

Our Infrastructure Expertise in Germany





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New dynamics and opportunities for infrastructure and energy investments in Germany

Economies and individuals depend on infrastructure, transport, and energy that are properly funded, professionally delivered, and expertly operated. Yet, Germany faces numerous challenges in the infrastructure, transport, and energy sector.

Beyond the general backlog on infrastructure investments for several years now, especially the need for energy transition, digital infrastructure and electric mobility will determine the years to come. As the engine of Europe's economy, Germany must address these key trends quickly. Especially, Germany's energy sector needs to adjust rapidly to the new reality. The imminent need for energy transition has created a new dynamic environment: By 2030, 80% of Germany's energy shall be delivered through renewable energy sources. Very recently, the Federal government has approved a strategy for the erection of a central hydrogen supply network for Germany. Investments in infrastructure shall be facilitated and regulatory procedures simplified to accelerate authorization procedures and implementation of projects. These new dynamics in the infrastructure and energy sector have brought infrastructure investments in the spotlight.

Our clients face the challenge to manage infrastructure and energy deals and operate infrastructure and energy assets successfully in a highly regulated, high-profile, volatile, and dynamic environment. Our awardwinning team has deep understanding of new trends, markets, and the issues faced, locally and internationally. Together, we help you succeed.

DLA Piper know what makes clients tick, as well as the technicalities of the law. They are strong operators and a pleasure to deal with.

— Client, Chambers UK, 2022





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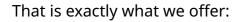
Why DLA Piper?

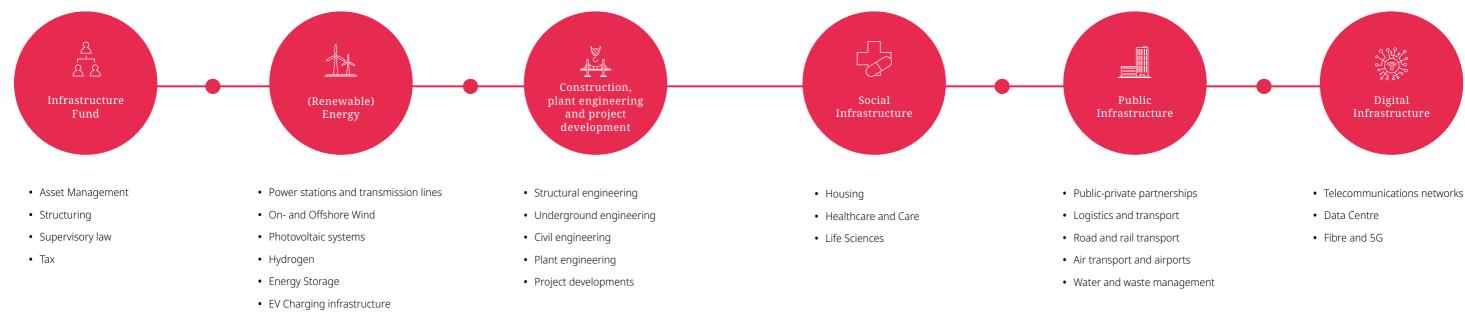
Infrastructure projects regularly operate in a highly regulated environment, are highly complex in their implementation and, often are the focus of public attention.

This complexity is the reason why so many players in the infrastructure and energy sector rely on us.

Our experience and international reach set us apart from our competitors. Our industry-focused lawyers around the world understand our clients and their business, helping them to manage risk effectively and to succeed.

Whatever your requirements in the areas of infrastructure and energy are, you need experienced advisors who know your markets and the challenges you face inside out, both locally and internationally.







The right law firm for your infrastructure investments

Our dedicated infrastructure and energy team is committed to providing you with comprehensive experience in all types of infrastructure and (renewable) energy investments.

INFRASTRUCTURE FUND CONSULTING

Our investment funds lawyers provide a dynamic, integrated service to sponsors, fund managers and institutional investors, complemented by our tax and regulatory colleagues. Our investment funds lawyers regularly work with our infrastructure/ renewable energy lawyers, who have extensive experience advising some of the world's largest asset managers, funds, and other investors on their investments in infrastructure and the energy sector.

INFRASTRUCTURE AND RENEWABLE ENERGY EXPERTISE

The team members have extensive experience in infrastructure and energy projects. Not only the partners, but also the other team members have extensive expertise and regularly work for market participants in the infrastructure and energy sector as well as for investors and banks active in this area. Especially in the field of solar, wind, battery storage and hydrogen projects, the team has a wide range of experience. This includes advice on all regulatory and grid-related aspects and all project and financing agreements for the respective projects.

MARKET-LEADING INVESTMENT AND TRANSACTION EXPERTISE

Our M&A practice is a global powerhouse – no firm has delivered more deals in Europe, or globally, for over a decade (Mergermarket). Particularly in the infrastructure and energy

sectors, our infrastructure/renewable energy lawyers and highly renowned M&A teams regularly work together on the realisation of projects and on transactions - this integration was one of the reasons we were selected as European Law Firm of the Year by Chambers & Partners in 2022 and have won numerous awards for our renewables and infrastructure M&A transactions such as Europe Wind Deal of the Year at the Proximo Deals of the Year Awards 2022. A true 'one-stop shop' and one of the few firms in the German market with a dedicated Renewables/ Infrastructure M&A practice. Likewise, our financing practice has extensive experience in transactional and project finance and is regularly active on both the sponsor and bank side in transactions in the infrastructure and energy sector.

YOUR ONE-STOP SHOP FOR THE ENTIRE LIFE CYCLE OF YOUR INVESTMENT

With a broad team of lawyers, each with market-leading expertise in their field, we can cover all relevant advisory services in the life cycle of your infrastructure investment in a holistic manner: from fund structuring, the development or acquisition and financing of infrastructure projects, to asset management, optimisation, or the sale of your assets. This enables us to master all the challenges and opportunities of the global infrastructure investment market.

Trends in infrastructure investments

We track key trends in infrastructure investment to ensure we are able to advise our clients on cutting-edge, globally innovative solutions. As the market diversifies to react to the changing global landscape, we are well placed to assist infrastructure funds in all stages of the asset lifecycle.



Investor base diversification

New investors entering

We are prepared for the increase and change in the global investor base and give strategic advice.

Our global presence and full-service model enable us to support all types of investors, wherever they are.

Our infrastructure expertise in Energy and Natural Resources

The DLA Piper energy team consists of highly qualified lawyers with a broad advisory practice and in-depth industry knowledge. Several team members have gained in-house experience at leading energy companies and the team possesses vital understand of their clients' needs.

IN-DEPTH SECTOR KNOWLEDGE

Our team is familiar with all facets of the industry and particularly with the legal and commercial aspects related to renewable energy. We advise a wide range of clients, including project developers, investors, (energy) utilities, financial institutions, and manufacturers in relation to all energy law issues.

SPECIALIZED ENERGY LAW PRACTICE

We advise our clients on all regulatory issues related to renewable energy and assist in the drafting of relevant project and marketing agreements, including project development and project management agreements, construction and

operation management agreements, direct marketing agreements, and power purchase agreements (PPAs). We also regularly assist our clients in transactions relating to renewable energy assets.

HOLISTIC APPROACH

Legal advice in the energy industry does not only involve focusing on individual aspects of energy law, but also on developing a set of interdisciplinary and coordinated solutions. The energy team is supported by other experienced experts, particularly in transactions, financing (including project financing), the conduct of litigation and arbitration proceedings, public law approvals and competition and antitrust issues.

The law firm DLA Piper houses a respected energy practice, representing a diverse clientele, including significant players in both the conventional and renewable energy spheres. Banks, investors and chemical companies also belong to the firm's client roster. The team is well placed to handle power purchase and cooperation agreements and also assists with acquisitions and sales of renewable energy assets. DLA Piper also advises on the financing of energy projects and offers particular expertise in energy trading. The firm complements its offering with its strength in litigation pertaining to levies.

- Client, Chambers Europe - Germany, 2023

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EXPERIENCE

Acting as German counsel to the European Federation of Energy Traders (EFET).

Acting for a number of operators of offshore wind installations as well as for various industrial clients in the context of long-term PPAs.

Advising a wide range of clients, including utilities, energy trading companies, network operators, investment banks and associations in relation to German and European energy regulatory and contractual and trading aspects.

Advising the mobility arm of a German utility in the context of major EV charging infrastructure projects in Germany and Europe.





Our infrastructure expertise in M&A

The DLA Piper M&A team has long-standing experience in advising German and international clients on complex M&A transactions, joint ventures, and investments in the natural resources, infrastructure and energy sectors.

AWARD-WINNING M&A PRACTICE

As our nomination for M&A "Law Firm of the Year" (for the second year running (2022 and 2021)) at the prestigious JUVE Awards demonstrates, more clients than ever are turning to our German M&A team for their domestic and international transactions, joint ventures and investments. Our M&A client base includes some of the world's most well-known international corporates, major investors and industry titans.

DEDICATED RENEWABLES/INFRASTRUCTURE **M&A EXPERTS**

The expertise of our dedicated Renewables/Infrastructure M&A practice covers all sector specific asset classes, including on- and offshore wind energy, solar-power, hydrogen, energy-storage

infrastructure, critical-raw-materials joint ventures and EVcharging infrastructure. We have advised on some of the most prominent European M&A transactions of the last years and have been recognized for our sector specific renewables/infrastructure deals, e.g. Greenfield Project of the Year Award (inspiratia Energy and Sustainability Awards) and Europe Wind Deal of the Year award (Proximo Deals of the Year Awards 2022).

COMPREHENSIVE M&A ADVICE

Our M&A experts provide the full spectrum of M&A advice and support for our clients' energy and infrastructure projects - from auction and tender processes to acquisitions, disposals, and joint venture formations - combined with a deep understanding of the sector and its asset classes.



EXPERIENCE

Advising BASF on the acquisition of 49.5% of Vattenfall's offshore wind farm Hollandse Kust Zuid in The Netherlands as well as on the subsequent sell-down of 25.2% of the Hollandse Kust Zuid offshore wind farm in a structured auction process to Allianz Capital Partners. Once fully operational, this will be the largest offshore wind farm in the world - 140 wind turbines and a total installed capacity of 1.5 GW.

Advising Blue Elephant Energy GmbH, a German solar and wind farm operator, on the acquisition of a 120-megawatt solar project portfolio - directly and through a joint venture company with oEnergy Capital, a Chilean project developer.

Advising Heidelberger Druckmaschinen AG on the acquisition of EnbW's EV-charging station business significantly expanding its offering in the electromobility market.

> We represent more than 140 of the top 250 Fortune 500 Clients, nearly half of the FTSE 350 or their subsidiaries and at least 29 of the DAX 40 companies.



This team has tremendous M&A expertise across multiple disciplines. What makes them unique is their client focus. They quickly become immersed in understanding their client's business issues and hot-button topics.

— Client, Legal 500, 2023







Our infrastructure expertise in **Regulatory matters**

We have been advising clients for many years in connection with issues of public law, including environmental and planning law and public procurement law, in all phases of their commercial activities. One of our main areas of expertise is advising industry and the public sector on major infrastructure and energy projects, which are often politically debated and of public interest.

PUBLIC LAW

Our public law team has extensive experience in advising on and developing complex infrastructure and energy projects. We draw on our extensive experience in municipal and administrative law, supervisory and regulatory law, environmental and planning law and EU state aid law. We not only advise on licensing issues and financing models, but also offer support in special corporate situations (such as M&A transactions) and/or crisis cases (such as industrial accidents or product liability cases).

Our team's specialty lies in not only providing sound legal advice but also integrating this legal advice into a contemporary socio-political context.

PROCUREMENT LAW

For many years, we have been advising clients on the contracting and bidding side in public tenders for public-private-partnership (PPP) projects in the transport sector, (digital) infrastructure, information technology, and healthcare.

In doing so, we are not limited to advising either the public or the private side. It is precisely this change of perspective in our advisory services and the experience we have gained through this flexible advisory approach that helps public contracting authorities better assess the behaviour of bidders. Conversely, it provides bidders with a better understanding of the decision-making constraints in which contracting authorities often find themselves.

PPP AND PROJECT FINANCE

The experience we have gathered in PPP projects reflects all facets that are demanded of bidders, creditors, and public clients at the municipality, state, or federal level. As we are familiar with the perspective of bidders, public clients, and financing banks, we can anticipate problems at an early stage and make use of negotiating leeway.

Furthermore, our team not only has extensive experience in review proceedings under public procurement law, but also provides support in potential disputes during project implementation, for example, in the acceptance procedure or handover and the assertion of warranty claims.



EXPERIENCE

accompanying the plan approval under aviation law and on issues relating to night flights.

operations, for autonomous driving, and on technical equipment for light rail vehicles.

on questions of building planning law.

regard to the project's permissibility under building planning law.

of wind turbines



"The team pushes cases well beyond normal, using not only judicial but other measures to improve the information base for the process and the chances of cases succeeding."

- Client, Legal 500 Germany, 2023



- Advising a globally active company on the expansion of a cargo hub at Leipzig Airport, in particular
- Advising various public utilities (including KVB of the city of Cologne) on regulatory requirements for
- Advising an offshore wind farm operator on the sale of land for the construction of a wind farm on the question of the extent to which wind power and photovoltaic plants can be used on the same site and
- Advising a leading steel manufacturer on the realisation of an on-shore wind farm in Saxony with
- Advising a wind energy group based in Luxembourg on compliance issues relating to the construction

Our infrastructure expertise in Real Estate and Construction

Our highly experienced real estate team works across different asset classes. It is one of Germany's most active teams in the infrastructure sector, with a deep understanding of infrastructure and construction issues, from a multidisciplinary perspective. Our client base is truly cross-sector and often international in nature.

MARKET-LEADING REAL ESTATE PRACTICE

Our German real estate group possesses in-depth expertise on infrastructure and energy projects. From the negotiation of land-use and cable route agreements to the development and acquisition of infrastructure and energy projects including the relevant due diligence processes, we cover all required real estate advice with experience in all relevant asset classes, such as wind (on- and off-shore), solar, hydrogen, logistics, data centres and other relevant infrastructure and energy projects.

DLA Piper has a market-leading real estate offering, providing an international, multi-disciplinary team of lawyers that can serve your needs across the infrastructure and energy sector. We work alongside investors, lenders, developers, managers and fund sponsors in every aspect of real estate related activities.

Our global real estate team operates from over 80 offices worldwide. Our geographic footprint has given us extensive experience working on significant single and multi-asset investments in established markets, multijurisdictional transactions and in emerging markets.



MULTIDISCIPLINARY CONSTRUCTION PRACTICE

The DLA Piper Real Estate team works at all levels of national and international plant construction and understands the challenges, risks, and opportunities you face at all stages of the project, from the creation of building law and permits, to drafting of contracts, through the tendering process to commissioning and acceptance, and disputes.

Our mission is to help you manage risks and strike a balance between quality and speed as well as cost transparency and certainty in projects of all types and sizes. Our lawyers possess decades of experience, from numerous construction and facilities projects around the world. We advise developers, investors, infrastructure companies, multinationals, consortia, engineers, consultants, and governments on successfully advancing projects and delivering infrastructure and facilities in the most efficient manner.

We advise on all types of civil and plant engineering projects, in particular industrial plants, power stations, onshore and offshore wind farms, photovoltaic parks, hydrogen plants, process industry plants, for infrastructure developers, major construction projects or other engineering businesses. As a 300-strong global civil and plant engineering team (one of the largest in the world), we have in-depth industry knowledge and advise clients across all sectors – including manufacturing, infrastructure, energy and natural resources, and transport.



EXPERIENCE

Advising a leading global investor on the development of a European headquarters for an international clothing manufacturer (on the basis of a built-to suit lease agreement with the investor) with a construction volume of more than EUR180 million, including the negotiation of the general contractor, planning and project management agreements.

Advising a leading international real estate company on the development of a logistics project worth over EUR1 billion.

Advising hydrogen plant manufacturers on EPC, maintenance and operation agreements for the construction and operation of hydrogen plants.

Advising German and international wind, PV and battery storage developers on the conclusion of land use and cable agreements as well as on the EPC, turbine supply, maintenance and operation agreements.

Advising foreign market participants in their investments in German solar and wind power assets, including advising on transactional, contractual and regulatory aspects.

Advising exceet Group SCA on its business combination with APEX Nova Holding GmbH and its subsidiaries (APEX Group) in relation to due diligences of several solar and hydrogen projects subject to the transaction.

This team is an extremely valuable resource for all facets of construction law, i.e., assistance with drafting construction contracts, construction litigation and assistance with construction related topics, i.e., payment and performance bonds, subcontractor default insurance and builder's risk and owner's interest liability insurance.

— Client, Legal 500, 2022



Our infrastructure expertise in **Project Finance**

We are a leading global law firm with an expansive project finance practice. We advise project sponsors, developers, investors, commercial banks, export credit agencies (ECAs) and multi-lateral agencies alike on all aspects of project financings in Germany and beyond.

CROSS-BORDER & MULTI-SOURCED PROJECT FINANCINGS EXPERTS

Our team has experience in leading complex cross-border project financings, including advising developers on the financing of some of the most significant, first-of-its kind projects, check of bankability of project documents and structuring, multisourced project financings, in relation to which we have a deep understanding of the policy requirements of key ECAs, policy lenders and multilateral agencies, different types of financing models and techniques, including public-private partnerships, tolling structures, concession - based financing, project bonds

and derivative products, financing documentation, including intercreditor arrangements, security documents, direct agreements, and sponsor support agreements.

COMPREHENSIVE RISK ADVICE

We help our clients identify and assess the different risks faced by projects, and to structure and formulate the most appropriate risk allocation and solutions to mitigate against key risks, including: market and price risks, construction and completion risks, legal and regulatory risks and changes in law, environmental risks, and force majeure risks.

An innovative transaction structure, allowing the sharing of construction and operating risk (...) which represents a novel collaboration between a power producer, an industrial company with significant long-term power requirements, and a long-term financial investor.

The structure is an example of how M&A and project financing techniques can be used to support the transition of an industrial company. (...) Such collaborations could help drive the European energy transition.

- Project Finance International on a project financing legally structured and advised by DLA Piper, which received the PFI "Europe Offshore Deal of the Year" Award 2022



EXPERIENCE

Zuid (1.5 GW), provided by a consortium of international lenders.

Advising DekaBank on the project financing of the construction, development and operation of the 281.4 MW Nordlicht onshore wind farm project in Norway.

EUR1.5 billion).

Mees in The Netherlands.

on-shore wind park Lappfjärd in Finland.

Faro in Portugal.





- Advising BASF on the financing of the construction of the world's largest offshore wind farm Hollandse Kust
- Advising the consortium A3 Nordbayern with the partners Eiffage and Johann Bunte Bauunternehmung on the financing of the largest PPP project in the motorway sector in Germany to date (investment volume:
- Advising the lenders on the financing of the construction of the 134.5 MW solar PV power project Dorhout
- Advising the sponsor on the financing of the acquisition, construction and extension of the 241.8 MW
- Advising the lenders on the financing of the construction of the 219 MW solar PV power project near



Global Law Firm of the Year 2022

FINANCING WIND





Our infrastructure expertise in **Funds Structuring and Tax**

STRUCTURING

Our experienced investment funds lawyers provide a dynamic, integrated service to sponsors, fund managers, and institutional investors, supported by our tax and regulatory colleagues. We advise clients on the full spectrum of private investment funds, all major investment strategies, and the full spectrum of fund solutions, including:

- Fund Formation: Fund structuring and establishment, including incentivization arrangements.
- Fund Restructuring: We specialize in cross-jurisdictional fund solutions, including restructuring pan-continental funds, global management platforms, and co-investment funds.
- Investor Representation: We have advised institutional clients such as development finance institutions, pension funds, and sovereign wealth funds on investments over USD25 billion.
- Investment Management & Advisory Arrangements: We advise sponsors and fund managers on cross-border management and advisory arrangements.
- Secondary Transactions: Our investment fund lawyers have advised on some of the largest and most complex secondary transactions in the market.
- Segregated accounts: We have advised clients on bespoke investment fund products in the market.

Our global investment funds group is proud to be part of one of the few law firms which has a truly global platform with offices in key funds jurisdictions including London, New York, Hong Kong, and Luxembourg. We advise on all types of investment funds, from real estate funds, to private equity funds, infrastructure funds, through to hedge funds and fund structured products.

Wherever the fund, whatever its strategy and size, we possess the market knowledge and the technical experience across our global platform to provide clients with a first-class, seamless service.

TAX

As the first point of contact for tax issues for many leading national and international companies, DLA Piper's German tax team has a reputation for being innovative, practice-oriented, and entrepreneurial. Around 20 experts combine their extensive experience in all areas of national and international tax law married with specific market knowledge. We have extensive experience in providing tax and regulatory advice in the context of structuring funds and other investment structures for German and international institutional investors, as well as extensive asset-level experience in real estate and renewable energy, and on relevant taxation aspects relating to infrastructure, construction and transport.

Our team offers tax and legal advice from a single source and also interdisciplinary work within our practice groups, including regulatory law, real estate law, banking/finance and corporate law. We help you master the challenges of tax law, recognise risks and pitfalls of existing or planned structures and transactions in good time, and to develop solutions that optimally meet your needs.



EXPERIENCE

Advising a leading developer and operator of logistics real estate on a globally consistent rooftop photovoltaic solution for the entire portfolio. This included tax, energy and real estate and plant construction law advice.

Advising a leading solar PV provider on tax structuring and energy law in relation to photovoltaic projects on industrial sites.

Advising a UK project developer on the energy regulatory and tax framework for onsite PV installations.

The team understands the technical requirements and is able to provide practical insights.

— Client, Legal 500 Germany, 2022









Our infrastructure expertise in Disputes and Litigation

DEDICATED RENEWABLES AND INFRASTRUCTURE LITIGATION TEAM

Our dispute resolution lawyers have the knowledge and experience to advise and represent all parties in infrastructure and energy projects. We help with claim strategy before issues turn into serious problems and escalate into formal disputes. By getting involved early and working with project teams to mitigate risks and maximise recoveries, we can help save significant costs when a project becomes distressed.

If commercial resolution is not possible, we'll help to develop the best strategy to resolve the dispute. We have extensive experience with high-value and complex cases, advising and representing clients in a diverse range of construction disputes in the infrastructure sector.

ENERGY AND NATURAL RESOURCES DISPUTES

Disputes, whether contractual, regulatory or arising under public (international) law, demand not only legal knowhow, but also a deep understanding of the macro-economic and political factors that are key to managing legal and commercial risk in the sector. The nature of these disputes plays to our key strengths – our global reach and our ability to combine international dispute resolution knowhow, including international and treaty arbitration, a close working relationship with our local teams and, crucially, in-depth sector experience.

CONSTRUCTION, ENGINEERING AND INFRASTRUCTURE DISPUTES

Infrastructure, energy and construction projects are technically complicated, strategically important and high value and often involve multiple parties from numerous jurisdictions. It's not unusual for projects to experience disputes over delays, additional costs, liquidated damages, defects, professional negligence and termination.

When your project encounters a dispute, our Construction, Engineering and Infrastructure Disputes practice can help. We know disputes don't take place in a vacuum but are rooted in cultural, political and economic environments. We have enormous experience dealing with such disputes, both locally and internationally. And we address each dispute in its own context. Our vast geographical coverage means we have cross-border teams to address major construction and infrastructure disputes at local and international levels. Through our global network of industry relationships, we work collaboratively with dedicated, on-the-ground resources. We have extensive local knowledge of the legal, business and cultural landscapes that inform disputes, across a large number of jurisdictions. All of this provides our clients with the assurance of not only around-the-clock responsiveness, but also the relevant knowledge that can prove critical to resolving controversies. Let us put our experience to work for you.



EXPERIENCE

Advising a global leader in plant construction in a high-volume ICC arbitration (amount in dispute >EUR40 million) in connection with a major construction project (power plant construction) in another European country involving the construction of a new unit of a coal-fired power plant.

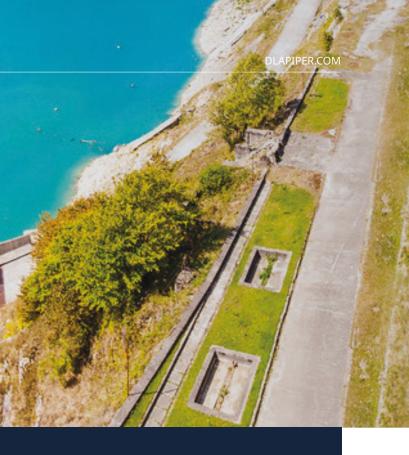
Advising a client in the plant construction industry in a high-volume ICC arbitration (amount in dispute >EUR150 million) in connection with a large construction project (power plant construction) in Germany. The arbitration concerned a contractual relationship with a subcontractor regarding steel beams for a steel structure of a steam boiler.

Advising a client that builds power plants, in a legal dispute (dispute amount in the single-digit million range) before the Regional Court of Stuttgart against the insolvency administrator of a foreign subcontractor.

Advising a client active in plant construction in an ICC arbitration (amount in dispute >EUR400 million).

Strong offering with respected capabilities on both contentious and non-contentious mandates. Its wide geographical footprint enables the firm to serve clients all over the globe, its enviable client base comprising contractors, suppliers and purchasers.

- Client, Chambers Global, 2020



For more information please visit www.dlapiper.com or contact us directly.

Together, we are shaping the future and finding solutions to the challenges of today.

We look forward to exchanging ideas with you!

With offices in more than 40 countries in the Americas, Europe, the Middle East, Africa and Asia Pacific, DLA Piper is one of the world's leading law firms. In Germany, our team consists of more than 300 lawyers and as many business professionals at our offices in Cologne, Dusseldorf, Frankfurt, Hamburg and Munich. Three quarters of the DAX40 companies place their trust in our advice.

Crossing new horizons together.

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