

MOZAMBIQUE ROVUMA VENTURE S.p.A.
PUBLIC ANNOUNCEMENT FOR EXPRESSIONS OF INTEREST
PROVISION OF LEGAL SERVICES BY LOCAL PROVIDERS FOR FINANCE COUNSEL -
AREA 4 IN THE REPUBLIC OF MOZAMBIQUE

Mozambique Rovuma Venture S.p.A ("MRV") invites interested local law firms that are duly incorporated and qualified to exercise activities in Mozambique to submit their expressions of interest ("**Expression of Interest**") to perform legal services for the benefit of MRV, and serve as **Local Legal Counsel (Finance)** in collaboration with Sullivan & Cromwell LLP acting as **International Finance Counsel** for MRV, with respect to the proposed secured debt financing of an onshore LNG project to be developed in relation to Area 4 of the Rovuma Basin in the Republic of Mozambique (such legal services, the "**Provision of Local Legal Services (Finance)**"). In particular, MRV is planning to develop two onshore liquefaction trains at Afungi, in the northern province of Cabo Delgado, which will process natural gas extracted from offshore Rovuma Basin in Mozambique (the "**Project**").

SCOPE OF WORK

It is anticipated that the scope of the work will include providing legal guidance to MRV with respect to Mozambique law in conjunction with the legal guidance provided by International Finance Counsel for the proposed project financing. Some examples of the expected activities include:

- Perform due diligence with respect to the key commercial contracts as requested by MRV or International Finance Counsel;
- Review the financing term sheet prepared by International Finance Counsel with respect to Mozambican law issues;
- Assist in the negotiation and documentation for the financing;
- Assist in review and drafting of local law security agreements and, if so required, in the creation of security interests to the extent governed by Mozambican law;
- Assist in the fulfilment of certain conditions precedent to first drawdown;
- Advise MRV on any legal or regulatory matters related to the Project and the proposed financing;
- Render legal opinions; and
- Perform such other tasks as may be customary for financings of this type or as otherwise specified by MRV or International Finance Counsel.

Only law firms duly registered in Mozambique that are in good standing and have proven capability and recent relevant experiences of supplying the above required services for similar projects will be considered for a potential tender for the scope of service described above. Attorneys that are proposed by eligible law firms for this matter must include Mozambican law practitioners with relevant experience in project financings and other relevant secured lending.

REQUIRED DOCUMENTS

Companies interested in this invitation may submit their Expression of Interest to participate in a tender process by providing the information below to ss02.services@mrvspa.com.

1. Scanned certified copy of the registration documents, legal entity name and contact person;

2. Details of any recent work your firm has undertaken on legal consulting for similar projects that qualify your firm for this assignment, highlighting your firm's knowledge, expertise, and experience with project finance transactions involving export credit agencies, international banks and other lender groups and, in particular, any experience with legal advising for project financing of LNG projects and other large scale energy projects;
3. The names of the attorneys in your firm who will work on this matter, together with details of their strengths, qualifications, and relevant experience (including a list of the transactions which they have worked on during the last three years relevant to the financings described above);
4. A detailed discussion of your firm's understanding of the likely priorities and issues that will be important to MRV and to lenders in connection with the potential financing of the Project;
5. Your proposed fees for the services to be paid to your firm if selected;
6. Any other factor, besides your firm's experience, that you think differentiate and strengthen your team from that of your competitors; and
7. Confirmation that you are not in a possible conflicted position.

The purpose of the information and documents is to identify local qualified law firms that have the proven capability and recent relevant experience to be considered for potential invitation to tender for **Provision of Local Legal Services (Finance)**.

MRV will evaluate the above requested documentation and, if satisfied, will include the law firm in the list for invitation to tender for **Provision of Local Legal Services (Finance)**.

This enquiry shall not be considered as an invitation to bid and does not represent or constitute any promise, offer, obligation or commitment of any kind on the part of MRV to enter into any agreement or arrangement with you or with any law firm participating in this enquiry.

All data and information provided within the application shall not be considered as a commitment on the part of MRV to enter into any agreement or arrangement with you, nor shall it entitle your law firm to claim any indemnity from MRV.

Data and information clearly marked as "confidential" provided pursuant to this enquiry will be treated as confidential by MRV, ExxonMobil Moçambique, Limitada and Eni Rovuma Basin S.p.A. and their affiliates and will not be disclosed to non-authorized persons or companies. MRV reserves the right to share all data and information received with potential lenders.

All submissions for the Expression of Interest must be received no later than 5:00 PM (local time) on September 28th 2018 (Friday).

Any costs incurred by the interested law firms in preparing the Expression of Interest shall be solely the entire responsibility of the law firms, and shall be fully born by such law firms which will not be entitled to any reimbursement by MRV and such law firms shall have no recourse to MRV.