

## Representative Work

Examples of oil and gas projects and transactions in which our lawyers have advised follows:

### OIL SANDS/HEAVY OIL

- › **Total E&P** on the formation of a strategic oil sands alliance between Total E&P Canada Ltd. and Suncor Energy Inc. encompassing the Fort Hills mining project, the Joslyn mining project and the Voyageur upgrader project.
- › **ConocoPhillips** in their agreement to sell their 9% interest in Syncrude to subsidiaries of Sinopec International Petroleum Exploration and Production Company.
- › **China Investment Corporation** in connection with its purchase of a 5% interest in the equity of Penn West Energy Trust and its agreement with Penn West to form a partnership and make an investment to develop certain bitumen assets located in Alberta.
- › **Northern Blizzard Resources Inc.** on its agreement to acquire conventional heavy oil assets located in the Lloydminster area of Alberta and Saskatchewan from Nexen Inc.
- › **Canadian Natural Resources Limited** in its successful joint proposal with North West Upgrading Inc. to the Alberta Government to construct and operate a bitumen refinery near Redwater, Alberta through a partnership to be owned 50/50.
- › **Canadian Oil Sands Trust** on its acquisition of 1.25% interest in Syncrude from Talisman Energy Inc.
- › **ConocoPhillips** on the formation, with EnCana, of two joint ventures, a Canadian upstream oilsands partnership and a U.S. downstream refining LLC.
- › **Total E&P Canada Ltd.** on the acquisition of interests in the Surmont oil sands project from ConocoPhillips Canada Ltd. and Devon Energy and related joint operating and other arrangements.
- › **Shell Canada Limited** in its acquisition of BlackRock Ventures Inc. and on the Athabasca Oil Sands Project joint venture with Chevron Canada and Western Oil Sands, including the

Osler's top tier Calgary-based team of over 60 lawyers has experience in every aspect of the oil and gas industry and has advised clients on some of the most complex and significant energy projects and transactions in the world. We are recognized for the superior counsel we provide to both our domestic and international energy clients. With several of our legal professionals ranked as internationally leading energy lawyers, our clients benefit from our technical expertise, as well as our commercial know-how.

### STRATEGY AND INNOVATION

The successful and timely execution of complex energy undertakings – ranging from conventional exploration and development, to oil sands and offshore development, to major projects such as pipelines and storage facilities – hinges on highly sophisticated strategy. Osler lawyers have the expertise and talent to provide invaluable assistance to our clients in formulating and executing such strategies as well as providing sound legal advice. We have developed a superior command of all aspects of energy projects and transactions and are able to anticipate and assist in navigating the complexities and issues with confidence and precision.

### EXPERTISE

Our expertise is comprehensive and includes the following areas:

- › Infrastructure development
- › Mergers, acquisitions and divestitures
- › Oil sands development
- › International energy transactions
- › Coalbed methane and shale gas joint ventures
- › LNG, Pipeline, plant and other facilities
- › Onshore and offshore exploration and development projects
- › Transportation and storage
- › Upgrading and refining
- › Downstream distribution
- › Climate change and environmental impact
- › Aboriginal rights
- › Project finance
- › Corporate finance

negotiation of commercial and construction agreements and regulatory and environmental approvals for Muskeg River and Jackpine Mines.

#### **ENERGY PROJECTS, INTERNATIONAL & OFFSHORE**

- › **Apache Corp.** on Canadian aspects of their acquisition of a partnership and corporation holding oil and gas exploration and production properties located in Western Canada, from BP Canada Energy.
- › **Talisman Energy Inc.** in the creation of a strategic partnership with Sasol to develop the Farrell Creek assets in their Montney shale play in north-eastern British Columbia and in aspects of Talisman's acquisition of BP Exploration Company (Colombia) with Ecopetrol S.A.
- › **Apache Canada Ltd.** in its acquisition of a 51% interest in the proposed Kitimat LNG project and a 25.5% interest in Pacific Trail Pipeline Limited Partnership.
- › **Hibernia Southern Extension**, an offshore development project, on commercial arrangements and the proposed arrangements with the Province of Newfoundland and Labrador on the fiscal regime, benefits and equity participation.
- › **Hebron – Ben Nevis Consortium** on the offshore Newfoundland and Labrador Hebron-Ben Nevis Development Project.
- › **Members of the relevant consortium** on each of the Hibernia and Terra Nova Development Projects and on the Grand Banks Regional Transportation System.
- › **BG International** on its acquisition of certain oil and gas interests offshore Trinidad and Tobago from Canadian Superior Energy Inc.

#### **OIL & GAS**

- › **PetroChina Company Ltd.**, a subsidiary of China National Petroleum Corp. (CNPC), in its proposed investment in Encana Corp.'s Cutbank Ridge shale natural gas assets.
- › **BG Group plc** on the sale of Canadian assets to Progress Energy Limited.
- › **Talisman Energy Canada** and its affiliate, Fortuna (US) L.P. in their disposition to Crescent Point Resources L.P. and TOG Partnership, an affiliate of Tristar Oil & Gas Ltd.
- › **Connaught Energy Ltd.** in its disposition to Glamis Resources Ltd.

#### **A NORTH AMERICAN FIRM WITH A LOCAL APPROACH**

In all of our work, we bring industry knowledge, long-term industry relationships, an appreciation of broad strategic issues, and an attention to detail that can help achieve a successful outcome. We know that in a field as complex as energy, true value comes as much from understanding the client's business and their people, as from a knowledge of the law.

Osler advises corporate leaders on their most critical matters. With almost 500 lawyers based in Calgary, Toronto, Montréal, Ottawa and New York, Osler has a cross-border presence that is one of our differentiating strengths and enables us to represent U.S. and international companies doing business in Canada. We are especially well positioned to advise companies looking to undertake major projects or make acquisitions or divestitures in the Canadian energy industry.

#### **RECOGNITION**

Osler is ranked as top tier for Energy: Oil & Gas by *Chambers Global: The World's Leading Lawyers for Business 2011* which notes that Osler's Energy practitioners are "always there, ready to serve". The firm is "consistently recommended" by *The Canadian Legal Expert Directory 2011* for its work in Energy: Oil & Gas, with a number of leading practitioners in this area.

- › **Black Gold Energy LLC** in its disposition to Niko Resources Ltd.
- › **Keyera Energy Limited Partnership** in the acquisition of Spectra Energy's Nevis and Brazeau River natural gas gathering and processing facilities.
- › **Shell Canada Limited** in connection with its take-over of Duvernay Oil Corp.
- › **National Petroleum Company S.A.E.**, an affiliate of Citadel Capital Company in the acquisition of Rally Energy Corp.
- › A subsidiary of **Dana Gas PJSC** on its purchase of the common shares of Centurion Energy International Inc., the owner of assets in Egypt.
- › **Pioneer Natural Resources Company** on the sale of its Canadian subsidiary to Abu Dhabi National Energy Company PJSC.
- › **ConocoPhillips** on its sale of subsidiary corporations to Pengrowth Energy Trust.
- › **Canadian Natural Resources Limited** in its acquisition of Anadarko Canada Corporation.

#### **CONTACT US**

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