



<u>Surname, First name</u>	Johnson, Darrell Ray
Address	Soewito Suhardiman Eddymurthy Kardono Mayapada Tower 1, 14 th floor Jl. Jend. Sudirman Kav. 28, Jakarta 12920, Indonesia
Telephone	+62215212038
Fax	+62215212039
Email	darrelljohnson@ssek.com
Nationality/ Date of Birth	American/December 13, 1944

Educational/Professional Memberships

American Bar Association (Sections of International Law and Practice; Business Law; Law and Practice Management; Administrative Law; Real Estate Property Law; Intellectual Property Law), the Inter-Pacific Bar Association (Sections of Banking Law and Business Organizations), and the International Bar Association (Committees on Banking Law; Business Organizations; Issues and Trading in Securities; Multinationals and Foreign Investment Policy; International Franchising). Mr. Johnson is a member of the Board of Advisors of the International and Comparative Law Center of the Southwestern Legal Foundation, and a member of the Board of Advisors of the Asia Pacific Center of the American Arbitration Association. He is also a member of the Board of Governors of the American Chamber of Commerce in Indonesia

Current Position

Senior Foreign Legal Advisor

Professional Experience

Banking & Finance

- Represented **Citibank N.A.** on the development of its security documentation;
- Represented **McDermott Corporation** in the US financing Credit Agricole syndicate;
- Provided a legal opinion for the **Royal Bank of Canada** related to a corporate guarantee;
- Represented **GE Capital** in divesting its shares in PT GE Finance Indonesia and PT Astra Sedaya Finance to PT Bank Permata and PT Astra International, respectively;
- Represented **GE** in the multimillion-dollar sale of its credit card and related businesses in Indonesia;
- Following the 2008 global financial crisis, SSEK advised **Chartis Insurance** (formerly AIU Insurance) in connection with the restructuring of **PT Chartis Indonesia**, one of the largest insurance companies in Indonesia. SSEK worked closely with the Indonesian Insurance Bureau, the Ministry of Finance and the Capital Investment Coordinating Board to substitute a new local shareholder;

Dispute Resolution

- Represented **McDonald's** in a complex multimillion dollar matter being settled under United Nations Commission on International Trade Law (UNCITRAL) and Singapore International Arbitration Centre arbitration rules;
- Represented the **Jakarta International School** in a major litigation to protect its teachers and employees;

Energy & Natural Resources

- Advised **Exxon Natuna** on regulatory issues pertaining to a multi-billion-dollar oil and gas development at Natuna;
- Counseled **Exxon Mobil Cepu** on regulatory, environmental land-related issues related to a multimillion-dollar oil and gas project in Cepu, Java;
- Advised **Energy Development Corporation** on its ongoing geothermal developments in Indonesia;

General Corporate Affairs

- Represented a major American car manufacturer on various corporate matters, corporate secretarial work and annual questionnaires regarding consumer protection laws, product liability issues, customer complaints and compliance with Indonesian law;

Insolvency & Debt Restructuring

- Represented the combined steering committee of creditors in the debt restructuring of **Asia Pulp & Paper**;
- Following the 2008 global financial crisis, SSEK advised **Chartis Insurance** (formerly AIU

Insurance) in connection with the restructuring of **PT Chartis Indonesia**, one of the largest insurance companies in Indonesia. SSEK worked closely with the Indonesian Insurance Bureau, the Ministry of Finance and the Capital Investment Coordinating Board to substitute a new local shareholder;

- Advised on the restructuring and disposal of all of **AIA**'s shares in PT AIA Indonesia (now known as PT Avrist Assurance). AIA retained its interest in PT AIA Financial;

Insurance

- Advised **Allianz Insurance Company** on acquisitions, corporate governance issues and regulatory matters;
- Advised **PT Prudential Life Assurance Company** on bankruptcy, regulatory matters and corporate governance issues;
- Acted as Indonesian counsel for **Dai-ichi Life Insurance Company, Limited** of Japan in its Rp 3.3 trillion (US\$337 million) acquisition of a 40 percent stake in Indonesia's PT Panin Life;
- Advised **AIG** in the restructuring of **PT AIA Financial Indonesia**, which created the first multi-tiered ownership structure for an insurance company in Indonesia;
- Advised on the restructuring and disposal of all of **AIA**'s shares in PT AIA Indonesia (now known as PT Avrist Assurance);

Labor & Employment

- Represented an international fast-food chain in a claim lodged by former employees of a local affiliate unhappy with the sale of the company. They had agreed to move to the new buyer who agreed to honor their years of service. The employees then recanted and demanded compensation. The decisions from the Labor Court and the recommendation from the National Commission of Human Rights were in favor of SSEK's client;

M&A & Corporate Reorganization

- Acted as Indonesian counsel for **Dai-ichi Life Insurance Company, Limited** of Japan in its Rp 3.3 trillion (US\$337 million) acquisition of a 40 percent stake in Indonesia's PT Panin Life;
- Represented **SC Johnson** in all Indonesian aspects of its global takeover of PT Sara Lee Household Indonesia, the manufacturer of the Kiwi shoe care products;
- Represented **SC Johnson** on all Indonesian aspects of its global take over of Bayer's pesticide business;
- Represented **AIA** (now AIG) in the restructuring and disposal of all its shares in PT AIA Asuransi Indonesia (now known as PT Avrist Assurance) in the amount of US\$65 million;
- Represented **AIA Financial** in the acquisition of all of the shares of Lippo Life in PT AIG Life;
- Represented **McDonald's** generally in Indonesia and in the sale of assets and franchising of buyer;
- Advised **China Investment Corp.** in purchasing a 600 million euro stake in a liquefied natural gas plant from GDF Suez SA, as well as 30% stake in GDF's production and exploration business for 2.3 billion euros;
- Represented **GE Capital** in divesting its shares in PT GE Finance Indonesia and PT Astra Sedaya Finance to PT Bank Permata and PT Astra International, respectively;
- Represented **GE** in the multi-million dollar sale of its credit card and related businesses in Indonesia;
- Represented the Indonesian franchise of an international fast-food chain in the sale of major assets;
- Represented China Construction Bank in a 60 percent acquisition of Bank Windu, Tbk.;
- Represented Bank Worri in the acquisition of Bank Saudara

Capital Markets

- Represented **BTIG** in a major capital markets litigation dispute related to an IDX transaction;

Oil & Gas

- Advised **China Investment Corp.** in purchasing a 600 million euro stake in a liquefied natural gas plant from GDF Suez SA, as well as 30% stake in GDF's production and exploration business for 2.3 billion euros;

Real Estate

- Represented **Minor International Ltd.** in its acquisition of the now named Anantara Vacation Club Seminyak, a boutique villa development in Bali. This new resort is the first international club resort managed by Minor in Bali. Minor is one of the largest hospitality and leisure companies in the Asia-Pacific and operates across 20 countries;
- Represented **Marriot Hotel Group** on its Bali time share investment;
- Represented the **Jakarta Intercultural School** on the real estate acquisitions and dispositions;

Arbitration Experience

Represented [**McDonald's**] in a complex multimillion dollar matter being settled under United Nations Commission on International Trade Law (UNCITRAL) and Singapore International Arbitration Centre arbitration rules;

Publications

"The Road to Reform", *Doing Business With Indonesia* (with Ira Eddymurthy), Asia Law & Practice (2004), the Indonesia chapter of *Getting the Deal Through – Mergers & Acquisitions* (with Retty Suhardiman), Global Competition Review (2004-2007) and the legal viewpoint in *Emerging Indonesia 2007*, Oxford Business Group (2007)

Languages

English