



GIDE

GIDE LOYRETTE NOUËL

GIDE ENERGY EXPERTISE IN AFRICA

AFRICA ENERGY FORUM

London, November 15 – 17, 2021

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OUR TEAM



1.

GIDE IN A NUTSHELL

GIDE, A UNIQUE LAW FIRM

By our clients' side for all their needs

1st INTERNATIONAL LAW FIRM MADE IN FRANCE

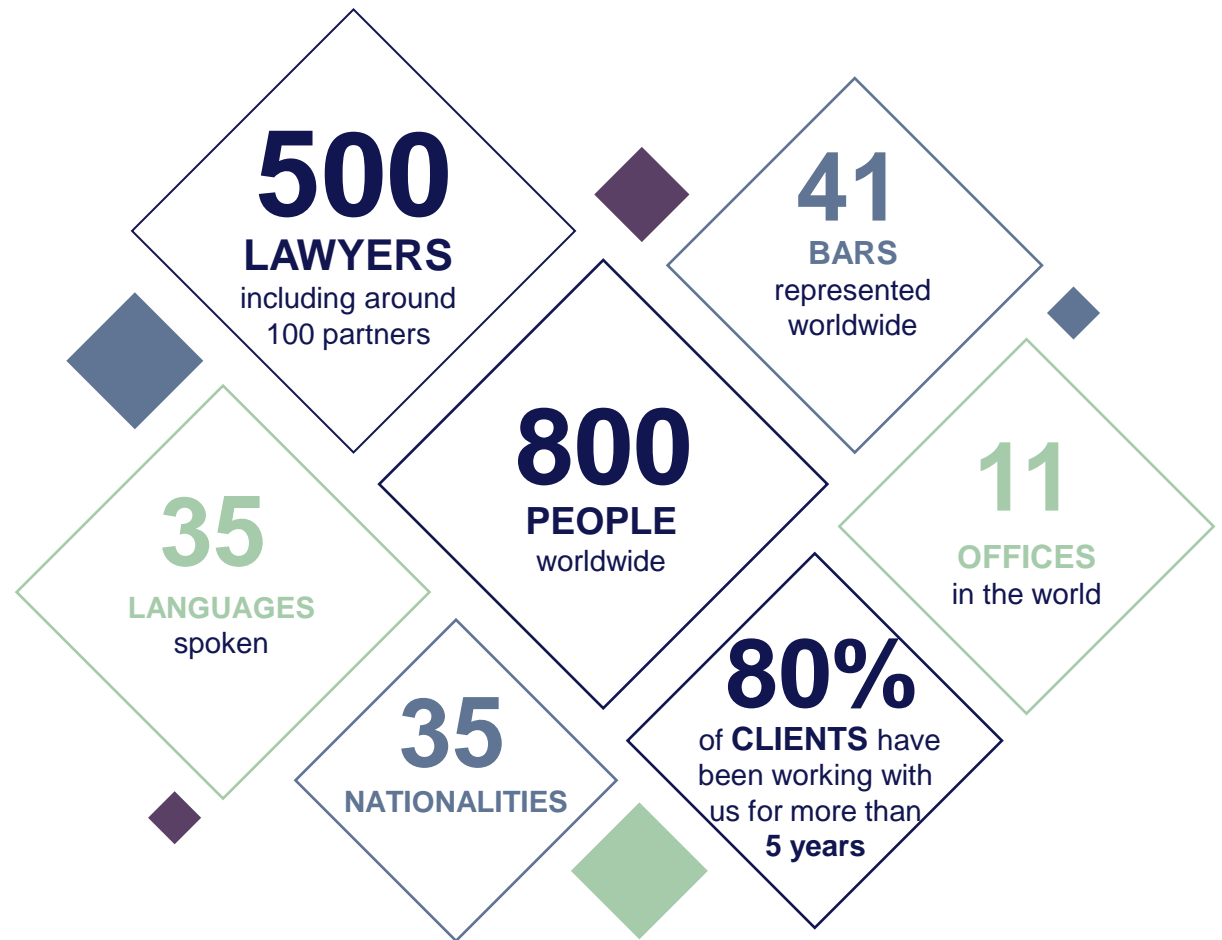
Business partner

Being by the side of our clients for all their development and transformation projects from a legal and strategic standpoint.

Excellence

Excellence in advice, client relations and knowledge, Gide sets itself apart through the depth and quality of its ability to set up multi-disciplinary teams.

Founded in PARIS IN 1920, our firm now numbers:



A MULTI-SPECIALIST LAW FIRM

Leading position in business advisory, transactional and litigation law.



A LAW FIRM PRESENT IN ALL THE FIELDS OF ACTIVITY



AVIATION, AEROSPACE
& DEFENCE



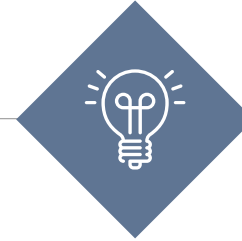
BANKS, INSURANCE
& FINANCIAL SERVICES



DIGITISATION,
& E-COMMERCE



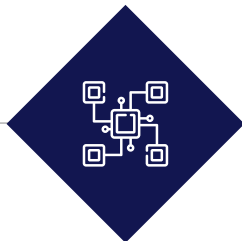
DISTRIBUTION,
CONSUMER
& ADVERTISING LAW



NATURAL RESOURCES



RENEWABLE ENERGIES
& ENVIRONMENT



FINTECH



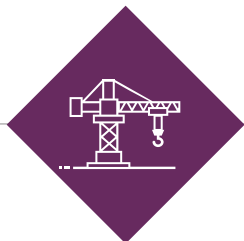
GOVERNMENTS &
PUBLIC SECTOR



HEALTHCARE,
PHARMACEUTICALS &
LIFE SCIENCES



INDUSTRY



INFRASTRUCTURE



INVESTMENT FUNDS &
ASSET MANAGEMENT



REAL ESTATE

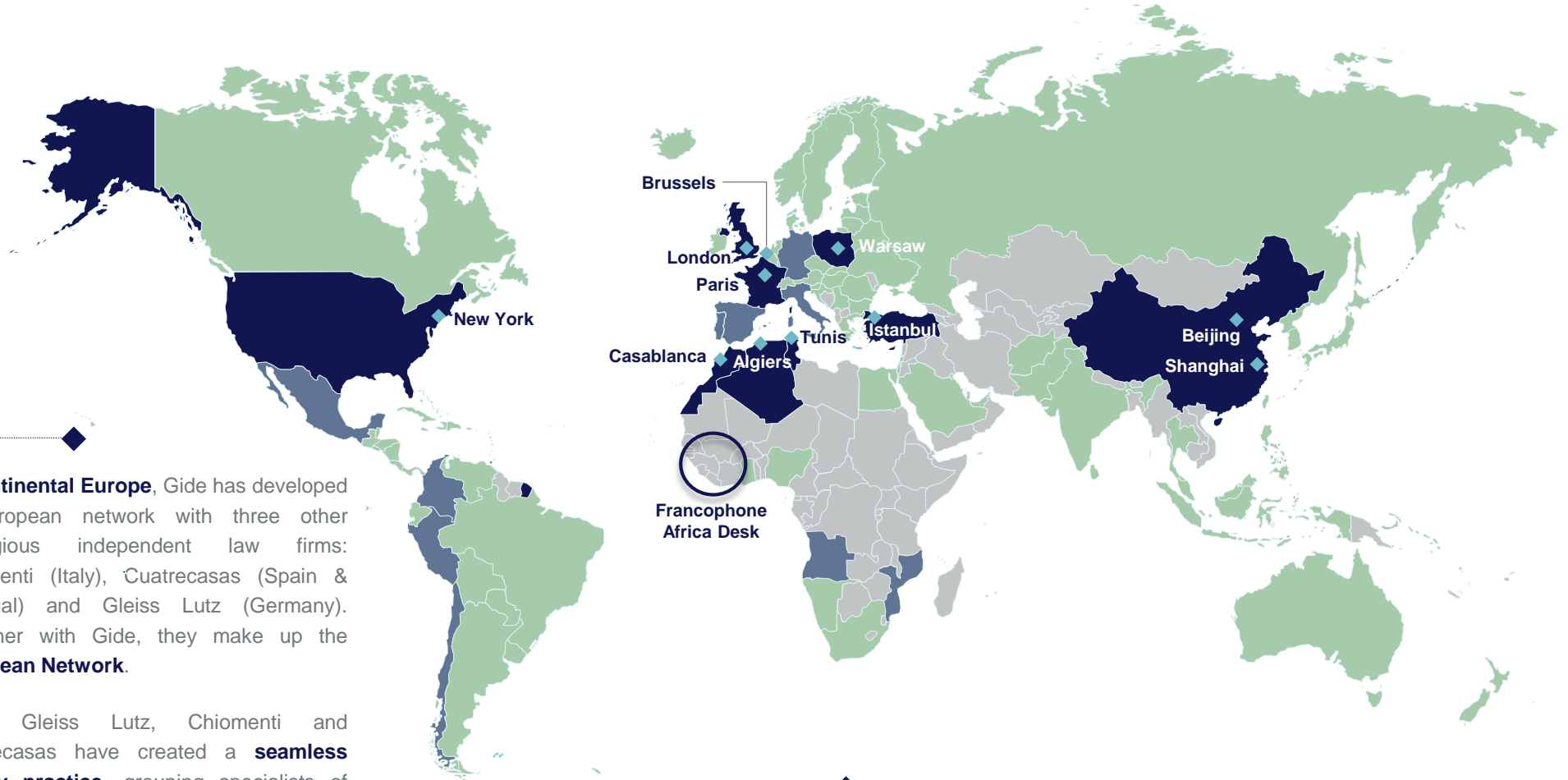


TELECOMMUNICATIONS, MEDIA
& TECHNOLOGY



TRANSPORT

A UNIQUE INTERNATIONAL PRESENCE



In continental Europe, Gide has developed a European network with three other prestigious independent law firms: Chiomenti (Italy), Cuatrecasas (Spain & Portugal) and Gleiss Lutz (Germany). Together with Gide, they make up the **European Network**.

Gide, Gleiss Lutz, Chiomenti and Cuatrecasas have created a **seamless energy practice**, grouping specialists of several expertises in the energy field (M&A, projects, regulatory, etc.).

Lex Mundi is the largest international network of independent law firms, with over 150 leading law firms in their jurisdiction. **Gide is the network's exclusive member for France.**



- ◆ Gide
- ◆ European Network
- ◆ Lex Mundi

GIDE AFRICA: ACTIVE ACROSS ALL THE CONTINENT

With a 40 years experience, Gide offers its **multidisciplinary expertise** throughout the African continent. With over 90 lawyers working regularly on matters in Africa, our team has extensive knowledge of national and regional legal regimes in Africa, such as **ECOWAS, CEMAC, WAEMU, SADC and OHADA**.

Capable of working in both **civil law** and **common law** countries, our team advises its clients on their operations in Africa in a number of business sectors, particularly energy, natural resources, transport, telecoms, as well as banking, insurance, the hotel industry, and distribution.

Gide also builds on a **significant network of leading local law firms and financial and technical experts across the continent** and continues to extend its offers to better serve its clients across all Africa with a strategic cooperation agreement with **Bowmans**, a leading African law firm.



Gide expertise in Africa
recognised among the best



jeuneafrique

GIDE OFFICE IN MOROCCO

- **Present in Casablanca since 2003**, Gide is one of the leading business law firms in Morocco.
- A **multidisciplinary team of 20 Moroccan and French lawyers**, working regularly on projects shared with our teams in Paris, London and Beijing.
- **A diversified clientele**, including public institutions, banks, international institutions, multinationals, foreign investors and leading Moroccan business groups.
- A **"Hub" for your projects in Africa**, alongside our Ivorian desk managed from Paris.
- **Recognised and acclaimed expertise**

Expertise that is varied and suited to the local and regional market



INFRASTRUCTURE	TRANSPORT	ENERGY & NATURAL RESOURCES
BANKS, INSURANCE & FINANCIAL SERVICES	REAL ESTATE	INVESTMENT FUNDS & ASSET MANAGEMENT
PUBLIC SERVICES & ENVIRONMENT	GOVERNMENTS & PUBLIC SECTOR	INDUSTRY



2

OUR EXPERTISE IN ENERGY

OUR EXPERTISE IN ENERGY

Our team acts on **all types of projects in the energy sector**: dams, thermal power plants, oil, nuclear complexes, windfarms and solar energy sites. Our extensive expertise has recently led us to work on a wide variety of projects.

OUR ADDED VALUE

A **100-year-old firm** with long-standing experience in energy.

A multi-disciplinary team made up of **40 lawyers**, handling matters in both **civil** and **common law**, based in various countries in Europe, Africa and Asia.

A team that regularly advises **all types of industry players**: sponsors, developers, public and financial institutions.

We advise our clients at every step of the value chain in the energy sector: development / construction / generation / purchase & provision / transport.

Leading expertise in all aspects of energy: nuclear and thermal to renewable energies (in particular hydro, solar, onshore and offshore wind, waste to energy, hydrogen, biomass and biogas).

FIELDS OF EXPERTISE

- Projects/ Infrastructure
- Financing
- Regulatory (France & Europe)
- Mergers & Acquisitions
- Real estate and city planning
- Taxation
- Public Law & Environment
- Disputes

Well-regarded department with strong domestic and global activity with a particular presence in Africa. Represents states, corporates and lenders. Regularly appointed on projects in a variety of sectors including natural resources, transport infrastructure and renewable energy. Expertise includes BOT projects, PPPs and project financing, with additional experience in contractual and M&A matters.

CHAMBERS GLOBAL & EUROPE 2021 | Projects & Energy

Gide has excellent capabilities and is able to deal with all types of work including project, public law, regulatory and M&A matters. The big team is regularly involved in renewables, hydroelectric and nuclear related- matters. The project practice is also top notch, with the team regularly handling major greenfield and brownfield French, European and African energy project work, including on renewables, acting for leading energy producers. Finally, the practice also handles major oil and gas work.

LEGAL 500 EMEA 2021 | Energy | Tier 1

GIDE'S RECENT CREDENTIALS IN ENERGY – AFRICA



Advising PETROCI on two hydrocarbon storage infrastructure projects located in the port of San Pedro and in the port of Abidjan (Côte d'Ivoire)

Oil & Gas



Advising Brahms for the development, implementation and financing on a limited-recourse basis of a 12,000 barrel-per-day crude oil refinery with Associated port, pipeline and storage facilities in Guinea

Oil & Gas



Advising Total on setting up the STEP, a joint venture with the Algerian State-owned oil&gas company called Sonatrach for the development a major petrochemical project in Algeria (amount 1.3 Billion USD).

Oil & Gas



Advising the SAPRO group in the context of the development, operation and financing of the Mayoko Iron Ore Project, including the rehabilitation of the railway line in the Republic of Congo

Mining



Advising SNEDAI in the context of the construction of a Power Plant and related infrastructure located in the port of San Pedro, Côte d'Ivoire, comprising the construction of a 400 kV drainage system of a 321 km length

Power plant



Advising Sagemcom Energy & Telecom in relation to the provision of energy services to mobile tower owners and operators, owning and operating decentralised renewable energy infrastructure in Sierra Leone

Renewables

Investing firm of a Telecom network key player

Advising an investment firm for the setting up of a structured financing for the development of its energy services companies for telecom operators in 5 countries (Burkina Faso, Cameroon, Chad, Côte d'Ivoire and Niger)

Renewables

An Energy players consortium

Advising a consortium composed of two energy players in relation to the tender procedure launched by the Ministry of Energy of Benin for the financing, construction and operation of four photovoltaic power plant of approximately 50 Mw in Benin

Solar

GIDE'S RECENT CREDENTIALS IN ENERGY – AFRICA



Advising Neot Capital for the sale, implementation and financing of distributed solar home systems in Côte d'Ivoire

Solar



Advising Meridium and Gabon Power Company in relation to the public-private partnership project for the generation of energy via a 35MW production capacity new hydroelectric dam of Kinguéle Aval, on the river Mbei in Gabon

Solar



Advising IFC InfraVentures and Scatec Solar for the development of a 33 MW solar power project in Mali as well as in Côte d'Ivoire. The project includes negotiation and drafting of concession agreement, PPA and joint development agreement

Solar



Advising Biotherm Energy on a 25 MW solar power plant project in Côte d'Ivoire. The project includes drafting and negotiation of the concession contract, EPC and O&M contracts and financing documentation

Solar



Advising IFC and Côte d'Ivoire, Madagascar and Niger governments on the design and tendering process to develop photovoltaic power plants under the "Scaling Solar" initiative, which aims to create a viable market for solar energy in Africa

Solar



Advising Meridium as part of its investment in the company Biokala, developing with SIFCA and EDF the Biovea biomass plant project of 46 MW in Ayebo, Côte d'Ivoire

Biomass



Advising the Great Lakes Countries (Burundi, Democratic Republic of Congo and Rwanda) regarding the negotiation of the Ruzizi III hydroelectric project. The overall cost of the investment is estimated at 650 million USD

Hydroelectric



Advising the Governments of Zambia and Zimbabwe and the Zambezi River Authority (ZRA) in relation to the development of the Batoka Gorge Hydroelectric Scheme (Batoka Gorge HES Projet)

Hydroelectric

GIDE'S RECENT CREDENTIALS IN ENERGY – MOROCCO

 <p>Advising Chariot Oil & Gas in relation to its hydrocarbon exploration and exploitation activities in Morocco</p> <p>Oil & Gas</p>	<p>A sole natural gas producer</p> <p>Advising a sole natural gas producer in Morocco on its day-to-day natural gas field development and exploitation activities</p> <p>Oil & Gas</p>	 <p>Advising Voltalia to draft the contracts to be used for "Autoproduction" (self-production) projects in Morocco (Solar lease agreements). General assistance on legal issues raised by renewable energy projects in Morocco.</p> <p>Renewables</p>	 <p>Assisting OCP SA on the development of its green strategy and the structuring of new developments in the energy sector</p> <p>Renewables</p>	 <p>Advising the Kingdom of Morocco on legal aspects of a strategic study to reorganize the electricity and water distribution with a view to create specific regional entities to provide these public services</p> <p>Public services</p>
 <p>Advising EDF Maroc in relation to the development of renewable energy projects in Morocco.</p> <p>Renewables</p>	 <p>Advising Amendis on the review of a photovoltaic energy purchase agreement subject to Law 13-09</p> <p>Solar</p>	 <p>Advice to Engie on the structuring of independent photovoltaic energy production projects in Morocco</p> <p>Solar</p>	 <p>Advising Total Solar on the structuring of independent photovoltaic energy production projects in Morocco.</p> <p>Solar</p>	

GIDE'S RECENT CREDENTIALS IN ENERGY – MOROCCO



Advising the Moroccan Solar Energy Agency (MASEN) for the implementation of Phase 1 of the development of a 500 MW solar energy complex.

Solar



Advising North Solar to assess the feasibility and structure new PV projects in North Africa

Solar



Advising Nareva on the review of a photovoltaic energy purchase agreement subject to Law 13-09

Solar

Holding company dedicated to hydrogen production

Advising on the setting-up of a Moroccan holding company in view of developing hydrogen production related activities in the country

Hydrogen



Advising General Electric, Theolia and TAQA in a call for tenders for the development, construction, financing, operation and maintenance of a 300 MW wind farm (IPP).

Wind



Advising the consortium composed of Veolia and Voltalia in the context of the call for tenders issued by the Minister of Agriculture for the construction of a desalination unit and a wind farm in the Dakhla region

Wind



Advising Veolia Morocco on the feasibility analysis of a project to build and operate a biomass power plant to market electrical energy to a distribution company.

Biomass



Advising ONEE - Electricity branch for its activities related to electricity distribution

Electricity



3

OUR TEAM



Wacef Bentaibi

Associé | Partner - Gide Casablanca
Projects Finance&Infrastructure

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Admitted to the Paris Bar in 2005, Wacef Bentaibi is a partner in the Casablanca office and specialises in project finance with a focus on energy and infrastructure projects. He has extensive international experience, particularly in North Africa and Sub-Saharan Africa.

Wacef has recently been involved in several infrastructure and energy projects including most Moroccan IPP's in both renewables and non-renewable spaces.

He also developed specialised skills in the upstream oil & gas and mining activity in Morocco and sub-Saharan countries and regularly acts on behalf foreign operators during their negotiations with relevant governmental authorities (Petroleum Agreements, Association Contracts, exploration licenses, JOA...).

In 2021, Wacef is ranked among the 100 most influential corporate lawyers in French-speaking Africa by Jeune Afrique.

He is also ranked as leading individual in the Legal 500 EMEA 2021 (Morocco – Projects & Public Law) and as Up and Coming in Corporate/Commercial by Chambers Global (Morocco).



Marie Bouvet-Guiramand

Associée | Partner - Gide Paris
Projects Finance&Infrastructure

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Marie Bouvet-Guiramand, specialised in Project Finance, joined Gide Loyrette Nouel in 2002 and is partner since Jan. 1, 2017. She represents all players of the infrastructures and public facilities sector, be they sponsors (investors and industrial groups), lenders or public administrations. She deals with all issues (project and finance) relating to project structuring or tender preparation, negotiating project and finance agreements and their implementation during construction and operation.

In France, Marie has represented sponsors and lenders in a great number of public-private partnerships and concessions developed over the last decade. These projects relate to transport infrastructures (roads, railway lines, tramways, airports) and public facilities (stadia, entertainment venues, prisons, administrative and industrial facilities, public lighting, urban heating, telecommunications networks, hospitals, universities, schools, military equipment/facilities).

Abroad, Marie regularly advises public administrations and sponsors in concession / BOT projects relating to infrastructures (airports, urban transports, ports, irrigation), energy (renewables, hydroelectricity, hydrocarbons), waste and water (desalination, treatment, distribution), in Africa, Eastern Europe and Asia.

Marie also advises on project companies and industrial groups' acquisitions, as well as assets refinancing.

Marie Bouvet-Guiramand holds a Magistère in business law, a DJCE from the University of Paris II Panthéon Assas and is a graduate of Hautes Etudes Commerciales (HEC).



John Crothers

Associé | Partner - Gide Paris

Projects Finance&Infrastructure, Banking & Finance

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John Crothers specialises in project finance, PPPs, banking transactions and privatisations, both in the developing and developed world.

John has 30 years' experience in large-scale projects, legal transition work, legislative drafting and assistance to governments, IFIs, lenders, sponsors and equity investors, from initial feasibility analysis to international bidding processes and financial closings, where he ensures a clear and early identification of legal issues with a view to proposing the most suitable contractual schemes.

A dual U.S. and France-qualified lawyer, John is fluent in both English and French and has extensive experience working in both civil and common law jurisdictions.

He has advised international financial institutions, concession companies, operators and bidding consortia in infrastructure projects around the world including the following sectors: motorways, airports, energy, water treatment and desalination facilities and telecommunications. He frequently advises national governments, local governments and other authorities granting concessions or setting up Public-Private Partnerships. He has also drafted international 'best practice' concession and PPP laws in the Middle East, Africa and Eastern Europe.

John D. Crothers is consistently ranked as a Leading Individual in Project Finance and Energy by international legal guides Chambers Global, Legal 500 and IFLR1000. He joined The Legal 500 Hall of Fame in 2018.



Victor Grandguillaume

Associé | Partner - Gide Paris

Projects Finance&Infrastructure

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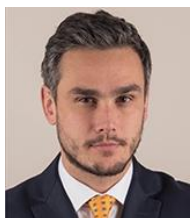
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Admitted to the Paris Bar in 2009, Victor Grandguillaume is a member of the Projects (Finance & Infrastructure) practice group where he focuses on projects in the energy, infrastructure and natural resources sectors. He acts in particular on thermal and renewable energy power plants, and on mining and infrastructure projects (ports, airports, roads, water treatment plants). Victor advises sponsors, financial institutions and public authorities on all aspects (development phase, drafting and negotiating project and financing documents) of projects located in Europe and Africa.

He has developed specific expertise in the field of renewable energy projects in Africa, and advises leading sponsors, financial institutions and public entities on the development and financing of wind, solar and hydro power plants in Sub-Saharan Africa.

Victor Grandguillaume is ranked since 2021 by Chambers Global (Up and Coming) in Projects&Energy: International - France. He is also recommended in Energy and in Project Finance in France in the Legal 500 EMEA 2020 edition and is recognised by Best Lawyers in France 2021 for his expertise in natural resources law. In 2021, he is ranked 4th among the 100 most influential corporate lawyers in French-speaking Africa by Jeune Afrique.

He is a graduate of ESCP-Europe (Master in Management, Finance, 2007) and Paris XI University (Master 2 Professionel, Business Law, 2007).



Nicolas Jean

Associé | Partner - Gide Paris

Banking & Finance, Competition/International Trade

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Nicolas Jean joined Gide in 2008. He specialises in projects, project financing, and banking and structured financing. He acts primarily in sub-Saharan and North Africa, where he specialises in advising governments and public authorities on legislative and regulatory reforms to conduct change. To this end, he is currently steering the project to reform the regulatory framework that governs the banking and financial activities of the Central Bank of Mauritania. Nicolas is also supervising the reform of the tourist and leisure sector in Côte d'Ivoire and the mobilisation of related funds, and has recently coordinated the drafting of the Côte d'Ivoire's new construction code.

Nicolas is recommended in the Energy and Project Financing categories of the Legal 500 2019 edition for France, and is ranked 1st of the most influential business lawyers in French-speaking Africa (ranking by Jeune Afrique).

Nicolas joined Gide's Tunis office in 2008, before moving to the Structured Finance team in Paris from 2011 to 2015, and the Projects (Finance & Infrastructure) practice group in January 2016. He holds a specialised Master's degree in International Business Law and Management from ESSEC business school (2008), and in Business Law and in European Business law from Nancy II University (2007). Nicolas is a lecturer in structured finance law at Science-Po Paris and in business law (Master's level) at Lorraine University.



Stéphane Vernay

Associé | Partner - Gide Paris

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Partner Stéphane Vernay is a member of the Projects (Finance & Infrastructure) practice group. He has substantial experience in project finance (including PPPs, BOT and concession) in sectors such as energy (nuclear, thermal, hydro, renewable energies), transportation (airports, highways, bridges, tramways, subways etc), water treatment, heating and cooling urban networks and general infrastructure (stadia, universities, cultural buildings) acting for governments, sponsors or lenders.

He has developed particular expertise in the fields of national and international contracts in the aerospace and defence industries, advising on construction, maintenance and service contracts related to ships, aircraft, submarines, simulators, satellites and other military products.

Stéphane has advised several MNEs in their infrastructure projects in Europe, Africa, Asia and South America. He is currently advising the French Ministry of Defence and manufacturers on various military projects.

He spent more than 12 years in the Gide China team as co-head of the Beijing office and helped open the Hong Kong office in 2006.

GIDE

GIDE LOYRETTE NOUËL



BY YOUR SIDE AT KEY MOMENTS

ALGIERS
BEIJING
BRUSSELS
CASABLANCA
ISTANBUL
LONDON
NEW YORK
PARIS
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