

EXPERIENCE

JAN VAN DER VALK

Corporate Work and Merger & Transactions Experience

Jan has been involved in several corporate activities:

He was responsible for the incorporation of joint ventures and wholly owned affiliates for Amadeus in Asia and the corporate housekeeping of these joint ventures and wholly owned legal entities. He was also one of the directors of the Amadeus legal entities in Singapore and Malaysia.

At SABIC he was actively involved in the restructuring of European legal entities and the incorporation of the General Electric Plastics legal entities in Europe and successive restructuring of the SABIC Europe Group of legal entities.

Jan was secretary of the Managing Board and Supervisory Board of SABIC Petrochemicals B.V. and deputy secretary of the Managing Board and Supervisory Board of SABIC Europe B.V.,

Jan has been involved as in-house counsel in several merger and acquisition transactions in Europe, Asia and the Middle East.

As (Interim) General Counsel of Gateway 24 B.V and BDI (Nederland) B.V Jan is responsible for all legal issues in the for the Gateway 24 B.V and group and the BDI (Nederland) B.V. Group including corporate housekeeping, restructuring and refinancing of several legal entities in the Netherlands and the United Kingdom

Commercial Agreements

Jan has substantial experience in drafting and negotiating of (international) commercial agreements as described below.

Energy Industry

At EBN he drafted and negotiated contracts related to the exploration and production of Gas with operators and other Joint Venture Partners and has also been involved in the negotiations and execution of Gas condensate sales contracts.

Petrochemical Industry:

Engineering Procurement and Construction Agreements

In a major project concerning the construction of a naphtha cracker and ancillary plants in the Netherlands he drafted and negotiated the related EPC Agreement.

Furthermore, he successfully negotiated EPC Agreements in other projects such as the construction of a low density polyethylene plant in Germany.

Operation and Maintenance Agreements

For standard maintenance services and turnarounds of certain plants operation and maintenance agreements have been drafted negotiated and implemented.

Lease Agreements

For the offices and warehouses on the site Chemelot Jan drafted and negotiated several lease agreements.

Supply Change Management Polymers and Chemicals:

As Jan was amongst other areas many years responsible for the legal services for the supply chain departments polymers and chemicals of SABIC in Europe, he has been involved in the drafting, negotiating and executing of the following -logistic operations related- agreements: transport services agreements, logistic services and warehouse agreements, freight forwarding agreements, time charter agreements, charter agreements, agreements facilitating the construction of LNG vessels for the transport of SABIC products and/or feedstock) and multimodal transport agreements (rail/ship/road).

Software license agreements, Technology License Agreements,

Considering his work history at Amadeus Jan has also been responsible for the ICT department and in that context actively involved in the negotiations and execution of many software license agreements. He took a leading role in the execution of the Agreements with SAP for the establishment for SABIC of a global SAP platform and the Global License Agreement for the use of Microsoft Products by SABIC on a worldwide basis.

In order to use the technologies for the operation of a plant to be constructed or expanded Jan negotiated several technology license agreements with petrochemical technology providing parties.

Purchase Agreements

Being responsible for the legal services for the procurement departments in Europe the SABIC Europe general purchase conditions have been drafted and updated from time to time by Jan including several relevant templates of framework purchase agreements. The negotiation and execution of individual purchase agreements and requested deviations from SABIC's general purchase conditions in Europe were conducted under the supervision and responsibility of Jan.

As Jan was the lead counsel for the global procurement department he had a global responsibility for the legal issues related to the drafting, negotiating and executing of global framework agreements.

He had a coordinating and supervising role for the lawyers advising the global procurement team through (i) ensuring and monitoring that the appropriate counsel was timely and actively involved in a global purchase transaction and (ii) establishing and maintaining a legal knowledge and know how sharing platform for the SABIC in house counsels in all SABIC regions. The first SABIC global purchase agreement templates have been drafted and implemented under his responsibility.

Sales and Marketing Agreements

For the sale of SABIC's polymer products he has drafted and implemented a new set of general conditions of sales and related framework supply agreements for all countries in Europe where SABIC is selling its polymer products. He has also been involved in the negotiations and execution of such agreements.

For three years Jan has been the chairman of the Centre of Excellence Commercial Contracts a knowledge and know how sharing platform for all SABIC in-house commercial lawyers, which has been established by him.

Agency Agreements

To support the sale and marketing of the products several agency agreements have been executed with third parties, joint ventures and wholly owned affiliates of SABIC.

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ICT Travel Industry

As Jan has been employed by Amadeus Global Travel Distribution from 1999-2005 (Madrid, Spain and Bangkok, Thailand) he has substantial experience with ICT related transactions.

One of the major ICT projects he was involved in is related to the outsourcing of the passenger management systems of British Airways and Qantas where he played a crucial legal role in the negotiations and execution of the ICT outsourcing agreement which was completed successfully after 12 months of hard work. Later he was also involved in other outsourcing transactions.

To ensure the continuation of the daily commercial operations of Amadeus it was important that the use of the Amadeus system (by both travel product providers and travel agents) was secured by solid agreements, which have been drafted and/or improved and where necessary negotiated by Jan during his employment at Amadeus. It consisted of the following agreements: participating carrier agreements (airlines), system user agreements; partner agreements, joint venture agreements; national marketing agreements and subscriber agreements.

Healthcare industry

During his employment at Roche Diagnostics GmbH, the majority of Jan's work consisted of drafting and negotiating license agreements, research agreements and cooperation agreements with universities in Germany and other countries.

Management Experience

In Madrid Jan was the supervising manager of two junior legal counsels in the area of the Amadeus providers who distributed their travel related products through the Amadeus System.

Jan has set up the legal department for Amadeus for the region Asia Pacific at the regional headquarters in Bangkok with a team of lawyers hired locally.

As deputy of the director legal affairs at SABIC he was also involved in the management activities of the European legal department

Compliance

Jan has been involved in compliance related activities including but not limited to drafting the company's code of ethics, developing web based training programs related applicable anti bribery regulations and more in general related to the company's code of ethics and in conducting training sessions on these subjects. He has also been involved in numerous compliance investigations related to anti bribery and related to code of ethics violation allegations.

At SABIC part of Jan's responsibilities was compliance with environmental laws at the Site Geleen and Gelsenkirchen amongst which he handled legal issues with plant permissions, CO₂ Emission Trading System etc.

Recently Jan has completed an assignment at EBN B.V. (Energie Bedrijf Nederland) a state owned private limited company responsible for and involved in the exploration and production of Dutch gas where he was

responsible to provide legal advice on commercial related issues (drafting and negotiation contracts) and compliance related issues such as but not limited as anti-corruption laws, the Public Tender Act etc.

Furthermore, he has been operating in a highly regulated environment related to the computer reservation system industry, which required a regular review of the operating practices and regular training of staff on relevant developments in these regulations. (E.g. Regulation (EC) No [80/2009](#) of the European Parliament and of the Council of 14 January 2009 on a Code of Conduct for computerized reservation systems and repealing Council Regulation (EEC) No 2299/89.)