

# Our Energy & Natural Resources Practice



## We can help you navigate the full range of legal challenges associated with the Energy and Natural Resources sector

The modern energy and natural resources sector requires specialist legal advisers attuned to global geopolitics, economics and regulation. We have supported the success of our clients by recognising the sector is ever more diverse and by working actively against 'silo thinking'.

We are market-leading, global advisers on oil & gas exploration and production, mid-stream activities, traditional or newer electricity generation technologies, energy transition and climate change strategies, energy efficiency, mining, finance, M&A, disputes or regulatory and commercial issues. Thanks to our cross-sectoral knowledge and expertise, we make sure clients receive the advice best suited to their commercial needs and to our collective future.

With more than 800 energy and climate change lawyers, including over 200 partners, the CMS Energy and Climate Change practice is one of the largest of its kind in the world, operating across over 80 offices globally. In Latin America, we operate in 5 of the major economies in the region: Brazil, Chile, Colombia, Mexico and Peru.



### Writing the rulebook

Our lawyers understand the political risks, cultural nuances and micro and macro factors that affect the energy and mining and minerals sector. We have developed solid relationships with all the key players in the industry and shaped the sector by creating the legal frameworks upon which markets around the world are based. In Mexico, for example, we worked on Mexico's electricity market reform and long-term auctions.



### One-stop-shop

With our broad geographic presence and multidisciplinary legal expertise, CMS is your one-stop-shop for business-focused legal challenge associated with the Energy and Natural Resources sector. We have experience of managing teams across jurisdictions, from a regional and global perspective, delivering speed and clarity in cross-border work and provide seamless service.



### Sector-focused advice

Our lawyers are sector-focused in their work, meaning that our bench strength draws on expertise across legal disciplines that is leveraged specifically for the energy and mining and minerals sectors. Our significant track record on international projects proves we deliver results for our clients. We are the preferred adviser in many markets due to our high-quality service and sector expertise.



# Delivering results for clients

At CMS we work in sector-based teams to ensure the deepest commitment to our clients' business, and the sectors and countries in which they operate.

## Oil & Gas

The oil and gas industry is a challenging and exciting sector which has far reaching effects on the world we live in. At CMS we provide advice to clients all around the world, guiding them through all the problems and pitfalls they face. We advise on all aspects of the industry; upstream, downstream, LNG, platforms, pipelines, FPSOs, shipping and transportation, gas storage, supply chain management, decommissioning, M&A and financing included.

<b>BP</b>	Advised on its USD 1.385 billion sale of the Magnus field, Sullom Voe oil terminal and associated infrastructure to EnQuest in a "market-first" transaction structure, which required negotiation of new JV arrangements and apportionment of project risk post-completion.
<b>Equinor</b>	Advised on considerations around the selection of liquefaction technology solutions for the Snøhvit Train 2 initiative.
<b>Citibank International PLC and The Export-Import Bank of Korea</b>	Advised on a US\$411 million debt financing to finance the construction and acquisition of three 145,000m <sup>3</sup> LNG carriers for Angelicoussis on long-term time charter to RasGas II.
<b>Maersk</b>	Advised on its multi-billion USD Chissonga development offshore Angola, including charter and O&M contracts for an FPSO, and EPCI contracts for a subsea development and a tension leg platform
<b>A national oil company</b>	Advised on a USD16 billion LCIA arbitration concerning the price formula in a long-term oil sales agreement.
<b>ExxonMobil</b>	Advised on a construction and tie-in agreement, EPC contracts and gas sales agreement for the tie-in of third-party infrastructure to a major North Sea pipeline system.



## In Latin America

<b>Geopark</b>	A multi-jurisdictional CMS team advised on a due diligence process for the acquisition of upstream assets from Repsol Colombia Oil&Gas and SierraCol Energy, with a total value of USD 530 million.
<b>Leading player in the natural gas market in Colombia and Peru</b>	Advised on the competitive process to acquire 100% of one of the largest natural gas commercialization, transportation and distribution business groups in Chile and Argentina.
<b>Promigás</b>	Advised on the tender process to acquire the total shareholding of Gasvalpo S.A., one of the main residential natural gas supply distributors in Chile, which has concessions in three regions of Chile.
<b>Enagás Group</b>	Secured USD 194 million for Enagás in an ICSID case against Peruvian government over the cancelled Gasoducto Sur Peruano (GSP) project. The Tribunal ruled Peru expropriated Enagás' investment, breaching the Spain-Peru Bilateral Investment Treaty.
<b>Brazilian Oil Company</b>	Advised on a major international arbitration relating to its chartering and the operation of a floating production platform.
<b>BP Exploration</b>	Advised in connection with its upstream operatorship activities and joint operations with partners in Blocks 1, 3 and 34 of the Gulf of Mexico.
<b>Shell</b>	Providing contractual and regulatory advice to Shell Perú GNL, a key player in expanding natural gas distribution beyond Lima. Our team supports negotiations with the Ministry of Energy and Mines for new government projects in Andean cities.
<b>Ministerio de Minas y Energía (MME)</b>	Advised on the preparation of a comparative analysis of the Colombian model for the award of offshore blocks, to attract investment to the country. Additionally, we assisted in the drafting of the offshore E&P contracts. This advice was provided by a multi-jurisdictional CMS team and provided the client with the necessary tools to design an attractive E&P contract for investors.

## Renewable Energy

CMS has led the way in designing and implementing modern energy markets around the world. We have also helped to guide the renewables sector at every stage of its development, from the earliest windfarms to solar PV, floating offshore wind, energy storage and electric vehicle infrastructure.

We are now forging new ground in the latest technologies, from small modular reactors, carbon capture and use projects, floating offshore wind, long duration storage projects, electric vehicle infrastructure and more.

<b>Offshore Wind Mega Projects</b>	Advising as project counsel on a series of multi-billion £ projects undertaken by SSE and Equinor, including Dogger Bank A, B, C and D.
<b>Cadent Gas Limited</b>	Advised on the first large scale hydrogen pipeline comprising circa 125km of onshore pipeline infrastructure.
<b>Open Grid Europe GmbH</b>	Advised on the European and German regulatory framework for hydrogen including conditions for a market ramp up of blue hydrogen and possible support systems. The study is on the production of hydrogen from natural gas and the permanent offshore storage of the resulting CO2.
<b>The Ministry of Energy of Saudi Arabia</b>	Advised on Round Three of Saudi Arabia's National Renewable Energy Program, comprising four projects with a combined generation capacity of 1.2GW of solar PV and a total net contract value of USD 8.4 bn.
<b>ENI</b>	Advised on the acquisition of three photovoltaic projects in Spain from X-Elio.
<b>Various clients (Encavis / SolarCentury and McDonald's Restaurants)</b>	Advised on corporate PPAs partnering between project developers and corporations seeking to reduce their carbon footprint through the purchase of renewable energy as well as advising FANG companies on their corporate PPAs generally.



## In Latin America

<b>U.K. Clean Energy Company</b>	Provided due diligence and project development advice on multiple solar projects in Brazil, drafting SPA for 486MW solar plant.
<b>CTG</b>	Advised this Chinese holding company recognised for its major technological advances in hydroelectric and renewable energy on several highly competitive processes to acquire solar and wind assets in Latin America.
<b>French multinational electric utility</b>	Advised on the structuring and negotiation of a joint development agreement with Mitsubishi Power Americas, Inc., for the funding and development of Project Humay, a 556 MW Combined Cycle Gas Turbine Plant located in the region of Ica, Peru, to be operated by Gaz et L'énergie S.A.C.
<b>Porsche</b>	Advised on the acquisition of a 12.5% stake in multinational e-fuel manufacturer HIF Global in a green hydrogen pilot plant called the Haru Oni eFuels project in Chile, which produces synthetic fuel for use in Porsche Ice cars and will produce 350 tonnes of green methanol per year.
<b>GIZ. Deutsche Gesellschaft für Internationale Zusammenarbeit</b>	As consultant for GIZ, we performed a study regarding certification of origin for renewable hydrogen produced in Colombia. The report was submitted to Colombian authorities to be considered for future public policies.
<b>Verano Energy</b>	Advised on the day-to-day aspects of its business for the development, construction and operation of solar power plants in Latin America, mainly in Chile, Peru and Colombia.
<b>Nebras Power Latin America</b>	Advising on four large scale solar farms developed and operated through a joint venture with an international solar power company, including the drafting, review and negotiation of EPC, O&M and equipment and services supply agreements; management of a number of contracts involved in the operation of the solar farms, and advising on regulatory and litigation matters.
<b>Zuma Energía, EDF Renewables, Caisse de dépôt et placement du Québec, CKD Infraestructura México, Thermion and Walmart</b>	Provided analysis and strategy to legally challenge the Reliability Policy issued by the Ministry of Energy to limit the incorporation of intermittent renewable generation into the Mexican Electricity Grid, including working along with litigation attorneys to prepare arguments and revision of draft amparos.

## Energy Storage

Our early work in designing and implementing modern energy markets, and subsequently guiding the sector in the push to decarbonisation, means CMS is both a transactional and project adviser to the sector, and well-placed to help shape its present and future.

CMS has an energy storage practice with extensive experience advising on a variety of storage projects, including standalone, co-location and behind-the-meter projects across a range of technologies.

CMS has been, and continues to be, deeply involved in the development of the energy transition technologies such as hydrogen and carbon capture and storage which is essential in the development of 'blue' hydrogen production (where the hydrogen produced from natural gas uses carbon capture and storage to capture the CO<sub>2</sub> produced).

<b>InfraRed Capital Partners</b>	Advised on all aspects of the disposal of InfraRed's interest in Statera Energy, which has 1GW of operational or in-construction assets and a 16GW pipeline of future developments.
<b>Brookfield</b>	Assisted in relation to its acquisition of a 25% stake in the operational pumped hydro assets of First Hydro, including advising on due diligence, joint venture and trading arrangements, in relation to its subsequent disposal of its stake in First Hydro to CDPQ.
<b>Equinor</b>	Advised on the co-location of a 1MWh lithium-ion battery with the Hywind floating offshore wind farm, including considering issues in relation to the RO and the related offtake arrangements.
<b>DFI Capital Partners</b>	Advised on the acquisition of the UK's largest co-located solar and battery portfolio, being 720MW in capacity and providing support on the financing of such portfolio.
<b>Alternative asset platform of a leading UK financial institution</b>	Advised on the establishment of its joint venture with a developer for the purposes of creating a platform which will acquire a BESS portfolio across Ireland, Spain, United Kingdom and other European markets.
<b>Potential investor</b>	Advised on the development of a new-build pumped storage project, including on revenue stream issues (including participation in the Balancing Mechanism, the Capacity Market, licensing issues and energy supply arrangements).





## Mining and Minerals

From preliminary negotiations with government bodies to secure crucial mining titles, through to project development, financing, streaming and M&A, at CMS we are ready to provide our clients with comprehensive legal advice to ensure successful delivery of their mining project. Our work combines legal and technical knowledge with an understanding of the full context of our clients' mining operations and the challenges and issues facing the sector.

We have relationships with key regulators, governments and other strategic advisers which enable us to tailor our advice to the most pressing issues at hand. Coupled with our track record of working on significant local and international deals within the mining, minerals and resources sector, this places us in an excellent position to offer you the best possible advice.

<b>Goldcorp</b>	Advised on the secondary offering its shares in Tahoe Resources, for gross proceeds of approximately CAD 1bn.
<b>A Japanese trading house</b>	Advised on its investment into and subsequent restructuring of one of the world's largest nickel mines, Francophone Africa (USD 8bn).
<b>An international mining company</b>	Advised on the USD 240m project financing for the expansion of the Cerro Matosa nickel mine in Cambodia.
<b>The Government of Guinea</b>	Advised on the development of the largest iron ore reserve in Africa, with an estimated value of USD 31bn.
<b>Osisko</b>	Advised on the Osisko acquisition of a precious metals portfolio of royalties, streams and off-takes for CAD 1.125bn.
<b>Zhongrong Xinda Group</b>	Advised on the permitting and tax planning of the iron ore project, and its processing and extractive infrastructure plant.
<b>ICSID proceeding</b>	Advised on a dispute between a South-East Asian State and a Singapore investor over a mining project in the host State.



## In Latin America

<b>UK listed gold mining company</b>	Advised on an earn-in agreement with one of the world's leading diversified mining companies, for copper exploration on its mining titles in northern Brazil, including advice on joint venture arrangements, copper marketing rights and net royalty interests.
<b>Compañía Minera Lincuna</b>	Advised on the Contonga Minería acquisition. The deal is one of the first in the Peruvian mining sector assessed by the Peruvian market regulator (INDECOP) from an M&A clearance perspective.
<b>Gold Royalty</b>	Advised on the completion of the indirect acquisition of a 1.0% net smelter return royalty on portions of the Cozamin copper-silver mine, located in Zacatecas, Mexico, from Endeavour Silver Corp.
<b>Wheaton Precious Minerals</b>	Advised on the acquisition of a silver stream from Glencore's production share from the Antamina mine in Peru worth USD 900m.
<b>Glencore</b>	Advised on regulatory monitoring and compliance, ensuring proactive adaptation to legal changes and risk mitigation in Peru.
<b>Compañía Minera Sierranorte</b>	Advised on the constitution, conservation and renewal of mining concessions of the company for its projects located at Chañaral and Diego de Almagro, northern Chile, including the acquisition of the company's assets, the renewal and protection of the area of interest, and the exercise of mining opposition lawsuits.
<b>Aris Mining</b>	Advising on environmental matters for the mining operation of its 120 mining titles in Colombia. Also, on ongoing legal advisory services for legal representation, tax advisory, and contract drafting and negotiation.
<b>Confidential</b>	Advised on a mining-environmental due diligence and legal support in the acquisition and assignment of a coal mining title before the National Mining Agency (ANM) for an approximate value of USD 4.5 million.
<b>Grupo Minex</b>	Advised on all mining, environmental and contractual matters related to the development of coal mining projects and the national and international commercialization of coal. Also, advised on sustainability due diligence process to identify compliance status on sustainability requirements for the international commercialization of minerals, especially to Europe.



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## Your team



# CMS at a Glance

Staff

> 9,800

59,3% female

Lawyers

> 6,300

51,1% female

**54** new partners  
in 2023, taking the  
total to over  
**1,300**



**19 Practice and Sector Groups**  
working across offices

offices

**87**

cities

**82**

countries

**49**





## The Americas

Bogotá  
Cúcuta  
Lima  
Mexico City  
Rio de Janeiro  
Santiago de Chile  
São Paulo  
Silicon Valley\*

## Europe

Aberdeen  
Amsterdam  
Antwerp

Barcelona  
Belgrade  
Bergen

Berlin  
Bratislava  
Bristol

Brussels  
Bucharest  
Budapest  
Cologne  
Dublin  
Duesseldorf  
Edinburgh  
Frankfurt

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Geneva  
Glasgow  
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Milan  
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Oslo  
Paris  
Podgorica  
Poznan  
Prague  
Reading  
Rome

Sarajevo  
Sheffield  
Skopje  
Sofia  
Stavanger  
Stockholm  
Strasbourg  
Stuttgart  
Tirana  
Vienna  
Warsaw  
Zagreb  
Zurich

## Africa

Casablanca  
Ebene  
Johannesburg  
Luanda  
Maputo  
Mombasa  
Nairobi

## Middle East

Abu Dhabi  
Dubai  
Muscat  
Riyadh  
Tel Aviv

## Asia-Pacific

Beijing  
Brisbane  
Hong Kong  
Shanghai  
Singapore  
Sydney

\* Representative Office



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