Dechert



Laura M. Brank

Partner | Mergers and Acquisitions, Corporate Governance, Private Equity, Real Estate Finance and Investing, Energy and Clean Technology, Bankruptcy, Business Restructuring and Reorganization, Life Sciences, Leveraged Finance, Structured Finance and Securitization, Corporate, Real Estate, Mining and Metals, Food and Beverage

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T: +44 20 7184 7870 F: +44 20 7184 6870 Laura M. Brank, the head of Dechert's Russia Practice, has been acting for domestic and multinational clients on matters throughout Russia and the CIS since 1995, supervising major local and cross-border M&A, joint venture, and syndicated, corporate, and project finance transactions.

Ms. Brank is listed by *The Legal 500 EMEA* (2012) as a leading lawyer in Russia for corporate/M&A, energy and natural resources, real estate and TMT, and by *Chambers Global* (2012) for corporate/M&A and banking and finance. *Chambers Global* (2012) highlights that she is "quick and pragmatic, skillful at negotiating positions and good at proposing excellent solutions," while *The Legal 500 EMEA* (2012) notes that "Laura Brank is 'an excellent lawyer and deal manager', and has trained a reliable team of associates which clients trust."

Fluent in Russian, Ms. Brank formerly headed the Russia & CIS Practice of another international law firm and was managing partner of its Moscow office for 11 years. She has been recognized by Russia Journal Almanac as one of the top 75 foreign executives in Russia and by Who's Who for her work in energy, banking and finance, and corporate and commercial law. She is endorsed by PLC Which Lawyer? for corporate/M&A, project finance and banking: lenders and borrowers. She is listed as a leading lawyer for corporate/M&A and energy and natural resources in Best Lawyers (2011). She is listed in Legal Media Group's Guide to the World's Leading Energy & Natural Resources Lawyers (2012), and is listed in its Guide to the World's Leading Women in Business Law (2012). Along with just eight other lawyers, she was also listed in the corporate section of The Lawyer's Hot 100 survey (2010), a list of 100 lawyers to have excelled in their field. The survey described her as "one of the best-known ... and best-connected lawyers in the [Russian] market." She also serves on the Board of Directors of the U.S.-Russia Business Council.

Significant Representations

Corporate/Joint Ventures

Related Events

May 20, 2013 | "Doing Business with the BRICS" Conference

An Analysis of Trade Development in Brazil, Russia, India, China and South Africa – Corruption and Trade Development

Washington, DC

November 20, 2012 | EU Human Rights Lawyer Training, organized by the Delegation of the European Commission to China and Mongolia and the Research Center for Human Rights and Humanitarian Law, Law School of Peking University

Legal Reform in Russia: Establishing a Foundation for Business Law Beijing

October 12, 2012 | A CLE Seminar Presented by Dechert LLP Hot Topics in Energy and How They Affect Your Practice Philadelphia, PA

Related Publications

May 29, 2013 | DechertOnPoint Recent Changes to Mongolia's Foreign Investment Laws: Opportunities and Challenges for Foreign Investors

May 13, 2013 | Dechert LLP CIS Legal Update

September 24, 2012 | DechertOnPoint CIS Legal Update

Rankings and Recognition

May 14, 2013 | The M&A Advisor Dechert Recognized at the 5th Annual

- PepsiCo on its \$3.8 billion acquisition of 66% of Wimm-Bill-Dann Foods OJSC, a leader in both traditional and value-added dairy products in Russia, with a solid position in juice
- Kinross Gold Corporation on its acquisition of the high-grade Dvoinoye deposit and the Vodorazdelnaya property in the Chukotka region of the Russian Far East for a total purchase price of US \$368 million comprising \$165 million in cash and approximately 10.56 million newly issued Kinross shares
- Court Square Capital Partners on its acquisition of the Russian operations of Rocket Software Inc., a global software development firm that builds and services enterprise infrastructure products for the world's leading OEMs, networks and software companies and enterprises
- A private investment company on its acquisition of a controlling stake in a major Russian insurance company
- JSC KAMAZ, the major Russian automotive corporation, on joint venture transactions
- A private investment company on its divestiture of a significant stake in an oil and gas joint venture company
- PepsiCo and the Pepsi Bottling Group on their \$1.4 billion acquisition of a 75.53% stake in JSC Lebedyansky, a juice producer in Russia
- Daimler AG on its \$250 million acquisition of a 10% stake in Russian truck manufacturer KamAZ, which involved a comprehensive due diligence of approximately 150 companies in Russia, Ukraine and Kazakhstan
- A hedge fund on its acquisition of a significant minority stake in a Russian mining company
- OAO Mechel, the Russian metals and mining conglomerate, on its acquisition of the U.S. privately-owned Bluestone Coal Corporation, for \$425 million plus shares, which involved the issuance of preferred shares totaling 15% of Mechel's charter capital
- OJSC Vimpel-Communications (VimpelCom) on its approximately \$226 million acquisition of a 49.9% stake in the Euroset Group, Russia's largest mobile handset retailer
- Golden Telecom, Inc. on its \$4.2 billion acquisition by VimpelCom, marking the largest acquisition by a U.S. publicly listed Russian company of a U.S. public company
- Kinross Gold Corporation on the sale of its interest in Omolon Gold Mining Company and Omsukchansk Gold Mining Company in Russia
- Golden Telecom, Inc. on its acquisitions of Corbina Telecom and Fortland Limited, as well as on a \$275 million syndicated loan and 144A private placement to finance, among other things, those transactions
- Kinross Gold Corporation on its \$3.1 billion acquisition of and merger with Bema Gold

International M&A Awards Gala

May 14, 2012 | Dechert News Release Chambers Europe Recognizes 30 Dechert Lawyers and 12 Practices

December 8, 2011 | Dechert News Release

Dechert's Moscow Office Receives Star of Excellence Award

Related News

November 26, 2012 | Dechert News Release

Dmitry Kurochkin Joins Dechert's Litigation Group in Moscow

January 23, 2012 | News Release

Dechert Advises Dufry on Acquisition of

Travel Retailer in Russia

December 22, 2011 | Dechert News Release

Dechert Advises CMGC on \$200 Million Loan in Russian Mining Sector

- Corporation, which included the acquisition of the Kupol and Julietta mines in Russia and spin-off of related assets, and the restructuring of a project finance facility for the Kupol mine
- Golden Telecom, Inc. on its \$200 million share exchange transaction with affiliates of the Norwegian national operator, Telenor
- VimpelCom on its €341.9 million acquisition from Hellenic Telecommunications Organization of 90% of CJSC Armenia Telephone Company (Armentel)
- The Boeing Company on its \$60 million joint venture with OAO "Corporation VSMPO-Avisma," the world's largest titanium producer, for use in the Boeing 787 Dreamliner, including on the establishment of the company. Also represented Boeing on its acquisition of the C-MAP group of companies, which provide digital maritime cartography, data and other navigational services
- Alfa-Bank as agent and organizer of an auction to sell a 100% equity stake in OAO Taimyrenergo, the large power utility in Russia's Krasnoyarsk region, as part of the restructuring of RAO UES, Russia's former state electricity monopoly
- Golden Telecom, Inc. on its \$100 million acquisition of Sovintel, which involved, among other things, payment of the price in part through an issuance of new shares in Golden Telecom
- Holcim Auslandbeteiligungs GmbH, one of the largest suppliers of cement and aggregates in the world, and some of its Russian subsidiaries, on a number of acquisitions of cement producers in the CIS
- Gallaher Group on its \$390 million acquisition of the Liggett-Ducat tobacco factory
- General Motors on its \$350 million joint venture with AvtoVAZ, Russia's largest automotive manufacturer
- EBRD on its acquisition of a minority equity stake in TGK-9, a regional generating company powering some of Russia's key industrial areas, and of equity stakes in numerous Russian other entities, including Center-Invest Bank, HansaBank, Michelin Tyres, St. Gobain, Viz-Stahl, and Sky Express
- International Finance Corporation (IFC) on equity investments in numerous Russian entities, including RSB, Uralsib Bank, Delta Leasing, Toribank, Troika Dialog Investment, and Volga
- A Russian gold company on its acquisition of a majority stake in another Russian gold company, which also involved an assignment of indebtedness and guarantee arrangements by the sellers

Financing Transactions -- Borrowers/Issuers

• Interpipe Group on the financing and

construction of a state-of-the-art electric-arc furnace steel smelting complex (EFSC) in Dnepropetrovsk, Eastern Ukraine, including the negotiation of a \$187 million preexport finance loan facility lead managed by Barclays Bank and Citibank; and an up to \$344.2 million financing lead arranged by Barclays Bank and Citibank, and guaranteed by SACE, the Italian export credit agency, related to the project to design and construct the EFSC

- Astelit, a Ukrainian telecommunications company majority directly controlled by Turkish GSM operator Turkcell, on a \$540 million financing. The deal marked one of the largest private financings in Ukraine to date
- Turkcell on a \$3 billion syndicated loan facility
- Astelit on the build-out of its mobile network and three vendor financings in the amount of nearly \$300 million with Nokia, Ericsson and Sysdate, respectively
- Transneft, the Russian pipeline company, on a \$250 million loan agreement with a syndicate of 19 western banks. Previously represented Transneft on its first syndicated loan facility in the amount of \$150 million, which was secured by ruble receivables
- OMZ on its debut on the international debt market via a \$30 million credit-linked-notes program

Financing Transactions -- Lenders

- EBRD and IFC on their €100 million project financing of a flat glass manufacturing facility in Russia and on an additional related facility
- EBRD on its €72 million project financing of ZAO
 Air Liquide-Severstal, a joint venture between
 Severstal, the Russian steel company, and Air
 Liquide, the major French industrial gas
 producer. The project comprised financing and
 construction of a plant to produce and supply
 industrial gas to Severstal for its steel
 manufacturing processes
- EBRD on its \$90 million project finance facility provided to Severgal, a joint venture company owned by Severstal, the large Russian steel company, and Arcelor, the large French steel company, and on the restructuring of the loan following Arcelor's withdrawal from the company
- EBRD and ING Bank on their \$60 million financing of an iron ore mine in Russia, which was supported by offtake arrangements and secured by an offshore collateral account
- EBRD on its \$50 million syndicated loan to Kazkommertsbank
- IFC and EBRD as purchasers of mezzanine debt on the securitization of assets (consumer loans) of Russian Standard Bank. IFC/EBRD purchased €70 million notes. The aggregate

- amount of the notes was €300 million
- ABB Export on its \$43 million syndicated loan facility provided to a CIS oil and gas company
- Goldman Sachs and Morgan Stanley on swaps, hedging transactions and other matters requiring compliance with Russian banking transactions

Real Estate

- Hyatt International (Europe, Africa, Middle East) on several hotel projects throughout Russia, including in Moscow, Yekaterinburg and Rostovon-Don. Also represented Hyatt International Ltd. on the construction and project financing of Hyatt hotels in Ukraine and other countries in the CIS
- One of the subsidiaries of Africa Israel on the preparation of the design-build contract with Enka relating to a \$200 million project to build a traffic interchange, underground parking and a shopping complex in Central Moscow
- ZAO Raiffeisenbank Austria on its \$67 million multicurrency secured loan from ZAO Raiffeisenbank Austria to Downtown Development B.V. to refinance the construction of Znamenka Business Center in Moscow
- ZAO Raiffeisenbank Austria on its \$43 million syndicated loan to a Russian developer to finance the construction of an office complex in Moscow
- IFC on its \$65 million financing of the acquisition by Orient Express Hotels of a 93.5% stake in St.
 Petersburg's historical Grand Hotel Europe, the largest property acquisition in Russia and the first acquisition financing by IFC in Russia
- IFC on several tranches of loans to a major supermarket chain to finance the construction of four hypermarkets and numerous supermarkets in Russia

Education

University of Maryland, Munich, B.A., 1986, *Cum laude* Georgetown University Law Center, J.D., 1991 Georgetown University Edmund A. Walsh School of Foreign Service, M.S., Foreign Service, 1991

Bar Admissions/Qualifications

Connecticut
District of Columbia
New York
Registered Foreign Lawyer, England and Wales

Languages

English Russian

Publications and Lectures

Ms. Brank is a frequent author and speaker on commercial developments and foreign investments in Russia and the CIS and has been featured in *Project*

Finance International, Russian Investment Review, Euromoney, law.com, and other leading publications.