

# Humphrey Douglas

## Partner



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## Overview

Humphrey is an energy partner in Dentons' London office with over 20 years' experience throughout the energy value chain. He previously acted as General Counsel for a Middle Eastern state energy company.

Humphrey specializes in international acquisitions and disposals (both asset and corporate deals) and in oil, gas, conventional power and renewables. He also advises on energy joint ventures, restructuring, commercial contracts and regulation.

## Experience

### Oil and Gas M&A

- **Exxon:** Acting on substantial international upstream share sale.
- **Oman Oil:** Acting on asset sale of interests in Oman's largest Khazzan gas field.
- **Noble Energy and Delek Drilling:** Acting in relation to the acquisition of the East Mediterranean gas pipeline between Israel and Egypt and ongoing project development.
- **LetterOne:** Advising in relation to the US\$5.8 billion acquisition of RWE Dea and subsequently leading the sale of DEA Deutsche Erdöl AG's interests in the North Alexandria and West Nile Delta fields offshore Egypt to BP.
- **Petronas:** Leading multi-jurisdictional energy team in relation to the US\$2.25 billion acquisition of Statoil's interest in Azerbaijan's Shah Deniz gas field and associated pipelines.
- **Decom Energy:** Acting for it and for Fairfield Energy management in relation to a decommissioning-led restructuring which included a novel ring-fencing corporate structure and the establishment of a new specialist decommissioning company to conduct the 10-year, US\$1+ billion decommissioning of the Dunlin Cluster in the North Sea.
- **NOC:** Acting on the share sale of a split equity from capacity in an LNG receiving terminal.

- **NOC:** Acting on the share sale of a gas storage project.
- **PWC:** Acting for the administrators of Petroplus on the administration of the Coryton oil refinery in the UK, including putting in place a novel tolling agreement, crude and product trading agreements, together with later sale arrangements.
- **OC:** Acting on the proposed share and asset sale of a portfolio of Egyptian upstream assets.
- **Total:** Acting in relation to its farm-in to onshore UK shale licenses and associated joint venture arrangements, including diligence and tailoring for horizontal drilling and other shale characteristics.
- **Marathon Oil Corporation:** Advising on a country exit portfolio sale, in relation to operated and non-operated upstream assets.
- **IOC:** Advising the bidder for RWE Dea's upstream, onshore and offshore assets in various jurisdictions, including the UK, Egypt and Continental Europe.
- **Petronas:** Advising on the Star Energy onshore upstream oil and gas business sale (including UK, Danish, Dutch assets), share sale, together with the prior group re-organization, regulatory segregation and unconventional gas sales agreement.
- **Abu Dhabi National Energy Company:** Acting in relation to the acquisition of Talisman's Brae assets and midstream asset portfolio in the UKCS. This work included liaising with DECC and existing and historic joint venture parties to reach a decommissioning security accommodation suitable to all parties.
- **NOC:** Acting on the proposed acquisition of ConocoPhillips' sale of interests in the Clair Field and Sullom Voe terminal and pipeline west of Shetland in the UKCS.
- **Independent Oil Co:** Acting for the bidder in relation to the portfolio of upstream assets in Madagascar, Tanzania and Kenya.
- **Independent Oil Co:** Acting on the farm-out of gas assets in Timor-Leste.
- **Norwegian oil company:** Acting in relation to a bid for certain Statoil upstream assets.
- **BP:** Acting in relation to the sale of the UKCS Langeled pipeline and onshore UK infrastructure, together with Norwegian gas field and pipeline interests.
- **BP:** Acting in relation to the sale of split horizon upstream assets in Trinidad.
- **Baker Hughes:** Secondment to international oil and gas services company.

## Oil and Gas JVs and Development

- **Japanese trading house:** Acting in relation to major upstream development corporate joint venture offshore Russia with state-owned entity, including novel replication of typical unincorporated joint venture mechanics into corporate structure.
- **Japanese trading house:** Acting on substantial industrial corporate joint venture renegotiation and restructuring in jurisdictions including the UAE and Iran.
- **International consortium:** Advising unincorporated joint venture consortium on its Iranian upstream project development (both legacy buy-back contract and successor international petroleum contract) and oil sales and transport arrangements.
- **Independent Oil Co:** Advising consortium on licensing and development of oil and phosphate concessions in Guinea Bissau and associated unincorporated joint operating agreement.
- **NOC:** Acting in relation to the proposed US\$5 billion upstream gas development and upstream concession agreement in Iran, including integrated LNG export project development.

- **Gas pipeline developer:** Acting in relation to a proposed new, cross-border gas pipeline development.
- **Gas purchaser:** Acting on its long-term gas sales agreement sufficient to finance the construction of a major new cross-border gas export pipeline.
- **Gazprom Marketing and Trading:** Advising in relation to gas trading contracts.
- **Questa Energy:** Acting on its oil shale development project in Jordan.
- **Deutsche Bank:** Acting for the lead arranger on decommissioning structuring and related risk allocation issues in relation to the multi-billion refinancing of Premier Oil.
- **US investment bank:** Acting for a US investment bank on the refinancing of Essar's Stanlow oil refinery inventory.
- **Developer:** Acting in relation to a dispute over rehabilitation of an Iraq-Syria oil pipeline.
- **Halite:** Acting in relation to UK salt cavern gas storage and LNG receiving project development.

## Power

- **Britishvolt (start-up electric battery vehicle manufacturer):** acquisition of Potential Realisation (essential process engineering services for the design of battery manufacturing).
- **Britishvolt:** advising on the acquisition, construction, operation, supply chain, sales, financing, corporate and all other aspects of Britishvolt's development of a portfolio of lithium ion battery Giga-factories in the UK, Canada and internationally.
- **Petronas:** Acting on the joint venture arrangements and acquisition of interests in the Sutton Bridge, Baglan Bay and Severn combined-cycle gas generation plants in the UK.
- **Ecotricity:** Acting in relation to various ongoing corporate, regulatory and other transactions in relation to the UK power market.
- **Limejump:** Acting in relation to various ongoing corporate, regulatory and other transactions in relation to the UK power market relevant to demand side response, renewable generation and battery storage.
- **Quercus Investment Partners:** Acting in relation to a large-scale solar development project in conjunction with Middle Eastern office.
- **Sunpower:** Acting in relation to restructuring of portfolio of solar panel manufacturing and development business spanning numerous jurisdictions.
- **Abu Dhabi National Energy Company:** Acting on numerous bids and successful up, mid and downstream acquisitions (taking NAV from US\$9 to US\$23 billion) including the acquisition of an international portfolio of power generation assets from CMS Generation; representation before rating agencies with "TAQA" being awarded the UAE's first corporate credit rating of Aa2/AA, later upgraded to Aa3/AA-; and subsequent multi-currency US\$3.5 billion bond issue.

## Recognition

- "Clients praise Humphrey Douglas' sheer breadth and depth of knowledge in upstream transactions." *Legal 500*
- "[Humphrey Douglas] tunes in quickly to clients' needs." *Legal 500*

## In the Media

- Dentons advises OMV Petrom on the sale of its production assets in Kazakhstan

- Dentons advises PETRONAS on sale of UK underground gas storage facility
- Dentons advises Petronas on one of its largest acquisitions
- Dentons advises PETRONAS on strategic sale of interest in Dragon LNG

## Activities and Affiliations

### Memberships

- Regional committee member of the Energy Institute
- Europe and Africa committee member of the Association of International Petroleum Negotiators

## Areas of focus

### Practices

- Joint Ventures
- Mergers and Acquisitions

### Industry sectors

- Climate Change Strategies
- Downstream
- Energy
- Energy Joint Ventures
- Energy Market Reform and Regulation
- Energy Mergers and Acquisitions
- Energy Privatization
- Energy Project Approval
- Energy Transactions
- Midstream
- Oil and Gas
- Oilfield Services and Equipment
- Petrochemicals and Refining
- Pipelines
- Private Equity
- Renewable Energy
- Solar
- Upstream

- Wind

## Admissions and qualifications

- Barrister, England and Wales, 1996
- Solicitor, Senior Courts of England and Wales, 2001