

# DEAL LIST: FOCUS ON OIL & GAS

February 2015

## REGIONAL DEAL LIST – FOCUS ON OIL & GAS

DFDL has the following experience\* set out below:

Country	Project	Client	Description of project and MLG's/DFDL involvement
Asia, Europe and USA	<b>Itochu Corporation and Itochu Petroleum Singapore</b>	<i>Petroleum Trading</i>	Advised a Japanese trading house on all aspects of its trading activities in oil, oil products and derivatives and shipping including all pertinent commercial contracts, intra-company arrangements, trading contracts and regional compliance issues.
Cambodia	<b>Efficient restructuring for the potential divestment / Due Diligence</b>	<i>Chevron Global Energy Inc./Chevron International Pte. Ltd. (Chevron House, Singapore)</i>	Advised on all aspects of its investment /potential divestment of interests in Chevron's Cambodian entities in Cambodia, including conducting a Due Diligence/Vendor Due Diligence for the purchase of shares in Cambodian entities.
Cambodia	<b>Caltex Singapore</b>	<i>Petroleum Retail Company</i>	Provided all legal advice and documents for establishment of largest petroleum retail company in Cambodia, with 29 petrol stations, eight convenience stores, oil terminal in port city and related projects. Project value: USD 50M
Cambodia	<b>Chevron South Asia, Thailand</b>	<i>Oil &amp; Gas Exploration</i>	Advising Chevron in connection with its oil and gas exploration activities and PSC arrangements in Cambodia.
Cambodia	<b>Esso/Exxon</b>	<i>Esso/Exxon bid for offshore exploration block</i>	Full scope of advice to client related to bid for offshore oil and gas exploration block.
Cambodia	<b>International tanker and logistics entity</b>	<i>Proposed FPSO</i>	Advising an international tanker and logistics entity on all aspects of its proposed FPSO in Cambodian waters (the first transaction of its kind in Cambodia).
Cambodia	<b>Mitsui Oil Exploration Co Ltd. (MOECO)</b>	<i>MOECO Oil &amp; Gas Exploration (MOECO, Tokyo)</i>	Advising on certain aspects of the exploration works in an onshore project.
Cambodia	<b>Total Exploration, production and distribution</b>	<i>Total Exploration &amp; Production, Paris</i>	Advising on legal framework and providing legal services/advice in relation to the oil and gas sector.
India	<b>Tomen Corp.</b>	<i>LNG Production</i>	Advised client, as developer in connection with a proposed integrated LNG production, transport, supply and

\*Please also see the experience of individual advisers prior to joining DFDL set out in their CVs at <http://www.dfdl.com/people>.

Country	Project	Client	Description of project and MLG's/DFDL involvement
			distribution network from the Middle East to north central India.
Indonesia	<b>Oil &amp; Gas company</b>	<i>Three farm-outs with different farmees</i>	Advising client in respect of three farm-outs with different farmees, including drafting and negotiating the farm-out agreements, JOAs and related agreements and reviewing the related Production Sharing Contracts for relevant terms. (2014)
Lao PDR	<b>Salamander</b>	<i>Exploration and Exploitation of Petroleum</i>	Advised Salamander in relation to the development of exploration and exploitation of petroleum and gas in Lao PDR – Savannakhet (including licensing assistance, review of production sharing contract).
Malaysia	<b>International Bank</b>	<i>Fuel oil</i>	Advised an international bank on an off-balance sheet structured MSU fuel oil and purchase facility with storage and collateral management aspects in Malaysia.
Malaysia and Singapore	<b>Malaysian and Singaporean companies</b>	<i>Diesel oil trading</i>	Advised Malaysian and Singaporean companies on all aspects (including shipping) of their trading activities in diesel oil.
Myanmar	<b>ExxonMobil</b>	<i>Distribution agreements</i>	Advising on compliance matters regarding downstream distribution agreements.
Myanmar	<b>Foreign Oil &amp; Gas exploration companies</b>	<i>Establishment of presence</i>	Continued advice to foreign oil and gas exploration companies in securing farm-in agreements and establishing their presence in Myanmar via local entities along with negotiating and drafting PSA and obtaining all relevant government approvals and licenses.
Myanmar	<b>Oil &amp; Gas company</b>	<i>Production sharing contract</i>	Advised the client in respect of the Production Sharing Contracts, drafting and negotiating related carried interest agreements, a GORR and a JOA. (2014).
Myanmar	<b>Oil &amp; Gas company</b>	<i>Production sharing contract</i>	Advised the client in respect of the Production Sharing Contract, drafting and negotiating a JOA and structuring issues for an onshore block. (2014).
Myanmar	<b>Oil &amp; Gas Companies</b>	<i>Oil &amp; Gas Bid Rounds</i>	Advised clients in relation to Myanmar's oil and gas bid round procedures, production

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			sharing contract terms and corporate structuring and establishment issues. (2013-2014)
Myanmar	<b>Lender</b>	<i>Issues relating to financing of Oil &amp; Gas activities</i>	Advice to a potential lender to a participant in a Myanmar oil and gas project.
Myanmar	<b>Lender</b>	<i>Offshore Drilling Project</i>	Advising a lender in Myanmar on the construction of a major international pipeline for an offshore drilling project.
Myanmar	<b>Oil &amp; Gas Companies</b>	<i>Production Sharing Contracts</i>	Preliminary advice to various oil and gas companies in respect of production sharing contracts terms and bid round procedures.
Myanmar	<b>Oil &amp; Gas company</b>	<i>Establishment of Myanmar Office</i>	Advice in respect of establishing a branch office and other issues related to their presence in Myanmar.
Myanmar	<b>Oil &amp; Gas service companies</b>	<i>Oilfield Service Companies</i>	Advice to oil and gas service companies in connection with establishment of their activities in Myanmar.
Myanmar	<b>Private equity houses and Oil &amp; Gas companies</b>	<i>Production sharing contracts and farm-ins</i>	Advice to private equity houses and oil and gas companies in connection with farm-in arrangements and the underlying Production Sharing Contracts, including tax structuring.
Myanmar	<b>PTTEP</b>	<i>Commercial Work</i>	Advising on contract work for PTTEP in Myanmar.
Singapore	<b>Itochu Corporation and Itochu Petroleum Singapore</b>	<i>Receivables Financings</i>	Advised Itochu Corporation and its Singapore subsidiary, Itochu Petroleum Singapore, on all aspects of their off-balance sheet petroleum trading receivables financings.
Thailand	<b>JSX Energy Holding Limited / Rockstone Energy</b>	<i>Due diligence</i>	Advised clients on legal due diligence on an offshore limited company and the Thai Petroleum concession held by it.
Thailand	<b>GS Caltex Corporation, Korean</b>	<i>Transfer of Participated Interest in Thai Petroleum Concession</i>	Assisted GS Caltex to apply for approval from the Department of Mineral Fuels, Ministry of Energy to transfer rights, benefits, and obligations under concessions L10/43 and L 11/43.
Thailand	<b>Pan Orient Energy Corp</b>	<i>Thai Oil &amp; Gas Disposition</i>	Advising Pan Orient Energy regarding the sale of an equity interest in its subsidiary, the concession holder for petroleum block

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			L53, to a wholly owned subsidiary of Sea Oil Public Company Limited of Thailand. (2014-2015)
Thailand	<b>Pan Orient Energy of Canada</b>	<i>Farm-in concession</i>	Advised the client in respect of a farm-in to concession L45/50 in Thailand. (2012-2013)
USA	<b>Bank of Montreal, New York</b>	<i>Petroleum Production Payment Financing</i>	Advised Bank of Montreal, New York as lender in connection with a USD 500M petroleum production payment financing for a large US utility.
Vietnam	<b>BNP-Paribas, Tokyo</b>	<i>Insured Loan</i>	Advised BNP-Paribas, Tokyo as lender in a USD 300M NEXI-insured loan to the Ministry of Finance of Vietnam, on-lent to PetroVietnam for construction of the Dung Quot refinery.
Vietnam	<b>Lenders</b>	<i>FPSO Financing</i>	Acting as legal counsel to the lenders for a FPSO Financing to a Malaysian Oil and Gas Group investing in Vietnam.
Vietnam	<b>PetroVietnam as the Offerer</b>	<i>PetroVietnam – International Bonds</i>	Acted as legal counsel to the Oil and Gas General Corporation of Vietnam (“PetroVietnam”) on an offering of international bonds. Responsible for preparing a due diligence report on the status of PetroVietnam and advising on legal issues relating to the issuance of international bonds.