

HEW R. DUNDAS

*Chartered Arbitrator, DipICArb, CEDR-Accredited Mediator
International Arbitrator, Mediator and Expert Determiner*

◆ Age: 63

Born: 4th August 1953 in Perth, Scotland.

October 1998 to present

- ◆ Chartered Arbitrator, CEDR-Accredited Mediator and Expert Determiner in practice full-time as Sole Practitioner in Private Dispute Resolution;
- ◆ from 1998-2001 also practised as Dundas Energy Services providing specialist oil & gas industry and other expertise derived from a 30+-year oil & gas industry career; also provision of outsource legal function for smaller clients. Legal clients included E&P companies, firms of Solicitors, Insurers etc.

Arbitrator and Mediator

- ◆ Honorary Vice President, Scottish Arbitration Centre
- ◆ Past President of the Chartered Institute of Arbitrators (2007)
- ◆ Chairman Advisory Board – Chinese European Arbitration Centre (Hamburg) (2008-date)
- ◆ Presidente Honorario, Centro Internacional de Arbitraje e Mediación (Quito)
- ◆ Substantial contributor to the development and drafting of the Arbitration (Scotland) Act 2010 including 42,000 words of submissions, analyses and briefings (see also below);
- ◆ Co-Author of the definitive book “Dundas & Bartos on the Arbitration (Scotland) Act 2010” (2nd edn pub. W Green & Co August 2014; ISBN 978-0-414-01927-0)
- ◆ Co-Author of ICCA National Report on Việt Nam (2012; revised 2015)
- ◆ Chartered Arbitrator (May 2003); FCI Arb August 2001; winner of the CI Arb President’s Prize for the highest mark in the final FCI Arb examination paper (Part 2C – Award Writing);
- ◆ Diploma in International Commercial Arbitration (January 2002);
- ◆ Memberships of Arbitration/Mediation Panels include
 - ◆ President’s Panel of Chartered Arbitrators, Chartered Institute of Arbitrators
 - ◆ President’s Panel of Chartered Arbitrators, Chartered Institute of Arbitrators (Scottish Branch)
 - ◆ Beijing Arbitration Commission
 - ◆ Singapore International Arbitration Centre
 - ◆ Kuala Lumpur Regional Centre for Arbitration
 - ◆ Hong Kong International Arbitration Centre
 - ◆ International Arbitration Court of the Republic of Kazakhstan;
 - ◆ FINRA (formerly National Association of Securities Dealers) (USA/UK)
 - ◆ Chicago International Dispute Resolution Association
 - ◆ FICCI Arbitration & Conciliation Tribunal (India)
 - ◆ Permanent Court of Arbitration CCIS (Slovenia)
 - ◆ Baltic Exchange Mediation Panel
- ◆ Past Master (2011-12), Worshipful Company of Arbitrators; Liveryman, Worshipful Company of Shipwrights; Liveryman, Honourable Company of Master Mariners; Freeman, Worshipful Company of Musicians; Freeman of the City of London; Burgess of the City of Edinburgh; Member, Company of Merchants of the City of Edinburgh.
- ◆ Other Memberships: London Court of International Arbitration; London Maritime Arbitrators’ Association (S/M); International Arbitration Club; founding Chairman Oil & Gas Branch of The Arbitration Club; founder of the Financial Sector Branch of The Arbitration Club; International Bar Association; Colegio de Abogados de Pichincha (Quito);
- ◆ External Examiner (PhD), Centre for Energy, Petroleum & Mineral Law and Policy, University of Dundee (2005ff); CI Arb Chief Examiner – International Award Writing (2003-2006); Member of CI Arb Mediation Assessment Appeals Panel (2005-2008)
- ◆ Arbitrations include ICC, LCIA and SIAC international cases, Nigerian domestic and international cases and also Scottish and English domestic cases; parties involved have included Governments, State-Operated Enterprises, commercial companies of all sizes from giant multinationals to 1-man bands, private parties and individuals; recent cases have involved parties from India, Australia, Iraq, Nigeria, USA, Canada, France, Germany, the PRC, UAE, Croatia, Spain, Turkey, Russia et al.;
- ◆ CEDR-Accredited Mediator (June 2000) including international mediation.
- ◆ Former Director (2006-12) of Scottish Mediation Network Ltd, the umbrella body for all forms of mediation in Scotland
- ◆ Contributor to “A Liber Amicorum Thomas Wälde: Law Beyond Conventional Thought” (pub. Cameron May 2009; ISBN 978-1-907174-01-8);

- ◆ Contributor to “International Arbitration and International Commercial Law: Synergy, Convergence and Evolution – A Liber Amicorum Eric Bergsten” (pub. Kluwer 2011; ISBN 978-9-0411-3522-3);
- ◆ Contributor to “Arbitration in England & Wales with Chapters on Scotland and Ireland” (pub. Kluwer 2014; ISBN 978-9-0411-3998-6);
- ◆ Co-Author of “The Danubia Files – Award-Writing Lessons from the Vis Moot” (pub. Outskirts Press 2013; ISBN 978-1-4787-1179-7);
- ◆ Co-Author of the Scottish chapter in “Interim Measures in International Arbitration” (eds. Newman/Ong; pub. Juris 2015; ISBN 978-1-937518-40-0)
- ◆ Author of approx. 200 articles on arbitration and related matters including 96 for the CIArb’s journal “ARBITRATION”
- ◆ Contributor to “ARBITRATION” (journal of CIArb), “International Arbitration News” (ABA), International Litigation Quarterly (ABA), “ТРЕТЕЙСКИЙ СУД” (Moscow), МЕЖДУНАРОДНЫЙ КОММЕРЧЕСКИЙ АРБИТРАЖ (“International Commercial Arbitration”) (Moscow), “Asian Dispute Review” (Hong Kong); “Arbitration Bulletin” (Almaty), OGEL, TDM, Money-Laundering Journal, International Energy Law Review, Dispute Resolution International and others; writer/publisher of own arbitration/dispute resolution law newsletter;

International Petroleum Law and Risk Management Consultant (1998-2001)

- ◆ Client - foreign State oil & gas company: advised on petroleum taxation;
- ◆ Client - foreign State oil & gas company: advised on joint operating agreements and licence terms
- ◆ Client - UK Solicitors: work on a £100m UKCS Sale & Leaseback of an offshore production platform;
- ◆ Client - large UK E&P company: advice on specialised aspects of project management of \$1bn oil-field project in South America;
- ◆ Client: small UK E&P company: all legal/commercial work for acquisition of asset package in Middle East involving complex issues of split equities, novel cross-indemnity arrangements and the laws of five different jurisdictions;
- ◆ Client - small non-UK E&P company: preparation of complex interlocking suite of joint venture agreements including novel AMI/JOA arrangements in respect of offshore acreage within one country’s EEZ;
- ◆ Client - large UK E&P company: preparation of detailed research paper on the application of International Law of the Sea to the offshore E&P industry of a developing country including consideration of applicability of domestic laws;
- ◆ Client – UK-based international consulting group: provision of preliminary tax advice in connection with a project to revise substantially a developing country’s petroleum and petroleum tax laws;
- ◆ Client – Lloyds Underwriter: provision of comprehensive analysis of UK decommissioning laws (including applicable international law) and of a draft proposed decommissioning insurance policy form;
- ◆ Client - UK Solicitors: advised on the setting up of an Energy/Oil & Gas Department;
- ◆ Client - UK Solicitors: advised on the setting up of an office and associated business development in an Oil City;

August 1995 to October 1998

General Manager, Legal/Group Insurance Manager/Company Secretary - Cairn Energy PLC

Promotion to General Manager; appointed to Cairn Energy PLC Board of Management w.e.f. 1st August 1995; legal responsibilities continuation of previous period: in particular:

- ◆ directed all aspects (principally legal and taxation including designing a highly tax-efficient corporate ownership structure) of the Cairn Group’s purchase of the 250’ 4-leg offshore jack-up rig Energy Explorer IV involving lawyers in seven countries and tax advisers in four;
- ◆ responsible for all legal and taxation aspects of 1997 \$330m+ joint venture with Shell covering Bangladesh and parts of India, a highly innovative and complex commercial concept matched by equally innovative legal concepts; in 1998 prepared all legal documentation for, finalised and closed down second stage in only 5½ days;
- ◆ responsible for all legal aspects of 1996-97 £200m takeover of Command Petroleum Limited (Australia) including detailed involvement with Australian corporate and securities laws and US securities law implications; completed minority buy-out in (apparently) record time;
- ◆ Managing Director of Cairn’s international group holding company network and extensively involved in the international tax planning and legal aspects thereof;
- ◆ developed and directed all contracting aspects of Cairn’s Bangladesh offshore drilling programme, the first such programme offshore Bangladesh since the 1970s, including development of standard form contracts, negotiations with contractors, dispute resolution &c;
- ◆ continuing responsibility for Cairn’s worldwide legal affairs with most legal work handled in-house except in respect of the USA or Australia or where prevented by language;
- ◆ responsible for all Cairn Group’s Energy Insurances; directed placing of Political Risk Insurance for Cairn’s Bangladeshi gas field development, the first such insurance ever created;
- ◆ Chief Compliance Officer for Cairn including liaison with London, Amsterdam and Sydney Stock Exchanges regarding compliance, Yellow Book and other issues;

- ◆ responsible for six Solicitors and one graduate Legal Assistant in addition to directing and controlling work farmed-out to external firms of Solicitors;
- ◆ occasional informal legal adviser to Bangladesh Ministry of Law, to PetroVietnam (Vietnamese State oil & gas company) and to New Zealand Ministry of Commerce (latter as member of panel of international lawyers reviewing draft petroleum legislation and regulations);
- ◆ occasional visiting Lecturer at Centre for Energy, Petroleum and Mineral Law and Policy and at Faculty of Law, University of Dundee including acting as referee or otherwise advising on Ph.D. and LL.M. theses on Petroleum and Insurance Law;

October 1993 to July 1995

Legal Manager & Company Secretary - Cairn Energy PLC

Promotion to Company Secretary w.e.f. 1st October 1993;

- ◆ primary responsibility for both negotiations and completion of share option agreements, pursuant to which Cairn took control of a listed independent oil & gas company in The Netherlands, and for acquisition documentation re that company including UK and Netherlands shareholder circulars; sole responsibility for statutory buy-out of minority shareholders, achieved (apparently) in record time;
- ◆ responsible for negotiations with Bangladesh Government over Cairn's taking an interest in, and operatorship of, an offshore block including drafting all documentation under Bangladesh law; my redraft of the Bangladesh Production Sharing Contract (PSC) has substantially become the official Bangladesh standard-form PSC;
- ◆ responsible for farm-in negotiations with US oil company entering into Vietnamese exploration, including US law of the Embargo; these were completed prior to the lifting of the embargo - the only US oil company to achieve an interest in Vietnam prior to the lift; responsible for subsequent negotiations with Vietnamese authorities to allow US company to commence work in Vietnam;
- ◆ primary responsibility for Cairn's entry into China including negotiation of Cairn's first Petroleum Contract with a subsidiary of CNOOC;
- ◆ primary responsibilities for negotiation of Share Purchase Agreement by which Cairn acquired a company owning a substantial producing interest in the UK North Sea and thereby increased its daily production by 80%;
- ◆ primary responsibility for legal implementation of divestment programme in respect of Cairn's US subsidiary, including negotiations of share purchase agreements, public offering documentation, underwriting agreements, SEC compliance etc;
- ◆ planning and implementation of novel offer enabling small shareholders to exit Cairn shares commission-free, reportedly only the second time this had been done in this way;
- ◆ organised, spoke at and co-chaired international oil insurance conference in London; spoke at and/or chaired other conferences;
- ◆ contributor to legal texts: "Insurance and Legal Issues in the Oil Industry" and "European Community Energy Law" (published by Graham & Trotman in 1993 and 1994 respectively)

January 1991 to December 1998

E&P Forum Legal Committee: Member/Vice-Chairman

January 1991 to March 1999

E&P Forum Insurance Sub-Committee: Chairman

Legal Adviser - BRINDEX

BRINDEX: Association of British Oil Exploration Companies; E&P Forum: Oil Industry International Exploration and Production Forum, which represents the worldwide oil industry at Governmental level, principally with the EC;

- ◆ occasional (as required) Legal adviser to BRINDEX and its representative on the E&P Forum Legal Committee; appointed Vice-Chairman of E&P Forum Legal Committee October 1992. founding Chairman of Insurance Sub-Committee October 1993; work to date includes:
- ◆ assessment of effects of draft Seveso Directive on UK Onshore Oilfield Installations; analysis of Services Directive's effect on BRINDEX members;
- ◆ analysis of Licensing Directive's effect on BRINDEX/UKOOG members;
- ◆ preparation of substantial paper on the effect of the Services Directive on Insurance Contracts, for the E&P Forum to submit to the EC direct. Representation of European Oil Industry in negotiations with European Commission (DG III) in Brussels;
- ◆ provision of legal advice concerning draft Directives to form basis for submission of position papers to the European Commission;
- ◆ ad-hoc advice of matters directly affecting the E&P Forum;
- ◆ organising, and speaking at, international oil insurance conference for the Forum; editing book of the Proceedings.

January 1991 to September 1993

Legal Manager - Cairn Energy PLC

Joined permanent staff w.e.f. 1st January 1991, with promotion to Legal Manager:

- ◆ responsible for negotiations with Vietnamese Government over Cairn's assumption of operatorship of offshore block including drafting all documentation under Vietnamese law; responsible for setting up Cairn office in Hồ Chí Minh City; subsequently appointed General Director (ie local M/D) in overall charge of Cairn's Vietnamese venture;
- ◆ prepared extensive analysis of draft Vietnam Petroleum Law at request of PetroVietnam;
- ◆ responsible for legal/commercial aspects of Cairn's operations in Vietnam, Papua New Guinea, Bangladesh, Thailand and New Zealand including licence/contract/JOA negotiations with Ministries/Co-Venturers
- ◆ responsible for major acquisition, farm-in and other contract development, drafting negotiation and finalisation; significant contribution to major Farm-In/JOA negotiation under New Zealand law;
- ◆ responsible for taking Cairn into petroleum price hedging, including all legal research and negotiation of contracts with banks, crude traders et al;
- ◆ recruitment, training and supervision of Legal Assistant;
- ◆ representation of Cairn at BRINDEX Executive meetings (M/D level);
- ◆ articles published in Oil & Gas Law & Taxation Review, University of Kentucky Journal of Natural Resources Law;
- ◆ visiting Lecturer at Faculty of Law, University of Dundee;
- ◆ co-chaired and spoke at annual international oil & gas law conference in Dundee and at other legal conferences.

November 1984 to December 1990

Consultant becoming Legal Co-Ordinator Cairn Energy PLC

Created, developed and managed two distinct businesses as sole proprietor:

Petroleum Consultant

Advised range of clients, both individual and corporate, on commercial, legal and tax aspects of the petroleum industry, both in the UK and internationally; areas of consultancy included the following:

- ◆ tax haven analysis related to offshore drilling ventures;
- ◆ investigation of offshore banking regulations;
- ◆ advice on legal structuring of international petroleum ventures;
- ◆ economic and commercial analysis of petroleum ventures;
- ◆ advice on UK petroleum law and taxation.

Legal Co-Ordinator - Cairn Energy PLC

From February 1990, commenced major contract for Cairn Energy PLC, precursor to permanent position, initially 50% of time, rising to 100% from July 1990 following appointment as Legal Co-Ordinator with remit to:

- ◆ create and manage a Legal Department (which Cairn had not previously had);
- ◆ design, install and manage corporate legal control procedures;
- ◆ responsible for all Cairn's licence-related legal work, both UK and international;
- ◆ provide legal advice to the Board/Senior Management as required;
- ◆ negotiate major agreements (eg JOAs/SPAs);
- ◆ co-ordinate licence applications in UK and International;
- ◆ other legal/commercial work as required.

Motorsports Consultant

- ◆ Developed principal hobby into highly successful motorsports business with international reputation:
- ◆ won 53 races in five years in the UK and on the Continent
- ◆ won three major championships, with three runner-up positions, including two 1-2s
- ◆ 100% finishing record in 90+ races in main championship race series, a consistency record without parallel;
- ◆ covered all legal, contractual, insurance and other commercial matters,
- ◆ including sponsorship seeking and negotiation;
- ◆ cars featured in over 10 million copies of car magazines, and seen by over 70 million people on TV.

November 1979 to October 1984

Project Management Team - Various Job Titles - Conoco (U.K.) Limited - Hutton Field Development Project
Resigned from Conoco following completion of Hutton Project and non-availability of similar high-profile work within the company.

- ◆ Acted as Project Services Manager and, from time to time, Project Manager on \$1.3 billion development project, latter with overall responsibility for entire project; responsible for 85-100 staff in former role, 800-1,000 in latter,
- ◆ directly responsible for all Project financial matters, in addition to direct responsibility for 9 Conoco and 30 contractor staff;
- ◆ functional responsibility for all project contracts activity;
- ◆ negotiation and management of \$60m insurance claim, including technical advice to Insurance Department, and negotiations with Contractor and Loss Adjusters;

- ◆ corporate personnel involvement, including interviewing, selection &c;
- ◆ development of tax strategy for the project's PRT returns;
- ◆ close involvement with corporate Legal and Treasury Divisions, with delegated responsibility (not normal corporate practice);
- ◆ extended consultancy-type advice to Project and General Management;
- ◆ wrote detailed engineering paper as key element of Conoco's 1984 application for the Queen's Award for Technological Achievement (awarded in 1985);
- ◆ listed on special fast-track listing of top 12-20 Conoco employees (out of 85,000) worldwide; transferred onto Du Pont list post 1982 takeover of Conoco;
- ◆ responsible in pre-project phase for planning the organisation and project control procedures; supervision directly over 6 professional staff, indirectly over 24 F&A staff of the Project Services Contractor including planning the systems for cost, financial, contractual and administrative control of a \$1.5 billion North Sea Development project;

General experience included

- ◆ cost engineering, estimating and cost control for design, procurement, fabrication and marine activities;
- ◆ contract formulation, bid evaluation, contract negotiation,
- ◆ contract management and administration;
- ◆ control of construction site activities, particularly of cost and financial aspects;
- ◆ materials control during both procurement and fabrication phases;
- ◆ management advice in the fields of general finance, law and taxation.