



GRATA
INTERNATIONAL

OIL & GAS

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: Armenia (Yerevan), Belarus (Minsk), Azerbaijan (Baku), Cyprus (Limassol), Georgia (Tbilisi), Kazakhstan (Aktau, Almaty, Atyrau, Astana and other cities), Kyrgyz Republic (Bishkek), Moldova (Chisinau), Mongolia (Ulaanbaatar), Russia (Moscow, St. Petersburg, Rostov-on-Don, Samara), Tajikistan (Dushanbe), Turkmenistan (Ashgabat), Turkey (Istanbul), UAE (Dubai), 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), Switzerland (Zurich), Malaysia (Kuala Lumpur).

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



> 22

countries of presence



> 31

years of experience



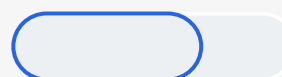
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professionals



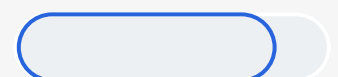
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practice areas



7 700+

clients



15 000+

projects



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

GRATA International has over 30 years of experience working on Oil & Gas transactions, providing full legal support throughout the entire value chain.

We will support and guide you through the rapidly changing market's climate and help you to evaluate risks as well as opportunities.

SERVICES

Legal support in obtaining subsoil use rights



Advising on subsoil use contracts



Advising on contracts for supply and transportation of gas and oil products, including those using "take-or-pay" principles



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



Legal support in establishing and operation of joint ventures



Audit of companies' activities for compliance with the requirements of environmental legislation, support of environmental disputes



State control and regulation: legal advice and representation



Tax audit and tax disputes



Transfer pricing: export structuring, audit, litigation



Production sharing agreement



Joint venture agreement



Dispute resolution and much more



EXPERIENCE

- Advised Optilan (UK) Limited, a subcontractor of a major oil company in Azerbaijan on corporate aspects of dissolution, incorporation of an LLC and assets transfer from the entity that is being liquidated;
- Advised Aggreko (Middle East) Limited, provider of engineered power, cooling, heating and compressed air solutions for oil & gas upstream, midstream and downstream operations;
- Advised the foreign oil company on acquisition of a participation interest of SOCAR under a PSA in relation to a gas field in the Republic of Azerbaijan; conducted legal due diligence of the operating company under the PSA, reviewed material contracts and other transaction documents, and provided the client with a Due Diligence Report; advised the foreign oil company on employment, environment, licenses/permits, antitrust, security, legal/practical risks that may arise in connection with the transaction;
- Drafting contracts for the export supply and transportation of gas and oil products using the "take or pay" principles and supporting the structuring of such transactions;
- Drafting contracts for the supply of equipment for oil processing by non-residents and advising on their implementation in the territory of the EAEU countries;
- Legal support of the investment project on construction of a complex for the reception, storage, processing and dispensing of liquefied petroleum gases: preparation of the investment agreement, general construction contract, sale and purchase agreements for complex equipment;
- Advising Korean National Oil Corporation (KNOC) on exiting from the Zhambyl project in the Caspian Sea (USD 250 mln. 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 & Gas Company);
- Advising Total SA in acquisition of Maersk Oil;
- Advising Borealis AG on various legal issues of the project for the construction of a polyethylene plant in the Atyrau region (investment amount - USD 6.5 billion), including issues of concluding an intergovernmental agreement;
- Successfully represented Oriental Sunrise Corporation Ltd. in the consideration of the largest case to date (in the amount of more than USD 330 million) in the history of the Court of the Astana International Financial Center ("the AIFC Court") between the shareholders of one of the largest Kazakhstani oil companies;

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The team's significant knowledge, high degree of accountability, and willingness to go above and beyond were all on display when providing services...”

- Chambers Global Guide 2023

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EXPERIENCE

- Successfully representing the Chinese state company Great Wall, the main drilling company of CNPC in Kazakhstan, regarding a tax dispute related to corporate income tax and VAT charges;
- Advising Carbon Capital, a member of a large oil conglomerate company in Kazakhstan that holds numerous significant oil fields in the West Kazakhstan region in an indirect acquisition of 50% of Turgai Petroleum, where the other 50% belongs to CNPC. Our services included drafting the SPA and obtaining the governmental consent for the transaction;
- Representing First International Oil Corporation, a subsidiary of a large oil conglomerate Sinopec, which holds numerous significant oil fields in the West Kazakhstan region in the process of the voluntary liquidation and subsequent bankruptcy of one of its subsidiaries named Aral Petroleum Company;
- Advised on revising article of Association of Rosneft Mongolia LLC which carry out wholesale and retail petroleum products in Mongolia;
- Advised on regulation of petroleum related production and wholesale in Mongolia to Cyprus investing company;
- Advised on legal protection for production technology of petroleum products and excise duties on petroleum products in Mongolia to Cyprus investing company;
- Assisting the leading Japanese natural resources company in negotiations with the Government of Uzbekistan on the terms and conditions of the project on 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 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);
- Assisting the leading European NYSE-listed petroleum corporation on anti corruption laws of the Republic of Uzbekistan with particular emphasis on the Oil & Gas sector, including licensing and permitting procedures, gaining rights for Oil & 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 the leading French uranium company on establishment of a Joint Venture with the Government of Uzbekistan for exploration and development of uranium deposits. Advising the client on corporate, commercial, subsoil, licensing, tax, customs laws of the Republic of Uzbekistan;

EXPERIENCE

- Representing the interests of Samara-Nafta CJSC (an oil production company), the majority shareholder of which was the American Hess Corporation. Representation in court in contesting the results of the on-site tax audit with the amount of additional charges of USD 500,000. Also, interests were presented in court for the protection of company assets directly related to oil production in the case by third parties. The company management was advised on tax control and tax optimisation in the context of the company's business;
- Advising Togliatti Nitrogen OJSC (a Russian chemical company, one of the ten largest ammonia producers in the world) on obtaining permits for the use of technical devices, including the expert examination of industrial safety and preparation of missing technical documents;

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High levels of responsibility, professionalism, preparedness and availability were displayed by the GRATA International team.
- Chambers Global Guide 2023

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- Representing a major oilfield services company in a dispute with Serbia's largest oil company to recover debt for work performed and a counterclaim for recovering losses due to an accident at an oil well. The proceedings took place under the rules of the Arbitration Institute at the Stockholm Chamber of Commerce in accordance with Serbian law. The claim amount is over EUR 400,000. Also advising the company on the appointment of a forensic examination of the causes of the accident at an oil well in a litigation to recover losses totaling over USD 800,000;

- Legal support of the Client's transaction for the sale of stop valves for one of Rosneft's oilfields;
- Advising a client in connection with a transaction with Gazpromneft for the transfer of a part of its filling stations in the Moscow region;
- Full legal support of Rustoplivo, one of the leading companies in the field of expert examinations of dangerous production facilities;
- Advising China Development Bank on financing Tajik Oil Refinery, conducting due diligence and issuing a legal opinion;
- Advising a Belgian company on lubricant label requirements;
- Advising a Polish drilling company on doing business and mining regulation in Tajikistan;
- Advising the Chinese company on acquisition of Aman Munai Exploration JSC in Kazakhstan. Carrying out legal Due Diligence of the target;
- Advising Zhongman Petroleum and Natural Gas Group Corp., Ltd. and its group of companies on the corporate matters concerning its Oil & Gas business operations in the Republic of Kazakhstan, including M&A matters;

EXPERIENCE

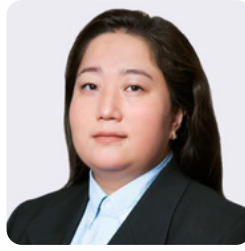
- Advising MIE Holdings Corporation, one of the leading independent upstream Oil & Gas companies in China, on its purchase of 100% shares of Emir Oil LLP for aggregate consideration of USD 170 mln., including obtaining the approvals from the Government of Kazakhstan. Carrying out legal Due Diligence, structuring transaction, negotiating SPA and Shares Pledge Agreements;
- Advising clients on Hydrocarbons prospection, exploration and exploitation licenses;
- Providing clients with information in relation to bidding rounds, types of licenses, their duration, as well as term and conditions;
- Advising clients on negotiating and evaluating contract terms in commercial Oil & Gas transactions.

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Igor Popa

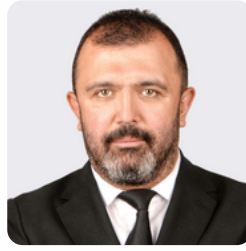
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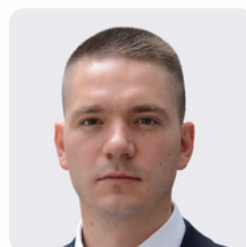
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Global Presence



Integrated Offices

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|--|--|-------------------------------|
| Azerbaijan
Baku | Kyrgyzstan
Bishkek | Tajikistan
Dushanbe |
| Belarus
Minsk | Moldova
Chisinau | Ukraine
Kyiv |
| Georgia
Tbilisi | Mongolia
Ulaanbaatar | Uzbekistan
Tashkent |
| Kazakhstan
Astana
Almaty
Atyrau
Aktau, etc. | Russia
Moscow
Rostov-on-Don
St. Petersburg | Armenia
Yerevan |



Associate Offices

- Cyprus**
Limassol
- Russia**
Samara
- Turkmenistan**
Ashgabat
- Turkey**
Istanbul
- UAE**
Dubai



Representatives

- China**
Beijing
- Germany**
Frankfurt
- Malaysia**
Kuala Lumpur
- Switzerland**
Zurich
- UK**
London
- USA**
New York