

James E. Hogan

Office Managing Partner



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Overview

James E. Hogan is a partner working in Dentons' Paris and Baku offices. He is the legacy Managing Partner of the Baku office.

Active in international practice since 1984, James has concentrated exclusively on corporate, commercial and natural resource matters relating to the CIS and Eastern Europe since 1988, with particular emphasis on Azerbaijan, Kazakhstan, the Russian Federation, and Ukraine. His experience includes advising major companies on investment strategies, the establishment of joint ventures and cooperation structures, privatisation, licensing and related tax, currency, customs, environmental, governance and other matters. He also frequently advises financial institutions, development banks and investment funds in the areas of investment and secured lending, as well as capital markets work, including Eurobond issues.

He is particularly active in the structuring, negotiation and implementation of petroleum, mining and other natural resource projects in Azerbaijan, Kazakhstan, the Russian Federation, Ukraine and elsewhere in the CIS. His experience has included PSAs, service agreements, concessions, oil-field service and drilling contracts, licensing and pipeline and marine transportation issues, including the sale and transportation of LNG.

Experience

- **More than 40 international oil companies:** Representing clients in relation to petroleum exploration and production projects and subsoil use rights in Azerbaijan, Kazakhstan, the Russian Federation and Ukraine, including the Karachaganak and Kashagan projects in Kazakhstan and the Azeri-Chirag-Guneshli and Shah Deniz projects in Azerbaijan.
- **Pool of International Creditors:** A Dentons' multi-office team at Dentons represented a pool of leading international financial institutions as creditors to AccessBank, one of the leading commercial banks in Azerbaijan, in successful debt recapitalization of the bank valued at US\$108 Million in Tier I, Tier II, and contingency capital. The transaction perfectly illustrates Dentons' ability to assemble a deep pool of talent in CIS/CEE restructuring and leading local regulatory expertise. Valued at over US\$100 million, the deal represents the second largest recapitalization and restructuring in the history of the Azerbaijani financial sector. Advised the lenders' steering committee on all aspects of the transaction under Azerbaijani law,

negotiated with the bank and its shareholders, prepared an innovative restructuring and recapitalization plan, and obtained all required regulatory approvals from the Financial Market Supervisory Authority of the Republic of Azerbaijan, drafted and negotiated all underlying Azerbaijani law agreements, and implemented all aspects of this complex restructuring.

- **PETRONAS:** Advising on the purchase of a 15.5% interest in the Shah Deniz project and the South Caucasus Pipeline, in a transaction valued at USD 2.25 billion.
- **Goldman Sachs International:** Advising on Azerbaijani law issues in connection with a financing of SOCAR's Turkish subsidiary, based on an equity transaction with a put option, valued at US\$1.3 billion.
- **The Government of Azerbaijan:** Advising on the privatization of the 50.2 percent state-owned shares of the International Bank of Azerbaijan.
- **The International Bank of Azerbaijan:** Advising on the establishment of the first Islamic banking unit in Azerbaijan.
- **The operator of a major offshore oil and gas project:** Advising on one of the largest production sharing agreements in Azerbaijan, including on aspects of amendments thereto, as well as the drafting of the text of a law giving legal force to the amendments.
- **A French construction and engineering company:** Advising on a €346 million project for the design, construction and operation of a waste-to-energy plant in Baku.
- **A Czech bank:** Advising on US\$318 million and US\$247 million export credit loans to the Ministry of Transport of Azerbaijan for the financing of highway construction equipment and services related to the reconstruction of the Heydar Aliyev International Airport – Mardakan circle – Bilgah road, backed by a sovereign guarantee.
- **Technika Bank:** Representing in the first Eurobond offering by an Azerbaijani institution on international capital markets.
- **The Government of Azerbaijan:** Advising on the debut Sovereign Eurobond Offering.
- **An international bank:** Advising on the €96 million construction financing for the development of the Baku Hilton hotel complex.
- **A state export credit agency:** Advising on various aspects of Azerbaijani law in connection with a US\$200 million export credit for the sale of electronics equipment.
- **A local property developer:** Advising on contractual and other issues under Azerbaijani law concerning a real estate development on the Caspian seashore.
- **Major property developer:** Advising in an ICC arbitration between a major property developer and an international construction company concerning a hotel, residential and commercial office complex.
- **Landesbank Berlin AG:** Advising on €57 million and €7.8 million export credit loans for the purchase of a turn-key wind park and related services for the Mitaki wind park project, which was named Deal of the Year 2009 by Trade Finance magazine.
- **The State Oil Company of the Azerbaijan Republic (SOCAR) under an IFI-sponsored program:** Acting as legal advisor on restructuring and commercialization.
- **L'Agence Française de Développement :** Advising on Establishment Agreements in Azerbaijan, Kazakhstan and Uzbekistan, and various issues of local law.
- **Multinational banks:** Advising on derivatives transactions in Azerbaijan and the issuance of ISDA Master Agreement opinions.
- **Confidential clients:** Representing US and European companies in the acquisition (privatization) of enterprises in the tobacco, food, pharmaceutical, chemical, telecommunications and consumer products

Recognition

James is recognized as a leading business lawyer (Mergers & Acquisitions, Oil & Gas) by Who's Who Legal – Energy and Who's Who Legal – CIS. He is listed as a leading lawyer in the directories *Chambers Global*, *The Legal 500*, *PLC Which Lawyer* and *IFLR 1000*. He is recommended in Corporate and M&A and Banking & Finance by *Best Lawyers* in Azerbaijan. Additionally he is continuously named a leading lawyer by *IFLR 1000: Guide to the World's Leading Financial Law Firms* and he was recently recognized as one of the most highly acclaimed legal experts in Azerbaijan in General Corporate Practice by *Asia law Leading Lawyers*. James has also been independently recommended as a Leading Lawyer in Azerbaijan by the *IFLR Energy & Infrastructure Guide*.

He has been selected by peers for inclusion in the Fourth Edition of *Best Lawyers in Azerbaijan* in the practice areas of: Banking and Finance Law and Corporate and M&A Law. In addition, 2018 edition of *IFLR1000* has endorsed James as a “Highly regarded” for Azerbaijan in Banking, M&A, Project finance. James Hogan is recognized by *The Legal 500* as one of the elite leading lawyers for seven consecutive years and included in *The Legal 500 Hall of Fame 2018*.

- *The Legal 500 EMEA 2020*: Recognized as the Leading Individual in Azerbaijan.
- *Chambers and Partners Asia-Pacific 2020*: Ranked Band 2 in General Business Law in Azerbaijan.
- *IFLR 1000 2020*: Ranked as the Expert Consultant in Banking and Finance, M&A in Azerbaijan.
- *The Legal 500 EMEA 2019*: Leading Individual in Legal Market Overview in Azerbaijan.
- *Who's Who Legal: Energy 2019, The World's Leading Energy Lawyers and Experts*: James Hogan has been identified by independent research with clients and peers as being among the world's leading Energy lawyers.
- *Chambers Asia-Pacific & Chambers Global 2019*: Ranked Band 2 in General Business Law in Azerbaijan; “Managing partner James Hogan is a highly regarded lawyer with experience in advising multinational corporations and financial institutions on joint ventures, acquisitions and insolvency law. His clients usually come from the infrastructure, aviation and agriculture sectors.”
- *IFLR1000 2019*: Ranked as Highly Regarded Lawyer in Consumer goods and services, Energy, Construction and materials, Oil and gas, Mining, Social infrastructure, Natural resources in Azerbaijan and France.
- *Best Lawyers 2019* edition: Recommended in Banking and Finance Law, Corporate and M&A Law for Azerbaijan.
- *The Legal 500 Hall of Fame 2018*: leading lawyer in Azerbaijan.
- *The Legal 500 EMEA, 2018*: Leading Individual in Legal Market Overview in Azerbaijan.
- *Chambers Global 2018 & Chambers Asia-Pacific 2018*: Ranked Band 2 in General Business Law in Azerbaijan; “They co-ordinate with each other and us and are efficient to work with,” a client reports.”
- *IFLR1000, 2018*: James Hogan endorsed as a “Highly regarded” for Azerbaijan in Banking, M&A, Project finance.
- *The Legal 500 EMEA 2017*: Leading Individual in Legal Market Overview in Azerbaijan; described by clients as a “really smart professional.”
- *Who's Who Legal: Energy 2016*: James Hogan was listed as a leading energy lawyer in Who's Who Legal: Energy 2016.
- *IFLR1000 2017*: James Hogan recommended as a Leading Lawyer in “Financial and Corporate” and “Energy and infrastructure” by the IFLR1000 - The Guide to the World's Leading Financial Law Firms.
- *Chambers Global 2017 & Chambers Asia-Pacific 2017*: Ranked Band 2 in General Business Law in

Azerbaijan.

- *IFLR1000* 2016: James Hogan recommended as a Leading Lawyer in “Financial and Corporate” and “Energy and infrastructure” by the *IFLR1000 - The Guide to the World’s Leading Financial Law Firms*.
- *The Legal 500 EMEA* 2016: Leading Individual in Legal Market Overview in Azerbaijan.
- *Chambers Global* 2016 & *Chambers Asia-Pacific* 2016: Ranked Band 2 in General Business Law in Azerbaijan.
- *Who’s Who Legal: Energy* 2015: James Hogan was listed as a leading energy lawyer in *Who’s Who Legal: Energy* 2015.
- *Chambers Global* 2015: Ranked Band 2 in General Business Law in Azerbaijan.
- *IFLR1000* 2015: James Hogan recommended as a Leading Lawyer in “Financial and Corporate” and “Energy and infrastructure” by the *IFLR1000 - The Guide to the World’s Leading Financial Law Firms*.
- *The Legal 500 EMEA* 2015: Leading Individual in Legal Market Overview in Azerbaijan.

In the Media

- Dentons successfully completes restructuring and recapitalization of AccessBank Azerbaijan
- Dentons lawyers shine in The Legal 500 Hall of Fame
- "Azerbaijan’s rich palette of opportunities brought to the heart of Brussels ", *PRWeb*, October 15, 2015
- "Dentons advises Petronas on one of its largest acquisitions"

Insights

He has published numerous articles on foreign investment and energy in Azerbaijan, Kazakhstan, Russia and Ukraine and is a frequent speaker at international conferences.

- "Client alert on medical insurance law in Azerbaijan," *Client Alert*, April 25, 2019
- "Client Alert on Tax Code amendments in Azerbaijan," *Client Alert*, January 10, 2019
- "Azerbaijan remains an attractive region for investment," *La Lettre Diplomatique*, N 122, 2018
- "Unemployment Insurance in Azerbaijan," *Client Alert*, August 25, 2017
- "Secured Transactions Law in Azerbaijan," *Client Alert*, July 12, 2017
- "New legislative developments in Azerbaijan on banking, telecommunications and licensing" *Client Alert*, April 19, 2017
- "Proposed Amendments to the Law on Banks", *Client Alert*, April 12, 2017
- "Law On Non Cash Settlements," *Client Alert*, January 9, 2017
- "New Amendments to the Tax Code", *Client Alert*, December 30, 2016
- "New Rules on Conducting Foreign Currency Operations by the Residents and Non-residents in Azerbaijan" *Client Alert*, December 13, 2016
- "Amendments to the Law on medicines" *Client Alert*, December 9, 2016
- "New Public Procurement Restrictions," *Client Alert*, September 19, 2016
- "New important laws and proposed amendments to the Constitution of Azerbaijan," *Client Alert*, August 15,

2016

- "New developments on the simplification of visa procedures, work permit exemptions and other migration reforms," *Client Alert*, June 7, 2016
- "Update on additional investment incentives," *Client Alert*, June 3, 2016
- "New Law On Licenses and Permits is signed," *Client Alert*, April 26, 2016"
- "Presidential Decree on Construction and Infrastructure Projects in Azerbaijan," *Client Alert*, April 28, 2016"
- "New Rules on Currency Control and Deposit Insurance," *Client Alert*, January 21, 2016
- "New Rules on Investment Promotion in Azerbaijan," *Client Alert*, January 21, 2016
- "New regulations on licensing in Azerbaijan," *Client Alert*, December 22, 2015
- "Highlights of Tax Code Amendments in 2016," *Client Alert*, December 2015
- "Changes of licensing rules," *Client Alert*, October 2015
- "Constitutional Court of Azerbaijan rules on issues related to mortgaging marital property," *Client Alert*, October 6, 2015
- "Constitutional Court of Azerbaijan Rules on Legality of Loans Denominated in Foreign Currency," *Client Alert*, June 9, 2015
- "New Rules on Related Party Transactions for all Azerbaijani Companies," *Client Alert*, June 25, 2015
- "Azerbaijani Securities Regulation," *Client Alert*, July 28, 2015
- Azerbaijan Chapter, *The European Lawyer Reference Series-Oil and Gas*, October 2012
- Le Cadre Juridique des Investissements Étrangers en Azerbaïdjan," *Ubifrance Proceedings*, June 2012
- Le Cadre Juridique des Investissements en Azerbaïdjan," *Echanges internationaux*, December 2011
- Streamlined Business Formalities in Azerbaijan," *Asia Law Profiles*, September 2011
- Law on a Special Economic Regime for Export-Oriented Oil and Gas Activities," *USACC Investment Guide 2011*, February 2011
- "Le Cadre Juridique des Investissements Étrangers au Kazakhstan," *Ubifrance Proceedings*, May 2011
- "Un environnement favorable aux investissements étrangers," *France-Kazakhstan Partenariat*, June 2011
- "The Legal Regime for Oil & Gas Projects in Azerbaijan," *International Oil & Gas Finance Review*, December 2009
- "Current Oil & Gas Legislation in Kazakhstan," *International Oil & Gas Finance Review*, December 2009

Activities and Affiliations

Memberships

- Member, the American Bar Association and the International Bar Association
- Member, the Boards of the International Tax & Investment Center (ITIC) and La Chambre de commerce France-Azerbaïdjan (CCFAz)

Prior and Present Employment

- Joined Salans (now Dentons) in 1989, Partner since 1992
- Arent, Fox, Kintner, Plotkin & Kahn, Associate 1984-1988

Areas of focus

Practices

- Banking and Finance
- Competition and Antitrust
- Corporate
- Employment and Labor
- Environment and Natural Resources
- Intellectual Property and Technology
- Mergers and Acquisitions
- Securities and Corporate Finance
- Capital Markets
- Pensions, Benefits and Executive Compensation
- Restructuring, Insolvency and Bankruptcy

Industry sectors

- Construction
- Energy
- Forest Products and Agribusiness
- Infrastructure and PPP
- Luxury, Fashion and Beauty
- Mining
- Economic Development
- Life Sciences and Health Care
- Health Care
- Life Sciences
- Insurance

Issues and opportunities

- Global Smart Cities & Connected Communities Initiative and Think Tank

Education

- University of Texas School of Law, 1984, JD, with Honors
- Pushkin Institute, Moscow, 1981
- University of Michigan, 1979, BA, with Distinction, in Russian and Eastern European Studies

Admissions and qualifications

- Admitted to practice as a conseil juridique, France, 1991
- Admitted to the Bar, District of Columbia, 1984
- Admitted to the Bar as an avocat, Paris, 1992

Languages

- English
- French
- Russian