



Joshua I. Spry

Senior Associate

London
+44.(0)20.7360.8150

Joshua.Spry@klgates.com

OVERVIEW

Joshua Spry is a senior associate in the firm's London office and is a member corporate/M&A practice group. Joshua advises clients on a broad range of corporate and projects-related matters, including mergers and acquisitions, joint ventures, project developments and commodity trading and supply arrangements. Joshua works in a range of sectors, but has particular experience in oil and gas, LNG and renewables.

PROFESSIONAL BACKGROUND

Prior to joining K&L Gates Joshua worked at an international law firm in Tokyo, Japan and Perth, Australia. During his time in Japan Joshua also worked as secondee legal counsel at a major Japanese oil and gas company and at a Japanese trading house.

EDUCATION

- Graduate Diploma in Legal Practice, College of Law, 2011
- B.A., University of Western Australia, 2010
- LL.B., University of Western Australia, 2010 (*Hons, First Class*)

ADMISSIONS

- Federal Court of Australia
- High Court of Australia
- Supreme Court of Western Australia

THOUGHT LEADERSHIP POWERED BY HUB

- 14 February 2020, COVID-19: Coronavirus Force Majeure Declarations by LNG Buyers: a Negotiating Tool or a Legitimate Case of Force Majeure for LNG SPAs Governed by English law? (*Alerts/Updates*)

OTHER PUBLICATIONS

- "Fishing for genuine disputes: Drawing the line between spurious and genuine claims under s459H of the Corporations Act," *SAI Global Corporate Law Bulletin No. 190*, 27 June 2013

AREAS OF FOCUS

- Mergers and Acquisitions
- Liquefied Natural Gas
- Offshore Wind Energy
- Oil and Gas
- Renewables

INDUSTRIES

- Financial Services
- Fintech

REPRESENTATIVE EXPERIENCE

Liquefied Natural Gas

- Advising a US LNG developer on scope of EU anti-trust diversion and profit-sharing restrictions, and application to its offtake agreements.
- Advising a project developer on purchase of LNG and reselling arrangements in ISO containers to international and domestic buyers, and equity investments by potential investors in the project.
- Advising Taiwan Power on its long-term LNG purchases for its LNG/gas to power plant project in Hsieh-Ho, Taiwan. The LNG will be delivered to an FSRU (with a 170,000 cubic meters capacity) pending development of the onshore LNG receiving terminal.
- Advising Orsted on the divestment of its LNG trading business and associated European regasification capacity at the Gate LNG terminal in Rotterdam to Glencore Energy UK Ltd.
- Advising a shipping company on time charterparty arrangements for a new build LNG vessel.
- Advising a European NOC in connection with various LNG MSAs and associated security arrangements.
- Advising a European NOC on time charterparty arrangements for its LNG shipping capacity.
- Advising an Asian consortium on the development of a greenfield FSRU project in Australia.

- Advising a national oil company on its contractual rights and obligations under a long-term LNG offtake agreement.
- Advising a US LNG developer on the development of a greenfield FSRU project in Europe, including Third Party Access arrangements and exemptions for long term throughput capacity rights.
- Advising an energy company in connection with a review of its suite of LNG MSAs to improve efficiencies and consistency in its trading team and LNG trading operations.
- Advising a European NOC on the tendering and development of a greenfield FSRU project in Northern Europe.
- Advising a European utility on its proposed equity participation in the greenfield, multi-user Wilhelmshaven LNG receiving terminal project in Germany.
- Advising Taiwan Power on its long term LNG purchases for its 2x1,300 MW CGT LNG/gas to power plant project in Taichung, Taiwan. The LNG will be delivered to Taiwan Power's LNG receiving terminal in Taichung.
- Advising a national oil company on the sale of mid-term LNG volumes from its offtake entitlement at Cheniere Energy's Corpus Christi US LNG export terminal to a portfolio trader.
- Advising an energy trading company on its purchase of long-term LNG volumes from a US liquefaction facility.
- Advising a major oil & gas company on an LNG SPA supplying long-term volumes to a Chinese SOE.
- Advising Japan Petroleum Exploration Co., Ltd. on all matters related to its involvement in and the development of the Pacific NorthWest LNG project in Canada, including gas supply and transport, LNG tolling arrangements, LNG offtake and marketing arrangements, and joint venture arrangements.
- Advising a major Japanese oil & gas company on joint marketing arrangements in respect of long-term LNG SPA volumes from a Canadian LNG project.
- Advising a major Japanese oil & gas company on its LNG SPA arrangements from a Canadian LNG project, as well as downstream LNG SPA sales to buyers and end-users in Japan.
- Advising a major Japanese oil & gas company on an LNG SPA supplying long-term volumes to a Japanese power utility.
- Advising a major Japanese oil & gas company on various long-term, mid-term and spot LNG SPAs, in both Buyer and Seller capacities.
- Advising Sojitz Corporation on its acquisition of a minority interest in the Mugardos LNG regasification facility in Spain from First State Investments.
- Advising a Japanese trading house on a potential investment into an LNG regasification facility in Spain.
- Advising a Japanese trading house on joint bidding arrangements in connection with a tender to supply LNG to Thailand.

- Advising a Japanese trading house on structuring and development of a greenfield LNG regasification project in Sri Lanka.
- Advising Mitsui & Co., Ltd. on the deconsolidation of its interests in 5 LNG projects (in Abu Dhabi, Qatar, Oman, Equatorial Guinea and Spain) held by Mitsui & Co. LNG Investment Limited.
- Assisting Woodside with negotiations for the Browse LNG State Agreement.
- Advising project financiers to the Ichthys LNG project in Western Australia.

Oil & Gas

- Advising a national oil company on its proposed acquisition of participating interests valued in excess of USD 1 billion in two Nigerian hydrocarbon fields offered for sale by Total.
- Advising an oilfield services company on joint venture arrangements in Eastern Europe.
- Advising a listed Australian IOC on joint venture arrangements related to an offshore, upstream O&G project in Brazil.
- Advising a national oil company on the status of an upstream O&G concession in Iraq.
- Advising a national oil company on its bid for a 6% interest in the ACG oil & gas fields in Azerbaijan, together with associated interests in the Sangachal Terminal, WREP Pipeline and BTC Pipeline, from Exxon Ventures Inc.
- Advising a listed UK IOC on the divestment of a 100% interest in a Ukrainian oil and gas subsidiary.
- Advising Hallwood Oil and Gas Company Inc. on its proposed acquisition of a 40% interest in a Nigerian onshore oil & gas licence, together with the associated joint venture arrangements and proposed equity and debt financing to raise up to US \$50million.
- Advising a national oil company on its bid for a 17% interest (including marketing rights) in the Mukhaizna oil field in Oman, from Shell Overseas Holdings Limited.
- Advising a Japanese trading house in connection with its oil and gas operations in the UK North Sea.
- Advising Sojitz Corporation on a restructure and sale of its gas interests in the UK North Sea to RockRose Energy.
- Advising Sojitz Corporation on the sale of its minority interest in Etame Marin block, offshore Gabon to VAALCO Energy Inc.
- Advising a major Japanese oil & gas company on its exit from various upstream oil & gas interests in Indonesia.
- Advising a Japanese trading house on a joint bid for new offshore acreage in the UKCS 2016 Supplemental Licensing Round.
- Advising Japan Petroleum Exploration Co., Ltd. in relation to its farm-in to various UK North Sea acreage with Apache North Sea Limited.

- Advising Roc Oil on the sale of its interests in the Chinguetti oil field and related offshore assets in Mauritania to Tullow Oil.
- Advising a major Japanese oil & gas company in relation to oil sales contracts from Iraq.
- Advising Origin Energy in relation to its farm-in to Cooper Basin acreage with Senex Energy.
- Advising OMV Australia on their exit from several Australian offshore oil and gas interests and joint ventures.
- Advising OMV Australia on its farm-out and sale of several Australian offshore oil and gas interests.
- Advising an Australian oil & gas company in relation to a farm-in in the Cooper Basin.
- Advising a project financier in relation to an acquisition of various oil and gas operations across the United States.
- Advising Origin Energy in relation to its 40% farm-in to Perth Basin acreage with Empire Oil & Gas.
- Advising APA Group on a range of gas balancing, transport and storage agreements relating to the Mondarra Storage Reservoir, Dampier Bunbury Natural Gas Pipeline and Parmelia Pipeline.
- Advising an Australian energy company on the preparation of petroleum road haulage contracts for use in its Queensland network.
- Advising a Japanese oil & gas company regarding interests in the Timor Sea Joint Petroleum Development Area.

Renewables

- Advising a consortium of wind power developers on the acquisition of further offshore wind acreage in South Korea.
- Advising a wind power developer in connection with a proposed acquisition of a 100% interest in a company with development rights for a 500 MW wind power project in Ukraine.
- Advising a wind power developer on in connection with a proposed acquisition of a 100% interest in a company with development rights for a 300 MW wind power project in Ukraine.
- Advising Aker Solutions AS and EDP Renewables on their acquisition of a majority interest in Korea Floating Wind Power, a company which is developing a 500 MW floating wind development in South Korea.
- Advising SyvashEnergProm LLC, a subsidiary of Norwegian wind power developer NBT AS, and Total Eren SA, a leading renewable energy IPP based in Paris, on the development, construction and €267.6 million project financing of a wind power generation facility and new substation for the 250 MW Syvash Wind Power Project in Kherson Oblast, southern Ukraine.
- Advising a Japanese trading house on its bid for the Abu Dhabi Sweihan Project, a greenfield 350MW solar IPP project in Abu Dhabi, tendered by the Abu Dhabi Water and Electricity Authority.

Corporate

- Advising a national oil company on the winding up of a UK subsidiary.

- Advising Federated Investors, Inc. (NYSE: FII), a US-based investment manager with approximately US\$398 billion under management, on its acquisition of a 60% interest in Hermes Fund Managers Limited (the operator of Hermes Investment Management, a London-based investment manager which offers and manages a range of equity, credit and private market products in Europe, Asia, Australia and the United States), from BT Pension Scheme.
- Advising a multinational electronics company on its proposed bid to acquire a 100% in an air traffic management communication systems company.
- Advising Sojitz Corporation on its acquisition of a 25% interest in Mabuhay Interflour Mill Inc., a greenfield flour mill in the Philippines, from Interflour Group Pte. Ltd.
- Advising an institutional investment manager on its proposed investment into a UK real estate development.
- Advising a UK company on capital structure and share subscription arrangements.
- Advising a Japanese company on the deconsolidation of its interests in an Indonesian power project.

Power

- Assisting a UK power trader with localisation of its US demand side response contracts.
- Advising Roy Hill Holdings Pty Ltd on bankability of its power supply arrangements for the Roy Hill iron ore project in Western Australia.
- Advising Horizon Power on Power Purchase Agreements for a variety of diesel and gas fired power stations.
- Advising Horizon Power on various supply, construction and installation contracts for construction of a short term diesel-fired power station in Karratha, Western Australia.

Resources

- Advising PT ANTAM (Persero) Tbk, an Indonesian mining and minerals company, on its acquisition of a 20% interest in PT Indonesia Chemical Alumina (the operator of the Tayan Chemical Grade Alumina plant in Indonesia), from its Japanese joint venture partner, Showa Denko K.K, together with associated joint venture restructuring.
- Advising a Japanese trading house in connection with its investment into and the development of a chemicals expansion project in the Southern Hemisphere.
- Advising an Australian minerals company on various financing issues relating to the expansion of its existing minerals projects in the Democratic Republic of Congo.
- Advising a project financier in relation to a mineral project acquisition in the Democratic Republic of Congo.
- Advising Reed Resources on its acquisition of the Meekatharra Gold project.
- Advising a confidential bidder for the Premier Coal assets in Western Australia.