



## MIDDLE EAST CORPORATE PRACTICE

The Corporate group advises clients throughout the Middle East on local and global delivery of M&A, private equity and capital markets legal services.

Our lawyers are adept in capital market transactions, including initial public offerings, secondary offerings and rights issues as well as private placements of equity and debt.

Whether handling a one-off project or a global reorganisation, we provide day-to-day advice to clients on the most efficient way to establish a presence in the Middle East region.



## OVERVIEW

DLA Piper has one of the largest Corporate practices of the international law firms in the Middle East. The team is established across our UAE, Bahrain, Egypt, Kuwait, Oman, Qatar, and Saudi Arabia offices, and we have a presence in Iraq. The team brings to the table top tier global corporate experience combined with local knowledge.



## TRULY LOCAL, TRULY GLOBAL

The Middle East Corporate practice is fully integrated into DLA Piper's global network, making it one of the largest international Corporate groups, with over 950 lawyers across more than 30 countries worldwide. Accordingly, DLA Piper is well placed to advise on a broad range of multi-jurisdictional transactions.

The regional team, consisting of Arabic and English speaking lawyers, advises clients throughout the Middle East North Africa (MENA) region on a wide range of transactions, including:

- Mergers and acquisitions (both buy and sell side);
- Corporate finance (including equity capital markets);
- Private equity (investments and divestments);
- General corporate advisory (including restructuring and joint ventures); and
- Corporate establishments and company secretarial.

The team has contemporary experience across industry sectors including banking and financial services, media, technology and communications, leisure and entertainment, telecommunications and transport and logistics.

## MERGERS AND ACQUISITIONS

The acknowledged team of internationally and locally experienced M&A experts across the region advise clients on single or multi-jurisdictional public and private M&A transactions, and can assist with all local, Gulf regional or international legal issues. Our lawyers can assist with all facets of corporate transactions, from initial term sheets and due diligence to negotiation, drafting and completion.

Further, the team actively project manages M&A transactions to help drive transactions to a cost effective conclusion and ensure they do not lose momentum.

### Our track record for mergers and acquisitions includes:

#### In the UAE

- Advising Dubai International Capital, the international investment arm of Dubai Holding, on their acquisition of a significant equity stake in Rivoli Group, the GCC's leading luxury retail group with over 200 retail outlets across the UAE, Bahrain, Kuwait, Oman and Qatar.
- Advising DP World (via its subsidiary, P&O Maritime Services) on a multi-jurisdictional acquisition of a shipping/shipbuilding group of companies.
- Advising HCL Infosystems Limited on an acquisition of a UAE headquartered IT company.
- Advising Network International (part of the Emirates-NBD Bank Group) on various acquisitions of other processing business around the Middle East and North Africa including Bahrain, UAE and Egypt and in India.
- Advising the Abu Dhabi National Exhibition Centre (ADNEC) on its acquisitions of exhibition houses and concepts including sale of exhibitions.
- National Bank of Dubai – Advised the bank on its acquisition of a strategic stake in an Indian bank in partnership with FimBank.
- News Outdoor Group – Acquisition of 80% interest (in joint venture with Rotana Media Services) in Dubai Media City company (in progress).
- Network International – Advised the largest Middle East card processing company on its acquisitions and joint ventures in the region.

#### In Qatar

- Petroserv Limited LLC – advising on Petroserv's joint ventures in Qatar with strategic partners Quanto Bello (South Africa) and Aire Limpio (Spain) in 2013.
- Qatar First Investment Bank LLC (QFIB) – involved in advising QFIB in its capacity as a member of a consortium acquiring 100% of the shares in Qatar Engineering & Construction Company LLC (QCon) for a total purchase price of US\$110 million. As a consortium member, QFIB acquired approximately 40% of QCon's shares.
- Al Futtaim – advising Al Futtaim in relation to the acquisition of 50% of the share capital in Bawabat Al Shamal Real Estate Company WLL that will develop, finance, operate, manage and own the proposed Doha Festival City Project in Qatar.
- Armatek Orbra S.L – advised in relation to its joint venture with Qatar Steel to set up a business to construct a plant for designing, engineering, fabricating, cutting and bending steel rebars, and to supply steel products in Qatar.

- Ferrovial Servicios, SA – advised in relation to its joint venture with Q-Media Services LLC to establish a civil engineering, building and infrastructure business in Qatar.
- McNamara EMS Limited – advised in relation to its joint venture with Malki Trading and Contracting to establish a civil engineering contracting business in Qatar.

## CORPORATE FINANCE AND CAPITAL MARKETS

The team is experienced in a wide range of private and public capital raisings, with particular expertise in understanding the issues for companies raising funds and seeking stock exchange listings outside of their local jurisdictions.

Our lawyers regularly advise on raising funds publicly and privately across many jurisdictions and can draw on the expertise of DLA Piper’s global network as and when required.

### Our track record for corporate finance in the local arena includes:

- Advising on the establishment of and investment into a Cayman Islands company by way of private placement in Saudi Arabia for the purpose of establishing a TV station in the GCC region.
- Advising Saudi Hollandi Capital as underwriter and flotation manager in relation to the IPOs of Etihad Atheeb Telecommunication Company, Weqaya Co-operative Insurance Co and ACE Arabia Co-operative Insurance Co.
- Advising clients in leisure and hotels, insurance and master developers (real estate) sectors on their IPO’s in Saudi Arabia.
- Advising on the establishment of a fund in Saudi Arabia to invest in Sukuk across the GCC.
- Advising on the establishment and investment, by way of private placement in Saudi Arabia, of a company to operate an educational institution.

## PRIVATE EQUITY

As one of very few truly global legal services organisations, DLA Piper is uniquely placed to advise on all aspects of private equity transactions, both within the Gulf region and to represent Middle East-based acquirers and financiers in private equity transactions in Europe, Asia, Africa and the US.

The award winning international private equity team advises private equity institutions, as well as management teams and the acquisition finance departments of many leading banks.

Our lawyers are involved in the full cycle of private equity transactions, from the acquisition of strategic positions in target companies through to assisting clients with exits, whether by trade sale, secondary buyout, flotation or refinancing.



### Our track record for private equity includes:

- Advised Dubai International Capital, the international investment arm of Dubai Holding, on their acquisition of a significant equity stake in Rivoli Group, the GCC’s leading luxury retail group with over 200 retail outlets across the UAE, Bahrain, Kuwait, Oman and Qatar.
- Advising Delta Partners on its investment into Vox Spectrum Limited, a BVI company with operations in UAE, KSA and India.
- Advising a leading Dubai based private equity group in its proposed acquisition of a Dubai based hospital.
- Advising a leading Dubai based private equity group on the acquisition of 45% of Diwan Engineering Consultants, a major engineering firm based in Dubai and Abu Dhabi.
- Advising a US investment entity on the potential acquisition of an ecommerce services company in the GCC region.

## GENERAL CORPORATE ADVISORY

The team has worked on deals ranging from local joint ventures, franchising and distribution agreements through to complex restructuring projects involving multiple jurisdictions.

Our corporate lawyers in the Gulf region also have strong working relationships with, and full comprehension of the requirements of the various regulatory authorities and entities that can impact corporate operations, for example free trade zone authorities, capital market authorities and investment and financial service authorities.

**Our track record for general corporate advisory includes:**

- Advising and acting for a Qatari Government Agency on transferring a flight and assets (including eight aircraft) from the local international airline to a private VIP airline.
- Advising on the restructure of a financial services business based in the UAE and Bahrain.
- Advising P&O Maritime Services on the negotiation and preparation of transaction documentation associated with its takeover of maritime services operations from DP World at two locations in the UAE.

- Advising one of the largest Saudi business houses on agreements for the management of three hotels being constructed in the holy city of Makkah, Saudi Arabia.

**CORPORATE ESTABLISHMENTS,  
STRUCTURING AND COMPANY  
SECRETARIAL**

Our team is used to helping clients successfully navigate the complex regulatory framework associated with the numerous corporate and operating structures, across the region. Whether inside or outside the various free zones, and whether the client is looking at a single project or an ongoing operation, our corporate team's experience and expertise helps deliver the most efficient way forward in the Gulf region. Our team has established corporate structures for in excess of 30 clients in the past year.

In addition, our corporate offering involves all company secretarial services across the region for our local and international clients.

## MIDDLE EAST CORPORATE KEY CONTACTS

### ABU DHABI AND DUBAI



**Murad Abida**

Corporate Practice Group Head  
Middle East  
T +971 4 438 6240  
murad.abida@dlapiper.com



**Jayshree Gupta**

Senior Advisor  
T +971 4 438 6363  
jayshree.gupta@dlapiper.com

### RIYADH



**Eyad Reda**

Office Managing Partner  
T +966 1 211 8156  
eyad.reda@dlapiper.com

### QATAR



**Mel Sims**

Partner  
Doha, Qatar  
T +974 4 410 1545  
mel.sims@dlapiper.com

### KUWAIT CITY



**Abdul Aziz Al-Yaqout**

Regional Managing Partner  
T +965 665 2247 2312  
abdulaziz.al-yaqout@dlapiper.com

### MANAMA



**Michael Yadgar**

Legal Director  
T +973 1650 0513  
michael.yadgar@dlapiper.com

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