

Caligaris Enrico

Da: Guus.Klusener@shell.com
Inviato: venerdì 11 febbraio 2011 2.48
A: N.Olafimihan@shell.com; Caligaris Enrico; keibi.atemie@shell.com; G.Burmeister@shell.com; Peter.L.Robinson@shell.com
Cc: Casula Roberto; Bollini Marco Vittorio Maria; Ranco Donatella Anna; Armanna Vincenzo; Ebohon Ellis; Zappala' Guido
Oggetto: RE: Confidential

Nike,

If indeed she recognizes that the FGN has a sovereign right to back-in it by definition means that a right can be waved. The issue is not if it would be against prevailing policy, that is not for NNPC to determine. As there is no obligation to back in and MoP can waive the right, we should clearly make that point to the AG. A similar logic can be applied to the stabilization clause. As there is no legal prohibition under Nigerian law, it will be the AG's call.

Regards,
 Guus

From: Olafimihan, Nike SPDC-LSUI/AFL
Sent: 10 February 2011 21:00
To: Caligaris Enrico; Atemie, Keibi D SNEPCO-LSUI/AFU; Klusener, Guus A SEPA-LSUI/AF; Burmeister, German SNEPCO-UIB/G/N; Robinson, Peter L SEPA-UIB/G
Cc: Casula Roberto; Bollini Marco Vittorio Maria; Ranco Donatella Anna; Armanna Vincenzo; Ebohon Ellis; Zappala' Guido
Subject: RE: Confidential

Dear all,

As discussed, I had the meeting with Yinka Omorogbe, where I discussed our position without sharing any of the material. Her points are as follows:

- She does not see the block as a PSC-Shell/ENI are concessionaires, and the tax terms of a concessionaire should apply to them (if in doubt, clarify with FIRS). If the block could be termed a PSC, such argument could be stretched to the arbitration, and could be used by us. She rejected the inclusions of undertakings not to use the RA for any other purpose, stating that the fact that it would be filed as a judgement of the courts in the pending disputes between the parties, . Will not accept anything on paper that implies any agreement with the position of the IOCs in arbitration.
- The tax terms do not belong to a settlement agreement and should be expunged. Tax should be discussed separately and obtained with FIRS. She was unmoved by the presence of the Minister of Finance on the document.
- Surprisingly, the only clause she could concede on was clause 9, based on expenditure. She did not mention the SB
- On stabilization she maintained the position that Government's hands would not be tied, and the world had moved on from it.
- On Back-in right she said it is a sovereign right which would not be Waved, as being against current policy. She however reminded me that Government had never backed into an IOC interest in the deep water. Notwithstanding, they would not fetter the right of Government in that regard.

At the end of the meeting she said that although NNPC could shift a bit, it would depend on us, in terms of the tax issues. 'Let's see what possible', she said without elaboration.

10/07/2014

Kind Regards,
Nike

From: Caligaris Enrico [mailto:Enrico.Caligaris@eni.com]
Sent: Thursday, February 10, 2011 5:18 PM
To: Atemie, Keibi D SNEPCO-LSUI/AFU; Klusener, Guus A SEPA-LSUI/AF; Burmeister, German SNEPCO-UIB/G/N; Olafimihan, Nike SPDC-LSUI/AFL; Robinson, Peter L SEPA-UIB/G
Cc: Casula Roberto; Bollini Marco Vittorio Maria; Ranco Donatella Anna; Armanna Vincenzo; Ebohon Ellis; Zappala' Guido
Subject: R: Confidential

Sorry for that. It was due to the fact that I was not in Nike's email.
Regards
e

Da: keibi.atemie@shell.com [mailto:keibi.atemie@shell.com]
Inviato: giovedì 10 febbraio 2011 17.15
A: Caligaris Enrico; Guus.Klusener@shell.com; G.Burmeister@shell.com; N.Olafimihan@shell.com; Peter.L.Robinson@shell.com
Cc: Casula Roberto; Bollini Marco Vittorio Maria; Ranco Donatella Anna; Armanna Vincenzo; Ebohon Ellis; Zappala' Guido
Oggetto: RE: Confidential

Dear all,
I notice that Nike was omitted from the list and also Peter's email is not properly reflected. Kindly use this updated address list, which includes Nike's name and the right e-mail for Peter in subsequent correspondence on this.

Regards
Keibi

Keibi D. Atemie(Mrs.)

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" A candle loses nothing when it is used to light up another one.Don't hoard your light"

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For more information about Shell Nigeria please see our website at <http://www.shellnigeria.com>. "

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From: Caligaris Enrico [mailto:Enrico.Caligaris@eni.com]
Sent: 10 February 2011 17:03
To: L.Robinson@shell.com; Atemie, Keibi D SNEPCO-LSUI/AFU; Klusener, Guus A SEPA-LSUI/AF; Burmeister, German SNEPCO-UIB/G/N
Cc: Casula Roberto; Bollini Marco Vittorio Maria; Ranco Donatella Anna; Armanna Vincenzo; Ebohon Ellis; Zappala' Guido
Subject: Confidential

Nike
Attached hereto please find a document we are prepared to share with you with the analysis on NNPC's comments from a legal stand point.
As mentioned during the conference call the outcome of the analysis is essentially in line with the one made by Shell.
The documents is for your information and for discussion with us and should not be handed or shown to third parties.
Looking forward to hearing from you the outcome of your meeting with NNPC.
Regards
ec

Da: N.Olafimihan@shell.com [N.Olafimihan@shell.com]
Inviato: giovedì 10 febbraio 2011 16.37
A: Casula Roberto; G.Burmeister@shell.com
Cc: Peter.L.Robinson@shell.com; keibi.atemie@shell.com; Bollini Marco Vittorio Maria; Ranco Donatella Anna; Armanna Vincenzo; Guus.Klusener@shell.com; Ebohon Ellis
Oggetto: RE:

L&G,

Shell is still awaiting ENI's input into the Response to NNPC's comments which we sent this morning. NNPC legal has been in pre-arbitration meetings all day, and will not be free until 5.00 p.m., so I am ready to go to the meeting there.

Grateful if I could have the update before I leave.

Thanks,
Nike Olafimihan

From: Casula Roberto [mailto:Roberto.Casula@eni.com]
Sent: Thursday, February 10, 2011 11:39 AM
To: Olafimihan, Nike SPDC-LSUI/AFL; Burmeister, German SNEPCO-UIB/G/N
Cc: Robinson, Peter L SEPA-UIB/G; Atemie, Keibi D SNEPCO-LSUI/AFU; Bollini Marco Vittorio Maria; Ranco Donatella Anna; Armanna Vincenzo; Klusener, Guus A SEPA-LSUI/AF
Subject: R:

phone number?

Da: N.Olafimihan@shell.com [N.Olafimihan@shell.com]
Inviato: giovedì 10 febbraio 2011 11.32
A: Casula Roberto; G.Burmeister@shell.com
Cc: Peter.L.Robinson@shell.com; keibi.atemie@shell.com; Bollini Marco Vittorio Maria; Ranco Donatella Anna; Armanna Vincenzo; Guus.Klusener@shell.com
Oggetto: RE:

Roberto,

Is it possible hold the meeting now (11.30) now, because the meeting in NNPC is likely to be in the afternoon?

10/07/2014

Thanks,

Nike

From: Casula Roberto [mailto:Roberto.Casula@eni.com]
Sent: Thursday, February 10, 2011 11:08 AM
To: Burmeister, German SNEPCO-UIB/G/N; Olafimihan, Nike SPDC-LSUI/AFL
Cc: Robinson, Peter L SEPA-UIB/G; Atemie, Keibi D SNEPCO-LSUI/AFU; Bollini Marco Vittorio Maria; Ranco Donatella Anna; Armanna Vincenzo
Subject: R:

for me better from 2:15 pm subject to availability of my collegues.
thanks

Da: G.Burmeister@shell.com [G.Burmeister@shell.com]
Inviato: giovedì 10 febbraio 2011 10.31
A: Casula Roberto; N.Olafimihan@shell.com
Cc: Peter.L.Robinson@shell.com; keibi.atemie@shell.com; Bollini Marco Vittorio Maria; Ranco Donatella Anna; Armanna Vincenzo
Oggetto: RE:

Roberto,

I understand Nike is not available until noon. Let me confirm her availability and we will propose a new time, probably between 1-2 pm.

German

From: Casula Roberto [mailto:Roberto.Casula@eni.com]
Sent: 10 February 2011 10:16
To: Olafimihan, Nike SPDC-LSUI/AFL
Cc: Burmeister, German SNEPCO-UIB/G/N; Robinson, Peter L SEPA-UIB/G; Atemie, Keibi D SNEPCO-LSUI/AFU; Bollini Marco Vittorio Maria; Ranco Donatella Anna; Armanna Vincenzo
Subject: R:

thank you Nike,
we are ready for a conf cal at 11:30. is it ok for you?
shall we use same phone number and code of last conf call?
Roberto

Da: N.Olafimihan@shell.com [N.Olafimihan@shell.com]
Inviato: giovedì 10 febbraio 2011 9.44
A: Casula Roberto
Cc: G.Burmeister@shell.com; Peter.L.Robinson@shell.com; keibi.atemie@shell.com
Oggetto:

Dear Roberto,

Please find attached, Shell's responses to the issues raised by NNPC on the resolution agreement. I expect that you would have reviewed the NNPC comments and will therefore have your response ready as well, bearing in mind the fact that we were given two weeks by the AG to revert. I will therefore appreciate if we can have an exchange and possible alignment of our respective views today.

As discussed, I intend to meet with the legal adviser of NNPC today to have an informal chat on their areas

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of concern, which, I now, understand are more on the tax than the Back-in Regulations

On another note, the attorney general wishes to have a meeting with us tomorrow. According to him, he has fresh orders to conclude this as soon as possible. Please let us know if ENI are ready for this meeting.

Kind Regards,

N. Olafimihan

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"It's always the right time to do the right thing" - Rev'd. Martin Luther King, Jr.

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