

KIRK LOVEGROVE & CO LTD
THE ENERGY ADVISERS

An Introduction

July 2021



Kirk Lovegrove & Company

- In 2018 Martin Lovegrove and Niels Kirk expected the oil & gas industry would go through interesting and challenging times
- They expected poor global economic conditions (not including the pandemic), oil prices rising due to lack of investment in supply, the Majors transitioning and streamlining their portfolios and the PE companies looking for monetisation of some of their companies. At the same time, they could see increasing challenges on the financing front for buyers reflecting largely a growing wariness of banks and investors investing in an industry which was becoming increasingly unfashionable
- With these thoughts in mind Kirk Lovegrove & Company (KLC) was formed in late 2018 to provide companies with independent, high quality, thoughtful and trusted advice to the oil & gas industry
- From the start the plan was to build a team, which had strong levels of experience in all facets required to provide clients with such advice
- As a core principle KLC avoids conflicts of interest and is focused on having the highest reputation, the best asset any company can have
- Today, KLC has a team of 12, 11 of whom are in London. Nine of these are professionals, six of whom have oil & gas industry experience ranging from 20 to 50 years
- KLC has also contracted a senior industry adviser based in Calgary, who has extensive corporate development strategy, business development and M&A&D experience
- In terms of professional experience in the industry KLC now fields one of the strongest teams in the EMEA region, although the firm's reach is global, something that is well known
- KLC's skillsets range from corporate development strategy through, M&A&D, technical, legal, to banking and treasury and risk management

The Kirk Lovegrove team and their skillsets

	Title	Years Experience	Main role	Global contacts	Corp Dev Strategy	M&A	A&D	Technical	Legal	Banking	Treasury & Risk Mgmt
Martin Lovegrove	Exec Chairman	50	Oversight	●●●	●●●	●●	●●●	●	●	●	
Niels Kirk	Chief Executive	35	Finance	●●	●	●●	●	●	●	●●●	●●●
Martin Copeland	Principal	30	M&A&D	●●●	●	●●●	●●●	●	●	●●	
Michael Bridden	Principal	40	Technical	●●	●●●	●●	●●●	●●●		●●	
David Gardner	Special Adviser	35	BD/M&A&D	●●	●●●	●●●	●●●	●●	●		
Paul Dufays	Director	15	M&A/Legal	●		●●●	●●		●●●	●	
Irini Hughes	Director	20	Technical	●●	●	●	●●●	●●●			
Brian Magos	Director	10	Finance	●	●●	●●	●●●		●	●●●	●●●
Varun Mathur	Vice President	10	M&A&D	●		●●●	●●●		●	●●	
Josh Kallos	Analyst	3	M&A&D				●●				

Business activities and clients

- In its first three years KLC has successfully built a sound financial position and reputation for providing sound advice in what for all have been challenging markets
- The firm's clients have included:
 - Apex Energy proposed acquisition of a business unit in Egypt
 - Carlyle International US\$825mm acquisition of Occidental's Colombian business unit, including financial advisory
 - ConocoPhillips sole adviser on the US\$2.675bn sale of its UK business unit to Chrysaor
 - Discover Exploration ongoing financial advisory
 - JX Nippon Oil joint adviser to the ongoing proposed sale of its UK business
 - Kosmos Energy strategic and corporate advisory and advisory on proposed farm down of Tortue offshore West Africa
 - Oil Search ongoing strategic advisory and advisory relating to the proposed sell down its interest in Alaska
 - Petrogas advisory on extraction from a UK North Sea transaction with Total and NEO
 - Premier Oil & Rockhopper sell down of interests in the Sea Lion asset offshore the Falklands to Navitas
 - Privately owned company 1 advisory on the proposed acquisition of ExxonMobil's UK upstream, business unit
 - Privately owned company 2 ongoing advisory on the proposed acquisition of a North Sea business unit
 - Public listed company 1 ongoing advisory on the proposed acquisition of two business units in Africa
 - Public listed company 2 ongoing advisory on offering a significant pre-pay contract to a company with production
 - Stratum ongoing proposed sale of business in Romania, including all aspects of financial advisory
 - Suncor ongoing proposed sale of assets in Libya and Syria (through the sale of two Netherlands companies)
 - Tailwind strategic and acquisition advisory
 - Woodside corporate advisory

Profiles of key personnel

Martin Lovegrove – Executive Chairman

- 50 years of experience in the oil & gas industry, of which 40 years has been as an adviser
- Established the Wood Mackenzie North Sea service in 1975 and written three books on the North Sea
- Worked in the British National Oil Corporation, Enterprise Oil and Chevron
- Was on the Advisory Board of Mubadala Petroleum
- Founded four successful, independent oil & gas advisory firms:
 - ML Petroleum Services
 - Lovegrove & Associates
 - Harrison Lovegrove & Co
 - Kirk Lovegrove & Company
- Has worked in the financial firms, James Capel, Kleinwort Benson, CIBC World Markets, Standard Chartered Bank and Citigroup
- Over his years Martin has advised:
 - 105 companies on mandates that have involved assets, sales, purchases and swaps, located in a total of 59 countries
 - on well over 500 mandates, ranging from <US\$20mm to some US\$20bn in 2021 money
 - On >US\$65bn of successful transactions in 2021 money
- In 2013, was given the Oil Council's Lifetime Achievement Award
- Select work experience prior to KLC include advising: **Apache** on the swap of Egypt deep-water exploration assets for Hess's onshore South Texas production, **ARCO** on its proposed takeover of Aran, **BHP** on sale of Bayu Undan to Phillips, **BP** on US\$4.4bn takeover of Britoil and on the sale of assets to Apache post Macondo, **Chevron** on the sale of its Chad business, the formation of an alliance with BP in the GOM and on the sale of Rosebank stake to Equinor, **Clyde** on its take over by Gulf Canada, **CNOOC** on US\$15.1bn takeover of Nexen, **EnCana** on sale of its Ecuador business to CNPC/Sinopec, **Marathon Oil** on sale of its Angola assets to CNOOC, **Paladin** on sale of the company to Talisman, **SAPETRO** on sale of Nigeria assets to CNOOC, **Sumitomo** on acquisition of Oranje Nassau UK, **Woodside** on sale of its business in Mauritania

Niels Kirk – Chief Executive

- 35 years of Corporate Banking experience, of which 30 years focused on Energy (oil & gas/power) and Natural Resources
- Independent Non-Executive Director of Subsea 7 S.A. a publicly listed seabed-to-surface engineering, construction, and services contractor to the offshore energy industry
- Member of the Advisory Council of Advanced Power, a privately held company which develops, acquires, owns, and manages power generation related infrastructure
- Co-founded Kirk Lovegrove & Co, a successful independent oil & gas advisory firm
- Has worked for two global financial institutions during his career: Banque Paribas and most recently Citigroup
- Over his years Niels:
 - Structured and Arranged financings for IOC, NOC, E&P, OFS, Midstream and Downstream clients (Acquisition Finance; RCF; Commodity Trade Finance; Securitisation; RBL)
 - Worked across all Treasury and Risk Management Disciplines (cash management; commodity/interest/FX Derivatives)
 - Managed Citi's Energy portfolio totalling \$55 bn and Chairman and Global Industry Head
 - Established Citi's Strategic Capital Group (episodic financing and restructuring advisory)
 - Founded Citi's Global Climate & Sustainability Council (Energy Transition/ESG)
- MBA in Finance & International Business from the Stern School at New York University
- Select work experience prior to KLC include: financing - debt structuring and arranging of Neptune's acquisition of Engie E&P (RBL); Siccar Point's acquisition of OMVs U.K. assets (RBL); Chrysaor's acquisition of BGs (Shell) U.K. assets (RBL); Rosneft's acquisition of TNK BP (commodity trade finance); CCED's Oman (single asset RBL); (numerous ECA/Multilateral backed project financings in the Energy and Power sectors (BOTs in Turkey involving OPIC/DFC, US Exim, Hermes; and Pakistan (IFC, ECGD/UKF, etc); LNG project finance (Oman LNG; Nigeria LNG; Atlantic LNG); and lead financial adviser to BP throughout the Macondo crisis (RCF, bilateral, commodity trade finance, securitisation, bonds, ratings a s financial strategies advisory). M&A advisory - Subsea 7s merger with Acergy and Neptune's acquisition of Engie E&P. Niels specialises in helping companies assess capital structure; sources and uses of funds; and levers of liquidity

Michael Bridden – Principal

- More than 40 years of experience of which 20 years was in the oil & gas industry and 20 years as an M&A&D adviser and technical representative in reserve-based financings
- Worked for BP as a Geologist in various locations around the world; Portfolio Manager for British-Borneo Oil & Gas
- Joined Harrison Lovegrove in 2000 and worked on numerous M&A&D mandates and had responsibility for co-authoring an annual Industry-standard Upstream reviews on business performance and M&A trends (with JS Herold)
- Worked for Standard Chartered Bank in both Upstream M&A and as the Lead Technical Bank Representative on RBLs for a number of clients
- Am a member of the Geological Society Business Forum which promotes the relationships between the Society and providers of finance
- Select work experience prior to KLC include advising: **Apache** on the swap of Egypt deep-water exploration assets for Hess's onshore South Texas production; **BG** on the sale of its interest in Tangguh LNG to Mitsui; **BP** on its sale of its Forties interest to Apache and on the sale of assets to Apache post Macondo; **Chevron** on the divestment of interests in the Bressay and Mariner fields to Norsk Hydro; **ConocoPhillips** sale of its interest in the Pangkah PSC (Indonesia) Kufpec; **Paladin** on sale of the company to Talisman; **SAPETRO** on sale of Nigeria assets to CNOOC; **Shell** on its sale of packages of North Sea assets post the acquisition of Enterprise; **Total** on the sale of a stake in its West of Shetland Laggan-Tormore fields and related infrastructure to SSE

Martin Copeland – Principal

- 30 years of experience in investment banking to the oil and gas industry
- Before joining KLC in March 2021, career across a range of financial firms: Deutsche Bank, UBS, Evercore & Royal Bank of Canada
- Experience spanning all facets of the energy value-chain: Upstream, Midstream, Downstream, Oilfield Services & New Energies
- Direct transactional experience across the full range of advisory and capital markets activities including:
 - M&A Sell-sides and Buy-sides (both Public and Private)
 - Asset Divestments and Acquisitions
 - Balance Sheet Restructurings
 - Defence and Activism
 - IPOs, Equity Placings and Convertibles
 - Private Placements
 - High Yield and Investment Grade Debt Capital Markets
 - Project Finance Advisory
 - Leveraged Finance
 - Corporate Broking
 - Reserve Based Lending
- Select work experience prior to joining KLC include advising: **Premier Oil** on the Reverse Takeover by Chrysaor/Harbour Energy, **Ithaca** on its acquisition by Delek Group, **Energiean** on its IPO, **Indian Oil's** acquisition of Shell's Mukhaizna field, **Blackrock and GIC** on the acquisition of Kellas Midstream, **Nexen** on the acquisition of the Buzzard field from Encana, **TNK-BP** on the sale of Udmurtneft, **Gazprom** on the acquisition of Sibneft, **E.on** on the acquisition of Caledonia Oil & Gas, **Aabar Petroleum** on the acquisition of Pearl Energy, **BP** on the sale of selected SGB assets

David Gardner – Special Adviser, Calgary

- More than 30 years of experience in the oil & gas industry
- Started in the industry as a geologist (MS degree) with Exxon working offshore and onshore California
- After completing an MBA at UCLA, progressed a commercial career to the corporate executive level in corporate development strategy, business development and M&A&D across the oil and gas, and renewables, value chain from the upstream to the downstream
- Nearly 17 years with BP in strategy, commercial, business development and M&A&D roles in Anchorage, London, Cairo and Houston
- Prior to joining KLC was the SVP Business Development for Husky Energy in Calgary
- During career, has lived in four different countries and done business development in countries across North and South America, Europe, Middle East, Africa, and Asia, delivering over \$50bn in transactions
- Select work experience prior to joining KLC include: **BP** and **Husky Energy** deal to bring BP into the Sunrise oil sands and Husky into the Toledo refinery creating the Sunrise Oilsands Partnership and Toledo Refining Partnership, business development for BP's Solar and biofuels businesses, BP's exit from Western Canada E&P via a sale to **Apache Corporation**, BP's exit from the Canadian NGL business via a sale to **Plains Midstream Canada**, several divestments to reposition Husky's Western Canadian conventional upstream portfolio, the "drop-down" of Husky's Canadian midstream business to related parties, **CK Infrastructure Holdings Ltd** and **Power Assets Holdings Ltd**, to create the Husky Midstream General Partnership Inc, purchase of the Superior Refinery from **Calumet Specialty Product Partners**, sale of Husky's Retail & Commercial business (process suspended due to COVID) and ultimately the combination of Husky with **Cenovus Energy**

Paul Dufays – Director

- 20 years of experience in law and banking focused on the energy sector
- Previously Director, Oil & Gas Corporate Finance at Standard Chartered Bank, executing RBL loan facilities and upstream M&A transactions in Africa, the Middle East and Asia
- Oil industry experience includes Group Corporate Finance Manager at Amni International (Nigerian Independent) and Energean Oil & Gas (East Mediterranean focused E&P)
- Began his career as a lawyer, working at Torys LLP in Toronto and Herbert Smith LLP and LeBoeuf Lamb in London
- Bachelor's degree in Earth and Planetary Sciences from Harvard University and law degree from Dalhousie University
- Has worked on upstream transactions in Egypt, Yemen, Nigeria, Angola, Ghana, Cote d'Ivoire, Uganda, Norway, Netherlands, Russia, Israel, Greece, UK, US and Canada.

Irini Hughes – Director

- 20 years of experience in the oil and gas industry, petroleum engineer by background
- Career split 50/50 between financial institutions and operators
- Started working for Anadarko Petroleum as a production engineer, field rotations in Algeria
- Subsequently gained broad North Sea experience working for Deloitte Petroleum Services including asset valuations and producing detailed field reports. While at Deloitte, alongside the corporate finance team, supported multiple transactions as the firm's technical expert on A&D and IPO processes
- Strategy and business development for Petro-Canada (Suncor) and Statoil (Equinor), global remit with a latter focus on Africa. Multiple screening of opportunities, competitor intelligence, industry analysis and transaction work which included Statoil's partial divestment of the Peregrino heavy oil field in Brazil to Sinochem and entry into the US shale
- Joined KLC in July 2019, focusing on execution

Brian Magos – Director

- 15 years of experience in banking, mostly in the oil and gas industry
- Prior to joining KLC in early 2019, he worked at Citibank since 2006 in New York and London
- Extensive experience working with Majors, NOCs, IOCs, Traders and Private Equity across the globe
- Direct transactional experience across the full range of advisory and capital markets activities including:
 - Strategy – public and private independent E&Ps
 - M&A – Carlyle’s acquisition of Oxy Colombia
 - A&D – Premier / Rockhopper farm down of Sea Lion, Kosmos farm down of Tortue, Oil Search farm down of Alaska
 - Debt advisory – new debt raise, capital structure optimisation, restructuring
 - Asset based finance – various RBLs, prepays, other structured debt for M&A, development projects and GCP
 - Bond execution – IG and HY, including inaugural issuances for Seplat and Kosmos
 - Treasury and risk management

Varun Mathur – Vice President

- 10 years of experience in investment banking to the energy and natural resources industry
- Experience in leading the execution of multiple corporate finance transactions across the Oil & Gas value chain including:
 - MA&D: Sell-sides and Buy-sides (both Public and Private), Asset Divestments and Acquisitions
 - Equity Capital Markets: Equity raises / IPO, Corporate Broking
 - Debt Capital Markets: HY Issuances
 - Bank Financings: RBLs
 - Other Advisory: Balance Sheet Refinancing & Restructurings, Credit Ratings Advisory
- Advised on transactions for clients of various sizes across multiple geographies including the Majors, NOCs, mid-cap E&Ps, PE / PE-backed entities and Asian conglomerates
- Prior to joining KLC in April 2021, Varun worked with Martin Copeland at Royal Bank of Canada since 2017 and has previously worked at NewAge, Societe Generale CIB and Accenture
- Select upstream/midstream mandates prior to joining KLC include advising: **Premier Oil** on the Reverse Takeover by Chrysaor/Harbour Energy, **Energear** on its IPO, **Indian Oil's** acquisition of Shell's Mukhaizna field, **Blackrock and GIC** on the acquisition of Kellas Midstream