Group Investment Proposal

Summary information

Business unit and company	Shell Petroleum Development Company of Nigeria Limited (SPDC)									
Group equity interest	100% in SPDC, whereas SPDC is the Joint Venture (JV) operator of an unincorporated JV with a 30% interest.									
Other shareholders/partners	Nigerian National Petroleum Corporation (NNPC: 55%), Total E&P Nigeria Ltd (10%), and Nigerian Agip Oil Company (NAOC: 5%)									
Business or Function	Upstream Internat	Upstream International (UI)								
Amount	US\$552mln Shell share, MOD, 50/50 is requested for approval in this proposal of the 100% JV estimate of US\$867mln. US\$80mln 100% JV has been approved in the Pre-FID proposal. This proposal includes Shell equity share (30%) of US\$260mln and Shell's MCA commitment to NNPC of US\$292mln.									
Project	Trans Niger Pipeli	ne (TNP) L	oopline Project							
Main commitments			100% JV	Shell Share						
	Description	Pre-FID Proposal (\$mln)	Incremental IP (\$mln)	Complete Budget (\$mln)	Incremental IP (\$mln 30%)	NNPC MCA Carry (36.67%)	Complete Budget (\$mln)			
	Pipelines CAPEX	73	797	869	239	292	531			
	PMT Cost	7	53	60	16	-	16			
	Total CAPEX	80	849	929	255	292	547			
	SCD OPEX	-	17	17	5	-	5			
	Total 50/50 MOD	80	867	947	260	292	552			
Source and form of financing	This investment will be financed with Alternative Funding (AF) and Shell share capital expenditure will be met by SPDC's own cash flow and / or the existing shareholder facility. Formal JV partners approval of the proposed MCA (alternative funding) has been received.									
Summary cash flow	Cost only Project.	Cost only Project. Cash Flow chart not applicable.								
Summary economics	Summary eco (RV-RT12)	nomics 1	NPV7 (USD ml	n) R7	TEP (%)	VIR7				
	Base		-108.9	NA		-0.25				
	High CAPEX Value at Risk		-131.3	NA		-0.25				
	X 7 1 D 1		3,683.3		F 00 /	>50% NA				

Section 1: The proposal (management summary)

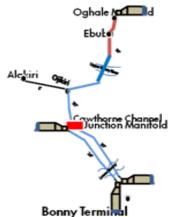
This Group Investment Proposal seeks approval for funding of \$260mln Shell equity share (\$867mln, MOD, 50/50 100% JV) plus additional MCA commitment of \$292mln bringing total Shell Share to \$552mln for the execution of Trans Niger Pipeline Loopline Project.

Trans Niger Pipeline Loopline project will support SPDC continuous freedom and license to operate whilst enabling the evacuation of about 127kbl per day (oil and condensate Business Plan 2012) of Land East area, and 267kboe per day of gas from Gbaran, Agbada (under construction), Okoloma and Alakiri gas plants including third party production to Bonny terminal. This new line passes through an alternative route from the existing Trans Niger Pipeline thus providing opportunity for the remediation of existing TNP right of way which has been devastated by activities of crude oil illegal bunkerers, thieves and saboteurs. The evacuation of condensate from Gbaran Ubie and the other gas plants ensures gas supply to NLNG and support Afam Power plant (650MW) that remains a major agenda of the Federal Government.

The need to loop the Trans Niger Pipeline was identified early 2007. The project Contract Strategy was approved by the SPDC Major Tender Board and the Group Project Contract Board respectively. A VAR4 and Estimate & Schedule Assurance Review (ESAR) was held from 30th of May to 3rd of June 2011.

Project Scope

To mitigate the risk of schedule elongation, the project shall be let in three Engineering, Procurement and Construction (EPC packages) to three different Contractors thus:



Package1: This shall cover the first 30" x 12.5km Oghale to Tie-in Point 1 (Eleme/Ogu Bolo) all land terrain.

Package2: This shall cover the second 30" x 25.5km Tie-in Point 1 (Eleme/Ogu Bolo) to Cawthorne Channel Junction Manifold and the 8" x 2.4km Alakiri-Ojikiri spurline all swamp terrain.

Package3: This shall cover the third 30" x 20km leg and the 24" x 20km loop leg from Cawthorne Channel Junction Manifold to Bonny Oil & Gas Terminal all swamp terrain.

An earlier Pre-FID cost of US\$80mln (100% JV) was approved to cover the following scope:

- Front End Engineering Design (FEED) Completed
- Survey Completed
- Land Acquisition in progress, to be completed by Q4/12
- Environmental, Social, Health Impact Assessment (ESHIA) Awaiting Regulators' approval
- Project Management Cost ongoing
- Procurement of Long Lead Items (LLIs) 50% of linepipes ordered overseas have been delivered and coating commenced. Commenced receipt of the second half ordered in-country, to be completed by Q1/13.

Target

Contingent upon GIP approval and Funding being in place by January 2013, On-Stream Date aspiration for P10, P50 (Promise) and P90 are Jan 2016, Jun 2016 and Aug 2016 respectively.

Funding

The estimated total cost for the TNPL project is \$947mln (MOD, 100%) split into \$80mln (MOD, 100%) Pre-FID approval and \$867mln (MOD, 100%) current proposal. This total project cost consists of a total CAPEX cost of \$869mln (MOD, 100%), PMT Cost of \$60mln (MOD, 100%) plus SCD OPEX cost of \$17mln (MOD, 100%). Apart from Shell equity share funded by company cash-flow, NNPC share of funding will be via a Modified Carry Arrangement whilst Total & ENI will provide own funding. The project cost and funding strategy has been agreed with NAPIMS and formal approval has been received.

As part of MCA bundles, TNPL is bundled with Soku Pipelines, Awoba FOD and Nembe Creek Phase 2 projects.

The total project expenditure and phasing is shown below. These figures have incorporated all recommended action from the final outcome of VAR4 and ESAR4 concluded in June 2011.

Table 1: Expenditure Phasing (100% JV, US\$ mln MOD 50/50)

Cost Phasing (FUS\$mln)											
	2010-2012	201	3	2014	2015	2016	2017	Total			
	Pre-	FID		Incremental							
CAPEX	63	10	152	252	211	138	43	869.16			
PMT	6	1	9	17	15	10	3	60.13			
SCD - Opex			4	5	4	3	1	17.30			
Shell Share Equity (30%)	21	3	50	82	69	45	14	283.98			
MCA Carry (36.67%)			56	92	77	51	16	291.95			
Total Shell Share	21	3	105	175	147	96	30	575.93			
Total 100% JV	69	11	165	274	230	151	47	946.59			
Percentage	7%	1%	17%	29%	24%	16%	5%	100%			

^{*} Budget for 2017 is to cater for payment of retention fees, demobilisation milestone and PMT for contracts and project closure

Section 2: Value proposition and financial context

SPDC declared an emergency action on TNPL and was duly supported by NAPIMS and other JV partners due to the following:

- The level of environmental degradation resulting from oil theft and illegal bunkering on the existing TNP 24" and 28" pipelines
- Routine maintenance has not been allowed in the past nineteen years due to socio-political crises on the sections of existing TNP that goes via Bomu axis (within Ogoni land).

Indeed, aside potential HSE and social risks, a failure of the existing line will result in deferred oil volumes, condensate and gas production and loss of revenue over a three to four year re-construction period should this loopline not be constructed. The value at risk from greater Port Harcourt oil production and gas production from Gbaran and Okoloma translates into NPV7% of US\$3,683.3 mln (Shell Share).

Summary Economics

The TNP Project was evaluated on a forward looking basis using the 50/50 LE cost estimates.

It is expected that the funding of NNPC share will be done via a Modified Carry Agreement (MCA); consequently the economics evaluation has been based on the 2008 MCA structure. The TNP project is in the same MCA bundle with Awoba FOD and Nembe Phase2 which are revenue-generating projects currently in the maturation funnel. However, this is contingent on these projects taking Final Investment Decision (FID). Thus, the base case evaluation assumes no revenue available within the MCA, which will therefore only provide for tax relief of the carried Capex, but no compensation in terms of Carry Oil and Share Oil, and the consolidated value of the MCA bundle (TNP, Soku Pipelines, Awoba FOD and Nembe Creek Phase 2) was only evaluated as sensitivity.

The following sensitivities were evaluated: Project funded under JV, high and low CAPEX, 1 year project delay, life cycle economics and 1.5% mark up due to BVA (Bench marked verified and approved) issues due to NNPC cost disputes.

The PIB sensitivity was also evaluated. It shows a reduction in value due to decrease in tax credit from expenditure due to decrease in oil tax rate. Also, PIB provisions will not affect or impact the cost recovery of the MCA tranche.

The protected value of the NFA from the facilities that feed into the TNP based on BP12 forecast was also evaluated. This is evaluated and presented as the value (excluding midstream) at risk in the grid. This is the worst case scenario that, the existing pipeline fails without an alternative evacuation route provided for current throughput.

Table 2: Trans Niger Pipeline (TNP) Economics Grid (Shell Share)

PV Reference Date: 1/7/2012	NPV (S	/S \$ mln)	VIR	RTEP	VTE	UTC (RT \$/boe)		Payout-Time (RT)	Maximum Exposure (RT-AT)
Cash flow forward from: 1/1/2012	0%	7%	7%	%		0%	7%	(уууу)	\$mln (yyyy)
Base Case									
RV (\$70/bbl RT12)*	-81.2	-108.9	-0.25	NA	NA	NA	NA		262.3 (2016)
Sensitivities (using RV-RT12)									
Project funded under JV		-51.7	-0.25						
High CAPEX (P90)		-131.3	-0.25						
Low CAPEX (P10)		-90.9	-0.25						
1 Year project delay		-99.8	-0.25						
Life Cycle Economics		-112.6	-0.24						
1.5% cost markup due to BVA issues		-119.3	-0.25						
MCA bundle**		110.6	0.13						
PIB		-166.0	-0.38						
Value at Risk***		3.683.3	NA						

^{*} Same result applies to SV-RT and HV-RT since there is no revenue stream.

^{**}MCA bundle-consolidated value of TNP, Soku Pipelines, Awoba FOD and Nembe creek Phase 2 under MCA assuming the other projects take FID.

^{***} Value of production from facilities that feed into TNP based on BP12 forecast which is at risk if the existing pipelines fails without an alternative evacuation route provided.

Key Project Parameters Data Ranges (Shell Share)

Parameter	Unit	BP12 Provision	Low	Mid	High	Comments
Capex (MOD)	US\$ mln	531.1	424.9	531.1	621.3	Based on LE cost estimates
Opex (MOD)_Project	US\$ mln	21.0	16.8	21.0	24.6	Owners cost & SCD Opex
Production Volume	mln boe	NA	NA	NA	NA	Cost only evaluation
Start Up Date	mm/yy	Jun-16	Jan-16	Jun-16	Aug-16	
Production in first 12 months	mln boe		NA	NA	NA	

Section 3: Risks, opportunities and alternatives

The key risks identified in the project are as follows:

Threats

Road/Marine Transport Incidents (E, O)

The project involves considerable movement of personnel and materials (linepipes, equipment, etc). The linepipes from SCC Abuja would be moved via road to the coating plants and to site mainly by marine transport. *Mitigation*: Logistics Infrastructure and Risk Assessment was conducted for land and marine routes and a comprehensive Logistics Execution Plan has been developed for the project. A Logistics workshop facilitated by corporate team will be held to assess Contractor's plans for movement of materials and personnel.

Water Pollution and Turbidity (P, E)

TNPL project shall cross 19 creeks/rivers along its Right of Way including heavy marine movements of barges and boats. *Mitigation*: The project has actively pursued the use of Horizontal Directional Drilling (HDD) in lieu of traditional dredging methods for river crossing. This would significantly reduce the environmental impact of the pipeline laying activities on the fauna and flora. Effluent discharge from houseboats shall be strictly monitored in accordance with the Project EMP. In general, during detail design, the Contractor will be required to demonstrate how risks would be managed through a Construction HSE Case.

Security Risks (P, E)

The project is located in the swamp of the Nigeria Delta and security issues are particularly significant in these areas, highlighted by cases of hostage taking, and armed attacks and sabotage of, especially, pipeline systems. *Mitigation:* A Security Plan would be agreed and signed off by Corporate Security prior to commencement of site activities. All work will be done according to the approved security plan under the oversight of the Corporate Security team.

Social Performance/Community Issues (P, E)

There is a risk of community agitations outside agreed GMOU terms that could lead to delay and cost growth. *Mitigation:* Global Memorandum of Understanding (GMoU) is the corporate platform for managing community interface as well as delivering benefits to communities. Currently, SPDC has no functional steady-state GMoU covering the project area; however, arrangements have reached an advanced stage to establish GMoUs for Okirika and Bonny Clusters so as to extend GMoU coverage across the project area. The social/non technical risks associated with the project will be mitigated in line with the HSSE&SP framework by delivering a robust social investment plan, impact mitigation and stakeholder engagement. SCD costs have been properly captured in the cost estimates in the GIP and contractors being proposed for the project execution will be required to submit an approved Community Affairs Plan that will guide their interface with the impacted communities in project area. In addition, adequate resources, including the active support of the host-Asset Community Relations Team and Community Relations service contract, will be provided by the project for pro-active management of community issues throughout the project duration.

Delayed NNPC Award Approvals for EPC Contracts (C, E, P)

Three contracts are proposed to be awarded in Jan 2013 (one for each package), but approval of award recommendation by NNPC Board can take up to 6 to 12 months period. *Mitigation*: The commercial tendering has been completed and NAPIMS has proposed an award recommendation different from SPDC's position to their board for approval. Nevertheless, SPDC is actively engaging NAPIMS/NNPC to ensure alignment of views such that award is based on commercial and technical considerations in the overall interest of the JV.

Crude Theft and Illegal Bunkering (P, T)

Significant increase in the levels of sabotage and crude theft from pipelines in the Niger Delta remains a challenge. *Mitigation:* The pipelines will be buried to 4.5m depth (against conventional 1.2m depth) and partially covered 1m above the pipes in all swamp terrains, with 3m water column above for boats patrol & surveillance and installation of protective reinforced concrete slabs on land. Other protective measures include installation of intruder detection and leak detection system along the entire pipeline length and installation of Security Outpost along RoW for prompt response to intrusion alarm.

Lower Bonny River Crossing with HDD (T, C)

Contrary to SPDC's award recommendation, NAPIMS' has insisted on award of the most technically challenging Package to a Contractor with least technical experience whose proposals to use Horizontal Directional Drilling (HDD) methodology, which is untested for the width of Lower Bonny River (circa 4km), remains a concern. *Mitigation:* Project team has developed a strategy to provide additional resources for Project Management support during execution to address the Contractor's residual gaps in people, processes and procedures. However for the major risk (failure of HDD), the schedule and cost impacts of switching to conventional river crossing methodology have been built into the project estimates. Allowance for these back-up measures is included in the project contingency. PMT plans to address this risk proactively by sub-contracting ab initio the river crossing section to be executed through conventional method and engagements are ongoing with stakeholders.

Funding (C, E)

The base proposal is to fund the project by Alternative Funding (AF). The cost estimates are now agreed with JV partners following opening of the commercial bids for the EpC Contract. In the meantime, we have received MCA (AF) funding approval from NAPIMS. It is therefore now realistic to progress with interim award of contract ahead of formal NNPC Board approval, provided Total and ENI commit to honouring their bills. *Mitigation:* Project team to continue providing all needed support/data necessary for speedy approval now that costs are agreed and Fact Sheet has received functional support at the center.

Ogoni Issue (P)

Although the TNPL pipeline does not traverse the Ogoni communities, there are misconceptions that the Ogale community is under the Ogoni principalities. This has been repeatedly refuted by the entire Eleme Kingdom (to which Ogale belongs) and Government representatives. It is clear though that any perceived E&P activities in Ogoni by SPDC will result in a negative media backlash for SPDC. *Mitigation*: Engagements with Rivers State Government and community leadership have confirmed that the project route does not traverse Ogoni land. However the project team is closely monitoring activities of all organized groups that may impact the project. Active sensitization and visits to community leaders in the areas along with the support of the State Government is being maintained. All the impacted communities have refuted any form of association with Ogoni principalities. Despite all these mitigation measures, should this threat happen, then it would be considered a security case and will be handled accordingly.

Cost Recovery (E)

Within same MCA bundle with TNPL, Nembe Creek Phase 2 and Awoba FOD are the revenue generators. Should these other projects not be sanctioned timely or come on stream as planned, it will weaken the capacity for cost recovery. *Mitigation*: Awoba FOD and Nembe Creek Phase 2 have received approval from the NAPIMS Board on final cost numbers for AF funding. Both projects are mature enough to support TNP and the Soku pipelines with minimal risk of recovering the funds used for these projects. Current projections are that FID would be given for the two projects by January 2013. However, these portfolios of projects are being managed within same directorate and therefore receiving similar attentions.

Opportunities

Improve Competition & NCD Compliance By Using New Local Contractors (C, P)

TNPL has provided opportunity for a number of new entrants (local EPC contractors) to SPDC pool of contractors, albeit may require additional level of intervention. Strategy and cost provisions for these additional requirements have been made.

Crossing of Major River with HDD Technology (T)

Traditional methods of crossing rivers have serious impact on marine traffic, economic activities (fishing is a major stay of the locals), and increases turbidity of the waters (which is drunk by the communities). *Enhancement*: SPDC is continuing to support all initiatives towards the use of HDD for all the river crossings on the project apart from the 3.6km lower Bonny River crossing which is considered rather challenging as it would be testing the limit of current HDD technology. Provision has been made in the contract for third party certification of the design and installation of the lower and upper Bonny River crossing by Lloyds, DNV or Bureau Veritas which would also provide an opportunity for knowledge transfer particularly for the local contractors.

Alternatives

- 1. Continue to produce through the existing TNP: *Rejected*: The existing line already has questionable integrity which is not fully verified and has been damaged at various sections by saboteurs.
- 2. Replace the TNP along same Right of Way: **Rejected**. This is not recommended as the new line will be faced with same exposure to oil thieves. It will also not support SPDC's plan to remediate the existing TNP RoW following UNEP report of Ogoni spill.
- 3. Lay the TNP Loopline through Bonny River to reduce exposure to saboteurs and oil thieves: *Rejected*. Requires additional pipelines from Alakiri and Cawthorne Channel through the swamps, greatly diminishing the net positive effect of a river route on environmental footprint and sabotage/illegal bunkering. The possibility for future tie-ins as well as operational flexibility will be lost. SCAN report shows that there are no further benefits in the river lay route.

Section 4: Carbon management

The project does not directly support carbon management. No equipment installed in the project is expected to contribute to CO2 emission. However, it is a key enabler for the Gbaran Ubie and Okoloma Gas plants which currently recover associated gas that would otherwise have to be flared.

Section 5: Corporate structure, and governance

This project fits within the existing SPDC corporate structure and governance. Consequently, it will comply and respect all relevant and existing governance.

Section 6: Functional Support and consistency with Group and Business Standards

This proposal complies with Group Business Principles, Policies and Standards. Functional support for this proposal is provided by Finance, Sustainable Development, Supply Chain Management, HSE, Operations, Legal, Treasury, Controllers and Tax functions.

Section 7: Project management, monitoring and review

This is a "P&T executed" project to be delivered by the UIG/T/PP Major Projects team. The ORP compliant governance structure is in place, including a project specific DRB, DE and BOM. A Project Control and Assurance Plan (PCAP) has been approved to define the applicable controls for the EXECUTE phase. The Fact Sheet supporting the project's latest cost and schedule view has been reviewed and endorsed by PTE/S.

As a schedule-driven project, adequate Top Quartile plan has been developed with support from the centre covering activities to keep Front-End Loading (FEL) index to better-than-industry average at FID based on IPA benchmarking exercise undertaken in July 2011. Productivity parameters and targets have also been set for TNPL based on estimated resource-loaded schedule to derive execution rate that will beat regional benchmark of NCTL though the deep-burial concept will pose a tougher challenge to achieve. Enabling strategies include award of three contracts (one each to 3 different contractors) with parallel work execution and the deployment of six spreads across the pipeline corridor (2 spreads each per contractor). TNPL looks to achieve a safe, pace-setting target for pipeline installation projects in the Niger Delta with average daily production above benchmark project. An incentivization strategy is in place to leverage the achievement of milestones to stay within promised P50 schedule. Given that new and emerging contractors to SPDC operations will be involved, managing interfaces and non-technical risks closely has been identified with adequate mitigation plans in place to set up this project for success.

Section 8: Budget provision

It is proposed that at FID, the project budget requirement will be from the alternative funding tranche. In line with current AF agreements, it is expected that project FID OPEX and Project Management cost will continue to be funded via regular JV budgetary process.

Section 9: Group financial reporting impact

There are no unusual accounting issues related to this GIP. Expenditure related to the project will be accounted for in line with Group Policy. The financial impact of this proposal on Shell Group Financials is as indicated in the table below:

US\$ mln	Pre 2013	2013	2014	2015	2016	Post 2016
Total Commitment	20.7	108.4	174.5	146.5	96.0	29.8
SCD OPEX	0.0	1.2	1.5	1.2	0.9	0.4
Pre-FID	20.7	3.3	0.0	0.0	0.0	0.0
Cash Flow						
Capital expenditure	0.0	103.9	173.0	145.3	95.1	29.4
Cash Flow from Operations	-5.9	20.3	49.5	74.0	89.6	252.2
Cash Surplus/(Deficit)*	-5.9	-83.6	-123.5	-71.2	-5.5	222.8
Profit and Loss						
NIBIAT +/-	-3.0	4.6	9.0	8.7	7.1	-88.8
Balance Sheet						
Average Capital Employed	1.4	46.9	157.3	263.5	309.8	66.8

Section 10: Disclosure

Material disclosure, if any, will be done in line with the Group and SPDC Disclosure policies and guidelines.

Section 11: Financing

The Pre-FID portion of this investment has been financed with JV funding. It is expected that financing for the main project scopes shall be through the MCA funding mechanism. Formal sign-off is being finalized with JV partners. However, it is planned to make commitments upon NAPIMS approval of MCA figures.

Section 12: Taxation

There are no unusual Taxation features.

Section 13: Key Parameters

Approval for the total headline size of \$552mln Shell Share (\$867mln 100%JV) 50/50 MOD for the execution of Trans Niger Pipeline Loopline Project. This value is made up of \$260mln Shell equity and \$292mln MCA carry commitment.

Section 14: Signatures

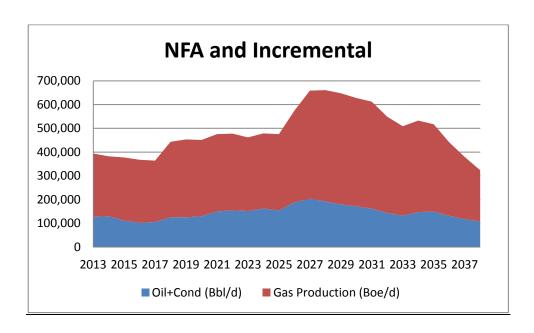
This Proposal is for approval.

Supported by:	For Business Support:
Bichsel, Matthias F RDS-ECMBI	Brown, Andrew RDS-ECAE
Date/	Date/
Supported by:	For Business Approval:
(Henry, Simon P RDS-ECSH)	(Voser, Peter RDS-CEPV)
Date/	Date/

<u>APPENDIX 1</u>
<u>List of Flowstations in BP11 that feed into the TNP (Potentially at Risk if TNP fails completely)</u>

Flowstation			
1	ADIBAWA1_FS		
2	AGBADA 1&2_FS		
3	AHIA1_FS		
4	ALAKIRI_FS, GP		
5	DIEBU_CREEK1_FS		
6	EGBEMA_FS, WEST1_FS, GP		
7	IMO_RIVER_FS (1,2&3)		
8	ISIMIRI1_FS		
9	KOLO_CREEK1_FS		
10	NKALI1_FS		
11	NUN_RIVER_CPF, FS		
12	OBELE1_FS		
13	OBIGBO _NORTH_FS, GP		
14	OGUTA1_FS		
15	OKOLOMA_FS, GP		
16	ASSA_NORTH_DG, FS, GP		
17	GBARAN_DG, FS, GP		
18	RUMUEKPE1_FS		
19	UBIE1_FS		
20	UMUECHEM1_FS		
21	PLANNED_OHUR1_FS		

APPENDIX 2 Production Profile



APPENDIX 3

Economics Assumptions

- Oil and Condensate prices SV-RT \$50/bbl, RV-RT at \$70/bbl and HV-RT \$90/bbl with applicable offset.
- Domestic Gas NGMP profile and NLNG contracted price RT12.
- Gas taxed under CITA with Associated Gas Framework Agreement (AGFA) incentive.
- Condensate treated as oil and taxed under PPT (PPT tax rate of 85%).
- SCD Cost was provided by project team.
- ARPR 31/12/2011 variable OPEX for Awoba FOD and Nembe Phase 2 was used.
- SPDC Generic Opex was used for new facilities and Value at risk.
 - ➤ Oil fixed OPEX 3% of cum. oil CAPEX,
 - ➤ Gas fixed OPEX 3.5% of cum. gas CAPEX
- Education Tax of 2% assessable profit
- NDDC levy of 3% total expenditure
- GHV of 1000btu/scf for Dom and 1150btu/scf for Export gas
- Flare Penalty of \$3.5/Mscf was applied and is not tax deductible
- 10% of RT CAPEX assumed as abandonment cost.
- Facility life span of 30 Years.

MCA Assumptions

- Profit ceiling of 8% IRR on carried costs
- Current agreement for recovery of carry costs is maintained
- OPEX and PMT not carried under current MCA arrangement.
- All costs on the MCA would be recovered through cost oil.

PIB Assumptions

- PIB as per Technical Committee proposals end June 2012
- Oil tax rate reduced from 85% to 80% (NHT 50% and CIT 30%)
- No ITA
- 6% of all costs disallowed for Tax purposes

APPENDIX 4

Glossary of Abbreviations

• JV: Joint Venture

MCA: Modified Carried Agreement
 TNPL: Trans Niger Pipeline Loopline
 NLNG: Nigerian Liquefied Natural Gas

• NAPIMS: National Petroleum Investment Management Services

• SCD: Sustainable Community Development

• FID: Final Investment Decision

MOD: Money of the Day

GMOU: Global Memorandum of Understanding

NCDMB: Nigerian Content Development Monitoring Board

• EPC: Engineering Procurement and Construction

IOC: International Oil Companies FOD: Further Oil Development

BVA: Benchmarked Verified and Approved