

PROFILE



Senior Partner
Head, Capital Markets
Head, Projects & Energy
Head, Anti-Trust and Competition
Martinez Vergara & Gonzalez Sociedad, Manila, Philippines

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Qualifications

University of the Philippines, Bachelor of Laws (1993)
New York University, B.A. Political Science and Economics, cum
laude (1988)

Language

English and Filipino

MANUEL Z. GONZALEZ

ABOUT MANUEL

Manuel has over 20 years of experience in corporate and commercial law, specialising in securities and capital markets, power and infrastructure, mergers and acquisitions and cross border transactions.

Manuel is ranked by the IFLR 1000 as a Notable Practitioner in Capital Markets, and by the Legal 500 Asia Pacific as a Leading Individual in Projects and Energy since 2019. He is also consistently recognized as a “Recommended Lawyer” by the Legal 500 for Capital Markets and has likewise been cited for his work in Banking and Finance.

In the area of Capital Markets, his expertise covers initial public offerings, backdoor listings and listings by way of introduction, rights offering, and top-up transactions among others. Manuel most recently represented two issuer’s in their initial public offerings – in the first he acted as counsel to Citicore Energy REIT Corp. (CREIT) in its Php 6.3 billion Real Estate Investment Trust (REIT) offering to the investing public. This offering is unique because it is the first renewable energy company to actually be structured as a REIT and listed under the Philippine REIT law, a law intended to originally benefit real estate companies. Manuel and his team restructured CREIT to fit the requirements of the Philippine REIT Law and worked with the Philippine Securities and Exchange Commission and the Philippine Stock Exchange and obtained approval for the public listing of the company under the Philippine REIT Law. The other offering was a listing on the small to medium enterprise (SME) board of the Philippine Stock Exchange of a Balai Pandesal (Balai) engaged in the retail bakery business. Balai operates three brands and sells these baked goods in community stores throughout neighbourhoods and central business districts. The listing of Balai on the SME Board is the first food and beverage listing on the SME Board. Manuel further

completed the reverse takeover of a company, engaged in the development and operation of renewable energy projects, listed with the Philippine Stock Exchange.

For Projects and Energy, Manuel actively advises some of the largest renewable energy companies in the country on their project finance requirements, expansion and diversification initiatives through acquisition and development of greenfield and brownfield projects. He also acts as advisor and represents some of the largest petroleum companies in the country in their acquisition, expansion and diversification initiatives.

In the field of Mergers & Acquisition, Manuel has advised on the acquisition of a well-known international consumer brand. He was also involved in the partnership by another client with a major Japanese telecommunications company. In another acquisition, he led a team that acquired five different companies that owned and operated various power plants across the country. Recently, he advised a client on its merger/joint venture with a major international petroleum company for its mid-stream and downstream petroleum business.

On the development and infrastructure front, Manuel has extensive exposure in public biddings for government projects. Under the Public-Private Partnership Program of the government, he advised clients in bids for the modernization of the orthopaedic hospital of the Department of Health, the building of schools of the Department of Education, as well as the takeover and rehabilitation of the second largest international airport in the country and the development and operation of a major transportation terminal consolidating rail and bus operators serving Metro Manila, both projects of the Department of Transportation and Communications, among others.

Manuel has always been keen in helping foreign investors in the Philippines. He serves as Director, Corporate Secretary and counsel to some of the largest foreign business process outsourcing companies, advising them on investment structuring, intellectual property rights, and on requirements and procedures for registration with the Philippine Economic Zone Authority, the Board of Investments, and other government agencies.

Prior to co-founding the Firm in 2006, he was a partner at Picazo Buyco Tan Fider & Santos.

EXPERIENCE

Banking & Financing

- Advised Farallon Capital in the grant of up to US\$210 million mezzanine facilities for the acquisition of Chevron Malampaya LLC.
- Acted as counsel to issuer Sta. Lucia Land Inc. (PLC) in its Php5.0 billion notes facility agreement arranged by China Bank Capital Corporation, and on its Php7 billion notes facility arranged by RCBC Capital Corporation.

Capital Markets

- Acted as counsel to CREIT on its initial public offer (IPO) of common shares with total offer size of Php6.3 billion, the first renewable energy company listed under the real estate investment trust (REIT) listings in the Philippines.
- Acted as counsel for underwriters on the IPO of Balai Pandesal on the Small to Medium Enterprises (SME) Board.

- Acted as counsel to DDMP REIT, INC. on its initial public offer (IPO) of common shares with total offer size of Php14.71 billion, only the second real estate investment trust (REIT) listings in the Philippines.
- One of the few IPOs in 2020 during the COVID-19 pandemic, acted as counsel to MerryMart Consumer Corp. (MerryMart), a consumer focused retail company principally engaged in the operation of retail stores in the supermarket and household essentials categories.
- Acted for DoubleDragon Properties Corp. in the USD75,000,000 bond offering of its wholly-owned subsidiary which it listed with the Singapore Stock Exchange.

Projects & Energy

- Acting as counsel to Aboitiz Infracapital, Inc. in its investment agreement with Terra Digital Pte. Ltd. in relation to the acquisition, construction, development and operation of at least 5,000 macro towers all over the Philippines.
- Acted as counsel for Citicore Power Inc., an affiliate of publicly-listed company Megawide Construction Corporation, in its acquisition of five operating renewable energy generation plants located in Luzon and Mindanao with a total capacity of approximately 59.9 MW installed capacity.
- Represented Citicore Renewable Energy Corporation an affiliate of PSE-listed, Megawide Construction Corporation, in establishing a joint venture with Ace Endeavor, Inc., a subsidiary of the AC Energy Philippines which is listed with the PSE and a member of the Ayala Group of Companies for a project involved establishing the framework for the joint development, ownership and operation of solar and other renewable power plants in the Philippines.

Corporate & M&A

- Advised a foreign real-estate company listed in the Hong Kong Stock Exchange in its acquisition of shares of a domestic company listed in the Philippine Stock Exchange and assisted in the target's execution of a co-development agreement as sole operator and manager of an integrated hotel and casino project in Manila Bay Reclamation Area.

Real Estate & Construction

- Acted as counsel to a HK listed company advising on its EPC contract and other relevant design contracts for the construction of a five-star hotel and resort casino complex in the Manila Bay area.

ACCOLADES

The Asia Pacific Legal 500

**Projects and Energy 2023 – Leading individual for 3 consecutive years (2019 – 2023),
Recommended Lawyer (2015 – 2022)**

Capital Markets 2023 – Recommended lawyer for 8 consecutive years

Banking & Finance 2023 – Recommended Lawyer (2015 – 2017, 2023)

Corporate and M&A 2023 – Recommended Lawyer (2022-2023)

Intellectual Property 2023 – Recommended Lawyer (2021-2023)

- *‘Manuel Z Gonzalez Gwyneth S Ong Janice L Co: All three of them, working as a team, are dedicated to their client’s goals, work tirelessly to ensure that the client’s objectives are achieved, and they are dutiful and have a keen eye for detail in the documentation of the agreements that are reached between the seller and buyer sides.’*
- *‘Manuel Gonzalez and Gwyneth S Ong provide up to date and relevant legal advice that are important to the client’s IP interests and decision-making, as well as in charting the course of the company’s business.’*
- *‘Martinez Vergara Gonzalez & Serrano’s lawyers have ‘practical knowledge and a proactive approach’. The ‘driven and dynamic’ Manuel Gonzalez heads the department.’*

IFLR 1000: The Guide to the World’s Leading Financial Law Firms

- *‘Knowledgeable, solution-oriented, and able to close deals.’*
- *‘Good grasp of subject, skilled communication, good problem-solving skills and sound legal advice.’*

APPOINTMENTS/MEMBERSHIPS

- Member, International Bar Association (IBA)
- Member, Integrated Bar of the Philippines
- Member, Investment House Association of the Philippines (IHAP)
- Member, Financial Executives Institute of the Philippines (FINEX)

PUBLICATIONS

- Co-contributor, *“Protecting Minority Investors in Philippines”*, World Bank Group, Doing Business 2021 edition.
- Speaker, *“Philippine Capital Markets Forum”* hosted by Finance Asia (June 23, 2015, Hong Kong).