

Doc: Prequalification Process
No: Lpa-17-1011
Rev: A
Date: 26-01-201



Pre-qualification Decree (English)

UNOFFICIAL TRANSLATION

Pre-qualification of Companies to Participate in the Licensing Rounds of Petroleum Activities

Pursuant to Law No. 132 dated 24/08/2010 (Offshore Petroleum Resources Law), in particular Articles 1, 7, 15 and 62 thereof;

Pursuant to Decree No. 7968 dated 19/04/2012 (Petroleum Administration Authority);

Pursuant to Decree No. 5818 dated 13/06/2011 (Nomination of the Council of Ministers);

Pursuant to the proposal of the Minister of Energy and Water;

Following the consultation of the State Council (Opinion No. 142/2012-2013 dated 23/01/2013); and

Following the approval of the Council of Ministers pursuant to Resolution No. 25 dated 06/02/2013,

The following Decree is issued:

Article 1: Definitions

Whenever used in the present Decree, the following terms shall mean:

“Ultimate Parent Company”: in relation to a group of Affiliated Companies, the company within such group that is not itself subject to Control by any other company.

“Affiliated Company”: with respect to a specified company, a company that directly or indirectly Controls or is Controlled by, or is under common Control with, such specified company.

“Control”: means, with respect to a company, the ownership of a majority of the voting capital of such company or the power to appoint a majority of the board of directors or similar management body of such company.

“Minister”: the Minister of Energy and Water.

“Petroleum Administration”: the Lebanese Petroleum Administration Authority.

Article 2: Pre-qualification Rounds

Prior to each licensing round, the Petroleum Administration shall, on the basis of a decision issued by the Minister, organize a pre-qualification round for joint-stock companies whose object is the carrying out of Petroleum Activities as defined in Article 1 (definition of “Petroleum Activities” and “Right Holder”) of the Offshore Petroleum Resources Law No. 132/2010. The purpose thereof shall be to grant such companies the quality of a company that is pre-qualified to participate in the licensing rounds and that may be awarded an Exploration and Production Agreement pursuant to Article 15 of the abovementioned law.

Article 3: Conditions of Applications for Pre-qualification

- 1- The application for pre-qualification must be submitted by each applicant individually.
- 2- Each company whose object allows the carrying out of Petroleum Activities as defined in Article 1 (definition of “Petroleum Activities” and “Right Holder”) of the Offshore Petroleum Resources Law No. 132/2010 may participate in the pre-qualification rounds.
- 3- There shall be pre-qualification criteria that apply to companies seeking qualification as a Right Holder, as well as additional pre-qualification criteria that apply to companies seeking qualification as Operators, in accordance with the provisions relating to Right Holders and Operators mentioned in the Offshore Petroleum Resources Law No. 132/2010. The Right Holder may be either one company or a group of companies at least one of which must prove that it is able to meet the pre-qualification eligibility criteria set forth in the present Decree.
- 4- An applicant that is part of a group of Affiliated Companies must further establish that (i) it is the Ultimate Parent Company in such group, or (ii) it is a company that, either directly and/or through its Controlled Affiliated companies, is able to meet the pre-qualification eligibility criteria. A company that pre-qualifies pursuant to the present Decree will be considered to have pre-qualified individually, and no other company within the same group, whether the Ultimate Parent Company or any Affiliated Company, shall be deemed pre-qualified thereby.

Article 4: Announcement of the Pre-qualification Round

- 1- The opening of the process for receiving pre-qualification applications by the Petroleum Administration prior to each licensing round shall be announced by notice published in the Official Gazette and in two local and two foreign newspapers as well as on such websites as shall be determined by the Petroleum Administration.
- 2- The announcement shall include the date, place and method of receiving applications as well as the deadline for submitting applications and the deadline for deciding upon the Pre-qualification Applications.
- 3- The Minister may, upon a recommendation made by the Petroleum Administration, annul the entire pre-qualification round at any time without incurring any liability towards any applicant or any other person.

Article 5: Submission of Applications

- 1- Applications for pre-qualification shall be submitted to the Petroleum Administration by a legally authorized representative (whether an individual or a legal entity) of the applicant in accordance

with the Pre-qualification Application Form (in Annex 1) along with the required information and documents set forth in Annexes 1 to 5.

The Applicant may also submit the application (Annex 1) and all enclosures through certified mail to the address of the Petroleum Administration set forth in Annex 1 to the present Decree.

- 2- The Pre-qualification Application and the documents attached thereto set forth in Annexes 1 to 4 must be submitted in one sealed package. A copy in electronic form of the information and documents required pursuant to Annex 5 of the Decree must also be submitted to the Petroleum Administration.
- 3- The information and documents provided by the Applicant must all be in Arabic or English. Documents that are not in English or Arabic shall be accompanied by a translation in English.
- 4- The information and documents provided by the Applicant must be notarized by a notary public in the country of origin and must be consularized by the consulate with jurisdiction over the place of notarization and authenticated by the Ministry of Foreign Affairs and Emigrants, in each case as specified in the Annexes, and should be translated into Arabic within the periods set forth in the Annexes. Failure to satisfy these requirements may result in the rejection of the Application.
- 5- The Applicant may, prior to the submission of a notarized, consularized and authenticated copy in accordance with the requirements under paragraph 4 above, submit an original copy of the information and documents required, provided that it shall submit a notarized, consularized and authenticated copy thereof at the latest 7 days prior to the date for the issuance of a decision with respect to the applications by the Petroleum Administration as specified in the pre-qualification announcement.
- 6- Upon submitting its application, each applicant for pre-qualification shall receive a receipt signed by the Petroleum Administration attesting that an application for pre-qualification has been submitted and the date of such submission.

In the event an application is sent by certified mail, the signature of the person at the Petroleum Administration to whom the application package is delivered upon the delivery acknowledgment form shall constitute proof of the application's submission.

- 7- The Petroleum Administration reserves the right to request that additional information, documentation and/or clarification be provided by the Applicant, within a specified time period.
- 8- In the event a required document may not be produced under the applicable laws in an applicant's country of incorporation or where an applicant for pre-qualification is unable to provide a document without incurring prohibitive efforts or costs, the Petroleum Administration may authorize an applicant to provide alternative documentation or information. The Petroleum Administration reserves the right to disqualify an applicant from the pre-qualification round if it fails to provide such alternative documentation or information.

Article 6: Pre-qualification Criteria

- 1- The pre-qualification criteria are defined on the basis of legal, financial, technical and QHSE requirements, in accordance with the following Annexes:

- a. Legal criteria and relevant documents and disclosures, as set forth in Annex 2 hereto.
- b. Financial criteria and relevant documents and disclosures, as set forth in Annex 3 hereto.
- c. Technical criteria and relevant documents and disclosures, as set forth in Annex 4 hereto.
- d. Quality, Health, Safety and Environment (QHSE) criteria, as set forth in Annex 5 hereto.

Article 7: Pre-qualification Mechanism

- 1- The Petroleum Administration may eliminate any Pre-qualification Application that is lacking information, that is incomplete or that is missing any required documentation.
- 2- The Petroleum Administration may eliminate from the pre-qualification process any applicant that does not meet the conditions set forth in Article 2 of the present Decree.
- 3- The Petroleum Administration shall review and evaluate the Pre-qualification Applications and ensure that the information and documentation provided by the applicants are in accordance with the criteria set forth in the Annexes to this Decree.
- 4- Any applicant whose qualifications, as evidenced by the information and documents provided by it, do not as a minimum meet the criteria set forth in the Annexes to this Decree may not be pre-qualified to participate in the licensing round.

Article 8: Pre-qualification Results

The Petroleum Administration shall decide upon the Pre-qualification Applications within 21 days of the deadline for submission of applications. The Minister may, upon a recommendation of the Petroleum Administration, decide to extend such period by an additional 15 days.

Following the issuance of its decision regarding the applications, the Petroleum Administration shall communicate its recommendation to the Minister regarding the list of pre-qualified companies as well as the list of the companies that were not pre-qualified. The Minister will make an announcement of the results of the pre-qualification process through the means s/he deems appropriate.

Article 9: Additional Requirements

Each company that was pre-qualified in a previous pre-qualification process must inform the Petroleum Administration promptly of any changes affecting it that could call into question its satisfaction of the pre-qualification criteria. Failure to comply with this requirement shall deprive the company of the applicability of its previously granted pre-qualified status.

Article 10: Entry into Force

This Decree will enter into force upon its publication in the Official Gazette.

President of the Republic

Baabda, [DATE]

Prime Minister

Minister of Energy and Water

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ANNEX 1
PRE-QUALIFICATION APPLICATION FORM
(to be provided on Applicant's letterhead)

H.E. Minister of Energy and Water
c/o Petroleum Administration

Ministry of Energy and Water – Republic of Lebanon
Corniche Al Nahr
Beirut, Lebanon

Having examined the Announcement of Acceptance of Submission of Pre-Qualification Applications with due care, and having examined the applicable legislation, the Applicant (as defined below) hereby informs you that it wishes to be pre-qualified for the [*relevant round*].

The Applicant encloses herewith, for this purpose, in duplicate (one original and one copy) and electronic form, the information and documents required pursuant to Annexes 2, 3 and 4 of this Decree (the "Decree") issued pursuant to Law 132/2010 (the "Offshore Petroleum Resources Law") and a copy in electronic form of the information and documents required pursuant to Annex 5 of the Decree. All documents that are not in English or Arabic shall be accompanied by a translation in English.

The Applicant has also agreed to submit this application and the documents attached hereto in a sealed package delivered by hand by an authorized person (as defined in the Decree) or through certified courier to the following address:

H.E. Minister of Energy and Water
C/o Petroleum Administration
1st floor, Marfaa 200 bldg., Georges Akouri Street,
Tel. 00961-1-998780
Downtown Beirut, Lebanon.

The Applicant further represents that, if it is part of a group of Affiliated companies¹ (i) it is the Ultimate Parent Company² in such group, or (ii) it is a company that, either directly and/or through its Controlled Affiliated companies, is able to meet the pre-qualification eligibility criteria.

¹ A company "Affiliated" with a specified company is a company that directly or indirectly Controls or is Controlled by, or is under common Control with, the company specified. For purposes of this definition, "Control" means, with respect to a company, the ownership, whether direct or indirect, of a majority of the voting capital of such company or the power, whether direct or indirect, to appoint a majority of the board of directors or similar management body of such company. As used herein, a "company" shall mean a corporation, limited liability company, partnership or other similar legal entity. The Applicant is reminded that, pursuant to Article 15 of the Offshore Petroleum Resources Law, the Applicant must be a joint stock company or the equivalent under local law.

² An "Ultimate Parent Company" means, in relation to a group of affiliated companies, the company within such group that is not itself subject to Control by any other company.

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The company prequalified according to this Decree is individually prequalified without implied prequalification of the Ultimate Parent Company or any of the affiliates.

Please note that this application relates to the following:

Name of Applicant: _____ (“Applicant”)

Jurisdiction of Incorporation: _____

Registered address: _____

Seeking qualification as: *Right Holder - Operator* *Right Holder - Non-Operator*

It is understood that pre-qualification as a *Right Holder - Operator* automatically gives rise to the right to participate as a *Right Holder – Non-Operator*.

The Applicant has designated the following duly authorized representative (“Authorized Representative”). The necessary power of attorney³ is attached.

- Representative’s Name: _____
- Position: _____
- Address: _____
- Tel: _____
- Fax: _____
- E-mail: _____

The Applicant represents that:

- (i) all the documents submitted as originals are authentic;
- (ii) all of the documents submitted as photocopies are true and complete copies of the original documents;
- (iii) all information submitted is responsive, in all material respects, to the required disclosure and contains no material misstatements or omissions; and

³ Note to Applicant: the power of attorney should be in the form attached hereto as Schedule A.

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(iv) the submitted translations are true and fair translations of the originals.

The Applicant undertakes to inform the Petroleum Administration promptly of any material changes occurring after the date hereof with respect to the information disclosed pursuant hereto.

The Applicant agrees that it will be subject to all applicable Lebanese laws and regulations. The Applicant acknowledges that the Petroleum Administration may seek further information from the Applicant, and that any decision to pre-qualify any company remains the sole prerogative of the Minister, in accordance with applicable law. The Applicant also acknowledges that the Minister may withdraw any pre-qualification following the granting thereof or annul the entire process of pre-qualification at any time without incurring any liability towards any Applicant or other person.

Date:

_____ [Typed Name of Authorized Representative]

_____ [Signature of Authorized Representative]

CHECKLIST OF DOCUMENTS SUBMITTED

No.	Documents	Submission Format ^a	Formalized ^b	Submitted	
				Yes	No
I	Annex 1				
I-1	Pre-Qualification Application Form	E&H	No	<input type="checkbox"/>	<input type="checkbox"/>
I-2	Power of Attorney of Authorized Representative	E&H	Yes	<input type="checkbox"/>	<input type="checkbox"/>
II	Annex 2 – Legal Criteria & Required Documents				
II-1	Evidence of authority of persons signing Power of Attorney	E&H	Yes	<input type="checkbox"/>	<input type="checkbox"/>
II-2	An official copy of the constituent documents (as applicable by the jurisdiction): Certificate of Incorporation, Memorandum of Association, Articles of Incorporation, etc.		Yes	<input type="checkbox"/>	<input type="checkbox"/>
II-3	Extract of commercial registry showing specified information regarding the Applicant OR notarized, signed statement from the company secretary or similar officer providing such information		Yes	<input type="checkbox"/>	<input type="checkbox"/>
II-4	If not submitted in II-3, document from a governmental or official entity showing that the Applicant is in good standing in its jurisdiction of incorporation		Yes	<input type="checkbox"/>	<input type="checkbox"/>
II-5	If not submitted in II-3, document from a governmental or official entity showing that the Applicant is not being liquidated and is not in insolvency proceedings OR notarized, signed statement from the company secretary or similar officer providing such information		Yes	<input type="checkbox"/>	<input type="checkbox"/>
II-6	Partner(s) or Shareholder(s) (more than 20%) details. If not ultimate parent, organization chart showing chain of ownership.		No	<input type="checkbox"/>	<input type="checkbox"/>
II-7	Signed statement from the general counsel or similar officer that there are no pending material litigation, arbitration, legal proceedings		Yes	<input type="checkbox"/>	<input type="checkbox"/>
III	Annex 3 – Financial Criteria And Required Documents & Disclosures				
III-1	Proof for meeting eligibility criteria	E&H	No	<input type="checkbox"/>	<input type="checkbox"/>
III-2	Audited consolidated financial statements			<input type="checkbox"/>	<input type="checkbox"/>
III-3	Auditor’s or auditors’ report(s) referencing the financial statements			<input type="checkbox"/>	<input type="checkbox"/>
III-4	References from two reputable banks or financial institutions			<input type="checkbox"/>	<input type="checkbox"/>

No.	Documents	Submission Format ^a	Formalized ^b	Submitted	
				Yes	No
III-5	Present and historical (prior three (3) years') credit rating			<input type="checkbox"/>	<input type="checkbox"/>
III-6	Description of the material lines of credit, credit agreements, publicly traded debt securities, off-balance sheet liabilities and guarantees of third party obligations			<input type="checkbox"/>	<input type="checkbox"/>
III-7	Details of any medium-term plans and/or material contingent liabilities			<input type="checkbox"/>	<input type="checkbox"/>
III-8	A statement describing any material changes in any of the information set forth above, since the date as of which such information was prepared			<input type="checkbox"/>	<input type="checkbox"/>
III-9	Any addition information regarding financial capacity			<input type="checkbox"/>	<input type="checkbox"/>
IV	Annex 4 – Technical Criteria And Required Documents & Disclosures				
IV-1	Proof for meeting eligibility criteria	E&H	No	<input type="checkbox"/>	<input type="checkbox"/>
IV-2	Technical information required in points (1) to (7)			<input type="checkbox"/>	<input type="checkbox"/>
V	Annex 5 – QHSE Criteria And Required Documents & Disclosures				
V-1	QHSE Policy Statement	E	No	<input type="checkbox"/>	<input type="checkbox"/>
V-2	Evidence of established and implemented QHSE Management System (s)			<input type="checkbox"/>	<input type="checkbox"/>
V-3	Copy of QHSE certificates			<input type="checkbox"/>	<input type="checkbox"/>
V-4	Copy of the QHSE Management System(s)			<input type="checkbox"/>	<input type="checkbox"/>
V-5	Copy of CSR reports or initiatives for the past three (3) years			<input type="checkbox"/>	<input type="checkbox"/>
V-6	Experience as operator in environmentally sensitive areas			<input type="checkbox"/>	<input type="checkbox"/>
V-7	QHSE records for the last three (3) years			<input type="checkbox"/>	<input type="checkbox"/>

a E: Electronic Copy H: Hard Copy

b For documents issued outside Lebanon, notarize (where possible), translate and consularize and seal by the Ministry of Foreign Affairs in Lebanon. For documents issued in Lebanon, they shall be notarized only.

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SCHEDULE A OF ANNEX 1
POWER OF ATTORNEY OF AUTHORIZED REPRESENTATIVE⁴

By the present instrument, *[insert name of Company]* (the “Company”), organized and existing in accordance with the laws of *[insert Company’s country of incorporation]*, with registered address *[insert registered address of Company]*, through its legal representative(s), *[insert name(s) of legal representative(s) of Company]*, hereby nominates *[insert name of and full title of Authorized Representative]* (the “Authorized Representative”), as its duly authorized representative empowered to represent the Company before the Ministry of Energy and Water of the Republic of Lebanon, in connection with the *[name of licensing round]* (the “Lebanon Round”) relating to the exploration and/or production of oil and natural gas in Lebanese territorial waters, with the power to take any and all actions and to assume any and all obligations, in our name and on our behalf, in respect to such Lebanon Round, including without limitation (i) to execute any contracts, documents or instruments as may be necessary or useful in connection therewith, (ii) to submit all documents and information to be submitted by the Company in connection with the Lebanon Round, (iii) to receive information and/or data packages, or to authorize third parties to receive information and/or data packages, and (iv) to pay any fees required in connection with the Lebanon Round.

Signed by:

[insert name(s) of legal representative(s) referred to above with signature.]

Position:

[insert position(s) of legal representative(s)]

[insert location and date]

INFORMATION RELATING TO AUTHORIZED REPRESENTATIVE

[insert name(s) and signature of Authorized Representative(s)]

[insert occupation of Authorized Representative]

[insert address of Authorized Representative]

[insert phone, fax and e-mail of Authorized Representative]

⁴ Pre-qualified companies may change their Authorized Representatives for purposes of the Lebanon Round prior to submitting an offer, by submitting a new Power of Attorney with the requisite details to the Petroleum Administration.

ANNEX 2 LEGAL CRITERIA AND REQUIRED DOCUMENTS AND DISCLOSURES

The Applicant (whether applying to become a *Right Holder-Operator* and/or a *Right Holder-Non-Operator* (each as defined in Article 1 of Law 132/2010 (the “Offshore Petroleum Resources Law”))) should submit the following documents:

- (1) Evidence (whether in the form of an extract of a commercial register, a copy of a resolution of the board of directors, or a legal opinion by a reputable attorney practicing in the jurisdiction of incorporation of the Applicant) showing that the Authorized Representative Power of Attorney was signed by a person or persons duly authorized to bind the Applicant.
- (2) An official copy of the constituent documents of the Applicant (i.e., depending on the jurisdiction of incorporation of the Applicant, the Certificate of Incorporation, Memorandum of Association, Articles of Incorporation, *statutes* and/or By-Laws). (The Applicant should be aware that, pursuant to Article 15 of the Offshore Petroleum Resources Law, Exploration and Production Agreements may only be awarded to pre-qualified joint stock companies or the equivalent under local law. The Applicant’s corporate object must permit the undertaking of Petroleum Activities as defined in Article 1 of the Offshore Petroleum Resources Law.
- (3) An extract of the commercial registry relating to the Applicant, showing its full name, main business address, and capital stock. Where such information is not available from the commercial registry, a notarized, signed statement from the company secretary or similar officer providing such information.
- (4) If not indicated in document (3) above, a document from a governmental or official entity showing that the Applicant is in good standing in its jurisdiction of incorporation.
- (5) If not indicated in document (3) above, a document from a governmental or official entity showing that the Applicant is not being liquidated and is not in insolvency proceedings. Where such information is not available from the commercial registry, a notarized, signed statement from the company secretary or similar officer providing such information.
- (6) The name, nationality/jurisdiction of incorporation and address of any partner or shareholder who, directly or indirectly, holds twenty (20) percent or more of the voting shares of the Applicant or otherwise has an interest that could constitute control, together with the names, nationality and addresses of the officers and directors of such partner or shareholder. Such information should be provided to the extent known by the Applicant or its directors and officers after due inquiry. Where the Applicant is not the parent company of the group of companies of which it is a member, a corporate organization chart showing the chain of ownership from the parent to the Applicant.
- (7) A notarized, signed statement from the general counsel or similar officer that there are no pending litigation, arbitration, legal proceedings or other circumstances which may lead to the insolvency or bankruptcy of the Applicant or that could reasonably be expected to prevent Applicant from fulfilling its obligations under the Exploration and Production Agreement.

ANNEX 3

FINANCIAL CRITERIA AND REQUIRED DOCUMENTS AND DISCLOSURES

An Applicant may seek pre-qualification as a *Right Holder - Operator* and/or as a *Right Holder - Non-Operator* by satisfying the criteria and presenting the documents and disclosures set forth below.

3-1 Eligibility criteria

An Applicant is eligible for such pre-qualification if it is able to demonstrate, to the reasonable satisfaction of the Petroleum Administration, that the Applicant had, as of the end of its most recent financial year:

- (i) In the case of Applicants seeking pre-qualification as a *Right Holder - Operator*, total assets of US\$10 billion or more.
- (ii) In the case of Applicants seeking pre-qualification as a *Right Holder - Non-Operator*, total assets of US\$500 million or more.

3-2 Financial Information

The Applicant (whether seeking pre-qualification as a *Right Holder - Operator* and/or *Right Holder - Non-Operator*) should submit the information below. All financial statements must be prepared under International Financial Reporting Standards or other internationally recognized generally accepted accounting principles. Companies may furnish their published annual reports filed with a stock exchange or securities regulators, and supplement those reports with any information below that is not contained therein.

- (1) The audited consolidated financial statements for the Applicant for the last three (3) years, including the balance sheet, income statement, statement of changes in shareholders' equity, cash flow statement, notes to the accounts and, where required under local law or applicable accounting principles, the Directors' report.
- (2) The auditor's or auditors' report(s) referencing the abovementioned financial statements of the Applicant, signed by an independent public accountant and prepared in accordance with applicable auditing standards. Alternatively, in the case of a state-owned companies organized in a jurisdiction that does not provide for an external audit of such companies' accounts, and no such external audit has been performed, the financial statements described in clause (1) must be prepared by a certified public accountant, and should be submitted together with a statement signed by a lawyer affirming the absence of an audit requirement for such state-owned company under the law of such jurisdiction.
- (3) References from two reputable banks or financial institutions doing business with the Applicant.
- (4) Present and historical (prior three (3) years) credit rating of the Applicant's (or its parent company's) long-term unsecured debt from Standard & Poor's Rating Services, Moody's Investor Services Inc. or Fitch Ratings, if available.

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- (5) A description of the Applicant's material lines of credit, credit agreements, publicly traded debt securities, off-balance sheet liabilities and guarantees of third party obligations.
 - (6) Details of any medium-term plans and/or material contingent liabilities, if these could reasonably be expected materially and adversely to impact the financial status of the Applicant.
 - (7) A statement describing any material changes in any of the information set forth above, since the date as of which such information was prepared.
 - (8) Any additional information supporting the financial capacity of the Applicant.

ANNEX 4 TECHNICAL CRITERIA AND REQUIRED DOCUMENTS AND DISCLOSURES

An Applicant may seek pre-qualification as a *Right Holder - Operator* and/or as a *Right Holder - Non-Operator* by satisfying the criteria and presenting the documents and disclosures set forth below.

4-1 Eligibility criteria

An Applicant is eligible for such pre-qualification if it is able to demonstrate, to the reasonable satisfaction of the Petroleum Administration:

- (1) For Applicants seeking pre-qualification as a *Right Holder - Operator*: Operatorship of at least one petroleum development in water depths in excess of five hundred (500) meters.
- (2) For Applicants seeking pre-qualification as a *Right Holder - Non-Operator*: Having established petroleum production

4-2 Technical Information

The Applicant (whether seeking pre-qualification as a *Right Holder - Operator* and/or *Right Holder - Non-Operator*) should disclose details on the Applicant's experience with respect to exploration and production activities including specifically (to the extent applicable):

- (1) A good faith estimate of the total capital expenditure in activities falling within the definition of "Petroleum Activities" in the Offshore Petroleum Resources Law in each of the last three (3) years.
- (2) Number of offshore exploration wells drilled (as operator) in each of the last three (3) years.
- (3) Number of offshore wells drilled (as operator) in each of the last three (3) years.
- (4) Number of offshore wells drilled (as operator) in a sub-salt environment (with water depths (A) greater than five hundred (500) meters and less than one thousand (1,000) meters and (B) greater than one thousand (1,000) meters) in each of the last three (3) years.
- (5) Number of offshore wells drilled (as operator) in a high-pressure and/or high-temperature environment in each of the last three (3) years.
- (6) Experience as operator in developments in water depths greater than five hundred (500) meters, clearly identifying field name, location, water depth, year of first production, 2012 production. For any such developments not yet in production, Applicant should provide evidence of project progress and receipt of all required internal and regulatory approvals, together with scheduled peak production rate and date.
- (7) Experience as operator in scale (greater than five hundred (500) million cubic feet of gas per day) gas development and exploitation projects, clearly identifying project name,

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location, water depth (if applicable), 2012 production and primary commercialization structure (LNG, power, GTL, petrochemical, pipeline sales, etc.).

ANNEX 5 QHSE CRITERIA AND REQUIRED DOCUMENTS AND DISCLOSURES

An Applicant may seek pre-qualification as a *Right Holder - Operator* and/or a *Right Holder - Non-Operator* by satisfying the criteria and presenting the documents and disclosures set forth below.

5-1 Eligibility criteria.

The Applicant (whether applying to become a pre-qualified *Right Holder - Operator* and/or *Right Holder - Non-Operator*) should submit evidence of proper operational procedures and sensitivity related to issues surrounding Quality, Health, Safety and the Environment. An Applicant is eligible for such pre-qualification if it is able to demonstrate, to the reasonable satisfaction of the Petroleum Administration, its ability to observe all applicable international standards in such areas. Specifically, all Applicants are required to submit:

- (1) QHSE policy statement(s)
- (2) Evidence of established and implemented QHSE Management System(s)

5-2 QHSE Information

- (1) QHSE certification(s) according to best international industry practice (e.g., ISO certification 9001, ISO 14001 and/or OHSAS 18001), with copies of certificates approved by the awarding official entities.

In addition, those companies that wish to apply for pre-qualification as a *Right Holder - Operator* must also submit:

- (2) A copy of the Quality, Health, Safety and Environment Management System(s) (QHSEMS), or equivalent.
- (3) A copy of Corporate Social Responsibility reports or initiatives for the past three (3) years.
- (4) Experience as operator in environmentally sensitive areas.
- (5) QHSE record of material events for the previous three (3) years including oil spills, site fatalities and injuries, major fires and explosions, mechanical/structural failures, emissions and waste, and main remedial efforts.