

Superstrada Pedemontana Veneta Project Bond

J.P.Morgan

W&C represented the Joint Lead Managers and LMT Counterparty

Project Description

- Greenfield Toll Road Project running 94.6km between Vicenza and Treviso (total 162km including access roads)
- Intended to improve connections across northern Italy and reduce congestion
- Construction scheduled for completion in 2020

Key Facts

Issuer	Superstrada Pedemontana Veneta S.p.A.
Sponsors	Sacyr, FININC
Underwriters	JP Morgan, Banca IMI, Santander, Kommunalkredit
Deal Type	Project Bond
US-Marketed	Yes, 144A (senior notes only)
Deal Value	€1.221 billion Senior Notes €350 million Junior Notes
Exchange	Irish Stock Exchange
Clearing Systems	Euroclear and Clearstream (Senior Notes) Monte Titoli (Junior Notes)
Country	Italy
Governing Law	English law
Sector	Infrastructure
Pricing Date	November 2017
White & Case's role	Counsel to JLMs and LMT Counterparty

Transaction Features

- **Senior Notes:** Delayed draw financing structure to mitigate investor funding risk/ negative carry. Issue proceeds invested in a liquidity management transaction (LMT) (or 'failed repo'). Issue proceeds then made available to the SPV in instalments (which can be increased/decreased, subject to certain limits) by the LMT Counterparty who repays the cash to an escrow account. From there, it can be released for project costs, subject to the satisfaction of certain conditions.
- **Junior Notes:** Proceeds immediately made available to SPV to fund construction costs, financing costs and other permitted expenses. Noteholders can elect to stay in the instrument or put after the construction phase, effectively giving them the choice between a short term and medium term instrument. Capitalisation of interest in certain circumstances.

Awards

“European Transport Deal of the Year 2017” (PFI)

“European PPP Deal of the Year 2017” (Infrastructure Investor)

“European Road Deal of the Year 2017” (Infrastructure Journal)

