

Agribusiness Credentials From Farm to Fork

May 2022

Commercial in confidence

➤ Allens' agribusiness practice

The Australian agriculture sector is facing significant change in the coming years including from the impact of the pandemic and geopolitical risks on supply chains, climate variability, volatile commodity prices, global competition, consumer preferences and the implementation of Ag-tech. This provides opportunity and has led to a structural transformation of Australian agriculture coupled with a reprioritisation of investments.

As the sector has become more sophisticated, its legal requirements have become more complex. Allens continues to stay ahead of the market, understanding the complexity and changing trends of agribusiness law. Since our beginnings in 1822, we have provided expert advice across many sub-sectors of Australian agriculture, including beef and other proteins, grain, cotton, wool, sugar, dairy, fruit, wine, aquaculture and forestry.

The increased demand for Australian agricultural products from global markets, and a growing domestic population, provide enormous opportunity. The Allens team has the experience, knowledge and insight to assist Australian and international businesses, investors and financiers in this burgeoning market.

Our experience allows us to advise on a wide range of legal matters affecting the agricultural industry, including:

- mergers and acquisitions, IPOs, takeover defence advice and corporate restructures;
- infrastructure development, construction and financing;
- securitisation of receivables in agriculture;
- debt and equity facilities, derivatives and commodity trading;
- native title and water rights, rural land acquisition, leasing, and environmental and planning laws;
- deregulation, corporatisation, foreign investment and other regulatory advice, including in relation to cooperatives;
- carbon capture and storage projects and forestry sequestration advice;
- marketing and sales, including establishment of pool structures;
- data governance, technology and disruption;
- food processing and labelling regulation, branding and intellectual property protection;
- biosecurity and regulation of genetically modified crops and animals;
- competition, market and access regulation and supply chain advice.



➤ From Farm to Fork

The Australian agribusiness sector has the potential to become the preferred source of high quality, safe and premium food for the growing markets in our immediate region.

To benefit from this opportunity, the industry needs to continue to invest in innovation and supply chains to find efficiencies and meet the demands of consumers. Increased integration from farm to fork will assist in guaranteeing quality, safe and reliable products.

Allens is working with Australian and international companies, investors large and small and the regulators and industry associations that support them at all stages of the supply chain to innovate and add value to businesses.

We advise clients on a number of issues including research and development, farming, purchasing and production, through to managing product distribution and exports. Our deep sector knowledge and depth of team means we are with our clients from the very beginning of any venture.

We have the experience to help businesses navigate the regulatory and commercial landscape in which agribusinesses operate to develop solutions and provide guidance in relation to domestic and foreign investment, overcoming competitive constraints, implementing new finance models, developing and applying technology for precision farming or infrastructure access and advising on projects aimed at reducing greenhouse gas emissions.

They hit the substantive issues quickly and don't get bogged down with issues that don't matter.

Chambers Asia Pacific 2022

The strength of Allens lies in its excellent client service matched with leading technical legal expertise.

Chambers Asia Pacific 2022

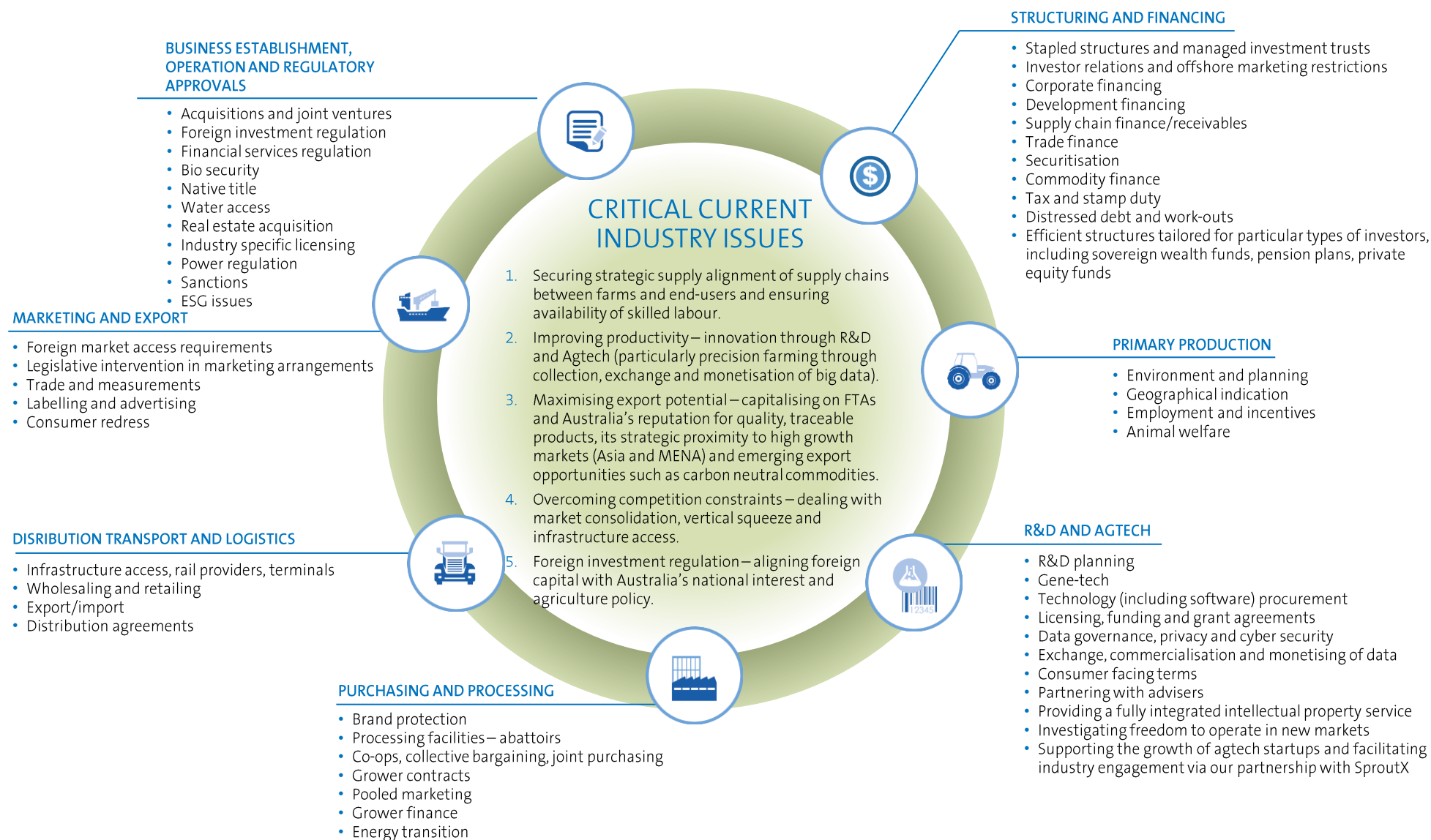
The Corporate team consistently demonstrate their expertise through practical, commercial and market referenced advice and solutions to often complex issues.

The Legal500 2022

They provide fantastic service; the quality of their work is unquestionable; their teams are very well chosen and managed, and always there when I need them.

Chambers Asia Pacific 2020

➤ From Farm to Fork



➤ Highlights of our experience

Protein

- [QAF](#) – advising on the \$175 million sale of Rivalea, its Australian primary production business, to a wholly-owned subsidiary of JBS S.A, including advising on obtaining ACCC approval.
- [Australian Agricultural Company \(AACo\)](#) – advising on its acquisitions and divestments, joint ventures and major commercial contracts including its international branded beef distribution arrangements as well as head office and governance issues.
- [AACo](#) – advising on new environmental regulations governing applications of fertilizers and pesticides and discharge run off in catchment for the Great Barrier Reef.
- [ANZCO Foods / Bovogen](#) – advising on the acquisition of Moregate BioTech (pre assessment clearance).
- [CorVal Partners](#) – advising on the acquisition of a portfolio of chicken farm and processing assets from Inghams.
- [Inghams](#) – advising the financiers of TPG's A\$880 million acquisition of Inghams, Australia's largest poultry producer.
- [JBS Australia](#) – advising on the A\$1.45 billion acquisition of Primo, the largest ham, bacon and smallgoods producer in Australia and New Zealand.
- [Public Sector Pension Investment Board](#) – advising on the acquisition of a controlling joint venture interest in Hewitt Cattle Australia.

- [Powerchina Resources](#) – advising on its purchase of an 80 per cent stake in Goldwind's Cattle Hill Wind Farm development project.
- [Guardians of New Zealand Superannuation](#) – advising in respect of its investment in the Palgrove Beef Business.
- [North Australian Pastoral Company](#) – advising on its sale to a consortium led by QIC.

Dairy

- [PZ Cussons](#) – advising on the sale of its five:am yoghurt business to Barambah Organics.
- [Bega Cheese](#) – advising the underwriters of Bega Cheese's A\$250 million IPO on the ASX.
- [Confidential bidder](#) – advising on its bid for Van Diemen's Land, one of Australia's largest dairy processors.
- [Dairy Farmers](#) – advising on the \$910m sale to National Foods via a scheme of arrangement, following a competitive bid process.
- [Macquarie Agricultural Funds Management](#) – advising on the proposed establishment and marketing of the Macquarie Dairy Fund.
- [Coles](#) – advising on an ACCC investigation into rebates paid to dairy farmers, the ACCC's Perishable Goods Inquiry and the ACCC's Dairy Inquiry.
- [Macquarie Agricultural Funds Management](#) – advising on the proposed establishment and marketing of the Macquarie Dairy Fund.

- [Mitsubishi Corporation](#) – advising on the establishment of Tasmanian Dairy Products Pty Ltd, a joint venture with Murray Goulburn Co-operative Co.
- [Murray Goulburn](#) – advising the financier on a \$155 million operating lease facility to fund the establishment of new dairy processing facilities.
- [Dairy Farmers](#) – advising on the acquisition of Perfection Dairies, including competition clearance.

Grains, Cotton & Sugar

- [CBH Grain](#) – acting for the arrangers and financing syndicate on the A\$800 million syndicated grain acquisition facility for CBH Grain.
- [Australian Food and Fibre](#) – advising in relation to ACCC clearance of its acquisition of Auscott Limited (pre assessment clearance).
- [Ridley Corporation](#) – advising on the successful defence of Graincorp's A\$590m unsolicited takeover bid.
- [AWB](#) – advising AWB Limited (now Agrium Asia Pacific Limited) in regulatory investigations arising from the UN Oil-for-Food Programme and alleged sanctions breaches, as well as in relation to its defence and successful settlement of a related \$150 million shareholder class action in the Federal Court of Australia alleging breaches of the continuous disclosure rules and misleading and deceptive conduct.

► Highlights of our experience

Grains, Cotton & Sugar cont.

- [Canada Pension Plan Investment Board](#) – advising on the proposed acquisition of a US\$2.5 billion stake in Glencore's agricultural business.
- [DuPont Pioneer](#) – advising on its sale of Pioneer Australia Seeds, its Australian seeds production, sales, marketing and distribution business.
- [Mackay Sugar Cogen Project](#) – acting for the Lenders in the project financing of a cogeneration plant being developed by Mackay Sugar Limited at Mackay, Queensland.
- [Gavilion Grain](#) – advising on the establishment of its Australian grain trading business, including development of standard contracts for its pool and cash businesses, agency arrangements, financing, and port access arrangements with CBH.
- [Pacific Equity Partners \(PEP\)](#) – advising on its \$307 million public-to-private acquisition of ASX-listed Patties Foods.
- [PEP](#) – advising on their agreement to acquire Allied Mills.
- [PEP](#) – advising on the acquisition of a 50% interest in the issued capital of the Australian Wholefoods group of companies.
- [Cargill Australia](#) – advising on the acquisition of customised software technology. Also advised on its acquisition of the commodity management business of AWB Ltd and on the acquisition of Joe White Maltings.
- [AWB Harvest Finance Pools](#) – advising on the establishment of grain pool operations including trust structure, financial services licensing, consumer credit, pool contracts, and service contracts.

Forestry & Plantations

- [Great Southern](#) – advising Bendigo and Adelaide Bank on all aspects of its involvement in the A\$700 million Great Southern collapse and related class action proceedings.
- [Forestry SA privatisation](#) – advising potential investors/financiers on the privatisation by the South Australian Government of Forestry SA.
- [North Forest Products](#) – advising on the A\$335 million sale by Rio Tinto of its North Forest Products business to Gunns.
- [Timbercorp](#) – advising ANZ on all aspects of its involvement in the Timbercorp collapse.
- [Fletcher Challenge](#) – advising on the proposed acquisition of forestry plantations by Fletcher Challenge, including renewable energy issues, water access rights and Indigenous site issues.
- [Paperlinx](#) – advising on the demerger of PaperlinX from Amcor and the listing of PaperlinX on the ASX. Also acted for PaperlinX on the sale of its shares in Australian Paper Plantations to Hancock Victorian Plantations Pty Ltd, and on the sale of its manufacturing business, Australian Paper, to Nippon Paper Group.

- [One Forty One Plantations](#) – advising on its environmental policies in connection with plantation and milling operations in Victoria and South Australia.
- [Plantation Timbers](#) – advising on approvals.

Rural Infrastructure and Services

- [Nutrien](#) – advising on its \$470 scheme of arrangement to acquire Ruralco.
- [SproutX](#) – acting as SproutX's launch partner and exclusive legal provider. SproutX is an accelerator for Australian agriculture, providing agtech entrepreneurs and start-ups with support and capital.
- [Agrium \(Landmark\)](#) – advising on the C\$1.8 billion acquisition from Glencore of the Viterra agriproducts business in Canada and Australia.
- [Bendigo and Adelaide Bank Limited](#) – advising on the A\$230 million institutional placement and associated share purchase plan to fund its acquisition of Rural Finance Corporation.
- [Ravensdown](#) – advising on the sale of its Western Australian fertiliser and agricultural chemicals business to Louis Dreyfus.
- [Wilmar Gavilon](#) – advising on the acquisition of the Brisbane Sugar Terminal.

Contact card



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Bringing Allens' values to our work with you

IN IT TOGETHER

Success is a team sport – we'll deliver diversity of thought and skills and partner with your people to achieve great outcomes together

DRIVEN BY EXCELLENCE

You will get us at our very best – the highest standards of quality and integrity will be applied in everything we do

FOSTERING GREATNESS

Our people support each other to be the best they can be – we'll help your people to be the best they can be too

EYES ON THE HORIZON

We'll be looking at what's coming around the corner and you will have a team that is ready to tackle what comes

COURAGEOUS AND CREATIVE

'Is there a better way to do this?' – you'll get a team thinking innovatively and pushing boundaries