

Corporate and Commercial

Our Capabilities in the Middle East



One of the oldest law firms in the world

The reason for our longevity? Established trusted relationships with our clients, dedication to client service and championing client causes.

Our partner-led client service has made us a leader in the world of legal services for dynamic family businesses, and the world's leading creators and owners of private wealth. Major corporates and institutions benefit from our personalised approach as we embed ourselves in the teams of our clients, working alongside them and connecting them with the right people across our firm to help them exploit new opportunities.

We have a world of experience

Our firm is headquartered in London with offices in the Middle East, Europe and Asia. Whether your business operates in a single country or across borders, we'll put together your ideal team – pulling from our sector and geographical expertise.

With over 1000 employees, each of our offices provides a gateway to the whole firm connecting you with the best advisers and serving your needs from our 11 offices across the Middle East, Europe and Asia.

No matter where your international ambitions lie, we're here to support you.



Award winning Middle East law firm



We are a market leading, award winning international law firm with offices in three of the Middle East's centres: Dubai, Manama and Doha.

We have been working with clients in the GCC region for over 30 years and operating on the ground in the Middle East for over 15 years. With both English and Arabic speaking lawyers, our experienced Middle East team understand your specific requirements and the nuances of each market place in the region. We undertake some of the region's highest value transactions and cases and our partners in the Middle East are consistently ranked as leading lawyers in their respective fields in independent directories such as Chambers Global and The Legal 500. We are particularly proud of our investment in lawyers with local law qualifications, which brings an important multi-cultural dynamic to our Middle East team.

Our lawyers work seamlessly across the Middle East offices servicing clients with a 'one team' approach regardless of geography and leveraging specific expertise from our other international offices as and when required. We work with a variety of clients and industries including government entities and regulators, sovereign wealth funds, multi-national and regional corporates, major investors, high-profile families and individuals.

Whatever your requirements, you will find our partners are very hands-on, delivering practical solutions. We will provide you with partner-led relationship management and we are dedicated to developing deep-rooted relationships enabling us to fully understand your needs and objectives and respond accordingly.

All three of our offices are permanently staffed by lawyers with both local and international experience who are actively involved in the wider Middle East business community.

We continue to grow across all our Middle East offices and we look forward to you joining us on this exciting journey.

We have been recognised by the legal directories as leaders in our respective fields

We pride ourselves on our client service and performance and are delighted to have received recognition for this through industry awards and other accolades such as:

- Ranked Tier 1 in all of our core practices in Bahrain | The Legal 500 EMEA 2021
- Highly Commended for Construction Team of the Year | The Middle East Legal Awards 2021
- Winner of the Bahrain Law Firm of the Year The Oath Middle East Legal Awards 2018 and 2019
- Winner of the Bahrain Dispute Resolution Law Firm of the year | Chambers Middle East Awards 2019
- Whos Who Legal - Recognised in Data 2021
- Whos Who Legal - Recognised in Telecoms, Media, Entertainment 2022
- Managing Intellectual Property IP STARS -Ranked Firm 2021
- Media Law International - Tier 1 Ranked Firm 2021

"Very efficient, helpful,
accommodating and very thorough
in their work"

CHAMBERS GLOBAL 2021 - CORPORATE AND FINANCE



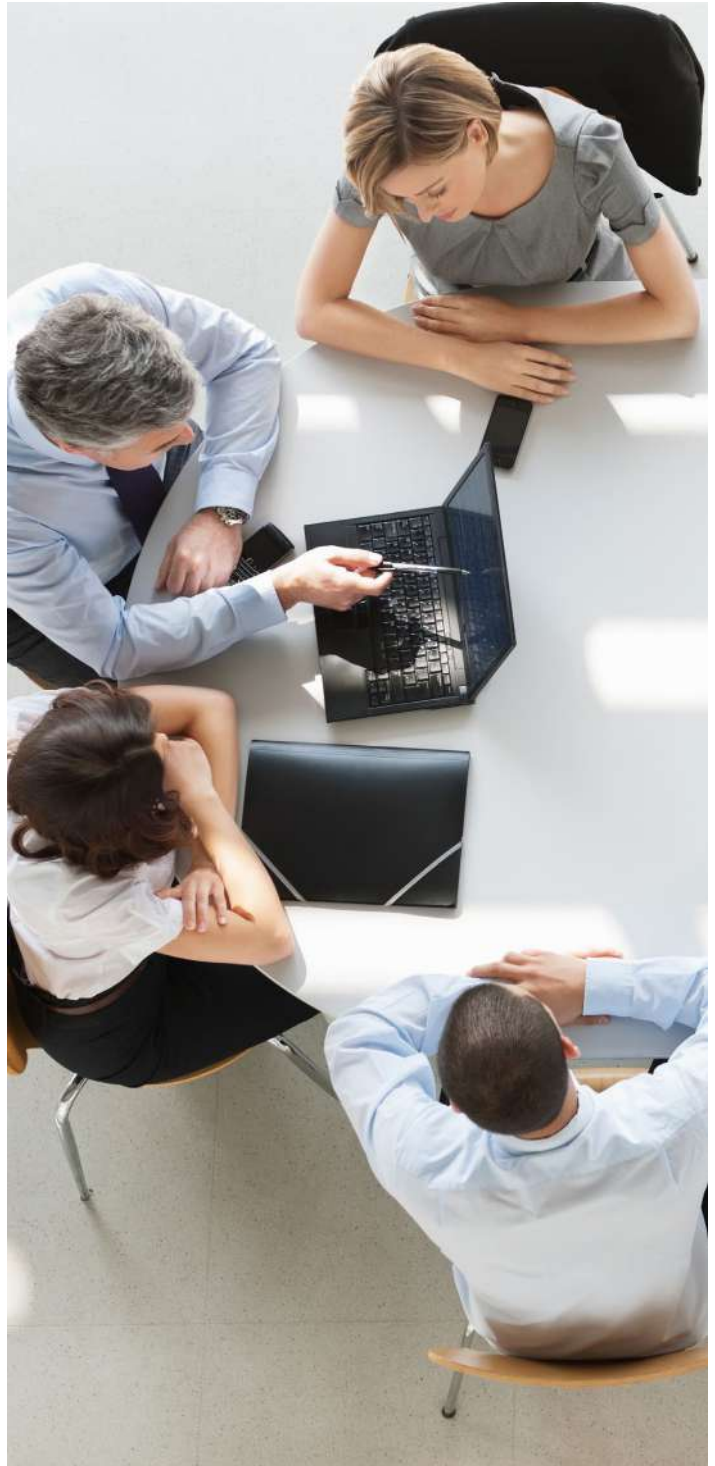
Corporate and Commercial Expertise

Our wealth of industry-focused experience and expertise provides clients with high quality services tailored to support their business and its unique requirements.

We are widely recognised for our ability to advise on the full spectrum of corporate activity and advisory services through our multi-disciplinary team of experts. We provide comprehensive legal services to governments, banks, financial institutions, asset and fund managers (including sovereign funds), corporations, families and individuals. We pride ourselves on having knowledge and expertise across a wide variety of sectors and industries including leisure and retail, automotive and manufacturing, aviation, banking and financial services, real estate, construction, engineering and projects, energy and natural resources, healthcare, technology, media and telecommunications, entertainment and events, film and production, art and luxury and sport.

The team has multi-jurisdictional capability and the ability to project manage transactions, particularly those with international aspects, leveraging off our wider Charles Russell Speechlys corporate and commercial teams based in our offices across the globe.

We seek to build strong professional relationships over the long term, based on trust and co-operation. Our partners are ranked in Chambers Global and Legal 500 EMEA directories and we provide a high level of partner involvement which often differentiates us from other firms.



Corporate and Commercial Services

We are here to help you with:

Corporate:

- Mergers, acquisitions and dispositions
- Joint ventures, partnerships and strategic alliances
- Private equity investments and exits
- Venture capital funding and related transactions
- Equity and debt financing arrangements
- Fund formation and the regulation of financial institutions
- Listing and public market issues
- Corporate governance and company secretarial matters

Commercial:

- Supply and manufacturing agreements
- Standard terms and conditions of supply and purchase
- Sales, marketing, advertising, promotion and sponsorship agreements
- Representation, agency, distributorship, franchise arrangements, licensing & multi-channel strategies
- Joint ventures, co-operation and collaboration agreements, strategic partnerships
- Procurement and outsourcing
- Technology agreements and consultancy
- All forms of intellectual property contracting, consultancy, prosecution and maintenance
- Licensing, research, development and exploitation agreements
- Data protection
- Employment
- The full range of legal services to the media, entertainment and sports industries



Our selected Corporate Experience

Purchase of Distressed Debt Portfolio

Advising on a joint venture of two of the world's leading financial services companies on the purchase of a portfolio of non-performing loans from one of the world's largest retail banks.

Oil and Gas Joint Venture

Advised a multinational Middle Eastern company on a large scale joint venture in the oil and gas sector in the GCC.

Purchase of Interest in Wamda Capital

Advising a leading regional investment management company in the UAE on its purchase of the Limited Partner interest in Wamda Capital, one of the most active venture capital funds in the MENA region, from Abraaj Holdings.

Telecommunications Acquisition

Advised an international development finance institution on the buyout of the remaining shares in a Central Asian mobile telecommunication service provider.

Leading Regional Brand Franchise Operator

Advising a large GCC group, which is one of the world's leading brand franchise operators, on a proposed joint venture with a popular food delivery platform. We were involved at all stages, including negotiations, structuring, advising on regulatory matters, carrying out due diligence and drafting the transaction documents.

Various Healthcare Acquisitions

Advised a leading Abu Dhabi-based investment group in respect of several acquisitions in the healthcare space, including two distressed share and asset acquisitions from the NMC Healthcare Group, and the purchase of a manufacturer and distributor of sterile parenteral solutions.

Sale of Network of Rehabilitation Facilities

Advised the shareholders of a group of long-term acute care and post-acute rehabilitation facilities on questions of corporate governance, strategy and structuring in the context of a \$360,000,000 sale of the group to a UAE-based global investment company.

Purchase of Pharmaceutical and Medical Assets

Advised a major UAE investor on the purchase of various assets throughout the UAE in the pharmaceutical and medical sectors.

PharmaTech Purchase

Advised a purchaser on the proposed acquisition of a UAE-based technology company that manufactures biotechnology and nanotechnology products in the pharmaceutical sector.

Minority Healthcare Buyout

Advised the majority shareholders of a leading UAE-based medical service provider in the context of contentious negotiations with a minority shareholder and agreement on an eventual buyout.

ASRY (Arab, Shipbuilding & Repair Yard B.S.C.)

Advising the directors and the company of ASRY (Arab, Shipbuilding & Repair Yard B.S.C.) in relation to a substantial restructuring of its shareholders, its bank debts and its supply chain creditors. Advising on the implementation of a turn-around plan and the impact of staff numbers. Advising on redundancy programmes and implementing those programmes.

Leading Communications Operator

Advising a leading communications operator on a range of corporate, M&A, commercial, regulatory and compliance matters both through a secondment role and a number of ad-hoc engagements.

Oil & Gas Joint Venture

Advising a leading integrated oil company on the establishment of a joint venture with one of the world's leading mining companies, for the development of a mine containing several billion dollars' worth of precious stones

BAFCO

Advising the shareholders of BAFCO in connection with its extensive restructuring required to comply with an order issued by the Government of Bahrain.

Our Selected Commercial Experience

One of the most popular living artists

Advising this significant client in relation to rights in respect of the artwork entitled "The Journey of Humanity", the world's largest painting sold recently for \$62m at an auction. We are also advising in relation to the development and launch of an artist related NFT strategy for this client.

One of the largest multimedia communications groups in the world

Advising the group's MENA operations with all employment regulation and contracting concerning seasonal staff and the impact of Covid-19. We have also provided advice relating to corporate restructuring in the Middle East and are finalising matters relating to arrangements for outdoor broadcast with Live and Abu Dhabi Media Company. The team were also successful with negotiating a dispute relating to the cancellation of OB services for UAE football as a result of pandemic related suspension.

Leading provider of technology solutions

Advising this leading provider of technology solutions for the events, production and broadcast sectors for many years on a broad range of work relating to all offerings for event management and systems integration. Work has included advice on a sponsorship agreement with The Department of International Trade, advice on restricted covenants in relation to employment matters and assistance with an outsourced service agreement and crew general conditions and vaccination requirements.

A leading multinational telecommunications company

Advising on a standard template agreement and deal negotiations relating to a purchase of rights in relation to a bespoke font created for the group. The due diligence process required to mitigate legal risks, infringements and safeguarding the company's position in relation to the applicable UAE laws, intellectual property rights law and current international practices. Our team also handled all the negotiations with regards to the use of appropriate content and the media rights relating to the rollout of an extensive TV campaign and outdoor advertising campaign in the region, featuring a well-known UK celebrity on behalf of this client.

Financial Services Companies

Advising a large number of leading banks operating in the Middle East handling a broad range of corporate, commercial and dispute resolution matters.

Technology Company

Advising the client in connection with the roll-out of an e-commerce solution for food ordering and deliveries from restaurant outlets throughout Bahrain. Our team prepared a suite of commercial, IP and data protection documentation.

One of the world's most well-known high end luxury brands

Advising on the roll out of the group's e-commerce business in the Middle East, including intellectual property related matters. Our advice involves the copyright and data aspects of the platform covering the UAE, Saudi Arabia, Qatar and Kuwait.

The team have also advised on the legal framework surrounding collection and the use of biometrics data in the region and the use of ambassadors and supplier arrangements for distant and phone sales.

An investment fund formed to launch and operate flagship entertainment and leisure-based concepts within the GCC

Advising on all of its franchise operations across the region and internationally. The team are also providing advice on all intellectual property and commercial issues relating to the roll out of various locations along with advising on brand protection, including handling all the trademark registrations of all their brands in every jurisdiction within the group.

The fund's selection of proprietary flagship concepts include MultiVRse, Woo-Hoo, Xstrike and Dare. Also advising this group in relation to corporate structuring, licensing of third party technology and brands, franchise models and the preparation of contractual documentation to use with franchisees and unit operators, with assistance in relation to the localisation of models and contracts. The team are further advising in relation to considerable investments into the group including an arrangement between shareholders and a complex delegation of authority matrix and process.

Our Selected Commercial Experience

International Cricket Council

Advising the client on their entire commercial activities through high level brand support, custodianship of brand protocols and all issues relating to the management and commercialisation of its global portfolio of brands. We also act in relation to various media contracts and rights negotiations relating to the clients commercialisation programme.

A well-known international rock star

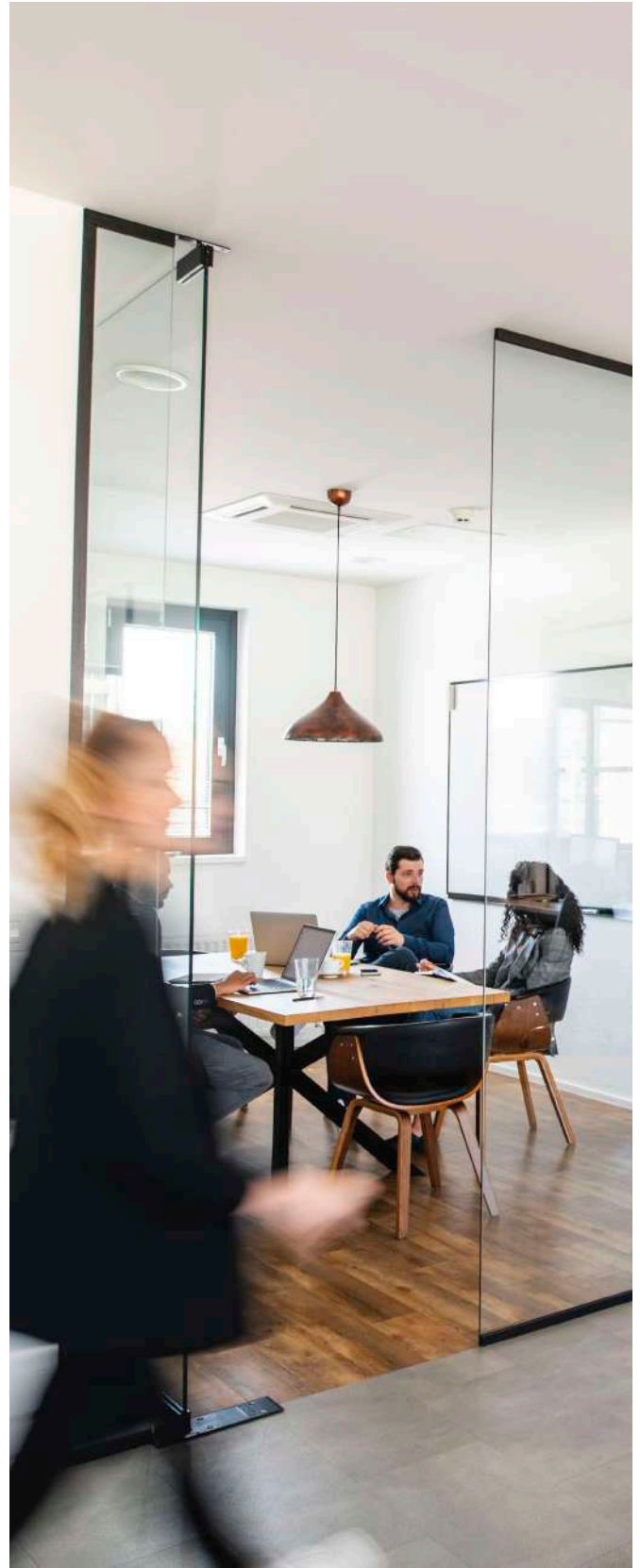
Advising the client in relation to the advance sale of royalty income on a significant back catalogue of intellectual property rights. This included associated advice to the trustees of a family trust and companies, longer term succession planning and advice on the corporate transaction, as well as liaising with advisers in relevant jurisdictions including the US and Italy.

Abu Dhabi Government / Image Nation

Advising on various commercial related matters relating to its production and operational activities. This continues the team's work in raising the bar in relation to the legal and commercial aspects of film production in the region. The team have also acted for the client on several exciting movie projects including From A to B, Zinzana, The Worthy and Scales, as well as advising on matters relating to content licensing and production contracts.

Qatar FIFA World Cup 2022

We have been appointed as a panel firm advising on a range of matters ahead of the Football World Cup to be hosted in Qatar.



Key Contacts



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“They don’t only offer what we have asked for, but also think beyond and offer suggestions that would benefit us in the long run in the broader market”

CHAMBERS GLOBAL 2021 - TMT



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