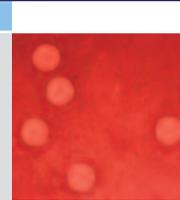
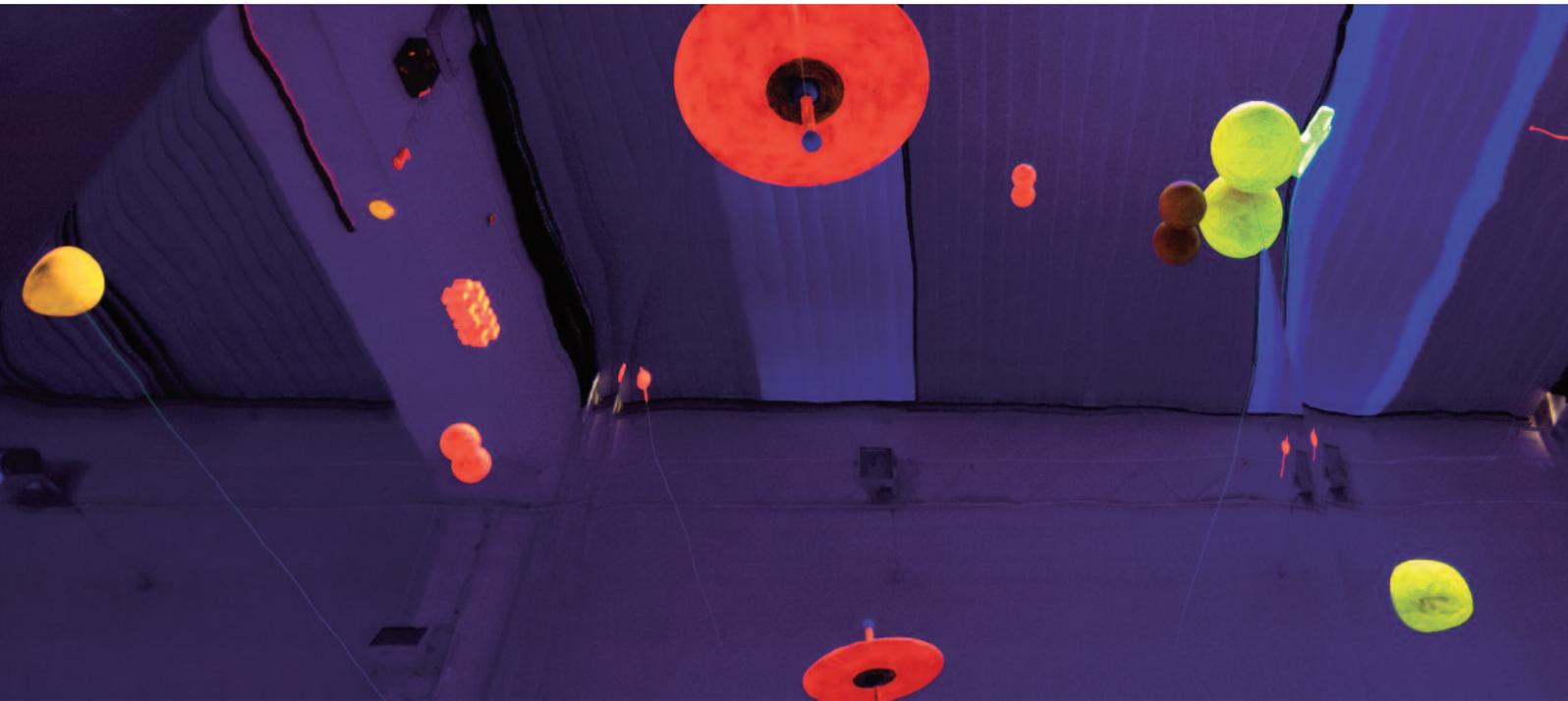




BusinessLawFirm

kochański zięba
& partners 

Innovative Business Law Solutions



Your **Full Scope** Energy and Environmental Protection Practice

Our Firm

Kochański Zięba & Partners was established in 1998 by Piotr Kochański, advocate and member of the Warsaw Bar Council and the District of Columbia (Washington, D.C.) Bar.

Our Firm currently consists of more than 80 lawyers, tax counselors and patent attorneys supported by 40 of administration staff. We are a full-scope, business-orientated law firm dedicated to providing Clients with innovative and efficient legal solutions of the highest professional standards.

The distinct advantage of our Firm is that we do not just provide Clients with a “standard” law service, but we handle each case in a multidisciplinary manner, combining experience and knowledge in related fields of law. This comprehensive “one-stop-shop” approach is highly appreciated by our Clients, as it is extremely efficient and leads to the best quality and results.

Our lawyers are experts in various fields of law, including banking and finance, real estate, civil, company and corporate, M&A, tax, industrial, telecommunications, competition and distribution, and European law. Our philosophy is to work closely with Clients in order to understand their businesses and tailor our services to their needs.

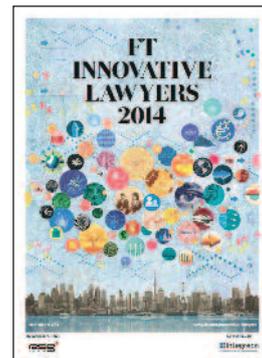
International Practice

Our Firm is a Polish law firm with global capabilities through its professional relationships with groups of international law firms operating under various brands.

Since 2004, we have been a Polish member of the International Lawyers Network (www.iln.com). The ILN is a group consisting of over 6,000 lawyers in 90 member firms representing 66 countries. Through our membership of the ILN we have been engaged in various top level transactions, including international M&A projects, project finance or high-profile transactions on the real estate market.

We are also members of Mackrell International (www.mackrell.net), a network of medium-sized law firms in major jurisdictions, dedicated to Client satisfaction. Founded 20 years ago, it currently numbers over 60 firms with more than 100 offices in five continents.

International affiliation gives us the possibility to run and manage our cross-border projects globally.



The only Polish law firm to be awarded in the prestigious Financial Times Innovative Lawyers 2014 ranking



A laureate of the Business Centre Club and the Polish Ministry of Foreign Affairs: Ambassador of Polish Economy 2013 and 2014



A laureate of the Business Centre Club, the Polish Ministry of Foreign Affairs and the European Economic and Social Committee European Medal 2013 and 2014



Our Energy and Environmental Protection Practice

IFLR 1000 2014:

"Magdalena Mitas is head of the firm's energy law practice. She advises on all matters related to conventional and renewable energy investments such as wind farms, biogas, hydro power plants, fossil-fuel power stations and coal and coke plant investments."

"Kochanski Zieba Rapala & Partners is a member of independent law firm networks such as Mackrell International and International Lawyers Network. It is also on the energy and infrastructure panels of companies such as SEKAB Biofuels & Chemicals, SIAC Construction, CJR Wind and Blue Energy. 'It adjusted to us,' one client says. 'It's not like we adjusted to a big law firm, and that is a nice feeling.' The firm acted for Siac Construction, a UK infrastructure and construction company, in an investment arbitration dispute against the Poland under the Polish-UK Bilateral Investment Treaty. The dispute is concerned with the Polish Motorways Construction Programme. It also advised the IKEA group and its Polish subsidiaries – Swedspan and Swedwood – on energy and environmental protection issues related to greenfield investments. This included the construction of a production plant in Orla, near Bialystok in Poland – the largest project conducted by IKEA group in the country."

Legal 500 EMEA 2015:

"Magdalena Mitas heads KZRP's rather good team which advises clients including IKEA, Blue GasN'R'G' and CJR Wind on energy matters."

Who we are

We provide legal services to enterprises from the energy and production industry operating in both the conventional energy as well as the renewable energy sector. We assist in carrying out privatizations, restructurings, and procedures implementing clean technologies. Our services cover every stage of the investment process related to the extraction of coal, natural and shale gas, wind farm and biogas plant projects, the installation of solar and photovoltaic panels, as well as hydro power plant projects and infrastructure projects.

Our services rendered to energy sector entrepreneurs include the provision of effective, comprehensive legal advice covering topics from all fields of law, established on the basis of energy sector investments – from energy law through: to environmental protection law, water law, waste management law, construction law, public finance law, civil law, public procurement law, public-private partnership law, administrative law and antitrust and competition law.

Our track record

Our lawyers have advised on several privatizations, M&A and private equity projects and have provided legal assistance with regard to investments on the Polish market, as well as "day-to-day" assistance on corporate and commercial issues.

In particular, we have advised clients in relation to:

- Energy law
- Conventional energy
- Wind farm investments
- Biogas plant investments
- Solar and photovoltaic panel installations
- Exploration, extraction and transmission of shale and natural gas
- Environmental protection
- Environmental audits



Conventional Energy Sector

Conventional Energy in Poland remains one of the leading sectors of the economy, which is characterized by a constant modernization and restructuring process, often combined with implementation of new solutions including cogeneration and renewable energy technologies.

We provide services to both private as well as public sector entities operating in the heating, gas, energy and fuel sectors in a manner conforming to the requirements of the competitive market and the business goals of our clients, providing them with tailored legal solutions.

Our services:

- **Due diligence of energy companies**
- **Compliance program development**
- **All issues related to marketing, transmission and distribution of fuels and energy**
- **Environmental issues including Natura 2000, environmental damage, waste management and its use, trading systems for CO² emissions**
- **Implementation of clean technologies systems**
- **Legal assistance in public procurement and public-private partnership procedures**
- **Conducting restructuring**
- **Infrastructure energy projects**

Wind Farm Investments

Due to its favorable wind conditions, Poland is an attractive country for investors in the wind energy sector, both in the field of onshore as well as offshore wind farm projects. However, carrying out wind farm investment is still a complex process which requires proficiency in many areas of law.

Owing to our knowledge and experience, we have successfully conducted wind energy projects of both green field type, which are in an advanced state of implementation, as well as those related to transactions for their sale/purchase.

Our services:

- **Securing land rights**
- **Preparing and providing opinions on commissioned task agreements inter alia for monitoring (including ornithological, chiropterological monitoring), creating maps, projects of study changes, assessment of the impact of an investment on the environment**
- **Representation in administrative proceedings, including before the President of the Energy Regulatory Office and before the courts of other instances**
- **Conducting proceedings and negotiations with Grid Operators (OSP) and Distribution Network Operators (OSD)**
- **Legal services related to project financing including preparation of investment agreements, loan agreements, conducting proceedings related to the establishment of security**
- **Tax optimization of investment projects**
- **Obtaining grants under the regional, sectoral and the National Fund for Environmental Protection and Water Management programs**

Biogas Plant Investments

As with the wind energy sector, the biogas market in Poland is now in a growth phase and experts compare the level of demand for this type of investment to the level of the European economies leading in this sector. This is because they combine effective waste management with the function of generating electricity and heat.

Our services:

- Carrying out investment as a public purpose investment
- Depending on the specifics of the project – preparation of documentation and carrying out tender procedures
- Carrying out concession proceedings
- Environmental issues including inter alia obtaining decisions on the approval of waste management recovery and transport
- Real estate issues
- Biogas plant project financing including obtaining grants under the regional, sectorial and the National Fund for Environmental Protection and Water Management programs

Solar and Photovoltaic Panel Installations

Solar energy is one of the world's fastest growing industries. Experts estimate that over the next nine years, the solar energy market in Poland will increase by 40%.

The example of Germany shows that the insolation conditions in our latitude are sufficient for the efficient use of solar energy. This example proves that the solar energy sector has great potential for development in the countries in our region as further evidenced by the growing interest shown by domestic and foreign investors.

Our services:

- Conducting solar/photovoltaic panels investment, involving both ground-based as well as building installations
- Obtaining the required permits, decisions and agreements as well as conducting appropriate proceedings inter alia in the field of procedures of administrative, energy and construction law
- Obtaining grants under the regional, sectorial and the National Fund for Environmental Protection and Water Management programs
- Preparation of investment agreements securing the right to use land/buildings, agreements with local government units

Exploration, Extraction and Transmission of Shale and Natural Gas

The factors determining the development of this economy sector include undoubtedly the necessity to expand both the national and inter-border gas transmission system, to search for alternative sources of supply, including the exploitation of new domestic and foreign hydrocarbon resources, and to implement technologies that may become a substitute for fossil fuels.

Our services:

- Advice in the course of concession and mining usufruct proceedings
- Comprehensive advice on all real estate issues
- Advice on the legal conditions related to the investment location
- Advice on restrictions of ownership title and perpetual usufruct of land under the Geological Law
- Advice on expropriation proceedings
- Negotiation and drawing up construction work contracts, maintenance contracts, condensate collection contracts and cogeneration technology provision contracts
- Negotiation and drawing up contracts regarding connection to a heat distribution network, electricity and gas network
- Negotiation of and drawing up farm-out contracts
- Advice on environmental law
- Representation in administrative proceedings, including before the President of the Energy Regulatory Office and before courts of other instances

Environmental Protection

We advise entrepreneurs from the public and private sector on matters concerning Polish and EU environmental law and the Protection of Nature law by providing legal assistance in all aspects of a project's environmental impact.

The experience of our lawyers cover all aspects relevant to environmental regulations, including waste management, greenhouse gases or dust emission, water supply and sewage disposal, soil quality, noise protection.

Our services:

- Determining the limits of investment activity under environmental protection regulations (spatial planning, protected areas, including Natura 2000 areas)
- Advice on the legal procedures related to environmental protection
- Legal advice relating to geological works and extraction of minerals from deposits and the problems of trading greenhouse gas emission allowances
- Drawing up legal opinions and advice with respect to the wide scope of environmental law
- Representation before administrative authorities including inter alia in proceedings concerning environmental damage

Selected energy and environmental protection projects which our lawyers have advised on

- **Alterrya Polska:** legal assistance relating to energy, environmental, real estate and corporate law in the scope of wind farms and solar investments.
- **Blue GasN'R'G':** legal assistance in terms of a natural gas extraction project relating to energy, mining and environmental protection law, as well as to real estate and civil proceedings. Legal assistance in terms of the grid connection of the cogeneration plant, as well as related to green and yellow certificates.
- **Boskalis International:** legal assistance on certain public procurement aspects of their involvement in the construction of the protective breakwater in Gazoport Świnoujście.
- **Cibet REenergy:** legal assistance with respect to the grid connection.
- **CJR WIND:** legal assistance relating to energy, environmental, real estate and corporate law in the scope of wind farm investments.
- **CF Partners:** legal assistance in terms of drafting and negotiating agreements with Tauron, PGE and Energa, in respect of the sale and purchase of Assigned Amount Units, Certified Emissions Reductions, Emissions Reduction Units and EU Allowances, so-called Carbon Credits.
- **Clean Energy Venture:** legal assistance in terms of developing wind farm projects.
- **EBRD and EIB:** legal assistance in terms of financing granted to Stalowa Wola Heat and Power Plant (Elektrociepłownia Stalowa Wola).
- **General Electric:** legal assistance in terms of delivery and construction of energy-saving street lamps in Bielsko-Biała and in a number of other smaller cities in Silesia.
- **General Electric:** legal assistance on certain public procurement aspects of their business relations with AGH in Cracow.
- **IKEA:** legal assistance in terms of grid connections of the biomass plant, energy purchase agreements as well as green certificate issues. Representation in procedures before the Energy Regulatory Office. Legal assistance in terms of environmental and nature preservation issues. Representation in administrative and criminal proceedings.
- **Konstancin-Jeziorna commune:** legal assistance on a project concerning the repeated modeling and reconstruction of an aqueduct system in Konstancin-Jeziorna.
- **Nordex:** legal assistance in terms of development and construction of the wind farms, covering conducting due diligence, securing land rights, easements, resolving spatial development plans and environmental issues.

Selected energy and environmental protection projects which our lawyers have advised on

- **Pekao Bank:** legal assistance in terms of financing granted for Energo Utech and Megawatt Baltica (Tychowo Wind Farm Investor).
- **PGE / Energa:** legal assistance on the due diligence of 20,000 real estate properties owned by the companies from Energa Group, accompanying the merger transaction of PGE and Energa.
- **PGE Renewable Energy:** legal assistance in terms of investments in wind farms and hydropower plants, including representation in public procurement projects.
- **Pile Elbud Kraków:** legal assistance in terms of the construction process of Góra Kamieńsk wind farm.
- **Polski Bazalt:** legal assistance in terms of the privatization of the Energy Water Power Plant in Niedzica.
- **Polish National Nature Preservation Parks:** legal assistance in terms of environmental protection, tax and labor law issues.
- **Portuguese consortium (Mota-Engil Central Europe, Mota Engil Eneharía Econstrução, Emsa, Esli, Immo-Park):** legal assistance in terms of the project concerning tenders for building underground car parks in Cracow, Poznań, Wrocław, including environmental issues.
- **Reckitt Benckiser:** legal assistance in terms of environmental law issues.
- **Relax Wind Farm:** legal assistance on the due diligence relating to the construction of wind farms.
- **Taiga Mistral:** legal assistance in terms of investment in renewable sources of energy in Poland, including the construction and establishment of several wind farms.
- **ThyssenKrupp:** legal assistance in terms of energy, environmental and real estate law in respect to the privatization of Victoria Coal Plant in Wałbrzych.
- **Windmatik Kamil Kasner:** legal assistance in terms of the administrative proceedings related to the invalidation of the building permit for the wind farm investment.
- **Veolia:** legal assistance in terms of the project concerning the repeated modeling and reconstruction of an aqueduct system in Płock.

Our Team



Magdalena Mitas

Advocate

Partner

Head of the Energy, Environmental Protection
and Infrastructure Projects Law Practice

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Bars and Courts

Admitted as an advocate (*adwokat*) in Poland.

Education

The Jagiellonian University of Kraków, Middlesex University London (Business Law Module, 2006).
Lecturer at Cardinal Stefan Wyszyński University in Warsaw.

Languages

Polish, English, French.

Practice experience

Magdalena specializes in energy, construction and environmental protection law. She advises in all issues related to establishing and conducting infrastructure conventional and renewable energy investments including, inter alia, wind farms and biogas, hydro power plants, fossil-fuel power stations, coal and coke plant, land, sea and line investments in transmission of electricity, gas and heat. She deals with construction and modernization projects, as well as acquisitions of businesses. She conducts comprehensive due diligence audits for infrastructure investments.

She has wide experience in relevant proceedings before Regional Energy/Grid Operators and the President of the Energy Regulatory Office concerning, inter alia, business licenses for power enterprises, as well as grid connection and energy sale issues.

Magdalena Mitas is active in the Clean Technology Policy Group of the British-Polish Chamber of Commerce (BPCC). She is also an energy and environment expert at the Business Centre Club (BCC).

She has received an individual recommendation in energy and infrastructure law from the global publisher IFLR1000 in its law firms ranking, Energy & Infrastructure Review CEE.

She is a laureate of the Dziennik Gazeta Prawna and LexisNexis contest "Rising Stars 2014".

She is also a lecturer at the Faculty of Law and Administration of the Department of Public Economic Law at Cardinal Stefan Wyszyński University.

Our Team



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Bars and Courts

Admitted as an advocate (*adwokat*) in Poland.

Education

The Jagiellonian University of Kraków.

Languages

Polish, English, German.

Practice experience

Paweł is the head of the Kraków office. He has a wide experience in the energy, renewable energy and infrastructure sectors, as well as in public procurement law.

In his current practice, he has represented numerous clients especially from the energy, construction, telecommunications and railway sectors before the National Chamber of Appeal and common courts in cases concerning complaints against decisions of the National Chamber of Appeal.

He has lectured at Moguncja and Heidelberg Universities in Germany on matters concerning the establishment and operation of European companies.

Our Team



Michał Będkowski-Koziol PhD

Partner

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Education

University of Silesia in Katowice, European Integration Law, Technische Universität Dresden in Germany (Post Graduate Degree, LL.M., 2000), Technische Universität Dresden (PhD, 2004).

Languages

Polish, English, German.

Practice experience

Michał is the head of the Competition and Antitrust Department. He specializes in Polish and European competition law, including state aid law, and the regulation of infrastructure sectors, in particular the energy sector.

He has also advised clients in regulation related issues in the energy sector. His main areas of research and legal practice are: grid access issues, Third Party Access to electricity and gas infrastructure, pricing policy and regulation, renewable energy and co-generation projects, including regulation of the investment process and state support system, as well as energy law related procedures before the Energy Regulatory Authority and courts.

Since 1999, he has been an academic at the Law and Administration Faculty at the Cardinal Stefan Wyszyński University in Warsaw (since 2006 as an assistant professor in the Public Commercial Law Department), furthermore from 2007 a lecturer at the School of Management in Warsaw (Management Faculty in Ciechanów). In previous years he also lectured on constitutional, administrative and commercial law at the Law Faculty of Technische Universität Dresden in Germany.

Our Team



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Bars and Courts

Admitted as an advocate (*adwokat*) in Poland.

Education

The University of Warsaw, American Law Studies, The University of Warsaw (2007). Currently preparing his PhD thesis at the Institute of Law Studies of the Polish Academy of Sciences.

Languages

Polish, English.

Practice experience

Kamil specializes in energy law, infrastructure law and real estate law.

In particular, he specializes in zoning and development plan issues, administrative decisions issued within the investment process, restitution claims of former owners, lease agreements and road investments.

He has participated in several due diligence projects concerning wind farms, building companies and major Polish energy companies. He also participated in the negotiation of lease agreements for an international telecoms company and in the preparation of an analysis of the legal status of properties in the possession of state owned companies.

Our Team



Rafał Bobkiewicz

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Bars and Courts

Admitted as a legal counselor (*radca prawny*) in Poland.

Membership

Club Español del Arbitraje (Spanish Club of Arbitration in Madrid). Deutsche Institution für Schiedsgerichtsbarkeit (German Institution of Arbitration). Business-Club Deutschland Polen.

Education

The University of Poznań (Master of Law, 2005), The European University Viadrina Frankfurt in Germany (LLM German and Polish Law, 2005), The University of Oviedo in Spain (Erasmus 2004). The Warsaw Academy for Law Practitioners at Łazarski University in Warsaw (post-graduate studies: “Investment and Construction Process for Lawyers”, expected graduation in the year 2015).

Languages

Polish, English, German, Spanish.

Practice experience

Rafał advises on public procurement matters, construction law and infrastructure projects, including those based on FIDIC standards. He assists investors in guarding their interests under international investment law vis-a-vis public organs or publicly controlled entities, including public procurers. This comprises the planning of corporate structures for investment vehicles in order to assure or optimize the legal protection of investments.

Rafał completed his law studies in Germany, and thereafter practiced as a lawyer and German-Polish translator at a law firm seated in Berlin. He also completed a German-Spanish translation course at the Oviedo University in Spain. In addition to English, he also provides legal advice in German and Spanish.

Our Team



Konrad Fischer

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Bars and Courts

Admitted as a legal counselor (*radca prawny*) in Poland.

Education

The University of Warsaw, Faculty of Law and Administration (Master of Law, 2010); Warsaw School of Economics (Master in International Relations, 2008).

Languages

Polish, English.

Practice experience

Konrad specializes in energy, environmental, infrastructure and construction law.

He is experienced in providing legal advice on the investment processes of large projects involving, among others, decisions concerning a project's impact on the environment, zoning, building permits, and utility service agreements. He represents clients in court and administrative proceedings. He advises on real estate, construction, administrative and civil law. He has participated in numerous due diligence audits.

Before joining KZP, he worked in the Department of Infrastructure, Energy and Environmental Protection Law in the Warsaw office of Gide Loyrette Nouel, and participated in the works of the European Parliament with regards the energy and climate package.

Our Team



Paulina Modecka

Associate

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Education

The University of Warsaw (Master of Law, 2014).

Languages

Polish, English, French.

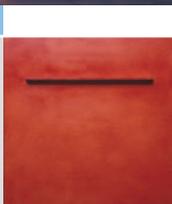
Practice experience

Associate, member of the Energy and Environmental Protection Law Department.

Paulina advises energy companies (e.g. those that locate and extract fuel, as well as coal-fired power plants and plants based on renewable resources, thermal power plants and biofuel producers), production plants, including heavy industry (e.g. chemical, pharmaceutical, foundries, cement plants), transport companies, aviation plants, companies dealing with waste management (including those dealing with waste storage or energy recovery).

She provides advice, among others, during environmental audits of enterprises, during investment processes, in procedures regarding environmental impact assessments, with respect to integrated permits, network connections, in matters related to the system of trading in emission allowances, and also in matters related to projects that reduce greenhouse gas emissions and energy-efficiency projects. Paulina deals with legal issues regarding the extraction of gas and oil, waste storage and processing (including co-incineration of waste with biomass and energy recovery) and also concerning chemical substances (e.g. registration, storage and their launch onto the open market).

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