

SUPPORT WHENEVER AND WHEREVER YOU NEED IT

By delivering what clients want, wherever they need it, from high value strategic advice, to resolving everyday issues, we pride ourselves on our straight talking approach and a service which is high quality focused and consistently excellent.

Our approach includes:



Detailed expertise, international partnerships and flexible resourcing



Quality advice with high attention to detail



Competitive and flexible fee structures



Use of innovative technology and approaches to difficult problems that are commercially focused and designed to save our clients time and money.

We look forward to discussing your specific needs with you in more detail.

**AT ADDLESHAW GODDARD IN-
DEPTH KNOWLEDGE OF THE
SECTOR DRIVES ITS COUNSEL**

Legal 500 2018

EXPERT ADVICE WORLDWIDE

We take time and care to develop our understanding of our clients' businesses to ensure our advice is tailored to their needs, relying also on strong sector expertise.

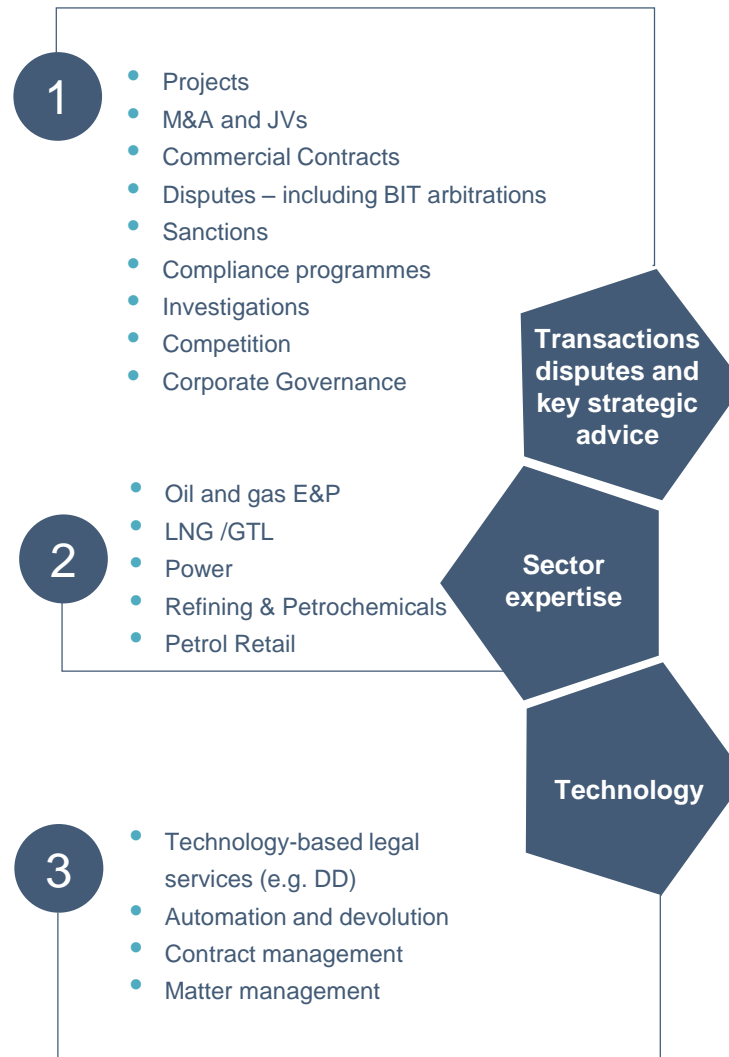
AG advises large global companies, financial institutions, governments and private equity houses on all aspects of their legal needs, covering transactions and disputes, strategic advice on key risk issues, support in delivering key strategic initiatives, and on other legal aspects of their day to day business.

We use technology and other tools to create innovative, flexible and cost effective service solutions for our clients.

In addition to our own offices, we have a strong network of leading firms in all geographies.



HOW WE CAN SUPPORT YOU



AG SNAPSHOT



12 Offices:

Hong Kong, Singapore, London, Leeds, Manchester, Edinburgh, Glasgow, Aberdeen, Hamburg, Doha, Muscat, and Dubai plus a strategic alliance with Hashidate Law Office in Tokyo



Hubs for Business and Energy Projects

Global practice



256 Partners and 890 other fee-earners



£275m fee income

in 2018/19

TRANSACTIONS

Construction/Project Development

AG advises IOCs, NOCs, sponsors/developers and contractors during the development and construction of major oil and gas infrastructure projects globally, as well as other energy infrastructure projects.

A market-leading practice of dedicated construction lawyers provides real expertise in areas of 'black letter' construction law, contracting and procurement models and all leading standard form construction contracts.

AG's project development lawyers maintain deep understanding of the issues that project stakeholders must address when developing oil and gas, other energy, and infrastructure projects requiring senior-secured debt financing; strategies which mitigate political, credit, volume, and other key project risks, and; best international practices adopted by state and national governments.

AG can therefore advise its clients on complex oil & gas, other energy and infrastructure project developments to the highest standard.

Corporate /M&A

AG's leading corporate practice spans all its offices. This allows us to advise clients on the full range of joint ventures and corporate transactions in the oil & gas sector, as well as across a range of other sub-sectors in the energy industry.

We also have extensive experience advising buyers and sellers on the acquisition and divestiture of interests in oil & gas and other energy projects at all stages of the value-chain, from upstream development matters including production sharing contracts, joint operating agreements, licensing, royalties and pricing issues, to mid-stream pipeline and LNG projects, and downstream refinery, power, and petrochemical projects.

Our experience covers a range of geographies including across the North Sea, Europe, Africa and Asia.

**ADDLESHAW GODDARD HAS
SUBSTANTIAL EXPERIENCE
HANDLING CORPORATE
TRANSACTIONS IN THE SECTOR**

Legal 500

Finance

AG specialises in advising funders, sponsors and procuring entities on the financing and structuring of major energy projects, with particular expertise in complex financing packages and concession arrangements.

In addition to conventional bank lending, our team has extensive experience advising on projects with capital markets funding solutions (public and private), mezzanine and DFI funding, as well as re-financings, restructurings and secondary market work.

Very simply, our experience and insight within the financial services industry means our advice is not only technically first-class, but practical and commercial, and grounded in the market in which you operate.

**THEY PROVIDED MULTIDISCIPLINARY
SUPPORT TO OUR BUSINESS**

Chambers 2018

OIL AND GAS - UPSTREAM

A few examples of the collective experience of our lawyers (including their pre-Addleshaw Goddard experience):

- **NNPC** on the US\$3.5bn financing of the exploration and development of licence area OML13 in the Niger Delta.
- **ONGC Videsh** on the US\$2.64 billion acquisition of a ten percent participating interest in Mozambique's Rovuma Offshore Block Area 1 from Anadarko Mocambique Area 1 Limitada, a wholly-owned subsidiary of Anadarko Petroleum Corporation.
- **ONGC Videsh Limited** on its US\$1.1 billion acquisition of a stake in the Azeri-Chirag-Guneshli oil fields in the Caspian Sea and the Baku-Tbilisi-Ceyhan (BTC) pipeline.
- **Seven Energy** on its acquisition of SRL 905 Holding Ltd, which holds a 60% economic interest in OPL 905, a prospective gas field in the Anambra basin in Nigeria
- **Seven Energy** on its acquisition of an equity interest in Afren Global Energy Resources Ltd.
- **Seven Energy** on various equity fundraisings to raise c.US\$500m in aggregate from investors including IFC, Temasek, IDB Infrastructure Fund, Petrofac, Standard Chartered, Capital Private Equity.
- **Seven Energy** on various matters associated with its Strategic Alliance Agreement with the Nigerian Petroleum Development Company.
- **Sonangol** on various aspects of its successful bid to secure two operator licences in Iraq for two green field Oil & Gas concessions.
- An **NOC** on the proposed acquisition of producing gas assets offshore Vietnam including infrastructure and gas sales contracts, from a supermajor.
- A large number of **E&P companies** (both on-shore and offshore) on licensing, contracting, compliance and general operational matters, including Shell U.K. Limited, Sovereign Oilfield Services, Midmar Energy, AGR Peak, Woodgroup plc, Dana Petroleum plc, Ithaca Energy, and Northern Industries AS.

- **Wintershall Norge AS** in the disposal of the entire share capital of Wintershall (UK North Sea) Limited to Dutch registered SPV MNS Oil and Gas B.V., a subsidiary of MOL
- **PA Resources** on the grant of an option relating to its interests in the republic of Congo to Petrogas.
- **Bowleven** on the sale of its interests in Gabon to Perenco.
- **Dangote Industries** on its acquisition of MOPU (Mobile Production Unit) to be chartered to the West Africa project (Nigerian offshore blocks OML 71 and 72) and related upstream projects (proximity agreements, helicopter chartering, oil services, and O&M contracts).
- A **European IOC** on the proposed divestment of its gas producing interests in Egypt.
- A **European IOC** on its country entry and potential acquisition of exploration assets in the Republic of Equatorial Guinea, including negotiation of the farm-out and JOA and PSC with the national oil company.
- **Nobel Upstream** on the proposed acquisition of a minority interest in the Maclure oil & gas field in the UK North Sea (tied back to the Gryphon FPSO) from Shell and related gas offtake agreements.
- **Shell UK Limited** in connection with the disposal of offshore assets to Chrysaor for the total value of US\$3.8bn.
- **CNPC/CNODC** on acquisitions of upstream oil and gas assets around the world including Southeast Asia, the US, Latin America and Africa; work usually includes conducting due diligence and risk analysis, advising on transaction structures, and negotiation of PSCs/concessions, and other development and production contracts (including rig sharing agreements and drilling agreements), joint operating agreements, guarantees, restructuring of loans and farmout agreement/sale and purchase agreement.

OIL AND GAS - MIDSTREAM

A few examples of the collective experience of our lawyers (including their pre-AG experience):

- An **international services company** on LNG storage and transportation contracts for the Yamal LNG project.
- **Anadarko Petroleum Corporation** on various aspects of the development and construction of US\$20+bn, 12.8 million tpy LNG liquefaction and export facility located at a site near the Rovumu basin offshore Mozambique, including EPC contracts for the LNG facility and for a marine terminal and shared facilities, as well as marine terminal use agreement and LNG sale and purchase agreements.
- **Ghana National Petroleum Corporation** on the EPC arrangements for the 3.40 million tpy Tema floating LNG regasification project, located in Ghana.
- **LNG Canada** (a joint venture among Royal Dutch Shell, PetroChina, KOGAS and Mitsubish Corporation) on the USD 10 billion EPC contract for the construction of a 6.8 million tpy LNG liquefaction and export facility located at a site in Kitimat, British Columbia, Canada.
- **Nigerian National Petroleum Corporation** and **Nigerian Gas Corporation** of the development and financing of a gas process facility for the processing and monetization of gas extracted from certain upstream licence areas.
- **Seven Energy** on its acquisition of East Horizon Gas Company Limited, whose principal asset is a 128km gas pipeline in the Niger Delta region in Nigeria, from Oando plc and related financing arrangements.
- **Sarawak Energy Berhad**, the State-owned utility company of Sarawak, on the arrangements for the supply of natural gas by Petronas to a number of gas-fired power stations located in Sarawak, Malaysia.
- **JP Morgan, Africa Finance Corporation and Diamond Bank** on a \$100m secured ship financing of four oil drilling exploration barges to be used in the Niger Delta, which involved the provision of limited recourse financing to Depthwise Nigeria, an indigenous Nigerian company for the construction/refurbishment of a fleet of drilling rigs owned by an offshore investor which were then leased to the company.
- **African Development Bank, African Finance Corporation, Standard Chartered Bank and others** in connection with the US\$1.5bn project financing of Lekki Port in the Lagos Free Trade Zone in Nigeria, which once complete will offer container, liquid and dry bulk terminal services of the entire West African region.
- **Eunisell**, a Nigerian Corporation, in relation to the acquisition of a chemical and fluids company to oil & gas industries.
- **Goss & Balfe** in its contract negotiations relating to the upgrade of a major oil and gas depot and associated pumping facilities at Langlaagte and Waltloo in South Africa.
- **Aker Solutions AS** in connection with group structuring, establishment of branches, joint venturing arrangements in Brunei, Europe, GCC and eight African jurisdictions.
- **Qatar Gas** on the full range of mid to downstream contractual structures and for several Middle East clients on, for example, Logistics joint ventures in Angola, South Africa and Nigeria.
- **BP** on the sale of its storage terminal in Northern Ireland to Puma Energy, including ongoing agreements relating to the storage and throughput of ground fuels and aviation fuel.
- **Standard Bank Plc** in relation to an oil tolling facility and offtake arrangement with the Tema Oil Refinery in Ghana.

OIL AND GAS - DOWNSTREAM

A few examples of the collective experience of our lawyers (including their pre-AG experience):

- A **global financial institution** as commercial facility agent for the commercial lender on South Hook terminal LNG project in the UK on environmental, planning and property matters a part of Qatargas II LNG project.
- **Energy Regulator for Northern Ireland** on the purchase of Northern Ireland Electricity by Electricity Supply Board.
- **BP** on the sale of Castrol's 50% interest in the Electrical Oil Services Limited JV to Haltermann Carless.
- **Centrica / British Gas** on the first three biomethane-to-gas grid transactions in the UK, including the gas supply agreements and also joint ventures and other trading companies.
- **Drax Power** on a variety of energy-related trading arrangements negotiated with City institutions, investment banks, major utility companies and other trading companies.
- A **major UK-based retail company** in connection with its fuel supply and logistics arrangements for its fuel forecourts.
- A **UK-based ports operator** on storage and distribution arrangements including, a logistics joint venture.
- A **Russian NOC** on its acquisition of petroleum marketing and retail business in Kyrgyzstan.
- A **European IOC** on negotiation of gas sales and marketing agreement with the Government of Kazakhstan.
- **KazmunaiGas Refining & Marketing** on the acquisition and upgrade of Pavlodar petrochemical refinery located in Khazakstand and underlying EOC/O&M contracts.
- **Danaher Corp.** owner of Gilbarco Veeder-Root, the global leader in fuel dispenser technology, on various corporate transactions.
- **SSE** on its proposed equity investment in a vehicle created by Shell for the development of a carbon capture storage project from Peterhead power station, located in the UK, involving the proposed transportation and storage of captured carbon dioxide in the depleted Goldeneye gas field in the North Sea.
- **Japan Bank for International Cooperation and Asian Development Bank** on the financing of the development and construction of a 2,650 MW gas-fired power station, located in Chonburi Province, Thailand.
- **GdF Suez** on the purchase of a gas fired power station, including the rights in a 30km gas pipeline.
- A **US Power Company** in relation to a US\$150m power station in Quetta, Pakistan.
- **S-Oil** on agreements with Saudi Aramco for the sale and purchase of refined petrochemical products.
- **CNOOC** on preparation of model form gas sales agreement for sale of regasified LNG to end customers of regasification terminals in China and model form regasification terminal use agreement for various CNOOC operated terminals in China, work including understanding, and incorporating into the documentation, relevant PRC regulatory requirements.

OIL AND GAS - SERVICES

A few examples of the collective experience of our lawyers (including their pre-AG experience):

- **Xylem Inc.** on the divestiture of its Oil & Gas valves business, Xylem Flow Control, to Rotork plc for £18m.
- **Offshore Decommissioning Services** on its formation and seed financing.
- A **supplier of offshore drilling rigs** on the creation of a joint venture in Nigeria with a local Nigerian company.
- **North Sea offshore services** provider on a confidential proposed equity and debt investment.
- **Unique Systems FZE** in connection with the acquisition of an oil services company.
- The **shareholders of RBG** on the £200m sale of RBG, which specialises in the inspection and repair of oil rigs and platforms, to Stork Technical Services.
- **Rolls Royce's Marine division**, a leader in the integration of technologically complex systems for offshore oil and gas, on various commercial arrangements in relation to offshore oil and gas schemes.
- The **shareholders of Bifold Group**, an international manufacturer and distributor of solenoid valves for use in the oil and gas industry, on its tertiary management buyout backed by Lloyds Development Capital.
- **Oman Investment Co**, on its USD50m sale of Gulf energy services (oilfield service Co.)
- **Mitsui & Co Europe plc** in corporate due diligence as part of its investment into the Global Energy Group.
- **AMEC and AI Turki Enterprises** on the establishment of a joint venture company for the provision of EPC and EPCM services to PDO.
- **CCC** in its negotiations with Saudi Aramco for the design and construction of a major oil pipeline project, including the associated power facilities in Saudi Arabia.
- **Oceaneering**, a global provider of engineered services and products to the offshore oil & gas industry, on certain commercial arrangements
- **Heerema, Lamprell and Shepherd Engineering Services** in connection with their commercial contracts.
- **ITT Corporation**, a leading supplier of components and services to the oil and gas industry for use in offshore and harsh climate environments, on various acquisitions and disposals, including its US\$585m acquisition of Godwin Pumps.
- **MyCelx Technologies Inc**, a leading oil-free water technology company, on its IPO on the London Stock Exchange's Alternative Investment Market (AIM).
- **Inexus**, a gas networks provider, on its £465m IBO sale by Star Capital Partners to Challenger Infrastructure Fund.
- **ASCo** on its disposal of Enviroco.
- **Innospec** in connection with proposed investment into an oilfield chemical business.
- **A large number of private equity houses** (based in U.S., Norway, UK and Switzerland) investing into oil and gas service companies in the UK Continental Shelf and other jurisdictions, including U.A.E, MENA and ASEAN regions, West Africa, Brazil, China and Kazakhstan.

DISPUTES

We are recognised by independent commentators as one of the leading commercial and construction and engineering litigation practices, with a strong reputation for our commercial approach to resolving disputes and, when cases do go to trial or arbitration hearing, a track record of winning.

Our litigation group advises on all forms of oil and gas construction and engineering disputes, contractual and non-contractual disputes, including disputes concerning shareholders, joint-ventures, the termination of business contracts, corporate transactions (for example warranties, indemnities and completion accounts) and issues arising from supply and distribution agreements.

We have particular sector experience in relation to government, energy, infrastructure, property, and retail/ consumer. Our clients include multinational corporations, financial institutions and high-profile individuals.

We are proud to be considered the go-to firm for complex, high-end legal advice, first-rate client service and a cutting edge approach to litigation funding, through products such as “Control”.

THE COMPLETE PACKAGE; THEY DRAW ON THE EXPERTISE OF THE WHOLE TEAM TO GIVE GOOD QUALITY ADVICE

Chambers 2018

Litigation

A few examples of the collective experience of our lawyers (including their pre-AG experience):

- An international JV in relation to a series of multi-million pound disputes in respect of the construction of an LNG breakwater facility.
- An engineering contractor in relation to an arbitration concerning an LNG plant in Kazakhstan.
- A super major oil company in relation to the construction of an FPSO vessel and related commercial disputes.
- Various disputes arising from oil and gas platform construction.
- An arbitration between two Nigerian parties in connection with a JOA relating to assets in the Niger Delta.
- A Dubai Contractor in relation to a \$30m dispute regarding the construction of an oil storage terminal.
- An ICC arbitration arising out of the exploration of (and seismic surveys for) oil rights offshore Equatorial Guinea.
- Various oil and gas companies on the establishment of anti-bribery and corruption policies and sanctions compliant policies.
- An engineering contractor in relation to disputes arising out of a construction contract for a crude oil export facility in Iraq.
- A UK power company in a dispute with the EPC contractor regarding the construction of a 50MWE CCGT CHP power station.
- A Dubai Contractor in relation to a \$30m dispute regarding the construction of an Oil Storage Terminal and associated facilities in Fujairah, including EOT and variation claims.
- JV Parties on confidential arbitration against a government arising under cost recovery provisions under the PSC.

ARBITRATION, INCLUDING INVESTMENT TREATY ARBITRATION

From our offices in Hong Kong, Singapore, the UK, and GCC, our international arbitration partners are able to draw upon the resources of a leading contentious practice of over 100 lawyers.

The International Arbitration Group at AG comprises specialist arbitration practitioners who between them have decades of experience acting as counsel on major international arbitrations, advising multinationals, banks and governments on arbitrations seated in all of the main arbitral centres,, and governed by the procedural rules of the LCIA, ICC, ICDR, SIAC, HKIC, SCC, and in arbitrations conducted under the UNCITRAL Rules.

Through our relationships with barristers and a select network of premier law firms in other jurisdictions, we are able to source the best mix of knowledge and expertise for any particular dispute, whatever the governing law or seat of arbitration.

Our clients operate in diverse global markets and sectors and range from [FTSE 100](#) and [Fortune 500](#) corporates based in Europe and the US to multinationals operating in Asia, the Gulf region and emerging jurisdictions.

The diversity of our client base is replicated in the legal backgrounds and practices of our arbitration partners, who include senior lawyers and partners from the Magic Circle and US global law firms.

**THEY GIVE REALLY PRAGMATIC AND STRUCTURED ADVICE.
THEY STEP INTO THE PROJECT MANAGER MODE – THEY'RE NOT JUST LAWYERS**

[Chambers 2017](#)

Recent experience of our lawyers (including their pre-AG experience) :

- Representing a sovereign state in a dispute in excess of US\$ 1 billion regarding the sovereign's obligations to Saudi investors in relation to a steel manufacturing plant (UNCITRAL Rules, Organisation of Islamic Conference Investment Treaty).
- Representing the respondent in a multi-million dollar claim in proceedings relating to the acquisition and proposed disposal of an interest in a Russian oil field (LCIA Rules, London seat).
- Acting for a consortium of investors in a West African oil field dispute concerning the operation of the field, including the conduct of related litigation in several jurisdictions and international enforcement of the arbitral award (LCIA rules, London seat).
- Representing a multinational construction company in respect of claims exceeding US\$450m arising from the construction of a chemical plant in a Middle Eastern State (ICC Rules, Amman, Jordan seat).
- Acting for a subsidiary of FTSE 100 company Diageo plc on a series of high profile international arbitrations concerning Diageo's joint-venture brewing and distribution arrangements with SABMiller in Kenya and Tanzania (ICC Rules, London seat). We also acted in ancillary court proceedings up to the English Court of Appeal.

OIL AND GAS - CONSTRUCTION

Our award-winning construction team provide solid support to oil and gas and other energy projects.

A few examples of the collective experience of our lawyers (including their pre-AG experience):

- **BG Group** on all aspects of upstream, midstream and downstream development in connection with offshore gas fields and proposed construction of LNG facilities in Tanzania, including negotiations with host government and co-ventures
- **BG Group** on the arrangements and negotiations to purchase and supply gas from the Leviathan field to ELNG and related pipeline construction project
- **Seven Energy** on the US\$225m Accugas II loan facility to project finance the construction of a 40km gas pipeline from Uquo to Oron, Nigeria
- A **global financial services** provider as Commercial Facility Agent for the Commercial Lenders on South Hook Terminal LNG project on environmental, planning and property matters as part of the Qatargas II LNG project
- A **UK contractor and Chinese contractor JV** in relation to a series of multi-million pound disputes in respect of the construction of an LNG breakwater facility at Costa Azul, Mexico
- An **engineering contractor** in relation to an arbitration concerning an LNG plant in Kazakhstan
- **CCC** in its negotiations with Saudi Aramco for the design and construction of a major oil pipeline project, including the associated power facilities in Saudi Arabia
- **Adyard Abu Dhabi LLC** as main contractor on a project for the construction of a floating oil platform which was to be built in Abu Dhabi and delivered in Norway
- **SNF SAS** on a US\$180m project awarded by Petroleum Development Oman, for the engineering and construction of a polymer flooding facility at the Marmul oilfield in Oman

SHIPPING

Shipping advice is crucial in some of the oil and gas / LNG projects. We have a specialist team of shipping lawyers based in the UK, supporting all shipping-related transactions and dispute resolution.

A few examples of the collective experience of our lawyers (including pre-AG experience):

- Drafting a bespoke fleet bareboat charter agreement for over 30 ferries
- **Advising Scottish clients** in relation to a £95m, 10 year PFI offshore support subcontract for performance of maintenance and repair of moorings on behalf of the Ministry of Defence
- **Acting for a joint venture** between CNPC and KazMunaigas on negotiation of workover and other oil field services contracts
- **Drafting a joint venture agreement** between AMEC and AI Turki Enterprises for the provision of EPC and EPCM services to PDO pursuant to a 10 year framework agreement
- Advising upon the creation of a local content joint venture in Nigeria between a supplier of offshore drilling rigs and a local Nigerian company
- **Representing a participant** in a joint venture between a Greek owner and a Singapore ship builder
- Advising in connection with the formation and financing of a series of joint ventures to own and operate a \$200m fleet of vessels in Azerbaijan
- **Creating joint ventures** for the purchase of tonnage from stressed situations, for Greek interests
- **Reporting to an intending investor** upon shipping due diligence aspects over a fleet of 39 oil and LNG tankers registered in Singapore and Panama
- **Representing Caledonian Maritime Assets** in the £97m purchase of two dual-fuel LNG ferries
- **Defending an oil major** in connection with multi-million pound claims arising from damage to berth and loading arms by a ULCC
- International arbitrations in connection with chartering of oil tankers in Georgia
- **Advising a ship owner** in connection with a \$10m claim for faulty equipment supplied to a flotel
- **Acting for the buyer of 2 oil tankers** bought in sequence from a Russian shipyard
- **Assisting the claimant** in connection with concurrent disputed oilfield services joint ventures in Malta and Oman
- **Supporting the owner of a fleet** of newbuild vessels concerning shipbuilding contract disputes in the Ukraine

OUR TEAM IN ASIA – VIVIEN YANG HONG KONG



Vivien Yang

Head of Energy East Asia
Partner, Addleshaw Goddard LLP,
London

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Vivien has more than 15 years of experience advising clients in oil and gas, LNG and power related transactions, and is a well-recognized expert in the region. Vivien has led work in matters arising out of 34 countries across the Greater China Area, Southeast Asia, Middle East, Central Asia, Russia, Australia, Europe and North and South America. Her clients include international and Asian (mainly Chinese, Indians and Koreans) state-owned and private companies, Hong Kong listed companies and private equity funds. Vivien is particularly familiar with key LNG players in Asia, including KOGAS, CPC Taiwan, CNOOC and Indian NOCs.

Professional Background

Vivien is qualified in New York and Texas and is a member of the Association of International Petroleum Negotiators. She is fluent in Mandarin, English, and French.

Accolades

Vivien was also named “Leading Lawyer” by IFLR 1000 (2014-16) in Energy and Infrastructure, and shortlisted for “Best in Energy and Natural Resources” at Euromoney Asia Women in Business Law Awards (2015-16).

**HER TEMPERAMENT,
KNOWLEDGE OF THE AREA
AND ABILITY TO
NEGOTIATE HELP TO
BRING THE RIGHT
SOLUTION AT THE RIGHT
TIME.**

[Chambers Asia 2015](#)

**SHE HAS EXCELLENT
COMMUNICATION
SKILLS AND KNOWS
HER CLIENTS’ NEEDS
VERY WELL**

[Chambers Asia 2015](#)

**...[VIVIEN YANG’S]
PROFESSIONAL MANNER
IS HIGHLY RECOGNISED.**

[Legal 500 2017](#)

**...VIVIEN YANG EASILY
UNDERSTANDS CLIENT
DEMANDS AND EXACTLY
WHAT THEY ARE ASKING
FOR.**

[Chambers Asia 2016](#)

VIVIEN'S EXPERIENCE

Below are some of Vivien's experience (including pre-AG experience); she has advised:

- **CNOOC** on preparation of model form gas sales agreement for sale of regasified LNG to end customers of regasification terminals in China and model form regasification terminal use agreement for various CNOOC operated terminals in China, work including understanding, and incorporating into the documentation, relevant PRC regulatory requirements.
- **CNOOC** on various transactions in connection with upstream oil and gas assets acquisitions and mid to long term LNG sale and agreements (and HOAs) for LNG sourced from the US, Australia, Canada, Middle East, Russia, Africa, and Southeast Asia.
- **Asian national oil company** on preparation of memoranda and development of strategies for discussion/negotiation with the PRC government concerning potential change of law and policies involving third-party access to LNG receiving terminals and relevant terminal arrangements.
- **BG** in its contemplated sale of LNG to Asian national oil companies from a LNG terminal built in Queensland, Australia, with the supply of natural gas from a CBM production.
- **Poly-GCL Power** on its first LNG sale and purchase agreements with Chinese buyers for LNG to be produced from its Djibouti LNG project.
- **Guangdong Jovo** on negotiation of several LNG sale and purchase agreements for mid to long term purchase of LNG.
- **Blue Sky Power**, a Hong Kong listed company, on review and negotiation of various master LNG sale and purchase agreements for LNG spot cargoes from sellers including Chinese national oil companies and LNG traders.
- **A subsidiary of a PRC SOE** on communication with the PRC and Indonesian governments concerning price review for a long-term LNG SPA, impact of which is valued at more than US\$2 billion.
- **Guangdong Zhenrong** concerning development and upgrade of an oil terminal, an oil refinery, a power plant, and an LNG receiving terminal in Curaçao, including negotiation of project documents and loan arrangements.
- **Shell** on the preparation of project documents including project development and financing documents for its US\$8bn petrochemical joint venture with CNOOC in Daya Bay, Guangdong, China; this project involves a 10Mtpa refinery expansion and 1Mtpa ethylene project, to be fuelled by regasified LNG to be provided by the oil major.
- **KOGAS** on various upstream E&P, LNG HOA and sale and purchase agreements and pipeline related transactions for assets in Iraq, Indonesia, etc.
- **Oil India Limited and ONGC Videsh** on the US\$2.475bn joint acquisition by Oil India Limited and ONGC Videsh of Videocon Rovuma 1 Limited, a company holding a ten percent participating interest in Mozambique's Area 1 Rovuma Offshore Block in Mozambique and interest in the associated LNG liquefaction project (Global M&A Deal of the year- Africa 2014, the American Lawyer).
- **Oil India Limited and ONGC Videsh** on their negotiation with seller's lenders led by Standard Chartered for terms of repayment and termination of an existing syndicated loan in an amount over US\$700 million concerning a ten percent participating interest in Mozambique's Area 1 Rovuma Offshore Block in Mozambique.
- **APEC Energy** on acquisition of a 50% interest in Barryroe, offshore Ireland under a farmout arrangement, work including negotiation of relevant loan arrangements with Chinese banks, farmout agreements, warrant instrument, JOA novation, integrated drilling services agreement.

...AND ADVISING

- **China Resources Power**, a Hong Kong listed company on a share buy-back transaction for re-purchase of shares in a power plant in South China from its joint venture partner, **JM Energy Co.**
- **Bharat PetroResources Ltd.** on their negotiation with the Mozambique government in connection with the development of the first LNG project in Mozambique and with the co-concessionaries on amendment of various project documents including the joint operating agreement.
- **ONGC Videsh** on the US\$1.1bn acquisition from Hess Corporation of 2.72 per cent interest in the Azeri, Chirag and Guneshli (ACG) oil and gas fields in Azerbaijan.
- **Indian Oil and ONGC Videsh** on contemplated acquisition of interests in several oil leases in Alberta, Canada from an oil major.
- **United Energy Group**, a Hong Kong listed oil and gas company on various transactions involving outbound investments in upstream oil and gas assets, bond issuances, fund formation, and other funding of business and acquisition, including bridge loans and syndicated loans.
- **CNPC/CNODC** on acquisitions of upstream oil and gas assets and negotiation of crude oil sale and purchase agreements around the world including Southeast Asia, the US, Latin America and Africa; work usually includes conducting due diligence and risk analysis, advising on transaction structures, and negotiation of PSCs/concessions, and other development and production contracts (including rig sharing agreements and drilling agreements), joint operating agreements, guarantees, restructuring of loans and farmout agreement/sale and purchase agreement.
- **Twinza** on negotiation of a joint operating agreement and on issues arising out of joint operations in two E&P blocks in Papua New Guinea.
- **Macquarie Capital** on its joint venture with a local partner for the development of solar projects in Taiwan.
- **a Chinese state-owned power company** on bidding for an interest in Triton Knoll, a 857MW offshore wind power project in UK owned by Innogy, J-Power and Kansai Electric Power.
- **China Resources Power** on its contemplated investments in thermal power projects in Africa and Bangladesh, and renewable projects in the UK.
- **China Southern Grid** and **Power International** on the development of Vinh Tan 1 power project in Vietnam; work including negotiation of BOT contract, PPA and coal supply agreement, financing arrangements, and negotiation with Vietnamese government and a national coal company.
- **EDF** on a series of energy efficiency projects in China, including district heating, cooling and lighting, work including negotiation of concession agreement, project development agreement, joint venture agreement and share subscription agreement.
- **AEI** on its disposition of gas businesses in China, including town gas and associated pipeline businesses and projects; work including review of concession agreements and joint venture arrangements, and negotiation of sale and purchase agreement.
- **a South Asian national oil company** in an ICC arbitration concerning final adjustment of purchase price for an acquisition involving assets in Africa.
- **a PRC national oil company** in its dispute with an international oil company concerning liabilities for oil spill in Bohai Bay, China.
- **a U.S.-based electricity company** in ICC arbitration proceedings in connection with the company's investments in two power plants in Parana State in Brazil.
- **a Houston-based electricity company** in a multimillion-dollar ICSID arbitration proceeding against the Government of Peru in connection with the company's energy assets investment in Peru.

OUR TEAM IN ASIA – TON VAN DEN BOSCH SINGAPORE



TON VAN DEN BOSCH

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Expertise

Ton is a corporate, infrastructure and project development specialist with a strong reputation in the energy, offshore, logistics, ports, transportation, infrastructure and terminals industries working in frontier and emerging markets in Africa and Asia. He has more than 10 years' experience with international law firms in Singapore, Amsterdam, New York and Jakarta, and 10 years' experience as GC, first of a global oil & gas contractor and, more recently, of a global terminal operator headquartered in the Philippines.

Ton is a member of the board of the maritime & offshore committee of the Dutch chamber of commerce in Singapore and a regular author and speaker on topics related to oil, gas, LNG, terminals, logistics, supply chain and corporate finance. Ton qualified in the Netherlands, is qualified to practise in England and Wales and is registered as a foreign lawyer in Singapore.

Experience (including pre-AG experience)

- Advising an oil & gas contractor on the sale of single-point mooring systems for deployment in oil terminals in South America, the Middle East, Africa and Southeast Asia.
- Advising the owner on the sale of a 55% stake in the FPSO Jotun A to an oil major.
- Greenfield and brownfield development of tank storage terminals, iron ore terminals and container terminals, including in Madagascar, Nigeria, Liberia, Pakistan, Indonesia and the Philippines.
- Acquisitions and disposals of terminals in the Netherlands, Japan and in India.
- Distressed acquisition of an FPSO for potential deployment in Africa.
- Advising the owner on the deployment and conversion of the FPSO Aoka Mizu for the Nexen operated Etrick field in the UK sector of the North Sea.
- Advising the owner on the deployment of the FPSO Munin on the Statoil and CNOOC operated Lufeng field in the South China Sea.
- Advising the owner on the deployment, upgrade and US\$180m project financing of the FPSO Glas Dowr for the ENI operated Kitan field off Timor-Leste.
- Advising Cairn Energy plc on the SNE (Sangomar) project offshore Senegal.

OUR TEAM IN ASIA – CHAU EE LEE SINGAPORE

CHAU EE LEE

Partner

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Chae Ee is a partner in our Singapore office..

He has considerable experience in contentious and transactional matters relating to construction and engineering projects covering virtually every construction sector, including pipelines (gas and sewerage), oil and gas (offshore oil platforms and petrochemicals), district cooling plants, roads, bridges, shipyards, canals, power (gas-fired thermal/gas-fired cogeneration), utilities (water/waste), ports, process plants (waste to energy/fertiliser), biodiesel plants, signalling and telecoms rail system, harbour, light rail, hotels, residential, retail/commercial, schools, business parks, islands, cities, sports and leisure and theme parks, with a particular focus on energy and infrastructure.

Chau Ee has worked on construction and engineering projects in jurisdictions such as Singapore, Malaysia, Indonesia, Thailand, Vietnam, People's Republic of China (including Hong Kong), Republic of China, Oman, UAE, Qatar, Bahrain, Egypt, Afghanistan, Ukraine, Kazakhstan and the UK.

CHAU EE'S EXPERIENCE

Below are some of Chau Ee's experience (including pre-AG experience); he has advised:

- a major international pharmaceutical company on its EPC contract for its pharmaceutical plant in Bogor
Advising an engineering contractor in relation to an ICC arbitration concerning an LNG plant in Kazakhstan
- an EPC contractor in its dispute with a Dubai governmental agency in respect of the construction of a gas pipeline project in Dubai
- an EPC contractor in its dispute with the employer in a SIAC-administered international arbitration (commenced under the BANI Rules in Indonesia) for an offshore oil platform project in East Java
- the developer on all construction project documentation (including EPC and O&M contracts) for the design, construction and commissioning of its gas-fired thermal power plant in Taipei
- the shareholder and EPC contractor in its dispute with a consulting firm in relation to a US\$2.4 billion clean energy plant in Dubai in a SIAC-administered arbitration seated in Singapore
- a Chinese SOE in its disputes with a Kazakhstan government entity in relation to a multi-billion USD project encompassing the start- to-finish (exploitation process through construction of mining, fuel assembly and nuclear power plants) phases of an entire nuclear power project with potential international arbitration proceedings.
- a heavy engineering contractor in an ICC arbitration regarding the provision of a new automated screening facility for the port authorities of the Kingdom of Saudi Arabia on an EPC turnkey basis including claims for wrongful termination
- a project company on the renegotiation of its concession agreement and all construction project documentation including the Development Agreement, the EPC contract and contracts with parties down the supply chain in respect of its port container terminal project in Salalah
- a Dubai government agency in its dispute with its contractor in an ad-hoc arbitration under UNCITRAL Rules in respect of the large-scale expansion works for its shipyard in Dubai
- a Bahraini governmental agency on the lead design master planning consultancy agreement in the high-profile US\$ 1 billion Bahrain Financial Harbour project
- a major Bahraini investment bank as funder/developer in its prestigious US\$ 1.5 billion Bahrain Bay development based on a partnering approach with early contractor involvement adopting the FIDIC 4th standard form of construction contract

OUR TEAM IN ASIA – MARCUS COLLINS SINGAPORE



MARCUS COLLINS

Legal Director, Singapore

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Expertise

Marcus is an emerging markets expert who advises clients on a variety of transactions in various sectors across the ASEAN region. His expertise includes project finance, especially in relation to infrastructure and renewable energy projects, M&A, property and property finance, and private equity and private clients.

Marcus is a dual qualified attorney in the Netherlands and New York, with more than 30 years' experience in the United States, the Netherlands and South East Asia.

Experience (including pre-AG experience)

- Advised downstream operators including Bangkok Synthetics, Bangkok Polyethelene and HMC Polymers and lenders, including IFC on Thai Caprolactam's expansion on various stages of development including bottlenecking and financing.
- Acted for Thai shareholders in relation to one of the largest Hydropower projects to date in Laos.
- Acted for Water Fund Holland on the disposition of its share in a Vietnamese water company.
- Advised a French energy company on the structuring of its Indonesian businesses.

OUR WIDER TEAM



RICHARD GOODFELLOW

Partner, Head of Infrastructure and Energy

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Expertise

Richard specialises in large-scale infrastructure projects, acting for developers, equity, debt and the supply chain.

Experience

- Advising Octopus on its purchase and white label arrangement with Coop Energy.
- Relationship partner for SSE retail including all of its smart metering and licence work.
- Advising Haven, Opus and Npower on energy retail issues over several years.



RORY CONNOR

Partner, Infrastructure, Projects and Energy

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Expertise

Rory specialises in project development and finance in the energy sector. He advises project sponsors, lenders and procuring entities on matters relating to project structuring, construction and project finance, as well as project investments, acquisitions and disposals in the oil & gas, conventional power, hydropower, nuclear and renewables sectors.

Experience

- Advising Nigerian National Petroleum Company (NNPC) on: (i) a transaction with Sterling Oil Exploration & Energy Production Company Ltd. (SEEPCO) for the financing of the exploration and development of Nigerian upstream licence area OML 13 as well the related establishment and structuring of a mid-stream gas joint venture; (ii) a transaction with CMES-OMS Joint Venture Limited for the financing of the exploration and development of Nigerian upstream licence area OML 65 as well the related establishment and structuring of a mid-stream gas joint-venture; and (iii) the joint development and financing of Nigerian upstream licence area, OML 111.
- Advising LNG Canada (jointly owners by Royal Dutch Shell, PetroChina, KOGAS and Mitsubishi Corporation) on the USD 10 billion EPC contract for a 6.8 million tpy LNG liquefaction and export facility located at a site in Kitimat, British Columbia, Canada.
- Advising ACWA Holding and Air Products on the construction and financing of a US\$2 billion air separation unit for the supply of industrial gases to Saudi Aramco at Jazan, Saudi Arabia.
- Advising BW Maritime, and its partner Itochu, on its bid for an LNG floating storage unit project, located offshore Bahrain.
- Advising Anadarko Petroleum Corporation on the construction and development of the 2 x 6.4 mtpy Mozambique LNG project.
- Advising Japan Bank for International Cooperation and Asian Development Bank on the project finance facilities for the 2,500MW Gulf SRC Gas-Fired Combined Cycle Power Plant Project in Thailand.



DAVID MCEWING

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Expertise

David is an energy specialist, having advised oil and gas companies, oilfield services business and their debt equity funders in the UK, and internationally, for over 25 years.

David has led a large number of complex cross-border corporate transactions and acquisitions of oilfield interests in a corporate wrapper. He has also acted for a large number of corporates and private equity houses – based in the US, Norway and UK – who have invested into oilfield service companies in the UKCS, NCS and other jurisdictions including the MENA and ASEAN regions, Australia and West Africa.

Experience

- Acting for a Nigerian E&P business on its acquisition of a Production Unit and related upstream projects (vessel chartering, proximity agreements, helicopter chartering, oil services, and O&M contracts) and the first stage development of a 500km dual pipeline system.
- Acting for a large number of Private Equity houses (based in U.S., Norway and United Kingdom) investing into Oil and Gas service companies in the UKCS and other jurisdictions, including U.A.E, MENA and ASEAN regions, West Africa, Brazil, China and Kazakhstan.
- Advising Wintershall Norge AS in the disposal of the entire share capital of Wintershall (UK North Sea) Limited to Dutch registered SPV MNS Oil and Gas B.V., a subsidiary of MOL.
- Acting for a Dubai headquartered Oilfield services group in connection with the acquisition of an oil service business.



ANGUS ROLLO

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Expertise

Angus has over 25 years' experience of advising on public and private M&A, capital markets, joint ventures, complex reorganisations, and private equity and investment transactions.

He has particular expertise in the energy and natural resources sector, including in Africa.

Experience

- Advising BP on the sale to Essar of its interest in the Kingsbury storage terminal, its Northampton storage terminal and part of its interest in the UKOP pipeline.
- Advising Seven Energy on its acquisition from Oando plc of East Horizon Gas Company Limited, a gas distribution and marketing company that operates the 128 km East Horizon gas pipeline in Nigeria.
- Advising Seven Energy on the acquisition of numerous upstream interests onshore Nigeria, including the acquisitions of interests in SRL 905, SRL 907 and SRL 917.
- Advising Cairn Energy on its £414 million recommended takeover of Nautical Petroleum plc
- Advising BP on the sale of its Belfast storage terminal to Puma Energy.



ED WATT

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Expertise

Ed supports our clients with corporate and commercial advice including acquisitions and disposals of ship-owning businesses; joint venture agreements; charterparty, tenders and project negotiations; operating agreements, bareboat charter and leasing structures.

Ed specialises in ship sale and purchase, offshore commercial contracts and ship registration, in addition to large-scale projects with any marine dimension.

Experience

- Supporting the £97m purchase of two new-build LNG passenger ferries from Ferguson Marine Engineering.
- Advising Scottish clients in relation to a £95m, 10 year PFI offshore support subcontract for performance of maintenance and repair of moorings on behalf of the Ministry of Defence.
- Representing an oilfield services business upon the shipbuilding contract, pre-delivery securities, delivery and registration of a US\$42m anchor handling vessel.
- Supporting a Bermuda corporation upon a \$80m fleet renewal project for offshore vessels built at shipyards in China.



JOHN EMERTON

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Expertise

John is a commercial litigator who specialises in the resolution of construction, energy and projects disputes, including litigation, domestic and international arbitration and adjudication. He also advises clients in the water and energy sectors on risk management and dispute avoidance.

He is joint head of the firm's Energy and Utilities Group and a non-executive director of the Energy Industries Council (EIC). He has a MSc. in Construction Law and Arbitration.

Experience

- Acting for a contractor in relation to a \$150m power station construction dispute.
- Acting for an oil and gas supermajor in relation to construction defects and related commercial matters.
- Advising a platform construction contractor in relation to multi-million pound disputes and multiple LCIA arbitrations.
- Acting for various NHS Trusts or PFI providers advising on very high value defects and other construction claims (with a value of over £100m).



JON TWEEDALE

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Expertise

Jon has over 20 years' experience of advising on international commercial disputes and has acted as Counsel for multinationals, banks and governments in international arbitrations under most arbitral rules, including arbitrations under the LCIA, ICC, ICSID and UNCITRAL rules seated in London, Paris and Vienna.

Jon specialises in the energy (oil, gas and renewables, including solar), life sciences (pharma and biopharma, including gene therapy programmes), manufacturing and engineering, banking and finance, retail, hospitality and professional services sectors.

Experience

- Representing BP in the first case brought to trial under the Shorter Trials Scheme, in which a US\$70 million claim against BP was successfully defeated in the Court of Appeal.
- Acting as Counsel for the Respondent (a Singaporean entity) in a major ICC international arbitration relating to claims in excess of US\$100m concerning the rights to a gas field located in Asia.
- Acting as Arbitrator in a major ICC arbitration concerning substantial claims arising from a multi-billion dollar M&A transaction in the energy sector in Latin America.
- Representing the oil major BP in respect of a £80 million claim in the Commercial Court in London relating to the operation of a North Sea asset.
- Representing a US energy client in relation to a multi-million dollar dispute concerning a joint venture to operate a power station in Pakistan.
- Representing a client in relation to a dispute concerning the construction and operation of a solar farm.

