

## Simpson Thacher Represents Morgan Stanley in Consent Solicitation by FS Luxembourg

07.05.22



The Firm recently represented Morgan Stanley & Co. LLC, as the solicitation agent, in connection with the successful solicitation of consents from holders of the 10.00% Senior Secured Notes due 2025 issued by FS Luxembourg S.à r.l. (“FS Luxembourg”) and guaranteed by FS Indústria de Biocombustíveis Ltda. (“FS Bio”), to amend the indenture governing the notes in order to, among other matters, (i) allow one or more affiliates of FS Bio to provide a guarantee on the notes and to become a guarantor of FS Luxembourg’s obligations under the indenture, (ii) amend the definitions of “Parent Entity Expenses” and “Capitalized Lease Obligation,” (iii) make clarifying changes to the definition of “Permitted Investments” and to the exception to the limitation on indebtedness covenant and (iv) amend the clause with respect to “Restricted Payments.”

FS Luxembourg is a wholly owned financing subsidiary of FS Bio, the largest corn-based ethanol producer in Brazil and one of the largest low-cost, low-carbon producer of biofuels, animal nutrition products and renewable energy in Brazil.

The Simpson Thacher team for the transaction included Grenfel S. Calheiros, Winnie Y. Loureiro and Susan Uquillas Mosquera (Capital Markets); and Jonathan E. Cantor and Kris Liu (Tax).

### Team and Contacts

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