

# Megan Rodgers

Sector Head, Director



Megan Rodgers is a director in the Corporate & Commercial Practice and the Sector Head of Oil & Gas sector. She holds a LLB degree and LLM degree (cum laude) from the University of the Western Cape. She is a member of the Association of International Petroleum Negotiators (AIPN) and Women in Oil and Energy South Africa.

In 2008 Megan joined one of the leading commercial law firm and oil and gas practices in South Africa. By 2012, Megan joined a niche oil and gas practice in Cape Town and in April 2015 Megan joined Cliffe Dekker Hofmeyr to start the oil and gas practice.

## About Megan

Megan has assisted clients with oil and gas projects in more than 14 countries across 5 continents. She has worked closely with independent oil companies (IOC's), national oil companies (NOC's), service providers to the oil and gas industry and regulatory authorities. She provides commercial, regulatory and advisory legal services to the upstream, midstream and downstream oil and gas sectors. She specialises in upstream M&A and has advised on Farm-ins and Participating Agreements, Joint Operating Agreements, Project Development Agreements and Gas Sales Agreements. She has also advised on procurement and commercial tendering processes for E&P divisions, FPSO procurement and agreements and subsea installations procurement and agreements, as well as MODU services agreements, and has prepared submissions for host governments on proposed legislative amendments to the oil and gas industry in South Africa and Namibia. Megan has extensive regulatory experience, she has advised clients on host government instruments in tax royalty, production sharing and service contract jurisdictions and has assisted clients with multi-jurisdictional due diligence investigations and reports specific to oil and gas interests. She has also advised on the F-A Gas Field Development and Ibhubesi Gas Field Development in South Africa as well as the Kudu Gas Field Development project in Namibia.

She is part of the team awarded the 2010 Oil and Gas Deal of the Year Award and the 2014 Legal Advisor of Year Award by African Investor.

## PUBLICATIONS

- South African Oil and Gas chapter published in UK publication "Getting the Deal Through - Oil Regulation 2011" [www.GettingTheDealThrough.com](http://www.GettingTheDealThrough.com)
- Co-Author of UK publication "Getting the Deal Through-Gas Regulation 2016 Edition" [www.GettingTheDealThrough.com](http://www.GettingTheDealThrough.com).
- Co-Author of UK publication "Getting the Deal Through-Gas Regulation 2017 Edition" [GettingTheDealThrough.com](http://GettingTheDealThrough.com).

## Contact Megan

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## Expertise

Corporate & Commercial Law

Oil & Gas

Government and State-Owned Entities

Industrials, Manufacturing & Trade

## Location

Cape Town

## Language

English

- Co-Author "Oil and Gas Law Review" 2022 and 2023

## Credentials

### Education

- LLB, University of the Western Cape, Cape Town, SA
- LLM cum laude, University of the Western Cape, Cape Town, SA
- International Oil and Gas Law, AIPN USA
- Drilling Essentials for Non-Drilling Professionals Offshore Skills Training Centre (OSTRAC)
- Registered with the Legal Practice Council

### Memberships

- Association of International Petroleum Negotiators (AIPN)
- Founding Member of the Onshore Petroleum Association of South Africa (ONPASA)
- Women in Oil and Energy South Africa

## Experience

- Legal advisor to a TSX listed IOC on its acquisition of a 60% operated interest in the Orinduik Block offshore Guyana. Project Jurisdiction: Guyana
- Legal advisor to the national oil company of Namibia (NOC) on its proposed acquisition of oil producing Blocks 14/14A in Angola. The project scope entails acquisition of 100% of the shares of a Netherlands based SPV which holds 10% equity stake in Blocks 14/14A in Angola where the JV partners include the Petroleum, Gas and Biofuels National Agency of Angola, Sociedade Nacional de Combustíveis de Angola E.P. – Sonangol E.P, Sonangol Pesquisa e Produção, Sarl with Cabinda Gulf Oil Company Limited as the operator. Project Jurisdiction: Angola
- Legal advisor to a TSX listed IOC on a dual sale to AIM listed and TSX listed IOCs which paved the way for the drilling of Gazania 1 well in South Africa. Project Jurisdiction: South Africa
- Advised on the sale of a participating interest to major IOC and AIM listed IOC in respect of Walvis Basin offshore blocks, scope of work including drafting and negotiating terms of Farm-Out Agreement, Escrow Agreement, Deeds of Assignment to Petroleum Agreement and JOA, Deed of Amendment to JOA, obtaining Ministerial consents and approvals, filing merger notices and obtaining Competition Commission approvals and drafting Completion Agreement. Project Jurisdiction: Namibia
- Advised on the sales of participating interest in Block ODBW, Block 3B4B and Inshore Block 3B4B, scope of work including drafting and negotiating terms of the Farm-Out Agreement and Joint Operating Agreement, obtaining Ministerial consents and approvals and drafting Completion Agreements. Project Jurisdiction: South Africa
- Advised on the sale of participating interest from the NOC of Namibia to supermajor oilco scope of work including negotiating terms of the Farm-Out Agreement and Joint Operating Agreement. Project Jurisdiction: Namibia
- Advised ASX listed IOC on the sale and transfer of various gas exploration blocks in Kenya, scope of work including revisions to the PSA's terms and conditions and Joint Operating Agreement. Project Jurisdiction: Kenya.
- Advisor to an Australian based IOC on the sale and transfer of a participating interest in a gas exploration project in Tanzania, scope of work including review of PSA and obtaining TPDC approvals, the drafting and negotiation of a Participation Agreement and Joint Operating Agreements pursuant to an AMI Agreement. Project Jurisdiction: Tanzania.

- Legal Advisor on the Kudu Gas Field Development Project advising on the dilution of interest by the NOC as well as the Project Development Agreement, the subsea EPIC Agreement and FPS Agreement as well as the Gas Sales and Transportation Agreements. The project scope entailed a Floating Production System (FPS) with gas processing facilities. The facilities comprised of subsea in-field flowlines with piggy-backed DEH system, dynamics risers, XTs, subsea controls, umbilical's, isolation valve skid, as well as the onshore reception facilities, including an isolation valve and temporary pigging capability and cross-border export pipelines. Project Jurisdiction: Namibia, Botswana, Tanzania and South Africa.
- External legal advisor to the exploration division of the NOC of Namibia in respect of various Multi-Client Agreements, Data Licensing Agreements, Participation Agreements and Joint Operating Agreements. Project Jurisdiction: Namibia
- Advisor on a liquified natural gas (LNG) project. Scope of advice including advice on various terminal configuration scenarios with base capacity and expansion capacity optionality, construction and operation of pipeline transmission facility, storage and regasification facilities as well as advice on construction and operation of gas pipeline distribution facility with takeoff points and potential linkage to the Lilly pipeline. Our scope also including identification of required NERSA registrations and licenses, NERSA tariff and pricing guidelines, environmental authorisations and consultations with relevant government stakeholders and regulatory bodies. Project Jurisdiction: South Africa.
- Legal advisor on the Ibhubesi Gas Field Development Project. The Ibhubesi Gas Field located in Block 2A with independently certified gas reserves at 540 Bcf and the best estimate prospectivity of close to 8 Tcf of gas. Sunbird is the operator. Project Jurisdiction: South Africa.
- Advised to the national oil company of South Africa on its strategic partnership agreements with an oil co service provider for the development of new and existing F-A gas fields in Block 9, offshore South Africa. The project entailed de-risking gas field development costs associated with drilling of additional wells in Block 9, the installation of gas pipeline tie-in facilities to the existing subsea infrastructure to extend the lifespan of its flagship gas-to-liquids (GTL) refinery. Project Jurisdiction: South Africa.
- Advised TSX listed IOC and its South African subsidiary on its shareholder funding structure for Brulpadda gas well in Block 11B/12B South Africa. Our scope of work including drafting the funding proposal for the well obligation cash call, review of the requisite agreements and terms of the proposed funding instruments and all enabling resolutions and providing all requisite advice and assistance required in relation to the implementation thereof including a steps plan-schedule for implementation; as well as drafting a legal opinion on the ownership implications arising from the proposed funding structure. We were also responsible for overseeing the completion activities on closing of the main transaction between our client and the JV partners. Project Jurisdiction: South Africa.
- Advisor on Project Ikhweza subsea infrastructure project which entailing drilling of additional wells in E-M gas field in Block 9, the installation of gas pipeline tie-in facility to the existing subsea infrastructure. Project Jurisdiction: South Africa.
- Advised to IOC on an acquisition of open acreage gas exploration and production blocks located between the Comoros and Mozambique international boundary. Project Jurisdiction: Mozambique.
- Advised on procurement processes for drilling (turnkey) services, trees and controls, offshore survey and logistic services. Project Jurisdiction: Namibia.
- Due diligence investigation on various gas supply and customer agreements and utilization of existing storage facilities and distribution pipelines by third party user agreements. Project Jurisdiction: South Africa.
- Advised an ASX listed IOC on coal-bed methane technical co-operation permits and exploration rights in South Africa. Project Jurisdiction: South Africa.
- Advised a Australian, ASX listed and South African based IOC on technical co-operation permit and exploration right applications for shale gas in the Karoo Basin, the scope of work including drafting of the applications and subsequently advising on the effects of Ministerial moratorium. Project Jurisdiction: South Africa.
- Advised AIM listed IOC on coal bed methane gas exploration licenses in Botswana. Project Jurisdiction: Botswana.

- Advised on bunkering licenses and the supply of fuel oil, diesel oil, gas oil and blends by bunker barge as well as wholesale, site and retail licences in terms of the Petroleum Products Act. Project Jurisdiction: South Africa.

## News

### [Lexology - In-Depth: Oil and Gas - South Africa](#)

Directors Heinrich Louw, Megan Rodgers and Associate Amore Carstens contributed to the South African chapter of the Lexology - In-Depth: Oil and Gas Law - Edition 11.

### [Integrated Energy Planning: Commencement of section 6 of the National Energy Act](#)

The National Energy Act 34 of 2008, assented to by the President in 2008 (Energy Act), is but one of many attempts to ensure uninterrupted supply of energy to South Africa since the inception of loadshedding in 2007. The Energy Act, premised on the Energy White Paper of 1998, aims to cover gaps in the Energy White Paper and other legislation on energy security, using an Energy Security Master Plan prepared by the then Department of Mineral Resources and Energy.

### [International Comparative Legal Guide - Oil & Gas Regulation 2023](#)

Megan Rodgers and Amore Carstens contributed to the South African chapter of the International Comparative Legal Guide - Oil & Gas Regulation 2023

### [Call for public comments on the Upstream Petroleum Resources Development Bill](#)

In our previous alert, we discussed the outcome of the meetings held by the Portfolio Committee on Mineral Resources and Energy (Portfolio Committee) insofar as it relates to the public participation process for the Upstream Petroleum Resources Development Bill (UPRDB), currently before Parliament.

### [Next steps for the Upstream Petroleum Resources Development Bill](#)

As we approach the one-year mark since the introduction of the Upstream Petroleum Resources Development Bill (UPRD Bill) in the National Assembly, we are starting to see traction for the UPRD bill through the parliamentary process.

## Podcasts

### [Unpacking Kinetiko's gas development concept which has the potential to achieve a cleaner energy transition solution for SA](#)

Megan Rodgers and CEO of Kinetiko Energy, Nick de Blocq, unpack Kinetiko's gas development concept which has the potential to achieve a cleaner energy transition solution for South Africa.

### [WOZA Podcast One - Celebrating 100 years of women in law](#)

Join the CDH Conversations as we commemorate 100 years of women in law.

### [Women's Month Podcast Series | Megan Rodgers](#)

"Be your authentic self, stay focused and be clear about your goals" says Megan Rodgers, Director and Head of the Oil & Gas sector. Megan shares her journey to becoming a lawyer and specialising in the oil and gas space.

### [Eradication of energy poverty in Africa](#)

The eradication of energy poverty in Africa should be of paramount importance. Megan Rodgers, Head of the Oil and Gas sector at CDH provided commentary on Channel Africa on the topic.

### Breaking down barriers as a female of colour in the Oil & Gas sector

Megan Rodgers, Director and Head of the Oil & Gas sector joined Smile FM to discuss what she enjoys about the Oil and Gas sector and shares advice with young aspiring lawyers.

[All news by Megan Rodgers →](#)

## Recognition

- Legal 500 EMEA
  - Chambers Global 2024 ranked Megan in the Namibia General Business Law category as 'Foreign Expertise Based in South Africa spotlight'.
  - The Legal 500 EMEA 2017–2023 recommended her for projects & infrastructure.
  - Megan was named one of IFLR1000 2021–2023 Women Leaders – the elite cohort of the leading female experts in local markets globally.
  - IFLR1000 2020–2023 ranked Megan as highly regarded for project development: oil and gas.
  - Africa Investor (Ai) Infrastructure Investment Awards part of the team awarded the 2014 Legal Advisor of Year Award.
  - Africa Investor (Ai) Infrastructure Awards part of the team awarded the 2010 Oil and Gas Deal of the Year.