

Torquil Law

Senior Associate



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Overview

Torquil is a senior associate in Dentons' Energy, Transport and Infrastructure practice in London, and has been with the Firm since March 2011. He leads negotiations on major cross-border energy M&A, joint venture and project development mandates for oil and gas majors, nationals and independents and has led a number of \$billion+ transactions / projects in recent years.

Torquil is a leading energy M&A and projects lawyer with more than 10 years' experience who is highly regarded by clients and peers alike. Torquil has significant experience advising clients on a wide range of energy projects, transactions and regulatory matters, with a focus on oil and gas M&A, oil and gas project development, and LNG across Central Asia, the Middle East, Africa, Europe and the UK Continental Shelf. Torquil advises a wide range of clients including IOCs, NOCs, governments and regulators, commodity trading houses and project companies.

He has also completed a number of client secondments (TotalEnergies E&P M&A; TotalEnergies E&P Africa; Marathon Oil; GE Capital and Airbus).

Experience

- **OQ:** Advising on the negotiations with MedcoEnergi and Medco Daya in relation to OQ Exploration & Production LLC's sale of a 40% interest in two oil and gas blocks in Oman, including lead final negotiations opposite a Magic Circle firm with regards the sale and purchase agreement, the joint operating agreement, various novation and assignment agreements and other commercially sensitive documentation to effect the transfer of OQ's interests.
- **PetroChina:** Advising PetroChina International on the acquisition of a strategic stake in one of the new Qatar Energy project companies participating in the North Field Expansion project in Qatar (the wider project involves up to six new LNG liquefaction trains which will increase Qatar's LNG liquefaction capacity by over 60% from 77 MTPA to 110 MPTA) and on the related LNG offtake arrangements.
- **Confidential client:** Advising on the renegotiation of an LNG sale and purchase agreement relating to an LNG price review arbitration.
- **Confidential Client:** Acting in relation to the proposed acquisition of interests in the Azeri-Chirag-Deepwater

Gunashli project offshore Azerbaijan (and in the BTC pipeline).

- **Wintershall Dea:** Advising on the acquisition of Edison International's entire 11.25% participating interest in the Algerian Reggane Nord gas project. The project comprises six gas fields over an 1,800 km² area in the Southwest of Algeria and is expected to be in production until at least 2041.
- **Petronas:** Acting on a split share and asset sale of Petronas' interests in the Shah Deniz offshore Azerbaijan gas project, SCP pipelines and related infrastructure, to Lukoil.
- **Multinational energy company:** Acting for a client in an ICC arbitration relating to claims under an SPA concerning a sale of upstream oil and gas interests in Mexico. The claims related to the calculation of sums due under the final completion statement following the share sale.
- **Romgaz:** Advising on the acquisition of the shares of ExxonMobil Exploration and Production Romania Limited (EMEPRL). EMEPRL holds 50% of the rights and obligations under the Petroleum Agreement for the East Area, Deep Water Zone, of the Black Sea XIX Neptune offshore block.
- **Confidential Client:** Advising a super-major on the acquisition of Anadarko's assets in Algeria, Ghana, Mozambique and South Africa as part of the merger between Occidental Petroleum and Anadarko. Acting as the lead Senior Associate on the transaction which included full legal due diligence, JV partner issues and managing interaction with local counsel in each jurisdiction.
- **Government of Mozambique (Ministry of Mineral Resources and Energy):** Advising on the development and negotiation of the legal, commercial and contractual framework for its LNG projects in the Rovuma Basin, including LNG SPAs. The project required the creation of a special legal regime, in addition to commercial and contractual arrangements between Government and Concessionaires Area 1 (Anadarko) and Area 4 (ENI)
- **Hurricane Energy PLC:** Advising Hurricane Energy, the North Sea focused E&P company, on its \$250 million takeover by the Prax Group, implemented by way of a Part 26 scheme of arrangement.
- **Vitol:** Advising on various crude handling arrangements in relation to the Ukpokiti terminal in Nigeria in respect of OML 30.
- **Confidential Client:** Advising on the acquisition of a participating interest in four related production sharing agreements in Uganda, as well as preemption related issues under the original SPA.
- **Confidential Client:** Advising a client on the joint acquisition with another IOC of an interest in a producing asset in Libya.
- **Wintershall Dea:** advising on various matters in relation to the Reggane Nord project in Algeria.
- **Confidential Client:** Advising in relation to the Culzean Gas Condensate Field development in the central North Sea, including in relation to gas, condensate, crude oil and LPG lifting and balancing agreements.
- **PetroChina:** Advising on its joint venture arrangements with INEOS for a new energy project at Grangemouth, UK, including on the steam supply arrangements for the site.
- **Confidential client:** advising in relation to a proposed LNG import project in Pakistan.
- **IPP Office, Department of Energy, South Africa:** Advising on the legal and regulatory issues surrounding the Gas Utilisation Master Plan and the development of a gas market in South Africa, including amendments to the draft Gas Amendment Bill.
- **Hurricane Energy PLC:** Advising on the farmout of 50 percent of its interests in the Lincoln and Warwick assets west of Shetland (collectively known as the Greater Warwick Area) to Spirit Energy Limited in a US\$387 million transaction.
- **Marathon Oil:** Advising on the proposed sale of its UK business. This five-month secondment included a comprehensive review of its major contracts and legal due diligence in relation to its interests in the North Sea.

- **Suncor:** Advising on an EPC for the refurbishment of an FPSO.
- **Lekoil Limited:** Advising on the acquisition of upstream petroleum licenses in Namibia and Nigeria and on its listing on the UK AIM market.
- **Upstream acquisition:** Advising a European major in respect of its proposed equity acquisition of an entity with various upstream assets in Europe and Africa (including the UK, Germany and Egypt), including undertaking a full purchaser due diligence across several jurisdictions.
- **Confidential Client:** Advising on and drafting transaction documentation for the acquisition of a participating interest in two onshore shale gas exploration licenses in the UK.
- **ENI:** Advising on the proposed acquisition of offshore assets in the UK Continental Shelf and the Irish Sea, including undertaking a full purchaser due diligence.
- **Ministry of Energy, Commerce, Industry and Tourism, Cyprus:** Advising the Government of Cyprus on structuring and contractual issues for the LNG project in Cyprus.
- **Petrofac:** Advising on various North Sea regulatory matters, as well as assisting on an internal group reorganization.
- **Hurricane Energy PLC:** Advising on its £272 million admission to the AIM market of the London Stock Exchange and associated pre-IPO funding arrangements, including the conducting of a full due diligence exercise.
- **Oman Power and Water Procurement Company:** Advising on the development and implementation of a spot market for the wholesale trading of electricity.
- **Jamaican power project:** Advising a US-based energy company on a 150 MW ethane-to-power project in Jamaica.

Recognition

In the Media

- "**Dentons advises OQ Exploration and Production on divestment of interest in oil and gas blocks**," January 10, 2024
- "**Dentons advises Hurricane Energy on its proposed acquisition by Prax Group**," March 20, 2023
- "**Dentons Advises Romgaz on the Completion of ExxonMobil Exploration**," August 3, 2022
- "**Dentons advises Wintershall Dea on the acquisition of the Algerian Reggane Nord gas project**," May 6, 2022
- "**Dentons Advises Petronas on the sale of interests in Azerbaijani natural gas field**," March 16, 2022

Insights

- Co-author, "**Floating offshore wind - New breakout markets: A legal and regulatory review**," February 7, 2024
- "**Platform Electrification and the Energy Profits Levy**," December 7, 2022
- Co-author, "**The development and financing of LNG-to-Power projects**," April 12, 2017
- Co-author, Global Overview and UK chapter of **Getting the Deal Through: Gas Regulation** 2015, 2016 and 2017

Areas of focus

Industry sectors

- Oil and Gas
- Energy

Education

- College of Law, 2011, Legal Practice Course
- BPP Law School, 2010, Graduate Diploma in Law
- University of Bristol, 2008, BA, French & Italian (Joint Honours)

Admissions and qualifications

- Solicitor, England and Wales, 2013