the new location in the redeveloped Perth Stadium complex
- Advising the landowner client on its significant hotel land ownership restructure and the financing of its new Intercontinental Hotel redevelopment, including advising the client on the transition to its new hotel management agreement
- Acting for the receivers and managers in connection with the completion of construction, development and sale of the \$458m Raine Square, Perth CBD office and retail shopping complex. Advice included resolution of complex issues concerning building defects, mobile phone coverage, surrender of lease tail and make good, renegotiating agreement for lease terms, resolution of integrated fitout works disputes
- Acting for the client ATCO (a global private energy infrastructure and accommodation provider) in relation to an omnibus application for FIRB approval for multiple strategic operational property acquisitions
- Acting for the buyer (a global private energy infrastructure and accommodation provider) in relation to the acquisition of the new industrial premises for the construction of new workshops and offices
- Assisting the client RAC Distribution as lessee negotiating an agreement for lease and lease for call centre operations
- Acting for a leading German global mining equipment manufacturer in its identification and due diligence for the site acquisition for development of its new state-of-the-art Perth Headquarters and Operational Centre
- Acting for Encorp Development (100% subsidiary of a listed Malaysian land development entity) in relation to the documentation and sale of an apartments complex (off plan sales) for the Residences on McCallum Lane, Perth
- Providing advice to a major Australian joint venture land developer and property fund manager on the client's 243-hectare oceanfront greenfields land development project (a project with estimated land sales revenue of about \$1.4 billion) in Western Australia to include the development of a village centre with mixed residential and commercial built form
- Acting for the receivers and managers in connection with the completion of construction, development and sale of the \$458m Raine Square, Perth CBD office and retail shopping complex. Advice included resolution of complex issues concerning building defects, mobile phone coverage, surrender of lease tail and make good, renegotiating agreement for lease terms, resolution of integrated fitout works disputes
- Acting for Metcash in sale and leaseback by Metcash of excess to requirement industrial land at Balcatta, WA
- Acting for the client Taipan and Scifleet in the acquisition of multiple Toyota Dealership Premises in WA, undertaking due diligence and negotiating terms for acquisition, transfer and settlement

- Acting for Lendlease on the fund through acquisition and development of an industrial asset in Perth, WA. Assisted in negotiating the development agreement and associated tripartite agreements
- Acting for Baptistcare Inc, a significant not for profit institutional aged care accommodation and services provider in its sale of the Sunshine Park, the Annie Bryson McKeown Lodge and the Gwen Hardie Lodge retirement and aged care facilities
- Acting for the client Swire C.S. advising in its negotiations with local government to make roadworks contributions
- Acting for United Petroleum in preparing land mortgage security for fuel supply agreement in connection with a leased fuel station
- Acting for a major Australian fuel supplier to provide advice on land tax imposed on a property holding
- Acting for United Petroleum in the leasing of multiple fuel service stations
- Acting for a major Australian fuel supplier as purchaser of multiple fuel service station sites across Western Australia
- Acting for Nyamba Buru Yawuru (the Native Title holders of some 500,000 hectares of land in Broome region of Western Australia) in providing comprehensive property and development advice for the greenfields subdivision of 50 residential lots
- Acting for Kalari (part of the Swire Group) in the acquisition of a trucking logistics business and operations premises in the Pilbara WA, including due diligence review, negotiation of crown land lease arrangements for access
- Acting for the Fuchs Group of Germany on its statutory compulsory acquisition compensation claim made against a major State Authority, including acting on resulting relocation leasing negotiations with Perth Airport
- Acting for Acure Funds Managements (a wholesale funds manager) in all aspects of negotiations and documentation leading to the ultimate termination of leases of the Outback Network chain of roadhouse and fuelling premises, recapitalisation, negotiations and leasing of fuel facilities to replacement tenant BP, advice on the PPSA
- Acting for Acure Funds Managements (a wholesale funds manager) in all aspects of negotiations and documentation leading to the ultimate surrender of lease of a Masters Hardware Warehouse, make good and the co-ordinated re-leasing to Bunnings
- Acting for Acure Funds Managements (a wholesale funds manager) in all aspects of the acquisition negotiations and documentation for a multi-state based industrial manufacturing portfolio (located in Victoria, Queensland and Western Australia)
- Acting for Araluen Golf Resort to review golf course management agreement and providing advice
- Acting for the client ISS Facility Services making application for and securing Special Facility liquor licences for rail and mine work camps, applications for removal of liquor licenses and for transfers of licence

- Acting for Metcash on a rent subsidy deed (including PPSA and registration advice)
- Acting for Metcash on its licensing of a meat works facility for operations under licence (including advising on WA's OH&S laws, PPSA and competition law and preparing suite of licences for the continued sale of Metcash branded product)
- Acting for Metcash on its sale of business and subleasing of IGA stores and liquor stores, and advising on WA duty and retail shop laws
- Acting for Telstra on its disposition program for excess to requirement property, including contract drafting and negotiations, vendor due diligence and contract of sale management and settlements, sale and lease back
- Acting for a Scandinavian Pension Fund on its sale of WA land in Rocky Gully and Redmond West, WA. The transaction involved negotiation of terms, identifying and transferring water entitlements and otherwise undertaking all aspects of the sale and settlement
- Acting for a Scandinavian Pension Fund on its acquisition of over 2,500 hectares of WA land at Sth Coast Hwy Farms, Green Range. The transaction involved negotiation of terms, identifying and transferring water entitlements and otherwise undertaking all aspects of the sale and settlement
- Acting for NAB on mortgagee in possession sales, including contract drafting and negotiations, vendor due diligence and contract of sale management, encumbrance clearance and settlements
- Acting for the client Toll Holdings in the acquisition of new industrial land for development in Karratha, WA
- Acting in the greenfields subdivision of a residential estate for Nyamba Buru Yawuru (the operational entity for Native Title holders of some 500,000 hectares of land in Broome region of Western Australia), preparing pro-forma Contracts of Sale, preparing and registering Estate Restrictive Covenants
- Acting for Nyamba Buru Yawuru Pty Ltd (the operational entity for Native Title holders of some 530,000 hectares of land in Broome region of Western Australia) providing advice on the construction of new Headquarter offices on vested land and related capacity building
- Acting for Nyamba Buru Yawuru (the operational entity for Native Title holders of some 500,000 hectares of land in Broome region of Western Australia) advising on planning strategy for capacity building and commercial and cultural engagement of NBY with Woodside in connection with Woodside proposals for the development of the James Price Point LNG Browse Gas Hub development
- Acting for Nyamba Buru Yawuru Pty Ltd (the operational entity for Native Title holders of some 530,000 hectares of land in Broome region of Western Australia) in providing extensive property and development advice including on ground leasing, development of offices, residential and industrial land holding, land subdivisions and sales and acquisitions
- Acting for Nyamba Buru Yawuru (the operational entity for Native Title holders of some 500,000 hectares of land in Broome region of Western Australia) in providing audit and compilation of the register of all land interests

- Acting for Nyamba Buru Yawuru (the operational entity for Native Title holders of some 500,000 hectares of land in Broome region of Western Australia) advising on strategy for the acquisition of the Roebuck Plains Pastoral Lease from the Indigenous Land Corporation , negotiations to acquire the business in substantial pastoral operations
- Acting for the international telecommunications tower operator Axicom (formerly Crown Castle) in agreements for lease and leasing of telecommunications sites, including long term leasing and ground leasing, handling complex WAPC s136 registration of partial lot issues
- Acting for MSC Shipping, a diversified leading global shipping client on the strategic disposal by sale of the former MSC regional headquarters and the acquisition, construction and development of replacement new MSC regional headquarters
- Advising the not for profit charitable Australian Wildlife Conservancy on the sale of the bequeathed property, acting in the sale of the bequeathed property to release funds for the works of the AWC
- Acting for a number of commercial property owners in respect of termination of leases, recovery of arrears, and other disputes arising from commercial tenancies
- Acting for a Scandinavian Pension Fund on its acquisition of over 1,030 hectares of WA land at South Stirling, WA. The transaction involved negotiation of terms, identifying and transferring water entitlements and otherwise undertaking all aspects of the sale and settlement
- Acting for a Scandinavian Pension Fund on its sale of WA land in Narrikup, WA. The transaction involved negotiation of terms, identifying and transferring water entitlements and otherwise undertaking all aspects of the sale and settlement
- Acting for a Scandinavian Pension Fund on its major Lactanz dairy acquisition of over 1,500 hectares of land and over 3,000 milking cows. The transaction involved negotiation of terms, securing foreign investment approval, tax advice, identifying and transferring water entitlements and otherwise undertaking all aspects of acquisition and settlement
- Advising an Australian renewable energy company with their development of a greenfield green hydrogen production plant, including long-term hydrogen offtake arrangements (on a delivered basis) to various regional customers.