

Samuel Ogunlaja

Partner

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Abu Dhabi London



Samuel Ogunlaja is a partner in the Abu Dhabi and Dubai offices of Gibson, Dunn & Crutcher*, and a member of the Energy and Projects & Infrastructure practice groups. His practice focuses on advising sponsors, governments, government-owned entities and financial institutions on a range of energy and infrastructure-related transactions, including greenfield and brownfield project development, M&A, carve-outs, restructurings, capital markets transactions and other corporate and commercial matters. Samuel has worked with a wide variety of clients across a range of matters in the energy sector including award winning deals in the UAE, Saudi Arabia, Egypt, Israel and South Africa.

In addition to his practice in the Middle East, Samuel is very active on Africa-related matters and has experience acting on a range of transactions across the Continent. He also co-led the Africa group at his previous firm.

Samuel is a thought leader in the energy sector, having published articles, spoken at international conferences and lectured at universities on energy-related matters, particularly concerning Africa and the energy transition. In recognition of his accomplishments and leadership within the sector, he was named as *Law360's* 2022 Global Rising Star for Energy.

Samuel is also a passionate advocate for diversity, equity and inclusion and is a leader in this space. He pioneered the Black Lawyers Matter and Black Undergraduate Internship and Lawyer Development (BUILD) Programs at his previous firm, and he works with a number of organizations to help create opportunities for access and advancement for Black lawyers and those from socially disadvantaged backgrounds.

Samuel received his undergraduate law degree (LLB) with Honors from King's College London, University of London. He is admitted to practice in England and Wales.

Representative Experience*

Oil & Gas and Petrochemicals

- ADNOC on the structuring and development of its world-scale Ta'ziz Industrial Chemicals Zone in Abu Dhabi.
- The lenders to the \$12.5 billion joint venture for the Jazan IGCC / ASU project, the largest grey hydrogen project in the world. Awarded Global Deal of the Year at the PFI Awards, 2021; MENA Hybrid Energy Deal of the Year at the IJGlobal Awards 2021; and Energy & Infrastructure Deal of the Year at the British Legal Awards 2022.
- ADNOC on the carve-out, restructuring and initial public offering of its Borouge chemicals joint venture.
- ADNOC in relation to its proposed chemicals joint venture with Reliance Industries

Capabilities

Projects
Energy Regulation and Litigation
Energy and Infrastructure
Infrastructure
Mergers and Acquisitions
Oil and Gas

Credentials

Education

King's College London - 2010 Bachelor of Laws (LL.B.)

Admissions

England & Wales - Solicitor

Limited and the development and financing of an EDC and CSL production facility in Abu Dhabi.

- ADNOC on a new strategic partnership with OCI N.V. to create the largest export-focused nitrogen fertilizer platform globally and the largest producer in the MENA region.
- ADNOC on the disposal of an interest in ADNOC Refining to Eni and OMV where the company was valued at c. \$19 billion.
- Albertine Graben Refinery Consortium on the development, financing, construction, operation and maintenance of a greenfield refinery project in Hoima District, Uganda.
- Notore Chemical Industries plc on the development and financing of an agro-fertiliser plant expansion project in Nigeria, including the development of a second agro-fertiliser train consisting of three individual process plants for methanol production (1,500 mtpd), ammonia production (2,000 mtpd) and urea synthesis and granulation (3,500 mtpd).
- OneLNG on its potential acquisition of an interest in the Ima field in Nigeria and subsequent development of an FLNG facility.
- ADNOC on the extension of the ADNOC LNG joint venture and renewal of related supply and offtake contracts.
- BAPCO on the \$6.5 billion upgrade and expansion of the Bahrain Refinery.
- PETRONAS on the \$28 billion RAPID integrated refinery and petrochemicals project in Pengerang, Malaysia, including the \$7 billion acquisition of an interest by Saudi Aramco in parts of the project.
- SACE and commercial lenders on the \$1.2 billion financing of a refinery upgrade project in Egypt.
- The initial purchasers on Abu Dhabi Crude Oil Pipeline LLC's inaugural \$3.037 billion bond offering.
- The Dow Chemical Company on the financing of the \$20 billion Sadara Integrated Chemicals Project in Jubail, Saudi Arabia, the largest-ever project financing in the petrochemicals sector and one of the largest multi-sourced financings in project finance history.
- The Dow Chemical Company through its wholly owned subsidiary Dow Europe GmbH on a joint venture with Aksa Akrilik Kimya Sanayii A.S. to manufacture and commercialize carbon fibre and derivatives.
- ADNOC on a strategic investment in global storage terminal owner and operator VTTI.
- Sharjah National Oil Company on various gas supply arrangements.
- Citadel Capital (a leading African private equity fund) as sponsors on the \$3.7 billion financing of the Mostorod Oil Refinery in Egypt - the largest ever project financing in Africa. This deal was named as "African oil & gas deal of the year (downstream)" by *Project Finance Magazine*; *IFLR*'s "Project Finance Deal of the Year 2012"; *Trade Finance Magazine*'s "Middle East Petrochemical Deal of the Year 2012"; and *Infrastructure Journal*'s "2013 Overall Deal of the Year" and "Deal of the Year 2013 - Oil & Gas".
- Barclays Capital and HSBC Bank Plc. as lenders on the \$900 million permanent financing to Israeli companies Delek Drilling, Avner Oil Exploration and Dor Gas LP to finance development of the Tamar natural gas field in Israel. This deal was recognized as *PFI*'s "Middle East & Africa Energy Deal of the Year" and *Project Finance Magazine*'s "EMEA Oil & Gas Deal of the Year".

Energy Transition and Renewables

- NEOM Company, Saudi Arabia's new city gigaproject development company, on a

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\$6.5 billion green energy joint venture with ACWA Power and Air Products that will incorporate the region's largest wind and solar renewables production projects (4GW in total), as well as a ground-breaking green hydrogen / green ammonia export project. Awarded Green Project of the Year at the Global Hydrogen Summit 2021.

- Anglo American on the development and roll-out of a hydrogen-powered 'Zero Emissions Haulage Solution' (ZEHS) across mine sites in Africa and Latin America.
- ADNOC on its acquisition of an interest in Abu Dhabi Future Energy Company (Masdar) and creation of world-leading green hydrogen investment platform, 'Masdar Green Hydrogen'.
- Uniper on offtake from the Hyport Duqm Green Ammonia Project in Oman.
- ADNOC on the world's largest blue hydrogen / ammonia megaproject, combining grey hydrogen production with carbon capture and sequestration.
- OCP on a green ammonia pilot project with Shell in Morocco.
- Casa Dos Ventos and Comerç on a joint venture to produce and market green hydrogen in Brazil.
- OPIC and Proparco on the financing of a solar project being developed under the FiT program in Egypt.
- EBRD and Proparco on the development and financing of three solar projects being developed under the FiT program in Egypt.
- Masdar on its acquisition of a 49 percent stake in Krnovo Green Energy wind farm.
- Masdar on its initial acquisition of an interest in and the subsequent development and financing of the 250 MW Cibuk 1 wind farm in Serbia.
- Masdar on its proposed bids for the Al Jouf and Rafha solar PV IPPs.
- A consortium led by ACWA Power in its bid to develop an integrated 850MW wind farm project in Morocco.
- A consortium led by Sumitomo on the preparation and negotiation of an engineering procurement and construction contract and other related documents for the development and construction of the €140 million Dorper Wind Farm on South Africa's Eastern Cape. This deal was recognized as *Project Finance Magazine's* "African Wind Deal of the Year 2012".
- Osaka Gas and Mitsubishi Corporation on their pending joint acquisition of a large-scale solar power generation project in Ontario, Canada from Recurrent Energy.
- Advising JBIC in relation to the development of a template power purchase agreements for solar power projects in India.
- Advising EFG Hermes Private Equity on the acquisition of a 49% equity interest in EDPR France.
- Masdar (Future Energy Company) on its bid to develop and finance DEWA's 100 MW solar PV IPP in Dubai.

Conventional Power and Utilities

- EWEC on the acquisition, financing and restructuring of 6.5GW of power assets owned by Emirates Global Aluminium and the related supply of lower-carbon power for aluminium production.
- The Government of Egypt on the development of a \$25 billion nuclear new build project, including the negotiation of the EPC, Fuel Supply, O&M and Radioactive Waste Treatment contracts.
- The lending group (K-EXIM, IsDB and the commercial banks) on the development and financing of the Fadhili IPP in Saudi Arabia.

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- The lending group (including K-EXIM) on the development and financing of the Jafurah Cogeneration Plant in Saudi Arabia.
- Lenders in relation to the \$3 billion 2,525 MW / 136.5 MIGD "Facility D" IWPP in Qatar, which was awarded Project Finance Deal of the Year 2016 by IFLR.
- Lenders in relation to the Mitsui / Engie bid for the 2,300 MW / 105 MIGD "Facility E" IWPP in Qatar.
- Masdar and Bee'ah on the development and financing of the pioneering Sharjah Waste-to-Energy Project in Sharjah, UAE.
- The lenders on a \$1.6 billion hard mini-perm financing backing the \$2.1 billion Al Dur IWPP.
- IFC, EBRD, OFID ICBC and CCB on the development and financing of the Zarqa CCGT Power Project at the Hussein site in Jordan.
- The lenders supporting the ACWA Power bid for the Kabd Waste to Energy project in Kuwait.
- The lenders to the bid by a ACWA Power for the Az Zour North IWPP in Kuwait.
- The lenders to International Power S.A.'s bid for the Ibri/Sohar 3 IPPs in Oman.
- The lenders to the Oman Oil Company and LG International consortium developing the Musandam IPP in Oman.
- The initial purchases on the \$814 million bond offering by ACWA Power Management and Investments One Limited.
- Sasol/EDM as project sponsors on the financing and development of a Gas to Electricity Project (MGEPP) in Ressano Garcia, Mozambique.
- The lenders to the ACWA Power and Mitsui & Co. consortium developing the Salalah 2 IPP in Oman.

Metals and Mining

- Anglo American on the combination of its nuGen business with First mode Inc, creating a combined business valued in excess of \$1.5 billion.
- Guinea Alumina Corporation (a joint venture between Mubadala Development Company and Dubai Aluminium) on the \$1.6 billion development of a bauxite mine, alumina refinery and related infrastructure in the Republic of Guinea.
- A leading mining company on its proposed acquisition of a listed mining company with mining operations in Tanzania and Ghana.
- General Moly, Inc. on the refinancing aspects of the Mt. Hope Project in Nevada.

Other

- A leading financial institution on the establishment of a digital bank in Nigeria.
- BIC East Africa Limited on the acquisition of HACO's stationery, lighters and shavers business in the Republic of Kenya.
- Société BIC SA on the acquisition of a leading FMCG business in Nigeria.
- Frigoglass S.A.I.C. on the sale of its glass operations in Nigeria and Dubai to GZI Mauritius Limited.
- MTV's Staying Alive Foundation on its proposed distribution arrangements in Nigeria.
- HM Partners on its creation of a new hard discount retail operation in Egypt under the brand "Kazyon".
- HM Partners on its acquisition of Millennium Offshore Services Superholdings LLC.
- UAE state-owned semiconductor company GLOBALFOUNDRIES Inc. on its \$1.5

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billion unsecured ECA financing. This deal was recognized as *Trade Finance Magazine's* "ECA Finance Deal of the Year 2012".

- Citadel Capital on its corporate refinancing.
- Pacnet Limited (a Singaporean Telecommunications company) as borrower in relation to a secured term loan.

**Includes representations prior to joining Gibson, Dunn & Crutcher*

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