MAYER BROWN

A Distinctive Middle East Practice







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We knew that we had finally found the right lawyers to represent us in the Middle East. Their expertise, reliability, pragmatism and responsiveness were second to none, and we felt as though we were being both supported and guided by the very best in the region.

David Golden, Executive Vice President and General Counsel Eastman Chemical Company

Whether we need representation on deals or disputes, we can always call upon an exceptional team that works seamlessly across and beyond the region, whose members consistently distinguish themselves by both their unwavering commitment to quality and their intimate understanding of how business is done in the Middle East. We look to the Mayer Brown team not just as our trusted advisors, but as our partners.

Mr. Talal Al Gaddah Chief Executive Officer MAG Property Development (based in Dubai)

Mayer Brown's commitment to the Middle East

At Mayer Brown, we are committed to meeting our clients' needs in the Middle East and we offer a devoted team of partners, associates and other professionals who are uniquely focused on the region and the many issues and opportunities that it presents. Our team provides exceptional on-theground experience in key jurisdictions, advising clients that are entering, exiting, expanding and operating, in or from, the Middle East.

With decades of combined experience, our team's deep personal and professional knowledge of the region, as well as its tried-and-tested network of trusted relationships, allow us to understand both the legal and the non-legal intricacies of doing business in the Middle East and to avoid the many pitfalls of operating there. Our fluent understanding of the issues and our ability to navigate them skillfully and pragmatically help to define our value proposition to clients and to maximize their chance for successful outcomes.

في ماير براون، نحن ملتزمون بتلبية إحتياجات عملائنا في الشرق الأوسط، ونحن نقدم فريق من محامين ومستشارين قانونيين ومهنيين اخرين ممن لديهم خبرة فريدة واستثنائية في المنطقة وخاصة التحديات والفرص العديدة التي تقدمها. يقوم فريقنا بتوفير تجارب محلية مميزة في مناطق أساسية وذلك عبر تقديم إستشارات قانونية للعملاء الراغبين بالدخول أو الخروج أو التوسع أو العمل في أو من الشرق الأوسط.

مع عقود من الخبرة، المعرفة الشخصية والمهنية العميقة لفريقنا بالمنطقة، بالإضافة إلى شبكة العلاقات المجربة والموثوق بها، تسمح لنا بإستيعاب التحديات القانونية وغير القانونية لممارسة الأعمال التجارية في الشرق الأوسط وبالتالي تجنب العراقيل العديدة التي تنتج من العمل هناك. إن إستيعابنا التام للتحديات وقدرتنا على تجاوزها بمهارة حرفية وعملية تساهم في تعريف عملائنا بقيمه خدماتنا وبالتالي زيادة فرص نجاحهم.



JON VAN GORP Chairman of the Firm

Our key distinguishing characteristics

Our Middle East team represents a **unique breadth and depth of experience** across a broad spectrum of matters, industries and geographies. From modest start-ups to major multinationals, from princes to private equity funds, from local governments to global banks, we bring the breadth of our experience to bear on all client matters, whether emanating from or oriented towards the Middle East.

Our team members operate from a highly developed understanding of business objectives and commercial concerns. Our driving focus is on navigating the legal issues our clients face to achieve **practical commercial solutions and successful business outcomes**.

We maintain a determined emphasis on quality, consistent both with the preeminent reputation of our firm and with the high expectations of our clients. Our team prides itself on a level of **reliability and responsiveness** that is difficult to find elsewhere in the region.

By design, our team demonstrates fluency and facility with the laws, practices, norms and trends of both the Middle East and the West. Being **legally, commercially and culturally ambidextrous** is a hallmark of our practice, and we are as comfortable in London, Paris and New York as we are in Dubai, Doha and Riyadh. Our lawyers are fluent in Arabic, English, French, Spanish and Portuguese.



Our Middle East Leadership Team



TAHAN (TOM) THRAYA



JAD TAHA



ALAIN FARHAD



RAID ABU-MANNEH



DANY KHAYAT



CHARLES HALLAB*



AMANY HASSAN



FARID HAROUN



NANDA AL QAZAZ



OMAR EL-KHATTABI



TAMER SOLIMAN



BOB PALMER



BARRY COSGRAVE



IAN COLES



LANA KHOURY



ALI AUDA



MICHAEL E. LACKEY



BARRY MACHLIN



RYAN FERRIS

* Senior Legal and Strategic Advisor to Mayer Brown

** Partner at Afrique Advisors, correspondent of Mayer Brown



ALEXANDRE CHEQUER LAILA SLASSI**



ALISTAIR GRAHAM





SHRI MASKI



GERARD MOORE



DANY BITAR

Our global clients

Our lawyers have represented a who's who of clients on an impressive array of matters inbound to and outbound from the Middle East, as well as on a wide assortment of intraregional matters within the Middle East (a representative sample is shown).

INBOUND

- Abbott
- Abercrombie & Fitch
- Booz Allen Hamilton
- BR Foods
- Clarcor Inc.
- Eastman Chemical Company
- Expedia
- Rockwell Collins
- SC Johnson
- Siemens
- Under Armour
- Xerox
- Yum! Brands

OUTBOUND

- Al Faisal Group
- Arab Bank
- Crown Prince of Dubai
- Future TV
- Global TS
- IGO Property Development
- Royal Family of Saudi Arabia

INTRAREGIONAL

- Alghanim Industries
- California Garden
- Fouad Alghanim &
 Sons
- Iraq Ministry of Oil
- Kingdom of Jordan
 - MAG Group

- Mushrif Trading & Contracting Co.
- NBK Capital
- Oman Investment Authority
- Qatar First Bank
- The Abraaj Group
 - Wasita

Examples of how we have assisted inbound clients STAGES OF BUSINESS DEVELOPMENT

- Basic Foreign Direct
 Investment Advice
- Company Formation Options
- Regional Tax Advice
- Corporate Compliance
- Due Diligence of Business Partners
- Country and Sector Risk Analysis

- Joint Ventures (Regional, Local/ Nominee and Strategic)
- Formation of Legal Entities
- Appointment of Local Agents/Distributors
- Employment and Immigration Advice
- Product Registration
- Localization of Business Agreements
- IP Registrations
- Leasing
- Banking and Wage Protection Arrangements
- Special Licensing Matters

- Customer/Partner Disputes (including Litigation and Arbitration)
- Corporate Secretarial Services
- D&O Changes/Auditing Policies
- Employment Matters (including contentious matters before Ministry of Labor)
- Termination of Agents/ Distributors (including De-Registration)
- Government Relations and Investigations
- Corporate Restructuring
- Company Policies and Governance
- Whistleblower Matters
- Dawn Raids
- Litigation and Arbitration Support (at all levels)

- Construction/Major Projects
- Energy Transactions
- Private Equity/Fund Formation
- Mergers and Acquisitions
- Licensing and Commercial Arrangements
- Banking and Finance (including Shariah Financing)
- Real Estate
- Dissolution and Divestment
- Government Procurement
- Petroleum Agreements and Concessions

PRE-MARKET ENTRY

MARKET-ENTRY

ON-GOING MATTERS

GROWTH OPPORTUNITIES

- Sample industries
- Construction/ Engineering
- Defense & Aerospace
- Manufacturing
- Pharmaceuticals
- Healthcare
- Education
- Technology/Internet
- Security Services
- Management
 Consulting
- Energy & Oil/Gas
- Medical Devices
- Banking
- Chemicals
- Consumer Products
- Retail

Eight interconnected disciplines



Corporate and Commercial

Our Middle East corporate and commercial practice is a multifaceted transactional practice that is focused on legal matters directed towards and emanating from the Middle East, with a particular emphasis on Gulf Cooperation Council countries such as the United Arab Emirates, Saudi Arabia and Qatar. In this regard, we work across a variety of issues and industries to provide effective and efficient advice to our clients within the region and beyond.

From Dubai to Washington DC, and points in between, we handle a broad spectrum of sophisticated corporate and commercial matters such as bilateral and multilateral joint ventures, cross-border mergers and acquisitions and major investments, as well as an array of commercial arrangements and alliances. We also seek to provide practical solutions for all manner of client issues and concerns related to the expansion or contraction of our clients' businesses in the region.

Employment

We advise employers across industry sectors. Our work involves providing strategic advice to clients across the Middle East region enabling them to navigate comfortably through the local labor laws and enabling them to adopt best practices, deal with global mobility matters, and draft and adapt employment/HR policies, all in an effort to enhance integration and manage employee relations.

Compliance

We have advised clients on regulatory compliance, drafting employment contracts (and supplemental employment agreements), secondment arrangements with distributors, and immigration and employment compliance. We have also handled several contentious employee terminations (including before all levels of Labor Courts in the UAE) relating to discrimination and wrongful terminations and a number of whistleblower cases/allegations.

Major Projects, Finance and Restructuring

As a critical part of our award-winning global projects group, our Middle East Projects, Finance and Restructuring team represents clients in a wide variety of sectors, including financial services, power, oil and gas, renewable energy, mining, roads and motorways, ports, petrochemicals, wind, water and wastewater treatment, and industrial and other infrastructure facilities. We represent corporate debtors, company directors, lenders (throughout the capital structure), bondholders, liquidators, receivers, administrators, trustees, debtor-in-possession (DIP), loan providers, insurers, pension fund trustees, special servicers, landlords, developers, sponsors, investors, contractors, operators, governments and public agencies, commercial and investment banks, and bilateral and multilateral agencies.

We advise on the full range of finance matters, including senior and subordinated lending, equity investments and leveraged lease transactions, as well as all phases of major projects, from inception to completion and post-closing integration, including bidding and tender processes, the structuring and financing of consortiums and the negotiation and execution of project documentation. Our team also has broad experience in restructuring, bankruptcy and insolvency, across an array of industries. Our Middle East team works closely with our offices in the US, Latin America, Europe, and Asia, and is well-positioned in representing clients across jurisdictions in the Middle East and beyond.

Energy Transactions

Clients with interests in oil and gas, electric and renewable energy call on our Chambers-ranked energy team to navigate the complex mix of global markets and regulation across six continents. Our energy transactions team includes lawyers with many years of experience working in the leading petroleum-producing states of the Middle East and North Africa region, who are able to counsel clients in a variety of languages, including Arabic.

The history of energy is a volatile one, as markets shift under the pressure of extreme price swings, technology breakthroughs, geopolitical stresses and environmental change. Yet from risk emerges opportunity: the possibility of making new discoveries, developing new markets, expanding value in existing businesses and accessing new sources of capital. Our Middle East energy transactions lawyers are fully integrated within our global energy transactions team, spanning our offices in Beijing, Dubai, Houston, London, Paris, Rio, Singapore and elsewhere. They combine a truly international perspective on energy deals with a wealth of practical experience operating across the Middle East region.

Construction

Our team serves the oil and gas sector (upstream, midstream, and liquefied natural gas, refining and petrochemicals), the electric power sector (conventional and renewable, including wind and solar, and transmission), and financial institutions, investment funds, project developers, state-owned enterprises and public-private partnerships in the energy sector.

Our team of highly experienced construction and engineering lawyers advises governments, owners, operators, concessionaires, lenders, project sponsors, contractors, consultants and insurers. We have represented clients on many projects in numerous jurisdictions, with a sharp focus on the Middle East. Our team manages issues arising out of all types of construction and engineering projects, including transport, infrastructure, oil and gas (upstream, midstream and downstream), power, alternative energy, process engineering, mining, commercial property, housing, healthcare and education, and insurance. We have extensive experience with all the

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major international and regional standard forms of contract, including FIDIC, IChemE, I Mech E, JCT, NEC, PPC2000, and every method of procurement including PPP/PFI schemes, BOOT/BOT, target price contracts, guaranteed maximum price contracts, turnkey, EPC and EPCM contracts, design and construct forms of contract, construction management, management contracting, partnering and collaborative working contracts, and joint ventures.

We advise on everything from front-end strategy and contract documentation to risk management and dispute resolution, and we have an excellent track record with projects across the region that set benchmarks in terms of scale and complexity. Our deeply rooted understanding of the industry means that our advice is commercially savvy as well as legally sound. We often represent clients when problems or disputes arise because of this degree of fluency in the construction sector and because of our reputation as one of the industry's leading dispute resolution law firms.

International Trade

Mayer Brown's International Trade lawyers and practice professionals offer strategic advice, advocacy and litigation services to governments, trade associations and leading multinational companies that are seeking to profit from the opportunities presented by a global economy and mitigate the risks inherent in an increasingly complex regulatory environment.

Our experienced practitioners have worked on virtually every aspect of international trade and investment, including: market access and trade policy; multilateral and bilateral trade agreements; preferential trade regimes, including the generalized system of preferences; trade remedies (e.g., anti-dumping and countervailing duty), safeguards, Section 301 and Section 337; trade compliance, including compliance with anti-corruption laws, customs laws, export controls, sanctions and national security restrictions on foreign investments in the United States; and international litigation and dispute settlement, including disputes before the World Trade Organization (WTO).

Disputes and International Arbitration

Mayer Brown's Middle East Disputes and International Arbitration Practice has extensive experience on a wide variety of contentious and non-contentious matters across the region. We have Arabic-speaking lawyers, knowledge of local law and extensive contacts across the Gulf and the broader Middle East. Our dedicated team of lawyers has worked successfully on matters covering the construction, infrastructure, banking, energy, petrochemical and other key industry sectors. Our excellent reputation in the region is complemented by our strength in other key disciplines, such as corporate, commercial, capital markets, project finance and international trade, and by the decades of experience of our highly ranked Global International Arbitration practice.

We apply our local and global knowledge in mobilizing complex evidence, analyzing applicable law and procedures, developing and evaluating alternative strategies, and engaging in compelling written and oral advocacy. Our team has had extensive experience in the successful resolution of disputes before all the major arbitration institutions throughout the world, including the ICC, LCIA, CRCICA and DIAC, as well as the DIFC LCIA Arbitration Centre and the Cairo Regional Centre for International Commercial Arbitration. We have lawyers who are registered to act in the DIFC court.

REPRESENTATIVE ENGAGEMENTS Corporate and Commercial

Mergers and Acquisitions

- Represented MAG Group in the divestiture of a large real estate development in Dubai to a private equity firm.
- Represented Donaldson Company (US publicly traded) on a large acquisition of an Abu Dhabi based filter manufacturing company.
- Represented BR Foods (Brazilian publicly traded) on an acquisition of a significant interest in Federal Foods LLC, the largest food distribution company in the UAE.
- Represented Abraaj Capital (largest private equity firm in the Middle East) in its acquisition of the 30% stock of the National Flight Services Company (Saudi Arabian publicly traded).
- Represented NBK Capital (a Middle Eastern private equity firm) in its acquisition of a controlling stake in Nayifat Installment Company (a Saudi Arabian wholesaler and retail trader of vehicles, home and office furniture and building materials).
- Represented Masdar Capital, a Mubadala company, in a venture capital investment into a US-based early stage specialty chemicals company.
- Represented **EQT** in a large private equity acquisition of a UAE target.

Truly experts in M&A, business-oriented and highly responsive.

Legal 500

Joint Ventures and Strategic Alliances

- Advised a US-based autonomous vehicle company on its strategic alliance with the government of Dubai (Roads and Transport Authority - RTA) to provide and operate a fleet of autonomous ride-hailing services in the Emirates. The agreement will make Dubai the first non-US city where the autonomous vehicle company will commercially operate all-electric, autonomous vehicles for ride-hailing and related services.
- Represented **Abercrombie & Fitch** on significant joint ventures in the UAE and Kuwait.
- Represented Saudi Binladen Group, Porr and HBK in a large consortium and joint venture in Qatar in connection with the more than US\$2.2 billion Qatar Integrated Railway Project.
- Represented Rockwell Collins (US publicly traded) on an offset related joint venture with an affiliated entity of Mubadala.
- Represented Louis Vuitton and Fendi on two separate GCC-wide joint ventures with the Chalhoub Group.
- Represented Chemtura Corporation in its joint venture arrangements with Zamil Group Holding Company (a publicly traded Saudi Arabian corporation) and a European petrochemical company.
- Represented **John Buck Company** in an international Abu Dhabi-based joint venture with a Mubadala government-owned real estate development organization for the cooperative pursuit of real estate opportunities related to a US\$100 billion urban development project.
- Represented **Tristar**, **Dutco** and the **Omani Investment Fund** in a large joint venture for the manufacture of antimony ores in Oman.
- Represented National Holding in a strategic joint venture with a leading Spanish eye care company for the creation of a leading eye care hospital in Abu Dhabi.

Foreign Direct Investment

- Represented **AT Kearney** on entry into the Saudi Arabian market as well as corporate and dispute matters.
- Represented **Apple Inc.** on the set up of their Apple entities and stores across the UAE and advised on all local law/regulatory matters in the UAE and Saudi Arabia.
- Represented Edelman on the formation of operating entities throughout the Middle East and on a joint venture with a Dubaibased PR practice.
- Represented **Hilti AG** on the restructuring of its business across the UAE.
- Represented Lockheed Martin on a procurement project for Qatar, on an offset project for Saudi Arabia and on entity establishment across the UAE.
- Represented Middle East Broadcast Networks on the establishment of operations in the Middle East, including corporate, regulatory, employment and tax matters pertaining to starting, acquiring and/or partnering with broadcast companies in Beirut, Cairo, Dubai and Jerusalem, as well as restructuring its operations in Morocco.

Commercial

- Represented AAR Corp on a significant commercial agreement with a publicly traded Saudi Arabian corporation.
- Represented California Garden, a Californiabased consumer food products company, on the negotiation and implementation of a distribution arrangement in the Middle East.
- Represented General Mills on accessing its agency and distributorship arrangements across 15 jurisdictions in the Middle East and on the termination of certain registered agencies.
- Represented a large pharmaceutical company on the termination of its registered agent in the UAE before the Ministry of Economy and before UAE courts.
- Represented a Chinese auto manufacturer with respect to the termination of a registered agent in the UAE and the negotiation of a replacement agent.
- Represented a large US electronics
 manufacturer on a variety of corporate and
 commercial matters and agreements relating
 to the Middle East, including the termination of
 several registered and non-registered agents
 and distributors across the GCC.

They are willing to listen to the client's points and fight in the client's corner.

Chambers UK

REPRESENTATIVE ENGAGEMENTS Disputes and International Arbitration

- Represented SMI and SM Inc. as contractor and alleged contractor, respectively, in ICC construction arbitration proceedings arising out of a dispute with Air Algérie, one of the largest companies in Algeria, concerning the construction of its new headquarter offices in Algeria. The proceedings were held in Geneva.
- Represented an **English company** in arbitration proceedings in Egypt under the rules of the Cairo Regional Arbitration Centre.
- Represented an Arab oil company in LCIA arbitration proceedings arising out of a construction project in Kuwait.
- Represented the main contractor in DIAC arbitration proceedings concerning claims for unpaid and under certified work, variations, omissions, delay and wrongful termination in relation to the construction of a multibillion dollar prestigious mixed-use leisure development in the UAE.
- Represented a Saudi Arabian company in CMAP (Centre for Mediation and Arbitration of Paris) arbitration against a French company concerning a disputed dairy products distribution contract.
- Represented a major UAE contractor in procuring the first-ever enforcement of a DIFC Court Judgment within a foreign jurisdiction.
- Represented an Algerian incorporated company in ICC proceedings as lead counsel in a matter involving claims of breach of contract and non-payment of outstanding sums due under a consultancy agreement in relation to construction projects in Algeria.
- Represented a civil construction company on a major international arbitration in excess of US\$100 million in connection with the termination of a contract on an infrastructure project in Qatar. The arbitration was subject to the ICC rules and the seat of the arbitration was in London.

- Represented a **Lebanese company** as claimant in an ICC arbitration over the termination of a joint venture agreement with a Kuwaiti company. The joint venture was to develop a chain of stores selling food products in various areas in the MENA region.
- Represented an Arab company against an Arab State in an ad hoc arbitration under the Organization of the Islamic Conference in a dispute arising from the refusal to renew licenses.
- Represented Joy Mining & Machinery, Ltd., a mining equipment manufacturer, in an investorstate dispute, and then in an ICC arbitration, against the Arab Republic of Egypt—relating to a phosphate mine in Egypt.
- Represented a Japanese and Saudi-owned oil company on LCIA arbitration proceedings arising out of the design and construction of a sewage plant in the Kingdom of Saudi Arabia. This was a substantive dispute subject to Saudi law.
- Represented a civil construction company in relation to an ICC arbitration in excess of US\$30 million regarding a sewage treatment in Qatar, arising out of a dispute between joint venture partners. The seat of the arbitration was in London.
- Represented a **global mining equipment manufacturer** in an ICSID arbitration and related UNCITRAL arbitration against a sovereign in a dispute relating to mining equipment, services and associated financial instruments in connection with a phosphate mine in Egypt.
- Represented a Lebanese company in ICC arbitration proceedings with a seat in Paris against a Kuwaiti company with respect to claims arising from the wrongful termination of a joint venture in the distribution sector in Lebanon.
- Represented Fouad Alghanim & Sons Automotive Co. in relation to an ICSID arbitration pursuant to the Jordan-Kuwait Bilateral Investment Treaty.

REPRESENTATIVE ENGAGEMENTS — Major Projects, Finance and Restructuring

- Representing Ahmad Hamad Algosaibi & Brothers Company (AHAB) in Saudi Arabia in connection with certain compromise negotiations with its creditors in relation to approximately US\$9 billion in liabilities and its current application for a Protective Settlement Procedure under the Saudi Arabian Bankruptcy law.
- Represented Deutsche Bank as agent on the AED2.1 billion restructuring of Gulf General Investment Company (GGICO).
- Represented The Investment Dar in connection with the Shari'a-compliant restructuring of its US\$3.5 billion debt.
- Represented a Saudi Arabian property developer in distress in connection with its SAR12 billion liabilities and associated hedging arrangements.
- Represented the creditors on the restructuring of the AED367 million financing of the Bahrain Financial Harbour project.
- Represented the **bondholders** in connection with the restructuring of the US\$200 million Lagoon City Sukuk.
- Represented the **bondholders** in connection with the restructuring of the US\$100 million Thani Sukuk.
- Represented Veling Limited on a \$277 million combined senior conventional facility provided by Abu Dhabi Commercial Bank with a Shari'acompliant mezzanine
- Represented Veling Limited on a \$228 million senior conventional facility provided by Abu Dhabi Commercial Bank and a \$50.4 million mezzanine Murabaha Facility provided by Al Hilal Bank for the purchase of one Airbus A380 aircraft.

- Represented Turk Telekomunikasyon (Turk Telekom) in connection with a US\$300 million bilateral facility with Emirates NBD Bank PJSC and a US\$100 million bilateral facility with Commercial Bank of Qatar and a €172.5 million Guarantee Facility with SMBC, Société Générale, ING and The Bank of Tokyo Mitsubishi supporting a €150 million facility with the European Investment Bank.
- Represented a large UAE-based marine services provider in connection with a US\$440 million secured Murabaha financing
- Represented a UAE based bank in connection with the structuring and documentation of a Shari'a-compliant credit support annex to complement its existing Shari'a-compliant hedging documentation.
- Represented a Kuwaiti investment company on the EUR85 million Shari'a-compliant acquisition of a strategic logistics asset in Germany.
- Represented The Dow Chemical Company in relation to the construction of an Acrylic Acid Complex (through a consortium that includes Aramco, the Dow Chemical Company, SABIC, Evonik Industries and other companies) in Saudi Arabia at an estimated cost of US\$2.1 billion, including advising on the drafting and negotiation of the upstream and downstream agreements relating to the feedstock and its downstream derivatives as well as the construction/projects-related agreements, including EPCs, Offtake, Marketing and Bridging Agreements.
- Represented KEPCO in connection with its more than US\$20 billion award of the nuclear power plants in the UAE.
- Represented an official lender in connection with the development of the Qarun oil and gas concession in the western desert area of Egypt.

- Represented The Eastern Petrochemical Company (SHARQ), a joint venture between Saudi Arabia Basic Industries Corporation (SABIC) and a Mitsubishiled Japanese consortium, in a US\$3.5+ billion petrochemical plant expansion and financing in Jubail, Saudi Arabia.
- Represented the International Finance Corporation and the Netherlands Development Finance Company in their investments in Egyptian Refining Company SAE, which is developing the US\$3.7 billion, 5 million TPA Mostorod refinery project coking facility in Cairo, Egypt.
- Represented all of the lenders, the **Export-Import Bank** of the United States (US Ex-Im Bank), Korea Eximbank and Korea Trade Insurance Corporation (KSure), on the project financing of a US\$4 billion petrochemical project in Egypt. The project, located in Ain Sokhna on the Red Sea coast of Egypt, involves the development of a naphtha cracker and polyethylene complex to produce a broad spectrum of petrochemicals and polyolefins for domestic consumption and export, including HDPE, LLDPE benzene and butadiene.
- Represented the Export-Import Bank of the United States (US Ex-Im Bank) as lender/guarantor in the US\$540 million financing of a 1,250 tbd anhydrous natural gas-to-ammonia plant in Suez, Egypt. This was one of the first private (non-government sponsored) petrochemical transactions in Egypt and the first project financing in Egypt supported by Ex-Im Bank.
- Represented a syndicate of banks agented by Chase Manhattan in connection with the development of several oil fields in Egypt owned by Apache Corporation, and a related refinancing transaction.
- Represented the successful **concessionaire** on a US\$170 million project to design, build, operate and finance a new oil terminal at the Port of Aqaba in Jordan.
- Represented a **contractor bidder** on tender documents relating to an EPC contract for air separation units for the world's largest gas-to-liquid plant project in Qatar.

They're technically some of the best lawyers I've ever seen, and they're very commercially aware.

Chambers UK

REPRESENTATIVE ENGAGEMENTS Energy Transactions

- Represented the Kingdom of Saudi Arabia in its natural gas initiative, an initiative to bring foreign investment into the Kingdom's natural gas sector through an integrated upstream, midstream, power and water desalination and petrochemical industrial program.
- Represented The Eastern Petrochemical Company (SHARQ) in the US\$4 billion expansion and financing of its facilities in Jubail, Saudi Arabia.
- Represented BP and the subsequent sponsors on the US\$4.5 billion project development of a downstream petrochemicals facility in Saudi Arabia.
- The negotiation and drafting of the construction management agreement and EPC contracts (governed by English law) for a petrochemical project in Egypt converting naptha gas, via a Cracker complex, into polyethylene and other petrochemical derivatives.
- Represented Vetra Energia on its negotiation of a production sharing contract (PSC) in Kurdistan.
- Represented an independent oil company on Production Sharing Agreement and Joint Operating Agreement issues arising from a field development in Kurdistan.

- Represented an independent oil company in negotiations for the acquisition of a partner's interest in a field development in Kurdistan.
- Represented Genel Energy on its proposed \$6 billion reverse takeover of Heritage Oil Plc to create a FTSEIOO upstream oil company operating in the Middle East and Africa.
- Represented the Council of Ministers and the Natural Resources Authority of the Hashemite Kingdom of Jordan on various long-term mining concessions in the kingdom in relation to the mining of oil shale.
- Represented the successful concessionaire on the \$170 million project to design, build, operate and finance a new oil terminal at the Port of Aqaba in Jordan.
- Represented a national oil company in relation to its acquisition of various interests in West Qurna, Iraq.
- Represented the Export-Import Bank of the United States (US Ex-Im Bank) as lender/ guarantor in a \$540 million 1,250 tbd anhydrous gas-to-ammonia project in Egypt, whose export facilities are to be located at a new expansion of the first private port in that country.
- Represented International Finance Corporation in connection with the limited recourse financing of the Qarun oil and gas concession development in Egypt's Western Desert.
- Represented five different government lender agencies (US Ex-Im Bank, Korea Eximbank, KSure, SACE and OPIC) in the \$7 .5 billion Tahrir Petrochemical naptha cracker project in Egypt.
- Represented the International Finance Corporation and the Netherlands
 Development Finance Company (FMO) in their investments in Egyptian Refining Company SAE, which is undertaking the construction of a 5 million ton per annum hydrocracking and coking facility in Mostorod, Greater Cairo, Egypt.

- Represented OMV on its farm-in to ADNOC's Ghasha concession in Abu Dhabi.
- Represented OMV on matters relating to its shareholding in the Pearl Petroleum consortium, with interests in producing fields in Kurdistan and Iraq.
- Represented Natural Resources Authority of the Hashemite Kingdom of Jordan on various long-term mining concessions in the kingdom in relation to the mining of oil shale.
- Represented Gazprom Neft in their capacity as operator of the Badra field in Iraq.
- Represented Genel Energy International on the US\$4.2 billion merger with Vallares PLC, creating a London-listed oil and gas champion focused on the Kurdistan region of Iraq.
- Represented Dragon Oil on the US\$100 million settlement asset deal with Kuwait Energy relating to Block 9, Iraq.

- Representing Golar LNG on its successful bid to provide Kuwait National Petroleum company (KNPC) floating storage and regasification services to support KNPs LNG import operations at Mina Al Ahmadi (Kuwait) including drafting and negotiating the regasification services agreement in respect to the 5 year US\$213 million charter for the Golar Igloo (170,000 cbm new building FSRU).
- Represented the sponsors in relation to the US\$100 million financing (which included both conventional and Islamic facilities) for the development and production operations of the Zora oil and gas offshore field.
- Represented Gulfsands Petroleum on matters concerning its assets onshore Syria (including in the declaration of force majeure).

من خلال تجربتنا معهم، لاحظنا أنهم ذوي كفاءة وفعالية --عاليتين ويتمتعون بالجودة في العمل بالإضافة الى كونهم جديرين بالثقة تماماً ... ---

> طلال فواز حجار نائب مدير عام / الرئيس التنفيذي IKK Group Saudi Arabia

REPRESENTATIVE ENGAGEMENTS Construction

- Represented an EPC contractor on various issues arising out of the design and construction of a large LNG project (subject to UNCITRAL arbitration in London), including advising on multimillion dollar contractual claims and entitlements for relief under Qatari law.
- Represented a **contractor** in relation to a claim for an extension of time and associated losses on a waste water facility plant in Qatar.
- Represented a major **EPC contractor** on various disputes relating to power station projects in Kuwait.
- Represented a major **Kuwaiti contractor** on various substantial power contracts.
- Represented on the EPC contract for a major petrochemical plant in Saudi Arabia.
- Represented a major **European contractor** on substantial issues arising out of the Olefins project in Saudi Arabia.
- Represented an international chemicals company and the project sponsor in relation to the design, construction, commissioning and operation of a US\$4.5 billion petrochemical project in Saudi Arabia.
- Represented a large engineering company on various issues and claims amounting to over US\$150 million in connection with the design and construction of an IPWP project in the UAE.
- Represented an employer based in Saudi Arabia on terminating the employment of a contractor for the construction of a food-processing factory in the UAE under the FIDIC Red Book of 1987 due to delay caused to the project.
- Represented an EPC contractor in Saudi Arabia on pursuing substantial claims under contract and under Shariah law arising from the design and construction of a US\$500 million process plant, which were subject to the jurisdiction of the Saudi Arabian Board of Grievances.
- Represented an EPC contractor in the Kingdom of Saudi Arabia on pursuing substantial claims under both the contract and under Shariah law arising from the design and construction of a US\$500 million process plant.
- Represented on the successful concessionaire on the development of an oil terminal at the Port of Aqaba, Jordan.



A Distinctive Middle East Practice

REPRESENTATIVE ENGAGEMENTS Employment and Compliance

Employment

We represent **Middle East and multinational companies** on their labor and employment matters in the UAE, including:

- Employee Onboarding
- Employment Agreements and Policies
- Secondment Arrangements
- Terminations and Grievances
- Government/Ministry of Labor Investigations
- Cultural and Best Practices Trainings
- Employee Suits before the Ministry of Labor Courts in the UAE

Compliance

We represent **Middle East and multinational companies** on a wide variety of regulatory and compliance issues, compliance investigations, sensitive whistleblower investigations, bribery investigations and other FCPA, UK Bribery Act and OFAC-related investigations in the Middle East and North Africa. We represent companies on local regulations and regulatory issues across the Gulf, in particular in the UAE and Saudi Arabia.

Representative Clients

AAR Corp. Abbott Laboratories AbbVie Abercrombie & Fitch A.T. Kearney Apple Inc. **Baxter International Booz Allen Hamilton Cameron International** Clarcor Inc. The Clorox Company **Danaher** Corporation **Donaldson Company DynCorp International** Eastman Chemical Company Lloyds Bank Lockheed Martin McCormick & Company **Rockwell Collins** Securitas Standard Chartered Plc UnitedHealth Group Al Wasita Group **Xerox Corporation**

Spotlight on Saudi Arabia

Our team has almost two decades of experience advising multinational and Middle Eastern companies doing business in Saudi Arabia. With our global network of lawyers, and our growing presence in the Middle East, we are able to seamlessly deliver dependable legal advice to clients seeking to achieve success in the Kingdom. Our lawyers are fluent in written and spoken Arabic and are culturally attuned to providing thoughtful expertise tailored to your specific needs in the Kingdom, and the region.

We provide top-notch legal advice relating to a variety of matters in Saudi Arabia, and have a proven track record in a number of key sectors, such as retail, real estate development, healthcare, chemicals, manufacturing, education, aerospace and defense.



We are proud to have been the only law firm selected to be a Knowledge Partner by the Secretariat of the B20 / G20 in Saudi Arabia, 2020. Mayer Brown played a critical role in supporting the B20 Taskforce on Integrity & Compliance.



Please scan the code to learn more about our B20/G20 involvement.

Mayer Brown has made a great contribution to the B20 and to the Kingdom of Saudi Arabia through its excellent advice, support and thought leadership.

Mathad Alajmi, Vice President and General Counsel at STC

Select Engagements in Saudi Arabia

- Representing **Triple Five Group**, the developer, owner and operator of Mall of America, West Edmonton Mall and, most recently, American Dream Meadowlands, on the development of the world's largest mixed-use entertainment and shopping center in the Kingdom of Saudi Arabia, in a joint venture with the Public Investment Fund, Saudi Arabia's sovereign wealth fund. The project, dubbed "Arabian Dream," is expected to cost around US\$5 billion and comprise theme parks, recreational and sports facilities, retail dining, shopping centers and hospitality components. The project was announced by the Saudi government in October 2019 following the execution of preliminary agreements relating to the Riyadh real estate to be used for the project.
- Represented NBK Capital (a Middle Eastern private equity firm) in its acquisition of a controlling stake in Nayifat Installment Company (a Saudi Arabian wholesaler and retail trader of vehicles, home and office furniture and building materials).
- Represented the largest private equity firm in the Middle East in its acquisition of the 30% stock of the National Flight Services Company (Saudi Arabian publicly traded company).
- Represented Huron Consulting Group with its entry into the United Arab Emirates and its multijurisdictional acquisition of Next Move (a consulting firm with operations in Jordan, Saudi Arabia and Qatar).
- Represented **Hilti AG** on its acquisition of a 49% interest in a Saudi Arabian engineering services and manufacturing entity.
- Represented **Commscope** on its joint venture with a Saudi partner for the manufacture and distribution of wiring products.

- Represented Chemtura Corporation in its joint venture arrangements with Zamil Group Holding Company (a publicly traded Saudi Arabian corporation) and a European petrochemical company.
- Represented the Eastern Petrochemical Company (SHARQ), a joint venture between Saudi Arabia Basic Industries (SABIC) and a Mitsubishi led Japanese consortium, in a US\$3.5+ billion petrochemical plant expansion and financing in Jubail, Saudi Arabia.
- Advised **Danaher** on employment, corporate and commercial matters in Saudi Arabia.
- Represented Rohm & Haas on the execution of a large, complex, acrylic acid production, offtake and marketing joint venture (valued at approximately \$800 million) in the Kingdom of Saudi Arabia with Tasnee and Sahara, two of the Kingdom's most prominent public petrochemical enterprises.
- Advised a major **global travel technology company** on general corporate and commercial matters in Saudi Arabia.
- Represented Louis Vuitton on its retail joint venture arrangements in Saudi Arabia.
- Represented Sanford Health on a joint venture with the Saudi Arabian General Investment Authority and Emaar for the development of polyclinics and hospitals in the King Abdullah Economic City in Saudi Arabia.
- Advised **AT Kearney** on entry into the Saudi Arabian market as well as corporate and dispute matters.

- Advised a major US computer technology company on the set up of their entities and stores across the UAE and advised on all local law/regulatory matters in the UAE and Saudi Arabia.
- Represented a major US defense company, on an offset project for Saudi Arabia and on entity establishment across the UAE.
- Advised **AAR Corp** on a significant commercial agreement with a publicly traded Saudi Arabian corporation.
- Advised **Hilton** on general corporate and commercial matters in Saudi Arabia.
- Represented a Saudi Arabian company in CMAP (Centre for Mediation and Arbitration of Paris) arbitration against a French company concerning a disputed dairy products distribution contract.
- Advised a Japanese and Saudi-owned oil company on LCIA arbitration proceedings arising out of the design and construction of a sewage plant in the Kingdom of Saudi Arabia. This was a substantive dispute subject to Saudi law.
- Advised a major European contractor on substantial issues arising out of the Olefins project in Saudi Arabia.
- Advised an international chemicals company and the project sponsor in relation to the design, construction, commissioning and operation of a US\$4.5 billion petrochemical project in Saudi Arabia.

- Advised the Kingdom of Saudi Arabia over a four-year period on a proposed natural gas initiative, which involved inviting foreign firms into the Kingdom to implement integrated natural gas projects including upstream, midstream and power, water and petrochemical projects through the establishment and organization of joint ventures.
- Represented the Capital Markets Authority of Saudi Arabia to rewrite the country's Companies Law based on Western legal principles and international best practices.
- Advised an employer based in Saudi Arabia on terminating the employment of a contractor for the construction of a food-processing factory in the UAE under the FIDIC Red Book of 1987 due to delay caused to the project.
- Advised an EPC contractor in Saudi Arabia on pursuing substantial claims under contract and under Shariah law arising from the design and construction of a US\$500 million process plant, which were subject to the jurisdiction of the Saudi Arabian Board of Grievances.
- Represented a leading US-based automotive company in the context of a transfer of receivables in Saudi Arabia.
- Represented **Swicorp** (one of the largest private equity firms in the Middle East) in its divestiture of Saggaf Pharmacies (the second largest pharmacy owner and operator in Saudi Arabia). The deal was valued at approximately SR 200 million.

REPRESENTATIVE ENGAGEMENTS Government

Trusted when it really matters: a snapshot of our lawyers' recent government experience.

JORDAN

Represented the **Council of Ministers and Natural Resources Authority** of the Kingdom of Jordan on various long-term mining concessions in the Kingdom in relation to the mining of oil shale.

LEBANON

Represented the **Republic of Lebanon** on matters of international public law, including matters with respect to the United Nations.

MOROCCO

Represented the **Kingdom of Morocco** on both its US\$750 million and US\$1.5 billion note offerings.

QATAR

Represented a **senior member of the Qatari Royal Family** in the acquisition of a marquis hotel property in the United States.

SAUDI ARABIA

Represented **Kingdom of Saudi Arabia** on a proposed natural gas initiative, which involved inviting foreign firms into the Kingdom to implement integrated natural gas projects including upstream, midstream and power, water and petrochemical projects through the establishment and organization of joint ventures.

SYRIA

Represented a coalition of Syrian opposition groups in preparation for UN-sponsored peace negotiations in Switzerland.

UAE

Represented Leemar Investments FZE, a UAE

investment company managed by the Director General of the Office of H. H. The Crown Prince of Dubai, on the acquisition of a 50% equity stake in Go Fast Sports & Beverage Company, a US manufacturer of energy drinks, and Go Fast Gum Company, a US manufacturer of energy chewing gum, and to intercompany intellectual property transfers and the execution of joint venture agreements documenting the strategic alliance between buyer and seller post-closing.



BAHRAIN

Represented the **Kingdom of Bahrain** in the privatization of its power and potable water utility systems, which included providing counsel as to the structuring and implementation of a regulatory framework (including associated tariffs), structuring, drafting and assisting in the

implementation of all necessary legislation.



Represented the Arab Republic of Egypt

in arbitration proceedings against adverse party, Veolia Propreté, with respect to a waste management service agreement for the distribution of water in the city of Alexandria, Egypt.



IRAQ

EGYPT

Represented the **Iraqi Oil Ministry** in a BOT transaction involving the construction of Iraq's third oil pipeline, valued at US\$15 billion.

Key contacts



Tahan (Tom) A. Thraya

Partner | Chair of the Middle East Practice and Managing Partner of the Dubai office E: tthraya@mayerbrown.com

Tom Thraya focuses his practice on the Middle East and has worked in the region for nearly a decade. He heads up our Middle East Corporate & Commercial Practice and is the Partner-in-Charge of our Dubai office. He advises both private and public clients in the areas of cross-border and domestic mergers, acquisitions, divestitures, international and domestic joint ventures, private equity and global corporate reorganizations.



Jad A. Taha

Partner | Head of Corporate & Commercial Practice – Middle East E: jtaha@mayerbrown.com

Jad Taha advises domestic and international clients on local and cross-border mergers and acquisitions, divestitures, joint ventures, private equity, corporate restructurings and general corporate and commercial matters, with a focus on inbound and outbound investments in the United States and the Middle East.



Charles Salem Hallab

Senior Legal and Strategic Advisor, Mayer Brown Principal, Barrington Global E: charles@barringtonglobal.com

Charles Salem Hallab advises clients on a variety of international corporate and commercial matters, with a focus on mergers, acquisitions, joint ventures and other cross-border transactions and arrangements. Charles manages a variety of corporate and commercial transactions inbound to, and outbound from, the Middle East, with a focus on GCC countries such as Saudi Arabia and the UAE.



Alain Farhad

Partner | Head of Dispute Resolution Practice - Middle East E: afarhad@mayerbrown.com

Alain Farhad acts as legal counsel, or as an arbitrator, in international arbitration proceedings arising out of commercial contracts, construction projects or investment protection treaties. He has experience in resolving disputes relating to many different business sectors, with a focus on oil and gas, infrastructure, trading and real estate industries. He has also represented a number of governments, as well as state-owned entities in commercial or investment treaty disputes.



Amany Hassan

Senior Middle East Specialist E: ahassan@mayerbrown.com

Amany Hassan has over a decade of on-the-ground experience in the Middle East representing multinationals and local and regional clients before government ministries, agencies, departments, courts and free zone authorities. Amany has extensive connections across the Middle East and is often called upon by clients to represent them on day-to-day matters as well as acting as a number of our clients' officially appointed public relations officer.



Nanda Al Qazaz

Associate E: nalqazaz@mayerbrown.com

Nanda Al Qazaz has experience of working with domestic and international clients on local and crossborder mergers and acquisitions, joint ventures, corporate structuring and general corporate and commercial matters. Nanda focuses on the Middle East region. She is also fluent in Arabic, English and French.



Gerard Moore

Senior Associate E: gmoore@mayerbrown.com

Gerard Moore acts on a range of construction and commercial disputes and across a number of dispute resolution forums. He has represented clients in international and domestic arbitrations, litigation in intermediate and superior courts (in the UAE and Australia), adjudication and mediation. He advises on a wide-range of projects, including building, construction, engineering, rail, infrastructure, mining and oil and gas projects across the Middle East, Australia and Asia.



Farid Haroun

Associate E: farid.haroun@mayerbrown.com

Farid Haroun advises clients on commercial transactions, including mergers and acquisitions, corporate structuring and restructuring, crossborder transactions, joint ventures and the drafting, negotiation and settlement of associated documentation and commercial agreements. Farid focuses on the Middle East and North Africa.



Omar El-Khattabi

Associate E: oelkhattabi@mayerbrown.com

Omar El-Khattabi advises a wide range of domestic and international clients on local and cross-border mergers and acquisitions, divestitures, joint ventures, corporate restructurings and general corporate and commercial matters. Omar also has an international geographic focus on the Middle East and North Africa.



Barry Cosgrave

Partner E: bcosgrave@mayerbrown.com

Barry Cosgrave concentrates his practice on distressed debt and restructuring, debt capital markets, structured finance and Islamic finance. He also advises on Middle East regulatory matters and is advisor to leading international banks, hedge funds, investment/asset managers and insurance companies on the full range of banking, funds, securities, broker-dealer and insurance regulation.



Raid Abu-Manneh

Partner E: rabu-manneh@mayerbrown.com

Raid Abu-Manneh focuses on complex crossborder disputes particularly in emerging markets. Raid has extensive experience both domestically and internationally in advising various clients including banks, contractors, utilities and other clients in various industries including energy, rail and other infrastructure sectors. Raid serves as global co-head of the International Arbitration group and co-head of the Middle East Dispute and International Arbitration practice.



Dany Khayat

Partner E: dkhayat@mayerbrown.com

Dany Khayat has been involved in arbitrations under the ICC, ICSID, GAFTA, RSA, DIAC, CRCICA, AFA and UNCITRAL rules as well as in ad hoc arbitration proceedings. Dany has substantive knowledge of investment treaty arbitration and the protection of foreign investments, having written extensively on ICSID awards and decisions for several years. Dany serves as global co-head of the Middle East Dispute and International Arbitration practice.



Patricia Ugalde Revila

Associate E: pugalderevilla@mayerbrown.com

Patricia Ugalde Revilla regularly represents clients in commercial and investment arbitrations, mostly in connection with construction and engineering projects as well as with financial and commercial contracts. Patricia is currently on secondment to the Dubai office.



Tamer A. Soliman

Partner E: tsoliman@mayerbrown.com

Tamer Soliman, the global head of the firm's Export Control & Sanctions practice, advises corporate and government clients on a wide range of international trade issues governing cross-border investments, joint ventures and sales, manufacturing and the development of emerging technologies. He possesses particular experience in the Middle East, including in the UAE, where he worked for several years guiding clients with highly regulated assets on their international investment and trade strategies.



lan Coles

Partner E: icoles@mayerbrown.com

Ian Coles heads Mayer Brown's Africa and Mining practices and co-heads the Project Finance practice. He concentrates his practice on all aspects of bank and debt finance, ranging from projects and other structured finance to commodities financing and restructuring. He represents banks and other financial institutions, sponsors, and other participants in finance transactions throughout the world.



Alistair Graham

Partner E: alistair.graham@mayerbrown.com

Alistair Graham is a Solicitor Advocate and has represented clients in litigation in the High Court, Court of Appeal, House of Lords Privy Council and Supreme Court as well as in international arbitrations. He is also experienced in ADR techniques and is an accredited mediator. Alistair has particular experience in white collar work advising both corporates and individuals directly. He also regularly advises on regulatory and fraud investigations and international asset tracing.



Bob Palmer

E: bpalmer@mayerbrown.com

Bob Palmer is an accomplished lawyer with more than 30 years' experience in the oil and gas industry. He joined Mayer Brown in 2019 from another international law firm. Bob's practice is focused on advising on M&A and projects in the international up and midstream space. He acts for clients across the globe, including well-known oil, gas and energy companies, mid-caps and start-ups, as well as service companies, banks and government companies. He also advises on oil and gas-related disputes.



Shri Maski

Partner E: shri.maski@mayerbrown.com

Shri Maski focuses on project financings and has advised sponsors, lenders (including European and Asian export credit agencies) and public authorities on projects across sectors such as energy, mining and infrastructure (including PFI/PPPs). Companies seeking to compete in global markets benefit from Mayer Brown's global reach and local savvy. We have more than 250 Chambers-ranked lawyers worldwide, and we are regularly ranked among the leading law firms in the United Kingdom, the United States, Europe and Asia by all of the main reviewing bodies. Working together with our lawyers across the world, Mayer Brown provides its clients with conscientious and comprehensive representation on local and multi-jurisdictional matters alike.

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