

Of Counsel

Offices: New York

Tel: +1 212 848 9859

Fax: +1 212 824 4259

Email: anna.giabourani@withers.us.com

Education: University of Groningen School of Law, Magna Cum Laude, Erasmus Certificate
• University of Athens School Law, Summa Cum Laude, LL.B. • University of Chicago School of Law, LL.M.

Admitted: New York, 1999 • Athens, 1998

Languages spoken: Greek • French • German

Year joined: 2009



Overview

Anna Giabourani as a dual-qualified lawyer in the US and Greece heads the Withers Greece Special Interest Group (SIG) practice and leads with other senior attorneys the firm's International Finance and Projects practice in the US. Under those capacities, she represents corporate and individual clients, private equity funds, financial institutions and multilateral agencies.

Anna has significant experience with cross-border banking, project & real estate finance and corporate restructuring transactions in numerous jurisdictions in North America and Europe and her practice includes domestic and, in particular, international acquisition, project and real estate financing transactions as well as private equity fund formations and investment advice to high net worth individuals, families and family offices. Anna also serves as general outside counsel to Greek privately-owned businesses and family offices and in that role, coordinates the delivery of fully-integrated client services designed to manage, maximize and protect client's global investments and assets.

Prior to joining Withers Bergman LLP, Anna Giabourani was associated with Skadden Arps, Slate, Meagher & Flom LLP (1997-2005) and Bingham McCutchen LLP (2005-2009).

Highlights

Bank Finance Transactions

- Representing *Friedman, Fleischer & Lowe LLC*, as sponsor, and *Tempur-Pedic, Inc.* and certain other of its domestic and foreign affiliates/subsidiaries, as borrowers and guarantors, as applicable, in connection with a \$415,900,000 multi currency term loan, revolving credit and letter of credit facility, provided by *Bank of America, N.A.*, as administrative agent and domestic collateral agent and *Nordea Bank Denmark A/S*, as European co-agent and foreign collateral agent.
- Representing an affiliate of *Huntsman Holdings LLC* in the acquisition of the *Vantico* group of companies effected through a U.K. exchange offer for the outstanding senior notes of *Vantico Group S.A.*, and the refinancing of approximately US\$425,000,000 of additional indebtedness of the target. The acquiror issued US\$350,000,000 of fixed and floating rate senior secured notes in a Rule 144A and Regulation S offering, and entered into a US\$60,000,000 revolving credit facility. The transaction also involved a complex corporate restructuring of the acquired company affecting entities in 28 jurisdictions.
- Representing *Samsonite Corporation*, as borrower, and certain of its domestic and foreign subsidiaries, as guarantors, in connection with the refinancing of its US\$210,000,000 multi currency revolving credit and term loan facility for a US\$60,000,000 asset-based revolving credit facility. The transaction also included a recapitalization of the borrower involving the sale of US\$106,000,000 of new equity to a new control group and the retirement of US\$350,000,000 of 13 7/8% pay-in-kind preferred stock in exchange for new equity.
- Representing *Poster Financial Group, Inc.* in the acquisition of the *Golden Nugget Casino* in *Las Vegas* and the *Golden Nugget Casino* in *Laughlin* from *MGM Mirage*, effected through the issuance of US\$155,000,000 of senior secured notes in a Rule 144A offering and the enter into a US\$35,000,000 term loan and revolving credit facility with *Lehman Brothers, Inc.* as the syndication agent.

Greece Transactions

- Representing a group of Greek individual and institutional investors in the creation of a multi-million dollar British Virgin Islands regulated, private mutual fund organized as a segregated portfolio company (SPC) for purposes of enabling such group to invest in financial assets outside Greece using the platform of a Swiss fiduciary as a Qualified Intermediary (QI) for US tax purposes and for additional privacy.
- Providing members of a high-net-worth Greek family with (i) corporate restructuring advise involving the sale of the family's privately held securities brokerage company and the combination through a merger of the family's privately held real estate investment company into the family's privately held bio-diesel company for real estate tax reasons; (ii) wealth structuring advise involving the transfer of registered shares of the family's privately held bio-diesel company from one family member to a family

business trust for asset protection and business succession purposes; and (iii) tax advice involving the contribution into a Greek REIT of an industrial property belonging to the family's privately held real estate investment company for deleveraging and cash flow purposes.

- Advising the principal of a privately held, Greek yogurt producing company in all legal aspects involving the expansion of such company's business in the US including, among other things, the negotiation with privately held and/or publicly traded US food companies of (x) product development and licensing agreements for the production and distribution of dairy products in the US, (y) joint venture agreements for the production and distribution of "private label" yogurt products in the US, and (z) a partnership agreement regarding the manufacturing of a dairy products facility in New York State.

Project Finance Transactions

- Representing *Goldman Sachs*, as lead arranger & syndication agent, in connection with a US\$565,000,000 senior secured credit facility provided to 360 Networks (f/k/a Worldwide Telecom) for the development, construction, operation and selling of capacity on a four pair, submarine fiber optic cable system connecting North America to Europe.
- Representing *Credit Suisse First Boston*, as initial purchaser, in connection with a Rule 144/Regulation S offering of US\$250,000,000 senior secured bonds by Husky Terra Nova Finance regarding the construction and operation of off-shore drilling platforms necessary for the production of crude oil in the Grand Banks area of the North Atlantic Ocean.
- Representing *Credit Lyonnais*, as lender, in connection with a US\$375,000,000 construction and term loan senior secured facility provided to Tenaska Gateway Partners, Ltd. for the development, engineering, construction and operation of a 830MW gas-fired combined cycle generating plant in Rusk County, Texas.

Memberships

- New York State Bar Association
- American Bar Association
- Athens Bar Association
- Hellenic-American Chamber of Commerce
- Hellenic-American Bankers Association
- American Hellenic Institute
- Hellenic Lawyers Association
- Licensed Real Estate Broker - State of New York
- Notary Public - State of New York

On a personal note

Anna enjoys classical music, ballet, piano playing, adventure travelling, hiking/trekking, skiing, swimming and scuba diving.

