

# SULLIVAN & CROMWELL LLP

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## Lawyers



### Inosi M. Nyatta

Partner

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Inosi Nyatta is a partner in Sullivan & Cromwell's Finance & Restructuring Group and is co-head of the Firm's global Project Development & Finance practice. Her award-winning work for clients on a broad range of financing transactions, including project financings, capital markets offerings and cross-border financings, has resulted in her recognition as a "Dealmaker of the Year" by *The American Lawyer*, a "Project Finance MVP" by *Law360*, and as one of *Crain's* "Notable Women in Business."

Ms. Nyatta has acted for a cross-section of sponsor, financial institution and corporate clients in oil and gas, power, financial, mining, infrastructure, consumer and other sectors in the United States, Europe, Africa, Latin America and elsewhere. She also has experience in a range of corporate transactions, including mergers and acquisitions, private equity investments, joint venture arrangements and project development arrangements. Ms. Nyatta's securities offering experience includes debt and equity offerings under Rule 144A and Regulation S, 4(a)(2) private placements, exchange offers and project bonds.

Ms. Nyatta was the pro bono coordinator in the Firm's London office, is a member of the Firm's Diversity Committee and co-heads S&C's Women's Initiative Committee. She was assigned to the London office from 2006 through 2010 and relocated to New York in 2011. Ms. Nyatta has been recognized for her work in project finance by *Chambers USA*, *The Legal 500 United States*, *IFLR1000* and *Law360*. Ms. Nyatta is chair of the Africa Sub-Committee of the New York City Bar Cyrus R. Vance Center for International Justice.

#### SELECTED REPRESENTATIONS

##### Project Development and Finance

- Cheniere Corpus Christi Holdings, a wholly owned subsidiary of Cheniere Energy, Inc., in the financing and expansion of its LNG development in Corpus Christi, Texas.

#### PRACTICES & CAPABILITIES

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Capital Markets

Africa

Latin America

Infrastructure

Energy & Natural Resources

Project Development & Finance

Oil & Gas

Mining & Metals

Power & Utilities

Renewable & Alternative Energy

High-Yield

Equity

Credit & Leveraged Finance

Debt

#### EDUCATION

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2001, The Faculty of Law, University of Oxford, B.C.L.

2000, New York University School of Law, LL.M.

1998, University of Nairobi, LL.B.

#### BAR ADMISSIONS

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New York

Kenya (inactive)

#### LANGUAGES

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Kiswahili (East Africa)

- *IJGlobal* North American Oil & Gas Deal of the Year 2019
- *Project Finance International* Americas Deal of the Year 2015
- *IJGlobal* North America LNG Deal of the Year
- Cameron LNG, LLC, the project company, in connection with the development and financing of its LNG development in Louisiana, USA.
  - Highly Commended: *Financial Times North America Innovative Lawyers* 2014, Finance
- South African Independent Power Project office in connection with its coal and renewables projects procurement program.
- Australia Pacific LNG, the project company, in connection with the \$8.5 billion dollar project financing for its groundbreaking coal seam gas to LNG development on Curtis Island, Queensland, Australia.
  - *IJGlobal* Asia-Pacific Midstream Oil & Gas Deal of the Year 2018
  - *Project Finance International* Asia-Pacific Oil & Gas Deal of the Year 2012
  - Standout: *Financial Times US Innovative Lawyers* 2012, Energy
- The lenders, led by Société Générale, Citibanamex and BBVA, in a \$150 million credit facility provided to Servicios y Terminales de Tuxpan, S.A. de C.V. (Servitux) to fund in part the development of a liquid fuel storage terminal project to be constructed and operated by a KKR portfolio company, Monterra Energy, near the port of Tuxpan, Mexico.
- Renard Diamond Project – advising the sponsor and project company in connection with the financing of the Renard Diamond Project in Quebec, Canada.
- Minera Yanacocha S.R.L., the project company, in connection with the financing of the gold-rich copper deposit Conga project in Peru.
- Ambatovy nickel and cobalt project – advising the sponsors and project company in connection with the \$4.52 billion Ambatovy project in Madagascar (named EMEA Mining Deal of the Year 2007 by *PFI*).
- Sumitomo Corporation and Sumitomo Metal Mining Co. Ltd., as sponsors, in the Cerro Verde II Project (Peru) – an \$850 million copper mining expansion financing.
  - 2005 Project Finance Deal of the Year by *Latin Lawyer*
  - Latin American Mining Deal of the Year for 2005 by *Project Finance*
- Sumitomo Corporation and Sumitomo Metal Mining Co. Ltd. in their equity investment in the Ojos copper mine in Chile.
- Minera Escondida Limitada, the project company, in a

number of syndicated financings with commercial banks and export credit agencies for expansions of the Escondida copper mine in Chile.

- Eskom, the South African electricity utility, on its US\$800 million financing from the U.S. Export-Import Bank for its Kusile power project in South Africa.
- Eskom, the South African electricity utility, on the initial financing for the \$10 billion Medupi energy project in South Africa.
- Eskom on its Coega LNG/Power project in the Eastern Cape region of South Africa.
- Advice in connection with the OCP pipeline project in Ecuador.

### **Leverage and Acquisition Financing**

- Tillman Infrastructure LLC, a telecommunications cell tower developer, in connection with a term loan facility.
  - *IJGlobal* North American Telecoms Deal of the Year 2019
- Atlas Iron Limited, an iron ore producer in Australia, in connection with its \$325 million Term Loan B and revolving financing facilities.
- Barrick Gold Corporation, a Canadian mining company, in the financing of its approximately \$7.3 billion acquisition of Equinox Minerals Limited.
- The special committee of Southern Union Company on financing matters in connection with its \$9.4 billion merger with Energy Transfer Equity, L.P.
- Sponsors, strategic buyers, sellers and lenders in a range of other acquisition financing transactions.
- Acted on a number of bank loan financings and refinancings, including transactions for Barclays and CNH Capital.

### **Infrastructure**

- GS Infrastructure Partners and Mediobanca Banca di Credito Finanziario in their significant equity investment in Sintonia S.A., an infrastructure investment holding company with interests in Atlantia S.p.A., the Italian toll road company, and Telecom Italia S.p.A. as well as interests in airports in Rome and Turin.
- Equity investment by GIC Special Investments in Sintonia S.A.
- Canada Pension Plan Investment Board in the \$1.8 billion acquisition of Transelec, the largest electricity transmission company in Chile.

### **M&A and Private Equity Transactions**

- Canada Pension Plan Investment Board, as a member of a

consortium led by Brookfield Infrastructure (Bermuda), in the \$1.3 billion sale of its approximately 27.8% interest in ETC Transmission Holdings, S.L. (Spain), the parent company of Transelec S.A. (Chile), to China Southern Power Grid International (HK) Co., Ltd.

- TerraForm Power and TerraForm Global in their sale to Brookfield (Canada) and a related settlement of claims with parent SunEdison.
- GETCO Holding Company LLC in multiple transactions including a 2013 debt offering and subsequent acquisition of Knight Capital Group to form KCG Holdings Inc.
- Barrick Gold Corporation, a Canadian mining company, in the financing of its approximately \$7.3 billion acquisition of Equinox Minerals Limited
- Camargo Correa, a Brazilian conglomerate, in its approximately \$1 billion acquisition of Argentine cement company Loma Negra C.I.A.S.A.
- OCP (Ecuador) in connection with the \$385 million acquisition by Sinopec (China) of a 30% interest in OCP, including the assignment of transportation and other rights.
- GS Infrastructure Partners and Mediobanca Banca di Credito Finanziario in the acquisition of a stake in investment holding company Sintonia S.A.
- Sintonia S.A. in the acquisition of an approximately \$2.1 billion equity investment by GIC Special Investments.
- Canada Pension Plan Investment Board, a consortium sponsor in the \$1.8 billion acquisition of Chilean electricity transmission company Transelec.

## **Oil and Gas**

- Development, financing and expansion of the Corpus Christi LNG project in Texas, USA.
- Development and financing of the Australia Pacific LNG project in Queensland, Australia.
- Development and financing of the Cameron LNG project in Louisiana, USA.
- Lenders in the financing of the Servitux liquid fuel storage terminal project near the port of Tuxpan, Mexico.
- Development of the Coega LNG/Power project in the Eastern Cape region of South Africa.
- Ongoing matters in connection with the OCP pipeline project in Ecuador.
- Statoil Fuel & Retail ASA, a fuel retailer with operations in Scandinavia and Central and Eastern Europe, in its initial public offering and Oslo Stock Exchange listing.
- An LNG project in Nigeria.
- Various financing advice to oil company clients regarding Nigerian project developments.

## **Metals and Mining**

- Advising on the \$325 million financing for Atlas Iron Limited, an iron ore producer in Australia.
- Development and financing of the Renard Diamond Project in Quebec, Canada.
- Development and financing of the Mina Justa copper project in Peru.
- Advising in connection with the \$4.52 billion Ambatovy project in Madagascar.
- Financing of the Cerro Verde II Project (Peru) – an \$850 million copper mining expansion financing.
- Acquisition of a stake by Sumitomo Corporation and Sumitomo Metal Mining Co. Ltd. in the Ojos copper mine in Chile.
- Various financing and refinancing transactions in connection with the Minera Escondida copper mine in Chile.

## **Debt and Equity Capital Markets Transactions**

- Australia Pacific LNG Processing Pty Limited, a wholly owned subsidiary of Australia Pacific LNG Pty Limited (APLNG), in connection with its Section 4(a)(2)/Regulation D private placement of \$1.4 billion of senior notes used to prepay a portion of its project debt incurred in the financing of its LNG liquefaction project.
- Cheniere Corpus Christi Holdings, a wholly owned subsidiary of Cheniere Energy, Inc., in connection with its multiple 144A bond offerings refinancing its term loan facility used to develop its LNG liquefaction project.
- Cameron LNG, LLC, the project company, in connection with a Rule 144A/Regulation S \$3.02 billion offering of project bonds to refinance its term loan facility used to develop its LNG liquefaction project in Louisiana, USA.
- Vector Group Ltd., in connection with its \$850 million senior notes offering.
- Barrick Gold Corporation in connection with its recent \$3.0 billion senior notes offering.
- CRT Greenwich in its Note Purchase Agreement with American Capital Agency TRS, LLC for the issuance of up to \$100 million floating rate senior secured notes.
- Anheuser-Busch InBev SA/NV, the issuer, in its approximately €6.5 billion rights issue to finance the acquisition by InBev SA/NV of Anheuser-Busch, and in a series of debt securities offerings with aggregate proceeds of \$16.75 billion to refinance a portion of the acquisition debt incurred for the purchase of Anheuser Busch.
- Statoil Fuel & Retail ASA, the issuer, in its approximately \$920 million initial public offering and listing on the Oslo Stock

Exchange.

- The underwriters in the approximately \$536 million initial public offering of Gottex Fund Management Holdings and listing on the Swiss Stock Exchange.
- Skandinaviska Enskilda Banken, the issuer, in its approximately \$1.85 billion rights offering.
- Capital markets equity and project bond offerings by issuers in South Africa and Nigeria.
- Issuers and underwriters on SEC-registered global debt and equity offerings and debt exchange offers for a number of issuers.