



Matt Baumgurtel

Partner

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OVERVIEW

Matt Baumgurtel is a partner in our energy, infrastructure, and resources group. He has 15 years of experience advising on energy and infrastructure projects, mergers and acquisitions transactions (both public and private), corporate advisory, and cross border transactions in Australia and throughout the Asia Pacific region, particularly in the energy sector.

Matt advises on energy and infrastructure development projects, particularly in the energy sector. He specialises in the provision of strategic and commercial legal advice throughout the energy / infrastructure asset lifecycle: from project acquisition, development (including offtake contracting and grid connection), financing, construction, operation, joint ventures and divestment, with a particular focus on asset M&A and corporate transactions.

Matt represents investors and companies developing and financing wind, solar, thermal, transmission, energy storage and other energy projects.

He has expertise in drafting and negotiating project agreements, EPC agreements, operation and maintenance agreements, offtake, connection and access agreements and power purchase agreements. Matt also has experience managing non-recourse project financing including parallel bank negotiations, due diligence and transaction documentation.

PROFESSIONAL BACKGROUND

Prior to joining the firm, Matt was General Counsel, Company Secretary and an executive director of a leading global developer of renewable energy projects in Australia and the Asia Pacific region. He was previously a senior associate and lawyer at a number of leading global and national law firms both in Australia and the Asia Pacific region.

EDUCATION

- Company Directors Course, Australian Institute of Company Directors, 2017
- Masters in Applied Finance, Corporate Finance/ Advisory, FINSIA Financial Services Institute of Australasia, 2009 *Corporate Finance/Advisory*

- Bachelor of Economics, Monash University, 2004
- LL.B., Monash University, 2004 (*Hons*)

ADMISSIONS

- Supreme Court of New South Wales
- Supreme Court of Victoria

THOUGHT LEADERSHIP POWERED BY HUB

- 1 June 2020, Australian Government Seeks Feedback on Energy Emissions Technology Investment Roadmap Discussion Paper (*Alerts/Updates*)
- 11 October 2019, K&L Gates recognized in Doyle's Guide rankings in Australia for Energy (*Research Surveys*)
- 25 July 2019, From Fat Duck to Flat Duck to Firm Duck (*Alerts/Updates*)
- 25 July 2019, From Fat Duck to Flat Duck to Firm Duck (*Research Surveys*)
- 02 May 2019, Are you Ahead of the Energy Market Disruption Curve? (*Research Surveys*)

NEWS & EVENTS

- 7 October 2020, K&L Gates Energy Practice Releases First-of-Kind Hydrogen Handbook to Help Clients Capitalize on Growing Global Hydrogen Sector (*Press Release, Practice & Regional News*)
- 28 February 2020, K&L Gates Advises Wirtgen Invest on Acquisition and Development of Glenrowan West Solar Farm (*Press Release*)
- 22 January 2019, K&L Gates Welcomes Sydney Energy and Infrastructure Partner (*Press Release, Practice & Regional News*)

AREAS OF FOCUS

- Power
- Construction and Infrastructure
- Construction and Infrastructure Project Funding
- Corporate Energy Sourcing and Sustainability
- Energy Storage and Distributed Resources
- Mergers and Acquisitions

- Offshore Construction
- Offshore Wind Energy
- Renewables

EMERGING ISSUES

- Hydrogen

REPRESENTATIVE EXPERIENCE

- Advised Transpire Consulting, a technology consulting company), in relation to the restructure of the business including exit of some principals, repayment of loans, future consulting arrangements. This role included drafting suite of documents required i
- Acted for GEA Refrigeration Technologies, a German based multinational manufacturing company, in relation to their joint venture manufacturing and distribution business including obligations under shareholder agreement and exit options including ability t
- Advised Cobra International, a Thai manufacturing company in relation to their joint venture distribution business in Australia including associated terms of trade, shareholder disputes and funding arrangements.
- Advised a number of venture capital firms and angel investors regarding investments by various Hong Kong and Singapore based investors investing in Australia and South East Asian. Advice focused on investment structuring, monitoring and exit.
- Advised Photon Group (renamed Enero) in relation to its transformational recapitalisation including restructure of certain earn-out liabilities, refinancing of debt facilities, and capital raising through an underwritten equity raising comprising a shareh
- Advised the Commonwealth REIT (NYSE-listed real estate investment trust) on the acquisition of the MacarthurCook Industrial Property Fund by way of a trust scheme, including structuring the acquisition in consideration of various US and Australian tax iss
- Advised Charter Hall Office Management Limited (RE Charter Hall Office REIT)'s Independent Directors in relation to the Macquarie led acquisition of all of Charter Hall Office REIT (other than those held by Charter Hall Group) by way of trust scheme.
- Acted for Charter Hall Office REIT on the Australian law aspects of the US\$1.71 billion sale of its US property portfolio.
- Public Company Takeovers, energy, oil & gas, takeover, demerger, scheme of arrangement, acquisition, due diligence, acquisition scheme booklet
- Advised Riversdale Mining Limited on its takeover by Rio Tinto. The role included providing defence advice, negotiating bid implementation agreement and preparing the target statement and supplementary statement.

- Advised Fletcher Building Limited on the Takeover of Crane Group Limited. This included: pre-launch tactical advise (including pre-bid stake), drafting bidders statement, co-ordinating DDC process, negotiating bid implementation agreement and implementati
- Advising Royal Dutch Shell and its Australian subsidiary (Shell Energy Holdings Australia Limited) in relation to the underwritten block sale of 10% of the total ordinary shares in Woodside Petroleum Limited including negotiating Block Sale Agreement with
- Acted for Arctic LES (Ireland) Limited (subsidiary of Consolidated Press Holdings) on the sale of a 48.5% interest in Living and Leisure Australia Group by way of acceptance of takeover offer. Role included: • negotiation of the pre-bid agreement (Deferr
- Acted for Bow Energy Limited on its takeover by Arrow Energy (jointly owned by Shell and PetroChina) by way of scheme of arrangement. The role included: negotiating Scheme Implementation Agreement, drafting Scheme Booklet, co-ordinating due diligence comm
- Advised Pacific Equity Partners in relation to the acquisition of Spotless Group Limited. This included advising in relation to pre-bid tactics including drafting pre-bid agreements, co-ordinating detailed legal due diligence and drafting report to PEP an
- Advised an ASX listed E&P company on its proposed de-merger of its U.S. assets, and their combination with the US assets of another ASX listed energy company, with the intention of listing the merged entity on ASX. Role included preparing structure paper
- Advised a large energy and petroleum company in relation to potential takeover bid of Cooper and Surat basin focused energy company. Advice included co-ordinating detailed public information due diligence including drafting detailed report to board, draft
- Advised Royal Dutch Shell on its divestment of Shell's retail and commercial fuel and lubricant business in Laos to PetroVietnam Oil.
- Advised PTT Public Company Limited on its various oil and gas projects (including joint developments and farm-in arrangements) in Thailand. This included negotiating JV agreements and project documents, and supervising government approvals processes. Also
- Advised Pearl Energy (owned by Mubadala - Abu Dhabi state owed entity) on its various oil and gas projects and joint ventures in Thailand and Vietnam. Role included negotiating JV agreements and project documentation, and supervising government approvals
- Acted for Strike Energy Limited on the drafting of their joint operating agreement in relation to their Western Australian permit.
- Advising Pura Vida Energy NL on the following: • its Production Sharing Contract for Nkembe block offshore Gabon. Role included revision of production sharing contract and establishing corporate holding structure • a private placement and subsequent sh

- Advised Pura Vida Energy NL on the restructure and subsequent farm-out of a 52% participating interest in the Mazagan permit offshore Morocco to Plains Exploration & Production Company. The role included: • drafting farm-out agreement and ancillary docum
- Advised a group of private investors in relation to sale of Vatulele Island Resort (Fiji) to WaterFront Fund (NZ based property development fund). Role included drafting and negotiating transaction documentation, and the provision of advice in relation to
- Advised on the purchase and on-sale of 20% interest in Lane Cove Tunnel by Macquarie Bank Limited. The role included leading document review, drafting key legal risk analysis, and drafting and negotiating purchase and subsequent sale documentation.
- Acted for Macquarie Bank Limited in its purchase of 50% interest (pre sale by liquidator) via debenture structure (avoiding pre-emption provisions) of the Cross City Tunnel. This included leading document review, drafting key legal risk analysis included
- Advised Macquarie Infrastructure Group on the restructure of their U.S. toll road assets. This included structuring advice, including co-ordination of international advice and implementation and documentation of restructure.
- Advised Optus SingTel and a JV company on established between Optus and the Futuris Joint Venture in relation to the successful bid for a AUD958 million grant from the Australian Federal Government to build and operate telecommunications infrastructure to
- Advised on the Farukolhu Island resort in Fiji. Advice included drafting and negotiating joint venture agreement between a private investor, Intercontinental Hotels Group and the Fijian government to develop a new luxury resort, airport and associated inf
- Advised on a bid for the Pennsylvania Turnpike. This included commenting on and amending the JV agreement, leading documentary review, drafting legal risk report, and presenting report to investment committee.
- Advised on a bid for the M7 toll way. The role led the legal due diligence review, drafted the legal risk report, and presented a report to the investment committee.
- Acted for Canadoil Group on various other project financings, including financing of steel plate mill referred to above; and proposed Reg S Rule 144A High Yield Bond issuance.
- Acted for Canadoil Group on its joint venture with Sumitomo Metal Industries Ltd in relation to a steel plate mill in Thailand. The role included: • negotiating and drafting equity investment agreement – investment in Luxembourg holding company; steel pl
- Acted for Maxis Broadband Sdn Bhd on its joint venture in relation to IPTV services in Malaysia. Role included leading negotiations with joint venture party and drafting the services agreement.
- Acted for RiverCity Motorway advising the receivers and managers in relation to the re-negotiation of the operation & maintenance agreement in relation to the CLEM7 tunnel. This included drafting amending deed and advising in relation to receivers' liabil

- Acted for SGC Wind Energy as sponsor of 9.0MW wind project located in the Nakorn Si Thammarat Province of Thailand. Role included advising on project vehicle structure and drafting the related investment agreement whereby investors would participate on an
- Acted for Thai Gypsum Products on the expansion of Australian operation / sales, including in relation to possible investment structures.
- Acted for BlueScope Steel Limited on a proposal to acquire a listed Pilbara based iron ore company including conducting extensive legal due diligence.
- Acted for Infigen Energy on the formation of a consortium to bid for wind farm assets. The role included drafting and negotiating the joint bidding agreement.
- Acted on the sale of NSW power assets. This involved the structuring of various assets for trade sale including advising in relation to cross border leases over those assets.
- Acted for a joint venturer in proposed Archer Point Wind Farm wind farm. This included negotiating and drafting transactions documents including shareholders agreement and the transmissions/connection agreement.
- Acted for Orica on the potential purchase of Burrup Holdings Limited from receivers and managers. This included co-coordinating due diligence and drafting the report.
- Advised Fotowatio Renewable Ventures as project sponsor on all aspects of the Royalla Solar Farm (20MWac) project including: • negotiation of the Deed of Entitlement with Australian Capital Territory. This was the first ACT renewable tender • management
- Advised Fotowatio Renewable Ventures as project sponsor on all aspects of the Moree Solar Farm (56MWac) project including: • negotiation of ARENA funding agreement • renegotiation and amendment of ARENA funding agreement and negotiation of CEFC non-rec
- Advised Fotowatio Renewable Ventures as project sponsor on all aspects of the Clare Solar Farm (100MWac) project including: • negotiation and drafting the first greenfield solar purchase power agreement with Origin Energy • management of the non-recours
- Advised Fotowatio Renewable Ventures as project sponsor on all aspects of the Lilyvale Solar Farm (100MWac) project including: • negotiation and drafting of the first utility scale solar power purchase agreement with Ergon Energy Queensland • managing t
- Advised Fotowatio Renewable Ventures on the acquisition of the Goonumbla Solar Farm (77MWac) from a Canadian energy utility company, including conducting legal diligence and negotiating and drafting sale and purchase agreements.