



OIL & GAS

Clients comment that the practice *"works together as one integrated unit/team and has complementary skills."*

THE LEGAL 500 EMEA 2020

LEADING ADVISER AND PARTNER

Cliffe Dekker Hofmeyr's (CDH's) Oil & Gas team is the legal partner of choice on your oil and gas projects across the value chain.

We have unique and substantial legal expertise in the upstream, midstream and downstream sectors and advise major independent oil companies, national oil companies, service providers and regulatory authorities in multiple jurisdictions. Our team has a thorough understanding of the geographic and geopolitical factors that shape and impact the oil and gas industry and offers valuable commercial insight to clients embarking on oil and gas projects, in both developed and

emerging markets, worldwide. Our breadth of experience, acting for clients in both the public and private sectors, means we have a comprehensive approach to structuring transactions to address the complex economic and political goals of participants in this sector.

Our lawyers combine intricate knowledge of the oil and gas sector with your unique business realities to achieve your desired results. By choosing our Oil & Gas team as trusted advisers, clients gain access to practical transactional and project advice, advanced contract engineering and seasoned contract negotiators.

"They are well placed to handle cross-border matters. Outside of Africa, they have a good footprint."

CHAMBERS GLOBAL 2024

The team possesses expert knowledge in procurement and regulatory energy law, which it draws on to advise on power procurement programmes beyond South Africa.

CHAMBERS GLOBAL 2023

Clients find the team to be *"competent and demonstrates in-depth knowledge in most areas of expertise,"* observe interviewees, adding that they provide clients with a *"one-stop shop for any speciality areas."*

CHAMBERS GLOBAL 2022

"The team is well balanced with very sound mid-level team members who can provide the bulk of advice needed reasonably cost effectively, with experienced senior oversight."

THE LEGAL 500 EMEA 2022



OUR SERVICES

CDH's service offering is fully integrated so that clients benefit from our ability to provide an entire suite of legal services at each and every stage of an oil and gas project. Our Oil & Gas team offer highly specialised, sector-specific transactional, project and regulatory legal advice which is complemented by the ability to draw on our firm's full range of specialities.



Due Diligence Investigations and Reports

- Title and regulatory compliance due diligences on oil and gas assets
- Entry level requirements for a foreign IOCs or NOCs
- Multi-jurisdictional corporate acquisitions relevant to the acquisition of upstream, midstream and downstream interests
- In preparation for drilling, IPOs, or in anticipation of farm-out/s
- On Extractive Industries Transparency Initiative obligations, compliance requirements and reports



Upstream Services

- Upstream M&A Transactional Agreements (FOAs, Asset Sale and Purchase Agreement and Participating Agreements)
- Joint Operating Agreements
- Drilling and Drilling Support Services Agreements
- Field Development Agreements
- Front-End Engineering Design Agreements
- FPS Design, Build, Charter and Operate Agreement
- EPC, EPCI and EPCM Agreements (pipelines and subsea facilities)
- Gas Sales Agreements and Gas Balancing Agreements
- Crude Offtake Agreements and Lifting Agreements
- Seismic Acquisition and Well Services Service Agreements



Midstream Services

- Multi-client Agreements
- Applications for hydrocarbon permits, rights, licences and concessions, renewals and transfers
- Host government instruments - Rights, Permits, Licenses, PSA's and hybrids, Risk Services, Pure Services, Technical Assistance Agreements and/or Buy-back Services Agreements
- Area of mutual interest Agreements, Study and bid group Agreements
- Third party operator Agreements, Upstream Service Agreements, Technical Services Agreements, and Global framework Agreements
- Unitisation and Unit Operating Agreements
- EPC, EPCI and EPCM Agreements (pipelines and subsea facilities)
- Gas Storage and Regasification Agreements
- LNG Master Sales Agreement
- Gas Transportation Agreements
- Crude oil supply and swap agreements
- BOO, BOT and BOOT Agreements (construction and operation of oil refineries)
- LNG Transportation Agreements
- Financing agreements and shareholders agreements
- Licensing Applications: Pipelines, Storage, Operation and Regasification

OUR SERVICES...continued



Downstream Services

- Sale of Business and Sale of Shares Agreements
- Third party access and user Agreements (pipeline and/storage)
- Supply, marketing and offtake Agreements
- Operating and Retail Agreements
- Bunkering Agreements
- Distribution and Licensing Agreements
- Acquisitions and disposal of oil and gas facilities and interests
- Applications for wholesale, retail and site licences and reporting obligations



Oil and Gas Advisory

- Project Structuring and Strategies
- Opcomm and Operator Processes
- Drilling Op HSSE Registers
- Local participation
- LNG project advisory services, regulatory processes and Agreements
- Regulatory Compliance and Reporting Opinions upstream, midstream and downstream
- Structuring/re-structuring of government entities and regulatory authorities in the oil and gas sector
- Tax advisory opinions on rollover treatment, royalties, funding obligations (cash calls), transfer duty implications, double taxation jurisdictions
- Development funding, government support packages and mezzanine financing



Knowledge Management, Training and Skills Transfer

- Knowledge management is an important aspect of our approach at CDH. We invest substantially in our information management and know-how resources and make these available to our clients
- To assist clients navigating the complexities of the oil and gas industry we host a variety of value adding, high-level complimentary training seminars and workshops for clients on topical issues in the industry across all our practice areas
- We also offer training seminars and workshops tailored to our client's projects and needs.
- Our training seminars help clients to develop their own teams, better understand opportunities and risks, and build their own capacity to further save costs and improve efficiency
- We keep our clients informed of proposed legislation and regulations affecting their in-country assets and potential acquisition of assets, and keep clients abreast of trends and developments in the industry through dedicated newsletters and alerts



Clients comment that the team is
*"well balanced in providing sufficient
but not extraneous advice, and had
a pragmatic view on risk versus
transaction expense."*

THE LEGAL 500 EMEA 2023

*"Megan is a visibly knowledgeable
and experienced expert in this field
of oil & gas. A very worthy partner in
capacity building for Kenya."*

OFFICE OF THE ATTORNEY
GENERAL & DEPARTMENT OF JUSTICE

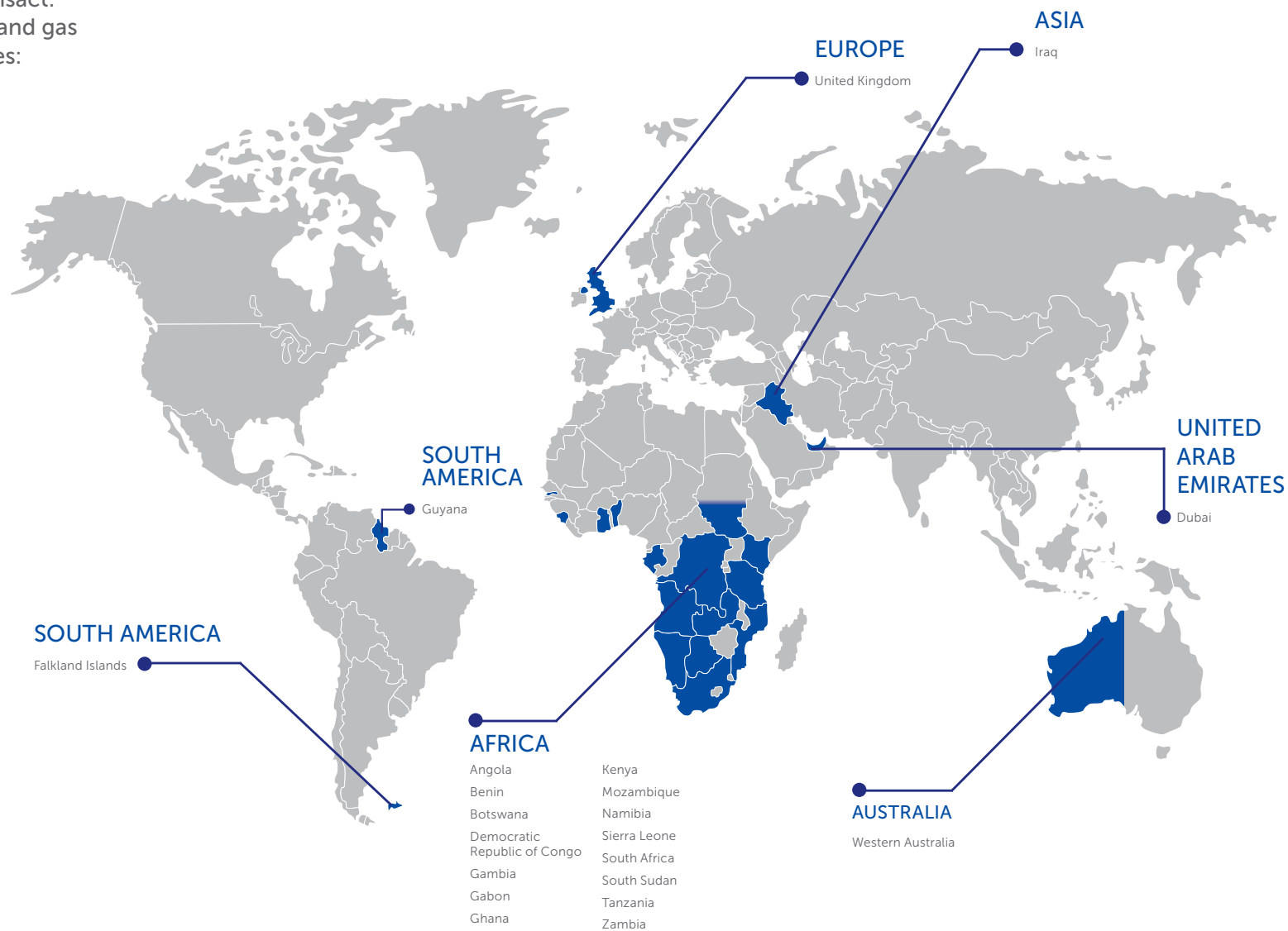


OUR OIL AND GAS FOOTPRINT

We provide seamless advice and assistance in whichever jurisdiction you transact.

We have assisted clients with oil and gas projects in the following countries:

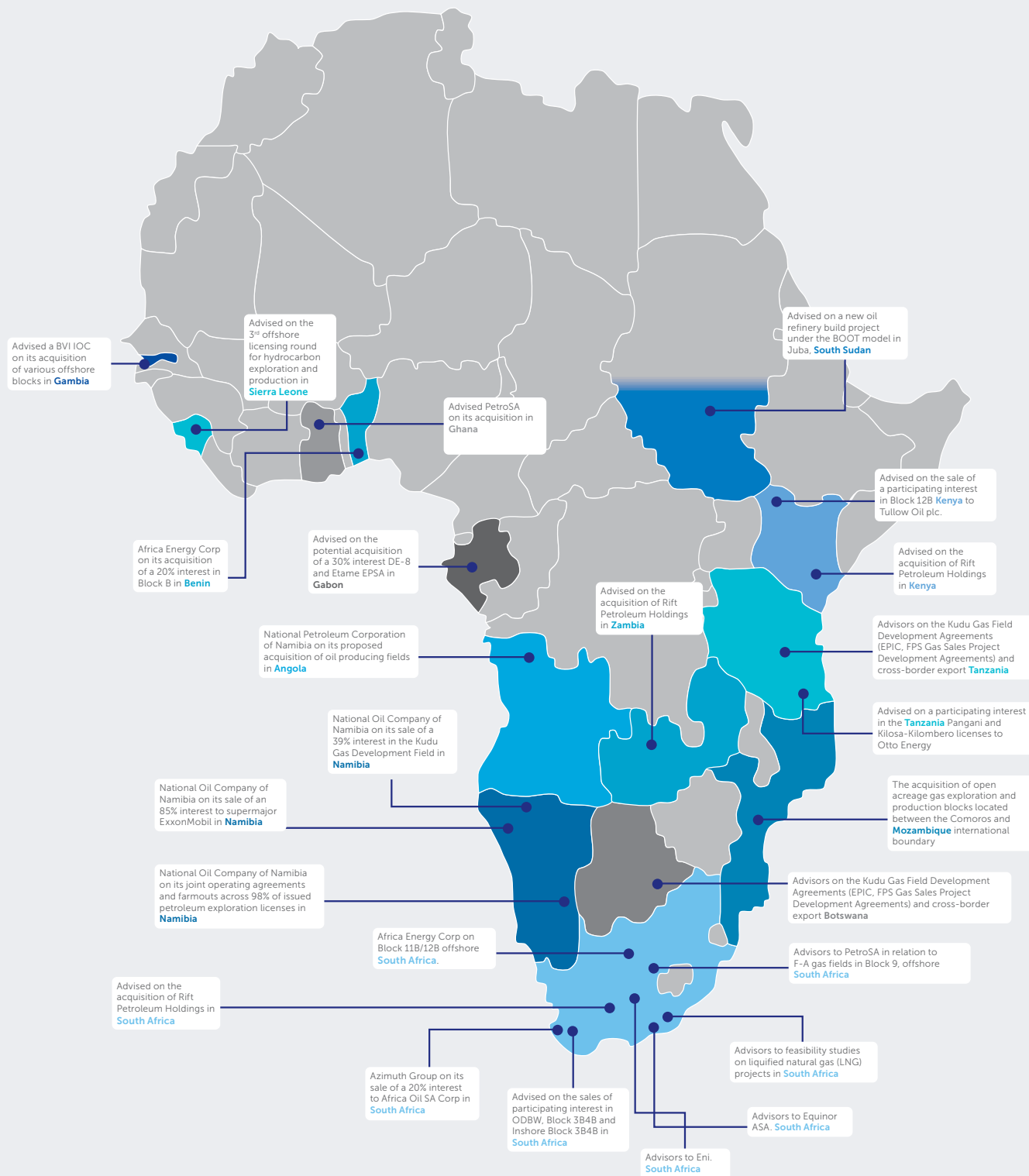
- Angola
- Benin
- Botswana
- Democratic Republic of Congo
- Dubai
- Falkland Islands
- Gabon
- Gambia
- Ghana
- Guyana
- Iraq
- Kenya
- Mozambique
- Namibia
- Sierra Leone
- South Africa
- South Sudan
- Tanzania
- United Kingdom
- Western Australia
- Zambia



OUR TRANSACTIONS

"The team is very commercially aware. It is in touch with current trends both locally and internationally and always strives to bring these perspectives in their work."

CHAMBERS GLOBAL 2024



MARKET RECOGNITION

Our Oil & Gas and Projects & Energy team is externally praised for its depth of resources, capabilities and experience.

Chambers Global 2022–2024 ranked our Projects & Energy sector in Band 4 for projects & energy. *Chambers Global 2017–2021* ranked our Projects & Energy sector in Band 3 for projects & energy.

The Legal 500 EMEA 2009–2024 recommended us in Tier 2 for projects & infrastructure.

IFLR1000 2017–2023 ranked our practice in Tier 2 for project finance. *IFLR1000 2019–2021* ranked our project development: oil and gas team in Tier 3.

IFLR1000 2023 ranked our practice in Tier 1 for project development: infrastructure. *IFLR1000 2023–2024* ranked our practice in Tier 2 for project development: infrastructure.

The way we support and interact with our clients attracts significant external recognition.

Megan Rodgers is the Head of our Oil & Gas sector, and a director in our Corporate & Commercial practice. *Chambers Global 2024* ranked Megan in the Namibia General Business Law category as 'Foreign Expertise Based in South Africa Spotlight'. *The Legal 500 EMEA 2017–2024* recommended her for projects & infrastructure. Megan was named one of *IFLR1000 2021–2023* Women Leaders – the elite cohort of the leading female experts in local markets globally. *IFLR1000 2020–2023* ranked Megan as highly regarded for project development: oil and gas.

Sammy Ndolo is the Kenya Managing Partner. *Chambers Global 2021–2024* ranked Sammy in Band 4 for corporate/M&A. *Chambers Global 2023–2024* ranked him in Band 4 for banking & finance. *The Legal 500 EMEA 2024* recommended Sammy as a 'Leading Individual' for banking, finance & capital markets. *The Legal 500 EMEA 2022–2023* recommended him for banking, finance & capital markets. *The Legal 500 EMEA 2023–2024* also recommended Sammy for corporate, commercial/M&A. *IFLR1000 2021–2023* ranked him as a 'Notable Practitioner'.

Jackwell Feris is Head of our Industrials, Trade & Manufacturing sector, and a director in our Dispute Resolution practice. *Chambers Global 2023–2024* ranked him as an 'Up & Coming' dispute resolution lawyer. *The Legal 500 EMEA 2022–2024* recommended him for dispute resolution. The *Association of Young Arbitrators* recognised Jackwell as an expert arbitration practitioner.

Rishaban Moodley is the Practice Head of our Dispute Resolution team and Head of our Gambling & Regulatory Compliance sector. *The Legal 500 EMEA 2016–2024* recommended Rishaban for dispute resolution.

Andrew van Niekerk is the Head of our Projects & Infrastructure sector, and a director in our Corporate & Commercial practice. *Chambers Global 2024* ranked him in Band 3 for construction. *Chambers Global 2022–2023* ranked Andrew in Band 2 for construction. *Chambers Global 2013–2021* ranked him as a leading lawyer for construction. *The Legal 500 EMEA 2013–2024* recommended him as a 'Leading Individual' for construction. In addition the *Legal 500 EMEA 2022–2024* recommended him for projects & infrastructure. *IFLR1000 2021–2023* ranked Andrew as highly regarded in banking, energy and infrastructure, project development, transport, mining and project finance. *Construction & Real Estate Expert Guide 2019* rated him as an expert in his field.

Chambers Global 2024 ranked **Njeri Wagacha** in Band 3 for FinTech. *The Legal 500 EMEA 2022–2024* recommended Njeri for employment. *The Legal 500 EMEA 2023–2024* recommends her for corporate, commercial/M&A.



OUR TEAM

For more information about our Oil & Gas practice and services in South Africa and Kenya, please contact:

**Megan Rodgers**

Sector Head: Oil & Gas
Director: Corporate & Commercial
T +27 (0)21 481 6429
E megan.rodgers@cdhlegal.com

**Sammy Ndolo**

Managing Partner | Kenya
T +254 731 086 649
+254 204 409 918
+254 710 560 114
E sammy.ndolo@cdhlegal.com

**Jackwell Feris**

Sector Head:
Industrials, Manufacturing & Trade
Director: Dispute Resolution
T +27 (0)11 562 1825
E jackwell.feris@cdhlegal.com

**Rishaban Moodley**

Practice Head & Director:
Dispute Resolution
Sector Head:
Gambling & Regulatory Compliance
T +27 (0)11 562 1666
E rishaban.moodley@cdhlegal.com

**Andrew van Niekerk**

Head: Projects & Infrastructure
Director: Corporate & Commercial
T +27 (0)21 481 6491
E andrew.vanniekerk@cdhlegal.com

**Njeri Wagacha**

Partner | Kenya
T +254 731 086 649
+254 204 409 918
+254 710 560 114
E njeri.wagacha@cdhlegal.com

**Amore Castens**

Senior Associate:
Corporate & Commercial
T +27 (0)21 481 6432
E amore.carstens@cdhlegal.com

BBBEE STATUS: LEVEL ONE CONTRIBUTOR

Our BBBEE verification is one of several components of our transformation strategy and we continue to seek ways of improving it in a meaningful manner.

PLEASE NOTE

This information is published for general information purposes and is not intended to constitute legal advice. Specialist legal advice should always be sought in relation to any particular situation. Cliffe Dekker Hofmeyr will accept no responsibility for any actions taken or not taken on the basis of this publication.

JOHANNESBURG

1 Protea Place, Sandton, Johannesburg, 2196. Private Bag X40, Benmore, 2010, South Africa.

Dx 154 Randburg and Dx 42 Johannesburg.

T +27 (0)11 562 1000 F +27 (0)11 562 1111 E jhb@cdhlegal.com

CAPE TOWN

11 Buitengracht Street, Cape Town, 8001. PO Box 695, Cape Town, 8000, South Africa. Dx 5 Cape Town.

T +27 (0)21 481 6300 F +27 (0)21 481 6388 E ctn@cdhlegal.com

NAIROBI

Merchant Square, 3rd floor, Block D, Riverside Drive, Nairobi, Kenya. P.O. Box 22602-00505, Nairobi, Kenya.

T +254 731 086 649 | +254 204 409 918 | +254 710 560 114

E cdhkenya@cdhlegal.com

STELLENBOSCH

14 Louw Street, Stellenbosch Central, Stellenbosch, 7600.

T +27 (0)21 481 6400 E cdh Stellenbosch@cdhlegal.com

©2024 0650/MAY