



**GRATA**  
INTERNATIONAL

| OIL & GAS

Our Oil and Gas team has extensive experience delivering complex projects. We have more than 250 highly qualified lawyers, who specialise in various aspects of the law to offer a fully integrated service.

With over 30 years of experience working on oil and gas transactions, we provide full legal support throughout the entire value chain.

We will support and guide you through the rapidly changing environment of markets and help you to evaluate risks as well as opportunities.





M&A in subsoil projects: legal due diligence, drafting purchase agreements, transfer of assets, obtaining a waiver in purchasing subsoil objects from state authorities

Legal support in obtaining subsoil use rights

Advice on subsoil use contracts

Legal support in establishing and operation of joint ventures

Environmental audit and litigation

State control and regulation: legal advice and representation

Taxation and tax dispute: audit and litigation

Transfer pricing: export structuring, audit, litigation

Production sharing agreement

Joint venture agreement

Dispute resolution and other services

## EXPERIENCE



- Established a subsidiary of Saudi Aramco in Azerbaijan, advised on PSA tax regime in the country, on laws on employment, laws on immigration, contracts, etc.;
- Advised ONGC Videsh (India) on the acquisition of the stake in ACG and BTC;
- Advised a large Japanese bank on the acquisition of an interest in a loan and facility arrangement involving “Baku-Tbilisi-Jeyhan” main export pipeline as security. Conducted due diligence and prepared several memorandums, advised on effectiveness and due registration of respective land and facility hypothecation agreements, etc.;
- Legal support of the project on equipping the facility for an industrial painting of metal structures with heating equipment on alternative (non-gas) fuel sources, reconciliation of project documentation and its examination, legal support in obtaining documents necessary for acceptance of the facility into operation;
- Legal support of the investment project on construction of a complex for the reception, storage, processing and dispensing of liquefied petroleum gases by both rail and road transport: preparation of the investment agreement, general construction contract, sale and purchase agreements for complex equipment;
- Legal support of the process of obtaining rights to additional land for the construction of off-site gas supply networks on lands not provided to the investor for the period of construction of such networks;
- Advising international contractors working in Georgia's oil and gas pipeline projects on tax, corporate and labour law issues;
- Legal support one of the Kazakh state-owned entities in the process of alienation of its share in GE subsidiary;
- Advising Baker Hughes, an American international industrial service company and one of the world's largest oil field services company, on the creation of two joint ventures with local partners in Kazakhstan;
- Advising Korean National Oil Corporation (KNOC) on exiting from the Zhambyl project in the Caspian Sea (USD 250 million investments exploration project): structuring the sale of a 27% stake in Kazakhstan's offshore Zhambyl oil block, drafting and negotiating the Sale Purchase Agreement (SPA) and assignment agreement with KazMunaiGas (Kazakhstan National Oil and Gas Company);
- Advising Total SA in the acquisition of Maersk Oil;
- Advising Chifeng Debao Real Estate Development Co., Ltd on the acquisition of the refinery plant and transfer of rights under subsoil use licenses;

## Experience

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- Advising Gazprom EP International B.V. on tax implications and risks arising in Kyrgyzstan in connection with the intended provision of services by the 100% Dutch subsidiary to the group holding company in the Netherlands;
- Advising a Chinese petroleum corporation on transfer restrictions and antimonopoly requirements;
- Advising a Kazakh gas company on the reorganisation of subsidiaries in the Kyrgyz Republic;
- Advised on revising articles of Association of Rosneft Mongolia LLC, a major wholesaler and retailer of petroleum products in Mongolia;
- Advised a Cyprus investment company on the regulation of petroleum-related production and wholesale in Mongolia;
- Advised a Cyprus investment company on legal protection for the production technology of petroleum products and excise duties on petroleum products in Mongolia;
- Advised a Belarusian investment company on obtaining oil refinery licenses;
- Assisting a leading Russian public petroleum corporation in negotiations with the Government of Uzbekistan of the terms and conditions of the projects:
  - (i) on exploration and development of oil deposits in Uzbekistan, including the establishment of a joint venture company for upstream oil production at three oil deposits and production sharing agreement for exploration and development of a greenfield oil deposit;
  - (ii) acquisition of 51% shares in the tire manufacturing state-owned business entity;
  - (iii) on construction and operating natural gas and fuel stations in Tashkent province and city of Tashkent of Uzbekistan.
- Assisted with reviewing and negotiations of the Production Sharing Agreement, Exploration Agreement, Production Enhancement Contract and a Resolution of the President of Uzbekistan, provided comparative analyses on applicable various corporate and contract structures, advises on customs and tax matters, licensing and permitting issues, etc.;
- Assisting a leading Japanese natural resources corporation in negotiations with the Government of Uzbekistan of the terms and conditions of the project on the exploration of uranium deposits in Uzbekistan. Assisted with drafting and negotiations of the Production Sharing Agreement, Exploration Agreement and a Resolution of the President. Managing the process of obtaining of exploration licenses, permits and land allotments. Advising the client on Production Sharing Agreements laws, including legal analyses of provisions on recoverable and non-recoverable expenses, commercial discovery, proving reserves and their consequent state registration, stability provisions, taxation, customs, licensing, IRR, cost product, profit product, export of product, dispute resolution, access to resources, and other matters (the "Best Energy and Natural Resources Deal of the Year" by the China Business Law Journal Awards 2016);

## Experience

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- Assisting a leading European NYSE-listed petroleum corporation on anticorruption laws of the Republic of Uzbekistan with particular emphasis on oil and gas sector, including licensing and permitting procedures, gaining rights for oil and gas deposits, etc. Advising on subsoil, production sharing agreement, environmental, health and safety, licensing, corporate and investment laws in connection with a potential hydrocarbon exploration and development project with the State;
- Advising a leading French uranium company on the establishment of a Joint Venture with the Government of Uzbekistan for exploration and development of uranium deposits;
- Advising Repsol, a leading Latin American oil and gas company regarding the acquisition of a 100% stake in the Russian company Evrotek, a mineral developer;
- Advising a German bank on a syndicated secured loan of USD 125 million for a Russian oil company and its restructuring;
- Advising a German bank on pre-export financing to a number of Russian oil companies;
- Advising a French bank on a USD 100 million syndicated secured loan for a Russian oil company;
- Advising a British bank on the issue of Eurobonds, loan participating bonds in the amount of RUB 2.5 billion as part of its issuing debt programme to finance a loan to a borrower engaged in oil transportation;
- Advising a major Russian energy company on gas supplies to its foreign counterparties;
- Advising a foreign participant on aspects of the Russian law regarding a production sharing agreement in the Russian Federation and provision of support to the joint development of oil and gas fields in the Russian Federation by several partners;
- Advising a major Japanese trading house regarding the supply of gas facilities to gas-distributing plants for a Russian energy company;
- Representation of a major international oil trader regarding a USD 1 million dispute with a Russian oil company arising from crude oil exports, as well as representation of the client in enforcement proceedings;
- Represented the interests of Samara-Nafta CJSC (oil fields and oil production), an affiliate of the American Hess Corporation, in court and challenged the results of an on-site tax audit with an additional amount of USD 500,000;
- Advising Newsco International Energy Services on recovering debt under a contract previously signed with a Russian company. The amount of the dispute was USD 2.25 million;
- Advising and representing Volzhsky Research and Design Institute of Fuel and Energy Complex LLC in court on protecting the invention rights to a mass transfer contact device for liquid-gas interaction, as well as on the execution of intellectual rights (obtaining a patent in respect of a utility model);

## Experience

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- Advising Togliatti Nitrogen OJSC on registration and obtaining permits for the use of technical devices, including industrial safety expertise and preparation of missing technical documents;
- Representing a major oilfield service company in a dispute with Serbia's largest oil company to recover the debt on work performed and a counterclaim to recover losses due to an oil well accident. The proceedings were held under the rules of the Arbitration Institute of the Stockholm Chamber of Commerce, applying Serbian law. The value of claims exceeded EUR 400,000. Also advising the company on the appointment of a forensic examination of the causes of the oil well accident in a court dispute over the recovery of losses totalling over USD 800,000;
- Legal support to the Client's transaction for the sale of valves for one of the fields of Rosneft PJSC;
- Provision of both legal and economic support to Neftebaza Yuzhnaya LLC, a petroleum products wholesaler, in preparation for a tax audit;
- Advising TsPE Rustoplivo LLC, one of the leading companies examination of hazardous production facilities, on its day-to-day operations;
- Facilitating a transaction between the Client and Gazpromneft PJSC for transferring the management of some filling stations in the Moscow region;
- Advising China Development Bank on the financing of a Tajik oil refinery;
- Advising a major Chinese oil and gas company on divestiture under local laws;
- Advising a Belgian company on lubricant labelling requirements;
- Drafting memorandum for a major Chinese petroleum company on subsoil regulation in Tajikistan;
- Representing the interests of an oil-producing company with foreign investments in litigation related to the cancellation of an oil production license;
- Legal support of a Ukrainian bank in litigations related to the foreclosure of mortgaged property (a network of gas stations) toward debt repayment under loan agreements;
- Legal audit of a gas terminal owned by an international oil company upon the request of a potential purchaser;
- Full legal support of operational activities of a Ukrainian gas supply company.

**PROMINENT LAW FIRM REGULARLY  
PROVIDING LEGAL SUPPORT TO  
INTERNATIONAL CLIENTS ACTIVE IN THE  
OIL AND GAS AND MINING INDUSTRIES.  
Chambers & Partners, 2020**

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# ABOUT GRATA INTERNATIONAL

GRATA International is a dynamically developing international law firm which provides services for projects in the countries of the former Soviet Union and Eastern Europe: full coverage of the entire region with network of offices, highly qualified team of professionals suited for cross-border projects. Firm's reputation and expertise are confirmed by testimonials from transnational clients and leading international ratings.

A wide network of office operating under one system and platform delivers great convenience for our clients. Any office can act as a "one-stop-shop" for its clients and provide them with access to services in other cities and countries. If necessary, inter-office teams with relevant experience are assembled to provide solutions to complex tasks. Service quality is assured by a clear system of organisation of this process.

GRATA International is present in the following jurisdictions: **Azerbaijan** (Baku), **Belarus** (Minsk), **Georgia** (Tbilisi), **Kazakhstan** (Aktau, Almaty, Atyrau, Nur-Sultan, and other cities), **Kyrgyz Republic** (Bishkek), **Moldova** (Chisinau), **Mongolia** (Ulaanbaatar), **Russia** (Moscow, St. Petersburg, Rostov-on-Don, Samara), **Tajikistan** (Dushanbe), **Turkmenistan** (Ashgabat), **Turkey** (Istanbul), **Ukraine** (Kyiv) and **Uzbekistan** (Tashkent).

In addition to its offices, GRATA International has representatives in the **UK** (London), **Germany** (Frankfurt), the **USA** (New York), **China** (Beijing, Hong Kong), **UAE** (Dubai), **Russia** (Kazan), **Malaysia** (Kuala Lumpur) and **Switzerland** (Zurich).

GRATA International is regularly acclaimed by leading international rankings: **Chambers Global**, **Chambers Asia-Pacific**, **Legal 500**, **IFLR1000**, **WWL**, **Asialaw Profiles**, and is featured in Deals of the Year Awards by **China Business Law Journal**.

## Key Industry Sectors:

- Banking and Finance
- Construction and Infrastructure
- Industry and Trade
- Mining
- Oil and Gas
- Technology, Media & Telecommunications
- Transport
- Pharmaceuticals and Healthcare



250+

Professionals



20

Countries of presence



6000+

Clients



11 000+

Projects

# Global presence



Integrated  
offices

**Azerbaijan**  
Baku

**Belarus**  
Minsk

**Georgia**  
Tbilisi

**Kazakhstan**  
Aktau  
Almaty  
Atyrau  
Nur-Sultan, etc.

**Kyrgyzstan**  
Bishkek

**Moldova**  
Chisinau

**Russia**  
Moscow  
Rostov-on-Don  
St. Petersburg

**Tajikistan**  
Dushanbe

**Turkmenistan**  
Ashgabat

**Ukraine**  
Kyiv

**Uzbekistan**  
Tashkent



Associate  
offices

**Mongolia**  
Ulaanbaatar

**Russia**  
Samara

**Turkey**  
Istanbul



Representatives

**China**  
Hong Kong  
Beijing

**Germany**  
Frankfurt

**Malaysia**  
Kuala Lumpur

**Russia**  
Kazan

**Switzerland**  
Zurich

**UAE**  
Dubai

**UK**  
London

**USA**  
New York

Local Knowledge for Global business