WORKSHOP PROGRAM

MONDAY, OCTOBER 19

5:30 - 6:30 PM **Early Registration**

6:30 - 7:30 PM **Welcome Reception**

TUESDAY, OCTOBER 20

8:30 AM - 9:00 AM **Registration & Morning Refreshments**

9:00 AM – 9:05 AM **Welcome & Introduction**

9:05 AM - 9:30 AM **Opening Keynote Address:**

9:30 AM - 10:00 AM **Session 1*: An introduction to AIEN's Model Contracts***

An introduction to the nature and purpose of model contracts, explaining how they are generated and updated by AIEN, and providing practical tips on their proper use and abuse.

This scene-setting session will also discuss how some of the AIEN models are interrelated and should be drafted in tandem.

10:00 AM - 10:30 AM **Morning Coffee Break**

10:30 AM – 11:00 AM **Session 2: An overview of Model Contracts in Progress**

A discussion of the Model Contracts in progress, including:

- *Incorporated Joint Venture Agreement*
- *Carbon Offtake Agreement*
- *Host Government Agreement*
- *Hydrogen Sale and Purchase Agreement*
- *Gas Sales Agreement - Revision of 2006 Model Contract*

11:00 AM – 11:20 AM **Session 3: The In-House Perspective: Applying Model Contracts Under Uncertainty**

A presentation from the Head of the Oil and Gas Committee of the International Bar Association discussing how in-house energy lawyers apply model contracts in complex and uncertain transactional environments.

11:20 AM - 12:00 PM **Session 4**: **Case Study: How a project utilizes AIEN Model Contracts**

This session introduces a case study that illustrates how AIEN model contracts are selected and applied across the lifecycle of an upstream oil and gas joint venture. Participants will work in small groups to map the relevant AIEN model forms to each project stage and identify key issues for negotiation.

The case study will form the basis for the interactive lifecycle simulation in Session 5.

12:00 PM - 1:30 PM	**Networking Lunch**
1:30 PM - 3:30 PM	**Session 5: Full Lifecycle Simulation Exercise (Interactive activity)** This interactive exercise builds directly on the case study introduced in Session 4. Participants will negotiate and make decisions across five interconnected lifecycle phases (bidding, JOA negotiation, farm-out, default and exit), applying AIEN model contracts under commercial pressure. Each phase will be introduced by a set of instructions distributed by a facilitator. A plenary debrief follows each phase.
3:30 PM – 4:00 PM	**Afternoon Coffee Break**
4:00 PM - 5:00 PM	**Session 6: The use of AI/Technology in Model Contracts (Interactive activity)** • Carry leakage detection and calculation • Indemnity/ warranty coverage stress testing • Default risk scoring • Clause intelligence tools • Negotiation outcome analytics

<u>WEDNESDAY, OCTOBER 21</u>

8:30 AM - 9:00 AM	**Registration & Morning Refreshments**
9:00 AM – 9:20 AM	**Keynote Address: Geopolitics & Energy**
9:00 AM – 10:00 AM	**Session 7: Negotiating Through Geopolitical Shock (Panel)** A panel discussion on the legal, commercial and risk aspects of geopolitical shock in the energy industry.
10:00 AM - 11:00 AM	**Morning Coffee Break**
11:00 AM - 12:30 PM	**Session 8: Farmout Agreement / Asset Sale & Purchase Agreement** This session will introduce the Farmout and Asset Sale & Purchase Agreements. Presenters will lead a discussion of key issues in the sale and purchase (or farmin/farmout) of an upstream asset, including the commercial and legal considerations involved in the cash purchase of assets versus work obligations/drill-to-earn. Presenters will discuss real-world examples of asset sales and farm-ins and invite debate among participants.
12:30 PM- 2:00 PM	**Networking Lunch**
2:30 PM –3:30 PM	**Session 9: LNG SPA & LNG MSA – interactive session** Overview of the key concepts in the LNG MSA and LNG SPA, followed by an interactive workshop on drafting of a price review clause in times of geopolitical uncertainty.
3:30 PM - 4:00 PM	**Afternoon Coffee Break**
4:00 PM - 5:00 PM	**Session 10: LNG Import – panel & open discussion** An overview of legal, commercial and regulatory issues that arise in LNG import and regasification projects, with particular focus on access to LNG terminal capacity; interface issues between terminal operators, capacity holders and downstream market participants; the impact of EU third party access rules and environmental reporting obligations; and the growing role of FSRUs.

THURSDAY, OCTOBER 22

8:30 AM - 9:00 AM **Registration & Morning Refreshments**

9:00 AM – 10:00 AM **Session 11: Walkthrough and Interactive Exercise on the JOA**
The AIEN Model JOA is a bedrock for many successful joint ventures around the world. Setting out clear operational terms and conditions helps the parties create and maintain a successful partnership. This process involves negotiating numerous issues that may arise at different stages of the project. A panel comprising Flavia Gouvea, (Eni), Helen Miller (BCLP), Norman Nadorff (Mayer Brown) and Eduany Pedro (Sonangol) will provide a primer on JOAs and conduct an in-depth discussion of four of the JOA's most fiercely negotiated provisions: voting, exclusive operations, operator removal, and default.

10:00 AM - 10:30 AM **Networking Break**

10:30 AM - 11:30 AM **Session 11 Continued: Interactive Session: JOA**
Building on Part 1, participants will apply their learnings in simultaneous table-top mock negotiations addressing the four key issues while using issue-framing techniques they will learn. The exercise is designed to enhance the participants' knowledge of these key issues and bolster their confidence in negotiating JOA provisions under time pressure. The panel members and other experts will facilitate the exercise.

11:30 AM – 12:30 PM **Session 12: Disputes (Panel)**
A panel discussion on trending disputes in the energy industry including LNG commissioning, price review, AI.

12:30 PM – 1:00 PM **Participant Input on Future Agreements and Final Thoughts**