

CAPABILITY STATEMENT

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Nominated Adviser to the National Stock Exchange of Australia Limited

"Whittens- Solutions for a Commercial World"



LAWYERS AND CONSULTANTS
www.whittens.com.au

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About Whittens Lawyers and Consultants

Whittens Lawyers and Consultants is a boutique law firm located in the heart of Sydney's legal district. It specialises in corporate and commercial law, mining and resources, litigation and property.

Whittens provides reliable and effective commercial legal advice and services with a personalised, boutique approach. At Whittens, you will deal with the person responsible for your matter, and you can be confident that they will be available to personally handle your work.

Since 1972 Whittens has acted for a diverse range of clients, from individuals to large public companies. We have built up strong contacts with both the business and legal communities, locally and internationally, and work closely with leading business analysts, executives, bankers, barristers and other experts. As a result we are able to provide clients with a full range of legal and corporate advisory services with a guarantee of skill, knowledge and professionalism. Importantly, we do not profess expertise unless we genuinely have it and, if we do not have the requisite expertise in house, we will unhesitatingly tell you and make recommendations for the right person to handle the issue.

Whittens' three principals are Raymond Whitten, Andrew Whitten and Alistair McKeough.

Raymond Whitten commenced practising law in 1972 and has developed an unparalleled reputation for providing commercially savvy legal advice. His clients enjoy a level of personal contact rarely available from larger firms and benefit from Raymond's vast experience in property, commercial transactions and all types of dispute work.

Andrew Whitten joined the team in 1997. Andrew specialises in corporate and commercial law and offers expertise that is unrivalled outside the large national law firms. Andrew's advice and services are based on an intimate understanding of his clients' commercial objectives and Andrew having the commercial and legal knowledge and ingenuity to achieve them. Andrew is widely recognised as one of Australia's best corporate lawyers, and acts for more than 13 public companies.

In 2010 Whittens welcomed Alistair McKeough, who was previously managing director of a Sydney CBD based boutique commercial, litigation and property law practice, and before that was at Freehills. Alistair specialises in providing advice to clients involved in complex commercial matters requiring careful strategic planning and in dispute work.

Between them, Raymond, Andrew and Alistair have a complete understanding of the business and legal landscapes and they provide their clients with a unique and personalised approach to legal services. Raymond, Andrew and Alistair are supported by a skilled, experienced and dynamic team.

It is all part of providing *"Solutions for a Commercial World"*.

Corporate and Commercial Law

Whittens' Corporate and Commercial practice group advises a diverse range of clients on all corporate, securities and commercial matters. We offer an unparalleled level of expertise, execution and judgment that is a product of many years of experience in the Australian corporate environment. Our commitment to the business of our clients and our understanding of their industries enables the firm to deliver timely, strategic and technical legal advice and achieve the best possible commercial outcomes.

Whittens now acts for more than 13 listed public companies. The continued success of the firm is a product of our understanding that every transaction is unique, requiring a customised approach. Our corporate advisory and legal experts work closely with our clients to negotiate, structure and implement a range of corporate transactions including capital raisings, mergers and acquisitions and takeovers.

Our expertise includes:

- Corporate governance
- Capital market and private equity transactions
- ASX and NSX listing services- including initial public offerings
- Mergers and acquisitions- including reverse and hostile takeovers, compulsory acquisitions and divestments
- Joint ventures

It is all part of providing “*Solutions for a Commercial World*”.

Corporate Governance

Whittens' Corporate group is highly experienced in advising a diverse range of companies (private and public, big and small) on a variety of corporate governance matters including board composition and structure, director, statutory and fiduciary duties, management compensation and employee incentive programs, governance related disclosure, related party transactions and other regulatory matters such as APRA, ASIC, FIRB, ASX and NSX requirements.

Our team works strategically with individual directors, full boards of directors, board committees, CEOs and other executive officers and both institutional and private investors to facilitate efficient and effective management. We assist in the day to day operations of running public companies such as reporting requirements, managing disclosures and filings. Our lawyers are recognised for their exceptional understanding of the Australian regulatory environment and positive working relationships with key regulators and industry bodies. Additionally, with our lawyers possessing accreditations in corporate and business management, Whittens can provide its clients with invaluable analysis and advice and the tools required to manage the daily and strategic issues that arise in the operations of a company.

Capital Market and Private Equity Transactions

Whittens' Corporate group has acted for a diverse range of corporate clients on the sale and issue of equity by IPO, private placement, rights issues and hybrid offerings. Our commitment to the commercial objectives of our clients has resulted in a reputation for getting the deal done. The extensive experience that our lawyers possess enables Whittens to deal at short notice with the dynamic market variables that may encompass capital market transactions.

Our lawyers work closely with their clients to agree on the optimal strategy to ensure the best outcome for their business. Our comprehensive legal advice and personal approach will help ensure an optimised offering to which the market will be receptive. Further, we are focused on achieving the objectives of our clients in the best possible timeframe because we appreciate the importance of timing in ensuring the successful tapping of the market.

ASX and NSX Listing Services

Whittens' Corporate group has a level of experience of listing companies on the Australian Securities Exchange (ASX) and the National Stock Exchange (NSX) that is rarely found outside of the big firms. Whittens stands as a complete listing solution, assisting companies in a range of listing issues such as helping structure the company in order to make listing possible and advising clients on how to run their companies and complete regulatory compliance with the requirements set out in the Corporations Act 2001 (Cth) and the ASX and NSX Listing and Business Rules.

Over the past 10 years Whittens has conducted a number of corporate and capital raising transactions on the ASX including: a partially underwritten rights issue, a corporate reconstruction including a reverse merger, a fully underwritten non-renounceable rights issue to raise \$9.7 million and a full ASX initial public offering. In these transactions Whittens coordinated and organised the due diligence, conducted the necessary independent reports required, drafted the prospectus and managed the entire process.

Additionally, Whittens is a Nominated Adviser (NOMAD) to the NSX, being accredited and licensed by the NSX to provide legal and listing services to companies preparing to list on the NSX. At present Whittens is the NOMAD to several companies in connection with the NSX. Whittens is responsible for providing corporate and commercial advice to the Board of Directors of these companies in relation to any or all matters of the corporate and commercial compliance of the company in such areas as: continuous disclosure, compliance with the Corporations Act 2001 (Cth) and compliance with the Listing Rules of the NSX.

Raymond Whitten is a former Chairman of the NSX and was responsible for the initial public offering of the NSX on the ASX.

About the National Stock Exchange of Australia Limited (NSX):

The NSX is the second largest stock exchange in Australia with the companies listed on the NSX having a market capitalization of over \$1 billion. The NSX has modelled itself on the successful AIM submarket of the London Stock Exchange, available for small to medium and innovative enterprises looking to raise capital and transact on a market that is nurturing, efficient and smaller than the ASX. There are currently over 100 companies listed on the NSX.

Mergers and Acquisitions

Whittens' Corporate group has extensive experience in all types of mergers, takeovers and acquisitions- private and public, friendly and hostile. Our lawyers have undertaken a vast range of corporate transactions from friendly mergers via a scheme of arrangement to hostile takeover bids. Our lawyers involve themselves in all aspects of the transaction, conducting vendor or purchaser due diligence, negotiating sale and purchase documentation and advising on all legal, strategic and associated risk issues.

We take great pride on our ability to get the deal done. Our transaction history demonstrates the technical excellence and industry knowledge of our lawyers as well as our sound project management skills, commercial judgement and excellent relationships with the regulatory bodies. Further, we pride ourselves on our superior level of dependability, as we appreciate the pressures that are often associated with such transactions for our clients.

Our expertise includes:

- Company takeovers- friendly and hostile
- Takeover defences
- Mergers and reconstructions
- Acquisitions and disposals
- Due diligence
- Capital raisings
- Transaction documentation, negotiation and drafting
- Venture capital and seed capital
- Shareholder and management buyouts

Joint Ventures

Whittens' Corporate group is highly skilled and experienced in joint venture transactions. Our lawyers are focused on creating a structure for the joint venture that is tailored specifically to the diverse requirements of all participants with an intense spotlight on issues such as tax, regulatory requirements, financing, liability and termination and exit options.

Some of the companies Whittens has worked with in relation to public documentation include:

Company	Transaction	Listed	Amount
Coalworks Limited (ASX:CWK)	1. Memorandum of understanding; 2. Farm-in agreement; and 3. Joint venture agreement	Yes, ASX	\$150,000,000.00 approx.
Clean Global Energy Limited (ASX:CGV)	Reverse takeover of IRH Holdings Limited	Yes, ASX	\$30,000,000.00
Benitec Limited (ASX:BLT)	Partially underwritten rights issue via prospectus	Yes, ASX	\$9,700,000.00
Yang Yang China Holdings Limited (Now Smart Securities Ltd)	IPO via prospectus	Yes, NSX	\$9,500,000.00
Clean Global Energy Limited (ASX:CGV)	Capital raising	Yes, ASX	\$6,000,000.00
Queensland Opals NL	Partially underwritten rights issue via prospectus	Yes, ASX	\$3,000,000.00
Property Fox No. 2 Limited (NSX:PFBA)	Takeover	Yes, NSX	\$6,000,000.00
Property Fox No. 1 Limited (NSX:PFAA)	Takeover defence including target's statement	Yes, NSX	\$3,000,000.00 approx.
Brewtopia Limited (Now Australian Premier Finance Holdings Limited)	Reverse takeover	Yes, NSX	\$3,000,000.00 approx.
Meridien Resources Limited (NSX:MRW)	IPO via prospectus	Yes, NSX	\$2,500,000.00
ALF PIF Finance Limited	Hostile takeover of the Premium Income Fund (NSX:PIN)	Yes, NSX (Target)	\$220,000,000.00 approx.
Brewtopia Limited	Placement of securities	Yes, NSX	\$190,000.00
Meridien Capital Limited (NSX:MEW)	IPO via prospectus	Yes, NSX	\$700,000.00
Property Fox No. 1 Limited (NSX:PFAA)	Compliance listing	Yes, NSX	N/A
Property Fox No. 2 Limited (NSX:PFBA)	Compliance listing	Yes, NSX	N/A
Rattoon Holdings Limited	Compliance listing	Yes, NSX	N/A
Bidgee Finance Limited	Compliance listing	Yes, NSX	N/A

For more information about the above please consult www.asx.com.au or www.nsx.com.au

Mining and Resources Law

Whittens' Mining and Resources group comprises specialist lawyers with a wealth of industry experience and expertise across mining, energy and resources (both domestically and internationally). Due to the numerous resource activities of our clients, the firm has acquired unique and unparalleled experience and expertise both domestically and offshore. Our lawyers possess a comprehensive understanding of the local mining and resources sector and legal requirements including the operating environment, commercial profit-drivers and the social and political issues that face mining and resources companies. More so, some of our lawyers have worked as in-house counsel for major mining and energy companies, giving them a deep understanding of what matters to our clients.

Our lawyers are specifically chosen by industry leaders in both Australia and overseas to represent their most valuable interests. Currently, Whittens acts for various publicly listed Australian and international companies of all sizes involved in resource exploration and development. The firm has successfully advised its clients with interests in a range of resources in various global locations on a wide range of matters extending from regulatory issues, to mining approvals, project developments and full commercial operations.

Ultimately, our extensive experience, practical industry knowledge and specialist legal skills in mining and resources law means that Whittens can provide its clients with integrated, effective and relevant legal advice in all issues in the mining and resources sector and help ensure that each client achieves their commercial objectives.

The firm handles the full range of issues that arise in resource exploration, development and production. Our expertise includes:

- Capital raising and project financing
- Conducting thorough due diligence of tenements, approvals and agreements and advising on all regulatory requirements and submissions
- Contract negotiation and documentation including memorandum of understanding, joint venture agreements, strategic alliance agreements, farm-in agreements, sale and purchase agreements, option agreements, royalty agreements, access agreements and commodity agreements
- Operational contracts including mining and construction contracts and other service, equipment and consumable supply, transport and handling contracts
- Marketing, distribution, sales representation and off-take contracts
- Infrastructure projects, access and construction agreements
- Foreign Investment Review Board requirements
- Warden's court matters, including objections to tenement applications and other disputes
- Liaising with the relevant government departments in all necessary jurisdictions

It is all part of providing “*Solutions for a Commercial World*”.

Litigation

Whittens' Litigation group prides itself on a reputation for an approach that delivers the best legal and commercial outcomes for its clients. Our team is experienced, strategically smart and has a high success rate.

We have a thorough understanding of how best to use commercial leverage and apply the law to meet your objectives. Our aim is always to give focussed and practical advice that is cost effective and where you are in control of the dispute.

While we prefer the speed, certainty and cost savings of negotiated outcomes, we recognise that sometimes litigation is the right tool for the job. When litigation is unavoidable, we uncompromisingly enforce or protect your interests with a view to minimising risk to your brand and your financial exposure.

At all times, we ensure that you are fully aware of all risks associated with each matter and are properly informed to make decisions about how to proceed.

Our team has experience in handling some of Australia's largest and most complex litigation, and regularly handles disputes in all major courts and tribunals. Contentious and challenging corporate and commercial disputes are our core business.

Our expertise includes:

- Corporate
- Commercial & Contract
- Land, Environment & Planning
- Employment & Workplace Relations
- Building & Construction
- Administrative Law & Tax
- Trust, Wills & Estates
- Intellectual property
- Property

Corporate

Whittens specialises in disputes involving corporations and trusts, including disputes between shareholders, directors and other stakeholders and matters involving corporate governance.

We also routinely handle investigations by ASIC and other regulatory bodies, both for companies and individuals, and our experience includes s 19 ASIC interviews and defending actions for insider trading.

Commercial & Contract

Whittens handles a wide variety of commercial disputes, from simple debt recoveries to extremely complicated contract, equity and trust matters.

Contentious and challenging corporate and commercial disputes are our core business and our aim is always to give focussed and practical advice that is cost effective and where you are in control of the dispute.

Trusts, Wills and Estate

We have conducted numerous highly contentious and difficult estate matters. We understand how difficult estate matters can be and how important it is to understand both the nature of your inheritance and/or entitlement, and the various statutory provisions which govern this area of the law.

The academic work of our solicitors is cited in *Jacobs' Law of Trusts*, Australia's leading trusts textbook.

Land, Environment & Planning

We have extensive experience in land, environment and planning matters, including easements. As well as having an outstanding track record in obtaining approvals directly from Councils, our success rate in Land & Environment Court litigation is unrivalled and we have deep connections with the leading expert witnesses in the jurisdiction.

Our experience includes:

- Appeals from development applications, both residential and commercial;
- Intervening in development applications as an objector;
- Section 96 applications;
- Defending civil and criminal prosecutions for breaches of the Environmental Protection Act;
- Valuation disputes; and
- Easement matters, in both the Land & Environment and Supreme Courts.

Employment & Workplace Relations

We provide advice, award interpretation, contract drafting and dispute resolution services in employment and industrial relations law.

Our lawyers are deeply experienced in preparing employment contracts for all levels of employee and executives for both private and public companies. Our lawyers have an enviable track record in successfully defending claims by employees, including in the Industrial Relations Commission (now Fair Work Australia), a jurisdiction which has traditionally been considered “pro-employee”.

Our lawyers’ recent experience includes:

- Advising and conducting litigation in respect of restraints of trade;
- Defending claims for unfair dismissal;
- Defending claims of discrimination;
- Drafting contracts and revising the HR manual for a publically listed company with over 300 employees;
- Advising in relation to transfers of business and employment implications;
- Advising on award interpretation for a client with over 1700 employees;
- Applying to vary a modern award; and
- Defending a prosecution by WorkCover against an employer and an individual in relation to a serious accident on a building site.

Building & Construction

Whittens’ lawyers are experienced in building and construction, including front and back end work for developers, head contractors, sub-contractors, owners’ corporations, trustees and individuals.

We act in matters including:

- Contract disputes;
- Claims in quantum meruit and restitution;
- The Building and Construction Industry Security of Payment Act;
- The Contractors Debts Act;
- Defect claims;
- The Home Building Act;
- Builder’s statutory insurances;
- Damage to strata property;
- Arbitrations and reference hearings; and
- Injuries suffered on worksites, including prosecutions by WorkCover.

Our lawyers' recent cases include:

- Defending claims under the Building and Construction Industry Security of Payment Act and Contractors Debts Act;
- A complex claim against a local council where work was performed by our client before it had signed a contract and the council denied any obligation to pay;
- Defending claims made by subcontractors for variation works;
- Prosecuting claims against subcontractors for defective works;
- Defending a prosecution by a local council for failure by a developer to comply with consent conditions;
- Acting for a builder of residential apartments, defending a claim for defective works made by the owners' corporation;
- Acting for the owners of a strata scheme in relation to damage caused to the common property by adjacent building works; and
- Acting for an individual whose home builder failed to perform the works in a timely and proper fashion.

Property

Whittens' Property group has a level of commercial experience, technical expertise and industry knowledge that is difficult to rival. Our team has extensive experience across the full range of industry segments including office, commercial, industrial and residential property and are skilled in advising on every aspect of the development and acquisition stages.

We advise clients throughout the entire property life cycle, from property leasing, acquisitions and disposals to planning, development, financing, construction, project structuring, joint ventures, due diligence, title subdivision, property valuation, strata and community schemes and listed and unlisted property trust advice as well as related tax issues. We work on all levels of contracts regarding property transactions and manage all aspects of regulatory compliance and property related litigation and dispute resolution.

Our practice includes representation of developers, principals, investors, hedge funds, landlords, tenants, owners corporations and joint ventures. Accordingly, our clients are able to completely rely on us to manage each stage of their property project as we integrate our capabilities and resources together with our knowledge and experience to deliver commercially astute solutions tailored specifically to the respective interests of our clients.

Our expertise includes:

- Pre contractual advice and negotiation
- All forms of purchase and sale of real estate including strata title
- All mortgages for real property and chattels
- Advice on easements, covenants and other encumbrances
- Commercial, industrial, retail and domestic leases
- Developments
- Partitions of property
- Strata title disputes
- Purchase and sale of business including shares in the business
- Purchase, sale or leasing of plant and equipment
- Land and Environment Court appeals
- Foreign Investment Review Board applications
- Stamp duty

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Other Client Services

Whittens is not the traditional law firm. With a determination to meet the individual needs of our clients, Whittens provides its clients with additional services that would be difficult find in a traditional law firm.

1. Whittens Investment Group

We examine deals and structure companies for public floats. Part of this service involves investment banking functions including raising seed capital, venture capital and IPO capital as well as arranging for placements of existing listed company's stock. All of our work in this area is subject to the requirements of the Corporations Act 2001 (Cth) and the listing rules of the applicable stock Exchange.

2. Company Secretarial Services

Andrew Whitten is an Associate of the Institute of Chartered Secretaries, the peak body of Company Secretarial Practice in Australia and holds a Graduate Diploma in Applied Corporate Governance. Currently, Andrew is the Company Secretary of many listed companies. This allows a company's board to effectively outsource a large part of the compliance work associated with the running of a listed public company.

3. Notary Public

Raymond and Andrew Whitten, as Public Notaries are able to witness documents, administer oaths, and perform other wide-ranging administrative.

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Our People

Raymond Laurence Whitten – Principal



Raymond Whitten was admitted as a solicitor more than 38 years ago, with a desire to provide clients with quality legal advice, as well as personal service not always possible from larger size firms. Raymond believed then, as he does today, that law firms need to specialise in specific areas of law ensuring quality service and up to date skills. Since 1988 Raymond has acted as the Principal of Whittens Lawyers and Consultants and has led the

growth of the firm to its peak of 16 highly skilled lawyers and employees.

After successful completion of articles in Australia, Raymond began his career working in London as an assistant legal director for a major public company. Upon returning to Australia, Raymond joined Kenneth W. Tribe & Co as a solicitor, where he was made a Partner in less than 2 years. Raymond has acted as in-house legal counsel for some of Australia's most successful companies including Stockland (ASX: SGP) and the Mirvac Group (ASX: MGR).

Beginning his career with a focus on property litigation, Raymond has since extended his skills and experience into other areas of litigation including commercial, banking and finance, insurance, personal injury, land and environment and aviation.

Furthermore, Raymond has extensive experience in all aspects of commercial and corporate law. Most notably, Raymond has successfully completed numerous capital raisings and initial public offerings on both the ASX and the NSX.

More recently, Raymond has dedicated his time to mining and resources where he has assisted major private and public companies to successfully complete a diverse range of projects including memorandums of understanding, farm-in agreements, joint ventures and marketing and sales agreements. Currently, Raymond is working on an initial public offering for a promising uranium company on the ASX.

Raymond's comprehensive legal skills and experience is enhanced by his extensive experience in business. Raymond has been the Chairman of several ASX listed companies, such as the National Stock Exchange of Australia (ASX: NSX) and Benitec Limited (ASX: BLT), as well as a director of a number of successful private companies.

Raymond holds the following professional qualifications:

- Bachelor of Arts (Sydney University, 1969)
- Bachelor of Laws and Letters (Sydney University, 1972)
- Master of Laws (UTS, 1993)
- Accredited Specialist in Business Law
- Notary Public
- Responsible Officer of a Nominated Adviser

Andrew John Whitten – Principal



Andrew Whitten joined Whittens Lawyers and Consultants in 1997. Having been working in the law from a young age, Andrew brought with him a new outlook on corporate law and a modern and energised perspective for servicing clients within a boutique environment.

Beginning his career with a focus on personal injury, commercial litigation and corporate law, Andrew now specialises in corporate finance and securities law. Andrew possesses an unparalleled level of expertise, execution and judgement that is a product of many years of experience in the Australian corporate environment. Andrew has been involved in a comprehensive range of corporate and investment transactions including numerous initial public offerings on the ASX and NSX, corporate reconstructions, reverse mergers and takeovers. Andrew takes great pride in his ability to get the deal done. His transaction history demonstrates his technical excellence and industry knowledge as well as his sound project management skills, commercial judgement and excellent relationships with the regulatory bodies.

Most recently Andrew has led a \$230 million hostile takeover for an Australian publicly listed company. Other notable transactions include a successful fully underwritten non-renounceable rights issue to raise \$9.7 million for Benitec Limited on the ASX (ASX: BLT), a \$30 million private equity property transaction and securing the ownership of the shell of Water Wheel Holdings Limited with ANZ in relation to the liquidation of Opes Prime.

Additionally, at present Andrew is the company secretary of a number of publicly listed companies. Furthermore, Andrew advises a diverse range of companies (private and public, big and small) on a comprehensive range of corporate matters.

Andrew holds the following professional qualifications:

- Bachelor of Arts (Economics, UNSW)
- Master of Laws and Legal Practice (Corporate Finance and Securities Law, UTS)
- Graduate Diploma in Applied Corporate Governance (Institute of Chartered Secretaries)
- Elected Associate of the Institute of Chartered Secretaries
- Notary Public
- Responsible Officer of a Nominated Advisor

Alistair McKeough – Principal



Alistair specialises in complex commercial matters and disputes requiring careful strategic planning.

Prior to joining Whittens, Alistair was managing director of Morgan Lewis, where he became a partner at the age of 29. Before that, he worked as an Associate to a Federal Court Judge and at Freehills.

Alistair has extensive experience in both front and back end work involving contract, commercial equity, companies and the Corporations Act, real property, trusts, tax, employment, trade practices, construction and planning. His experience also includes defending prosecutions by all of ASIC, ACCC, ATO, WorkCover and the EPA.

Alistair's advice is based on a rigorous understanding of black letter law, and his academic work has been cited in leading text books and by the Court of Appeal of New South Wales.

Capable of handling any commercial dispute, Alistair is also an accomplished front end lawyer. In addition to his extensive involvement in matters of conflict worth in aggregate over \$2 billion, highlight's of Alistair's front end experience includes leading the due diligence teams on Sekisui House's purchase of the AV Jennings home building business for \$18.5 million in 2010 and on SG Fleet's acquisition of NAB's commercial fleet leasing business for \$342 million in 2007.

Alistair holds the following degrees:

- Bachelor of Arts (English & History, Sydney University)
- Bachelor of Laws (UNSW)
- Master of Laws (UNSW)

Ian de Renzie Duncan – Consultant



Ian De Renzie Duncan (“Renzie”) is an admitted senior solicitor with a specialty in corporate, mining and litigation law. Renzie began his law career at Blake Dawson Waldron in 1986 where he worked in the Companies and Securities, Projects and Litigation Groups until 1993. After graduating in law from Sydney University, Renzie pioneered the push by Blake Dawson Waldron into the Soviet Union where he managed the firm’s office and

lived for five years. There he acted for many Australian and international mining companies in relation to mining joint ventures and privatisation.

Returning to Australia in 1997, Renzie was admitted to the New South Wales Bar. There he practised in predominately corporate, mining, resources and defamation. Whilst at the bar Renzie appeared in the Helix class action against ICI for the farmers and in the leading statute of limitations case Holt v Wynter.

In 2001 Renzie took a position with the international law firm Coudert Frères (Coudert Brothers) in Paris where he worked on a case at the International Court of Commercial Arbitration for the world’s largest cement producer, Lafarge SA. On returning to Australia for the second time in 2007, Renzie was retained by Andrew Forrest’s Poseidon Nickel Limited (ASX: POS) and focused on joint ventures and tenement expansion in Western Australia.

In 2009 Renzie began work at Whittens Lawyers and Consultants where he specialises in mining, takeovers, and securities law. Renzie currently acts for a number of ASX listed mining companies and recently completed the \$100 million joint venture between Itochu Corporation of Japan and Coalworks Limited (ASX: CWK).

Renzie speaks fluent French and Russian.

Renzie holds the following professional qualifications:

- Diploma of Law (BAB)

Greg Weeks – Consultant

Greg specialises in administrative law and statutory interpretation and is a lecturer in law at the University of New South Wales.

Previously Greg was a solicitor with Corrs Chambers Westgarth's banking and finance and litigation groups.

Charles Lethbridge – Solicitor



Charles Lethbridge is an admitted Solicitor with over six years' experience in litigation, property, securities and commercial/corporate matters.

Charles began his career as an Articled Clerk at Isles Lethbridge Solicitors in Brisbane, where he worked for four years whilst completing his law degree.

Upon admission, Charles accepted a position as a Solicitor at Thynne & Macartney, Brisbane as part of team acting for one of the world's largest banks, one of Australia's major banks, as well as a number of smaller Australian banks and financiers in banking, insolvency and corporate/commercial matters. In October 2008, Charles commenced with the Official Solicitor to the Public Trustee of Queensland. His work there was predominantly commercial litigation. After only ten months of employment with the Official Solicitor, Charles was promoted to Senior Lawyer.

Charles has a hands on approach and a proven track record for successfully completing commercial and litigious matters for clients.

Charles holds the following professional qualifications:

- Bachelor of Laws (University of New England, Armidale NSW)
- Bachelor of Business (Communication) (University of Queensland, Brisbane)

Ewa Talbot – Solicitor

Through a diverse range of legal experience in the public and private legal sectors Ewa has developed a flexible approach to legal problem solving. Her experience includes large scale litigation, general commercial matters, employment law, property disputes and planning matters.

Ewa holds science and law degrees from the University of Sydney, with first class honours in law. Prior to joining Whittens she was an intern at the Federal Court of Australia and worked in the litigation groups at Maurice Blackburn and Morgan Lewis.

Gavin Hammerschlag – Law Graduate



Gavin Hammerschlag is a law graduate at Whittens.

Gavin recently completed a Bachelor of Commerce (with a major in finance) and Law at the University of New South Wales.

During his final two years of study, Gavin was employed as a paralegal at Whittens where he supported the legal team in a wide range of tasks.

Prior to joining Whittens, Gavin worked as a paralegal at MTV Networks Australia in their Business and Legal Affairs division.

Gavin graduated from high school in 2005 and was awarded the New South Wales Premier's Award for All-Round Academic Excellence in the 2005 Higher School Certificate.

Recent Transactions

Coalworks Limited (ASX:CWK) - advised Coalworks Limited on a major mining transaction with ITOCHU Minerals and Energy of Australia Pty Ltd, the value of which was in excess of \$1 billion. This transaction involved a memorandum of understanding, farm-in agreement, joint venture agreement, off-take option agreement and marketing and sales agreements.

Hostile takeover - advised and formulated the Bidder's Statement for a \$230 million hostile takeover bid for a listed Australian public company.

Private equity property transaction - organised and arranged a \$30 million private equity property transaction with high net worth investors.

Takeover defence for Property Fox No.1 Limited - successfully defended a \$3 million hostile takeover attempt for Property Fox No.1 Limited.

Takeover of Property Fox No.1 Limited - completion of a \$5 million takeover of Property Fox No.1 Limited by Property Fox No.2 Limited.

Capital raising for Benitec Limited (ASX:BLT) - completion of a fully underwritten non-renounceable rights issue to raise \$9.7 million for Benitec Limited on the ASX.

Reverse merger and capital raising of Clean Global Energy Limited (ASX:CGV) - advised Clean Global Energy Limited on recent reverse merger and ASX listing with International Resource Holdings, the value of which totalled \$30 million (including capital raising of \$6 million).

Injunction against Bank - successfully obtained an injunction against a Bank from appointing a receiver and/ or exercising a power of sale in relation to properties of value in excess of \$17 million in the Commercial List of the Equity Division of the Supreme Court of New South.

Breach of contract - filed a \$20 million claim in relation to a breach of contract which settled at mediation resulting in a very favourable result for our client.

Mortgage defence - successfully defended a claim by a major Bank on a mortgage default in the Supreme Court of New South Wales. The matter settled with no payment by our client to the Bank.