

CAPABILITY STATEMENT



CORPORATE ADVISORY

INTRODUCTION

By taking the time to understand our clients and what makes them successful, we are able to take a strategic approach on every project. Delivering quality service with integrity is our priority because your success is our success.

Our Corporate Advisory Partners have decades of experience making the same decisions their clients face on a daily basis. Our services include capital raising, assisting with the purchase and sale of business assets, negotiating shareholders' agreements, advising on IPOs, ICOs, funds management and helping establish air tight joint ventures.

We have extensive experience establishing, advising and assisting funds and managed investment schemes in all areas of funds management law. We have established listed and unlisted, wholesale and retail funds in industries such as debt collection, property, finance, agriculture and distressed assets.

AREAS OF EXPERTISE

Transactions

Disputes

Commercial agreements

TRANSACTIONS

Buying or selling a business or an asset? Conducting an IPO? Seeking to raise additional capital? AJ&Co can help.

Our firm has assisted our clients in acting on transactions worth more than \$20 billion in Australia and overseas. Our experience includes conducting commercially focused due diligence, knowing what warranties are required and what warranties to provide, and how to reduce risk. We have an extensive understanding of the listing rules and your compliance obligations, which will protect you along the way. This level of experience is why our clients see value in engaging us on transactions as their trusted adviser.

Key services include:

- Regulatory and compliance;
- Capital raising (regulated and unregulated);
- Corporate due diligence;
- Disposal of companies - through asset sales and share sales; and
- Aggregations & Rollups to IPO.

DISPUTES

Litigation should always be a last resort, but commercial disputes are often part of doing business. To manage these, we work closely with our Dispute Resolution team to ensure they are handled effectively and appropriately. This involves careful analysis, factoring in a worst case scenario. Our team are experienced negotiators, capable of securing the best result from a difficult situation. You can rely on us to advise you when to fight and when to compromise, based on what is the best outcome for your business. We identify issues at the drafting stage, protecting you along the way without roadblock to a good commercial deal.



CAPABILITY STATEMENT



AJ&CO

CORPORATE ADVISORY

Key services include:

- Managing a dispute resolution process;
- Negotiating Settlement Deeds; and
- Strategic correspondence.

COMMERCIAL AGREEMENTS

Negotiating a shareholders agreement? Setting up a new joint venture? Entering into a supply agreement? We know how to protect your business without stifling opportunity. Our broad experience and practical mindset means we address the real risks other lawyers might miss. We have extensive experience across a wide range of industries and jurisdictions, be it acting for distributors of products into Asia or the USA, negotiating catering agreements for major events, advising on new business investments or drafting a bespoke commercial arrangement. You won't get a precedent document from us. We only provide agreements that truly reflect your business needs.

Key services include:

- Shareholder and unitholder agreements;
- Structuring advice and restructuring;
- Information Memorandums and Prospectuses;
- Funds Management documentation and trusts;
- Partnerships and incorporated associations;
- Mergers and acquisitions (regulated and unregulated);
- Corporate governance and insolvency;
- Incorporated and unincorporated joint ventures;
- Management Agreements;
- Non-disclosure and confidentiality agreements; and
- Hospitality law - liquor licence and gaming applications and alterations.

NOTABLE TRANSACTIONS

- Acquisition of Sky City Darwin for Delaware North;
- Acquisition of OICS Catering by Village National Holdings;
- Merger of Valti Pty Ltd and Lode Solutions Pty Ltd; and
- Divestment advice for Australian eco-tourism portfolio.

