

SOVEREIGN FINANCE

INNOVATING GLOBAL CAPITAL MARKETS



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Arnold & Porter



Our Leading Global Sovereign Finance Practice Advised on \$15 Billion of Deals in 2017

From Central and South America to Africa, the Middle East and Asia, 2017 was an active year for Arnold & Porter's Sovereign Finance practice. As the details of our deals below show, we helped sovereigns with numerous financial transactions, including first-ever types of borrowing and innovative documentation. These transactions featured either new sovereign bond documentation with aggregated collective action and equal ranking clauses or US AID-guaranteed, *sukuk* or diaspora bonds, a product which we pioneered.

Federal Republic of Nigeria



\$300 million debut offering of diaspora bonds at a coupon rate of 5.625% per annum for a tenor of five years. (June)

This offering is the first time a sovereign has issued tradeable, registered bonds that are approved for distribution to retail investors in the US and UK. Nigeria is the second country in sub-Saharan Africa to register bonds with the SEC.

Belize Bond Holders' Committee



Restructuring of \$526.5 million bonds due 2038. (March)

This transaction demonstrates the utility of a robust creditor-engagement clause in sovereign bonds—a clause that the firm negotiated for inclusion in Belize's bond at the time of its prior restructuring in 2013.

Republic of Turkey



Four SEC-registered global bond issuances and one *sukuk*:

- \$1.75 billion offering of 5.750% notes due May 11, 2047 (May) (September);
- \$1.25 billion *sukuk* offering (Turkey's fifth such offering) of lease certificates due 2023 (April);
- \$1.25 billion offering of 6.00% notes due 2027 (February); and
- \$2 billion public offering of 6.00% notes due 2045 (January).

*We have represented the Republic of Turkey in global finance matters for more than 20 years, including all five of its *sukuk* offerings.*

Republic of Colombia



Three SEC-registered global bond issuances:

- \$1.5 billion offering of 5.000% global notes due 2045 (January);
- \$1 billion offering of 3.875% global notes due 2027 (January); and
- \$1.4 billion 3.875% global notes due 2027 (August).

\$8.9 billion shelf registration statement declared effective by the SEC in October 2017.

We have represented regular issuer Colombia since 2005.

Iraq



Served as underwriters' counsel for a consortium of three banks in connection with a \$1 billion US-guaranteed bond (January).

We have handled similar US-guaranteed offerings as either issuer's or underwriters' counsel for Israel, Tunisia, Ukraine, and Jordan.

Republic of El Salvador



\$600 million (approx.) offering of its 8.625% notes due 2029 (February).

This issuance followed political gridlock in El Salvador that had prevented external borrowing for several years. We have represented regular capital markets issuer El Salvador since 2001.

Republic of Panama



Offer to Purchase 5.200% global bonds due 2020, funded in part by issuance of \$253.9 million 3.875% global bonds due 2028 and \$1,168,292,000 4.500% global bonds due 2047 (March).

This important liability-management transaction was conducted using the recently developed one-day switch-tender procedure.

We have represented regular capital markets issuer Panama since the early 1990s.

Republic of Honduras



\$700 million offering of its 6.250% notes due 2027 (January).

This was the sovereign's first issue since its inaugural issue in 2013 and it reflected the culmination of the IMF's precautionary adjustment program.



2017 Practice Highlights At a Glance

- 8 Sovereigns on 3 Continents
- 14 Deals
- \$15 Billion (Approx. US value)

Arnold & Porter's Sovereign Finance Practice

As a recognized leader in representing sovereigns in their international financial affairs, Arnold & Porter has more than 30 years of experience across a wide range of financial transactions for sovereigns from Africa, Asia, Europe, Latin America, and the Middle East. We also have experience with the world's most prominent multilateral financial institutions, including

the World Bank, the Inter-American Development Bank, the International Finance Corporation, the European Bank for Reconstruction and Development, the African Development Bank, and the Bank for International Settlements, in significant financial transactions and other novel legal assignments.

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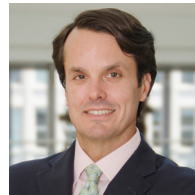
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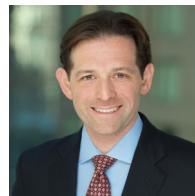
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