

# ATTORNEY-GENERAL OF THE FEDERATION AND MINISTER OF JUSTICE

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HAGF/HMF/2013/VOL.1/8

20<sup>th</sup> May 2013

**Simon Taylor,  
Global Witness**

5<sup>th</sup> Floor, Buchanan House  
30 Holborn, London EC1N 2HS  
United Kingdom.

*Dear Sir*

**RE: MATTERS ARISING FROM THE SALE OF OPL 245 OIL CONCESSION:  
REQUEST FOR IMMEDIATE ACTION TO RECOVER THE \$ 215 MILLION OF  
ASSETS BEING DISPUTED BY EVP AND MALABU AND THAT ARE CURRENTLY  
FROZEN IN THE UK HIGH COURT**

May attention has been drawn to your letter dated 1<sup>st</sup> May 2013 to Mrs Ngozi Okonjo-Iweala, Honourable Minister of Finance in respect of the above subject matter. I have also been availed a copy of the Honourable Minister's response dated 19<sup>th</sup> May 2013 and all the concerns raised by her in response to your letter.

2. I have examined the letter under reference and the accompanying documents and wish to inform you that the transaction in question is transparent in every material particular and that it did not violate the Constitution and/or any applicable extant laws in Nigeria. I also wish to draw your attention to the fact that the signature bonus, which the transaction attracted, was duly paid to the Federal Government of Nigeria in accordance with the law.

3. Let me reiterate for avoidance of doubt that Nigeria Agip/Shell had transferred the sum of \$ 1,092,040,000 to J.P. Morgan under a depository agreement between the Federal Government of Nigeria and J.P. Morgan pursuant to Block 245 Resolution Agreement dated 29<sup>th</sup> April 2011. Under the said agreement, the sum of \$1,092,040,000 was to be paid to Malabu Oil and Gas Limited (Malabu) by J.P. Morgan on the instructions of the Federal Government of Nigeria.

4. It will be recalled that although, the Federal Government had initially given J.P. Morgan instructions to pay Malabu the entire sum, full effect could not be given to the instructions as \$ 75 Million was retained by J.P. Morgan due to the freezing Order obtained against Malabu by International Legal Consultants who were, then, in arbitration with Malabu. The arbitration has been concluded and the terms of settlement between the parties have been reduced to a Consent



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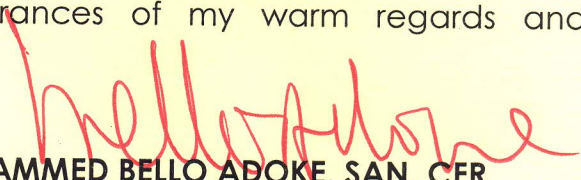
Order of the High Court of Justice, Queens Bench Division, Commercial Court in England. Consequently, the legal impediments that prevented J.P. Morgan from transferring the entire funds to Malabu have been removed.

5. It was on the strength of the foregoing and the Consent Order of the High Court of Justice, Queens Bench Division that I requested the Hon. Minister of State Finance to instruct J.P. Morgan to pay Malabu, the sum of \$ 75 Million retained by them pursuant to the freezing Order and the accrued interests on the sum in order to enable the Federal Government fully discharge its obligations in respect of the Block 245 Resolution Agreement. I should also state that resolution of this dispute has released the Federal Government of Nigeria from Shell's claims in excess of \$ 1 Billion US Dollars in the arbitration before the international Centre for the Settlement of Investment Disputes (ICSID).

6. In view of the foregoing, I wish to reiterate that the settlement relating to OPL 245 did not breach the Constitution of the Federal Republic of Nigeria 1999 and/or any extant law. The transaction was completely transparent and received the approval of relevant authorities and persons. You may wish to note that the House of Representatives of the Federal Republic of Nigeria had instituted a probe into the transaction and at the end, they were satisfied that there was no infraction of the Constitution or any other Nigerian law.

7. While I thank you for the concern shown in respect of the transaction, I wish to state that since the OPL 245 Resolution Agreement did not breach the Constitution or any extant law and was approved by all relevant authorities and persons, I am therefore unable to justify the call for investigation of the officials of the Ministry of Finance or indeed any other person or authority.

8. Accept the assurances of my warm regards and highest consideration.

  
**MR. MOHAMMED BELLO ADOKE, SAN, CFR**  
Honourable Attorney General of the Federation  
and Minister of Justice

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Copy to:

1. Dr Ngozi Okonjo-Iweala, CFR  
Coordinating Minister for the Economy  
and Honourable Minister of Finance,
2. Honourable Minister of State,  
Federal Ministry of Finance,  
Abuja,
3. Nicholas Hilyard,  
The Corner House,
4. Luca Manes,  
Re: Common

The above is for your information, please.



**MR. MOHAMMED BELLO ADOKE, SAN, CFR**

Honourable Attorney General of the Federation  
and Minister of Justice