

**STUART'S
LEGAL**



EPC & EPCM

Private Public Partnership

Oil & Gas

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ABOUT US

Stuart's Legal is a legal consultant for companies involved in Energy, Industry and Subsoil business for counseling for construction infrastructure projects implementation. The firm has performed more than ten projects using EPC and EPCM contracts within four and a half years, and now it is one of legal consultants managing infrastructure projects in Russia.

Our legal advisers offer legal support in implementation of infrastructure projects, including construction of industrial projects, energetics, subsoil use, public-private partnerships, project and export finance. Partners of Stuart's Legal are significantly experienced in management of infrastructure projects, including in-house practice in major metallurgic and mining companies.

SERVICES

- ▶ Consulting on issues of drafting EPC/EPCM contracts on «turn key» basis, including risk estimation, contract drafting based on FIDIC model («Silver book» etc.), though taking into consideration enforceability of the contract in Russia and bankability.
- ▶ Approval of EPC/EPCM contracts terms with banks and other credit institutions dealing with project finance.
- ▶ Approval and review of credit agreements, including agreements regulated by English law.
- ▶ Drafting, risk assessment in international contracts BTO (build, transfer, operate), DBO (design, built, operate), DBFO (design, built, finance, operate) and other.
- ▶ Drafting, risk assessment in concession agreements.
- ▶ Negotiation security transactions terms, security documents drafting, also under English law.



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- ▶ Drafting, risk assessment in insurance contracts of construction-assembly works (CAR/EAR), negotiating terms of CAR/EAR agreements with insurance brokers, insurance companies, reinsurance companies taking into account terms and requirements of EPC contract in the scope of the project.
- ▶ Drafting, review and negotiation of terms of construction contract.
- ▶ Preparation of tender documents.
- ▶ Consulting on international contract conclusion applying of INCOTERMS, Vienna convention for the international sale of goods.

COMPLETED PROJECTS

- ▶ Advising on M-3 Ukraine from Moscow through Kaluga, Bryansk to the border with Ukraine (in Kiev) on sections km 124 — km 173 and km 173 — km 194. Advising on a long-term investment agreement for the reconstruction, maintenance and operation of the toll-road.
- ▶ Advising on M-11 — highway Moscow — St. Petersburg on sections 543 km — 646 km and 646 km — 684 km. Advising on concession agreement and tender documentation.
- ▶ Advising on M-4 — Don from Moscow through Voronezh, Rostov-on-Don, Krasnodar to Novorossiysk on the site 1091.6 km — km 1319 (Section 4). Advising on long-term O&M agreement.
- ▶ Advising on PPP project «12 tons» to LANIT
- ▶ Advising to «Premium Engineering» on construction and erection all risks agreement (CAR/EAR) for construction of natural and associated gas processing facility on the territory of Yaraktinsky oil-gas condensate field, Irkutsk Region for Irkutsk Oil Company.

CUSTOMER FEEDBACK

Igor Solovyev

CEO OMZ-Daelim (2015-2017)

«Pleasantly surprised professionalism, speed of work and focus on results. Ready to work in the time schedule of the client. Active position in negotiations and readiness to defend the interests of the client. Good technical competence in EPC issues.»

Sukhov Andrey

Deputy General Director on Economics and Finance, OMZ-Daelim

«Managing Partner Elena Stuart and the company Stuart's Legal always provides Highly-qualified legal consulting services in the sphere of EPC projects. It is worthwhile noting the speed of the services. All deadlines are always met without any injury to the quality. The company is very client-focused and advocates the interests of the client as its own. Additionally, I would like to note that Elena perfectly structures relations with the client and contractors of the client which certainly helps in solving of business issues. The company had reasonable balance of price/quality. The services include not only legal issues of Russian law but also issues of English law and many other international aspects.

Elena acts not just as a consultant, but always endeavors to understand the commercial side of the issue which is the key to a good quality product.»

Alexandr Zotov

Managing Partner, Eurasian Resources

«Elena Stuart always demonstrates a high level of performance, strong professional experience and highest efficiency.»

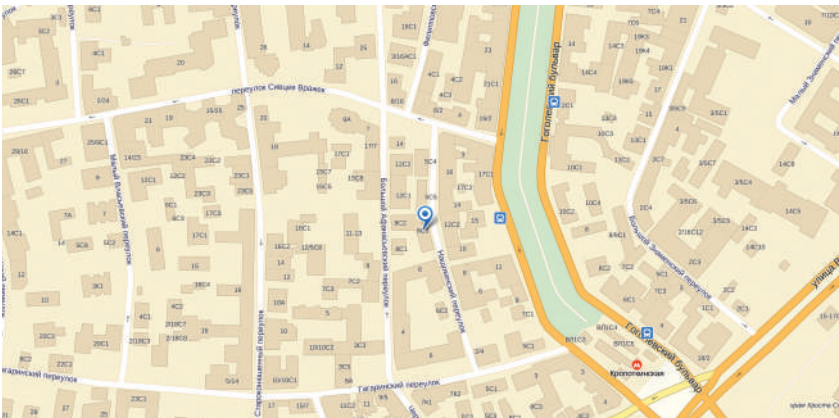


COMPLETED PROJECTS

- ▶ Advising to «GEA Grasso Refrigeration» on construction of factory for processing poultry for Agro Business Holding «Miratorg» in Bryansk region.
- ▶ Advising to «Premium Engineering» on delivery, supervise building and installation, start-up and commissioning of propane cryogenic plant to Tobolsk-Neftekhim.
- ▶ Advising to «GEA Grasso Refrigeration» on contractual negotiations with company «E4» for delivery of booster compression gas stations for Krasnodar GRES.
- ▶ Advising to «Mechel» on construction of concentration facility of coal at Elga minefield under English law[1].
- ▶ Advising to «Premium Engineering» on drafting and risk analyzing in the EPC contract with «Kirishinefteorgsintez» for performing of construction and installation works on the territory of the factory of high refined oil.
- ▶ Advising to «GEA Grasso Refrigeration» on construction of bobsleigh race course in Sochi.

COMPLETED PROJECTS IN THE SHPERE OF SUBSOIL USE

- ▶ Advising private investors on the issue of obtaining a license for gold mining in Sierra Leone.



CUSTOMER FEEDBACK

Alexey Roshkovskiy

Head of Legal - ГК ЛАНИТ

«In such a complex projects as PPP the success depends largely on the quality of the lawyers work. It is always difficult to make a choice in favor of a small law firm and in disfavour of the well-known and expensive consulting company or ILF. However, I have chosen Stuart's Legal since they have a perfect background in support of PPP and EPC projects, as well as in a variety of projects in the construction of industrial and infrastructure facilities. And I did not regret. Colleagues from Stuart's Legal are true professionals who are responsible for the quality of their work despite their age and do not ask for a millions just for the brand. By the way, I think age is also a huge advantage - their energy, sense of purpose, a lively interest in the projects, certainly compares favorably with the most of the major consultants with whom I had the occasion to work. Not every lawyer as complete as Elena is able to feel confident in any stressful situation; to quickly analyze risks and to find the ways to minimize them; to understand not only the legal but also the financial and technological aspects of the project. Elena brought us an effective help in the preparation of sophisticated deal almost straight off the reel. I would like to wish the Stuart's Legal and Elena personally prosperity, success and a large number of successful projects!»

Maxim Koshelenko

project manager in LLC «Premium Engineering»

«Stuart's Legal» successfully supported several EPC projects in «Premium Engineering», including project on construction risks insurance and insurance risks of delays in commissioning for an important turn-key project of supply and installation of the opening-up for natural and associated petroleum gas for Irkutsk Oil Company. During work on the project, legal team of the company have shown high professional level, particularly knowledge of the EPC contract peculiarities and ability to detect even unobvious risks at first glance, including technical aspect, and the most importantly, ability to eliminate these risks by strong arguments during negotiations with counterparties.»

CONTACTS

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