

SLAUGHTER AND MAY

Middle East and North Africa

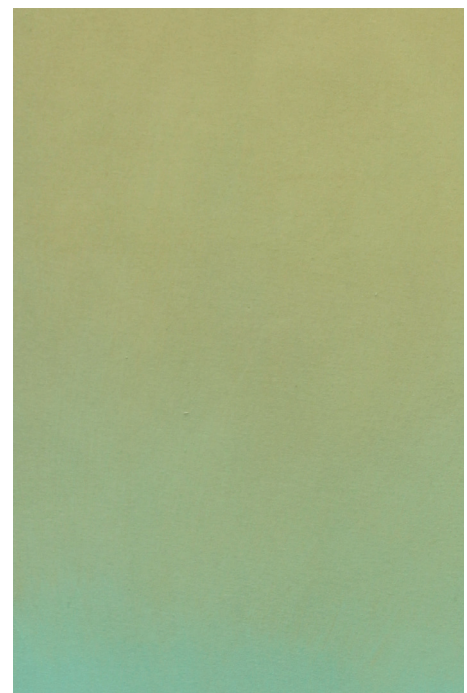
Slaughter and May is a leading international law firm which provides cross-jurisdictional legal advice that genuinely reflects what 'global' means for our clients.

We develop extensive and meaningful relationships with market leading firms from around the world, working with them as a single united team.

Our approach is founded on three core principles:

- see with clarity – seeing clients' challenges in their full context requires a profound understanding of the relevant businesses, markets and jurisdictions
- respond with agility – we build specific teams according to individual issues and requirements, putting the right minds in the right place at the right time
- deliver coherence – our advice is focused and consistent at all levels and fully aligned across all jurisdictions.

This brochure briefly sets out some examples of our experience working in the Middle East and North Africa.



Detail from Sea Morning by Trevor Bell

"It is immensely popular with clients for its distinctive culture of intellectual rigour; the versatile partners are 'unfazed by whatever comes along,' thanks to their 'extraordinary brainpower and breathtaking ability to modify the negotiation style to suit the circumstances!'"

"It has become apparent that Slaughters still commands respect around the world. Excellence, it seems, is a global language."

CHAMBERS UK

OUR CREDENTIALS

We are highly regarded for our legal and technical ability around the world. We advise on high-profile and groundbreaking international transactions and have an excellent and varied client list that includes leading corporations, financial institutions and governments.

Recent awards include:

- **Global Finance Deal of the Year** – Private restructuring for MF Global, *The American Lawyer's Global Legal Awards, 2013*
- **Deal of the Year** – Egyptian Refinery Company's Mostorod Refinery project, *Infrastructure Journal Awards, 2012*
- **Finance Team of the Year** – Drax Group – transformational deal in a challenging funding environment, *The Lawyer Awards, 2013*
- **Deal of the Year and Bond of the Year** – Schaeffler, *The Treasurer (the official magazine of the ACT), 2012*
- **Commitment to M&A Award – UK** *Acquisition International M&A Awards, 2013*
- **M&A Deal of the Year** – Colfax's takeover of Charter, *IFLR European Awards, 2012*
- **Equity Deal of the Year** – People's Insurance Company of China IPO, *IFLR Asia Awards, 2013*
- **European M&A Tax Team of the Year** – jointly with Uría Menéndez for our work on the BA joint venture with Iberia, *International Tax Review – European Tax Awards, 2011*
- **Structured Finance and Securitisation Deal of the Year** – Barclays update to the Fosse Master Issuer RMBS Programme, Series 2012-1 Notes, *IFLR Asia Awards, 2013*
- **Corporate Team of the Year** – Standard Chartered's groundbreaking rights issue and first ever listing of Indian Depository Receipts, *Legal Business Awards, 2011*
- **European Tax Disputes Firm of the Year** – Best Friends tax network: Bonelli Erede & Pappalardo, Bredin Prat, De Brauw Blackstone Westbroek, Hengeler Mueller, Slaughter and May and Uría Menéndez, *International Tax Review, 2013*
- **Legal Adviser of the Year** – Resolution/AXA Life and GIP/Gatwick Airport, *The Financial Times and Mergermarket Group European M&A Awards, 2010*
- **Top law firm for companies listed on the London Stock Exchange** – *Corporate Advisers Rankings Guide, Q3 2013*
- **Legal Innovation in Dispute Resolution** – Co-winner for our work on the bank charges litigation, *FT Innovative Lawyers, 2010.*
- **Lawyer & Law Firm of the Year – UK** *DealMakers 'End of Year' Annual Awards, 2012*

"Slaughter and May has strong global connections, helping it to serve an impressive international client base."

THE LEGAL 500

"A team of amazing quality. Its 'best friends' network is much the same as being one firm all over the world."

CHAMBERS GLOBAL

Our Global Legal Service

- Clients work with a single united team, with one leader. We will introduce clients to our contacts or work with their preferred adviser.
- Each project is managed from the jurisdiction that best suits the client and we can provide the client with a single account.
- Projects are partner led, but remain carefully managed to be cost-effective and fair.
- We are not constrained by formal alliances or having to cross-sell fixed networks.

Our International Relationships

We work with like-minded experts across the globe, including in the Middle East and North Africa who have a depth of understanding that cannot be replicated, but can be shared. The level of communication and understanding between firms and with clients runs deep. Between firms we have made long-term investments to help foster connections at all levels, including investing in joint training, know-how and secondment programmes.

"This firm builds strong, lasting relationships with clients, having worked with many of them for decades."

CHAMBERS UK

Middle East and North Africa

A selection of our experience includes advising:

CORPORATE AND COMMERCIAL

- **Apache Corporation** on its acquisition of BP assets, including assets in Egypt
- **a bidder** on the auction sale of First Calgary and its oil and gas assets in Algeria
- **the Central Bank of Egypt** on its treasury documentation
- **Francisco Partners**, part of a consortium, on a recommended offer for Dmatek Limited, a provider of remote people monitoring technologies, for £52.9 million in cash. Dmatek is listed on the London Stock Exchange and is based in Tel Aviv, Israel
- **Eurazeo** on the acquisition by its subsidiary Europcar Groupe S.A. of the car rental businesses of National and Alamo Rent a Car in Europe, Middle East and Africa for an enterprise value of EUR670 million
- **GlaxoSmithKline** on the acquisition of the Egyptian mature products business of Bristol Myers Squibb for US\$210 million; on the acquisition of the branded generics business of Bristol Myers Squibb in Lebanon, Jordan, Syria, Libya and Yemen for US\$23.2 million in cash; and on the acquisition from UCB S.A. of its current marketed product portfolio across certain territories in Africa, the Middle East, Asia Pacific and Latin America, for a cash consideration of EUR515 million
- **Korea Electric Power Corporation** on the acquisition of IPP projects in Egypt
- **one of the world's largest retailers** in relation to the negotiation of a franchise agreement covering UAE, Lebanon, Qatar, Kuwait, Bahrain and Egypt
- **Providence Equity** on its acquisition of 47% of Digiturk, Turkey's largest provider of pay television services, from Turkish diversified holding company Çukurova Group, which holds the balance
- **Reliance Industries** on its acquisition of a majority stake in and management control of Gulf Africa Petroleum Corporation

PROJECTS AND FINANCINGS

- **Aéroports de Paris** as a consortium participant in rehabilitation, expansion and operation of Queen Alia International Airport in Jordan
- **Ahli United Bank** on the Damietta Port Project in Egypt
- **Arab Petroleum Investment Corp** on a US\$400 million term facility agreement which refinances its existing US\$250 million term facility agreement
- **Deutsche Bank** in relation to a EUR34 million loan to Nassir Bin Khaled Al Thani & Sons Holding Company WLL, a Qatar company, to refinance its acquisition of shares in HWA AG, a German listed company
- **Deutsche Bank, London Branch, Qatar National Bank and Emirates NBD Bank** as initial mandated lead arrangers on a US\$1,030 million secured syndicated term loan facility for Saudi Oger Limited and Oger Middle East (Holding) Limited as borrowers under the facility
- **European Investment Bank, African Development Bank and a syndicate of banks** on the US\$2.6 billion debt package, in relation to the financing of the Egyptian Refinery Company's Mostorod Oil Refinery Project. This is the largest ever project financing in Africa, comprising US\$2.6 billion in debt and a further US\$1.1 billion in equity

- **Kosmos** on investments in oil and gas interests in Morocco through new licences and farm-ins
- **the Kuwait Foreign Petroleum Exploration Company**, a wholly owned subsidiary of the Kuwait Petroleum Corporation, in relation to its US\$750 million credit facility
- **Oman LNG** on refinancing matters. We advised the banks on various financing matters, including the US\$1.3 billion refinancing of the Oman LNG project finance facilities
- **the project sponsors and the project company of EMethanex**, a methanol project in Egypt, planned as the first petrochemicals project to tap the international project finance markets
- **Qatar Petroleum International** on its equity participation in Egypt's Mostorod Oil Refinery Project
- **Qatar National Bank** on the £1.15 billion financing of two landmark developments, known as The Shard of Glass and London Bridge Place
- **Wataniya Telecom** in relation to a US\$490 million financing project for the establishment of a third mobile phone operator in Algeria
- **a government-owned company in Oman** in relation to various disputes arising under a 20-year concession agreement for the operation and maintenance of a major power plant
- **Kroll Associates** in relation to defending proceedings brought by a Bahraini bank, among others, involving serious allegations of computer-hacking (relevant jurisdictions involved; Saudi Arabia, Dubai and Kuwait)
- **an industrial engineering company** in relation to a dispute under a drilling rig sub-contract relating to the Sirte Basin in Libya
- **Riyad Bank** in relation to its successful US\$40 million claim against Ahli United Bank (UK) Plc arising from the operations of a leasing fund, including the landmark decision by the Court of Appeal that a chain of contracts did not preclude the existence of a duty of care in tort to Riyad Bank

DISPUTE RESOLUTION

- **Alliance Bank of Kazakhstan** in commencing proceedings and in seeking and obtaining a freezing order and related disclosure orders from the High Court against 15 defendants. The defendants, based in Liechtenstein, Kazakhstan, Ukraine, Dubai, Samoa and the BVI are alleged to have conspired to orchestrate a US\$1.1 billion fraud against the Bank and we are seeking the maximum possible recovery
- **Gallaher** in relation to a US\$500 million dispute with a former distributor which led to a major four month trial in 2007 (the trial involved large numbers of witnesses, both factual and expert, and an enormous and complex web of inter-related issues), as well as related matters arising in Lebanon and Cyprus
- **Deutsche Bank** as the arranger on the repackaging of a US\$100 million convertible murabaha facility between Gulf Finance House and Sonata Securities, by way of an issue by Sonata Securities of US\$100 million secured limited recourse exchangeable bonds exchangeable into the ordinary voting shares of Gulf Finance House
- **Prudential** on its issue of US\$750 million Tier 1 Notes into a number of European jurisdictions, the Middle East and Asia under its £5 billion Medium Term Note Programme

CAPITAL MARKETS

OTHER PRACTICE AREAS

- **Telecommunications Regulatory Authority Bahrain** on a range of competition and regulatory matters, including the auction of two national fixed wireless services licences and the associated radio spectrum.

London

One Bunhill Row
London EC1Y 8YY
United Kingdom

T +44 (0)20 7600 1200
F +44 (0)20 7090 5000

Brussels

Square de Meeûs 40
1000 Brussels
Belgium

T +32 (0)2 737 94 00
F +32 (0)2 737 94 01

Hong Kong

47th Floor, Jardine House
One Connaught Place
Central
Hong Kong

T +852 2521 0551
F +852 2845 2125

Beijing

2903/2905 China World Office 2
No.1 Jianguomenwai Avenue
Beijing 100004
People's Republic of China

T +86 10 5965 0600
F +86 10 5965 0650

www.slaughterandmay.com

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