



## Role Specification

### In-house Legal Counsel – Project Development and Financing

Founded in 2008, Neoen is France's leading and one of the world's most dynamic independent producers (IPP) of renewable energy. With a current capacity of more than 2 GW already in operation or under construction, and a further 1 GW of projects formally awarded and secured, Neoen has doubled its size in over just 18 months.

Neoen has assets in France, Australia, Mexico, El Salvador, Argentina, Zambia, Jamaica, Portugal, and Finland and is active in more than 15 countries. It operates Europe's most powerful solar PV farm (300 MW in Cestas, France) and the world's largest lithium-ion power reserve in Hornsdale, Australia (100 MW/129 MWh storage capacity). At the end of 2017, Neoen won one of the largest (375 MW) and the most competitive solar project in Mexico. Neoen is targeting 5 GW capacity in operation and under construction by 2021.

Neoen (ISIN Code: FR0011675362, ticker: NEOEN) is listed since October 2018 on the Compartiment A of the regulated market of Euronext Paris.

For more information: [www.neoen.com](http://www.neoen.com)

#### **The Role**

In the context of continuing growth, Neoen is looking for a **Legal Counsel** to be based in Paris (France), in order to strengthen the legal and contract management support to the development and implementation of its projects.

This position is thus particularly well-suited for a candidate with proven legal and contract management international experience in the development, (non-recourse) financing, construction and operation of large infrastructure projects, preferably in the power generation sector and ideally in renewable energies.

The **Legal Counsel** will report to one of the Legal Directors (based in Paris).

He or she will support Neoen's team during the life cycle of projects implementation: development, financing, construction and operation and maintenance.

The legal support is required in the following areas (with assistance from external legal counsel when needed):

#### **1. Business Development**

- Participation in public or private auction process for benefit of support schemes (e.g. long-term mandatory off-take or green certificates regime);
- Acquisition of interests in portfolio of development assets in new markets (assets or shares transfer), including partial acquisitions and arrangements for co-development of projects (MoUs, JVs).

#### **2. Project Development Phase**

- Participation in the negotiation of main project agreements including real estate contract (acquisition, long-term lease), power purchase agreement, grid connection agreement, EPC and O&M contracts, development and management agreements (the "Project Documents");
- Project corporate structuring (SPV and holding, shareholders' agreement);

- Applications for environmental and building permits, and licences required under local electricity/utility regulations.

### 3. Project Financing Phase

- Addressing issues raised by lenders' counsel from due diligence of project documentation;
- Participation in the negotiation of the finance documents (term sheets, facility agreements, intercreditor agreements, security documents and all ancillary documentation) and involvement in preparation of closings (completion of conditions precedent) in close coordination with the external legal counsels and internal project team.

### 4. Construction and Operating Phase

- General contract management (amendments, waivers, variation orders, claims management, extension of time, liquidated damages);
- Management of specific events e.g. accidents, force majeure or weather-related events, permitting and licencing change management.

### 5. Corporate

- Incorporation of operational/development companies, holding companies, and special purpose vehicles in relevant jurisdictions;
- Ensuring compliance with applicable company law, and Neoen corporate governance rules; responding to queries from various teams.

### Role Location

The position will be based in Paris (France). Travel to other Neoen locations and or places where the documentation is negotiated may be required from time to time.

### Candidate Profile

- University qualification in business law;
- Legal experience (at least 2-5 years, preferably a combination of experience in law firm and in-house) regarding the legal and contract management aspects of the development, (non-recourse) financing, construction and operation of large infrastructure projects (> 50 M€) preferably in the sectors of power generation and/or renewables;
- Strong ability to interact as a business-partner within Neoen (development managers, construction managers, asset managers, finance managers and controllers) and with Neoen's counterparts (offtakers, lenders, EPC and other contractors, regulatory authorities) and advisors (law firms, technical consultants, brokers, insurers);
- Experience of working in an international environment;
- Contract negotiation and providing legal support to project/commercial/financial teams;
- Ability to draft legal documentation and communicate fluently in French and English is a prerequisite; draft and communicate fluently in Spanish will be a major advantage;
- Communication skills;
- Autonomy.

Contact for clarifications and application:

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