MELLITAH OIL & GAS B.V.

JOINT PROJECTS TEAM

ENQUIRY FOR PREQUALIFICATION (NO. JPTPQ/007/12)
TECHNICAL ASSISTANCE CONTRACT
LIBYAN OFFSHORE – BAHR ESSALAM PHASE II PROJECT

Mellitah Oil & Gas B.V. being the leading operative in Libya (hereinafter referred to as "MOG"), intends to avail itself of the cooperation of a qualified and experienced contractor for the provision of the technical assistance services including provision of expertise at work location and consultancy services at contractor premises relevant to the Bahr Essalam Phase II Project.

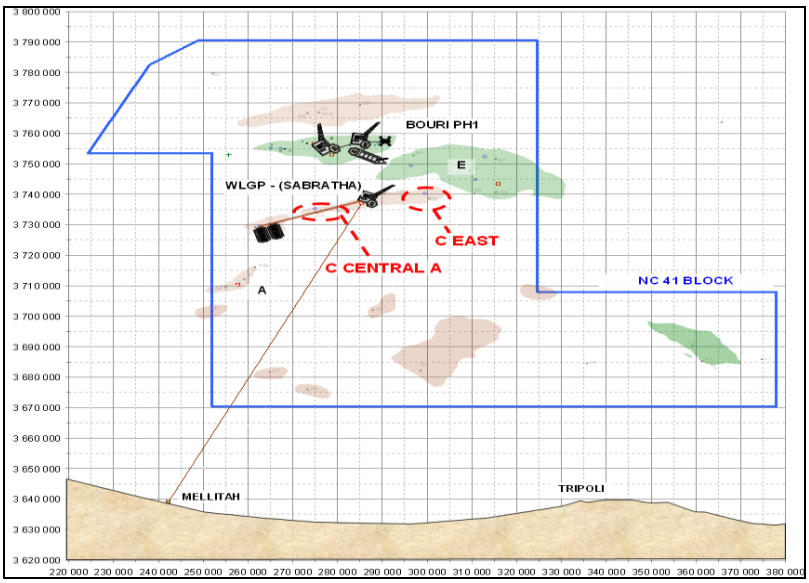
The selection of the Technical Assistance contractor will be made on the basis of competitive tendering.

INTRODUCTION

Company is considering the development of the unexploited areas of the Bahr Essalam field (namely C East Structure & C Central A wells), located in the Block NC41, offshore Libya, in a water depth ranging from 190 to 205 m, about 100 km from the closest point on the coast.

The offshore area of NC41 Structure C includes the following:

- Bahr Essalam Phase I gas and condensate from Central Platform and West subsea developments already on production since 2005;
- Bahr Essalam Phase II gas and condensate from C Central A area and C East area to be developed by means of subsea facilities .



Overall subsea schematic for "C" Structure Development

A total of 26 wells are already on stream of which 11 subsea wells in the Western area and the other 15 platform wells in the Central B area. The ”C” Western subsea facilities comprise two 6-slot drilling templates with separately installed protective structures manifold (End C West and Mid C West) with manifolding pipework PSM (Protective Structure Manifold). The pipeline end PSM with 5 wells and the midline PSM with 6 wells approximately 4.2 km apart, are tied in daisy chain to Sabratha process platform, 20 km away from the midline PSM.

The produced fluid is transported to the process platform, Sabratha, via two subsea flowlines (production and test line) incorporating Subsea Isolation Valves (SSIVs) at the platform location. The control of the subsea wells is from platform using a multiplexed Electro-Hydraulic control system.

The Phase II of the Bahr Essalam field development consists of the delivery on the existing Sabratha gas process platform of the production from the new C Central A and the new C East subsea wells.

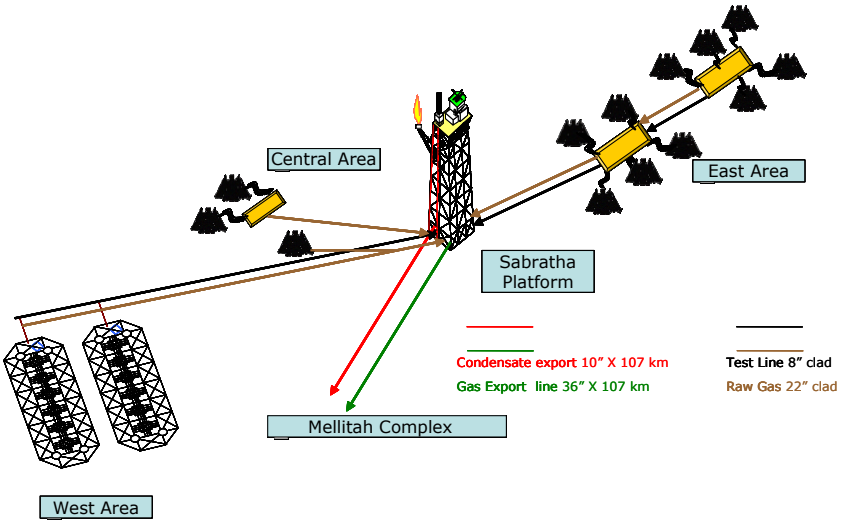
The following subsea developments will be connected to the existing risers and J-tubes of Sabratha platform:

- C Central A subsea development that includes 2 new subsea wells plus CC09 well already drilled but not completed;
- C East subsea development that includes 10 new wells.

Gas and condensate production will be partially treated on Sabratha platform and then sent to on shore Mellitah plant for the final treatment.

The development scenario for the new eastern area wells envisages a total of 10 wells divided in two clustered structures named End C East (ECE with 5 wells) and Mid C East (MCE with 5 wells). They will be connected to existing riser and J-tubes on the Sabratha Platform. C East wells are located about 9.6-13.2 km from the platform: End C East is far 3.6 km from Mid C East and Mid C east is located about 9.6 km from the platform.

A new cluster in C Central A area for 2 wells, located 10.7 km on the west side of Sabratha, will be connected to existing riser and J-tube installed in West side of Sabratha platform. A third well in the C Central A area (CC09 well) already drilled 5 km far from west side of the platform will be completed and connected to a dedicated in-line tee pre-installed on the existing gathering lines that connects C West subsea facilities to Sabratha Platform.



Bahr Essalam Phase II field development layout

SCOPE OF WORK

Your Company is considered as a potential bidder, subject to your availability to participate and to further approval of your Company as participant to the Technical Assistance Tender.

Hence, you are kindly requested to provide a sample CV's of the following Categories:

1. Senior Instrumentation & Automation Engineer

Main responsibilities:

1. To review and approve design and supply specifications of instrumentation and control systems for onshore/offshore production & process facilities, ensuring that such systems meet project objectives, industry standards and best oil & gas practices for safety, reliability & operability.
2. Selection of best technical/economical solutions and products for integrated control systems (SCADA, DCS,..).
3. Integrated control systems (SCADA, DCS,…) overall design integrity and compliance with international standards, company and engineering best practices

Key activities:

1. Automation Integrated Control System, concept design and/or detailed engineering design
2. Preparation of ITT documentation and bid technical review for automation and integrated control system.
3. Review of contractors automation instrumentation.

4. Integrated control systems concept design and/or detailed engineering design

5. Prepare ITT documentation and bid technical review
6. Reviewing contractors design
7. Technical support for commissioning and production start-up.
8. Preparation of ITT documentation and bid technical review.

2. Senior Process & Flow Assurance Engineer:

Main responsibilities:

1. Technical integrity an integration of process design
2. Overall effectiveness and efficiency of process design
3. Capturing and dissemination of process engineering knowledge

Key activities:

1. Supervising and directing Design Contractors in the selection and design of correct hydrocarbons processes in the project, leading towards optimization in terms of technology, effectiveness time of implementation and cost. The focus is mainly on mixed fluid gathering, oil processing, gas processing, condensate processing single and multi phase oil and gas transportation.
2. Leading identification, creation and/or adoption of appropriate discipline engineering standards, with appropriate consideration of specific and up to date international standards and norms
3. Identifying and assessing new technologies and systems to facilitate improvements in design and operability of the process systems for large-scale field development projects
4. Managing and reviewing output of conceptual design into feasibility studies, functional specifications, & Basis/FEED for onshore and offshore utilities related to production and processing facilities
5. Undertaking technical integrity and HSE reviews/audits
6. Participating in process safety management, including hazard identification and HAZOP activities
7. Advising on equipment standardization, availability, and sparing philosophies in order to achieve maximum plant operability.
8. Verifying and endorsing process simulations
9. Producing and keeping updated, the project Basis of Design/Statement of Requirements, including collation and analysis of relevant data.
10. For selected development schemes, verifying the production of block diagrams, PFDs, P&ID's, heat, mass balances and process reports.
11. Verifying the issuing of equipment lists, data sheets (including sizing of equipment and pipelines for each development scheme) and contributing to cost estimation
12. Contributing to feed a data-base about size, weight, cost and delivery time of major equipment associated with onshore and offshore utility units
13. Leading and directing specialists and engineering contractor studies related to such units.
14. Performing flow assurance studies.

3. Senior Offshore Sealines Engineer

Main responsibilities:

1. Overall technical integrity of underwater pipeline and riser system design premises, design, structural and flow assurance behavior.
2. Underwater pipeline and riser system compliance with international standards, company guidelines and engineering best practices.
3. Examine and verify accuracy of underwater pipeline and riser system cost and schedule estimates.
4. Subsea production systems and pipelines timely execution according to budget and project specifications
5. Subsea production systems and pipelines suitable for project execution (including contractors detailed design)
6. To ensure that the Design and construction changes are kept to a minimum and only considered when Safety or Operability of the systems are at risk.
7. Application of HSEQ local norms and company standards
8. Meeting HSEQ targets

Key activities:

1. Defining design premises of underwater pipeline and riser system (structural and flow assurance aspects)
2. Defining and specifying geotechnical and geophysical surveys
3. Defining and specifying metoceanographic surveys and/or studies
4. Defining underwater pipeline routing
5. Defining riser system layout
6. Supervising internal design and subcontracted design
7. Performing material selection and specification
8. ITT preparation and bid technical evaluation
9. Planning, reviewing and following-up systems purchasing, construction and commissioning
10. Flow assurance follow-up from design to start-up
11. Estimating underwater pipeline and riser system cost and schedule
12. Subsea production systems and pipelines planning and monitoring (schedule, wbs, cost and compliance of work to project specifications)
13. Design, constructability reviews and contractors engineering, construction and pre-commissioning plan review
14. Identifying and adopting correct HSE standards according to company procedures, local norms and legislation.
15. Managing contractors (including construction work troubleshooting) and suppliers
16. Managing engineering team and site supervisors
17. Reviewing and recommending approval/rejection of any requests for variation or claims submitted by contractors
18. Providing overall technical assistance to installation and commissioning activities

19. Supporting Development Project Manager in facilities handover to production preparation
20. Supporting the development team obtaining all the necessary permits and approvals from governments and third parties authorities for subsea and pipeline execution

4. Senior Sub-Sea Systems Engineer

Main responsibilities:

1. Consistency, quality and cost effectiveness of project design of the subsea/deep water production system in compliance with all applicable codes, standards and Engineering best practices

Key activities:

1. Supporting the subsea and pipelines project engineering selecting and defining the optimal subsea solutions
2. Preparing design specifications and ITTs
3. Reviewing and commenting on technical documentation produced by contractors (e.g. technical reports, specifications, procedures, drawings, etc) ensuring the implementation of the established procedures and good engineering practice
4. Resolving ongoing technical issues concerning all aspects of subsea equipment
5. Monitoring and reporting technical progress to the Subsea and Pipelines project engineer
6. Acquiring and capturing subsea construction know-how

5. Senior Subsea Control Systems & Umbilical Engineer

Umbilical Controls Engineer is accountable for completing all or parts of work packages through the life cycle of the project. He will deliver technical information, perform reviews and help bring clarity to the key areas of the project.
He focuses on the following types of activity:

- Risk assessment for Mellitah Gas
- Data gathering
- Feasibility studies
- Define detail for concepts under selection
- Develop concept comparison models
- Assess concepts and suitability
- Detail planning
- Commission and performance testing
- Participate in handover

Test and validate assumptions and inputs

- Review specific points and agreements
- Recommend changes to improve projects

Define work plan: Clarify with Manager and Project Leader the requirements for the work packages that cover the Evaluation stage. Commit to the completion of the work packages

- Generate overall work plan, schedule and Milestones

Discuss, agree and accept deliverables and time frame. Milestones are fixed reflecting key project events. May comprise several options reflecting concepts for selection

- Identify concepts: Participate in generating exhaustive list of concepts that have the potential to deliver the opportunity
- Develop feasibility assessment: Perform required economic, risk and technical work as outlined in work packages including relevant data gathering
- Develop budget and expenditure plan: Develop budget detail for engineering component to feed into the overall budget
- Technical Assurance Review: Provide input to and make sure the relevant elements for technical review have been completed to an agreed standard
- Define and agree work plan:

Clarify with Manager and Project Leader the requirements for the work packages that cover the Concept Definition stage. Commit to the completion of the work packages

- Define purchasing plan for materials and services

Understand and develop a plan for the materials and services provision for the given concept

- Update Project Risks As project circumstances change, contribute to revision of the risk register and development of mitigation plans
- Final project execution plan Develop a final plan with task allocation in association with stakeholders

QUALIFICATIONS:

Only qualified companies that have proven capability and recent experience of Technical Assistance services with specific expertise in offshore hydrocarbons similar projects will be considered to competitively tender for the scope of work described above.

Only qualified expertise from former Western Europe, Canada & USA regions will be considered.

Interested companies are requested to fill the provided questionnaire.

Interested companies are requested to provide the information as set forth in the information and documents for “contractor evaluation" request, detailed in pre-qualification questionnaire.

The purpose of the information and documents request is to start a "qualification assessment" and to give an opportunity to the selected companies to provide details of its legal structure, its management, its experience, its resources and overall capability to perform the work.

MOG must satisfy itself that each of the final selected companies have the resources, management and all the capability to act as a single legal entity (company) in order to achieve the required targets of quality, HSE, standards and programme. The qualification assessment therefore requires specific information regarding the establishment of the company, its internal organization, overall organization, engineering criteria, the method of approaching and performing the work, and the resources available. MOG would like to stress the importance it places on this prequalification document and ask that company submit all the information as requested.

MOG has the right to exclude any file which does not cover and meet the above stipulated requirements.

The pre qualification request is not an invitation to tender. MOG is neither committed nor obligated to undertake the work described above or to issue any call for tender or to include any respondent to this invitation or other company on any bidders list or to award any form of contract.

The invitation to tender (ITT) and full ITT package will only be issued to pre-qualified and duly approved companies.

MOG will not be responsible for whatsoever costs incurred for preparation and submission presented in response to this notice.

MOG shall deal only with authorized officials of the bidding companies and not through individuals or agents.

All responses are to be supported by such narrative, organization charts, resource charts and other information which the company considers necessary to substantiate the individual responses and provide MOG with the required confidence in the company's capabilities and experiences.

RESPONSES:

If you intend to bid, please:

1. Confirm your authorization for a "qualification assessment" which will be conducted by MOG representative and which might also require a visit to your premises.
2. Confirm your capability and availability to meet the time schedule indicated in this letter.

If interested and without any obligation on our part you are kindly requested to complete and stamp all pages with company seal the attached **pre-qualification questionnaire** and submit (by hand, by courier mail, by e-mail, or by fax) your reply not later than **11 October 2012 @ 12:00 local time** to:

PREQUALIFICATION (NO. JPTPQ/007/12) TECHNICAL ASSISTANCE

JPT PRE-QUALIFICATION COMMITTEE, CHAIRMAN
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FAX: +218.21.3350628
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aelgadi@mellitahog.ly

ADDITION AL INFORMATION

- This pre-enquiry shall not be considered an invitation to bid and therefore it does not represent or constitute any promise, obligation or commitment of any kind on the part of MOG, to enter into any agreement or arrangement with you or with any company participating in this pre-enquiry.
- Work Location **Milan, ITALY**
- Starting Date: **October 2012**.
- Consequently, all data and information provided by you shall not be construed as a commitment on the part of MOG, to enter into any agreement or arrangement with you, nor shall they entitle your company to claim any indemnity from MOG.
- All data and information provided pursuant to this pre-enquiry will be treated as strictly confidential and will not be disclosed or communicated to non-authorized persons or companies except MOG and its owners when necessary.
- Please submit the data/information requested by the date indicated above.

PRE-QUALIFICATION QUESTIONNAIRE

1.0 PROFILE OF THE COMPANY

.1 Structure of the Company - General Information

COMPANY NAME		LEGAL STATUS	
PRIVATE OR STATE-OWNED		FISCAL CODE	
REGISTERED ADDRESS			
TOWN		COUNTRY	
HEAD OFFICE			
REGISTERED ADDRESS			
TOWN		COUNTRY	
TELEPHONE No.			
TELEFAX No.		TELEX No.	
OPERATING WORKSHOP			
REGISTERED ADDRESS			
TOWN		COUNTRY	
TELEPHONE No.			
TELEFAX No.		TELEX No.	

REGISTRATION, AUTHORIZATIONS		
Fully Libyan Company	yes	no
Foreign Company Officially Registered in Libya	yes	no
If YES, indicate No. of Certificate and Date of Registration		
Company certification with Libya NOC (national oil cooperation)		
If YES, indicate No. of certificate and date of Registration		
Previous Experience with Mellitah Oil & Gas B.V.	yes	no
Previous Experience in Libya	Yes	no
Permanent Organization in Libya	yes	no

.2 Structure of the Company - Corporate structure

KEY POSITIONS	AVAILABLE		SURNAME AND NAME
CHAIRMAN	yes	no	
GENERAL MANAGER	yes	no	
ACCOUNTING MANAGER	yes	no	
SALES MANAGER	yes	no	
TECHNICAL MANAGER	yes	no	
OPERATION MANAGER	yes	no	
PROCUREMENT MANAGER	yes	no	
QUALITY MANAGER	yes	no	
OTHER:	yes	no	

Attach the organization chart of the Company.

If the Company is part of a group of Companies, provide an organization chart indicating the relevant position.

Group of Companies

Company name:
.....
.....
.....
.....

status within the group

1 Holding
2 Associated Co.
3 Controlled Co.
4 Subsidiary Co.

Shareholders: Names of Shareholders

..... shares %
..... shares %
..... shares %
..... shares %

Notes: .....
.....
.....
.....
.....
.....

.3 Technical References

1.3.1. List the main technical references of the Company (documentary evidence, if any, should be attached to the questionnaire), as follows.

1.3.2. Give detail of any services provided for Mellitah Oil & Gas BV within the last 3 years.

1.3.3. Provide statements of satisfactory performance, obtained from the clients mentioned.

Client		**Client**	
Scope of the contract		Scope of the contract	
Estimated Value of the contract		Estimated Value of the contract	
Year of delivery or Commence. Date		Year of delivery or Commence. Date	
Contract per. / validity		Contract per. / validity	
Description of activities carried out directly		Description of activities carried out directly	
Works sub-contracted		Works sub-contracted	
Client		**Client**	
Scope of the contract		Scope of the contract	
Estimated Value of the contract		Estimated Value of the contract	
Year of delivery or Commence. Date		Year of delivery or Commence. Date	
Contract per. / validity		Contract per. / validity	
Description of activities carried out directly		Description of activities carried out directly	
Works sub-contracted		Works sub-contracted	

.4 Financial Data and Assets Liabilities

Company's capital		
Turnover of the company: year	2011	
	2010	
	2009	
Turnover of the group: year	2011	
	2010	
	2009	

BANK REFERENCES	Bank	Head office	Phone No.	Fax No.	Contact

Please attach:
1. ***Copy of the last 2 (two) deposited balance sheets.***
2. ***Written authorization to contact the bank indicated, for verification of references.***
3. ***Declaration that no arbitration and/or litigation with client or supplier(s) exist.***

2.0 PROFESSIONAL AND BUSINESS STANDING

Do any of the following apply to your organization, or to (any of) the director(s) / partners / proprietor(s)?		
3.1	Is in a state of bankruptcy, insolvency, compulsory winding up, receivership, composition with creditors, or subject to relevant proceedings	**Yes / No**
3.2	Has been convicted of a criminal offence related to business or professional conduct	**Yes / No**
3.3	Has committed an act of grave misconduct in the course of business	**Yes / No**
3.4	Has not fulfilled obligations related to payment of social security contributions	**Yes / No**
3.5	Has not fulfilled obligations related to payment of taxes	**Yes / No**
3.6	Is guilty of serious misrepresentation in supplying information	**Yes / No**
3.7	Is not in possession of relevant licenses or membership of an appropriate organization where required by law.	**Yes / No**
3.8	If the answer to any of these questions is **"Yes"** please give brief details below, including what has been done to put things right.	

Please confirm the receipt of this Pre-enquiry and kindly submit the data/information requested by the date indicated above.

Yours faithfully,

Mellitah Oil & Gas – JPT Division
Pre-Qualification Committee Chairman

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