

Iraq Reconstruction Project Team



PILLSBURY WINTHROP^{LLP}

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Pillsbury Winthrop's 125-year history and experience span three centuries. Our success has been built on our ability to re-create our business, our scope of operations and our services as our clients have grown and globalized. Pillsbury Winthrop today is a truly global firm with influence and presence on both U.S. coasts and abroad. We are one of the world's leading global law firms in Global Energy, Capital Markets, Financial Services, Intellectual Property, Litigation, Technology and Real Estate. Pillsbury Winthrop is relationship-driven—thus, we are counselors, advisors and confidants to some of the most successful corporations and entrepreneurs in the United States and abroad.

We are a "value added" practice—our lawyers keep stride with industry trends and think as business people, which has enabled us to attract and retain industry leaders from around the world. To support our clients in their Iraqi reconstruction projects, Pillsbury Winthrop has established an Iraq Reconstruction Project Team and is committed to devoting the necessary resources to the Iraq reconstruction effort.

Pillsbury Winthrop's Iraq Reconstruction Project Team is mobilized to offer clients strategic legal advice in their postwar reconstruction efforts. Comprised of lawyers from several offices and backgrounds with relevant legal, industry and regional experience, the team is well poised to support virtually every endeavor in post-war Iraq, including:

Infrastructure Development, Construction and Procurement • Major Project Development and Finance • Energy (upstream and downstream)
International Trade (sanctions, licensing, export controls, customs, trade facilitation) • Finance (bank lending, currency structuring, trade finance, sovereign debt, bank regulation, capital markets, structured finance, securitization, derivatives) • Establishing Legal Frameworks, Drafting Statutes, Regulations and Bid Procedures • Privatization and Regulatory Advice • Government Contracting and Relations
Intellectual Property, Technology and Outsourcing Services • Commercial Law and General Contracting • Environmental Compliance
International Tax • Claims, Litigation and Arbitration • Insurance • Healthcare and Pharmaceuticals

Our clients can draw on the team's roughly 25 core lawyers, and others throughout the firm for matters ranging from joint venture formation to major infrastructure expansion. We offer one-stop service to clients pursuing projects in Iraq, from solicitation and RFP counseling to working with key government and multilateral agencies, and from initially penetrating the Iraqi marketplace to final project implementation.

Premier Energy Expertise

Working in the Iraqi energy industry is a natural extension of the work we have done for decades. Recognized as among a handful of firms rooted at the center of all sectors of the global energy industry for 85 years, we have long served as principal counsel to a U.S. oil & gas major, company or underwriters' counsel for over 40 utilities worldwide, and lead counsel for countless IPPs. This experience has yielded an expansive knowledge base on matters pertaining to oil and gas exploration or development, terminals, pipelines, refineries, receiving facilities, liquefaction and regasification facilities, petrochemical plants, and power generation, transmission and distribution. Acting for participants across all sectors – upstream and downstream – sets our practice apart. Our understanding of the energy industry enhances the value we bring to any oil and gas,

power, petrochemical or other energy transaction in Iraq, including matters involving the restructuring, privatization and disaggregation of state-owned systems and assets. The internationally-recognized Project Finance International has ranked Pillsbury Winthrop in the top 5 U.S. law firms serving as lead counsel for major power project development and finance.



Broad Infrastructure Capabilities

Beyond the energy industry, our capabilities encompass a wide range of other infrastructure projects that will be undertaken in Iraq. Our practice draws from the Firm's broader experience in related areas, including in the aviation, transportation and telecommunications industries. This experience includes innovative financing structures, such as lease finance and asset securitizations, for aircraft, railroad, oil exploration, pipelines, petroleum equipment, vessels and turbine engines.

Our infrastructure experience includes:

Airport and Aviation • Arenas and Stadiums • Communications • Hotels and Office Buildings • Housing and Residential Complexes
Manufacturing Facilities • Mining and Natural Resources • Oil and Gas • Petrochemicals • Ports, Barges and Marine Terminals
Power Production Facilities • Pulp and Paper • Refineries • Roads • Railroads • Satellites • Steel Mills • Waste Disposal
Water (Treatment, Desalinization and Pipelines) • Warehousing Facilities



Essential International Trade Expertise

While comprehensive Iraqi sanctions have been lifted, a number still remain complicating doing business in Iraq. Moreover, transactions with certain individuals and entities are still restricted. The current climate in Iraq makes screening and other compliance measures essential. Throughout the post-war period, Pillsbury Winthrop's trade lawyers have provided clients with up-to-the-moment analysis of the evolving sanctions, license and trading restrictions affecting Iraq. Our trade practice is among the most sophisticated in the world with premier practitioners in specialized areas. We are on the cutting edge of trade developments, participating in the formulation of new regulations and assisting clients in obtaining critical rulings. These skills will be essential in the new and unpredictable business environment prevailing in Iraq.

Relevant International and Regional Experience

Our attorneys have advised governments, international organizations, public agencies and private parties worldwide. In the past few years alone, we have participated in project or infrastructure related transactions in over 60 countries. The majority of this experience is in developing countries or emerging markets in Asia, Africa, the Middle East and the Commonwealth of Independent States. Our Iraq Reconstruction Project Team contains several lawyers with experience in Middle East projects and the broader Muslim world, from Algeria to Indonesia. Beyond legal experience, our team contains attorneys with a deeper affinity for the traditions, history, politics and culture of the region generally, and Iraq in particular. One of our team members has been an occasional news, radio and television commentator on the region. With this background, we are sensitive to the challenges companies doing business in the region are likely to confront.



Experience with U.S. Government, Multilateral and Bilateral Agencies

Our experience in a wide array of transactions involving government, multilateral and bilateral institutions in various parts of the world will be essential in Iraq. This experience includes working with key U.S. government agencies, including OPIC, the U.S. Export Import Bank, USAID and the Trade and Development Agency (TDA). A number of our colleagues have served, and former colleagues currently serve, in leading positions in these agencies. Our attorneys have also worked with the World Bank and other multilateral institutions such as the IFC, MIGA, IBRD and the Asian Development Bank, as well as many foreign Export Credit Agencies, including those from Austria, Canada, France, Finland, Germany, Japan, Korea, South Africa and the U.K. We are accustomed to working with foreign governments on projects in Asia, the Middle East and Africa. A number of these projects have also involved the participation of regional or national development banks as well.

Keeping Abreast of Events

A principal aim of our Iraq Reconstruction Project Team is to keep abreast of the latest developments relating to Iraq, amidst a highly fluid environment. We closely monitor the rapidly evolving postwar Iraq sanctions and licensing regime, and issue **news briefings** to keep our clients current. To receive our International Trade Newsbriefs, please contact Alina Gorokhovsky at agorokhovsky@pillsburywinthrop.com.

Related Expertise

The Iraq Reconstruction Project Team will draw on the Firm's strengths in a wide array of practice areas, including the following:

Arbitration and Mediation • Aviation and Aerospace • Corporate and Securities • Environment, Land Use & Natural Resources
Equipment Leasing and Finance • Finance • Global Energy • Government Contracts • Healthcare • Insurance and Reinsurance
Intellectual Property • International Trade • Licensing • Litigation • Outsourcing • Political Law • Private Equity • Project Finance
Real Estate, Project Development & Construction • Securities and Capital Markets • Tax • Telecommunications

Contacts

Our Iraq Reconstruction Project Team is co-chaired by the following partners:



Ayaz R. Shaikh

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Practice Areas: Project Finance • Global Energy • Emerging Companies

Mr. Shaikh represents developers, lenders, government and multilateral agencies, contractors and other participants in the development, construction, financing, acquisition, sale, or restructuring of a wide variety of infrastructure and energy projects. He has advised on project and commercial transactions in the power, oil & gas, petrochemicals, steel, paper, sports arena, telecommunication, technology and hotel industries in the U.S., and over 15 countries in Asia, the Middle East, Europe and Latin America. Mr. Shaikh has also advised new companies through development, financing and strategic relationships. He is an occasional writer, speaker and commentator on South Asia and the Middle East.



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Practice Areas: International Trade • Licensing

Mr. Wall is the managing partner of the Washington, D.C. office and heads the Firm's Regulatory Section and International Trade Practice Group. Mr. Wall's practice focuses on export controls, foreign investment, international trade proceedings and policy. He regularly advises clients on commercial and military export licensing and enforcement matters; economic sanctions; national security reviews; anti-boycott compliance and enforcement; the Foreign Corrupt Practices Act; antidumping, countervailing duty and other proceedings; Court of International Trade appeals; bilateral investment treaties; complex Customs matters; and other trade policy and legislative matters. Mr. Wall has extensive NAFTA and WTO dispute resolution experience.



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Practice Areas: Global Energy • Project Finance • International Trade

Mr. Riedy has over 24 years experience counseling clients with respect to a wide variety of countries including, Argentina, Bangladesh, Brazil, Chile, China, Costa Rica, Czech Republic, Dominican Republic, El Salvador, Haiti, India, Indonesia, Israel, Jamaica, Malaysia, Mauritius Islands, Mexico, Nepal, Nigeria, Oman, Pakistan, Philippines, Poland, Russia, South Korea, Taiwan, Thailand, Turkey, United Arab Emirates, United States, and Venezuela. Mr. Riedy's practice focuses on the representation of energy, environment, communications, infrastructure, manufacturing and technology clients. He is quoted regularly in business press and is recognized as one of the nation's foremost attorneys representing clients between Asia, and particularly South Asia, and the United States.