SQUIRE PATTON BOGGS

Samantha Smart

Partner

Perth
T +61 8 9429 7464

samantha.smart@squirepb.com



About Samantha

Samantha Smart is a specialised energy and resources lawyer with a strong track record in leading high-value transactions, navigating complex regulatory frameworks and advising on cross-border projects.

Her practice is centred on the power, energy and resources sectors, with experience spanning domestic gas and liquified natural gas (LNG) projects, hard rock mining, conventional power generation, hydrogen, carbon capture and storage and renewable energy developments.

With extensive experience advising both domestic and international clients, Samantha provides comprehensive legal support throughout all phases of project development and operation. Her expertise includes project structuring and acquisition, land access negotiations, marketing and offtake agreements, tolling and services arrangements, royalty and split commodity structures, power supply contracts and port and rail infrastructure access. Samantha also advised on the world's first carbon neutral condensate cargo from Western Australia's Pluto LNG project.

In addition to transactional work, Samantha offers strategic counsel on corporate governance and regulatory compliance matters, including Foreign Investment Review Board (FIRB) approvals, adherence to the safeguard mechanism and other emissions legislation, state agreements and project approvals.

Known for her commercial acumen, responsiveness and pragmatic approach, Samantha builds long-term client relationships by delivering practical, future-focused legal solutions that effectively manage risk and support client objectives. Samantha is a member of the Australian Institute of Petroleum Negotiators and the Energy & Resources Law Association (formerly AMPLA). She has also served on the editorial board of the *Australian Resources and Energy Law Journal*.

Experience

Oil and Gas

- Advising Tokyo Gas and Kansai Electric in relation to:
    - The negotiations and documentation required for the construction of Pluto Train 2 and the processing of gas from the Scarborough LNG project through Pluto Train 1
    - Their gas sales arrangements and the transport of gas via the interconnector pipeline from Pluto LNG to the North West Shelf project's Karratha gas plant
    - The Pluto Joint Venture's sale of the world's first carbon neutral condensate cargo to Trafigura in March 2021
- Advising MidOcean Energy regarding their interest in the Pluto LNG project, including domestic gas sales arrangements and tolling agreements.
- Advising ITOCHU Corporation on the relevant sale and purchase agreement, deed of assignment, consent and release, transfer of title, dealings, consent documentation and forms, as well as the preparation of the relevant stamp duty submission in connection with the transfer of a subsidiary company's interest in an offshore production license, an offshore exploration permit and three pipeline licenses (for federal waters, state waters and state onshore).
- Advising Tokyo Gas in relation to the:
    - Tie-in and third-party access arrangements for the Caldita Barossa field to the Darwin LNG project, including construction and tie in arrangements, gas transportation agreement and processing services agreement
    - Acquisition by an Australian subsidiary of a participating interest in Woodside Energy Ltd's North West Shelf Pluto gas project, including comprehensive legal due diligence
- Acting for Invictus Energy Limited in relation to the negotiation of its production sharing contract in Zimbabwe, and the proposed development of significant onshore gas reserves and advising on a farm-in agreement.
- Advising the minority participants in the Ichthys Joint Venture in relation to the project.
- Advising Elixir Petroleum Limited in relation to its proposed hydrogen project in Mongolia.
- Advising Otto Energy Limited:
    - In connection with its acquisition of an equity interest in the Santa Rosa, Argentina licence
    - On its service contracts in the Philippines, including the preparation of joint operating agreements, and the drafting and reviewing of processing agreements
- Advising Santos Limited on its rights and obligations under the Barrow Island lease and corresponding state agreement regarding the Gorgon gas project, including geosequestration and carbon mitigation measures.
- Acting for Baraka Petroleum Limited in potential acquisitions of interests in West Africa and negotiating joint operating agreements and accounting procedures for farmout opportunities in Mali.
- Acting for Nido Petroleum Limited in its service contracts and other assets in the Philippines, including reviewing various technical services agreements, such as well services contracts, advising on the operation of the service contracts and preparing joint operating agreements for awarded service contracts.

- Acting for RATCH-Australia in the project financing for the Kemerton and Townsville gas-fired power stations, including a combination of a hybrid financing structure, existing and new security, a corporate restructure, minority shareholder buyout and a comparatively large lending syndicate and legal due diligence process. This complex transaction included features unique to the Australian market.

Hard Rock Mining

- Advising subsidiaries of ITOCHU Corporation and Mitsui & Co. Limited in relation to:
    - Their combined AU$1.5 billion acquisition of a respective 8% and 7% interest in BHP Billiton's Jimblebar iron ore mine, by way of an incorporated joint venture structure. The transaction included the negotiation of an initial subscription agreement, various governance documents for the management of the joint venture company going forward, including a shareholders' agreement, a constitution, various finance policies, a management agreement and an ore sales agreement.
    - Their acquisition of an interest in the HWE assets from BHP Billiton Limited, which was relatively complicated and involved an initial subscription agreement, a share sale, three asset sale agreements and a separate property sale agreement.
- Advising NMDC Limited, India's largest iron ore producer, regarding its Australian subsidiary's farmout of an interest in the Mt Bevan iron ore project in Western Australia to Hancock Magnetite (a subsidiary of Hancock Prospecting).
- Advising a confidential client in respect of their proposed Tanzanian coal acquisition and subsequent on-sale.
- Advising ITOCHU Minerals & Energy of Australia Pty Ltd:
    - On its acquisition of an 8% interest in the BHP-operated Ministers North iron ore deposit in Western Australia's Pilbara region.
    - In connection with its farm-in to ASX-listed Western Desert Resources Limited's Roper Bar iron ore project in the Northern Territory.
    - In legal matters pertaining to its iron ore interests in Western Australia, and conducting due diligence and the preparation and review of sale and purchase documentation for the acquisition of iron ore prospects in Australia and various international projects, including in Chile and Peru.
- Advising Tronox Management Pty Ltd regarding its contractual arrangements for exploration and mine drilling services at its Alto Parana titanium project in Paraguay.
- Advising AusQuest Limited, a listed exploration company, in the preparation and negotiation of documents for an exploration joint venture with Cliffs Natural Resources Exploration Inc, a US-based iron ore producer. The aim of the joint venture is to identify, explore and evaluate potential iron oxide, copper, gold and other mineral deposits in Southwest Peru.
- Advising Fortescue Metals Group Ltd (FMG) in relation to its contracts for the supply and delivery of power plant equipment and technical assistance during installation and commissioning.
- Advising ASX-listed Royal Resources Limited in its AU$30 million acquisition of the Razorback iron ore project in South Australia.

- Advising on matters for Alcoa World Alumina Australia, including:
    - Advising on the likely way that corporate groups will be treated under an emissions trading scheme and outlining possible ways to quarantine Alcoa Inc's carbon footprint from the footprint of Alcoa's operations in Australia.
    - Preparing a contract administration manual for a major gas transportation agreement relating to the Dampier to Bunbury Natural Gas Pipeline and advising on ongoing administration of the manual.
    - Preparing a manual for managing third-party access to, and use of, Alcoa's Mineral Lease 1SA (ML1SA) in Western Australia.
    - Advising on the status of roads that are authorised under ML1SA or various state agreements and issues relating to duty of care, occupiers' liability and mines safety legislation arising out of access and activities of firefighters on ML1SA.
- Acting for an Australia-based engineering consulting company in the preparation of a report detailing opportunities for investment and participation in mining projects in Africa, including advising on risk assessment and mitigation strategies.
- Advising in the due diligence and corresponding legal documentation for an iron ore project in Côte d'Ivoire.

Power Generation and Energy Transition

- Advising Allied Green Ammonia in respect of their US$6.4 billion green ammonia project in the Northern Territory, including project structuring, capital raising, offtake arrangements and component supply agreements.
- Acting for TransAlta Corporation in relation to:
    - The development of the 150MW South Hedland Power Station, including power purchase agreements with FMG and Horizon Power and all regulatory approvals in relation to building a power station in Western Australia, valued at approximately AU$570 million.
    - The negotiation and entry by an Australian subsidiary into an unincorporated joint venture with DBP Development Group (a wholly owned subsidiary of DUET Group). The joint venture subsequently entered into a development agreement and a gas transportation agreement with FMG to design, construct, own and operate an AU$178 million natural gas pipeline from the Dampier to Bunbury Natural Gas Pipeline to TransAlta's 125MW dual-fuel power station at FMG's Solomon Hub.
- Acting for Infinite Green Energy Limited in relation to:
    - The proposed development of green hydrogen projects in Western Australia, New Zealand and Italy
    - Its acquisition of the Northam solar farm
- Advising Yara Pilbara in respect of their proposed carbon capture and storage arrangements with third party reservoir owners, including the Woodside Energy-operated Angel CCS Joint Venture.
- Acting for Goldfields Power Pty Ltd (a joint venture company between TransAlta Energy Corporation and Newmont Mining Pty Ltd) in relation to the upgrade of Parkeston Power Station and the supply of electricity to Western Power, including reviewing and preparing a power purchase agreement and access agreement.

- Advising Mitsui E&P Australia Pty. Ltd. on carbon capture and storage projects, including project licencing and land tenure issues.
- Acting for a confidential bidder in respect of the acquisition of an interest in Australian environmental markets investor and project developer GreenCollar, including undertaking due diligence and advising on the Non-Binding Indicative Offer.
- Advising Province Resources Limited in relation to the proposed development of an 8GW green hydrogen project in Western Australia.
- Advising Inter Earth on its proposed PURO credit generating project in Western Australia.

Mergers and Acquisitions

- Advising ITOCHU Corporation in respect of their acquisition of a minority interest in UON, a WA-based energy and water management solutions company.
- Acting for add energy group on:
    - The acquisition by its subsidiary add energy Australasia Pty. Ltd of Oracle Services Pty Ltd in exchange for cash and shares in add energy's Norwegian parent company, an acquisition that was complicated by the regulatory restrictions regarding the issue of shares in Norwegian companies.
    - Its acquisition of Perth-based engineering consultancy Lucid Consultants.
- Advising an entertainment/events company on the acquisition of a sponsorship agency business in relation to the concert, festival and entertainment ticketing industry currently conducted by Mixitup Enterprises Pty Ltd as trustee for the Mixitup Trust.
- Acting for US-listed company RPM International Inc. in its acquisition of two related Australian companies, HiChem Paint Technologies Pty Ltd and Paint Centre Pty Ltd (leading manufacturers of automotive aftermarket coatings in Australia), and the purchase of HiChem Paint Technologies' registered office and principal place of business in Victoria.
- Advising listed company bioMD Limited in its successful off-market scrip-based takeover bid for Perth-based public unlisted company Allied Limited.
- Acting for Saudi Arabian company Mawarid Investments Limited in regard to the preparation and negotiation of documentation for the sale of up to a 51% interest in Mawarid's gold, copper and base metal exploration assets in Saudi Arabia. Consideration of approximately US$50 million for the acquisition was to be a combination of shares and performance shares and granting to Mawarid of a royalty on future production, but, ultimately, the transaction did not complete.
- Acting as lead lawyer for the acquisition by UK-based firm ASCO Holdings Limited of all of the shares in Northern Territory company Shore Base Pty Ltd, including conducting comprehensive due diligence and preparing and negotiating ongoing service and fuel supply arrangements and other sale documentation.
- Assisted Onsite Rental Group in its AU$70 million acquisition of Statewide Equipment Hire, a company specialising in supplying equipment to the mining, construction and industrial sectors.
- Advising in advising Lachlan Star Ltd in relation to its acquisition of DMC Newco Pty Ltd, the owner of the CMD gold mine project in Chile.
- Advising a Russian client in relation to its proposed acquisition of a group of Australian mining and exploration companies.

- Advising FMG in relation to its acquisition of 100% of the Cloudbreak Power Station and the Christmas Creek Power Station.
- Advising Monadelphous Group Limited in its acquisition of all shares of KT Pty Ltd, including performing due diligence and preparing sale documentation.
- Assisted Kagara Limited in its acquisition of the Einasleigh Copper Project through a combination share and asset acquisition.
- Advising Crocodile Gold of Canada in all Australian legal aspects of its AU$51 million acquisition of the Northern Territory and Western Australian gold exploration and production assets of GBS Gold Australia.
- Advising Canadian Helicopter Group in its NZ$154 million acquisition of helicopter operator Helicopter New Zealand, New Zealand's largest helicopter operator, from in-receivership South Canterbury Finance.

Corporate Advice and Transactions

- Advising Perth Airport regarding:
    - Its proposed property and commercial developments and compliance with its airport lease and the Airports Act 1996 (Cth).
    - A restructure of its holding entities, including advice in relation to governance requirements and drafting of documents to implement the agreed restructure.
- Advising Kobayashi Pharmaceutical on Australian governance and compliance.
- Advising LimeTree Capital in regard to their Preston Beach project development in WA.
- Advising Monster Energy Group in respect of its Australian governance and compliance.
- Advising Tensar (a division of CMC) in respect of its Australian corporate structuring.
- Advising on a number of internal corporate restructures and expansions into Australia, including for Cheil Worldwide (the marketing arm of Samsung), Lithium 1, Beijing Australia, Dig Media, InEight and Ashland Inc.
- Advising the Australian part of a global corporate reorganisation of Ashland Inc., a US Fortune 500 company with operations in over 100 countries.
- Acting for Clough Limited in its application to the Australian Securities and Investments Commission (ASIC) for reinstatement of the company registration of its subsidiary company.
- Conducting due diligence in relation to the AIM listing of an international resource company.
- Advising Nippon Uranium Resources Pty Ltd regarding corporate structure and issue of shares in foreign currencies.
- Advising in regard to incorporation of new Australian companies limited by guarantee and companies limited by shares for both private clients and not-for-profit organisations under the Corporations Act 2001 (Cth), including Leedal Pty Ltd and the Liver Foundation Inc.
- Acting for International Skills and Training Institute in Health Inc and Bicycles for Humanity Inc in regard to their incorporation as associations under the Associations Incorporation Act, applying for charitable collections licences and general compliance issues.
- Advising the International Tennis Federation in regard to directors' duties and general compliance issues in regard to its Australian subsidiary responsible for the Hopman Cup.

- Acting for Tokyo Gas Australia Pty Ltd in regard to board composition, duties and powers, board reporting and processes and general good governance, including preparation of notices of meeting, minutes of meeting and directors and shareholders' resolutions.
- Acting for a number of listed and unlisted companies, including Cooper Energy Limited, Ausgold Limited, Marine Services of Western Australia Pty Ltd and Cedar Woods Properties Limited in regard to the development of internal governance policies, including conflict of interest protocols, codes of conduct for directors and senior management, diversity policies and corporate governance manuals.

Credentials

Education

- Murdoch University, B.A., 2005
- Murdoch University, LL.B., 2005

Admissions

- Supreme Court of Western Australia, 2007

Memberships & Affiliations

- Member, WA Committee for the Energy & Resources Law Association (formerly AMPLA)
- Member, Australian Institute of Petroleum Negotiators

Expertise

Services

- Corporate

Industries

- Energy & Natural Resources
- Mining

Publications and Speaking Engagements

- Moderator, "Mining and Energy Transition", Western Australia Chinese Chamber of Commerce Business Forum, December 2024.
- Presenter, "Behind the Meter Solutions," Clean Energy Council's WA Clean Energy Conference, September 2018.
- Co-author, Australian Chapter, *The Energy Regulation and Markets Review*, Fifth Edition, a UK publication distributed via e-book.
- Lecturer, "Introduction to Australian Gas Industry, Regulatory Framework and Gas Contracts," China Gas Course for Curtin University, Perth, 2009 and 2010.
- Co-author, Australian chapter, *Getting the Deal Through – Gas Regulation 2007*, a UK publication distributed at more than 50 legal and industry conferences per year, including those organised by the International Bar Association, Inter-Pacific Bar Association and the Rocky Mountain Mineral Law Foundation.
- Co-author, "Protecting Your Foreign Investment – conducting due diligence in Africa," presentation, AMPLA 31st Annual Conference, October 2007.
- Co-author, "An Updated Snapshot of Emissions Trading in Australia," *International Energy Law and Tax Review*, Issue 8, August 2007.
- Co-author, "Current Snapshot of Australian Emissions Trading Proposals," AMPLA, Volume 26, 2 July 2007.
- Co-author, "Snapshot of Emissions Trading in Australia," *International Energy Law and Tax Review*, Issue 5, May 2007.
- Co-author, "Geosequestration in Australia: recent developments," *Oil, Gas and Energy Law Intelligence*, April 2007.
- Co-author, "Carbon Capture and Storage: Key Legal Issues," *Energy News,* Vol. 24 No. 4, December 2006.
- Co-author, "The Regulation of LNG in Australia," *Oil, Gas and Energy Law Intelligence*, Vol. 4, Issue 1, May 2006.

About our firm

One of the world's strongest integrated law firms, providing insight at the point where law, business and government meet. We deliver commercially focused business solutions by combining our legal, lobbying and political capabilities and invaluable connections on the ground to a diverse mix of clients, from long-established leading corporations to emerging businesses, startup visionaries and sovereign nations. More than 1,500 lawyers in over 40 offices across four continents provide unrivaled access to expertise.