

Natural Resources, Mining and Metallurgy

Turkey has around 60 different metals and minerals which are commercially viable for exploitation, ranking the country among the global top ten for mineral diversity. Turkey's minerals and mining rights are exclusively owned by the state, with exploration and operation rights delegated to companies under license, in return for royalties. These resources include metallic minerals, industrial minerals, natural stones, ferro alloys, rare earths and fertilisers, along with other natural products. These are heavily regulated industries, with many compliance areas, alongside complicated permit, licensing and audit processes.

Turkey meets a significant portion of its raw material requirements, while still producing healthy export volumes. Exports have steadily increased in recent decades, notably to China, United States, Saudi Arabia and India. Turkey's most significant natural reserves include gold, boron, copper, marble, and travertine, among many others.

The Turkish natural resources and mining sectors have responded positively to liberalisation, as well as legislative reforms. These reforms included notable tax and customs duty exemptions, significant tax reductions for certain projects, as well as complete exemptions from some regulations. However, understanding these incentives is a complicated process.

Moroğlu Arseven has a strong track record advising clients on complex and innovative projects, providing clear advice on the regulatory, strategic, commercial and technical aspects of these industries, along with international trade and commodity pricing issues. The firm is at the forefront of Turkish developments, assisting clients to navigate legal hurdles, negotiate royalty agreements, deal with regulatory disclosures, as well as understand and access the various tax and investment incentives.

We advise clients in all aspects of the supply chain, including mineral research, exploration, extraction and processing, as well as project development, project financing and supporting businesses. We have broad experience assisting clients with licensing, environmental, zoning, leasing, concession, waste management and other regulatory permissions which are required at each stage.

Moroğlu Arseven has considerable experience representing Turkish clients, which tend to dominate the local industry. However, our experience in this respect is also valuable to international clients. It allows the firm to assist foreign clients, from junior through to major, to understand and navigate domestic considerations or practices, often pre-emptively. These sectors also have a global dynamic, with many cross-border joint ventures or projects agreements, as well as issues stemming from global trade.

Moroğlu Arseven regularly assists clients involved in the planning, sale or purchase of projects, offering end-to-end support. Our support stretches from due diligence of corporate, license and environmental sustainability issues, through to health and safety, financial structuring, establishing SPVs, as well as transferring operating rights, assets or shares. Every deal must be carefully structured and tailored to suit the asset, commodity, geography and investors involved.

The firm has significant expertise in the metallurgy sector, advising clients from production through to export. Our metallurgy support spans smelting, refining, trading and semi-manufacturing. We support clients at all stages of the production process and this broad experience gives our team particular insight into sector-specific contracts, regulations and commercial practices. For example, sale and purchase agreements for electric arc furnace dust, or other waste disposal arrangements.

Moroğlu Arseven also works closely with clients within the battery supply chain, focused on lithium, cobalt, nickel and copper. Demand is set to increase in these areas, with the rise of renewable energy and grid-storage advances, along with electric vehicles.

Moroğlu Arseven provides clear guidance on the regulatory aspects of the Turkish natural resources, mining and metallurgy sectors, including precious metals and semiconductor materials. We provide full-scope regulatory support, assisting clients to develop proactive and reactive compliance strategies. We also have significant experience supporting clients during related disputes or investigations by regulatory bodies.

Environmental impact assessments, product lifecycles, hazard identification, waste management and disposal, recycling, emissions, chemicals, zoning and other environmental regulations all play essential roles in this context. Accordingly, Moroğlu Arseven supports clients to understand and plan their operations so that these comply with relevant air, land, water, employment and public health rules. For instance, via proactive due diligence or risk mitigation projects, or comprehensive health and safety audits.

Moroğlu Arseven regularly advises on processes and requirements for Turkey's Ministry of Energy and Natural Resources, the General Directorate of Mining and Petroleum Affairs, the General Directorate of Mineral Research and Exploration, as well as other relevant regulatory bodies. We strategically support and represent clients during all aspects of their interactions with these bodies, assisting clients to obtain a wide range of routine and exceptional approvals, exemptions or licenses. Our support includes dealing with day-to-day regulatory relations, as well as high-stakes regulatory investigations or enforcement proceedings.

The firm's dispute resolution team provides full-scope and integrated support to natural resources, mining and metallurgy clients, meaning conflict specialists are involved from the early stages of emerging issues. We support clients with all aspects and perspectives on disputes, along with regulatory investigations. Support includes representing clients in a full spectrum of forums and related processes, including civil and administrative litigation, arbitration and alternative dispute resolution methods, strategic negotiation and settlement processes, as well as injunctions and enforcement actions. For instance, representing clients involved in disputes about licenses and contractual breaches.

Moroğlu Arseven's strong intellectual property team helps natural resources, mining and metallurgy clients to proactively protect their intellectual property in Turkey. The firm supports with a full range of issues, including litigation, enforcement, counselling, prosecution and transactions. Intellectual property advice is tightly integrated with other practice areas, assisting clients to establish, protect and commercialise their intellectual property assets from the earliest possible stage. For instance, advising on patent and design protection for new technologies, R&D schemes, as well as licensing and portfolio management issues.

Moroğlu Arseven assists natural resources, mining and metallurgy clients with all types of major corporate transactions, including mergers, acquisitions, joint ventures, strategic partnerships, spin-offs, divestitures and group restructures. The firm has significant expertise assisting during complex, inter-jurisdictional transactions, where strategic guidance is required to deal with the legal, commercial and operational factors simultaneously. These projects often involve high values, or complicated leveraging and equity structures. We

work closely with companies, shareholders, investors and financiers on both buy and sell-side, assisting through all stages of these projects. Moroğlu Arseven places a strong focus on ensuring we consider each client's business objectives and the dynamics of the natural resources, mining and metallurgy industries, then reflect these factors into the transaction's structure, risk allocation, or asset transfers.

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