



AmiraUSA, LLC  
2101 L St., NW, Suite 800  
Washington, DC 20037-1657, USA  
Office: 202.467.8374  
Fax: 202.466.0502  
[info@amirausa.com](mailto:info@amirausa.com)  
[www.amirausa.com](http://www.amirausa.com)

August 2<sup>nd</sup> 2020

*Snr. Antonio OBURU ONDO.*  
*Director General/CEO*  
*Guinea Equatorial de Petroleas S.A.*  
*Torre GEPetrol,*  
*Autovia Aeropuerto*  
*Malabo 2,*  
*Malabo*  
*Guinea Equatorial*

*cc. GEPetrol*  
*Departamento de Desarrollo de Negocios y Trading (DDNT)*

***Formal Expression Of Interest in relation to the Construction and Operation,  
Of a Crude Oil Refinery and Permanent Storage facilities for GEPetrol and the Government of the  
Republic of Equatorial Guinea***

*Dear Sir,*

*Further to ongoing negotiations with GEPetrol Departamento de Desarrollo de Negocios y Trading, DDNT we, AmiraUSA lead consortium partner with our financial and industry technical partners hereby propose to construct and operate for a period of 25 years on a Build Own Operate Transfer basis, a crude oil refinery and associated storage facilities in the Sovereign territory of the Republic of Equatorial Guinea.*

*The construction shall cover:*

- Harbor*
- Marine Jetty systems*
- Pipelines*
- Crude Cargo loading/offloading terminal*
- Derivatives and refined products export terminal*
- Crude Oil Refinery of a minimum of 220,000 bpd capacity, rising to 440,000 bpd*
- Crude feedstock storage terminal of 20 million barrels capacity*
- Refined products storage terminal of a capacity to be determined by engineering deliverables*
- Associated infrastructure*
  - Civil scope of work (Land remediation and grading. Drains and sub-surface utilities)*



- Offices
  - Workshops
  - Roads
  - Fencing & Security systems
  - Lighting
  - Rail network
  - Helicopter base
  - Medical facilities
  - Workers camp (temporary: construction phase)
  - Workers camp (permanent: operational & maintenance phase)
- Associated utilities
    - Power generation and distribution
    - IT systems
    - Telecoms
    - Fuel storage & offloading terminal
    - Motor transport

*AmiraUSA proposes to construct an LPG terminal which, beside the use in the refinery would also service the international regional markets and facilitate the domestic market for, heating, transportation, and the production of electricity and water*

*In addition to this, AmiraUSA intends to migrate over to renewable energy sources for (initially) discrete applications, telecommunications for example and remote instrumentation. Solar and wind turbine generation systems, along with the associated battery and UPS systems will be installed in parallel with the refinery redevelopment.*

*Over the medium to long term, it is the intention to extend the renewable energy capacity to the domestic market.*

*We are pleased to confirm:*

- **Sovereign Guarantees will NOT be required**
- *Agreements are in place for the supply of crude feedstock from Iraq*
- *Agreements are in place for the marketing of all refined products, leveraged in the USA especially to Defense Logistics Agency, DLA, our local market, China, the Middle East and South America as marketing efforts dictate.*

***All necessary land, marine territory, air operational corridor, access and all licenses, permits and consents for any purpose whatsoever shall be provided free of charge, including any and all legal costs by GEPetrol and the Government of the Republic of Equatorial Guinea.***



***Investment funding:***

*We shall fund the project from our JVA with an outside funding source for the utilization and use of several billions currently under our control.*

*Two prime investment reservoirs are available to the project at this time, one of which was initiated end July 2020. The current funding CAPEX budget available is \$20 Billion (TWENTY BILLION UNITED STATES DOLLARS) from the first of the two reservoirs.*

*Proof of funds and provision of all verification documents necessary for contracting will be provided on receipt of a formal letter of intent to contract from GEPetrol, and within 30 days.*

***Revenue distribution***

*Revenues from the refining activity, storage contract/s and from the full range of contracting activities will be distributed as follows:*

***While investment repayment endures:***

*10% of the Net Revenue from the refinery operations shall be allocated to an island social fund for the purposes of social development, education and welfare programs as determined by the Government of Equatorial Guinea and the refinery management committee*

*40% of the Net Revenue from the refinery operations shall be utilized to repay the existing Loans (including any interest) in accordance with the terms of the OPERATORS AGREEMENT.*

*40% of the Net Revenue from the refinery shall be distributed equally to GEPetrol and AmiraUSA and disbursed according to their joint agreement with respect to agreed profit margins and in support of the wider community of the Republic of Equatorial Guinea.*

*10% of the Net Revenue from the refinery operations shall be kept in the refinery management committee accounts for use in the further development of the Oil Facilities, unless agreed otherwise in writing by the refinery management committee.*

***When investment is repaid in full (including any interest):***

*10% of the Net Revenue from the refinery operations shall be allocated to an island social fund for the purposes of social development, education and welfare programs as determined by the Government of Equatorial Guinea and the refinery management committee*

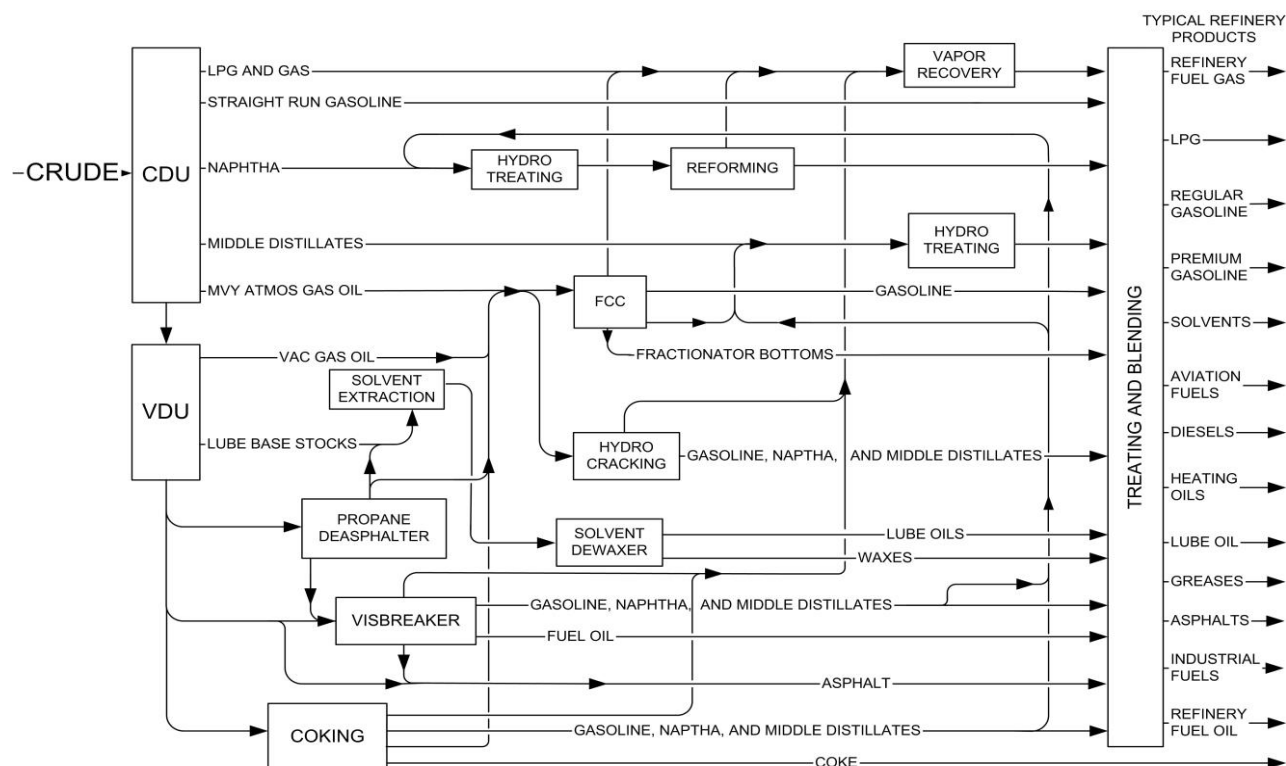
*70% of the Net Revenue from the refinery shall be distributed equally to GEPetrol and AmiraUSA and disbursed according to their joint agreement with respect to agreed profit margins and in support of the wider community of the Republic of Equatorial Guinea.*



20% of the Net Revenue Interests shall be kept in the refinery management committee accounts for use in the further development of the Oil Facilities, unless agreed otherwise in writing by the refinery management committee.

Basic refinery design proposal

The graphic below shows the refinery schematic as is currently envisaged.



Consortium Structure

We propose the following consortium in support of the project. The structure will be formed of a management group including the operator (GEPetrol), AmiraUSA and Alton-McLean Ltd. The members, KCA-Deutag/RDS and ENPETROL are for up and mid-stream activities; studies, engineering, design and construction and will join the consortium as sub-contracted members, under the CAPEX budget. The ongoing engineering and modifications process will be an OPEX activity but RDS will be a candidate for an evergreen service.



*We propose the following consortium in support of the project:*

- |  |   |
|--|---|
| • <i>Project Lead</i>                                    | <i>AmiraUSA: Washington DC</i>              |
| • <i>Investment Funding and commercial relationships</i> | <i>AmiraUSA: Washington DC</i>              |
| • <i>Construction Management and Supervision</i>         | <i>Alton McLean Group, AMG</i>              |
| • <i>Refinery Operation</i>                              | <i>Refining Group, (GEP &amp; AmiraUSA)</i> |
| • <i>Marine Operations</i>                               | <i>Local operator</i>                       |
| • <i>Surveys, studies, engineering and design</i>        | <i>KCA-Deutag/RDS part of Abbot Group</i>   |
| • <i>Construction, installation &amp; commissioning</i>  | <i>ENPETROL Istanbul, Turkey</i>            |

*It is our intention to first establish a 220,000 bpd refinery facility and subsequently expand it to 440,000 bpd conforming to Euro 5 environmental standards by utilizing higher API grade crude oil for processing high value products such as, jet fuel, ULSD and gasoline.*

### *Labor*

***In all situations, the available local labor will be preferred over imported labor as long as their selection qualifies in terms of skills, academic and vocational qualifications, experience, training and certification.***

*AmiraUSA is aiming towards an evergreen relation with Equatorial Guinea, Therefore we foresee the necessity to invest in education and training for generations to come.*

*We do realize the limitations of a small island when it comes to gaining experience therefore we will support students to go abroad and return to the island and putting their new knowledge to the service the island community.*

*Although the main objective of the educational program to be for the oil industry, AmiraUSA acknowledges the necessity to enhance other related recourse that would service our oil industry*

*We propose to establish a “handshake” agreement with the Robert Gordon University (RGU) in Aberdeen Scotland to enable selected individuals to attain higher education to Masters Degree and PhD.*

*RGU is one of the pre-eminent universities specializing in the needs of the hydrocarbon industry, hosting industry students from around the world.*

*AmiraUSA will provide such training and qualifications for the local labor market as are necessary to ensure their involvement at every level within the project, and that their acquired skills and qualifications are internationally recognized and fully transferrable.*

*The refinery and associated oil facilities, including marine and civil infrastructure elements, local services, logistics, IT, temporary and permanent housing and operations. This is just an example of the range of activities that will require and include a significant number of local worker: many thousands*



*over at least the first 5 years of the project in construction, and similar numbers in the “evergreen” sub-contracting environment during the operational phase.*

*It is envisaged that during the construction phase, the required additional workforce is to be an average of 3000 to 5000 FTE (Full Time Employees), with a limited peak that might reach 10.000. Direct labor will be in the proximity of 2000 FTE when fully operational and the project expansion phase is complete.*

*The community indirect labor force will double, towards 6000 FTE, and the further way indirect would benefit up to 10.000 FTE*

### *Health, Safety and Environmental protection*

*AmiraUSA will establish a robust Health, Safety and Environmental policy document incorporating the documentary hierarchy applicable to the Republic of Equatorial Guinea, which will also be embedded in the Risk Mitigation Plan for the project,*

*Training and competence assessment in HSE compliance will be provided and constantly assessed.*

*Compliance with the most stringent environmental standards will be extended to all suppliers and subcontracted services so as to harmonize standards for all.*

*Environmental performance will be constantly measured, reported and improved with specific performance targets for all departments.*

*The new refinery facilities will be designed to exceed the applicable environmental regulations to eliminate, wherever possible the creation of emissions, and to capture, contain and treat any emissions or wastes products.*

*Our HSE policy document and management manual is a huge document, which will cover all elements of the project.*

*A full submission of our environmental compliance and management plan will be provided once selected for inclusion in the next phase of the refinery operator selection process.*

### *PROJECT RISK MANAGEMENT*

#### *General*

*AmiraUSA will be responsible for the assessment and management of all risks and opportunities associated with each work scope element; including any subcontracted elements.*



*Risks shall be categorized as follows:*

- *HSE risk*
- *Technical risk*
- *Commercial risk*
- *Financial risk*
- *Schedule risk*
- *Reputational risk*
- *Political risk*

*The risk management process shall be updated on a continual basis with revisions to the risk register and qualitative report produced on a monthly basis.*

#### *Risk Management Plan*

*The risk management plan shall be submitted to the relevant government department or its appointed agency for approval prior to the commencement of the risk identification process. It shall contain as a minimum the following:*

- *Introduction and context.*
- *Definitions.*
- *Stakeholders in risk management plan.*
- *Risk identification methodology including the risk categories.*
- *Risk assessment methodology including the risk scoring criteria.*
- *Methodology for evaluating and treating risks.*
- *Template of Risk Register.*
- *Template of Risk Action Plan.*

#### *RISK MITIGATION*

*The site has a number of key features that will have a significant influence on the construction strategy, including:*

- *Remote location*
- *Extreme climatic conditions*
- *Logistical challenges*
- *Labor shortages locally*
- *Socio economic and environmental conditions*
- *Operational SITE constraints*

*AmiraUSA shall pay particular attention to these conditions and any implication this may have on the project. AmiraUSA shall address mitigation factors in terms of design and construction methods in order to maximize the efficiency.*



*AmiraUSA will outline perception of the key risks inherent in delivering the project, in terms of getting it right first time/no defects, no damage to existing infrastructure, no accidents or incidents, delivering on time, within budget and without adversely impacting upon delivery of any other part of the project work scope performed by others. For each key risk, AmiraUSA shall detail the proposed solutions/actions to manage, monitor and mitigate these risks.*

*AmiraUSA shall define anticipated weather criteria and Dynamic Amplification Factor (DAF) for each operation, thereby defining the key weather limiting conditions of operability for its operations.*

*AmiraUSA shall also detail those aspects of work, which it considers to carry a high level of risk and put forward proposals to share or transfer the risk.*

*Thus, for each category of risk we shall put in place the necessary assessment and mitigation tools and mechanisms to ensure, as far as reasonably practicable that risks are known, categorized, measured, controlled, mitigated or eliminated in sufficient time to avoid any negative consequence to the safe and successful delivery of the project.*

Outline project schedule

**Oil refinery Development and construction milestone phases:**

**Milestones**

- Complete Contracting process for study: PHASE1
- Funding in place for study: PHASE1
- Technical, commercial & regulatory study: PHASE 1 (Complete)
- Independent 3rd party review of study PHASE 1 conclusions (Complete)
- Sanction to Proceed to PHASE 2
- FEED: PHASE 2 (Complete)
- Detailed Design: PHASE 3 (Complete)
- Procurement: PHASE 4 (Complete)
- Construction: PHASE 5 (Complete)
- Commissioning: PHASE 6 (Complete)
- First oil: PHASE 7

**Study [PHASE 1]**

- Surveys & data gathering. Geographical, geotechnical, infrastructure etc. (Genesis/Nexus or similar)
- Conduct technical, commercial & regulatory study: PHASE 1
- Determine HSE sensitivities
- Produce Project development plan
- Determine technical & commercial feasibility within P10 - P50 - P90 parameters
- Create budget estimates for each project phase

List assumptions, risks & uncertainties





*Compile study report & gather conclusions*

*Conduct independent 3rd party review of study PHASE 1 conclusions*

*FEED (Front End Engineering Design): PHASE 2*

*Civil works*

*Structural*

*Hydrocarbon transportation systems*

*Utility systems*

*Control, safety & loss prevention systems*

*Loading systems*

*Fiscal Metering*

*Production/process facilities*

*Licenses, permits & consents applications*

*Detailed Design: PHASE 3*

*Civil works*

*Structural*

*Hydrocarbon transportation systems*

*Utility systems*

*Control, safety & loss prevention systems*

*Loading systems*

*Fiscal Metering*

*Production/process facilities*

*Engage certification society and independent 3rd party verification company*

*Create construction work packs*

*Create operations & Maintenance procedures*

*Environmental impact statement*

*Operational safety case*

*Procurement: PHASE 4*

*Create procurement plan*

*Identify equipment vendors*

*Establish vendor approval process*

*Order long lead equipment & machinery*

*Create vendor audit & visit schedule*

*Expedite equipment delivery*

*Construction: PHASE 5*

*Establish fabrication & construction services contracts*

*Establish construction camps & facilities*

*Ensure all safety and technical training and qualifications are up to date and applied*

*Establish civil works infrastructure*

*Establish logistics and consumable supply lines*

*Deliver construction equipment and equipment support services*

*Commence construction*



*Commissioning: PHASE 6*

- Develop commissioning plan & schedule*
- Engage commissioning sub-contractors & service providers*
- Establish plant mechanical completions systems & procedures (GOC)*
- Conduct commissioning activities according to plan using commissioning work packs*
- Create certification packs*
- Conduct operator training program*
- System hand over to operations*

*First oil: PHASE 7*

- Calibrate and commission fiscal metering systems*
- Purge & pressurize hydrocarbon envelope*
- Issue Production operations notices (PON)*
- Verify operation of all safety, fire & explosion prevention & protection systems*
- Ready to operate*

*The overriding principles are:*

- NO HARM TO PEOPLE**
- NO DAMAGE TO THE ENVIRONMENT**
- NO DAMAGE TO EQUIPMENT**
- SAFELY, RELIABLY AND ECONOMICALLY PRODUCE**

*Thank you for reading our proposals, which we trust meet with your requirements.*

*Your courtesy is appreciated. We Remain,*

A handwritten signature in blue ink that reads "Mark Asmar".



**Mark Asmar, CEO Direct: 202-536-2620 Mobile: 202-549-3009 E-Mail: [masmar@amirausa.com](mailto:masmar@amirausa.com) CC: Alistair McLean, AMG.**