

LOUISE McBRIDE

PROFESSIONAL QUALIFICATIONS

Bachelor of Arts/Law, University of Sydney (1980)

Master of Laws (Hons), University of Sydney (1991)

ADMISSIONS

Solicitor - July 1981

Barrister - October 2006

EDUCATION

- Harvard School of Management – February 2000
- Institute of Chartered Accountants, affiliate -1999
- Solicitor, Admitted to practice Supreme Court Victoria-1996
- Solicitor, Admitted to practice High Court Australia -1996
- Solicitor, Admitted to practice in Supreme Court of NSW -1981
- University of Sydney Masters of Laws (Honours) 1991
- University of Sydney LLB -1980
- University of Sydney BA 1979

FEDERAL GOVERNMENT BOARD APPOINTMENTS AND ADVISORY COMMITTEES

Boards

- The Corporations and Markets Advisory Committee 2000-2006
- The Takeovers Panel 2000-2006
- National Portrait Gallery 2001-2006
- Trustee of The Public Sector Superannuation Scheme ("PSS")(1999-2002)
- Trustee of The Commonwealth Superannuation Scheme ("CSS") (1999-2002)
- PSS/CSS Audit Committee (1999-2002)
- The Export Finance Insurance Corporation (1996-2000)

Committees

- Board of Taxation – Technical Advisory Panel Member (2002- 2006)
- Chair of the Australian Council for Infrastructure Development Ltd (“AusCID”) Taxation Committee (2003- 2005).
- Head of Advisory Liaison with Treasury for Division 250 of the Income Taxation Assessment Act 1997(2002-2006).
- The Securities Institute Taskforce for the Programme on Taxation (1996-2000)
- The Securities Industry Taxation Standardisation Taskforce (1996-2000)
- The National Taxation Committee of the Property Council of Australia (1996-2000)
- Sydney Symphony Orchestra – council member (1999-2006)

PROFESSIONAL EXPERIENCE

With over 25 years experience in commercial law specialising in taxation, Louise has diverse financial and legal skills having been a partner in a major law firm, a partner in a major accounting firm, a director of a boutique merchant bank and a trustee of the Commonwealth of Australia’s Superannuation Schemes.

Louise's specific experience lies in tax-based financing, infrastructure projects, Public Private Partnerships, complex tax audit matters and settlements, structuring derivatives, foreign exchange, leveraged leases and corporate reorganisations, mergers and acquisitions, capital raisings and hybrid instruments, international taxation and cross-border advice on financing arrangements.

Louise led the team of Advisors to the Southern Cross Consortium (consisting of Macquarie Bank, Commonwealth Bank of Australia and Hochtief Airport GmbH) for the successful bid for the Sydney Airport Corporation. This transaction was the largest Government trade sale in Australian History and the world’s largest airport privatisation. In the carriage of the matter Louise advised on the first arrangements under the newly enacted Debt /Equity and Thin Capitalisation rules as well as structured the listed securities (“FLIERS”) that were part of the financing structure.

PRIOR PROFESSIONAL HISTORY

Grant Samuel – Director – (2005-2006)

Louise was appointed as a director of Grant Samuel in 2005 to advise on the taxation implications of a range of issues concerning Grant Samuel's many clients, particularly consortia involved in the acquisition of assets and capital raising. Louise was also a member of the Management Committee of Grant Samuel.

Deloitte Touche Tohmatsu – Partner (1998 – 2004)

Louise joined Deloitte Touche Tohmatsu in August 1998 as partner in the International Tax Group. The initial emphasis of her practice was to solve the international tax issues resulting from the reorganisation and expansion of Vodafone PLC in the region. Louise also specialised in cross border transactions including mergers, acquisitions, disposals, corporate restructurings and liquidations. In 1999 Louise was appointed lead partner for the Financial Services Tax Group.

Louise advised a number of consortia their bids to construct and operate major projects including the Lane Cove Tunnel, the Cross City Tunnel and the Southern Cross Consortium in its successful bid for Sydney Airport Corporation. Other engagements included structuring advice to Duke Energy, AGL Energy Limited and Leighton Holdings.

From 2002 to 2004 Louise was the Chair of the Australian Council for Infrastructure & Development and was responsible for liaising with the Government on Division 250 of the Income Taxation Act, 1997.

Clayton Utz – Partner (1992 – 1998)

Louise was admitted to partnership in 1994. During her time at Clayton Utz Louise specialised in tax-based financing and corporate income tax. Louise advised extensively on cross border leveraged lease transactions, project structuring and financial packaging for both public sector and private sector clients, hybrid instruments and financing arrangements used in infrastructure projects, international tax - particularly the Provisions of Part X (*Control Foreign Companies* Legislation) and Part XI (*Foreign Investment Funds*) of the *Income Tax Assessment Act 1936*, taxation treatment of financial instruments, corporate reconstructions, income and capital gains tax advice in relation to the taxation of investment income and complex tax audit issues. Louise's clients included the Commonwealth Bank of Australia, Macquarie Bank Limited, AGL Energy Limited, Multiplex Constructions, Babcock and Brown Group and Allco Finance Limited.

Mallesons Stephen Jacques – Senior Associate (1989 – 1992)

Louise joined Mallesons as a senior associate in the Taxation Group. During her three years at the firm she specialised in the tax treatment of derivative financial products and structured equities, such as currency swaps, currency and equity options, convertible shares, synthetic equities, scrip loans and foreign exchange transactions. Louise also advised on corporate finance issues such as debt dividends, dividend streaming, perpetual debt and company refinancing, as well as on issues such as the carry forward of tax losses and withholding tax arrangements.

While at Malleson's Louise completed her Honours dissertation "A comparative Analysis of Foreign Exchange Gains and Loses" for which she was awarded a High Distinction.

University of Sydney (Faculty of Law) – Research Assistant (1988)

While on maternity leave Louise was employed by Professor Richard Vann of the University of Sydney as his research assistant to work on draft taxation legislation for Kiribati.

Freehill Hollingdale & Page – Solicitor (1984 – 1987)

Louise commenced at Freehills in the commercial section reporting to the Late Honourable Justice Kim Santow, and Mr David Gonski. Louise primarily prepared documents for takeovers, preparation of prospectuses, public company floats, preference share issues and preparing approved trust deeds and convertible note trust deeds. During this time Louise advised on stamp duty and taxation particularly related to takeovers and capital raisings.

Citibank N.A. – Graduate Trainee (1981 – 1984)

Louise was one of the first two graduate trainees employed by the bank. During her time with Citibank Louise worked in the credit analysis department, legal department and the project finance department.

PROFESSIONAL ASSOCIATIONS, PUBLICATIONS AND LECTURES

Memberships

- The Taxation Institute of Australia
- The Property Council of Australia
- The Society of Trust and Estate Practitioners.

- The Institute of Chartered Accountants (affiliate)
- The Law Society