



# ICLG

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## Oil & Gas Regulation 2016

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# Slovenia



Petra Smolnikar



Miša Tominec

Schoenherr

## 1 Overview of Natural Gas Sector

### 1.1 A brief outline of your jurisdiction's natural gas sector, including a general description of: natural gas reserves; natural gas production including the extent to which production is associated or non-associated natural gas; import and export of natural gas, including liquefied natural gas (LNG) liquefaction and export facilities, and/or receiving and re-gasification facilities ("LNG facilities"); natural gas pipeline transportation and distribution/transmission network; natural gas storage; and commodity sales and trading.

In 2012, gross inland consumption (production + imports – exports + storage variations) of natural gas in Slovenia amounted to 0.7 Mtoe (Statistical Pocketbook 2014, [www.ec.europa.eu/energy](http://www.ec.europa.eu/energy)), whereby a modest share thereof, namely 1,297 ktoe, originated from domestic production (Statistical Office of the Republic of Slovenia, [www.stat.si](http://www.stat.si)). Slovenia is therefore (almost) entirely dependent on the import of natural gas, which is mainly being imported from Austria and Russia. However, according to the Slovenian Energy Agency (*Agencija za energijo*), a domestic production of gas allowing a wider range of supply and stability of natural gas resources may be expected in the coming years (Annual Report 2015 of the Slovenian Energy Agency, page 108, [www.agen-rs.si](http://www.agen-rs.si)), particularly owing to the Petišovci project.

In October 2013, Ascent Resources PLC, a British oil and gas exploration and production company, signed an investment agreement with Slovenian companies Petrol d.d. and Nafta Lendava d.o.o. on the redevelopment of the Petišovci gas field, located in the Mura Depression, which is bordered by Hungary in the north and the River Mura and Croatia in the south. The exclusive rights to exploit mineral and hydrocarbon resources are held by Geoenergo d.o.o., a joint venture of the two Slovenian partners of Ascent Resources PLC. The agreement for the commercial development of the field, which Ascent Resources PLC estimates to contain 13 billion m<sup>3</sup> of natural gas, was negotiated after years of delays and has been the subject of heated public discussion due to the contemplated extraction method – hydraulic stimulation. The field in Petišovci is envisioned to be connected to the international transmission network and to supply a significant proportion of Slovenia's future gas requirements, thereby reducing its dependency on imported gas ([www.slovenski-plin.si](http://www.slovenski-plin.si)).

Regulated energy activities carried out by natural gas companies comprise the services pertaining to the transmission and distribution of natural gas, which are organised as a public service, performed by the sole gas TSO in the Republic of Slovenia (Plinovodi d.o.o.)

and 16 gas DSOs, respectively. The energy activities carried out by natural gas companies concerning the production and supply of natural gas are not subject to specific regulation. Plinovodi d.o.o., which is an independent company, is a 100 per cent owner of the transmission system, founded in 2005 as a subsidiary of Geoplina d.o.o. – the largest importer and supplier of natural gas in Slovenia. In 2014, the gas TSO completed a 10-year investment cycle and built 34 kilometres of new pipelines, adding up to a total of 946 kilometres of pipelines. Slovenia's domestic transmission system is connected with the gas transmission networks of Austria (Ceršak MRS), Italy (Šempeter MRS) and Croatia (Rogatec MRS). Following the Commission Regulation (EU) No 984/2013, bundled capacity auctioning, allowing for capacities to be booked simultaneously at both sides of an interconnection point, was implemented on 1 November 2015.

According to the new Network Code for natural gas transmission system (*Sistemska obratovalna navodila za prenosno omrežje z zemeljskim plinom*, "Network Code"), on 1 October 2015 the Slovenian gas TSO launched the virtual trading point (VTP) for exchanging natural gas quantities on the Slovenian transmission system, which also comprises the services of a Trading Platform and Bulletin Board, all of which have been made jointly accessible to the users of the system through a web application.

### 1.2 To what extent are your jurisdiction's energy requirements met using natural gas (including LNG)?

Almost half of the energy consumed in Slovenia consists of petroleum products, with the second and third highest share pertaining to electricity (23 per cent) and renewables (14 per cent), respectively. Natural gas represents an 11 per cent share of the total energy consumption, followed by heat (3 per cent) and solid fuels (1 per cent) (Statistical Office of the Republic of Slovenia, [www.stat.si](http://www.stat.si)).

### 1.3 To what extent are your jurisdiction's natural gas requirements met through domestic natural gas production?

As indicated above (*cf.* question 1.1), Slovenia is currently almost entirely dependent on the import of natural gas, with domestic production amounting to only approx. 2 ktoe in 2014 [Statistical Office of the Republic of Slovenia, [www.stat.si](http://www.stat.si)]. In 2014, 61 per cent of gas was imported from Austria (purchased on the Austrian trading hub *Baumgarten*), 37 per cent from Russia, whereas almost 1 per cent was imported from Hungary (Annual Energy Report for 2014 of the Slovenian Energy Agency, page 141).

#### 1.4 To what extent is your jurisdiction's natural gas production exported (pipeline or LNG)?

Slovenia is currently not an exporter of natural gas (Statistical Office of the Republic of Slovenia, [www.stat.si](http://www.stat.si)).

## 2 Overview of Oil Sector

#### 2.1 Please provide a brief outline of your jurisdiction's oil sector.

Slovenia's current domestic crude oil production is marginal, with extraction of oil being conducted mainly by the company Geoenergo d.o.o. (cf. question 1.1).

#### 2.2 To what extent are your jurisdiction's energy requirements met using oil?

Oil and oil products account for almost half of the energy requirements of Slovenia (namely, 44 per cent).

#### 2.3 To what extent are your jurisdiction's oil requirements met through domestic oil production?

As already mentioned (cf. question 2.1 above), the domestic oil production is currently negligible, amounting to only 376 ktoe in 2014 (Statistical Office of the Republic of Slovenia, [www.stat.si](http://www.stat.si)). As a consequence, oil on the Slovenian market predominantly derives from imports.

#### 2.4 To what extent is your jurisdiction's oil production exported?

As pointed out above, the amount of domestic oil production is negligible.

## 3 Development of Oil and Natural Gas

#### 3.1 Outline broadly the legal/statutory and organisational framework for the exploration and production ("development") of oil and natural gas reserves including: principal legislation; in whom the State's mineral rights to oil and natural gas are vested; Government authority or authorities responsible for the regulation of oil and natural gas development; and current major initiatives or policies of the Government (if any) in relation to oil and natural gas development.

The prospecting, exploration and exploitation of oil and natural gas reserves in Slovenia is governed mainly by the Mining Act (*Zakon o rudarstvu*, "MA-1"). The provisions of MA-1 are further specified under numerous implementing acts, such as the Decree determining the mining site reclamation payment (*Uredba o rudarski koncesnini in sredstvih za sanacijo*), and the Decree on environmental encroachments that require environmental impact assessments (*Uredba o posegih v okolje, za katere je treba izvesti presojo vplivov na okolje*, "Decree on EIA"). Pursuant to the latter, projects referring to the prospecting, exploration and production of oil and natural gas reserves may have to be pre-approved by way of an environmental consent, following an environmental impact assessment ("EIA").

The administrative, technical, coordinating, monitoring and other tasks related to the exploration, exploitation and management of mineral resources are vested in the Ministry of Infrastructure (*Ministrstvo za infrastrukturo*), which is responsible for all administrative procedures relating to MA-1, including the procedures for granting concessions for the exploitation of mineral resources as well as licences for exploration of mineral resources (cf. question 3.2). The environmental aspects of such projects are covered by the Slovenian Environmental Agency (*Agencija RS za okolje*).

Pursuant to MA-1, the objectives, policies and conditions for the coordinated exploration and exploitation of mineral resources in the Republic of Slovenia are envisioned to be stipulated under the National Mining Strategy (*Nacionalna rudarska strategija*), which has currently not yet been adopted, and is being temporarily substituted with the General Plan of Mineral Resources (*Splošni načrt za gospodarjenje z mineralnimi surovinami*).

#### 3.2 How are the State's mineral rights to develop oil and natural gas reserves transferred to investors or companies ("participants") (e.g. licence, concession, service contract, contractual rights under Production Sharing Agreement?) and what is the legal status of those rights or interests under domestic law?

Pursuant to MA-1, all mineral resources, including crude oil and natural gas, are owned by the Republic of Slovenia, which is also vested with the authority to manage, plan and supervise the prospecting, exploration and exploitation of mineral resources.

The exploration of mineral resources requires an exploration licence (*dovoljenje za raziskovanje*) granted for a specific research area and for a specific time period, which is awarded by the Ministry of Infrastructure. In addition, exploitation may only be effected based on a concession (*koncesija za izkoriščanje*) which is to be granted by the Government of the Republic of Slovenia (*Vlada Republike Slovenije*), followed by the conclusion of a concession contract (*koncesijska pogodba*).

#### 3.3 If different authorisations are issued in respect of different stages of development (e.g., exploration appraisal or production arrangements), please specify those authorisations and briefly summarise the most important (standard) terms (such as term/duration, scope of rights, expenditure obligations).

The procedures referring to the exploration permit and the exploitation concession shall be initiated through a public invitation to tender. In instances where, based on such an invitation, the permit or concession are applied for by more than one applicant, the granting of either of the two takes place in the form of an auction, in which the applicants make their offers in respect to (i) the amount of compensation for the exploration of mineral resources (*nadomestilo za raziskovanje mineralnih surovin*), or (ii) the mining concession fee (*rudarska koncesnina*), these being the expenditures arising from the exploration and exploitation, respectively.

The licence for exploration and the concession for exploitation may be granted to a natural or a legal person under the following conditions:

- (i) the entity is established within the European Union, the European Economic Area, the Swiss Confederation or Member States of the Organization for Economic Cooperation and Development (OECD) (or, in the case of a natural person, is a national of the stated countries); or
- (ii) the entity (natural person) is entitled to engage in respective activities in the country of its corporate seat/residence under equal or similar conditions.

Whereas the exploration licence may be granted for a period of up to five years, the concession is valid for the period stipulated in the concession contract.

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**3.4 To what extent, if any, does the State have an ownership interest, or seek to participate, in the development of oil and natural gas reserves (whether as a matter of law or policy)?**

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The Republic of Slovenia holds a 100 per cent share in Nafta Lendava d.o.o. – a company which is a 50 per cent owner of Geonergo d.o.o. cooperating with Ascent Resources PLC in managing operations in the oil and gas field within the Petišovci area (*cf.* question 1.1).

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**3.5 How does the State derive value from oil and natural gas development (e.g. royalty, share of production, taxes)?**

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The holder of the concession is obliged to pay an annual concession fee, which is levied by the Ministry of Infrastructure and comprises (i) the payment referring to the exploitation area size, and (ii) the payment referring to the specific type of mineral being exploited. The formula for the calculation of the concession fee (both (i) and (ii)) is set under the Decree determining the concession fee and the mining site reclamation payment (*Uredba o rudarski koncesnini in sredstvih za sanacijo*).

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**3.6 Are there any restrictions on the export of production?**

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No statutory restrictions referring to the export of production could be identified.

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**3.7 Are there any currency exchange restrictions, or restrictions on the transfer of funds derived from production out of the jurisdiction?**

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No specific statutory currency exchange restrictions or restrictions on the transfer of funds derived from production out of the jurisdiction could be identified.

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**3.8 What restrictions (if any) apply to the transfer or disposal of oil and natural gas development rights or interests?**

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The transfer of the concession for exploitation to a third party may be effected following the approval of the Ministry of Infrastructure, which is issued provided mainly that the conditions (as provisioned under the law and the concession act) to conduct exploitation activities are fully met also by the respective third party/transferee.

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**3.9 Are participants obliged to provide any security or guarantees in relation to oil and natural gas development?**

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Pursuant to MA-1, the holder of the exploration permit is obliged to provide the Ministry of Infrastructure with an unconditional bank guarantee on first-call, securing the elimination of damage caused by exploration and the full rehabilitation of the site.

In addition, the holder of the concession for the exploitation is obliged to secure reserved financial means (*rezervirana finančna sredstva*) for the rehabilitation of the site, which may be provided

either by way of a direct payment to the Slovenian Environmental Public Fund – Eco Fund (*EKO Sklad*) or an appropriate bank guarantee.

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**3.10 Can rights to develop oil and natural gas reserves granted to a participant be pledged for security, or booked for accounting purposes under domestic law?**

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No special regulations relating to the pledge for security or the booking for accounting purposes of rights to develop oil and natural gas have been identified under Slovenian law.

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**3.11 In addition to those rights/authorisations required to explore for and produce oil and natural gas, what other principal Government authorisations are required to develop oil and natural gas reserves (e.g. environmental, occupational health and safety) and from whom are these authorisations to be obtained?**

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Apart from the authorisations under MA-1 (*cf.* question 3.2), the development of oil and natural gas reserves may require several other (environmental and other) authorisations (of different authorities), depending on the specific project – e.g. the consents/permits under the Water Act (*Zakon o vodah*), and the Nature Conservation Act (*Zakon o ohranjanju narave*) – the applicability of which is to be assessed on a case-by-case basis.

In addition, mining also comprises one of the special plans which are (may be) of national importance, due to which additional activities may have to be conducted (e.g. obtaining approval for the placing in a geographical environment, strategic impact assessment, etc.).

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**3.12 Is there any legislation or framework relating to the abandonment or decommissioning of physical structures used in oil and natural gas development? If so, what are the principal features/requirements of the legislation?**

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Pursuant to MA-1, mining activities may only be ceased after the cessation is approved with a decision issued by the Ministry of Infrastructure. The decision is granted following a full restitution and rehabilitation of the environment. In instances where full environmental restitution is not possible, precautionary measures to exclude danger to the health or life of humans, animals and the possible cause of pollution of the environment or the foreseeable damage to buildings and the environment are to be implemented. In addition, further obligations of the concessionaire after the cessation of mining exploitation are specified under the concession act and the concession agreement.

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**3.13 Is there any legislation or framework relating to gas storage? If so, what are the principal features/requirements of the legislation?**

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The storage of natural gas is a regulated energy activity which may (optionally) be performed as a public service and is governed by the provisions of the Energy Act (*Energetski zakon*, “EA-1”). Under the latter, storage system owners are obliged to designate at least one storage system operator, who shall operate the system with secure, reliable and efficient storage facilities and with all due regard to the potential environmental risks and impacts.

The storage system operator is required to grant user access on a non-discriminatory basis and observe the regulated third party access regime. Access to storage may only be refused in the following

instances: (i) lack of capacity; (ii) where access to the system would prevent a system operator from performing the public service obligation; or (iii) where access to the system would cause serious financial and economic difficulties to gas undertakings in regard to take-or-pay contracts.

## 4 Import / Export of Natural Gas (including LNG)

### 4.1 Outline any regulatory requirements, or specific terms, limitations or rules applying in respect of cross-border sales or deliveries of natural gas (including LNG).

Pursuant to the Decree on the operation of the natural gas market (*Uredba o delovanju trga z zemeljskim plinom*), cross-border sales and deliveries of natural gas are effected by virtue of bilateral agreements concluded between energy companies. Following the Network Code, adopted by Plinovodi d.o.o., transactions may be entered into on the VTP, established as of 1 October 2015 (cf. question 1.1).

## 5 Import / Export of Oil

### 5.1 Outline any regulatory requirements, or specific terms, limitations or rules applying in respect of cross-border sales or deliveries of oil and oil products.

Cross-border sales and deliveries of oil and oil products are transacted pursuant to bilateral agreements between the parties. Measures affecting import/export of oil may be imposed under the Decree on emergency procedures in the event of disruptions and instability in the supply of oil and petroleum products (*Uredba o postopkih ravnanja v primeru motenj in nestabilnosti na trgu pri preskrbi z nafto in naftinimi derivati*).

## 6 Transportation

### 6.1 Outline broadly the ownership, organisational and regulatory framework in relation to transportation pipelines and associated infrastructure (such as natural gas processing and storage facilities).

The transportation (“transmission”) of natural gas is fully regulated and performed as a (mandatory) public service by virtue of a concession and is governed by the provisions of EA-1 as well as subordinate legislation. The central part of the Slovenian gas transmission network includes four main pipelines. The Slovenian gas TSO, Plinovodi d.o.o., is obliged to adopt the network code for the natural gas transmission system (*sistemska obratovalna navodila za prenosni sistem z zemeljskim plinom*), which, *inter alia*, specifies (i) the technical and other conditions for the safe operation of the systems to ensure a secure and high-quality gas supply, (ii) the organisation of access to the system, (iii) the manner of providing ancillary services, (iv) system operation procedures in a crisis situation, (v) the requirements for connection to the system and the method of connection, (vi) the general conditions for supply and consumption of gas, and (vii) the technical conditions for interconnection and operation of systems of different gas system operators.

The TSO is further obliged to establish transparent and efficient procedures and tariffs for the non-discriminatory connection of storage facilities, LNG facilities and industrial customers to the transmission system.

### 6.2 What governmental authorisations (including any applicable environmental authorisations) are required to construct and operate oil and natural gas transportation pipelines and associated infrastructure?

Pursuant to the Construction Act (*Zakon o graditvi objektov*) the construction and reconstruction of any facility (including natural gas transportation pipelines and associated infrastructure) may generally be carried out only upon obtaining the construction permit (*gradbeno dovoljenje*). In order to operate the natural gas transportation pipelines as well as the associated infrastructure that was constructed/reconstructed on the basis of the building permit, an operational permit (*uporabno dovoljenje*) must also be obtained.

Subject to the specifics and scope of the project, the construction of an oil or gas pipeline must undergo an EIA, and obtain an environmental consent under the Decree on EIA. Further regulatory/environmental permits (e.g. in accordance with the Water Act (*Zakon o vodah*) or Decree on Waste (*Uredba o odpadkih*), etc.) may have to be obtained from the respective competent authorities. In addition, energy infrastructure for the supply of natural gas also comprises one of the special plans which are of national importance, due to which additional activities may have to be conducted (e.g. obtaining approval for the placing in a geographical environment, strategic impact assessment, etc.).

The operation of the transmission system is subject to a concession. The terms and conditions pertaining to the public service of the gas TSO are prescribed under the Decree on the concession of the public service of the gas TSO (*Uredba o koncesiji za izvajanje gospodarske javne službe dejavnosti sistemskega operaterja prenosnega omrežja zemeljskega plina*). Further, pursuant to EA-1, the TSO must be certified and appointed as the TSO by the government. The Energy Agency is the competent authority which certifies the TSO by issuing a decision, insofar as the legal requirements of (i) ownership unbundling of the transmission system operator, or (ii) independent system operator of natural gas as prescribed under the EA-1 are met. The Government appoints the TSO by the decision upon the proposal of the Energy Agency.

No particular regulatory framework for oil transportation pipelines (*naftovod*) is currently in place.

### 6.3 In general, how does an entity obtain the necessary land (or other) rights to construct oil and natural gas transportation pipelines or associated infrastructure? Do Government authorities have any powers of compulsory acquisition to facilitate land access?

Pursuant to EA-1, the construction and acquisition of buildings and the land necessary for the transmission of natural gas and oil are considered to be in the public interest. As a consequence, pursuant to the Spatial Management Act (*Zakon o urejanju prostora*), the land which is necessary for the construction or acquisition of buildings and land of public service infrastructure – such as the natural gas transportation system – may, under statutory conditions, be subject to expropriation.

Insofar as the investor is unable to conclude a contract to acquire property rights (or establish an easement) on such real property within 30 days after the conclusion of the respective agreement is offered to the owner thereof, a proposal for expropriation for the restriction of property rights may, following the initiative of the

investor, be filed by the state (a municipality and/or an operator, performing a public service). Conversely, the proposal for the restriction of property rights may be filed by the investor directly.

#### 6.4 How is access to oil and natural gas transportation pipelines and associated infrastructure organised?

EA-1 follows the principle of the regulated third party access to the transmission system. As a consequence, the TSO is obliged to grant the access to the system in an objective and non-discriminatory manner at regulated tariffs.

The natural gas TSO shall provide access to the transmission system by concluding transmission contracts referring to the entry and exit points of the transmission system. The technical capacity of individual entry and exit points of the transmission system and their limits shall be defined and published daily by the natural gas TSO on its website. The transport of natural gas between entry and exit points shall be carried out in accordance with the technical capacity of the transmission system and in compliance with the provisions of Regulation (EC) No. 715/2009.

Access to the system may (only) be denied due to (i) lack of necessary capacity, and (ii) access to the system prevents the implementation of the imposed public service obligations referred. Access to storage may only be refused in the following instances: (a) lack of capacity; (b) where access to the system would prevent a system operator from performing the public service obligation; or (c) where access to the system would cause serious financial and economic difficulties to gas undertakings with regard to take-or-pay contracts.

In regard to oil transportation pipelines, *cf.* question 6.2.

#### 6.5 To what degree are oil and natural gas transportation pipelines integrated or interconnected, and how is co-operation between different transportation systems established and regulated?

The Slovenian gas transmission system is connected with the transmission systems of Austria, Italy and Croatia and is an integral part of the pan-European gas transmission system.

The technical conditions for the interconnection of neighbouring gas system operators are set under the Network Code. Pursuant to the latter, an agreement on the merger (interconnection) of the two neighbouring transmission systems may be concluded following a notification provided to the Energy Agency. The TSO must cooperate with the operators of neighbouring transmission systems with a view to securing the maximum capacity of the interconnections.

In regard to oil transportation pipelines, *cf.* question 6.2.

#### 6.6 Outline any third-party access regime/rights in respect of oil and natural gas transportation and associated infrastructure. For example, can the regulator or a new customer wishing to transport oil or natural gas compel or require the operator/owner of an oil or natural gas transportation pipeline or associated infrastructure to grant capacity or expand its facilities in order to accommodate the new customer? If so, how are the costs (including costs of interconnection, capacity reservation or facility expansions) allocated?

As already pointed out above (*cf.* question 6.4), non-discriminatory access to the gas transmission system pursuant to the principle of regulated third party access must be ensured.

Any disputes concerning refusal of access to the system shall be settled by the Energy Agency, following the procedure provisioned under the EA-1. If the access to the system is refused due to lack of capacity or lack of connections, the gas system operator is obliged, upon the request of the person who has been denied the access, to make the necessary expansions of the system as far as it is economic to do so (or if the entity which has been denied the access is willing to cover the costs of such expansions). Should the gas system operator and the entity concerned be unable to conclude an agreement on the respective expansions, the matter shall be settled by the Energy Agency upon the request of the entity concerned. The Energy Agency shall either determine the conditions for system capacity expansion or refuse the request.

In regard to oil transportation pipelines, *cf.* question 6.2.

#### 6.7 Are parties free to agree the terms upon which oil or natural gas is to be transported or are the terms (including costs/tariffs which may be charged) regulated?

Gas transportation is a regulated energy activity performed as a public service. The applicable network tariffs are regulated mainly under the Act determining the methodology for charging for the network charge for the gas transmission network (*Akt o metodologiji za obračunavanje omrežnine za prenosni sistem zemeljskega plina*) and the Act determining the methodology for setting the network charge and the criteria for establishing eligible costs for the gas transmission network (*Akt o metodologiji za določitev omrežnine in kriterijih za ugotavljanje upravičenih stroškov za prenosno omrežje zemeljskega plina*). The tariffs based on which network charges are levied are set by the TSO with the prior consent of the Energy Agency, following the methodology, provisioned by the Energy Agency under the abovementioned acts.

In regard to oil transportation pipelines, *cf.* question 6.2.

## 7 Gas Transmission / Distribution

### 7.1 Outline broadly the ownership, organisational and regulatory framework in relation to the natural gas transmission/distribution network.

The Slovenian gas market is, commensurate with the electricity sector, governed by the EA-1 and subordinated legislation. The Slovenian gas TSO as well as the owner of the transmission system is the company Plinovodi d.o.o., a wholly owned subsidiary of the most dominant market player in the Slovenian gas market, Geoplin d.o.o. The full ownership unbundling model has not been opted for in Slovenia, with Plinovodi d.o.o. being voted the Independent Transmission Operator ("ITO"). DSO activities are organised as a local public service, carried out by 16 DSOs, which own or administer over 3,800 km of gas pipelines as well as engage in other (energy) market activities (*cf.* question 1.1). As long as each DSO has fewer than 100,000 users, the legal unbundling provisions of the EA-1 do not apply to them. Transmission and distribution networks are subject to regulated third party access (*cf.* question 7.3)

Public sources insinuate that ample ownership structure changes of Plinovodi d.o.o. and Geoplin d.o.o. are on the horizon, envisioning the state's ultimate shareholding of 50 per cent+ in the TSO Plinovodi d.o.o., in exchange for its withdrawal (down to 25 per cent) from the ownership structure of Geoplin d.o.o., currently 40 per cent owned by the state and 40 per cent by Petrol d.d.

The gas transmission network in Slovenia is connected with the Austrian, Italian and Croatian transmission networks at the exit-



points Ceršak (Slo-Aut), Šempeter (Slo-It) and Rogatec (Slo-Cro), the latter being the most heavily used intersection.

Supervision over the fulfilment of obligations by the TSO and DSOs is vested in the Energy Agency.

## 7.2 What governmental authorisations (including any applicable environmental authorisations) are required to operate a distribution network?

The activity of the DSO can be carried out by an appointed (*imenovan*) legal or natural person, having obtained the right to perform a public utility service (*gospodarska javna služba*), and which owns or leases the distribution system. The Energy Agency exercises control over the contents and proper execution of the respective lease agreement.

The Energy Agency is the entity appointing the DSO under a decision (*odločba*), for the maximum period of 35 years (or for the period until which the concession has been granted, respectively).

The energy licences system was abolished with the changes to the EA-1.

## 7.3 How is access to the natural gas distribution network organised?

The DSO should grant access to the network on an objective and non-discriminatory basis, pursuant to the regulated third party access principle. The system users pay system charges based on tariff items, published beforehand by the DSO, and calculated based on the methodology set by the Energy Agency.

End-users are enabled access to the distribution system pursuant to the conditions for access (*pogoji za priključitev*), the Slovenian network code (*sistemska obratovalna navodila*) and the access contract (*pogodba o dostopu*).

## 7.4 Can the regulator require a distributor to grant capacity or expand its system in order to accommodate new customers?

Access to the distribution system may be denied by the DSO under certain conditions, as provided for by the law (e.g. capacity deficiencies, due to extensive public service obligations which prevent access to the network, or in cases of serious economic and financial impediments in relation to “take-or-pay” contracts). The Energy Agency may be appealed if the right to access is rendered impossible (*cf.* question 6.6).

In certain cases the DSO must, based upon the request of the person whose access has been denied, execute necessary expansions of the system, should that be economic, or if the respective person is prepared to pay for the costs of expansion.

## 7.5 What fees are charged for accessing the distribution network, and are these fees regulated?

The EA-1 provides for the basic principles for network charges (*omrežnina*), the latter being one of the sources for covering the justified costs of operators (TSOs and DSOs). The methodology for determining the regulatory framework is set by the Energy Agency with a general act (*splošni akt*) (*Act on the methodology for determining the regulatory framework of the gas distribution system operator*), *inter alia* specifying the duration of the regulatory period, the elements of the regulatory frame, the criteria for determining and calculation of the elements, types of justified costs, incl. regulated

yield, deviation rules and parameters, amongst others. The regulatory frame (as well as the tariff items of the network charges and the tariff items) is determined by the DSO upon obtaining prior consent by the Energy Agency.

Under the *Act determining the methodology for charging the network charge for the gas transmission network*, the Energy Agency specifies the methodology for setting network charges, whereby the DSO, thereupon, publishes the tariff items in the Official Gazette and on its official website.

## 7.6 Are there any restrictions or limitations in relation to acquiring an interest in a gas utility, or the transfer of assets forming part of the distribution network (whether directly or indirectly)?

No restrictions/limitations have been identified in relation to acquiring interest in a gas utility.

# 8 Natural Gas Trading

## 8.1 Outline broadly the ownership, organisational and regulatory framework in relation to natural gas trading. Please include details of current major initiatives or policies of the Government or regulator (if any) relating to natural gas trading.

Pursuant to the Decree on the operation of the natural gas market, trading with natural gas is envisioned to be carried out on the balancing, organised and open market, the latter comprising the possibility of market participants to directly conclude contracts, thereby determining, *inter alia*, the price and quantity as well as the takeover point.

Natural gas trading in Slovenia functions pursuant to the balancing group system, where the supplier of natural gas forms a balancing group and heads such a group as the holder of the balancing group (*nosilec bilančne skupine*). The balancing group comprises other interested market participants, inclusive of their delivery and takeover points.

In October 2015, Slovenia launched the VTP, which, as reported, will increase the market competitiveness after the introduction of the entry-exit model as well as the auction capacity trading (*cf.* also question 1.1). All transactions shall be held in the VTP, as envisioned under the EA-1, meaning that bilateral agreements shall be concluded with respect to transactions, whereby the TSO shall be the one supervising compliance of the reported transaction and carrying out all necessary activities for its execution. As set under the EA-1, natural gas transactions in the VTP may also be executed without the conclusion of a contract, if agreements have been made on the entry point as well as the exit point, for the period(s) to which the transaction pertains, for the respective amount of quantities.

VTP transactions may be made under the condition that attendees have registered their participation with the TSO and the transaction is appointed in accordance with the rules regulating the functioning of the VTP, as set under the valid Network Code.

## 8.2 What range of natural gas commodities can be traded? For example, can only “bundled” products (i.e., the natural gas commodity and the distribution thereof) be traded?

Natural gas can be traded as an unbundled commodity, separate from the service of distribution.

## 9 Liquefied Natural Gas

### 9.1 Outline broadly the ownership, organisational and regulatory framework in relation to LNG facilities.

Currently, no LNG facilities exist in Slovenia. The regulatory framework applicable to LNG facilities is set out under EA-1 (*cf.* question 3.13).

### 9.2 What governmental authorisations are required to construct and operate LNG facilities?

Depending on the specifics of the project, several other authorisations and approvals (of different authorities) may be required (e.g. in relation to nature and environmental protection, physical planning and building, water regime, etc.).

### 9.3 Is there any regulation of the price or terms of service in the LNG sector?

No special regulations referring to the price or terms of service in the LNG sector could be identified.

### 9.4 Outline any third-party access regime/rights in respect of LNG facilities.

The LNG facility operator is required to grant user access on a non-discriminatory basis and observe the regulated third party access regime. The access to storage may only be refused in the following instances: (i) lack of capacity; (ii) where access to the system would prevent a system operator from performing the public service obligation; or (iii) where access to the system would cause serious financial and economic difficulties to gas undertakings with regard to take-or-pay contracts.

## 10 Downstream Oil

### 10.1 Outline broadly the regulatory framework in relation to the downstream oil sector.

Fuel prices remain regulated, with the current model in place of determining petroleum derivatives where the calculation is based on the 14-day approximate of exchange quotations and the currency USD/EUR. Price-determination is regulated under the Decree on the determination of petroleum derivatives prices (*Uredba o oblikovanju cen naftnih derivatov*). Retail prices of each petroleum derivative comprise the sales price (without levies), CO<sub>2</sub> tax, supplement for energy savings, RES contributions, excise duties and VAT.

The compulsory (emergency) reserves/stocks of crude oil and/or petroleum products are maintained and entrusted by the Agency of the Republic of Slovenia for Commodity Reserves (*Zavod RS za blagovne rezerve*), fully owned by the Republic of Slovenia.

### 10.2 Outline broadly the ownership, organisation and regulatory framework in relation to oil trading.

The energy activities of oil trading are not subject to specific regulation.

## 11 Competition

### 11.1 Which governmental authority or authorities are responsible for the regulation of competition aspects, or anti-competitive practices, in the oil and natural gas sector?

Slovenian governmental authorities responsible for the regulation of competition aspects in oil and natural gas sector are the Slovenian Competition Protection Agency (*Javna Agencija Republike Slovenije za varstvo konkurence*, “CPA”) as well as the Energy Agency, which generally collaborate in the monitoring and detection of any potential anti-competitive practices.

### 11.2 To what criteria does the regulator have regard in determining whether conduct is anti-competitive?

The regulator has to observe the criteria of the Slovenian Prevention of Restriction of Competition Act (*Zakon o preprečevanju omejevanja konkurence*, “PRCA”), Articles 101 and 102 of the Treaty on the Functioning of European Union (“TFEU”), EA-1 and other related pieces of national and European legislation.

### 11.3 What power or authority does the regulator have to preclude or take action in relation to anti-competitive practices?

One of the main powers of the CPA is to monitor and analyse the conditions on the market to the extent necessary for the development of effective competition, conduct procedures and issue decisions in accordance with PRCA. The CPA may *ex officio* initiate the procedure to assess alleged restrictive agreements and abuses of a dominant position. Further, the CPA may conduct studies of an individual sector or certain types of agreements in several sectors when price rigidity or other circumstances indicate the possibility of a restriction or distortion of competition on the territory of the Republic of Slovenia. Within the procedure, the CPA may upon the conducted investigation, *inter alia*, issue a decision establishing the existence of an infringement and require the undertaking concerned to bring such infringement to an end. The same decision may be imposed on the undertaking of the obligation to take reasonable measures to bring an infringement and its consequences to an end, in particular through the disposal of business or part of the undertaking’s business, division of an undertaking or disposal of shares in undertakings, transfer of industrial property rights and other rights, conclusion of licence and other contracts which may be concluded in the course of operations between undertakings, or ensuring access to infrastructure.

Having the power of a minor offence authority, the CPA may also impose fines on the violators.

Pursuant to EA-1, the Energy Agency may, *inter alia*, conduct a survey on the individual part of the market upon ascertainment of existence of barriers for new market entrants or that the market is insufficiently competitive (in the natural gas sector) in cooperation with the CPA. Should the Energy Agency determine that there are serious and persistent barriers on the natural gas wholesale market for the access to the productive resources of natural gas, which makes the market at the retail level insufficiently competitive and has adverse effect on final consumers, the Energy Agency may, after consulting the CPA, impose on the natural gas supplier to either (i) release a certain mandatory amount of natural gas, or, respectively (ii) to offer contractual rights of the natural gas import to the interested buyers in a transparent and non-discriminatory manner in accordance with Articles 442 and 443 of EA-1.

**11.4 Does the regulator (or any other Government authority) have the power to approve/disapprove mergers or other changes in control over businesses in the oil and natural gas sector, or proposed acquisitions of development assets, transportation or associated infrastructure or distribution assets? If so, what criteria and procedures are applied? How long does it typically take to obtain a decision approving or disapproving the transaction?**

In principle, concentrations between undertakings (including mergers) have to be notified according to the CPA, if:

- (i) the total annual turnover of the undertakings involved in a concentration, together with other undertakings in the group, exceeded EUR 35 million in the preceding business year on the market of the Republic of Slovenia; and
- (ii) the annual turnover of the acquired undertaking, together with other undertakings in the group, exceeded EUR 1 million in the preceding business year on the market of the Republic of Slovenia or if the annual turnover of at least two or more undertakings involved in a concentration that created a joint venture performing all the functions of an autonomous economic entity on a lasting basis, together with other undertakings in the group, exceeded EUR 1 million in the preceding business year on the market of the Republic of Slovenia.

Even if the concentration does not reach the thresholds referred to above, the CPA may within 15 days following the date on which the undertakings involved in the concentration notify the CPA of its implementation, invite the undertakings to notify a concentration if they, together with other undertakings in the group, hold more than a 60 per cent market share on the market of the Republic of Slovenia.

The duration of the approval/disapproval procedure is not entirely accurate in practice. The CPA procedure is divided into Phase I and potentially Phase II procedures. The latter is expected only in cases where the agency has serious doubts about the compatibility of the relevant concentration with competition rules. All Phase I decisions should generally be taken within 25 working days upon filing of the merger notification. Should the CPA decide to initiate Phase II proceedings, it is bound to issue a final decision within 60 days. If the CPA does not issue a Phase II decision on time, the parties may file a suit before the Administrative Court to demand that the agency issues a decision. The CPA either approves and issues a decision declaring the concentration compatible with competition rules, or disapproves the concentration and issues a decision declaring that the concentration is incompatible with competition rules and prohibits such concentrations, if it ascertains that the concentration is in contravention of PRCA.

## 12 Foreign Investment and International Obligations

**12.1 Are there any special requirements or limitations on acquisitions of interests in the natural gas sector (whether development, transportation or associated infrastructure, distribution or other) by foreign companies?**

Currently, there are no special requirements or limitations on acquisitions of interests in the oil and natural gas sector by foreign companies directly.

**12.2 To what extent is regulatory policy in respect of the oil and natural gas sector influenced or affected by international treaties or other multinational arrangements?**

The regulatory policy in respect of the oil and natural gas sector is aligned with EU law, in particular the European Third Energy Package legislation. Slovenia is also a member of the Energy Charter Conference.

## 13 Dispute Resolution

**13.1 Provide a brief overview of compulsory dispute resolution procedures (statutory or otherwise) applying to the oil and natural gas sector (if any), including procedures applying in the context of disputes between the applicable Government authority/regulator and: participants in relation to oil and natural gas development; transportation pipeline and associated infrastructure owners or users in relation to the transportation, processing or storage of natural gas; downstream oil infrastructure owners or users; and distribution network owners or users in relation to the distribution/transmission of natural gas.**

No dispute resolution procedures, generally applicable to the disputes between the regulator and participants in the oil or natural gas sector, are set out under EA-1. In some instances, specific provisions may apply to the disputes between market participants themselves/the TSO (*cf.* for example question 6.6 in respect to third party access).

**13.2 Is your jurisdiction a signatory to, and has it duly ratified into domestic legislation: the New York Convention on the Recognition and Enforcement of Foreign Arbitral Awards; and/or the Convention on the Settlement of Investment Disputes between States and Nationals of Other States ("ICSID")?**

The New York Convention on the Recognition and Enforcement of Foreign Arbitral Awards was ratified in 1981 by the former Socialist Federal Republic of Yugoslavia, where Slovenia became the successor on 6 July 1992. The Convention is applied on the basis of reciprocity, to the recognition and enforcement of only those arbitral awards made on the territory of another contracting state.

The Convention on the Settlement of Investment Disputes between States and Nationals of Other States was ratified in 1994.

**13.3 Is there any special difficulty (whether as a matter of law or practice) in litigating, or seeking to enforce judgments or awards, against Government authorities or State organs (including any immunity)?**

Generally, there is no special difficulty in litigating, or seeking to enforce judgments or awards, against Government authorities or State organs other generally long-lasting procedures.

**13.4 Have there been instances in the oil and natural gas sector when foreign corporations have successfully obtained judgments or awards against Government authorities or State organs pursuant to litigation before domestic courts?**

We are not aware of any such dispute resolution cases.

## 14 Updates

**14.1 Please provide, in no more than 300 words, a summary of any new cases, trends and developments in Oil and Gas Regulation Law in your jurisdiction.**

As already noted (*cf.* question 1.1), on 1 October 2015 the Slovenian gas TSO established a VTP for exchanging natural gas quantities on the Slovenian transmission system, which also comprises the functionalities of a Trading Platform (*Trgovalna platforma*) and

Bulletin Board (*Oglasna deska*), all of which are available through a web application.

On 1 November 2015, bundled capacity auctioning on interconnection points, provisioned under the Commission Regulation (EU) No 984/2013, was implemented.

One of the current highlights in the natural gas sector is the mentioned Petišovci Project, envisioned to be connected to the international transmission network and to supply a significant proportion of Slovenia's future gas requirements, thereby reducing its dependency on imported gas (*cf.* question 1.1).

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