



OSTERWALD RATHBONE & PARTNERS
— FINANCE & STRATEGY —

GENERAL SERVICES

OUR SERVICES

OSTERWALD RATHBONE & PARTNERS

Osterwald Rathbone & Partners focuses on providing industry-led professional consulting advice to corporate entities, governments or state-owned enterprises & their legal representatives in a variety of situations, ranging from mergers & acquisitions, disputes through to policy advice & strategy.

We have a unique ability to combine corporate finance, accounting & analytical skills with industry knowledge. This generates objective insights for clients, ranging from the value of assets & businesses, to examining underlying strategic issues.

In addition, our industry focus provides clients (and/or their legal advisors when involved in disputes) with targeted & highly relevant support. The firm has a strong team of multi-skilled and multi-lingual professionals with extensive hands-on experience and expertise across many sectors.

The depth of knowledge within the team enables us to assist clients in a variety of industries, ranging from:



COMMERCIAL ADVICE

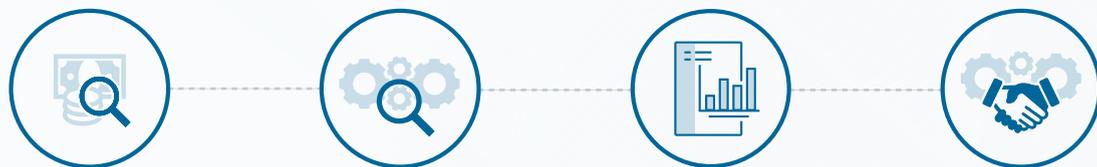
CORPORATE FINANCE

Thanks to a unique blend of specific industry knowledge, corporate finance and accounting skills we are able to identify the most significant opportunities and risks that are driving the success of a business.

Our commercial advice capability ranges from market analysis to portfolio strategy and market entry. As a result, our team assist clients with transaction, valuations & negotiation, through to completion.

We have also assisted numerous clients with our transaction support capabilities from due diligence (technical, market & commercial) to valuation and negotiation support.

The appeal to our clients in this area has arisen from our ability to apply a unique blend of industry & financial skills to buy side or sell side processes, particularly in the energy industry.



CASE STUDY

NORTH SEA UPSTREAM DURING THE DOWNTURN

A few years ago, the North Sea oil & gas sector entered a sharp downturn. The sudden drop in the price of crude oil, combined with the maturity of the fields in the region, made for a very pessimistic outlook.

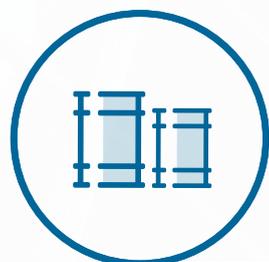
Despite the conventional wisdom that it would be difficult for the UK North Sea to recover to similar levels as was the case during its peak before the oil price crash.

We advised an investor consortium in its potential acquisition of a network of North Sea oil & gas pipelines, producing platforms & onshore processing facilities.

The assignment was complex, as the assets involved were being sold by tender. Our remit included:

Review of reserves

Review of the reserves and production potential in many oil and gas fields



Cost assessment

Independent assessments of operating, capital cost and decommissioning costs



Business valuation

Preparing a complete comprehensive evaluation of the business



Presentation

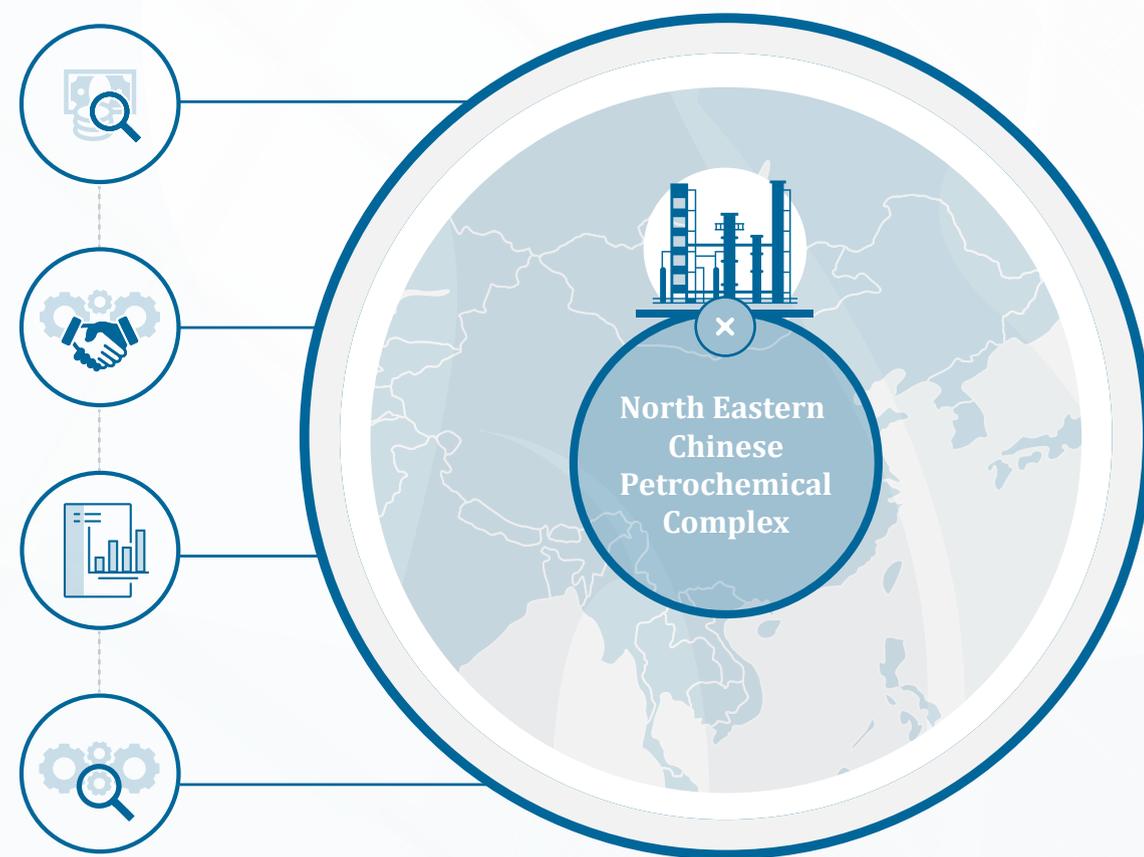
Presenting and explaining the target business to the providers of finance



CASE STUDY

CHINESE REFINERY JOINT VENTURE

Over a three-year period, our team acted for a major West African national oil company in its assessment of a joint venture transaction in a greenfield integrated refining and petrochemical complex in North-eastern China.



Our work covered a number of areas, including:

- Commercial and technical due diligence on the refining and chemical facilities
- Preparing an enterprise valuation of the entire complex
- Evaluation of the likely economic performance of proposed chemical expansion projects
- Developing a transformation blueprint, which set out the steps needed to ensure the JV would have a modern, best practice organisation
- Providing ongoing assistance in negotiation of the Joint Venture Contract, Asset Transfer Agreement and the Supply and Services Agreement
- Coordination of the work of other advisors, which involved tax, IT and environmental experts from other firms

LITIGATION SUPPORT DISPUTES

We have highly regarded experience in the provision of objective, fact-based expert support to clients that have become involved in disputes, working with leading law firms.

Our industry knowledge, coupled with our valuation and due diligence capabilities, prove invaluable in major litigation cases, both arbitrations and in court.

Often actual operational experience is essential on these assignments, which when combined with financial, commercial and technical expertise can generate highly credible and defensible arguments that are easy for arbitrators or judges to understand when they do not have extensive technical or financial knowledge.

In recent years we have been involved with a number of cases, in many different industries, including:



CASE STUDY

LOST PROFITS ON NORTH AFRICAN REFINERY UPGRADE DELAY

Our team acted for a major North African national oil company in its dispute with one of its contractors on the on the upgrade one of the company's largest refineries.

As a result of delays in the upgrade, the upgrade contract was cancelled and subsequently retendered to a new contractor.

Effect of delays

We analysed the impact of delays on the company's refining business



Knock on effects

We examined and outlined any knock on effects on the company's upstream operations



Complex analysis

There was great complexity due to linkages between the company's business with state revenues



Expert analysis

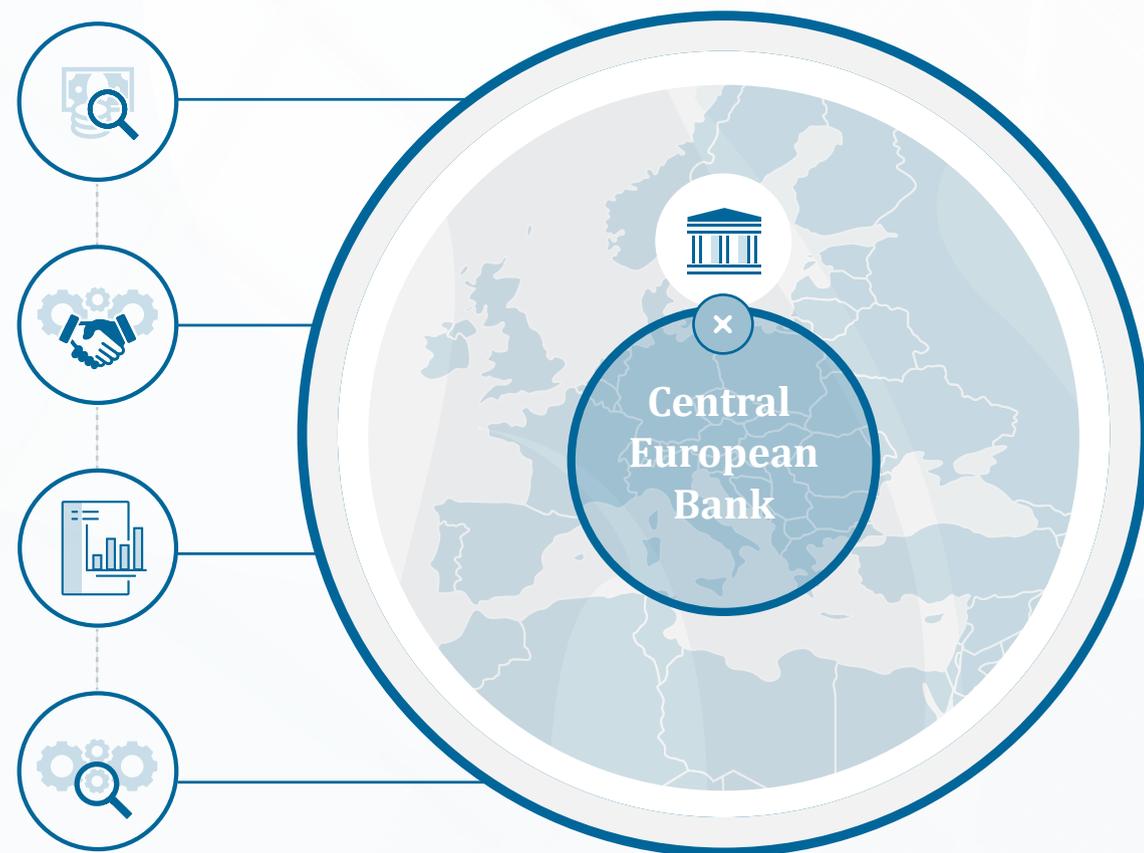
Defendable analysis on lost profits resulting in parties settling before hearings commenced



CASE STUDY

BILATERAL INVESTMENT TREATY EXPROPRIATION CLAIM - EUROPEAN BANK

Osterwald Rathbone & Partners has acted as valuation experts in several Bilateral Investment Treaty expropriation claims against Central European Governments, both involving business start-ups that had not reached their full potential at the time of the alleged expropriation.



We acted as expert for a Central European private equity fund on a Bilateral Investment Treaty expropriation claim for a newly merged banking entity, which was considered to be an effective start-up in that country.

We assessed the potential of the businesses for the future and prepared an expert valuation based on strong and defensible assumptions for the business, which had not reached its full potential at the time of the alleged expropriation.

The arbitral tribunal found in favour of our client.

STRATEGY

POLICY ADVICE

Our team frequently works with governments & companies on issues affecting the decision-making process in the energy sector.

Our unique mix of technical and commercial industry knowledge, coupled with our financial capabilities, allows us to provide ad-hoc strategical analysis, based on solid facts that assists our clients in making informed choices.

We have assisted energy and petrochemical companies develop new growth strategies and evaluate existing and future investment plans. In addition, we have accrued substantial experience assisting governments in developing countries create master plans to shape sustainable and efficient energy sectors to support future development.

We have also been active in all aspects of privatisation, ranging from helping host governments successfully restructure enterprises, to preparing privatisation strategies & executing them.



CASE STUDY

MARKET ENTRY STRATEGY FOR MAJOR GCC PETROCHEMICAL PRODUCER

A privately-owned petrochemical company in the GCC was conducting an overall strategic review of its various business units.

As part of this process, the client asked for our help in examining whether to enter manufacturing of advanced fibres and/or composites.

PHASE 1



Industry review

Conducted a detailed review of the entire fibre & composite industries



Matching capabilities

Identified if such new businesses would match the client's capabilities



Impact analysis

Analysed its impact on its operational & financial success over the next decade

CASE STUDY

MARKET ENTRY STRATEGY FOR MAJOR GCC PETROCHEMICAL PRODUCER

In the initial phase of the project, the composite material markets and their associated manufacturing processes were considered on a global basis.

This included all intermediate and product categories in the composite industry. Six fibres and resins were shortlisted for further consideration:

SHORTLISTED PRODUCTS

FIBRES	RESINS
Carbon Fibres	Polyester
Glass Fibres	Epoxy
Basalt Fibres	Polypropylene

PHASE 2

In Phase 2, we created detailed business plans for every product, derived from a financial model and benchmarking of each, which in turn contributed to an overall strategic assessment.

The latter flowed into a recommended approach to market entry, consisting of:

-  Market entry phases
-  Key activities
-  Key milestones
-  Recommendations to manage entry

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GET IN TOUCH

Engage with us today and see how our formidable team of skilled professionals with extensive hands-on experience and expertise can help you.

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