

2023 | CONFIDENTIAL

Stephenson Harwood's Middle East practice



Executive summary

We are delighted to present our credentials and experience in relation to our international offering and more specifically the Middle East.

If you have any questions or would like to discuss further any aspects of our capabilities, please feel free to contact me.

I look forward to hearing from you and working together in due course.



Rania Tadros

Managing Partner – Dubai

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An overview of our Middle East practice

Our firm has a rich history, dating back over two decades, of advising both regional and international clients on some of their most complex, highly significant and sensitive matters (contentious and non-contentious) both within the Middle East markets and abroad. This experience has allowed us to develop deep roots in the region through our regional hub office located in Dubai.

With approximately 40 lawyers, including **13 partners** and **1 of counsel**, our office has lawyers who are able to **advise on all aspects of English law and the laws within the UAE (including the laws and regulations within the various freezones)**. Furthermore, many of our lawyers are **bilingual in several languages**, including **Arabic and English**.

Our team acts for a wide range of international and local listed and private owned companies, institutions, private equity firms, sovereign wealth funds and high-net worth individuals and families throughout the Middle East, including the **United Arab Emirates, Kingdom of Saudi Arabia, Sultanate of Oman, State of Kuwait, Republic of Iraq, Kurdistan, Kingdom of Bahrain, State of Qatar, Hashemite Kingdom of Jordan, Islamic Republic of Iran** and **the Arab Republic of Egypt**.

The Middle East is a significant part of our network. Our lawyers advise on high profile and complex multi-jurisdictional transactions in the region. Over the years we have also nurtured strong relationships with regional law firms, key government agencies and regulatory bodies.

Our team advises clients carrying out in-bound and out-bound transactions concerning the Middle East, Asia and Africa. We provide sophisticated and perceptive legal advice coupled with a creative, commercial, and service-oriented approach to legal services, carried out to the highest standards.

Through the team's local knowledge, we are able to guide clients through the commercial as well as the practical issues encountered when operating across the region.

Key areas of focus



Decarbonisation



Life sciences

Private capital
and funds

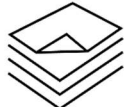
Technology

Transport and
trade

Legal services



Aviation

Commercial
contractsCommodities
/trade finance

Construction

Corporate
financeDebt capital
markets

Disputes



Employment

International
arbitrationInternational
tradeIntellectual
property

Immigration

Islamic
financeLeveraged/
acquisition
finance

Regulatory



Shipping



Pensions

Projects and
infrastructure

Private equity

Private
wealth and
tax

Rail

Real estate/
HospitalityReal estate
finance

Sanctions

An overview of our key practice areas

Aviation

Stephenson Harwood is an adviser of choice for airlines, lessors and banks active in the aviation sector. Our enhanced and expanded global team offers clients unrivalled levels of expertise across the entire aviation industry in all the leading international aviation marketplaces.

Our high quality, commercial advice at competitive prices, when combined with our experience and expertise across the world, is a compelling proposition for clients. Our team is able to field lawyers across our global network with experience in aviation finance, dispute resolution, regulatory issues, insurance related claims, restructuring and insolvency, repossession and enforcement, corporate, employment and tax.



Highlight credentials

The Helicopter Company

Advising The Helicopter Company, established by the Kingdom of Saudi Arabia's sovereign wealth fund Public Investment Fund – as the first and only helicopter services provider licensed to operate commercial flights in the KSA, on its purchase agreements with: (i) Airbus Helicopters of 26 new helicopters, including 20 of the newly launched five bladed H145 and 6 ACH160 models, and (ii) Leonardo of 16 new helicopters, including 16 AW139 intermediate twin engine aircraft, with the possibility of 6 additional aircraft in the future.

Expo 2020

Successfully negotiating the construction and licensing contracts of the main helicopter terminal and helipad for Expo 2020, including liaising with GCAA, DEWA and Expo 2020 Authorities.

Falcon Aviation Services

Advising Falcon Aviation Services in their corporate and financial restructuring involving AED650 million credit facilities with First Abu Dhabi Bank PJSC.

First Abu Dhabi Bank and Bank of America Merrill Lynch

Advising First Abu Dhabi Bank and Bank of America Merrill Lynch on its US\$150 million engines and components financing for Sanad Aerospace (part of Mubadala PJSC).

First Abu Dhabi Bank

Advising First Abu Dhabi Bank on its US\$200 million spare parts and components financing for Airbus Flight Hour Services in a limited recourse financing to Airbus.

UAE based airline

Acting for a UAE based airline in respect of the refinancing of their entire fleet with a leading national bank which included liaising directly with the GCAA in relation to security filings against the aircraft as well as with lender's counsel on loan documentation, security agreements and various security and Cape Town Convention filings.

Prominent member of the UAE government and royal family

Advising an investment company on the US\$6.7 million refinancing of a 2019 Pilatus 24 aircraft, which is used for the personal use of a prominent member of the UAE government and royal family.

Jazeera Airways

Advising Jazeera Airways on fleet requirements, including its purchase of the Airbus A320 aircraft and the related financing of pre-delivery payments under a Shari'ah-compliant Murabaha structure.

Banking & finance

Our banking & finance team is valued by clients for its high-calibre legal advice coupled with a commercial and pragmatic approach and a deep knowledge and insight of the regional market.

We advise on a broad spectrum of banking and finance matters including asset and asset-based lending, transport finance including aviation and shipping, trade finance, real estate and development finance, project finance and Islamic finance.

Our clients comprise leading financial institutions, investment companies, other corporates, lessors, funds and other stakeholders based worldwide. We advise our clients on a wide range of banking and finance products from general corporate lending through to challenging cross-border structured transactions and on every aspect of the transaction from structuring, documentation and deal execution through to on-going waivers and amendments and default scenarios.



Highlight credentials

National Bank of Fujairah and Arab Petroleum Investments Corporation

Advising National Bank of Fujairah and Arab Petroleum Investments Corporation (APICORP) on the US\$160 million leveraged buyout financing provided to SHUAA Capital psc for the acquisition of Allianz Marine & Logistics Services Holding Limited. This was shortlisted for "Loan Deal of the Year" by *IFLR Middle East Awards 2022*.

Falcon Aviation Services

Advising Falcon Aviation Services in their corporate and financial restructuring involving AED650 million credit facilities with First Abu Dhabi Bank PJSC.

Gargash real estate group

Advising Gargash real estate group in relation to a multi-million dirham financing provided by Mashreqbank PSC for the construction of a prominent residential tower in Dubai, UAE.

Axis Bank Limited

Advising Axis Bank Limited DIFC on a US\$30 million trade finance facility for Redington Gulf FZE, a regional distributor of information technology products and services.

Maisan Power Company

Advising Maisan Power Company on the US\$1.1 billion project financing for the development of a 840MW gas-fired combined cycle independent power plant located in Al-Amarah, Maysan Province, Iraq. Industrial and Commercial Bank of China and EXIM Bank of China provided the financing for the US\$1.1 billion, Sinosure-backed, facility. This was shortlisted as "Project Finance Deal of the Year" by *IFLR Middle East Awards 2020*.

Axis Bank Limited and Standard Chartered Bank

Advising Axis Bank Limited and Standard Chartered Bank in relation to acquisition financing for Thomas Cook India Group, the leading integrated travel services group, on its acquisition of a 51% stake in Digiphot Entertainment Imaging (DEI), one of the world's leading imaging solutions and services providers.

China Construction Bank

Advising China Construction Bank on their compliance with Dubai International Financial Centre ("DIFC") and Dubai Financial Services Authority ("DFSA") regulations on corporate lending with regard to their participation in a US\$100 million Islamic finance transaction arranged by Kuwait International Bank.

Syndicated lenders

Advising Axis Bank UK Limited and State Bank of India, UK on a £20 million syndicated revolving credit facility for the Harding Brothers, part of the Flemingo Group, for working capital purposes.

Bugshan Investment

Advising Bugshan Investment (the investment arm of a prominent Saudi family) on its Shari'ah compliant acquisition of commercial real estate in London, UK, which was financed by the National Bank of Kuwait.

Corporate and commercial

Our corporate and commercial team has a unique and diverse range of experience spanning across the Middle East, African and South West Asian regions. The team provides a range of expertise that includes mergers and acquisitions, joint ventures, private equity and venture capital, company set-up and advising clients on regulatory issues throughout the region.



Our international client base is broad and we advise across a range of different business sectors including technology, telecommunications, engineering services, marine services, shipping, power generation, hospitality, oil field supply and services, health, education and aviation.

Our team has vast experience in handling multi-jurisdictional M&A transactions advising both on buy-side and sell-side mandates. Furthermore, our team has significant experience in advising on the restructuring of group companies (as well as conducting the due diligence) in the context of various capital events such as an acquisition, fund raising or an IPO.

Highlight credentials

An Abu Dhabi state-owned entity

Advising an Abu Dhabi state-owned entity, on a transaction valued at AED6 billion, in respect of the sale of 50% of its stake in a group agriculture business.

EnTrust Global's Blue Ocean Fund

Advising EnTrust Global's Blue Ocean Fund on a loan facility to United Overseas Group in relation to its acquisition of United Arab Chemical Carriers. This involved a complex "reverse triangular merger", the first ever such merger under the Companies law of the DIFC. This was awarded "M&A Deal of the Year" by the IFLR Middle East Awards 2021 and shortlisted as "Regional Deal of the Year" by *Seatrade Maritime Awards Middle East, Indian Subcontinent & Africa Awards 2021*.

TSA Group

Advising and assisting the owners of TSA Group, a global hotel and hospitality consultancy, with operations in Singapore, Dubai, US and UK, on its sale to Frontline Performance Group a US-based strategic hospitality software and performance consultancy group.

General Partner and Directors of Abraaj Growth Markets Health Fund

Advising the General Partner of US\$1 billion Abraaj Growth Markets Health Fund and its directors in relation to significant and complex corporate governance issues arising from the collapse of The Abraaj Group. This has been one of the most high-profile matters in the region and global private equity market in recent years and was shortlisted for "M&A Deal of the Year" by *Thomson Reuters' ALB Middle East Awards 2021* and *IFLR Middle East Awards 2019*.

Watchbox Middle East

Advising WatchBox, the US headquartered e-commerce platform for buying, selling and trading watches, on its joint venture with Ahmed Seddiqi & Sons, a UAE retailer of luxury watches and jewellery, to create WatchBox Middle East.

Inspired Education Limited

Advising Inspired Education Limited on its: (i) acquisition of a majority stake of Knowledge Gate International School in Oman and (ii) on the multi-million dollar private equity acquisition of Synkers Lebanon, a Lebanese-based education platform with a subsidiary in Dubai.

Livio AB

Advising Livio AB, the largest provider of in vitro fertilisation (IVF) in the Nordic countries, on its joint venture with American Hospitals Dubai (part of the Mohamed & Obaid Al Mulla Group, one of the leading pioneers of private healthcare in the Middle East).

Dispute resolution and arbitration

Our Middle East dispute resolution team builds on the firm's international reputation for handling all aspects of commercial litigation and arbitration.

Our team routinely handle highly sensitive matters in relation to financial and banking disputes, recovery and insolvency, professional indemnity, intellectual property, information technology, construction and engineering, fraud and asset tracing, real estate disputes, maritime arbitration, sanctions, trust litigation, employment, commodities and trade finance, and business investigations and regulatory.



We regularly act for clients in adjudication, mediation, dispute boards, arbitration and local UAE court proceedings. Our lawyers in the Middle East are routinely instructed on large-scale disputes that take place before the **ADCCAC**, **DIFC-LCIA**, **DIAC**. We have also handled disputes on every continent under the rules of all the major institutions and trade associations, such as the **LCIA**, **ICC**, **SIAC**, **HKIAC**, **LMAA**, **GAFTA**, **UNCITRAL** and **ICSID**. Furthermore, members of our team also sit on various DIFC Court's Committees and conduct proceedings before the DIFC.

Our team also provide clients with **in-house UAE litigators**, who read and write Arabic fluently, so that we have local court support for our clients (and their disputes) within all Courts within the United Arab Emirates. We draft our own in-house submissions for all local Court proceedings, whether we are Claimant or Defendant, so the client has only one point of contact for all and any disputes within the UAE.

This combination of extensive local experience combined with our integrated global network of offices ensures that we are well positioned to provide a premium service to clients involved in disputes in the Middle East region.

Highlight credentials

A major US oil and gas services company

Advising a major US oil and gas services company in bringing enforcement proceedings in multiple jurisdictions across the Middle East. The matter involved bringing the first successful enforcement of a London-seated arbitration award in Iraq.

Commercial shipping services company

Advising a commercial shipping services company (as Claimant) in dispute with an Iraqi government entity (as Respondent) under a salvage contract. The governing law of the contract was the law of the Republic of Iraq, the seat was the DIFC subject to the International Chamber of Commerce ("ICC") Arbitration Rules with a three-member tribunal. After successfully obtaining an award for US\$6 million, the respondent issued an application in the DIFC Courts seeking that the award be set-aside. That application was successfully defended and the award recognised by the DIFC Court.

Republic of Iraq

Advising co-counsel for the Republic of Iraq in an ICSID claim filed against the Republic by a Kuwaiti contractor under the Iraq/Kuwait Bilateral Investment Treaty. The claim is an important landmark for Iraq as it is the first ICSID claim against the Republic in its history.

US\$4.5 million dispute

Advising a UAE oil trader in an LCIA arbitration regarding a dispute under a contract for the sale of MSFO and LSFO from refineries in Turkmenistan. Stephenson Harwood successfully procured the discharge of an emergency injunction obtained by the buyers, preventing our clients from dealing with cargo the subject of the dispute.

Global commodities trader

Acting on behalf of a global commodities trader in proceedings brought by it in England, the Democratic Republic of Congo ("DRC") and the UAE. The proceedings arose out of a facility provided to the defendants for the purposes of mining metals in the DRC. In response, the defendants commenced over 10 sets of proceedings in Africa and the Middle East aimed at dismantling the security, all of which were successfully defended.

Employment

Our award-winning employment practice is frequently mandated by some of the most prominent and reputable companies in the Middle East and international markets. Our services encompass the entire lifecycle of the employment relationship, including data protection and privacy, employee benefits and incentives, and investigations (including whistleblowing).



Stephenson Harwood LLP
Employment Team of the Year

Our team of dedicated specialists and subject-matter experts excels at delivering cutting-edge operational and strategic advice to our clients (predominantly employers) across the full spectrum of contentious and non-contentious transactional and advisory work. This includes advising on matters relating to the UAE Labour Law; free zone regulations (including the DMCC, DAFZA, DCCA and JAFZA), DIFC Employment Law, ADGM Employment Regulations, and English Employment Law. Our team also advises on the labour laws of several MENA jurisdictions, the UK, Europe, Asia Pacific and the Americas, in conjunction with trusted internal and external specialists.

Our team is renowned for being at the forefront of legal developments and is regularly sought out to collaborate on training programmes, public awareness initiatives and official publications, working closely with some of the key regional government agencies and regulatory bodies in this respect.

Clients value our unique international outlook, as well as our extensive experience, responsiveness, professionalism, and commercial approach to providing pragmatic solutions tailored to their business needs. As a result, the team and its members are regularly ranked by the leading independent legal publications, **Chambers Global** and **Legal 500 EMEA**, and was named **'Labour and Employment Law Firm of the Year'** at the **Thomson Reuters' ALB Middle East Law Awards 2021** and for two consecutive years named as an **"Honourable Mention"**, at **The Oath Middle East Legal Awards 2020-22** for **'Employment Team of the Year'**. The team was also shortlisted for **'Employment Team of the Year'** at the **Chambers Middle East Legal Awards 2023**.

Highlight credentials

Atlas Mara Banking Group

Advising a sub-Saharan African bank in the successful defence of a high-value and high stakes DIFC Court of Appeal action brought by its former CEO, which also established important DIFC legal precedents.

Akuo Energy Group

Advising a global renewable energy producer on various employment law matters that touch multiple jurisdictions worldwide, including managing the overall strategy of negotiating and preparing global settlement documentation.

Mizuho Bank

Advising a leading global bank on matters in relation to an array of Middle East employment law advice.

TMF Group

Advising a multinational group on the creation of a master trust structure, one of the first of its kind for the provision of quasi-pension savings for companies who wish to adopt an alternative to the DIFC DEWS product.

Cleartrip

Acting for a leading online travel company headquartered in India, on the preparation of new senior management service agreements following the completion of its acquisition of the Flyin Group, an online travel business in Saudi Arabia and three other jurisdictions.

Accord Healthcare MENA DMCC

Advising a well-known pharmaceutical company to provide a formal legal opinion on the entitlements of one of its leavers to bonus and other termination benefits.

Several international banks

Advising several international banks in ensuring compliance with the new DIFC Data Protection Law 2020. This new legislation aligns the local regime with international data privacy standards, including the GDPR.

Leading DMCC Oil Trading Company

Advising on the design and implementation of a complex profit share arrangement and the related establishment of an employee benefits trust.

Financial services regulatory

Financial regulation is constantly evolving. In an already competitive global environment this creates additional challenges for financial services firms. We are experts in guiding clients through their regulatory obligations in a practical, commercial way, providing bespoke technical advice on complex legal and regulatory issues.



"STEPHENSON HARWOOD'S VARIED CLIENT ROSTER CONSISTS OF MULTINATIONAL COMPANIES, FINANCIAL ORGANISATIONS, SOVEREIGN WEALTH FUNDS AND NON-GOVERNMENTAL ORGANISATIONS, FOR WHICH THE FIRM HANDLES A FULL SCOPE OF FINANCIAL CRIME MATTERS."
Legal 500 2022

The regulatory compliance group draws on a wealth of expertise from across the firm to assist our clients on a range of financial regulatory compliance issues. We assist clients with both technical non-contentious financial regulatory issues as well as clients' interactions with regulators. We have particular expertise in complex custody and client money issues. We also represent clients in regulatory enforcement actions working closely with our leading regulatory litigation team.

With the increasingly global nature of regulatory compliance, we have well established links with high quality firms in other jurisdictions, as well as our own overseas offices.

We act for a wide range of clients from very large, household-name financial services firms through to specialist boutiques. We have worked with a number of our clients for a period of years which allows us to develop an in-depth understanding of our clients' businesses and the driving force behind them.

Highlight credentials

A Cayman Island Partnership

Acting for a Cayman Island Partnership (as Respondent) in dispute with a Cayman Island Fund Manager (as Claimant) under a Partnership Deed. The Fund Manager brought its claim as a third party (not signatory) under the Partnership Deed. The Fund Manager started ICC-ICA arbitration proceedings; thereafter the parties agreed to the ICC Expedited Procedure.

Private Investment Bank

Advising the client on the successful defence of a series of claims brought within the Dubai courts as well as the Securities and Commodities Association Enforcement Department, for reasons of alleged negligent advice in respect of investment placings.

A DFSA-regulated financial investment company

Advising a DFSA-regulated financial investment company, on a potential claim brought by another party, which included pre-action steps.

DIFC-based Bank

Advising the CEO of the bank on regulatory and compliance breaches and on the preparing and implementing a remedial strategy.

American Express

Advising on various matters for the past several years, including UAE regulatory issues.

China Construction Bank

Advising China Construction Bank on their compliance with DIFC and DFSA regulations on corporate lending with regard to their participation in a US\$100 million Islamic finance transaction arranged by Kuwait International Bank.

Islamic finance

Islamic banking and finance continues to advance and mature, responding to the seemingly ever rising demand for financial products and services that comply with Islamic principles.

Stephenson Harwood provides legal services to a wide range of domestic and multinational institutions as well as family offices in all phases of Islamic corporate and financing transactions. We have designed, developed, and documented Islamic structures for a variety of transactions, including asset finance, private equity, real estate, investment funds and been at the forefront in structuring novel Islamic mortgage and banking products.

We have expertise in a broad spectrum of Islamic finance products including **murabaha** and **commodity murabaha**, **ijara** and **forward ijara**, **istisna'a**, **wakala**, **mudaraba** and **musharaka**.

Our familiarity with Shari'ah scholars, Islamic law, and Islamic finance as well as our role in cutting-edge matters ensures that our advice is both well-informed and reflects current trends.

Highlight credentials

AED1 billion murabaha and mudaraba facilities

Advising a major healthcare group in the GCC on its AED1 billion murabaha and mudaraba receivables backed facilities provided by a leading Middle East financial institution.

Mixed-use development financing, Dubai

Advising the senior lender on the secured development financing of a mixed-use development in Dubai structured on a Shari'ah compliant basis.

Credit Suisse

Advising Credit Suisse on the financing of private jets with the form of loan financings, leasing and Islamic finance.

Jazeera Airways

Advising Jazeera Airways on fleet requirements, including purchase of Airbus A320 aircraft and the related financing of pre-delivery payments under a Shari'ah-compliant Murabaha structure.

UAE-based bank

Advising on the provision of subordinated financing under a Murabaha structure to a Middle Eastern leasing company for the purchase of a new Boeing 777 on lease to Emirates.

Restructuring of a Murabaha facility

Advising a Middle East based fund in respect of the restructuring of a Murabaha facility secured over offshore support vessels.

Kuwait Energy Company

Advising Kuwait Energy Company on a US\$50 million Islamic financing from IFC for development and exploration of oil and gas assets in Egypt and Yemen.

Mashreqbank and a syndicate of Islamic and conventional banks

Advising Mashreqbank and a syndicate of Islamic and conventional banks, on a AED2 billion Shari'ah compliant and conventional financing facility made available to GEMS Education, one of the UAE's leading education providers.

Dubai Islamic Bank

Advising Dubai Islamic Bank in relation to a AED600 million Islamic financing for Construction Workers Residential City LLC for financing the construction of a worker's accommodation in Abu Dhabi, UAE.

**"RUSTUM SHAH IS EXPERIENCED IN
ACTING FOR BOTH BANKS AND
BORROWERS ACROSS DOMESTIC AND
INTERNATIONAL TRANSACTIONS."
Chambers Global 2021, United Arab Emirates
- Banking & Finance: Islamic Finance**

Maritime and shipping

Stephenson Harwood has a dedicated cross departmental maritime and shipping team with members across its network of offices in the Middle East, Europe and Asia.

We are regularly instructed in the major headline shipping matters that occur in the region (such as financings, M&A, commercial contracts, collisions, fires, arrests and enforcement actions) and in international matters for Middle Eastern-based clients (including a broad range of arbitrations and court proceedings in different forums).

The breadth of the practice includes ship finance, traditional dry and wet shipping disputes, shipbuilding, offshore, marine fraud and ship recycling. We are the start to finish lawyers of choice for a number of clients working on their financing and corporate matters and also being instructed on any disputes that those companies face.

One of the team's key strengths is its range of **practitioners from both a common law and civil law backgrounds**. The majority of the matters that the team works on have a significant cross-border element that often involves a **cross-disciplinary team with English, DIFC, and civil/Arabic law knowledge** being a pre-requisite.

Highlight credentials

EnTrust Global's Blue Ocean Fund

Advising EnTrust Global's Blue Ocean Fund on a loan facility to United Overseas Group in relation to its acquisition of United Arab Chemical Carriers. This involved a complex "reverse triangular merger", the first ever such merger under the Companies law of the DIFC. This was awarded "M&A Deal of the Year" by the IFLR Middle East Awards 2021 and shortlisted as "Regional Deal of the Year" by *Seatrade Maritime Awards Middle East, Indian Subcontinent & Africa Awards 2021*.

FIMBank plc

Advising FIMBank plc on over 50 shipping pre-demolition financings with a total aggregate value of US\$100 million. These transactions have occurred in different regions throughout the world, including the Middle East, Central and Eastern Europe, Africa, Asia, Latin America and the West Indies.

Commercial Bank of Dubai PSC

Advising Commercial Bank of Dubai PSC on the €69 million ECA-backed (Atradius Dutch State Business) structured bill discounting facility to the Damen Group (a Dutch shipbuilding company) for the construction of a fleet of 13 tugboats.

A UAE Port Authority

Acting for a UAE Port Authority (as Respondent) in a multi-million dollar dispute with a UAE subcontractor (as Claimant) engaged to dredge the port under a contract governed by the laws of the UAE. The Claimant initiated ICC-ICA arbitration proceedings.

West of England P&I Club and its members

Advising both West of England P&I Club and its members (predominately owners of oil tankers and bulk carriers), following the blockage of the Suez Canal, Egypt, by the "Ever Given" container ship, on: (i) the potential liabilities of the owners of the "Ever Given" and the Suez Canal authorities, including addressing their issues under English law and Egyptian law (working with Egyptian local counsel) and (ii) various liability aspects towards their charterers, traders, consignees and suppliers in response to the traffic of shipments and goods in both directions of the Suez Canal - these insurance claims had merits of frustration, termination, force majeure and/or cancellation of existing contracts.

Barclays Bank & Ors

Acting on the successful arrest of vessels belonging to the Essar Group of companies as part of the enforcement of a New York Judgment against the parent company of the Essar Group. The arrests demonstrated the ability in the UAE to obtain vessel arrests against group companies that are not necessarily the judgment debtor.



Private wealth

Our market-leading and international award-winning private wealth team is trusted by business owners and families to advise on their personal and business asset holding structures for optimal succession planning, family governance and tax purposes. Our dynamic team have significant experience in advising clients on their local and international assets including navigating the cultural sensitivities of the region.

We work with a diverse client base including individuals, families, family offices, banks and trustees to protect their wealth by creating bespoke, sustainable, seamless and robust succession plans and structures. Our team also advises on trusts and foundations in the corporate context including working with our Employment team on employee benefit schemes.

Our private wealth advisory services include:

- tax planning including all aspects of UK tax and UAE corporation tax;
- residency and domicile issues;
- global relocation and immigration law;
- creating and advising on regional structures including DIFC and ADGM trusts and foundations;
- creating and advising on offshore trusts, foundations, companies and other wealth preservation vehicles (including Shari'ah compliant wealth preservation vehicles);
- advising families on the implementation of Family Constitutions and Codes of Family Governance for Succession purposes;
- advice on wills and cross-border estate planning (UAE, UK and most other offshore centres including BVI, Cayman, Jersey, Guernsey, Isle of Man, Singapore and Hong Kong);
- family law and prenuptial agreements regionally and internationally;
- trust and probate disputes and conducting litigation worldwide on private client matters;
- creating and advising on overseas pensions schemes and other remuneration trusts;
- advice on fine art, superyachts/jets and bloodstock;
- dealing with civil and criminal tax investigations; and
- advice on global transparency regimes, including CRS and FATCA.

Highlight credentials

A prominent GCC Muslim family

Assisting the family with restructuring their global portfolio across the GCC, Europe and South West Asia for succession purposes and preparing a Family Constitution and Code of Governance.

One of the richest families of Africa

Advice on structuring of the family's private jets and creating a structure to preserve the family wealth and implement the family's succession plan.

A Swiss GCC Muslim family

Advising the family on one of the first DIFC Foundations for the purposes of depersonalising the ownership of a large portfolio of mixed real estate assets located in Dubai.

An Asian Ultra High Net Worth

Advising the trustees and advisors of an Ultra High Net Worth Asian client in relation to long term succession planning solutions for their portfolio of assets in the Middle East, South West Asia and Far East and preventing a disruption to all operational businesses.

A high profile Asian Muslim Family

Advising the clients on investment migration options and succession planning solutions to depersonalise the ownership of historic royalty generating assets.

 **WINNER**
HIGH NET WORTH AWARDS 2023



Projects and construction

Our projects and construction team advise across the full spectrum of economic and social infrastructure. We work with sponsors, contractors, funders and governments on the procurement and development of projects, through to the construction and operational stage and beyond.

Our team provides an end-to-end service and has a wide range of experience advising clients on the construction, finance, operation and maintenance aspects of projects as well as any construction disputes that may arise. Our team have experience advising on some of the most iconic and prominent construction projects in the Middle East region, including those related to **EXPO 2020**, one of the four main **"giga-projects"** announced as part of the **Kingdom of Saudi Arabia's Vision 2030**, the **Burj Al Arab**, the **Primo Dubai Opera** theatre, the **new marina project in Bahrain** and a **50GW solar and wind farm project in Oman**.

As a result, our lawyers deal with the drafting, negotiating and finalising of all concession arrangements, associated documentation, operation and management agreements, financing arrangements and all forms of **EPC/EPCM contracts**, including **FIDIC rainbow contracts** (Yellow, Silver and Red), **JCT 2016 Design and Build** and **NEC 3 and 4 contracts**.

Highlight credentials (non-contentious)

Developer for a logistics/dry port facility in Oman

Acting for the developers of a dry port/logistics and handling facility in the Sohar freezone industrial area in Oman. This work has involved drafting and negotiating all the construction and financing documentation as well as the licencing agreements with the Sohar ports and freezone authorities.

Public Investment Fund

Advising the Public Investment Fund of Saudi Arabia in relation to procurement procedures and drafting FIDIC based early works contracts (EPC) relating to a mega leisure project to be located in the north western region of Saudi Arabia.

Hua Zhang Environmental Resources Investment Limited

Acting for the developers in relation to the development, funding, construction and corporate structuring of the world's largest scrap metal recycling plant in Jebel Ali, Dubai. Value US\$1.8 billion.

Sahara Energy

Advising client on the development, ownership, and operation of a fuel oil refining unit to be situated on a site in the Fujairah Free Zone in the Emirate of Fujairah in the United Arab Emirates.

Utilities project (wind and solar) in Oman

Advising an Omani government-owned developer in the development of a multi-hundred million-dollar utilities project (providing wind and solar power) in the South of Oman to generate a total of approx. 50GW.

Expo 2020

Successfully negotiating the construction and licensing contracts of the main helicopter terminal and helipad for Expo 2020 including liaising with GCAA, DEWA and Expo 2020 Authorities.



"THE 'VERY RESPONSIVE' AND 'BUSINESS-ORIENTED' TEAM AT STEPHENSON HARWOOD ADVISES ON A RANGE OF ENERGY AND INFRASTRUCTURE PROJECTS IN THE UAE, THE MIDDLE EAST AND SUB-SAHARAN AFRICA."
Legal 500 EMEA 2020

Highlight credentials (contentious)

An international contractor

Assisting an international contractor that is responsible for the engineering, procurement and construction services and the supply of turbines, generators, and HRSGs on a 1.8 GW combined-cycle independent power plant, located in the UAE, in relation to bringing multiple delay claims, including COVID-19 delay related claims, against the project owner (a consortium, including a UAE quasi-government investment company, a leading Fortune 500 global trading and business investment company headquartered out of Japan, and a leading international electrical company) for the delay in commissioning the turbines for the project from the contractor, which is valued over US\$100 million.



Barakah nuclear power plant

Representing an international contractor defending a series of sub-contractor claims (across a range of dispute resolution forums) relating to EOT/delay and alleged increase in contract price/variation claims involving the construction the Barakah nuclear power plant in Abu Dhabi.

Burj Al Arab Terrace

Advising for a main contractor in relation to claims (under DIAC rules) with its sub-contractor (and general project advise) arising out of the offshore installation and extension to the Burj Al Arab ("the Burj Al Arab Terrace").

Habshan Gas power plant

Acting for the contractor in a US\$50 million dispute (under ADCAAC rules) relating to the expansion of the Habshan gas power plant in Abu Dhabi.

Bahrain marina development project

Advising an international engineering company (as Subcontractor) in respect of a construction dispute concerning the Bahrain marina development project.

Korean Contractor (as Claimant)

Acting for a Contractor (as *Claimant*) in ICC arbitration proceedings pursuing claims valued at circa US\$75 million against a Libyan Government entity (as *Employer* and *Respondent*) relating to an engineering, procurement, construction installation, commissioning & start-up (EPCIC) contract.

Real Estate developer

Defending one of the Middle East's largest real estate developers in a multi-million dollar claim brought against it by the main contractor. The proceedings were subject to the DIAC rules and concerned multiple alleged breaches of the FIDIC Contract (subject to UAE law).

UAE government employer

Acting for a UAE government employer in connection with a claim against its main contractor for failing to deliver a critical infrastructure project on schedule. This matter is valued at over AED 700m and subject to the ADCCAC arbitration rules and UAE law.

Saudi Employer

Assisting a Saudi Arabian Employer (as *Respondent*) in ICC arbitration proceedings to defend claims valued at circa US\$5 million and advancing a counter-claim valued at circa US\$11 million.

Offshore energy (sub-sea installation)

Acting for an employer in defence of a multi-million dirham claim in DIAC arbitration proceedings. The matter related to an offshore energy (sub-sea installation) and localised infrastructure and connection project in Dubai.

Four gas treatment centres in the Kingdom of Saudi Arabia

Acting for the contractor in a SAR 275 million dispute (under ICC rules) relating to the construction of four gas treatment centres in the Kingdom of Saudi Arabia.

Technology

Our team is multidisciplinary, with experience in technology transactions and transformation projects, M&A and investments, strategic sourcing, data privacy, finance, fintech, capital markets, dispute resolution, intellectual property, and regulatory, meaning that we are always able to bring together the most highly specialised team to execute your matters successfully.



**'EXCELLENT AT UNDERSTANDING
WHAT THE BEST SOLUTION WOULD
BE, BASED ON A COMPANY'S
GOALS AND RISK APPETITE'.
Legal 500 EMEA 2020**

Our team in the region have particular experience in providing Middle Eastern and international clients with localised advice on their obligations under UAE federal and DIFC data protection and privacy laws, and working with the DIFCA and the DRA Academy of Law to author expert commentary on the DIFC Data Protection Law and its origins in, and interaction with, with EU law and global requirements respectively. Members of our team also hold a certification as a Certified Blockchain Associate.

Highlight credentials

Several international banks

Advising several international banks in ensuring compliance with the new DIFC Data Protection Law 2020, which came into force on 1 July 2020 and is subject to a three-month transition period (1 October 2020). This new legislation aligns the local regime with international data privacy standards – including the GDPR – and heralds a change in data protection law in the DIFC and the Middle East.

Fenix Networks

Advising FENIX, a United Arab Emirates-based e-scooter company backed by Israeli venture capital funding, on expanding its fleet across the MENA region via its launch in the Emirate of Dubai in collaboration with Arnab scooters.

Cleartrip

Advising Cleartrip, leading travel portal in India and the Middle East (UAE, Saudi Arabia, and Egypt) on its (i) proposed acquisition of the Flyin Group in Saudi Arabia, and (ii) subsequent sale to Flipkart, an e-commerce platform.

Axis Bank Limited

Advising Axis Bank Limited DIFC on a US\$30 million trade finance facility for Redington Gulf FZE, a regional distributor of information technology products and services.

Emirates NBD

Advising Emirates NBD in relation to its global trademark strategy in light of third-party registrations of its marks and those of other banks from Asia and the Middle East made in bad faith.

antfactory

Advising antfactory, an internet incubator group, on five separate investment transactions in multiple jurisdictions, including Mauritius and the United States of America.

Technology companies

Acting for a worldwide private equity house in two second round financings with multiple investors in technology companies based in India and Mauritius.

Eddyfi/NDT

Advising Eddyfi Technologies, a Canadian headquartered non-destructive testing inspection technologies company, in relation to the UAE aspects of its acquisition of NDT Global, a leading supplier of ultrasonic pipeline inline inspection and data analysis supplier for onshore and offshore pipelines worldwide.

Know-how and commentary on regional trends

As a result of our standing in the market we are frequently requested to commentate on key legal developments and trends within the local market. This has included the team being featured by leading legal and industry publications, such as **Thomson Reuters, Menas Associates, LexisNexis, Practical Law Company, The Economist Corporate Network, AB Magazine** and **The Oath – Middle East Law Journal for Corporates**.

Set out below are some of our key articles:

- Saudi Arabia: Understanding the management of risks on giga-projects (published by *Construction Week Middle East*) – click [here](#) to view;
- Deductions from Hire: Did Hire Remain Payable, in the Absence of Owners' Agreement, When Vessel Was Allegedly Off-Hire at the Instalment Date? (published by *The Arbitrator*) – click [here](#) to view;
- Diversity Series: Part 1: Why is diversity important in arbitration? (published by *The Chartered Institute of Arbitrators*) – click [here](#) to view;
- Decarbonising shipping – a green light for efficiency? (published by *The Oath – Middle East Law Journal for Corporates*) – click [here](#) to view;
- Greenwashing – What it is and how to avoid it (published by *The Oath – Middle East Law Journal for Corporates*) – please click [here](#) to view;
- Learning AML lessons the hard way (published by *Accounting and Business Magazine*) – please click [here](#) to view;
- Enforcing arbitral awards in the United Arab Emirates (published by *Lexis Nexis Middle East*) – please click [here](#) to view;
- Challenging arbitral jurisdiction and anti-suit injunctions in the United Arab Emirates (published by *Lexis Nexis Middle East*) – please click [here](#) to view;
- Interim remedies and arbitration in the United Arab Emirates (published by *Lexis Nexis Middle East*) – please click [here](#) to view;
- State immunity and arbitration the United Arab Emirates (published by *Lexis Nexis Middle East*) – please click [here](#) to view;
- Q&A: What Dubai's Crypto Token Regime Means For Compliance Professionals (published by *Elliptic Connect*) – please click [here](#) to view;
- Driving change in AML compliance (published by *The Oath – Middle East Law Journal for Corporates*) - please click [here](#) to view;
- Key lessons from FSRA enforcement action over AML failings by Wise Nuqud Ltd (published by *Thomson Reuters*) - please click [here](#) to view;
- DFSA whistle-blowing regime: is your firm ready? (published by *Thomson Reuters' Regulatory Intelligence*) – please click [here](#) to view;
- Financial services regulatory – Review of Volume 18 of The DFSA in Action and snapshot of the regulatory outlook for the year ahead (published by *The Oath – Middle East Law Journal for Corporates*) – please click [here](#) to view;
- United Arab Emirates foreign direct investment update: New developments regarding 100% foreign ownership (published by *LexisNexis Middle East*) – please click [here](#) to view;
- Restrictive covenants: The view from the UAE (published by *The Oath – Middle East Law Journal for Corporates*) – please click [here](#) to view;
- Performance, discipline and COVID-19 (published by *The Oath – Middle East Law Journal for Corporates*) – please click [here](#) to view;
- Virtual arbitration hearings: top 10 tips (published by *The Oath – Middle East Law Journal for Corporates*) – please click [here](#) to view;
- Virtual arbitration hearings: top 10 tips (published by *LexisNexis Middle East*) – please click [here](#) to view;
- Expert Q&A: DIFC Data Protection Law (published by *Practical Law Company*) – please click [here](#) to view;
- New DIFC Data Protection Law: Act now to ensure compliance (published by *LexisNexis Middle East*) – please click [here](#) to view;

- United Arab Emirates Banking & Finance Law 2021 guide (published by *LexisNexis Middle East*) – please click [here](#) to view;
- The impact of the COVID-19 pandemic on the workplace and commercial contracts (published by *Menas Associates*) – please click [here](#) to view;
- Navigating the new world of working remotely, self-isolation and sick pay (published by *LexisNexis Middle East*) please click [here](#) to view; and
- Recognition of UAE judgments – an easier path to enforcement in India (published by *Practical Law Company*) – please click [here](#) to view.
- AI at work: Unlocking potential...or Pandora's Box? (published by *The Oath – The Middle East Law Journal for Corporates*) – please click [here](#) to view.

Alerts, webinars and podcasts

Set out below are some of the key alerts that we have provided our clients in the Middle East region to assist them in addressing some of their key concerns.

Key alerts

- Expansion of Emiratisation drive to smaller businesses in the UAE – please click [here](#) to view;
- The new Commercial Agencies Law in the UAE – a move towards flexibility in the commercial agencies practice in the UAE – 2023 – please [click](#) here to view;
- UAE Government extends deadline to adopt limited term employment contracts to 31 December 2023 – please [click](#) here to view;
- Covid as a force majeure event in construction – please [click](#) here to view;
- Q&A on the Dubai Financial Services Authority's new Crypto Token Regime – please [click](#) here to view;
- Enforcement action over AML failings by Wise Nuqud Ltd – key lessons and international context – please click [here](#) to view;
- Dubai Financial Services Authority Whistleblowing Regime to come into force on 7 April 2022– Are you prepared?– please click [here](#) to view;
- Q&A on the Dubai Financial Services Authority's recent proposals to regulate crypto assets- please click [here](#) to view;
- DIFC Financial Markets Tribunal decision in Rollet v DFSA – Five key takeaways for Authorised Individuals – please click [here](#) to view;
- New UAE Labour Law: burning questions – please click [here](#) to view;
- United Arab Emirates: How will your business embrace the new working week? – please click [here](#) to view;
- Pandemic promises: re-aligning the workforce after contractual changes – please click [here](#) to view;
- Enforcement of arbitral awards in the United Arab Emirates – please click [here](#) to view;
- What's new and what's on the horizon for employment law? – please click [here](#) to view;
- "Top tips" for the effective management of construction disputes in the Middle East – please click [here](#) to view;
- United Arab Emirates foreign direct investment update: New developments regarding 100% foreign ownership – please click [here](#) to view;
- Pandemic promises: re-aligning the workforce after contractual changes – please click [here](#) to view;
- Covid-19 and returning to work: what should employers consider? – please click [here](#) to view;
- Sanctions: deceptive practices and high-risk areas – Part 2 – please click [here](#) to view;
- Competition and Covid-19: are your restrictive covenants enforceable? – please click [here](#) to view;
- Sanctions: deceptive practices and high-risk areas – Part 1 – please click [here](#) to view;
- Pandemic-proof performance and disciplinary management – please click [here](#) to view;
- UAE amends the Commercial Companies Law: Changes to foreign direct investment and limited liability companies in the UAE – please click [here](#) to view;
- UAE announces amendments removing foreign ownership restrictions for onshore commercial companies – please click [here](#) to view;
- Dispute resolution clauses: drafting principles and concepts – please click [here](#) to view;
- Sickness absence and pay by jurisdiction – what's new? – please click [here](#) to view;

- New disclosure and record keeping requirements for UAE companies – please click [here](#) to view;
- Third party funding in international arbitration – please click [here](#) to view;
- "Top tips" for effective debt recovery – please click [here](#) to view;
- International employment: Working from home - the new normal? – please click [here](#) to view;
- International redundancies – please click [here](#) to view;
- Restructuring and insolvency issues: understanding and enhancing your position – please click [here](#) to view;
- Preventive composition procedure: A valuable tool in a time of economic crisis – please click [here](#) to view;
- COVID-19: "Top tips" for effective contract management - please click [here](#) to view;
- UAE Economic Substance Regulations: what you should know – please click [here](#) to view;
- Debt recovery: How to avoid protracted Court proceedings – please click [here](#) to view;
- Key considerations for M&A transactions in the Middle East following COVID-19 outbreak – please click [here](#) to view; and
- COVID-19: Legal and contractual implications – please click [here](#) to view.

Webinars and Podcasts

- Employment law podcast: UAE Labour Law overhauled – please click [here](#) to listen;
- Employment law podcast: First reported whistleblowing case to be decided under the new regime in the DIFC – please click [here](#) to listen;
- Employment law podcast: Staff behaving badly: managing workplace behaviours in the DIFC – please click [here](#) to listen;
- Employment and data protection law podcast: DIFC Data Protection Law and the impact of the GDPR – please click [here](#) to listen;
- COVID-19: Global and regional forecasts – Special webinar with *The Economist Corporate Network* – please click [here](#) to view;
- Employment law podcast: Business protection – what to do if you suspect employee competition – please click [here](#) to listen; and
- Employment law podcast: Business protection – introducing and varying restrictive covenants – please click [here](#) to listen.

Alerts and webinars related to the impact of the Coronavirus pandemic

Stephenson Harwood has been involved in addressing the issues surrounding coronavirus (COVID-19) right from the very start. Our presence in many of the highly affected regions has enabled our team to be at the forefront of understanding the challenges faced by our clients who have a presence or have business dealings in these regions. Our lawyers are assisting clients with issues involving labour and employment, corporate compliance and contracts, the disruptions to supply chain, disputes, regulation, restructuring and insolvency and many other areas of law affected by the COVID-19 outbreak.

Further information

For further information and alerts related to what the Coronavirus pandemic could mean for your business, please visit our Coronavirus guidance webpage – please click [here](#).

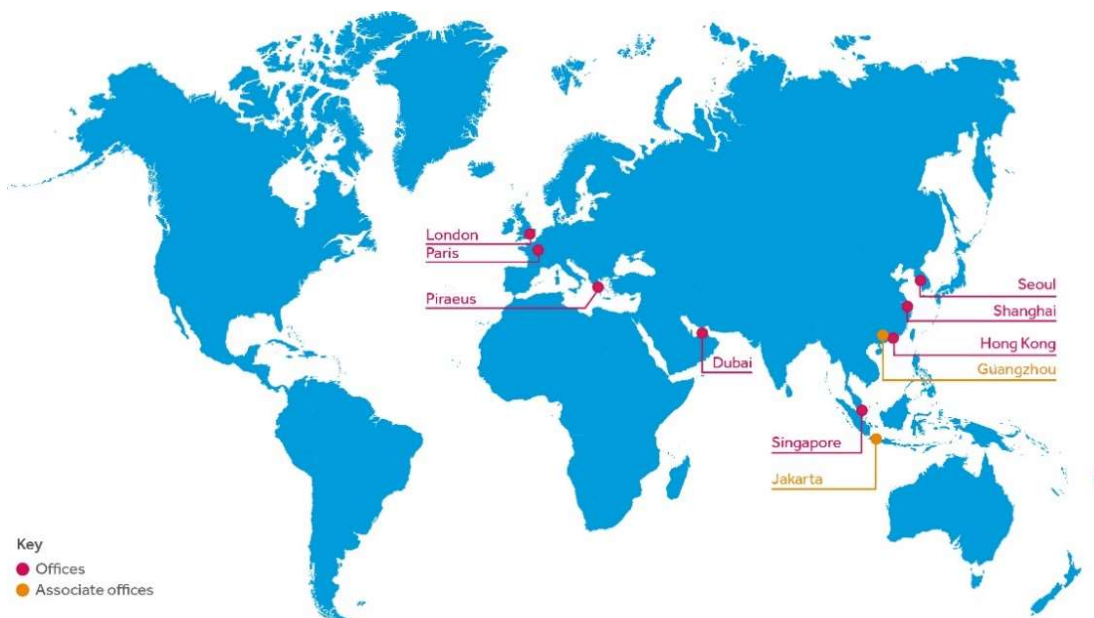
Global reach

Stephenson Harwood is a law firm of over 1300 people worldwide, including over 200 partners. Our people are committed to achieving the goals of our clients – governments, parastatals, banks, listed and private companies and individuals.

We assemble teams of bright thinkers to match our clients' needs and give the right advice from the right person at the right time. Dedicating the highest calibre of legal talent to overcome the most complex issues, we deliver pragmatic, expert advice that is set squarely in the real world.

Our headquarters are in London, with eight offices across Asia, Europe and the Middle East. In addition, we have forged close ties with other high quality law firms around the world in key jurisdictions.

Office locations



"We use them in multiple locations and there is a real sharing of knowledge with the firm, which really helps us get the best service."

Chamber Global

Key facts and figures

200+ Partners



1300+ People worldwide



8 Offices worldwide



90 Clients in over 90 countries



25+ Languages spoken by our staff



49 Top rankings for individuals



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What others say about us

"Very pragmatic approach and excellent knowledge, expertise and experience."

Legal 500 EMEA 2023 - UAE

"The firm has top-quality lawyers with a personal touch and bilingual capabilities."

Legal 500 EMEA 2023 - UAE

"The firm has been successful in delivering within the committed timelines and the attention of partners to matters entrusted is quite commendable."

Legal 500 EMEA 2022 - UAE

"They are very commercially savvy. They help get the deal done while protecting our interests."

Chambers & Partners EMEA 2022 - UAE

"Stephenson Harwood receives plaudits for its 'quick responses' and 'correct advice'."

Legal 500 EMEA 2020 - UAE

"The team has an excellent understanding of the market. They are pragmatic, efficient. They are also very responsive and business oriented."

Legal 500 EMEA 2020 - UAE



Stephenson Harwood LLP

Ranked within the UAE



Ranked in:

- UAE - Banking & finance: Corporate finance (including Islamic lending)
- UAE - Commercial, corporate and M&A
- UAE - Dispute resolution: arbitration and international litigation
- UAE - Employment
- UAE - Infrastructure and projects (including project finance)
- UAE - Shipping

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