

*your career,
your choice*

JOHNSON WINTER & SLATTERY

LAWYERS

Welcome

TO JOHNSON WINTER & SLATTERY

Established in 1993, Johnson Winter & Slattery is a relatively young law firm that now occupies a unique place in the Australian legal market. We are differentiated by a "tier 1" practice capability and premium client portfolio normally associated with much larger firms, along with a genuinely collaborative culture.

While the successful integration of partners and senior practitioners recruited laterally has been a feature of our expansion nationally, so too has the recruitment and retention of graduate lawyers and associates who play a vital role in the representation of clients in complex transactions and disputes across the country.

Many aspects of our firm make it a great place for developing lawyers to shine: a consistent flow of high quality work, close mentoring relationships with partners, a focus on teamwork, collaboration and communication, as well as the absence of individual and departmental time recording budgets.

I trust you will enjoy learning about Johnson Winter & Slattery and what makes it a unique law firm.

Peter Slattery
Managing Partner



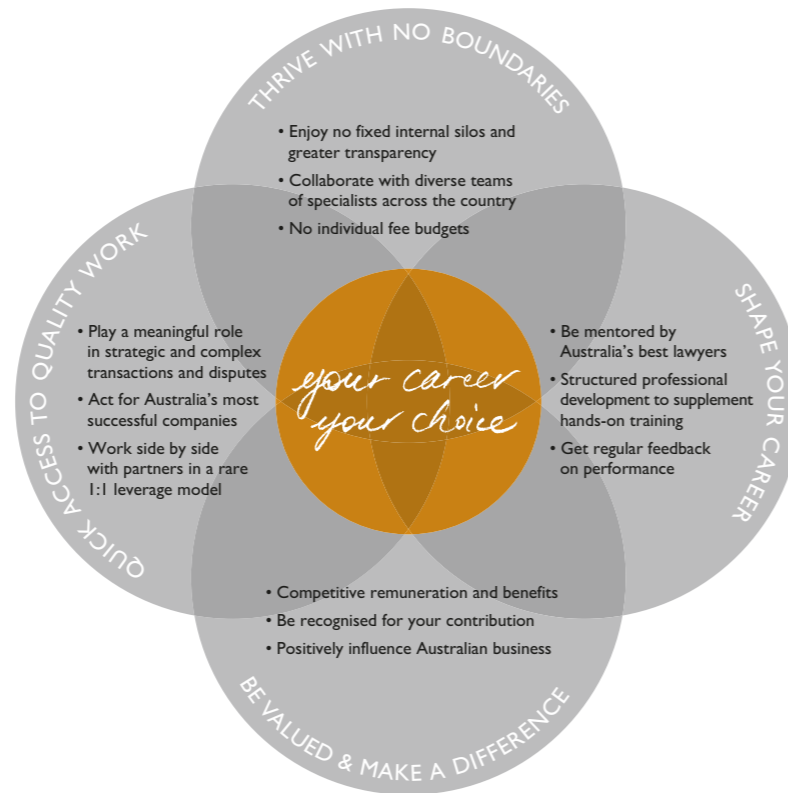
Johnson Winter & Slattery is a national law firm where all of our lawyers play a meaningful role in strategic and complex transactions and disputes, and build relationships with executives from Australia's most successful companies through close client contact.

We are a dynamic, commercial firm offering opportunities for development and advancement for lawyers at all levels as we pursue a clear strategy for growth in our principal practice areas across Australia.

Our lawyers thrive in an environment that fosters collaboration with few internal administrative boundaries, free from the burden of fee budgets that dominate the culture of so many other law firms.

Strong technical and client service skills are developed through structured mentoring and professional development education programs.

Your experience at Johnson Winter & Slattery will equip you for a fulfilling career both in Australia and abroad.



OUR WORK

Our principal practice areas are:

- corporate (principally M&A and funds)
- competition and third party access
- energy, resources and infrastructure projects
- finance (including restructuring and workouts)
- commercial dispute resolution
- regulatory (energy sector economic regulation)
- governance and Board services (operating as jws consulting)
- media

Supporting these practice areas is senior lawyer capability in:

- employment
- intellectual property & information technology
- tax
- property.

OUR CULTURE

The culture of the firm is described as:

- friendly
- professional
- focused
- dynamic
- open
- collaborative
- enabling

Our partners are committed to ensuring that:

- members of the firm conduct themselves with integrity, while encouraging open communication, reliability and accountability; and
- we maintain a professional environment which promotes and rewards collaborative effort.

Teamwork and collegiality is also fostered informally through the activities of the firm's social club, Associates and Partners Conferences, and firm based sports teams.



“People are always willing to help and you don't feel like you need to compete with other junior lawyers to ‘stand out’”
Jessica Teoh, Associate

Quick ACCESS TO QUALITY WORK

PLAY A MEANINGFUL ROLE IN STRATEGIC AND COMPLEX TRANSACTIONS AND DISPUTES

Our business model distinguishes us from our rivals. At the heart of our approach is the recognition that when managing strategic and complex matters, superior outcomes are achieved through the 'hands-on' involvement of expert senior lawyers. We therefore maintain a higher ratio of partners to lawyers than our rivals and focus on assignments that are well suited to this low leverage structure.

This 'low leverage approach' results in young lawyers being fully engaged on client assignments alongside more senior practitioners, providing them with development opportunities as well as the chance to develop strong client relationships early in their careers.

ACT FOR AUSTRALIA'S MOST SUCCESSFUL COMPANIES

Our lawyers represent major private and public sector organisations in high-value transactional, advisory and dispute work.

Our clients typically fall into four broad categories:

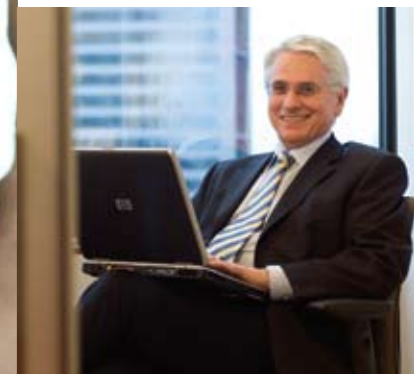
- ASX listed and foreign corporations
- substantial privately owned enterprises
- not-for-profit organisations such as universities, industry bodies and charitable and cultural organisations
- Australian government, government agencies and regulators

We build close relationships with our clients for the long-term and the quality of these relationships is reflected in the complexity and value of the work entrusted to us.

WORK SIDE BY SIDE PARTNERS IN A RARE 1:1 LEVERAGE MODEL

Our low leverage structure, where the ratio of partners to lawyers is on average 1:1, means that young lawyers receive greater attention from senior practitioners than they would in commercial law firms that typically operate with far higher leverage models - sometimes as high as 1:7.

Our recruitment process aims to ensure that associates work with exceptional individuals who will enrich their professional lives and support their growth within the firm.



"JWS is different because of the low leverage business model – I have access to high level work and excellent mentoring opportunities."
Jonathan Whybird, Associate

Thrive WITH NO BOUNDARIES

ENJOY NO FIXED INTERNAL SILOS AND GREATER TRANSPARENCY

Compared with most other law firms we have a relatively flat organisational structure with no fixed work groups or departments, enabling our lawyers to diversify their early experience by working across all practice areas with lawyers from across each of the firm's offices.

COLLABORATE WITH DIVERSE TEAMS OF SPECIALISTS ACROSS THE COUNTRY

The structure of a national business with the absence of administrative office silos promotes open communication and allows us to run major transactions and disputes with diverse teams formed across the firm.

Associates at our firm work with lawyers at all levels. Some assignments will require teams of lawyers which may be formed nationally allowing lawyers opportunities to work across geographic locations. Others will involve associates working one on one with leaders in their field.

NO INDIVIDUAL FEE BUDGETS'

The absence of individual and group billing and time recording budgets means that young lawyers can focus on producing excellent work, developing their skills and working collaboratively without undue pressure



“Each day I come to the office focused on learning and providing excellent client service, rather than on how many units I can bill.”
Jonathan Whybird, Associate



“I joined JWS because I wanted to do difficult work with top-tier clients. I wanted a firm without rigid structures, where I would be given a lot of responsibility, the opportunity to really contribute, and the chance to work directly with partners who are leaders in their fields.”
Scott Cummins, Associate.

**BE MENTORED BY
AUSTRALIA'S BEST LAWYERS**

All lawyers at Johnson Winter & Slattery are assigned a partner mentor and are encouraged to prepare annual development plans in consultation with their mentors.

Partners of our firm are consistently ranked as 'leading practitioners' by international legal directories including Asia Pacific Legal 500 and Chambers Global, particularly in the areas of competition, corporate, mergers & acquisitions, taxation, energy & resources and banking & finance.

The successful integration of partners and senior practitioners from rival law firms has been a feature of our expansion nationally. In recent years partners have joined us from Ashurst, Corrs, King & Wood Mallesons, Norton Rose, Gilbert + Tobin, Freehills and SJ Berwin, primarily attracted by our low leverage structure and collaborative culture.

**STRUCTURED PROFESSIONAL
DEVELOPMENT TO
SUPPLEMENT HANDS-ON
TRAINING**

The training and support received through working with senior lawyers on assignments is supplemented by a structured professional development program for associates. The interactive Associates Training Program is designed specifically for associates to develop practical skills in areas of law relevant to our practice. The program provides technical skills development and an understanding of topical developments in the law and the business community.

In addition, all lawyers participate in sessions that share information about our clients and develop non-legal commercial skills.

At our annual national Associates Conference, associates have the opportunity to enhance skills, get to know each other, and exchange information on issues important to developing lawyers.

**GET REGULAR FEEDBACK
ON PERFORMANCE**

The development and performance of individuals at all levels within the firm is discussed at annual appraisal meetings and less formally through ad hoc discussions.

“JWS is the best place to launch your career because of the hands-on experience you will get right from the start – on the big matters that count.”
Rani Wynn, Associate



“JWS provides you with a better opportunity to determine which area you would like to specialise in as you are exposed to all different practice areas when you're a junior lawyer.”
Jessica Teoh, Associate



Be valued AND MAKE A DIFFERENCE

COMPETITIVE REMUNERATION AND BENEFITS

We offer competitive remuneration coupled with benefits including parental leave and, where possible, we accommodate and support flexible working arrangements for all our staff.

BE RECOGNISED FOR YOUR CONTRIBUTION

Recognition for a job well done motivates many people and we take every opportunity to celebrate our successes and acknowledge the excellent work of our teams. Being a firm of our size allows us to communicate openly and it is easier for stars to shine and for great team work to be acknowledged.

POSITIVELY INFLUENCE AUSTRALIAN BUSINESS

At Johnson Winter & Slattery we never lose sight of the difference we make to clients' business objectives. All lawyers play a meaningful role in strategic and complex transactions and disputes, helping to positively shape the direction of Australian commerce – whether assisting in the closure of a significant deal or resolving a major commercial dispute.

Short term secondments to client organisations are an opportunity for lawyers to immerse themselves in the business of leading companies and gain exposure to different industry sectors and the commercial markets in which they operate.

We make a positive difference in other ways as well, providing pro bono legal assistance to a number of not-for-profit organisations, while many partners and staff are involved in the governance of not-for-profit businesses.



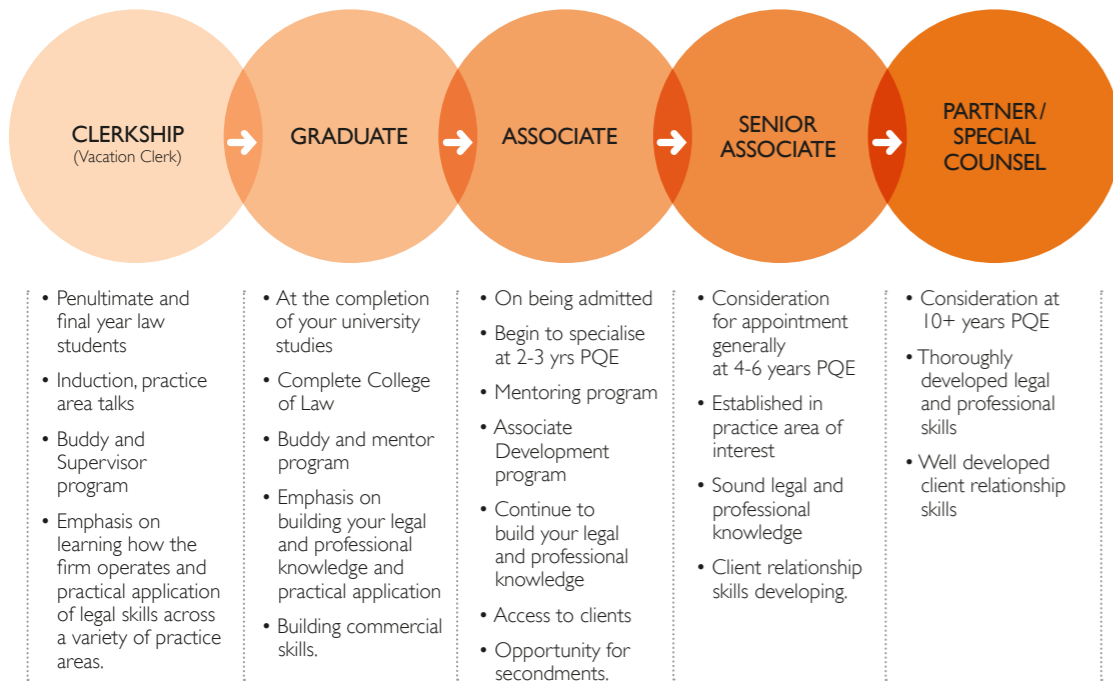
“The work I do is stimulating, the lawyers and support staff I work with are a great bunch of people, and the atmosphere is bright and happy.”
Rani Wynn, Associate

Career

PROGRESSION – CHOOSE YOUR PATH

At Johnson Winter & Slattery we encourage and support you to proactively develop and manage your career, by giving you the opportunity to work across a variety of practice areas. In the early stages of your career you will not be pigeon-holed, allowing you to pursue your interests as they develop. Wherever your career takes you, you will work alongside the best lawyers.

Career Steps at Johnson Winter & Slattery



“If you want to develop your legal skills as quickly as possible there is no contest - you choose the firm that gives you the most access to its senior lawyers - that is JWS.”
Jonathan Whybird, Associate

the RECRUITMENT PROCESS

WE RECRUIT LAWYERS AT GRADUATE LEVEL EACH YEAR. MANY OF OUR GRADUATES ARE RECRUITED AFTER THEY HAVE COMPLETED A CLERKSHIP WITH THE FIRM. ONCE ADMITTED A LAWYER BECOMES AN ASSOCIATE OF THE FIRM.

The primary criteria for assessment of graduate applications are outstanding academic achievement, excellent communication skills, and a demonstrated interest in commercial law.

We look for people who:

- are enthusiastic about succeeding in a service driven environment
- have excelled academically
- are committed to the continual development of their technical and commercial skills
- are excellent communicators
- will thrive in a collaborative environment
- demonstrate a genuine interest in the commercial affairs of our clients and Australian commerce

We recognise that the firm's success has come through a diversity of talent and skills. This diversity is something we seek to grow when recruiting lawyers and support staff to our firm.

We aim to develop in each of our graduates the skills necessary to become successful senior lawyers of the firm. We believe a broad base of experience and flexibility during a lawyer's formative years is a necessary foundation for later specialisation. We also recognise that interest and passion for a specific area of law sometimes takes both opportunity and time to develop.

While we aim to promote and develop lawyers from within the firm, we also recruit experienced lawyers when we have specific needs in a practice area which cannot be addressed in the short term with our existing team.

For details on how to apply for a position please visit our website at www.jws.com.au.



“People are always willing to help and you don't feel like you need to compete with other junior lawyers to 'stand out'”
Jessica Teoh, Associate



Recruitment

TIPS

You can apply for a clerkship or graduate position in any of our offices. You will need to include a covering letter, your CV and academic transcripts.

COVERING LETTER

Your covering letter is your introduction to the firm. You should include a summary of your qualifications, skills and achievements. You should tailor your letter to the firm and outline why you should be considered for a position and how you have the relevant attributes that we are looking for.

Your covering letter should be succinct and no more than one page.

CV/RESUME

Your CV is important as it tells us who you are before we can meet you. Make the best impression. Flag achievements and summarise your mix of academic achievement, work experience and extra-curricular activities.

Keep formatting simple: clear fonts and bullet points make the content easier to read.

Keep it short: two pages maximum.

ACADEMIC TRANSCRIPTS

Ensure you include a copy of your latest academic transcripts. Be prepared to highlight your achievements, grades and involvement in university activities.

INTERVIEWS

Our interview process will give you the opportunity to meet with our Partners and Professional Development Manager. Our interviews are designed as a two-way discussion about your achievements to date and to assess your fit with the firm.

In addition to the interviews, you will have the opportunity to meet Partners and Associates informally and you can talk with them about the way we work and ask further questions.

Prepare for your interview: explore our website and understand our business and what makes us different. You will also be able to find information on recent matters that we have worked on. You should be able to articulate why you consider JWS appealing and why you want to work here.



Adelaide Bank Limited

As advisors to Adelaide Bank in its \$4b merger with Bendigo Bank by scheme of arrangement, associates working with partners John Keeves and Tim Bowley participated in management team interviews as part of the due diligence process, prepared drafts of the merger implementation agreement and sections of the Scheme of Arrangement booklet and assisted with the preparation of applications seeking approval of the scheme by the Federal Court.

Centro Funds Restructure

Associates worked with Partners Shelley Hemming (Funds), Jim Hunwick (Finance), David Proudman (Finance/Insolvency), Kate Fitzgerald (Litigation) and John Keeves (Mergers & Acquisitions) in the multi-faceted, successful “stapling” of Centro Australia Wholesale Fund and Centro Direct Property Fund Holding Trust to Centro Retail to form the new Australia Real Estate Investment Trust (or REIT) “Centro Retail Australia”. Associates located in various offices assisted in drafting implementation agreements, preparation of disclosure documents and ASX listing application, court documents and affidavits for trust scheme court applications.

**Gazal Corporation
(Sale of Mambo)**

When partners Damian Reichel and Tim Bowley advised ASX listed branded apparel company Gazal Corporation in relation to the sale of its surf and street wear brand Mambo, many of the tasks relating to the sale and the management of the due diligence process were undertaken by associates including the set up and management of the due diligence data room and managing the liaison between our client and prospective bidders.

More recently, associates working with partner Tim Bowley on the sale of Gazal’s Lovable, Davenport, Crystelle and Fineform underwear brands to Bendon worked closely with Gazal’s management team to prepare warranty disclosures and attend to steps required to close the transaction, including arranging necessary consents from external banks and from the Lovable brand ambassador, Jennifer Hawkins.

Lehman Brothers Synthetic CDOS

We are instructed by 22 corporates, funds, councils and charities to recover the cash and other collateral underlying \$280 million financial instruments structured by Lehman Brothers issued out of the Dante Program. It has resulted in a complex cross border dispute involving courts in England, New York and Australia. Associates working on this matter are involved in conference calls with English solicitors and QCs and New York lawyers and in direct discussions with Lehman Brothers, Bank of New York (the trustee who holds the collateral) and their lawyers. They are also required to review complex finance arrangements, comment on draft pleadings and prepare instructions for overseas counsel and advice to clients, as well as assisting in dealing with the 22 clients for whom we act. One of our Senior Associates also attended a meeting in New York.

Macquarie Bank

Associates working with partner Shelley Hemmings in the course of advising Macquarie Group Limited on managed investment schemes drafted the product disclosure statements and ancillary documents, set up the due diligence committees and managed the due diligence committee meetings, and liaised with our client and third parties.

Qantas Airways Ltd

As advisors to Qantas in relation to investigations by competition regulators into alleged cartel conduct in International Air Cargo, partners Aldo Nicotra and Michele Laidlaw have been regularly assisted by associates participating in interviews with potential witnesses, analysing documents and working closely with our client to prepare critical presentations to counsel and Qantas.

Envestra Limited

Partner Anthony Groom has been advising gas distributor Envestra in relation to a review of the decisions of the Essential Services Commission of SA and the Essential Services Commission (Vic) on reference tariffs for Envestra. Associates have been involved in all aspects of the review including the preparation of submissions and expert reports, briefing counsel, conducting settlement negotiations and preparing applications for judicial review.

Media advice

Associates regularly work closely with partner Mark O’Brien to assist in the provision of media and defamation advice to significant national media organisations. The work includes urgent pre-publication advice, advice relating to litigation strategy, the preparation of pleadings and attendance at hearings.

Sentient Group

As advisors to the Sentient Group on the establishment of its US\$370m Global Resources Fund II, a parallel investment fund comprised of international tax exempt investors and Australia complying superannuation funds, partners Richard Gelski and Jane Trethewey were assisted by associates in preparing tax advice on the ownership structure of the carried interest and related issues.



NOTES

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