



## Energy



## **Energy requires planning security.**

Heuking Kühn Lüer Wojtek is one of the large independent German law firms. Our lawyers, tax advisors, and civil law notaries provide legal advice at eight German offices and in Zurich. We advise you in all fields of business law, including in energy law and associated fields of law for the energy industry.



Our clients in the energy sector include energy providers, energy trading companies, operators of energy facilities and industrial and other major clients, as well as clients in the public sector.

In addition to our knowledge in specialized legal areas, our advice to clients is characterized by a clear economic and technological understanding, our flexibility and years of experience as well as great personal commitment.

Our advice is always practically oriented. We develop solutions in a dialogue with our clients, thus making sure that the solutions have been mutually selected and have the greatest prospect of success. Your contact lawyer will be an experienced and competent team leader who can draw upon the joint expertise of our various Offices.

## Projects

Our expertise in the energy industry:

Contracts for energy supply and purchase – project development and sale – contracts on cooperation – privatizations and M&A in the energy industry – antitrust law advice

## Energy

The energy industry is currently focusing on energy production – both from conventional and from renewable energy sources. “Hot” topics include the recent extensions of moratoria on nuclear power plants, offshore wind farms, the substantial growth in photovoltaic plants and questions regarding profitability and prospects for coal and gas power plant projects. Further subjects include joint ventures and mergers, in particular, involving utility companies. A number of concessions will soon expire, and many municipalities are considering new cooperation models or the “re-communalization” of energy supply. Other subjects, such as energy efficiency, smart metering and electromobility, also characterize the current market.

Heuking Kühn Lüer Wojtek advises its clients on all aspects of these changes and provides the necessary support for their legally compliant implementation.

In addition, we advise clients on drafting and negotiating agreements on energy supply and purchase, establishing and implementing contracting projects, on questions regarding the Act on Renewable Energies [EEG] and the Act on Combined Heat and Power [KWK], as well as in litigation and out-of-court disputes with contract partners.

Another focus of our work is legal counseling of energy industry companies acquiring or selling corporate participations, including the drafting and negotiation of respective contracts. We also advise on PPP projects and complex public procurement procedures.



### **Offshore Wind Energy Projects**

Dr. Stefan Duhnkrack, Dr. Stefan Bretthauer,  
Dr. Kai Bandilla, Hamburg; Dr. Wolfgang Kühn,  
Sonja Groht, Marc Baltus, Düsseldorf

We currently advise one of the largest suppliers of offshore wind turbines in drafting and negotiating supply and service agreements for a number of projects in Germany. We are also advising a major energy supplier in connection with the construction of an offshore wind farm.

### **Transactions in Renewable Energy**

Dr. Stefan Duhnkrack, Marc Baltus, Sonja Groht,  
Düsseldorf

We advise energy providers and financial investors in the acquisition, financing and tax structuring of existing and turnkey wind and solar farms. One example is our support of DIF Renewable Energy in the acquisition of various wind farms in Germany and France.





Photo: juwi

### **juwi – Advice to Project Developer**

Dr. Ute Jasper, Dr. Daniel Soudry, LL.M.

juwi is one of Europe's leading project developers in the field of wind, solar and bio-energy. As a general contractor, juwi covers the entire processing chain, from location choice, planning, financing and construction through to operation and maintenance.

We advise juwi on a continual basis in the interface between property transactions and procurement law, for instance, in the leasing of municipality-owned roofs for the installation of solar panels.

### **State Aids**

Gabrielle H. Williamson, J.D., Brussels

We regularly advise clients on State aid (German and EU) implications and investigations in the energy sector, most recently with respect to a pipeline.

### **Merger Control**

Dr. Stefan Bretthauer, Hamburg; Dr. Rainer Velte, Düsseldorf; Gabrielle H. Williamson, J.D., Brussels

In the area of merger control, we regularly advise a number of companies in the energy industry and represent them either as parties or as interested summoned parties in merger control proceedings before the German Federal Cartel Office and the European Commission. We were involved, for instance, in the merger proceeding between EnBW/EWE and EnBW/VNG, in which we represented a party and a company summoned as an interested party. In addition, we have represented several oil companies in merger control proceedings in connection with the purchase of gas stations.





## Electromobility

Dr. Kai Bandilla, Hamburg

The market for battery-driven vehicles in Germany has been given a jump-start by the passing of the national Electromobility Development Plan by the German government in August 2009, with its support of research and development, market preparation and market introduction. Hybrid and electric cars are now ready for the market.

There has been a concentrated and Germany-wide effort to build up and expand an infrastructure for battery charging. Numerous providers of this infrastructure have entered the market and compete with one another with a wide variety of operating models.

We advise one of the leading providers of charger stations and infrastructure solutions in all areas of its operative business and in the structuring of its business.

## Energy Supply Agreements for a Gas Importer

Dr. Stefan Bretthauer, Hamburg

We advise on a continual basis one of the largest gas importers in the drawing up of its gas supply agreements with its distributors and industrial clients.



### **Power Plant Projects and Holdings**

Dr. Wolfgang Kühn, Dr. Hans Gummert, Sonja Groht,  
Andreas Berstermann, Marc Baltus, Düsseldorf

We advise energy producers in the implementation of power plant projects in Germany in the areas of both conventional and renewable energy. At present for instance, we are advising a foreign energy provider in the realization of two gas and steam plants in East Germany. We also advised Stadtwerke Hannover AG in its acquisition of a shareholding in the Mehrum power plant.

### **Clients in the Chemical Industry**

Dr. Ute Jasper, Dr. Anke Empting, Dr. Jan Seidel, Marc Baltus, Düsseldorf; Gabrielle H. Williamson, J.D., Brussels

We regularly advise industrial clients regarding optimization of their energy procurement. For example, we have advised chemical companies in the context of the revision of their fees under the German Renewable Energy Act [EEG] and concession agreements and on the negotiation of individual grid charges and price revisions with energy suppliers.

We also advise plant operators in chemical and other industrial parks as to their status as a closed-circuit energy provider/grid operator.

Moreover, we have extensive experience in representation of chemical companies and associations on specific chemical industry legislation, e.g., REACH and legislation in development in EU Member States and at EU level.





### Industry Regulation

Sonja Groht, Marc Baltus, Düsseldorf  
Dr. Wolfgang von Reinersdorff, Hamburg

We advise energy providers on questions of regulation (in particular, the Incentive Regulation Act and permits for infrastructure under Sec. 28a of the Energy Industry Act [EnWG]). We represent our clients *vis-à-vis* regulatory bodies and courts, support them in obtaining permits and advise in implementing permit specifications, *inter alia*, including restructuring, establishing partnerships and drawing up or adjusting existing contracts.

### STAWAG – Restructuring Procurement Strategy

Dr. Ute Jasper, Jens Biemann, Düsseldorf

Stadtwerke Aachen AG (STAWAG) plans to restructure its strategy for procuring underground construction work. In future, rather than procuring individual contracts, framework agreements made with several contractors shall substantially reduce administrative costs and effort. From the conception of this procurement process on, we advise STAWAG on all legal aspects in this matter.



### **Energy Efficiency – Nycon Energy**

Marc Baltus, Sebastian Wiesmann, Düsseldorf  
Holger Haas, Frankfurt

Nycon Energy offers net-energy contracting and financing of contracting facilities for both residential and commercial and public-owned buildings (*e.g.*, hospitals). We advise Nycon Energy in the design and implementation of its business.

We also assist customers and suppliers in developing and concluding of net-energy contracts and other energy efficiency measures.

### **S.A.G. Solarstrom AG**

Dr. Mirko Sickinger, Dr. Thorsten Kuthe, Cologne

S.A.G. Solarstrom AG offers photovoltaic facilities, independent of manufacturers, and is one of the pioneers in the solar industry. We advised this company – which was originally listed in the M:Access segment on the Munich Stock Exchange and in the entry standard – on its segment switch to the regulated market of the Frankfurt Exchange. With its switch to the EU-regulated market, Solarstrom AG will be positioned to attract institutional investors. In addition, the share's fungibility will be boosted and fund raising opportunities improved. We advised the company on capital-market questions and assisted in drawing up the stock prospectus required for the segment switch.



### **ralos New Energies AG**

Dr. Mirko Sickinger, Dr. Thorsten Kuthe, Cologne

ralos New Energies AG is one of Europe's leading providers of photovoltaic systems. In the past year, we successfully advised the company on its capital increase.

### **LPKF SolarQuipment GmbH**

Dr. Stefan Duhnkrack, Hamburg

LPKF Laser & Electronics AG, together with its subsidiary LPKF SolarQuipment GmbH, is a leading supplier of systems for the structuring of thin-layer solar cells for photovoltaic energy. We regularly advise the company regarding national and international supply and construction agreements.

### **Biodiesel and Bioethanol**

Dr. Hans Gummert, Marc Baltus, Düsseldorf  
Gabrielle H. Williamson, J.D., Brussels

We advise financial investors and companies regarding construction and operation of biodiesel and bioethanol plants and changing possibly fuels to these new products. This entails drawing up and negotiating agreements on plant location, construction, operation and securing of raw materials, and often also includes the securing of transport and long-term sales arrangements.





### **Raw Materials, Hülskens**

Wolfram Meven, Marc Baltus, Düsseldorf

We advise companies in the business of procuring raw materials in connection with their acquisition or spin-off of business sections. We are advising the Hülskens Corporate Group, a company in the field of raw material procurement for concrete additives (gravel and sand), on redirecting and expanding their raw material mining in East Germany.

### **Mediation, Arbitration, Price Revision**

Dr. Wolfgang Kühn, Marc Baltus, Düsseldorf

Dr. Stefan Bretthauer, Dr. Elke Umbeck, Hamburg

We represent the interests of numerous energy suppliers in litigation and in out-of-court negotiations. For many years, we have taken part in arbitration proceedings in the energy sector, either as a party representative or as arbitrator, including representing several energy suppliers in connection with price revisions.





### **Emissions Control and Trading**

Gabrielle H. Williamson, J.D., Brussels  
Marc Baltus, Andreas Berstermann, Düsseldorf

We advise German and international companies in the chemical and energy supply industries as well as European industrial alliances and associations concerning the implementation of the Kyoto Protocol and other international commitments and emissions trading in Germany, other EU Member States and at the EU level, including the proper balance sheet treatment of emissions rights.

### **Oil / Gas Joint Ventures**

Dr. Stefan Duhnkrack, Dr. Stefan Bretthauer, Hamburg

We advise a major German energy supplier concerning participation in numerous national and international joint ventures. For instance, with respect to exploration and production we advised the client on the assessment and negotiation of joint-operating, production-sharing and farm-in agreements for projects in the North Sea, in southern Germany as well as in North Africa. Most recently, we advised on corporate law aspects of a foreign investor's holding in a German subsidiary of our client.





### **WSW Wuppertaler Stadtwerke**

Dr. Ute Jasper, Dr. Jan Seidel,  
Dr. Kristina Neven-Daroussis, Düsseldorf

The opening up of the energy markets has been a great challenge for public utility companies. To stay competitive, they must position themselves strategically in the market.

We regularly advise the Wuppertaler Stadtwerke AG on large projects, internal restructuring processes as well as on exceptional legal questions.

### **Waste-Fueled Power Plants**

Dr. Ute Jasper, Andreas Berstermann,  
Dr. Anke Empting, Dr. Jan Seidel, Düsseldorf

We advise the operators of waste-fueled power plants and municipal authorities responsible for waste disposal on numerous projects, in particular, concerning procurement, corporate, communal and antitrust law and price formation. In particular in the context of contractual set ups, we offer our clients a holistic consulting approach which combines the solution of both energy and waste disposal problems. We also assist our energy and antitrust clients in coordinating with competent governmental authorities, such as the German Federal Cartel Office, the Municipal Supervisory Authority and the European Commission.

At present, we are supporting projects for the waste-fueled power plants Karnap, Leverkusen and Weisweiler.





### **Transaction Business, KOM-STROM AG**

Dr. Wolfgang Kühn, Dr. Hans Gummert, Dr. Stefan Duhnkrack, Sonja Groht, Marc Baltus, Düsseldorf  
Dr. Lothar Ende, Hamburg

Heuking Kühn Lüer Wojtek has extensive experience in M&A consulting. We have advised numerous companies in the energy sector on takeovers, company acquisitions and sales, in mergers, corporate transformations and joint ventures. We represent our clients in bids for corporate participations in public utility companies and in sales and purchases concerning the renewable energy sector and the raw materials production. We recently represented Deutsche Essent GmbH in the sale of its shareholding in KOM-STROM AG to Dong Naturgas A/S.

### **Underground Gas Storage Chamber at Etzel EDF S.A.**

Sonja Groht, Dr. Wolfgang Schmitz-Rode,  
Marion Sangen-Emden, Marc Baltus, Düsseldorf

In the project planning and implementation of an underground gas storage operation in northern Germany, we advise the French energy supplier EDF S.A. from the start concerning aspects of civil and public law. For instance, we implemented the legal basis for securing the site by means of cavern usage and surface securing agreements, structured the project under corporate law and advise on aspects of public law, including questions concerning mining laws and regulatory matters.



### **Advise of Energy Industry Companies in Capital Markets and Bank Supervisory Laws**

Dr. Vinzenz Bödeker, LL.M., Frankfurt

We provide legal counsel concerning capital market and bank regulatory law to energy companies and market participants trading with energy, raw materials and their derivatives, for instance investment banks. With emphasis on areas such as trading with energy, emissions and other derivatives, transfer of market knowledge to customers or trade with energy and energy contracts between third parties, we provide our clients with comprehensive counsel regarding different matters such as permit requirements, releases and other supervisory-related questions. When the EU Financial Markets Directive MiFID was implemented, we were the sole German legal counsel for the Futures and Options Association (FOA) located in London.

### **Energy Trading**

Dr. Hans Gummert, Marc Baltus, Düsseldorf

Dr. Stefan Bretthauer, Hamburg

We continuously advise energy suppliers and banks on the setting up and negotiation of standard contract documentation for trading in physical energy products and energy derivatives, in particular EFET General Agreements and ISDA Master Agreements with the relevant annexes. We also advise energy trading companies in their daily business. For example, we advised a leading energy trading company in the course of an extensive audit of its business model.





#### **EDF, Energieallianz Austria GmbH**

Dr. Hans Gummert, Sonja Groht, Andreas Berstermann,  
Marc Baltus, Düsseldorf

Our clients include numerous foreign energy suppliers, which we advise in connection with their entry into and activities on the German market. These include French energy supplier EDF and Austrian energy supplier Energieallianz Austria GmbH. We also counsel clients from other parts of Europe, such as Switzerland and Spain. Our work includes corporate structuring of the business on the German market, information and counsel in connection with the regulatory environment, drawing up and negotiating contracts, labor law advice and legal support in the strategic development of their market entry.

#### **Contigo Energie AG**

Marc Baltus, Sebastian Wiesmann, Düsseldorf

Contigo Energie AG is an independent energy and energy services provider. We advise Contigo Energie AG in connection with its energy trading, such as in the drawing up and negotiating of contracts with its upstream suppliers, questions concerning the regulatory environment and tax aspects of its energy supply.



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