Willis

GLOBAL CONSTRUCTION SERVICES (GCS)

MIDDLE EAST CAPABILITIES AND EXPERIENCE

WILLIS HAS MORE THAN 400 OFFICES IN NEARLY 120 COUNTRIES, WITH A GLOBAL TEAM OF APPROXIMATELY 17,000 EMPLOYEES SERVING CLIENTS IN VIRTUALLY EVERY PART OF THE WORLD. ADDITIONAL INFORMATION ON WILLIS MAY BE FOUND AT WWW.WILLIS.COM.

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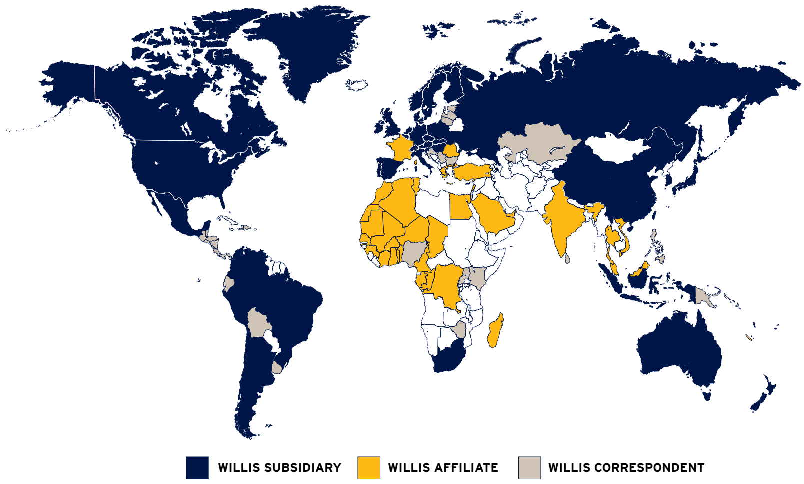
WILLIS GROUP

Willis Group Holdings plc is a leading global insurance broker, developing and delivering professional insurance, reinsurance, risk management, financial and human resource consulting and actuarial services to corporations, public entities and institutions around the world. Willis has more than 400 offices in nearly 120 countries, with a global team of approximately 17,000 employees serving clients in virtually every part of the world. Additional information on Willis may be found at **www.willis.com.**

WILLIS WORLDWIDE OFFICES



WILLIS GLOBAL CONSTRUCTION SERVICES (GCS)

Willis GCS is the leading international insurance broker and professional risk consultant to the global construction industry. GCS employs over 80 professional Associates based in London, who are responsible for arranging and providing insurance coverage and risk management services to contractors, project owners, project managers, project financiers, professional consultants and insurers throughout the world. GCS is responsible for the placement of approaching USD 350 million of insurance premiums annually. This ensures that we maintain a significant market profile and command both influence and respect from the market.

With our specialist technical expertise, ability to leverage the market and outstanding experience, we are able to offer a wide range of solutions to our clients, such as Annual Global Programmes for construction groups, Owner Controlled Insurance Programmes (OCIPs) for single projects and stand-alone specialist covers.

In addition to our regionally based resources, GCS has dedicated teams focussed on the United Kingdom, European and International regions performing a combination of business development, client management and placement functions. GCS also has specialists focussing on certain industry sectors, including Contractors, Energy, Heavy Industry, Transportation, Infrastructure, Power and Utilities and Property Development. We feel that clients need a broker who understands their specific risks and requirements and who can design insurance programmes specifically to protect these.

GCS is committed to driving forward new solutions in the design, placement and servicing for these industrial sectors.

GLOBAL CONSTRUCTION PRACTICE GROUP (GCPG)

Global Construction Services is the home of Willis Global Construction Practice Group (GCPG), a pivotal driving force behind a unique Willis approach to global construction, bringing access to global insurance markets, products and skill sets unparalleled within the construction insurance broking arena.

The Global Construction initiative was created in 2005 and specifically:

- Enhances Willis' service capability for our construction industry clients
- Enables the creation, strengthening and linking of our specialist construction units worldwide
- Is driven by and monitored from London utilising a master database containing information on the construction industry, local markets and practices for each territory
- Enables us to blend effectively the local and regional market solutions with those available via GCS in London, via our Global Marketing approach

Willis has in excess of 700 construction specialists globally responsible for the placement of over USD 2 billion of insurance premiums in the market each year, providing us with excellent market profile and leverage.

WHAT SERVICES DO WE OFFER?

GCS specialises in risk identification and analysis and the design of tailor-made risk transfer programmes. Services on which this work may focus include the following:

- Bid document insurance reviews
- Risk analysis and matrices
- Contract review and drafting of risk transfer provisions
- Insurance cost
- Owner/lenders' interface
- Marketing and options review
- Individually designed policy wordings
- **Local** service co-ordination and delivery supported by **global** resources – '**Glocal**' approach
- Global marketing and placement
- Documentation management
- Life of project servicing/claims handling
- Smooth interface with operational insurances
- Web based 'e rooms' for real time communication

WHAT PRODUCTS DO WE OFFER?

Products on which the above services may focus include the following:

- Bonds and surety coverage
- Claims consultancy service and claims management services
- Construction 'all risks', third party liability and advance loss of profits/delay in start-up
- Construction engineering/risk management
- Contractors' annual 'whole account' insurance programmes
- EuroConstruct™
- Global Declarational Programmes
- Latent/inherent defects
- PartialConstruct™ – exclusively designed for long-term project cessation
- Pollution and environmental insurance
- Private finance initiative and public/private partnership solutions
- Professional indemnity covers
- Project-specific Owner and Contractor Controlled Insurance Programmes
- Terrorism

WILLIS IN THE MIDDLE EAST

> WILLIS HAS BEEN PRESENT IN THE GULF FOR OVER 35 YEARS. OUR REGIONAL OFFICES ARE PART OF THE WILLIS INTERNATIONAL NETWORK, ONE OF THE LARGEST INSURANCE INTERMEDIARIES IN THE WORLD. WE PROVIDE RISK MANAGEMENT, RISK TRANSFER AND SPECIALISED CONSULTANCY SERVICES.

AL-FUTTAIM WILLIS (AFW)

Willis' local and regional market expertise is the product of over 35 years at the very heart of the Middle East insurance industry. This has always been complemented by the skills and experience of our specialist divisions based in London and elsewhere. Where appropriate, we have regularly seconded specialists into the region from London in order to be able truly to live up to our commitment to provide the very best of our global resources to you in a local environment.

AFW is a joint venture company, dating back to 1974 and in which Al-Futtaim Group holds a 51% share and the remaining 49% is held by the Willis Group. It acts as the hub of our Middle East business with 45 staff.

AFW has offices in Dubai, Abu Dhabi and Bahrain which together with Willis Saudi Arabia Ltd and the Middle East team based in London, has placed and continues to service multi-billion dollar projects in every Middle East country.

We pride ourselves on working with local and regional insurance markets to ensure that we place policies on a competitive basis so that an equal share of risks, premium volume and reputation is maintained. We have first class relationships with many of the national and international insurance companies in the Middle East. Similarly our global marketing strategy ensures that international insurers such as RSA, Chartis (formally AIG), Allianz and Zurich are participating in regional projects.

WHAT SERVICES DO WE OFFER?

Our primary role is to assist clients in placing appropriate insurance and/or risk management protection for their business. In addition to the leverage we are able to offer in negotiations with insurers, our in-depth knowledge of the exposures faced enables us to tailor specific insurance policies to meet the needs of our clients.

To provide the services identified, we have structured ourselves into dedicated energy, marine, construction and non-marine teams with staff skilled in the following:

- Identification and evaluation of risk
- Marketing of client specific insurance policies
- Provision of day to day servicing of these insurance policies (including claims handling)
- Review of contractual terms and conditions
- Provision of risk management solutions

Our client portfolio includes a number of local and international corporate clients as well as large public sector corporations. The principal risks handled include the following:

MARINE

- Cargo
- Marine Hull
- Liability Risks
- Protection and Indemnity

NON-MARINE

- All types of Property and Casualty Risks
- Employee Benefit type coverages including Medical, Group Life and Personal Accident
- Aviation Risks
- Traditional motor and household products

FINANCIAL INSTITUTIONS

- Bankers Blanket Bond
- Computer Crime
- Professional Indemnity
- Premises and Transit
- Mergers and Acquisitions

CRISIS MANAGEMENT

- Property Terrorism
- Contingent Liability
- Kidnap and Ransom
- Piracy

CONSTRUCTION

- Contractors Whole Account
- Construction Risks
- Project Specific Coordinated Programmes
- Political Risks
- Latent Defects Insurance

ENERGY

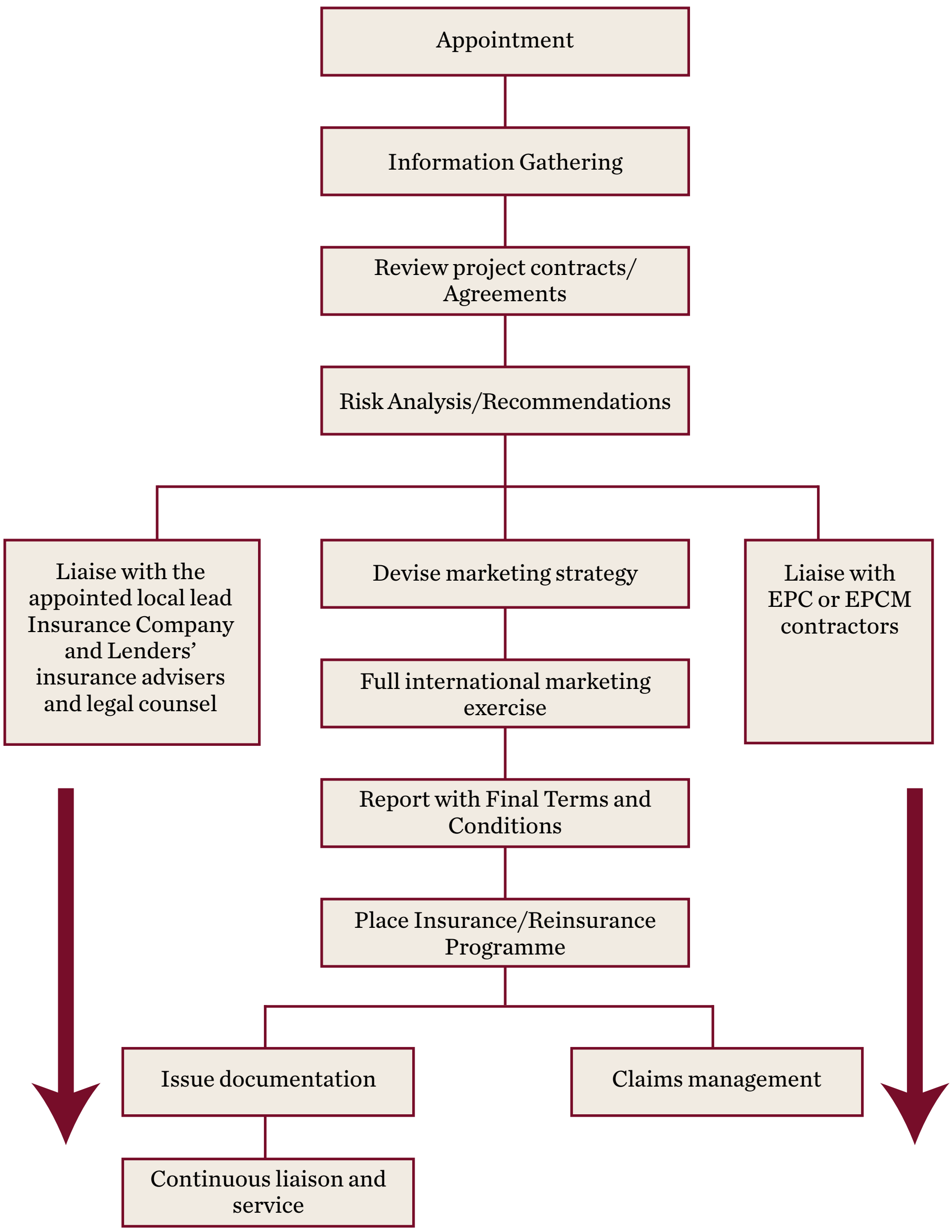
- Offshore Property and Casualty
- Control of well and operators
- Extra expense

SCOPE OF SERVICES

Outlined below is a summary of the tasks that GCS would anticipate carrying out as part of our overall service plan for our clients.

This is not an exhaustive list and is intended purely as a guide in order to highlight the major services we anticipate providing. We are sure that there will be specific issues, whether of a political or strategic nature, that you will want to consider at the outset and we will want to work in partnership with you to develop a formal service agreement from the time of appointment until the project is successfully delivered and becomes commercially operational.

SCOPE OF SERVICES MODEL



We fully appreciate that the specific tasks would have to be finalised, however, the following comments expand upon the diagram on the previous page and highlight our anticipated tasks as relevant to a major project.

Following our appointment we expect to:

- Meet with you to understand and establish lines of communication;
- If relevant, consult with you to establish protocols regarding our dialogue and involvement with the insurance market;
- Review all relevant project contracts or agreements, in particular the liability, indemnity and insurance clauses;
- Identify risks that are to be retained, those that are to be dealt with contractually by the EPC or EPCM contractors and those that are to be transferred to the insurance/reinsurance markets;
- Develop and design the Project Specific Insurance Programme including the requirements and customary provisions pertaining to the international financing of the project, if applicable. This will include consultation on coverage, parties to be insured, limits of indemnity, liability and sums insured and deductibles, etc;
- Liaise as necessary with other specialist consultants or advisors including your legal counsel, the technical consultants and the Lenders' independent insurance advisors and legal counsel;
- Assist in any negotiations with Lenders and the Lenders' appointed independent insurance advisors, if applicable;
- Gather underwriting information and identify all information that will be required by underwriters for marketing purposes;
- Provide Estimated Maximum Loss (EML) studies and simulations;
- Prepare Underwriting Information Presentations for your approval prior to first market approach;
- Devise a specific marketing strategy with you and agree 'lead' markets to be approached for terms;
- Co-ordinate presentations to markets which could involve your project or risk management personnel and/or the EPC contractors;
- Create a competitive environment for the negotiation of lead quotes;
- Incorporate the Lenders' insurance requirements and comply with such requirements where required;
- Constant liaison with you throughout the marketing process;
- Prepare a quote matrix to compare programme proposals and cost/benefit alternatives and make recommendations to you on best options;
- On receipt of instruction from you, effect and complete 100% of the insurance/reinsurance placement with acceptable security and issue appropriate documentation (including cover notes, policy wording(s), premium debit notes, etc.);
- Negotiate and agree the broadest possible policy wording(s) with the nominated lead markets;
- Prepare insurance summaries and claims procedures; nominate loss adjusters acceptable to you and the nominated lead reinsurer(s);
- Meet with the EPC or EPCM contractors (if applicable) to review scope of coverage and claims procedure; respond to concerns, if any.

On an on-going basis we will:

- Respond to insurance issues raised on site including the attendance of meetings with you, together with representatives from the lead market (if appropriate);
- Manage the negotiation and settlement of all claims in a timely fashion;
- Carry out periodic reviews to accelerate claims resolution;
- Ensure continuous efficient and effective communication between all key project parties;
- Issue documentation to effect any changes to the insurance programme over the duration of the construction period.

PROJECT ACTIVITY SCHEDULE

Willis will, at the earliest opportunity and in consultation with you, develop an exclusive 'Activity Schedule' in the form of a 'GANTT' chart that will identify clear milestones for the delivery of specific tasks throughout the construction phase. This schedule will enable you to measure the performance of Willis in the delivery of tasks against agreed milestones and serve as a transparent mechanism to ensure that we continue to provide a service of the highest quality throughout the term of our appointment.

> THE WILLIS PHILOSOPHY IS TO PROVIDE THE HIGHEST QUALITY STANDARD OF SERVICE TO OUR CLIENTS.

CLAIMS MANAGEMENT

GCS has a specialist claims team that will respond to any claims issues that may arise through the course of any given project.

Some facts that we would like to bring to your attention are:

- Our claims team consists of 10 specialist full-time Associates
- This team works side-by-side with the client service and marketing teams in London. This is the key feature that differentiates us from our competitors
- We can assist you in the preparation and presentation of claims documentation
- Our claims consultants have solid experience in managing complex and contentious claims on a broad range of projects around the world and have the technical knowledge necessary to grasp the nature of loss and the implications and complications that arise therefrom

> A FUNDAMENTAL PART OF OUR SERVICE IS PROMPT SETTLEMENT OF CLAIMS.

From first advice to final settlement, we are actively involved in claim discussions with all parties to achieve a settlement – our client, the market, loss adjusters and legal representatives. A fundamental part of our service is prompt settlement of claims.

In summary our Claims Management Service will:

- Ensure the appointment of a competent Loss Adjuster (or panel of adjusters) with qualified and experienced people locally and with key personnel also based in London
- Provide an Insurance Manual and a Claims Procedures Manual, detailing the scope of coverage and procedures to be followed by all parties in the event of a claim. The interface contacts between you, Willis, Insurers/Reinsurers, Loss Adjusters and the EPC contractors would be clearly defined
- Set up a shared claims management and recording system and consider the option of using an extranet generated reporting system
- Ensure the prompt and accurate filing of claims with reinsurers and monitor submission of the proper claim forms, survey reports, bills, receipts and other required documents
- Monitor each claim for prompt and fair settlement, and protect your contractors by developing technical responses and negotiating with insurers/reinsurers in the event of disputes
- Provide regular status reports on all claims
- Negotiate with insurers/reinsurers for interim payment pending final adjustment of claims
- Actively assist your Finance and Risk Management Teams in dealing with any crisis situation

WILLIS GROUP PRACTICES

WILLIS ENERGY PRACTICE

The global energy industry is as diverse and dynamic as it has ever been and it will continue to be pivotal for the coming decades as world demand for energy continues to increase exponentially.

Expanding diversity sees the commercial realisation of large renewable energy resources, such as solar, wind and bio-fuels, moving forward alongside plans for increasing the supply of nuclear energy, coal, oil and natural gas from difficult-to-reach locations or unconventional sources like oil sands. This has created challenges for the insurability of new projects in this sector. As the scale and complexity of projects has risen, risks have come under ever greater scrutiny by underwriters.

Willis is one of the leading professional insurance consultants within the energy industry. With global revenues in excess of USD 50 million, we have 135 dedicated energy Associates working in 10 offices around the world. The specialist Willis Energy unit is designed to deliver a thorough understanding of our clients' technical and operational needs, together with the provision of independent consultancy on risk and insurance issues.

The Willis Energy Construction Practice is part of this global Energy unit and is responsible for downstream onshore construction projects. The team comprises highly experienced insurance professionals who have a proven track record of delivering the highest standards of service and products to our clients over a number of years. They have worked together as a collective resource on numerous energy sector projects over the past 15 years and the synchronicity, experience and strong teamwork ethic will continue to be the driving force in our service to clients in the future.

WILLIS POWER AND UTILITIES PRACTICE

According to figures released by the Energy Information Administration in the United States, world net electricity generation is set to nearly double from about 18 trillion kilowatt hours in 2006 to 24.4 trillion kilowatt hours in 2015 and 33.3 trillion in 2030. It is estimated that the majority of this growth will come from non-OECD countries, with total electricity generation projected to increase by an average of 4.0 percent per year up to 2030, and coal and natural gas fuel consumption leading the way.

To meet the risk management needs of the companies that will construct and operate the power plants necessary for this growth in generation and other sectors of the power industry, Willis has a dedicated Power and Utilities Practice, comprising experts from across our global company. The team has extensive experience and knowledge in all power and utility sectors, such as power generation, water distribution and power transmission. Recognised as market leaders, we focus on innovative and creative solutions to risk and insurance issues in what is a hugely diverse industry, from relatively standard projects such as water treatment to the more challenging coal and gas-fired power technologies. Specifically:

- We are insurance intermediaries for some of the world's largest power and utility companies
- Our Practice Group includes more than 200 Associates around the world
- We develop new products as the industry evolves

The GCS Power and Utilities Practice continues to drive innovation for new insurance coverages, market participation and rating levels and our clients have received tangible benefits from this approach.

ENGINEERING AND RISK MANAGEMENT

Our services extend to include our Engineering and Risk Management team, which is staffed by professionally qualified engineers with broad industry experience, skilled in the identification of hazard, risk assessment and control.

The scope of activities under the direction of the Engineering and Risk Management team includes:

- Identification of exposure of major hazards such as fire, explosion, boiler and machinery breakdown, natural perils; assessment and evaluation of loss scenarios (including EML/MPL studies)
- Development of risk improvement measures designed to prevent or minimise the risk of loss
- Safety reviews at planning/design stage; advice on loss control features such as plant layout, spacing, process safety systems design and fire protection systems
- Risk management surveys in conjunction with the lead reinsurers and their in-house engineers
- Assistance in the development of the Underwriting Information Presentations
- Technical support to clients on a range of issues including review of plant modifications, fire protection, safety management systems and preparation of procedures relating to performance of surveys and scheduling

WHAT MAKES WILLIS DIFFERENT?

Willis is a global insurance broker; that's all we do. As we are not distracted by involvement in other areas, we channel all of our energies into being the world's finest insurance broker for our clients.

This single-minded approach is matched by a culture that encourages teamwork and a commitment to excellence. We operate as one global business ensuring that all clients' interests are handled efficiently and comprehensively, whatever their initial point of contact.

Understanding our clients' needs is central to our approach. We take time to gain a thorough knowledge of their requirements and then develop innovative insurance and risk management solutions. We apply our in-depth knowledge of the global insurance market to match a client's needs to the most appropriate insurance or reinsurance marketplace.

In every case, we follow a rigorous process. Following extensive evaluation and analysis, we advise clients on the best solution for their needs. This may include advice on issues such as appropriate levels of self-insurance, contractual risk transfer mechanisms and the creation and management of captives.

The Willis philosophy is underpinned by the following:

WILLIS EXCELLENCE MODEL (WEM)

The Willis Excellence Model (WEM) is a process designed to ensure that we have a 'Right First Time' culture. The insurance industry has always been notorious for delays in producing, and errors in, policy documentation – Willis is leading the industry to improve this performance.

WEM requires Willis Associates to follow a step-by-step checking procedure to ensure that the client is given full policy coverage details and correct policy documents within a short timescale after placement of the policy. It demands a substantial time commitment from Willis staff but, ultimately, provides key protection for clients against errors in policy documentation and ensures that coverage will always match their requirements. Key features of WEM include:

- Quotation request documents to be checked by two qualified staff against client's cover specification and data before marketing to underwriters;
- Details of quotation to be checked against client's cover specification and date by two qualified staff before communication to clients;
- Placed cover details to be checked for compliance with client's requirements by two qualified staff before communication to clients;
- Policy wording to be agreed with underwriters at inception.

THE WILLIS CLIENT BILL OF RIGHTS

Our Client Bill of Rights is our commitment to upholding the highest standards of integrity in our industry and delivering the Willis Value Experience.

At Willis, our culture and our actions are guided by the following principles:

1. Willis represents the client's best interests through our client advocacy model. Willis' global resources and services are committed to understanding the client's company, its industry and its individual needs. Willis' customised recommendations and solutions will be driven by what is in the client's best interests. This is the centerpiece of the value Willis provides its clients.

2. At the commencement of every new engagement and at renewal thereafter, Willis will describe the service and value it provides and how it is compensated for it – in plain and simple language as part of our Terms of Business Agreement and our Willis Client Service model.

3. Willis will listen before it acts. Its partnerships with clients will be typified by clear, complete and candid communication.

4. Clients will have a toll-free number to give Willis feedback on the quality of its services. Clients can comment, critique and suggest areas for improvement. Willis values client input.

5. Willis will require that the training its Associates receive includes enhanced emphasis on their duty of care and full disclosure to clients.

6. Willis Associates are prohibited from accepting any gifts, entertainment or trips from insurers that could create the appearance of a conflict of interest with its clients.

7. Willis will not accept contingency compensation from insurers*.

8. Willis will conduct its business in accordance with its best practices guidelines, which are incorporated in our Willis Excellence Model.

9. Willis clients will receive the benefits of our **Glocal** approach to service: our global resources delivered locally to help clients realise their highest risk management and business objectives regardless of geography.

10. Adherence to these principles will be enforced by a series of enhanced internal controls, including regular compliance reviews, audits and review by the Audit Committee of the Willis Board of Directors.

**Prior to its merger with Willis, HRH accepted contingent compensation on certain of its clients' accounts; these contingents will be phased out over three years, and no contingents will be accepted on any new brokerage clients or business generated after the October 1, 2008 acquisition.*

THE CLIENT ADVOCATE

Through our Client Advocacy approach, clients can access our global network of resources whilst always receiving a customised service from a dedicated local team. Willis Client Advocates throughout the world act as a single point of contact with clients. They form close working relationships with their clients and develop a thorough understanding of their business. They use their extensive knowledge about Willis resources to provide clients with excellent service and solutions tailored to their precise needs.

The Client Advocacy system itself was born out of our long-standing belief in the value of partnership with clients. We place enormous importance on forming and nurturing long-term client relationships. Many of our clients have been with us for several decades. In summary our Client Advocates will:

- Know and understand your business inside and out;
- Constantly look for ways to help you through delivery of value-adding solutions and services;
- Be highly knowledgeable about the global resources of Willis;
- Overcome any organisational complexity to deliver customised solutions; and
- Ensure that our solutions and service not only meet, but exceed clients' expectations.

CONSTRUCTION EXPERIENCE IN THE MIDDLE EAST

As a Group, Willis has excellent experience in the construction sector and is, therefore, familiar with the requirements of Project Specific Insurance Programmes and the exposures faced by our clients associated with onshore construction projects.

Please see below an indicative listing of projects by Global Construction Services in the Middle East region.

ENERGY

PROJECT	VALUE (USD)	COUNTRY
New Refinery Project (NRP)	10,250,000,000	Kuwait
Clean Fuels Project	10,000,000,000	Kuwait
Integrated Refinery and Petrochemical Complex	7,000,000,000	Saudi Arabia
'Greater Equate' Olefins Expansion Project	4,500,000,000	Kuwait
Olefins Complex	2,500,000,000	Saudi Arabia
Low Sulphur Diesel Production (LSDP) Plant	1,600,000,000	Bahrain
Petrochemical Complex	1,300,000,000	UAE
Qarn Alam Enhanced Oil Recovery Project	1,000,000,000	Oman
Petrochemical Complex	920,000,000	Qatar
Petrochemical Complex	920,000,000	Saudi Arabia
Methanol Plant	850,000,000	Oman
First Ever World-scale GTL Plant	800,000,000	Qatar
Fertiliser Plant (Urea and Ammonia)	500,000,000	Oman
Epichlorohydrin/Chlor-alkali/Calcium Chloride Plant	150,000,000	Saudi Arabia
Magta-Jebel Ali Gas Pipeline	120,500,000	UAE
Sulphur Recovery Expansion Project	60,000,000	Qatar
Chlor-Alkali Plant	50,000,000	Saudi Arabia

ALUMINIUM

PROJECT	VALUE (USD)	COUNTRY
Aluminium Smelter	6,000,000,000	UAE
Potline 4 (235,000 t/y capacity)	1,450,000,000	Bahrain
Potline 5 Expansion (307,000 t/y increased capacity)	1,050,000,000	Bahrain
Fifth Aluminium Pot Line (Falcon)	500,000,000	UAE
Coke Calcining Plant Project	350,000,000	Bahrain
Potlines 1 and 2 (120,000 t/y capacity)	150,000,000	Bahrain
Potline 3 Expansion (60,000 t/y increased capacity)	130,000,000	Bahrain
Potline 3 (50,000 t/y capacity)	120,000,000	Bahrain
Potline 3 Expansion (35,000 t/y increased capacity)	80,000,000	Bahrain

AIRPORTS

PROJECT	VALUE (USD)	COUNTRY
New Doha International Airport	12,200,000,000	Qatar
Abu Dhabi Airport – Mid Terminal	4,000,000,000	UAE
Extension to Dubai International Airport Phase 2	3,000,000,000	UAE
Jebel Ali Airport Phases I and II	2,500,000,000	UAE
Extension to Dubai International Airport Phase 1	1,800,000,000	UAE

DAM AND HYDRO

PROJECT	VALUE (USD)	COUNTRY
Wadi Dayqah Dam	250,000,000	Oman

PORT DEVELOPMENT AND MARINE TERMINAL

PROJECT	VALUE (USD)	COUNTRY
Sea Walls and Quay, Palm Island	121,000,000	UAE
Jebel Ali New Container Terminal Stage 1, MCC2	78,500,000	UAE
Land Reclamation and Break Water Protection, Hamriya Power Station	52,000,000	UAE
Dubai Dry Docks: Construction of Ship launching and recovery facility	45,000,000	UAE
Trunk Channels and Canal Walls	41,000,000	UAE
Layyah Quay Wall Improvements	32,000,000	UAE

RAILWAY AND METRO

PROJECT	VALUE (USD)	COUNTRY
Dubai Light Rail Phase 1	2,000,000,000	UAE
Dubai Light Rail Phase 2	1,000,000,000	UAE
CAIRO Metro Line 3 – Phase I	500,000,000	Egypt

WATER AND WASTEWATER TREATMENT

PROJECT	VALUE (USD)	COUNTRY
Doha North Sewerage Works	1,000,000,000	Qatar
Ajman Wastewater Treatment	1,000,000,000	UAE

POWER

PROJECT	TECHNOLOGY	VALUE (USD)	COUNTRY
Gebze Natural Gas-fired Power Plant	GE 9351FA	2,200,000,000	Turkey
Aluminium Smelter including 2,000MW Power Plant	GE 9FA	2,000,000,000	UAE
Water, Steam and Power Project	Water and Power	938,000,000	Saudi Arabia
Ras Abu Fontas B2 Expansion Project	GE 9FA	522,000,000	Qatar
Izmir Gas-fired Combined Cycle Power Plant	GE 9351FA	510,000,000	Turkey
Adapazari Gas-fired Combined Cycle Power Plant	GE 9351FA	270,000,000	Turkey
Berke Dam	Hydro-Electric	240,000,000	Turkey
Mundra Power Project (Phase IV)	3 x 660 MW Thermal Power Project	132,000,000	UAE

PROPERTY DEVELOPMENT

PROJECT	VALUE (USD)	COUNTRY
Tourism Development and Investment Company (TDIC) Development Portfolio	30,000,000,000	UAE
Blue City Development	1,660,000,000	Oman
Various Property Developments in Dubai	1,287,000,000	UAE
Barwa Financial District, Doha	910,000,000	Qatar
Dubai Holdings	850,000,000	UAE
Emirates Housing Project	169,000,000	UAE
Emirates Rugby Stadium	100,000,000	UAE
New Headquarters Office Building	61,000,000	Bahrain

WILLIS MARKET SECURITY

WILLIS GLOBAL CARRIER MANAGEMENT (WILLIS GCM)

Was one of the first market security teams to be established in the London market and has a proven history in supporting the needs of clients throughout the world. It is responsible for the independent monitoring of over 2,000 insurance and reinsurance carriers as well as a number of third-party intermediaries used by the Willis Group worldwide.

Willis is unique in the broking sector in having a U.K. – headquartered Carrier Management team serving the Group globally, providing a centralised unit supporting all insurance and reinsurance operations in both general and life sectors. This provides a critical global view of markets, supplemented by local expertise; a fundamental principle in the '**Glocal**' approach pioneered to support the Willis Value Experience.

Willis GCM consists of 25 full-time professionals in the U.K., supported by a dedicated team of 10 in Mumbai, India. The principal analytical, business support and client service support teams are based in Ipswich, U.K. Analysts are trained in a range of disciplines, including financial and management accounting, insurance, banking, insolvency and general research. Analysts each have specialist responsibilities which may be allocated, for example, on the basis of business sector, geography or ownership. The team also includes analysts with particular experience in respect of Lloyd's of London. Additionally, two of Willis GCM's professionals each have over ten years experience assisting clients in the event that a carrier becomes insolvent, goes into provisional liquidation, rehabilitation or orderly run-off.

ANALYTICAL REVIEWS

Willis GCM is able to provide insight on a wide range of companies or issues without having to rely solely on external agencies. Analysts undertake a review of each of the operating companies on the Security List on an annual basis, or more frequently if appropriate. Typically, this will comprise a review of the latest available financial information (captured within our own proprietary database from the annual financial statements of the operating company) alongside other information, including rating agency statements and reports, press articles and other market intelligence. Information on each operating company is then provided to clients through the production of a market security fact sheet which includes a standard pro-forma balance sheet, income statement and key ratios, as well as a factual summary.

Our own analytical process is supported by the daily monitoring of all rating actions undertaken by rating agencies. Any changes are reviewed by senior members of the Willis GCM and are reported at the weekly committee meeting. Announcements and rating rationales produced by rating agencies are also available to clients, subject to copyright, as are other key press releases and company announcements.

Through the capture of information directly from original financial statements and through analysis thereof, Willis GCM has one of the largest coverages of financial information on insurance companies around the world.

WILLIS QUALITY INDEX® (WQI)

The Willis Quality Index (WQI) is published biannually following the completion of a Carrier Evaluation Survey by Willis Associates and is aimed at ensuring a structured, co-ordinated effort in respect of carrier relationships. Reports on carrier groups (plus individual operating entities) are prepared on major carrier partners and each sector has its own specific detailed report being split between classes and geographically.

Copies of the Willis Quality Index reports will be available to individual clients, for discussion as part of the placement process. Carriers are reacting favourably to the prospect of working in a more structured and positive way with Willis, via appointed Relationship Directors. In fact most carriers are already starting to collate their own data, wanting to understand our experiences with them.

There has also been positive support from industry organisations such as RIMS and AIRMIC and huge interest from rating agencies, who lack access to quality/service data and market opinion. Specific benefits to our clients include:

- Coverage of nearly 400 carriers representing 85% of the group's global premium
- The opportunity to make better informed carrier choices, tailored to our clients' specific placement needs, based on superior performance in addition to financial strength
- Access to a customised report showing relative performance of carriers for a particular business sector
- The combined opinions and experience of thousands of Willis Associates worldwide
- Receipt of a unique product with information covering the widest range of service performance measures in an easy to understand structure

CLIENT SERVICES

Interest in, and awareness of, market security issues is growing all the time, as companies increasingly focus on protecting their balance sheets. Whilst utilising the best of the rating agencies' knowledge, Willis GCM's insight is a vital tool in providing support to clients.

Willis GCM provides consultancy support to clients as required. Clients are able to draw upon a range of additional services, including direct access to the Willis GCM analytical team for bespoke research, qualitative assessments, advice and opinion.

NEW MARKET SECURITY DATABASE

In addition to the services provided by Willis GCM, we have recently developed a fully interactive online database which can be tailored to individual needs of a particular client.

The database contains detailed information on client specific insurance and reinsurance companies. Email alerts can be set up when ratings and other items change.

Further enhancements include a 'What's New' section, central Lloyd's Syndicate financial data, information on Carrier Favourites and a client reference portfolio.

LENDERS' INSURANCE REQUIREMENTS

Willis Construction is fully conversant with the process of managing Lenders' insurance requirements and expectations which is now a common feature of the service we provide for major projects including limited or non-recourse debt from international lenders. For such projects, it is, therefore, essential that the project insurance programme meets the Lenders' needs, particularly in the context of:

- Reinsurer security (minimum security ratings);
- Execution of deeds and assignment of insurance proceeds to the Lenders, cut-through clauses and assignments of reinsurance proceeds to the Lenders;
- Agreement to acknowledgements of assignment by insurers and reinsurers;
- Minimum schedule of insurance coverage;
- Issuance of a Broker's Letter of Undertaking;
- 'Loss payee' provisions in favour of the Lenders.

Broadly speaking these are some of the key issues that need to be dealt with as a pre-requisite to Financial Close and they are frequently conditions precedent to drawdown of funds. In our experience these can be complex issues that require intensive discussion with the Lender's legal and insurance advisers to ensure compliance with the Lender's needs. Indeed, Lenders will insist on a Project Insurance Programme co-ordinated by the Owner to ensure that their requests can be correctly implemented.

The following topics will invariably require attention in addition to the critical issues mentioned above:

- **Non-Vitiation**

  Lenders will require an undertaking from insurers/reinsurers that the Project Insurance Programme or specific elements of it will not be invalidated because of any act, neglect, error or omission of other insured parties, including the failure by such insured's to disclose any material fact or breach of policy terms and conditions etc.

- **Subrogation Waiver**

  On joint names insurances Lenders will require insurers/reinsurers agreement to waive all rights of subrogation against all insured parties arising out of any occurrence which leads to admittance of a claim. This can be ameliorated to apply to just the Lenders and the project company.

- **Separate Policy**

  On joint names insurances Lenders will require insurers/reinsurers agreement to treat each of the insured's as if they were separately and individually insured provided that the total liability of the insurers under the Project Insurance Programme is not thereby increased.

- **Duty of Disclosure**

  Lenders will require insurers/reinsurers agreement that they shall have no duty of disclosure except in relation to information made available to them by any other insured party in relation to the project.

- **No Obligation for Premium Payment**

  Lenders will require insurers/reinsurers agreement that in no circumstances will they be liable for the payment of any premiums or to perform any other obligation owed to insurers.

- **Additional Insured**

  Lenders will require that they are named as additional insured's on the Insurance Programme.

- **Non-Contribution**

  Lenders will require insurers/reinsurers agreement to waive all rights of contribution against any other insurance affected by the Owners.

- **Change in Cover**

  Lenders, or their nominated agent, will need to provide prior written consent to any proposed changes to policy terms and conditions, especially those involving a reduction in coverage.

- **Cancellation**

  Lenders, or their nominated agent, will need prior advice of policy cancellation or of any act or omission or of any event of which insurers have knowledge.

  Normal policy cancellation provisions allow a minimum of 30 days notification period but it is common to agree a period of 60 days or more.

- **Communications**

  Lenders will require that all notices or other communications in connection with the principal policies are given in writing or by facsimile to their agent.

- **Loss Payee**

  Lenders would normally require the principal insurance policies covering physical assets and financial exposures within the Project Insurance Programme to contain a statement detailing the Lenders as sole loss payee and the payment of policy proceeds into specified accounts without deduction or set off.

NOTES

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