Managing and Negotiating

Engineering, Procurement and Construction (EPC) Contracts for Energy Industry

Mastering the legal and commercial framework, contract negotiation, financing, risk and contractor relationship complexities of upstream and downstream EPC projects

24 – 26 August 2020, Singapore

Course Highlights

- Global and local legal and commercial framework in Asia, Middle East, Africa, Europe and the CIS
- Contract negotiation best practices
- Tips on contractual risk mitigation
- Contract financing and project structuring
- Contractor relationship management
- Clause-by-clause discussion based on an actual contract precedent

Key Learning Objectives

UNDERSTAND the current finance market for EPC contracts
MANAGE legal risks and environment for EPC contracts in the region
DISCOVER alternative procurement options for projects and the risks and opportunities associated with these options
DISTINGUISH new and effective contract negotiation strategies
ANALYSE the types of claims that may be made under EPC contracts and develop strategies to manage these claims
GAIN INSIGHTS into the best current dispute resolution options and the risks and costs associated with each option

“Very thorough presentation with excellent real life examples and war stories from the trainer.”
- Exxonmobil

“A must-attend for professionals wishing to improve in EPC contracts management.”
- Century Power Generation

“Interesting, extremely helpful and relevant. A very clear presentation style which kept the material interesting and the audience engaged.”
- National Oil Company of Namibia

“The seminars were highly informative and the trainer is clearly very experienced in the EPC and major projects worldwide. It was very relevant for us in our business.”
- Qatar Petroleum

“The trainer spoke knowledgeably about matters that concern lenders, sponsors and borrowers bringing different perspectives to the discussion.”
- KBC Bank NV

“Interesting explanation of every clause of the contract (i.e. the thorough assessment of an EPC contract).”
- KFW Bankengruppe

Free Takeaway
3 detailed articles on EPC contract precedents containing discussions on:
- EPCM & Alliancing Contracts
- EPC contracts in the global market
- FIDIC contract and the challenges faced by construction contractors

Early Bird Discount
book 3 persons or more to save $300 per person

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Overview

Today, Engineering, Procurement and Construction (EPC) projects are uniquely challenging. Parties currently involved in large complex and fast-track EPC projects frequently suffer financial loss that could have been mitigated by effective contract management. Appropriate practical “know-how” of EPC contracts will improve your ability to take appropriate steps, or to obtain necessary advice, to minimise or manage such risks.

This intensive workshop provides valuable insight into the rapidly evolving world of EPC contracts. It has been designed specifically for the professionals and management of energy industries and will be of particular interest to those with current or planned projects in Asia, Africa, Middle East, Europe and the CIS.

You will analyse an EPC contract, clause by clause, focusing on your challenges in international and domestic projects. This unique interactive master class discusses the key issues in EPC contracts which are relevant for lenders, sponsors and borrowers in international construction projects and the keys to deliver successful projects.

Who Should Attend

CEOs, CXOs, Directors, Heads of Departments, Managers of:

- Legal & Compliance
- Contract
- Project Development
- Commercial
- Project Finance
- Procurement
- Finance
- Construction / Engineering
- Planning
- Investment / Funding
- Plus anyone responsible for EPC projects

From cross industries including, but not limited to:

- Government Authorities
- Oil & Gas
- Power & Renewables
- Construction & Engineering
- Banking & Financial Services
- Commercial Law Firms

About Your Course Director

The Course Director is listed as a “Super Lawyer” for construction and international projects for 2013 and is listed in the Guide to the Worlds Leading Construction Lawyers 2013. In addition to his very extensive experience representing all types of oil & gas clients, including IOCs and NOCs, he has significant industry expertise in the construction and infrastructure, energy, oil & gas, power, renewables, petrochemical, water and mining industries. He has represented developers, contractors, consultants and lenders in matters across more than 25 countries. He has been involved in some of the world’s largest and most complex international construction projects.

He advises sponsors, contractors, financiers and consultants on all aspects of project documentation including the drafting and negotiation of agreements between parties to construction projects in both “traditional” and “relationship” arrangements. He has recently advised developers on project financed projects in the Kingdom of Saudi Arabia, Dubai, Abu Dhabi, Libya, Yemen, Jordan, Iraq, Syria, Egypt and Qatar and has a deep understanding of bankability issues and the issues which are unique to emerging markets.

He achieved a BA (Government) at the University of Queensland and later a Bachelor of Commerce and Law (Hons) from Griffith University. He has also produced some representative publications and speeches concerning the power, construction, oil & gas and banking industries.

Partial list of projects that he has advised:

- representing Petronas on all EPC, EPCM, FEED and infrastructure procurement aspects of the US$25 billion RAPID petrochemical and refinery complex project in Johor province, Malaysia
- the project sponsors on the US$11.3 billion Qatargas II liquefied natural gas project in Qatar, involving the engineering, procurement and construction arrangements for onshore and offshore facilities in Qatar, and onshore terminal facilities at Milford Haven in Wales
- the project sponsors on the EPC, O&M and LTSA arrangements of its bid for three greenfield industrial steam and electric co-generation plants in the Eastern Province of the Kingdom of Saudi Arabia
- a major middle eastern government entity on delay and disruption claims from a contractor valued in excess of US$200 million relating to the construction of a large infrastructure project
- Comsar in the construction of a 2 x 300MW thermal power plant in Bosnia
- the project sponsors on the EPC and O&M arrangements for the 1350MW coal-fired independent power project in Balkhash, Republic of Kazakhstan

Partial list of companies that he has represented:

- Saudi Aramco
- Chevron
- ExxonMobil
- Qatar Petroleum
- Qatargas
- NAMCOR
- PetroSA
- Alstom
- Hochtief
- SK Engineering & Construction
- Nigerian National Petroleum Company
- Lafarge Cement
- Investec Bank
- Rand Merchant Bank
- Standard Chartered Bank
- Orascom Construction Industries
- E.ON Ruhrgas
- Qatar Chemical Company

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Module 1: Legal Framework of EPC Contracts
• Aligning international contract laws with domestic contract laws for cross border EPC contract to minimise risks
• Defining the elemental requirements for contract formation
• Review of the contract content and the contract terms implied by law
• Contract performance and the ways that a contract may be discharged and brought to an end
• Consideration of the types of a contract breach and its different consequences
• The rules to be applied to interpretation of ambiguous or conflicting contract terms

Module 2: Tips on Contractual Risk Allocation and Mitigation Strategies
• Profile of oil & gas trade in Asia, Africa, Middle East, Europe and the CIS
• Different project delivery options
• Risk analysis and procurement methodologies
• Matching the project delivery model and the financing structure
• Current market trends and options
• Pricing risk

Module 3: Review of the Contract Manager Role on Major Energy Sector Construction Contracts
• Defining the contemporary role of Contract Management
• Examples of an EPC Contractor’s Contract Management process

Module 4: Financing EPC Energy Projects and Project Structuring
• Meeting the criteria for bankability
• Financing strategies and procurement methods
• Commercial lenders requirements
• Multi-laterals and Export Credit Agency requirements
• What lenders expect to see in project documents
• Balancing the lenders requirements with efficient contract pricing
• The dangers of not aligning the financing and procurement Strategies

Module 5: Discussion on Split EPC Contracts, EPCM Contracts and Multi-Prime
• The split EPC contract strategy – key commercial drivers
• Current market practice and risks associated with the split EPC model
• EPCM Contracts – key issues and market practice
• Managing an EPC contractor
• Multi-Prime Contracts and delivery of major projects
• Structuring Multi-Prime contracts to meet lender’s requirements

Module 6: Managing EPC Contracts for Successful Oil and Gas Projects
• Structuring an administration system
• Key areas for claim – time/cost/quality
• Managing liquidated damages for performance and delay
• The relationship of claims and lenders
• How to identify and resolve claims early

Module 7: Contract Negotiation and Administration
• Negotiating techniques and strategies
• Pitfalls to avoid
• Issues specific to EPC contract
• How to terminate EPC contract
• Dealing with post termination clause
• Indemnity clause in an EPC contract
• Taking insurance when signing the contract

Module 8: Developing an Advanced Dispute Resolution Strategy
• Dispute Resolution - market practice and options
• Arbitration – institutional options and choice of arbitral seat
• Litigation
• Mediation
• Enforcement issues
• Relationships with other project documents/lenders/parent companies
• Multi-party arbitration agreements
• Clauses

Practical Exercise: Drafting Dispute Resolution Clauses
You will work together in groups to draft enforceable dispute resolution clauses for a variety of different project types and scenarios

Module 9: Managing Project Delay and Claims
• Preparation for a dispute
• Record keeping
• Key issues and witness management
• Who is the claimant/defendant?
• When and how to start Proceedings
• Contractor’s security (bonds/retentions/parent company guarantees)

Practical Workshop: Writing Claim Letters
You will work together in groups to write responses to various types of claim letters and learn strategies for best responding to claims

Module 10: Local Law Issues in Asia
• Governing law clauses and current market practice
• Enforceability issues and key clauses
• Cultural issues
• Dispute resolution and strategies

Case Study: Major Energy Sector Construction Contracts and Special Considerations
– Refineries
– Power generation
– Gas processing
– Pipelines
Module 11: Contracting and Subcontracting Strategies to Deliver a Successful EPC Project in the Oil, Gas & Power Industry

- Consistency in contract terms and with other project & finance documents
- English Law meanings of specific terms
- Implied obligations in an EPC Contract
- Negotiating positions for key commercial terms – time/quality/price

Interactive Group Discussion
Real life case studies covering every aspect of EPC contract

Module 12: Managing Contractor Relationships for Long-Term Success and Efficiency

- Challenges in managing supplier relationships
- Analysing the importance of building strong business relationships
- Effective ways to manage supplier relations successfully in a rapidly changing market environment

Group Discussion: Clause-by-clause Discussion Based on an Actual Contract Precedent

- You will discuss a current EPC contract in detail, looking at market practice, issues to consider and sponsor/contractor/lender perspectives on a clause by clause basis
- Real life case studies pertinent to the clauses discussed and detailed analysis

Pre-Course Questionnaire

We would like to customise the workshop based on your specific needs. Pre-Course Questionnaire will be sent prior to the workshop for the Course Director to analyse in advance and address during the course.

Course Certificate

Upon the successful completion of this course, you will receive a Certificate of Completion bearing the signatures from both the Course Director and the Course Organiser. This Certificate will testify your endeavour and serve towards your professional advancement.

Programme Schedule

08:30 - 09:00: Registration & tea
09:00 - 10:30: Course starts
10:30-10:45: Refreshment and network
12:00-14:00: Lunch
14:00-15:30: Refreshment and network
15:30-15:45: Course starts
17:00: End of day

Small Class Size

To ensure maximum course interaction between the trainer and all participants, we do limit the number of the delegates for this workshop. This is Infocus commitment to always deliver result-oriented and highest quality products to our valuable clients.

Sponsorship & Exhibition

Interested in promoting your products and services to this market?

We offer sponsorship, exhibition, advertising and branding packages uniquely tailored to your marketing strategy.

Contact Jessie Ang on +65 6325 0211 or email jessie@infocusinternational.com

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Interested in this course for a group of at least 15 people in your company?

Contact Jessie Ang on +65 6325 0211 or email jessie@infocusinternational.com

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EPC Contracts for Energy Industry

24 – 26 August 2020, Singapore

REGISTRATION & ENQUIRY

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<th>For 1 - 2 pax</th>
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<td>USD 3,790</td>
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Fee includes luncheons, refreshments and complete set of documentation (both hardcopy & softcopy). It does not include the cost of accommodation and travel.

HOTEL VENUE

Event guests are entitled to our corporate room rate and discounts. Contact us for room booking with corporate discounts.

Grand Copthorne Waterfront Hotel
392 Havelock Road, Singapore169663

PAYMENT METHOD

Payment is required within 5 working days upon receipt of invoice.

☐ By Credit Card:  VISA  MasterCard  American Express

Note that the credit card will be charged in Singapore Dollar currency (SGD). We will quote the SGD amount and send credit card payment instruction prior to the charge.

☐ By Telegraphic Transfer (USD)

Account name: Infocus International Group Pte Ltd
Account number (USD): 017–025866–1
Swift code: SCBLSG22
Bank name: Standard Chartered Bank
Bank address: 6 Battery Road, #01-01, Singapore 049909

OTHER UPCOMING EVENTS

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www.infocusinternational.com/public-courses

TERMS & CONDITIONS

Should you be unable to attend, a substitute delegate is welcome at no extra charge. If this is not suitable, cancellations must be made in writing (letter or fax) at least 30 days before the program commences. A full refund less an administration charge of 10% will be given. Registrations cancelled less than 30 days before the event must be paid in full and a credit voucher equivalent to the full amount will be issued for you to attend any Infocus International Group events for up to 18 months. Credit vouchers will not be issued for no-shows without cancellation. Infocus International Group will provide full course documentation to a delegate who has paid, but is unable to attend. Infocus International Group reserves the right to change the content of the program without notice including the substitution, alteration or cancellation of speakers and/or topics and/or the alteration of the dates of the event. Infocus International Group is not responsible for any loss or damage as a result of a substitution, alternation, postponement or cancellation of an event under any circumstances.