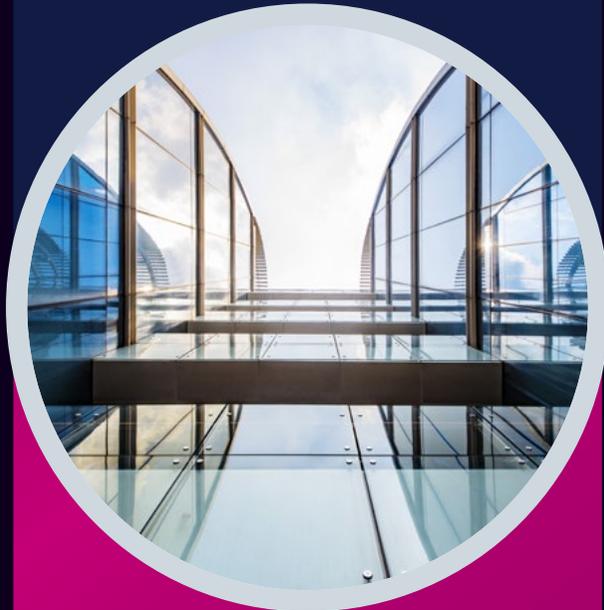


Linklaters

Z & Co.
الزمخشري ومشاركونه



Our offering

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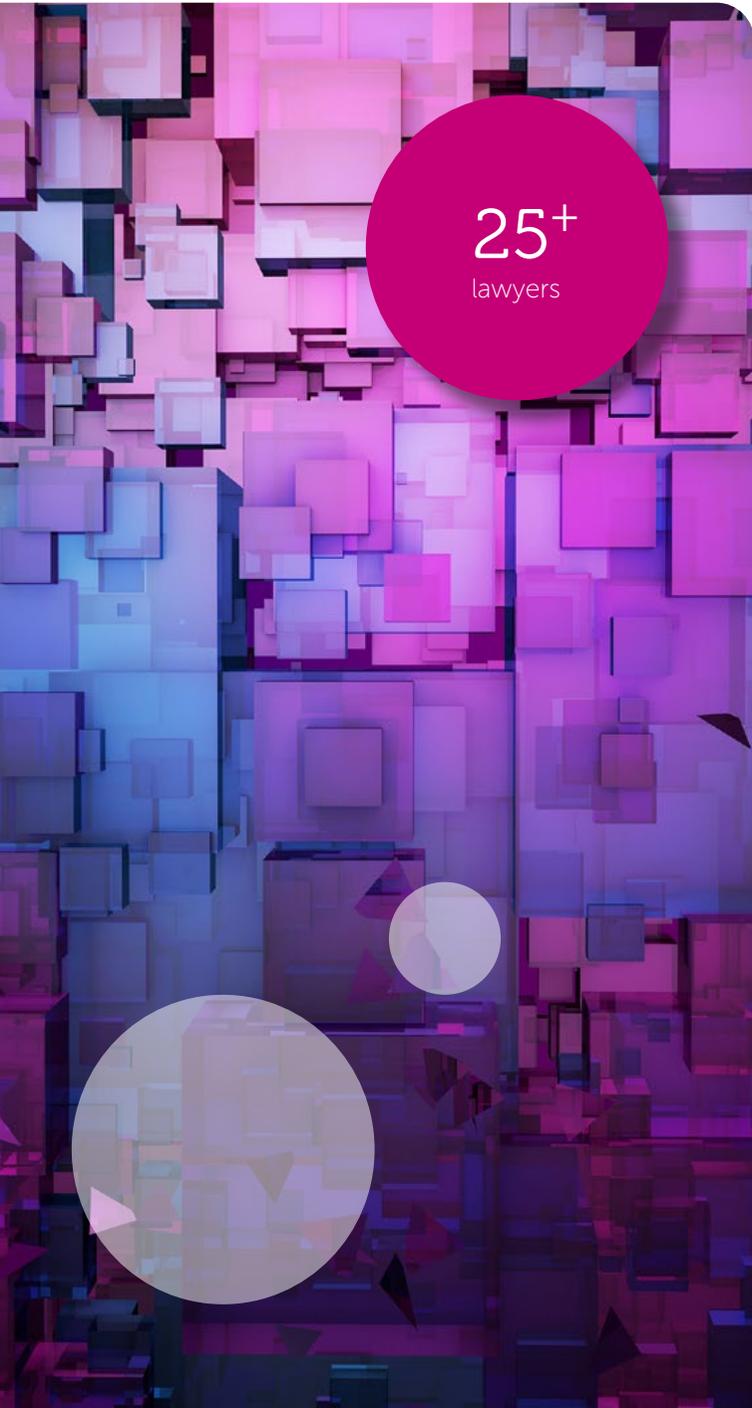


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About Z&Co.

Z&Co. is unique amongst Saudi Arabian law firms in having a true full service Saudi law offering carried on from within its local practice that covers litigation, regulatory and transactions/advisory matters to international law firm standards. Its head office in Riyadh, along with a smaller presence in Jeddah, together employ over 25 lawyers, including Saudi nationals at the junior, senior and partner levels.

Overview

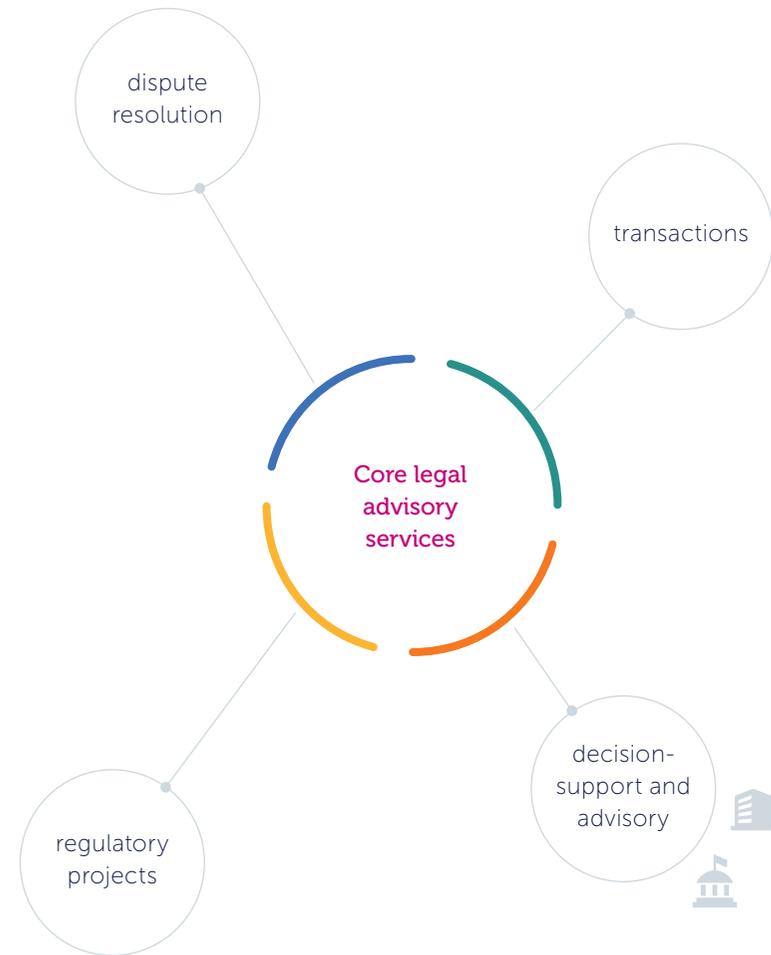
We are a Saudi law firm offering market-leading commercial advice on core legal advisory services including transactions; dispute resolution; decision-support and advisory for both government and private sector clients; and regulatory projects (drafting laws and regulations).

For our transactions offering, we work as one team with Linklaters, with senior Linklaters lawyers based permanently in our offices in Riyadh. This enables us to deliver provide best-practice international expertise coupled with detailed local knowledge and practice.

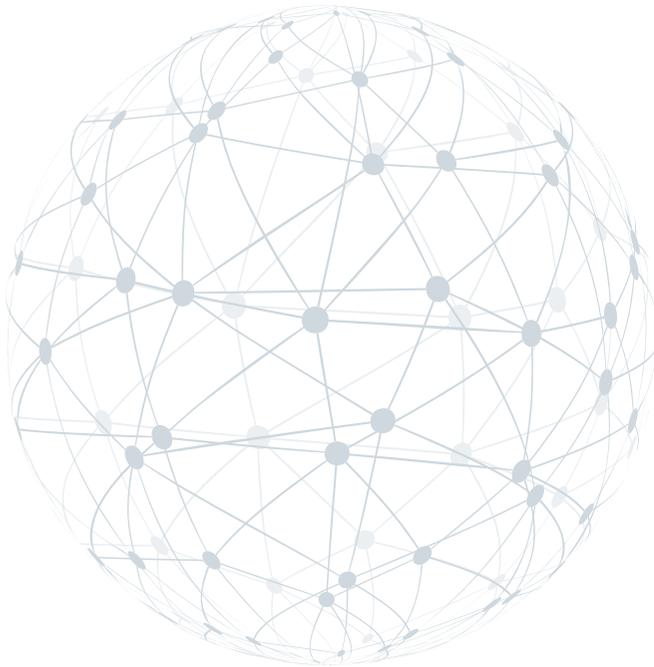
Our litigation lawyers are in and out of court on a daily basis, benefiting from close interactions with the judiciary in the Commercial Courts, General Courts and Administrative Courts, to bring up-to-the minute experience to our dispute-resolution practice. We also manage a range of cases at specialised judicial panels, including the Committee for Resolution of Securities Disputes and the Banking Disputes Committee.

We conduct pioneering work in our regulatory product area, including drafting new laws and regulations with substantial economic impact. In this field, we benefit from the complementary skills held by our team of Saudi and internationally-qualified lawyers, former members of the judiciary and Shariah experts. We particularly benefit from the support of Linklaters offices around the globe in conducting comparative assessments, so that our locally-based internationally-qualified lawyers can extract global best-practice for new KSA laws and regulations.

Our day-to-day decision-support and advisory offering aims to share the load with in-house legal functions, whether in the private sector or government entities. We can support in all aspects of general legal support, including contract reviews and drafting; compliance issues; amendments to company registrations or corporate documentation; communications with regulators and government entities; licensing matters; and employment issues, among other things.



A global partnership



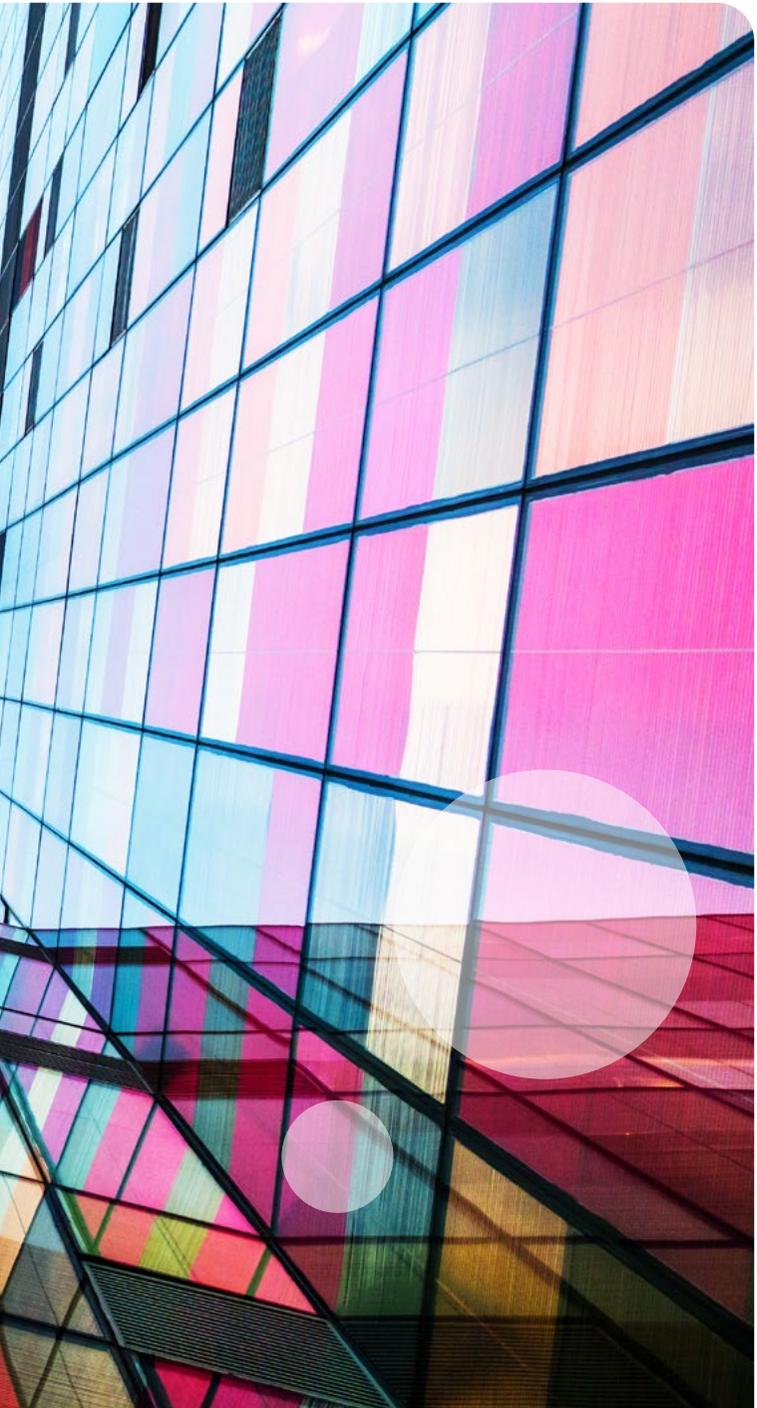
Z&Co. has a formal agreement with Linklaters in the Kingdom of Saudi Arabia (KSA), to offer on-the-ground support to clients operating or executing deals in KSA. The arrangement includes two senior Linklaters lawyers being based permanently in Z&Co.'s offices in Riyadh.

The agreement follows the two firms having worked in close partnership for several years on international and cross-border matters, with a particular focus on transactions in Projects, Project Finance, Corporate/M&A, Capital Markets and Banking & Islamic Finance.

The relationship between the two firms enables them to provide clients with a unique combination of international and local experience, knowhow and on the ground resources in KSA.

The combined global approach, commitment to excellence and in-depth understanding of the legal and commercial landscape of KSA means that Linklaters and Z&Co. have established a leading position for delivering complex and innovative advice which has helped our clients successfully pursue opportunities, realise investments and manage risk in KSA for a number of years.

Working as one team, Linklaters and Z&Co. provide the highest quality legal advice to the world's leading companies, financial institutions and governments. We support clients in navigating their most challenging and often critical business situations, and in doing so, we have developed an excellence in doing business across borders.



Decision support & advisory

We are experienced in advising both government and private sector entities on the conduct of their affairs and governance requirements.

We further ensure that our advice focuses not just on the strict legal and regulatory position, but also on the commercial goals and business implications of our client. By adopting modern technology for professional use, we strive to communicate with clients in a manner that demonstrates an understanding of the wider commercial issues they face.

Government

We know that government authorities are often engaged in the most dynamic and challenging areas of regulation, with developing mandates and inter-related projects combining to create a complex mesh of regulation to be navigated by government legal functions.

We provide dedicated legal function support to government authorities, to provide day-to-day support in matters such as drafting bylaws, regulations and policies; reviewing and drafting contracts with the private sector; drafting MOUs and communications with other public entities; addressing ad hoc queries in relation to the authority's mandates and powers; and providing general support in relation to all issues that are directed to the authority's legal function.

Our approach involves



Understanding your needs – our team offers a targeted, bespoke service that gets right to the core of any issue by placing an emphasis on your regulatory mandate and commercial objectives in the assessment of any issue.



Providing the right team to achieve the right result for you – we carefully choose our teams to get the right blend of international experience, local depth and commercial sense, meaning that you have the best legal team for your specific situation – and therefore the best chance of success.



Supporting you in all circumstances from the everyday to the exceptional – whether your needs fall within day-to-day matters or longer-term challenges, our dedicated team is committed to helping you navigate the intricacies and challenges that arise.



Maintaining a positive working atmosphere – we want you to enjoy working with our team particularly given the fully-integrated nature of our support. This is an essential detail for both our clients and our lawyers, and one which we never underestimate.



Staying pro-active – you directly benefit from our pro-active approach. We offer advice provided in the format of concise executive presentations; access to customized on-line training; a dedicated app; and regular insights into the market.

Private sector

The combined Linklaters and Z&Co. team are able to deliver a top quality execution of transactions with both international standards of service and a deep knowledge of the key KSA law issues.

Investing in the KSA market requires an appreciation of the complex and often time consuming regulatory processes involved in completing seemingly straight forward corporate matters, such as foreign investment approval from the Ministry of Investment of Saudi Arabia and agreement

for constitutional documents from the Ministry of Commerce. Additional consent from specialist governmental authorities may also be required depending upon the proposed business to be carried on in KSA.

In addition, there is often uncertainty as to applicable legal principles because legislation may not cover relevant issues and the gap will be filled by the application of Sharia. There are different schools of thought and opinions on Sharia and judges have wide discretion in applying it. The

presence in the team of KSA lawyers with extensive experience of dealing with KSA regulatory and governmental authorities, former judges and Sharia scholars means that our service offering is unique in the corporate legal space in KSA.

Our corporate/M&A practice covers local and international investors and businesses in KSA as well as activities by KSA clients abroad. Our clients range from large multinational corporations and financial institutions to family businesses and individuals.

We represent clients on the full range of relevant matters including:





Regulatory

We work hand-in-hand with a wide range government ministries and authorities to support in achieving their ambitious mandates set in line with Vision2030.



Highlights of our Regulatory Practice

Our government advisory practice group has worked on ground-breaking and high profile projects with real economic impact.

In drafting new laws and regulations, we provide detailed strategic project support built on international comparative exercises and benchmarks utilising our partnership with Linklaters to extract international best practice.



Advising the Ministry of Finance on the Code of Conduct, Conflict of Interest and Local Content Regulations, issued under the new Government Tenders and Procurement Law



Drafting a new leasehold law for Mecca City



Advising the PIF in relation to the legal structuring and establishment of the Amaala Project, an ultra high-net-worth tourist resort on the Red Sea, as a Special Economic Zone



Advising the Royal Commission for Mecca City and the Holy Sites (RCMC) on its new Regulations, approved by Royal Order



Drafting regulations for the newly established Saudi Tourism Authority



Drafting the proposed new Public Health Law for the Ministry of Health.

Advising the PIF and SAR in relation to the execution of the Haramain High-Speed Railway project

Advising the Ministry of Transport on lease of their lands.

Drafting "Violations Lists" for a government ministry, summarizing all violations and penalties applicable to companies and establishments operating in a particular sector.

Advising a State-owned company as to the authorities enabling it to carry out a wide-reaching project in the labour market.

Advising a State-owned company as to the authorities allocated to it as part of the PPP regime in its sector.

Advising a State-owned investment fund on the authorities allocated to it in relation to investment of its funds.

Projects

Strategic project support

We act as the close strategic advisors for a number of government authorities in relation to new projects under consideration or the restructuring of the organisation's departments. We support in scoping out and structuring new ideas, based on our deep understanding of how such projects can be developed, regulated, enforced and applied under the KSA legal framework.

Having worked closely with a number of government entities on unique projects, we are fully familiar with discussing matters with the Permanent Council and the Bureau of Experts at the Council of Ministers, and attending presentations at the Royal Court.

Comparative studies and benchmarking

Conducting a detailed and rich benchmarking analysis can often generate new ideas for the strategic direction of innovative government projects.

Drawing from global experience, our Government Advisory team has worked on numerous projects – either independently or alongside strategy consultants – that have involved an aspect of multi-jurisdictional comparative assessments, covering sectors as varied as land registration, leasehold rights, local government powers, public health and tourism regulation.

These studies are designed to provide our clients with the most accurate picture of best practices utilized in various nations, both regionally and around the world. We work with our clients to evaluate the comparative studies and determine the extent to which they should implement these best practices in their own organizations.

The first step for a successful comparative study is the selection of the appropriate jurisdictions using criteria agreed with you. We prioritise selection criteria that will ensure the results of the analysis will be relevant to the KSA context, from a constitutional, regulatory and governance perspective.

We know the importance of being able to extract relevant findings from comparative studies, without being bound by details that may be irrelevant to the Kingdom. We study and analyse the findings drawn from these studies, and summarise these as key insights to be utilised in strategic input into a project, or for drafting new laws and regulations.

Legislative Projects

Our team has played a prominent role in the creation and implementation of significant Saudi laws and regulations and has worked closely with key Saudi ministries and government authorities.

The firm's extensive understanding of the Kingdom's legal, regulatory and economic landscape, combined with our commitment to client service, has made our firm a trusted advisor to the Saudi Arabian Government. The legislative and regulatory drafting projects undertaken for government agencies are far reaching.



Capital Markets Authority

Advised the CMA on the creation of its regulatory framework.



Commercial Pledge Law

Provided a comparative study to the Ministry of Commerce and Investment, regarding the granting of security interests in the Kingdom.



Construction Legislation

Contracted by the Riyadh Municipality to draft regulations pertaining to duties and control procedures of construction works and projects. Also drafted the Saudi Contractors Society Law and its Executive Regulations.



Government Procurement Regulations

Advising the Ministry of Finance on three new regulations to be issued under the new Government Tenders and Procurement Law.



Health Legislation

Drafting the proposed new Public Health Law for the Ministry of Health.



Housing Legislation

Comprehensively restructured the legal framework of the General Commission for Housing (later renamed the Ministry of Housing) and all of its subordinate entities.



RCMC regulations

Advising the Royal Commission for Mecca City and the Holy Sites (RCMC) on its new Regulations, approved by Royal Order.



US\$527m
overturning adverse
judgement

US\$2bn
foreign judgment
enforcement

Dispute Resolution

Our Dispute Resolution practice is involved in ground-breaking legal actions on a daily basis. As the leading firm in the Kingdom, we have represented clients in many of the largest and most complex disputes in Saudi Arabia.



Prominent recent cases

Our success in contentious matters is directly linked to the international quality standards we apply to our litigation work, including taking the approach of assisting the court with concise case summaries and producing focused submissions, which makes a refreshing change from usual practice in the market for most judges.

International standards of file management and client reporting are combined with local depth due to the mix of bilingual lawyers with qualifications from the UK, USA and Saudi Arabia working alongside Shari'ah experts and former judges with many years of experience in the Saudi courts and the Ministry of Justice.



Acting for Grant Thornton as creditors for over US\$2bn in the financial restructuring procedure in the Commercial Courts against Maan ALSanea.

Deloitte.

Defending Deloitte in the actions brought against it at both the Committee for the Resolution of Securities Disputes and the Board of Grievances including the first "class actions" filed in KSA.



Representing the government of the Kingdom of Saudi Arabia, led by the Ministry of Finance, in a dispute at the Arab Investment Court.

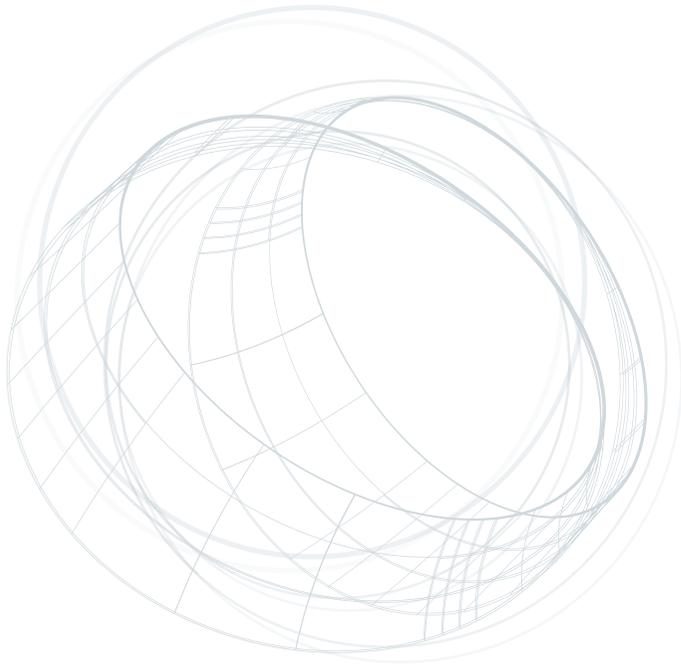


Successfully overturning at Appeal Court level an adverse judgment that had been issued against our client, Zain Group, in a case worth USD527m against a high-ranking member of the Saudi Royal family.

Sumitomo Corporation

Successfully overturning an enforcement order made in respect of a Japanese arbitration award brought by Sumitomo Corporation.

Commercial Disputes



Contractual disputes

We provide the support that our clients need at all stages of contractual negotiation, drafting and risk-assessment to mitigate the risks of disputes arising from the terms of contractual agreements governed by Saudi law.

As Saudi law is derived from the Qur'an, Sunnah and Shari'ah (statements of established scholars), which allow for many different – often conflicting – schools of thought on a range of commercial matters, and as the judiciary is afforded a wide discretion in its interpretation of Shari'ah, this leaves room for a significant degree of uncertainty on the enforceability of contractually agreed provisions.

Our Shari'ah experts work closely with our internationally qualified bilingual lawyers in assessing such contractual disputes. Whilst parties to a contract are generally free to agree to the terms of their choosing, this is subject to ensuring that these terms do not conflict with established Shari'ah principles, which could render either the provision itself unenforceable or the entire contract void. Provisions often requiring careful scrutiny relate to the allocation of risk, including indemnities, warranties, and limitations of liability, as well as exit provisions and other obligations triggered by a future turn of events.

Shareholder disputes

We partner with our clients to manage risk and mitigate the commercial impacts of litigation on the core business. When litigation is unavoidable, our Dispute Resolution team focuses on the commercial objectives of clients, while assessing legal, commercial and reputational risk. We analyse the negotiating weaknesses of your counterparties and devise optimum procedural tactics or creative settlement approaches.

We are known for our highly disciplined approach in terms of project and cost management, to ensure efficient allocation of work and cost-control to remain within agreed budgets.

Our strategic approach to any new dispute involves us commencing with a detailed strategy advice memo, which covers matters such as:



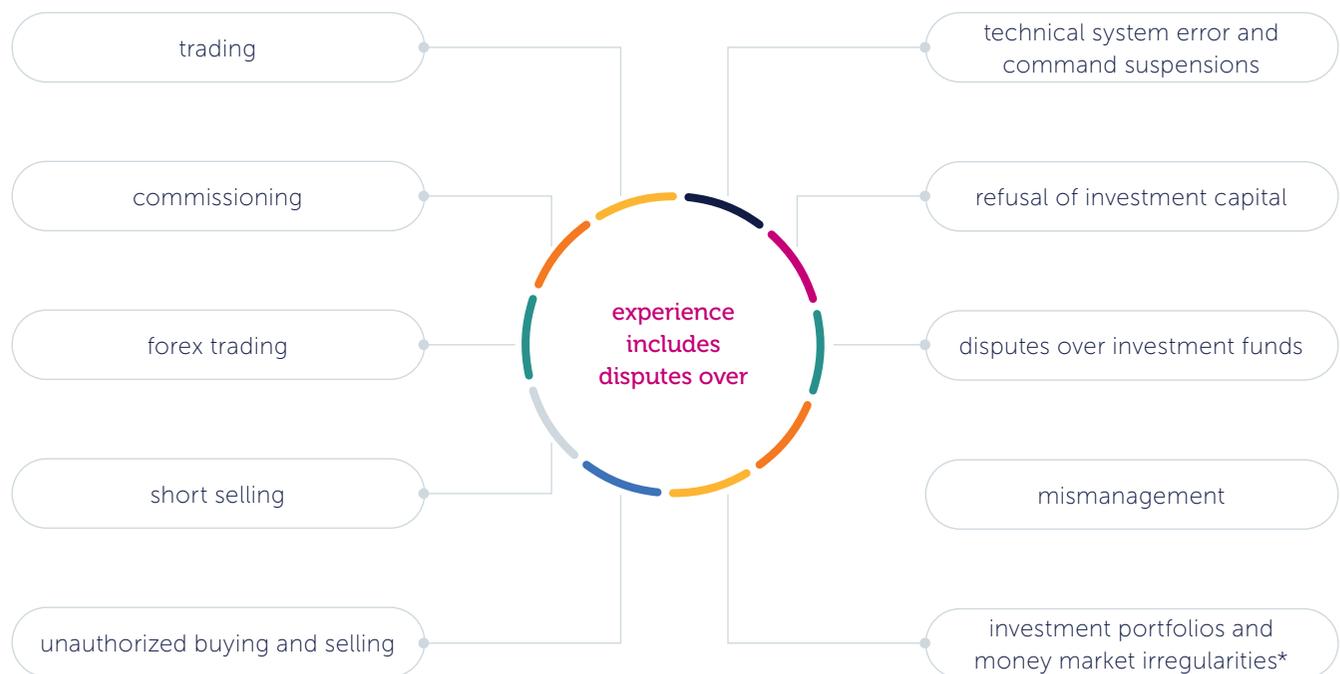
We agree, action and review the strategy on an on-going basis throughout the duration of the case, to ensure that strategic considerations remain at all times the backbone of the litigation.

Financial Disputes

Securities disputes

Our Dispute Resolution team has substantial experience in acting before the Capital Market Authority's (CMA) Committee for Resolution of Securities Disputes (CRSD), at both first instance and appeal levels, including acting for a defendant in the first "class action" to be filed in the Kingdom under the CMA's new regulations permitting class actions to be brought, involving over 300 claimants.

CRSD litigation has recently developed a critical distinction between actions that are essentially criminal in nature, which must be litigated by the Bureau of Public Prosecution as claimant at the CRSD, and actions that constitute non-criminal violations.



* ie market manipulation, insider trading, publishing misleading information and data and unauthorized dealing

Banking disputes

Our firm's full-service offering with expertise in both contentious and non-contentious transactional work gives us the commercial experience required to run a litigation strategy within the specialised finance context before the specialized SAMA Banking Disputes Committee.

In addition to our bench of former judges and litigators, we have a bench of internationally qualified bilingual lawyers drawn from the highest calibre international law firms enabling us to move freely between the two worlds of local litigation and international commercial culture.



banking transactions (acting on behalf of the bank) including disputes over deposits, disbursements, account suspensions, remittances, clearing, erroneous restrictions, corrective restrictions, operation of accounts, agency transactions, fraudulent operations, account liquidation, and compensation for damages



banking contracts, covering disputes over various Islamic finance contracts including Murabaha, Tawarruq, Musharaka, finance leasing, letters of guarantee, documentary credits, early repayment, and disputes arising from refinancing and rescheduling of debts, whether for real estate, securities or guarantees

Asset Recovery and Urgent Actions



Injunctions

When time is of the essence, our Dispute Resolution team can take steps to file urgent injunctions to prevent the continuation of breaches that may cause irreparable harm to your business. Our experience includes urgent interim actions against both commercial and public sector counterparties, to prevent matters such as:

- > dissipation of assets to be enforced against
- > protection of assets held in the hands of another
- > continuing breaches of confidentiality obligations
- > draw-down on a government-held performance bond



Insolvency and restructuring

Our Dispute Resolution team has been involved in the first major actions that have arisen under the 2018 Insolvency Law, constituting new territory for KSA.

We act for creditors in relation to both the Maan ALSanea and AHAB cases at the Commercial Court, that both involve multi-billion dollar insolvencies with creditors across multiple jurisdictions. We are at the forefront of seeing the Commercial Court judges, along with insolvency trustees, develop their approach and understanding of the new Law, and can therefore bring first-hand experience from these major contentious insolvency actions to the table.



Enforcement

Our Dispute Resolution team has acted on some of the most complex enforcement actions in the Kingdom, including enforcing – or defending the enforcement of – foreign awards and judgments in the value of multi-billions of US dollars against Saudi-based entities.

Our team has become skilled at addressing the key issues typically raised in an action to enforce an international award, particularly issues relating to reciprocity, Saudi court jurisdiction, and notification in the case of default judgments.

We know that frequent and insistent follow-up at the Enforcement Courts is often a prerequisite to advancing an enforcement action to the next stage, particularly in relation to the court exercising its powers to identify the assets of a defaulting counter-party.

We also advise legal teams in overseas jurisdictions in advance of obtaining an international award or judgment, so as to take into account key matters that will increase the merits of a potential subsequent enforcement action in KSA.

Public Entity Disputes

We are fully familiar with the workings of administrative court litigation, having acted on a number of cases within the Board of Grievances – the Kingdom’s administrative courts. In addition, we benefit from the in-depth experience of our bench of former judges, who have held senior appeal judge roles at the Board of Grievances, and positions within the Supreme Judicial Council and Deputy Minister roles.

Our representative experience

Confidential vs the Ministry of Interior

We advised an international company that intended to bring legal action against the Ministry of Interior for a contractual dispute in the value of over \$30m, and supported it in reaching a mutually acceptable settlement with the Ministry.

Mobily vs the CITC (Appeal)

We acted for Mobily in its appeal against the CITC’s adverse decision in relation to a contractual dispute between Mobily and STC. This involved a detailed technical assessment of the CITC’s decision-making process and whether this had been correctly applied.

Dallah Hospitals vs the Ministry of Health.

We have acted for Dallah Hospitals in a number of claims against the Ministry of Health, including in objecting to fines imposed on the hospital.

AlRajhi for Steel Manufacturing vs the Ministry of Petroleum

We acted for the claimant company against the Ministry of Petroleum to object against the Ministry’s decision to draw down on the Claimant’s bank guarantee. Our action led to a successful settlement between the parties in which the Ministry agreed not to draw down the guarantee.

Bakr Abulkheir and Nasser AlSaqqa vs Ministry of Commerce & Investment

As part of the CMA litigation against Deloitte Saudi for its involvement in the Mohammed AlMoajal Group (MMG) audits, we currently represent two Deloitte Saudi partners (founding partner Mr Bakr Abulkheir and Mr Nasser AlSaqqa) in objecting to the disciplinary sanctions (striking off and a six month suspension respectively) imposed on them by the MoCI committee charged with investigating and issuing disciplinary sanctions on chartered accountants.

Arbitration

We regularly represent clients in arbitrations in Saudi Arabia, with a particular specialism in construction disputes. For international arbitrations, our agreement with elite magic circle law firm Linklaters allows us to offer our clients the specialist experience of their leading international arbitration teams, based in London and Paris.

Representative experience of both teams

A major contracting company in a Saudi arbitration against a member of the Royal Family in relation to a construction dispute. Despite the defendant's desire for the case to be dealt with via the judiciary, we were able to effectively override his political influence and successfully argue for the implementation of the arbitration clause in the contract between the parties.

A large contracting company in defending a Saudi arbitration claim brought against it by the transferor of a subsidiary company.

A UAE-based major telecommunications company in an ICC arbitration concerning a dispute with a minority shareholder regarding an investment in Africa.

A Saudi Arabian company against a German manufacturer of medical appliances in an ICC arbitration arising from the termination of a distribution contract.

An African State against a claim by a Dubai-based entity in ICC arbitration for alleged breaches of a contract and a settlement agreement.

A major international oil company in ICC arbitration against Persian Gulf-based parties concerning the explosion of a factory.

A prominent state-owned UAE company, in a high stakes, high profile arbitration in relation to a major investment in Africa. The dispute related to the termination of joint venture and concession agreements.

A major television broadcasting company in an ICC arbitration against several other major media, broadcasting and licensing companies from the Middle East, for violations of a cooperation and services agreement.

Expert witness

Our bilingual lawyers are able to provide expert witness assistance in litigation and arbitration cases outside of KSA in which Saudi law issues arise.

We understand the importance of providing a detailed, reasoned and balanced explanation of Saudi law matters, including explanations of Shari'ah matters. As many of our lawyers are well-versed in the legal systems of Western jurisdictions, our familiarity with those systems enables us to fully support in the drafting of expert witness statements.

Anti-bribery and Corruption

Anti-bribery and corruption measures have received increased focus in the Kingdom, in line with Vision2030, leading to a range of regulatory measures aimed at targeting risks of corruption.

At the forefront of these measures is the new Government Tenders and Procurement Law, issued in July 2019. Whereas the previous law had equally provided for strong anti-corruption measures, the new law comes coupled with detailed regulations covering Code of Conduct and Conflict of Interest, focusing heavily on preventing the risk of corruption within government procurement. Our Government Advisory team drafted and negotiated both regulations at the Bureau of Experts

within the Council of Ministers, giving us unique insight into the reasoning and justifications behind the measures included within these regulations.

The new Privileged Iqama law, issued in May 2019, is also a targeted anti-corruption measure, and on which our Government Advisory team was involved in advising. By providing a means by which foreign individual investors can reside permanently in KSA without the need for a Saudi sponsor, this seeks

to address the numbers of individual investors acting under the cover of a sham employment arrangement as a means to circumvent Foreign Investor licensing requirements.

Our team regularly advises international investors on the anti-bribery framework in KSA, as regulated particularly by the Anti-Bribery Law, the Civil Service Law, and other regulatory instruments governing gifts to public officials.





With the surge in the use of social media in recent times, we have seen increased reference to the Anti-Cyber Crime Law being used against individuals posting defamatory comments on Twitter and other social media platforms.

We have acted on and advised in a number of cases involving the Anti-Cyber Crime Law. As violations constitute criminal actions, a complainant would be entitled to file a criminal complaint against the alleged perpetrator, for the Bureau of Public Prosecution to pursue as appropriate, as well as to bring civil actions for compensation against the defendant in question.

In our experience, we have noted a trend in the judiciary taking an expansive view of what constitutes a crime for the purposes of the Anti-Cyber Crime Law, with alleged "defamatory" comments on social media platforms being regarded as breaches of the widely worded articles 3(5) (defaming or inflicting damage upon others through IT devices) or 6(1) (transmitting material that impinges on public order, religious values, public morals and privacy through information networks or computers) of the law.

We have also advised in relation to civil claims for compensation in relation to reputational damages arising from defamatory comments made on social media platforms and other media formats, with such type of claims also witnessing an increased trend.



Our Dispute Resolution team has represented high-profile individuals and companies in defending a range of white-collar crime allegations, including multi-jurisdictional investigations and actions.

In a landmark case, we successfully defended our client in relation to allegations of breaches of the Anti-Concealment Law, which prevents foreigners from conducting business activities in Saudi Arabia without obtaining a license from SAGIA. Our submissions were fully reflected, almost word for word, in the final court judgment, and effectively rewrote and clarified the principles of the Anti-Concealment Law. Most importantly, we established that it can be permitted to offer senior expatriate employees large bonuses without this being regarded as concealed distribution of profits to a foreign investor.

We have also represented clients at the highest level of appeal, to the extent of submitting in some instances directly to the Custodian of the Two Holy Mosques (the King of Saudi Arabia) to appeal a decision of the Supreme Court in cases worth billions of US dollars.



Transactions – Banking & Islamic Finance

We have a leading Banking & Islamic Finance practice in KSA. The team advises on the entire range of corporate and project finance structures.

We have deep experience of the KSA law issues arising on both conventional banking and Islamic financing structures commonly used to finance KSA businesses and projects.

Islamic finance involves the application of Sharia principles to financial activity. KSA derives its laws from the Holy Book, the Quran, and the Sunnah which is a collection of statements made by the Prophet Mohammed (PBUH). In practice judges normally refer to archaic statements of established scholars of Islamic theology (commonly known as Sharia) to ascertain and apply the true intentions of the sacred texts. Sharia principles can impact financing structures in a number of ways. The most widely known issue is the prohibition on interest but other principles such as the non-permissibility of both speculation and uncertainty

can impact in a wide range of areas such as the enforceability of warranties and indemnities, recoverable damages and events of default. Sharia and other KSA law issues such as the possibility of applying foreign governing laws and international arbitration will apply equally to conventional financing structures adopted in KSA.

Our Banking and Islamic Finance team has advised both local and international borrowers as well as the KSA Government and international financial institutions on financing transactions. We have developed an enviable record of advising key players on landmark projects throughout KSA. Our project finance expertise comprises a broad range of industries and our clients include lenders, developers, institutional investors, project companies and other parties.



Our recent experience includes a broad range of cutting edge, complex and strategically important transactions and projects.



Highlights of our bank financing and project finance credentials

The arrangers as Saudi Arabia expanded its \$10bn international loan to raise \$16bn, one of the largest financings in the Middle East to date. The deal introduced a Sharia compliant tranche alongside the conventional loan facility.

Arab National Bank and The Saudi British Bank on the SAR2.7bn murabaha project financing to Port Development Company for the development and operation of King Abdullah Port in King Abdullah Economic City.

Arab Petroleum Investments Corporation on the SAR300m murabaha facility for Global Environmental Management Services LLC as purchaser.

Emirates NBD as a lender to Archirodon group NV on the admission of two Saudi obligors to its US\$301m syndicated loan facility.

HSBC Saudi Arabia as agent on the refinancing of Al-Waha Petrochemical Limited's debt through a SAR1,964m ijarah facility and SAR375m murabaha facility.

Export-Import Bank of China as lender on the US\$1.472bn facilities relating to the 873 MW hydro-electric Suki Kinari Hydropower Project that included a Saudi sponsor.

The Saudi British Bank on SAR1.090bn Multi-currency Term and Revolving Facilities for National Container Terminals Co. Ltd.

Farabi Petrochemicals on the project financing of its paraffin and derivatives complex located at Yanbu Industrial City.

The lenders on the US\$2.3bn partial refinancing of the US\$14bn SATORP refinery project in Jubail.

The lenders in relation to a refinancing for Sahara and Ma'aden Petrochemicals Company (SAMAPCO), a joint venture between Sahara Petrochemical Company and Saudi Arabian Mining Company.

Bahrain Petroleum Company on the financing of the expansion of its refining capacity.

SAR10bn

sovereign KSA
international loan

SAR2.7bn

murabaha project
financing

The arrangers in relation to a SAR1bn Islamic financing to Advanced Energy Systems.

Saudi Investment Recycling Company in relation to its acquisition financing of GEMS Waste Management.

Samba Bank on the debut financing for Global Data Hub, a subsidiary of Saudi Electricity Company.

Al Ahli REIT on its debut SAR600m Ijarah financing provided by National Commercial Bank.

Transactions – Corporate/M&A

Corporate/M&A transactions in KSA present many and varied opportunities for our clients, with the further opening up of the country to foreign direct investment and expansion of the private sector following the publication of the government's Vision 2030 and its implementing programs including the National Transformation Program and Privatization Program.



Highlights of our Corporate / M&A credentials

Savola Group on the acquisition of a 51% stake in the Al Kabeer group, a frozen foods business in the Middle East, from the Subberwal family.

The Public Investment Fund on behalf of the Kingdom of Saudi Arabia on the acquisition of a 50% stake in Americana (IFLR Middle East M&A Deal of the Year 2017).

The Public Investment Fund on behalf of the Kingdom of Saudi Arabia on the EUR 4.4bn acquisition of a 55%-stake in AccorInvest.

The Public Investment Fund on behalf of the Kingdom of Saudi Arabia on the US\$3.5bn acquisition of a 50% stake in Adeptio AD Holdings SPC Ltd.

Oyo on the establishment of its hotel and tourism businesses in KSA.

Savola on its bid for Americana.

Standard Chartered Bank on the US\$75m fundraising and subsequent minority equity investment in Construction Products Holding Company.

The establishment of a US\$2bn outsourcing joint venture (call centre company) between Saudi Telecoms Company and the India based Aegis Limited.

TasHeel on its disposal of VSF Global of 100% of its Middle Eastern visa facility management business and its 50% interest in VFS Tasheel, the outsourced visa services partners of the Kingdom of Saudi Arabia.

GE and Dussur on the establishment of their SAR1bn joint venture to manufacture gas turbines.

€4.4bn
acquisition

US\$2bn
outsourcing

SAR1bn
joint venture

The restructuring of the Saudi Industrial Projects Company franchise to bottle and distribute Pepsi beverages in Eastern region of KSA.

Schneider Electric on the sale of its KSA transportation business to Kapsch TrafficCom AG.

Saudi Arabian Fertilizer Company (SAFCO) on its acquisition from Saudi Basic Industries Corporation (SABIC) of SABIC Agri-Nutrients Investment Company for a consideration of SAR4.59bn and the related capital increase and share issuance to SABIC in consideration for the purchase.

GEFCO Group on its MISA licensed joint venture with Almajdouie Logistics to provide finished vehicle logistics services in the Kingdom.

Saudi Investment Recycling Company (SIRC), a wholly owned subsidiary of the Public Investment Fund, on the acquisition of Global Environmental Management Services from Jadwa Investment addition as part of SIRC's role as the national champion in the Kingdom of Saudi Arabia for the waste management sector.

Advanced Petrochemical Company on its joint venture with SK Gas to build propane dehydrogenation and propylene facilities in Jubail Industrial City, with a value of US\$1.8bn.

An international pharmaceuticals group on its acquisition of a local agent's distribution business for its products for a consideration of US\$24.5m.

Yildiz Holding on its acquisition of United Biscuits in Saudi from private equity funds managed by Blackstone and PAI Partners.



Transactions – Equity & Debt Capital Markets

We have experience of advising on the full range of debt and equity issues and derivatives and structured finance transactions in KSA, leveraging Linklaters market-leading capital markets practice and global network of offices.

A key strength of the combined Linklaters and Z&Co. offering is the ability to offer a global team combining technical expertise and wealth of experience with regular contact with listing authorities and regulators. We have extensive experience of advising in relation to Saudi issuers, investors and financiers in the context of the Euromarkets, the U.S. capital markets and Asia. We work closely with clients to meet their expectations of, and need for, a full securities law service and are able to provide advice on complex and innovative issues at the forefront of the international capital markets.

The team has built a strong reputation for counselling leading companies, investors and issuers throughout KSA and around the globe on domestic and cross-border securities issues and the development of new and innovative financial instruments. Our experienced Capital Markets/Sukuk team counsels and advises clients on the full range of KSA securities transactions and capital market laws.

The team is well-established in the Islamic Finance market. Z&Co.'s Sharia specialists work regularly with the Capital Markets/Sukuk team to counsel clients around the world on the fundamental principles of Islamic finance and assist clients with Sharia-compliant transactions and financing.

Our team has counseled and advised clients on:



IPOs and listings on the KSA stock exchange (Tadawul)



secondary offerings



private placements



Sukuk



regulatory capital



Bonds, including equity-linked (convertible and exchangeable) issues



securitisations



structured products



investment funds



real estate investment funds



sovereign funds



derivative products



Highlights of our KSA and wider Middle East ECM credentials

Saudi International Petrochemical Company on the US\$660m IPO of Saudi International Petrochemical Company on the Riyadh Stock Exchange.

Sipchem and Axa Saudi Arabia on their IPO's.

HSBC and SABB on the US\$680m IPO of Emaar The Economic City on the Riyadh Stock Exchange.

Emaar Malls on its listing and IPO on the Dubai Financial Market.

J.P. Morgan and Citigroup on the IPO of Aluminium Bahrain B.S.C., by way of an equity listing on the Bahrain Stock Exchange and a global depositary receipts listing on the London Stock Exchange.

J.P Morgan on the AED 1bn rights issue by UAE telecoms operator "du".

HSBC, Deutsche Bank, UBS and J.P. Morgan on the US\$1.15bn issuance of ordinary shares in the form of global depositary receipts by Global Investment House K.S.C.C.

US\$660m
IPO of International
Company

US\$680m
IPO of Emaar

US\$1.15bn
IPO of International
Company

Credit Suisse and HSBC on the US\$270.6m IPO and listing on NASDAQ Dubai by Damas International Limited.

Deutsche Bank, Merrill Lynch, Millennium Finance Corporation and SHUAA Capital on the US\$4.96bn IPO and NASDAQ Dubai listing of DP World, the largest IPO in the Middle East to date.

Citigroup Global Markets Limited on the US\$260m offering of 71% of the ordinary share capital of Alia – The Royal Jordanian Airlines (Royal Jordanian) plc company by the government of Jordan.

Goldfields Limited on the secondary listing of American depositary shares on the Dubai International Financial Exchange each representing one ordinary share of Goldfields Limited.

On DP World's US\$1bn issue of convertible notes, the first ever DIFC convertible bon.

SAFCO on its capital increase and share issuance in connection with the purchase of SABIC's agri-nutrients business.



Highlights of our KSA and wider Middle East DCM experience

The National Commercial Bank on its issue of SAR1.3bn fixed rate Reset tier 1 Capital Sukuk by way of private placement.

On the global consent solicitation exercise in relation to 28 series of outstanding bonds and sukuk with an aggregate nominal amount of approximately US\$3bn issued by First Gulf Bank prior to its merger with National Bank of Abu Dhabi P.J.S.C.

On the US\$250m tier 1 Capital Certificates issue by Kuwait's Warba Bank.

Emaar Malls Group on its debut US\$750m Sukuk al Wakala structure, listed on NASDAQ Dubai.

The issue of US\$700m sukuk due 2024 by Dubai International Financial Centre.

Emaar Properties PJSC on annual updates of Emaar Sukuk Limited's US\$2bn trust certificate programme, and its listing on NASDAQ Dubai, and issue of a number of series of trust certificates thereunder, including, most recently, the issue of US\$750m certificates due 2026.

The National Commercial Bank on its SAR1bn AT1 Capital, SAR2bn AT1 Capital and SAR2.7bn AT1 Capital sukuk issuances.

The joint lead managers on the issue of US\$500m sukuk due 2019 for flydubai.

The National Commercial Bank on its issuance of SAR5bn tier 2 capital Basel III-compliant sukuk, the largest capital markets issuance by a financial institution in Saudi Arabia and the largest subordinated instrument by a financial institution in the MENA region.



The joint lead managers on Dubai Islamic Bank's US\$1bn additional tier 1 sukuk issue (2015).

The joint lead managers on the US\$300m issue of certificates by Dubai Investments Park Development Company.

The dealers/managers on the simultaneous establishment of a US\$1bn multicurrency sukuk issuance programme (and US\$600m issuance of sukuk thereunder) and a US\$1bn EMTN programme by Bahraini Sovereign Wealth Fund Mumtalakat.

The joint lead managers on the issue of US\$200m subordinated perpetual certificates sukuk-al-mudaraba by GEMS MEA Sukuk Limited (the first ever international corporate hybrid sukuk).

The joint lead managers on the issue of US\$1bn trust certificates due 2023 by Medjool Limited (Emirates) (the IFLR Middle East Debt and Equity Deal of the Year for 2013).

Abu Dhabi National Energy Company PJSC on the establishment of its MYR3.5bn sukuk murabahah programme under the Malaysian "deemed approval" regime, and debut issue of MYR650m sukuk due 2022 thereunder.

The joint lead managers on Riyadh Bank's SAR11.25bn dollar-denominated international Tier 2 sukuk programme and \$1.5bn issuance of 10 year sukuk under the programme.

The Ministry of Finance on the sixth (US\$5bn) and seventh (US\$7bn) international issuances under the Kingdom of Saudi Arabia's Global Medium-Term Note Programme.



Our team CVs



Monaji Zamakhchary

Partner and Managing Director

monaji.zamakhchary@zamakhchary.com

Monaji joined the Aramco Scholarship Program and graduated from Warsash Maritime Academy in the UK as a Marine Officer in the Merchant Navy. After working as a Marine Officer for 3 years, Monaji attended Nottingham Law School where he gained his graduate LLB and LPC certificate in England and Wales.

Monaji also obtained a Master of Laws degree in International Law from the University of Wales and has also attended courses at INSEAD covering a wide range of topics including economics, finance, accounting, leadership, marketing and strategy. After working as a private practice lawyer with a number of international law firms in Dubai, London and Riyadh, Monaji founded Z&Co in Saudi Arabia after acquiring a local practice. Under Monaji's leadership, Z&Co now works in agreement with Linklaters, a member of the magic circle of elite British law firms.

Monaji has also founded an online learning company 'KLDera' which owns the Maraam.io online training center. Under his Chairmanship of KLDera the company entered into a partnership with Microsoft to access markets across the Arab world making it the first online learning company to be approved as a co-sell partner of Microsoft.

Monaji has in his capacity as a lawyer closed a number of significant, commercial and financial deals representing international companies, and Saudi Government entities in local and international markets. Monaji has also worked as an advisor to a number of ministries and government entities in drafting regulations for key structural reforms of the Saudi economy. He also sits on a number of committees in his capacity as an advisor to a number of private and public entities.



H.E. Abdullatif AlHarthi

Partner

abdullatif.alharthi@zamakhchary.com

H.E. Sheikh Abdullatif served as deputy minister for the Ministry of Justice and was a member of the Supreme Judicial Council for four years. He also served as a Board of Grievances judge for over 14 years, and as a member of the Technical Affairs Office, was assigned as president of the administrative courts in Jeddah.

During his tenure as a Board of Grievances judge, he worked in the administrative, commercial, disciplinary and the penal circuits and was also entrusted to draft and review rules and regulations that were ultimately submitted to the Board of Grievances.

H.E. Sheikh Abdullatif has represented the Kingdom before the Gulf Cooperation Council and has been entrusted with the presidency of numerous committees within the Ministry of Justice, Supreme Judicial Council and the Bureau of Experts, resulting in the creation of an impressive network of colleagues in the legal sector that H.E. Sheikh Abdullatif is able to call upon to produce swift legal interpretations in various fields of the law.

H.E. Sheikh Abdullatif received his bachelor's degree in Law from Umm Al-Qura University, where he graduated with distinction, receiving excellent on his certificate and graduating first place in his department in 1997.



Sarah Gonem

Partner

sarah.gonem@zamaxhchary.com

Sarah Gonem is a Partner at Zamakhchary & Co.

Before joining the firm, Sarah worked at Squire Sanders in London. She received her LLB Degree (First Class) from the University of Southampton and completed the Legal Practice Course (with Distinction) at the College of Law, London.

Sarah's core practice is in government advisory and commercial litigation practice areas. She leads on core regulatory mandates, including advising the PIF in relation to both the Amaala Project and the Riyadh Centre regeneration; leading the team drafting three separate regulations to be issued under the new Government Tenders and Procurement Law (GTPL) as well as template procurement contracts for all government entities to apply, as mandated by the Ministry of Finance;

advising the Ministry of Transport on lease of its lands; leading the team drafting the Public Health Law for the Ministry of Health; and working closely with the Diplomatic Quarters General Authority and the Royal Commission of Mecca City and the Holy Sites on a number of regulatory mandates.

Being fully bilingual, Sarah works closely with our litigators, where she is heavily involved in project-managing the execution of strategy in high-value commercial actions. This includes representing the government of the Kingdom of Saudi Arabia as defendant in an international dispute filed by an investor at the Arab Investment Court, and representing international companies including Grant Thornton, Zain Group and Deloitte in litigation matters in KSA.

Sarah's international experience and language skills means she acts as an essential conduit between the local Shari'ah and judicial context and international best practice in the management of complex commercial issues and disputes.

Sarah therefore works closely in the overall project management of complex commercial matters, including supporting in scrutinising the structure and justification of each argument to ensure that multiple workstreams and action items are properly and efficiently carried out.



Martin Creek

Partner

martin.creek@zamakhchary.com

Martin is Head of Z&Co's transactions practice and has been based with the firm in Riyadh since 2013. His experience prior to joining to Z&Co includes working in the corporate department at Slaughter and May in London. He received his law degree from the University of Oxford, BA in Jurisprudence and is admitted as a Solicitor in England and Wales. Martin has considerable experience of advising clients in a wide range of matters including corporate and commercial, capital markets, bank finance and foreign investment transactions, with a particular emphasis on corporate acquisitions and joint ventures.

Key recent experience includes advising:

- > Novartis International AG in relation to its acquisition of GSK's oncology products, the combination of its OTC business with GSK's consumer business in a joint venture and the sale of its Saudi Vaccines business to GSK
- > The banks on SAR375m murabaha and SR1.964bn ijarah facilities for Al Waha Petrochemicals Limited
- > Arab National Bank and the Saudi British Bank as financiers for the SAR2.7bn murabaha project financing to Ports Development Authority to finance the development of King Abdullah Port in King Abdullah Economic City
- > Lockheed Martin on its contract with Arabsat and King Abdulaziz City for Science and Technology to manufacture two A2100 communications satellites
- > Arab Petroleum Investment Corporation as investment agent on the SAR300m murabaha facility for Global Environmental Management Services LLC
- > TasHeel Group on the sale of the Al Etimad facility management group to VFS Global
- > The arrangers on the US\$16bn dual conventional and Islamic financing to the Kingdom of Saudi Arabia
- > Public Investment Fund (PIF) on behalf of the Kingdom of Saudi Arabia on its acquisition of a stake in the Accor Invest property business
- > Saudi Industrial Recycling Company, a company wholly-owned by PIF, on its acquisition of the share capital of Global Environmental Management Services LLC and the related acquisition financing
- > FS Italiana, the Italian State rail company, as Member of FLOW consortium with Hitachi and Alstom on the award of the operation and maintenance services contract of lines 3, 4, 5 and 6 of the Riyadh Metro, including establishment of the FS subsidiary and a company jointly owned by FS and Hitachi, together with leading the ongoing support to Flow under a general retainer agreement



Omar El Sayed

Banking & Finance Partner
– Saudi Arabia

omar.el_sayed@linklaters.com

Omar is a Banking & Finance Partner based in Riyadh and has almost a decade of on the ground Middle East experience. Omar has extensive English and Arabic transactional experience from London, Dubai and Saudi Arabia on all areas of bank lending, with a particular focus on syndicated loans and Islamic financings in the Gulf region, as well as experience in acquisition financings, private equity financings, real estate financings, regulatory capital financings and the financial restructuring of government and corporate entity assets within the Middle East and Europe.

Omar has co-headed our Egyptian finance practice since May 2015. Omar also spent 7 months seconded to the legal transactional group of Emirates NBD Bank PJSC in 2016.

Recent transactions of significance include advising:

- > Emirates NBD and Burgan Bank in relation to a US\$142.74m financing for City Land Real Estate Development
- > the arrangers in relation to a US\$1.15bn revolving credit facility for Oman Oil Company S.A.O.C.
- > GEMS MENASA (Cayman) Limited in relation to a US\$1.25bn conventional and Islamic financing
- > the arrangers in relation to a US\$16bn dual conventional and Islamic financing for the Kingdom of Saudi Arabia
- > on the US\$1.45bn conventional and Islamic syndicated facilities to the Jumeirah Group
- > on the US\$200m and AED3.049bn revolving facilities to Majid Al Futtaim Holding LLC
- > on the US\$3.1bn syndicated conventional and Islamic facility in favour of Abu Dhabi National Energy Company (TAQA)
- > on the US\$6bn conventional and Islamic facilities to Equate Petrochemical Company
- > on the US\$1.1bn conventional and Islamic facilities in favour of Port & Free Zone World FZE
- > the lenders on a US\$1.85bn conventional syndicated facility in favour of Oman Oil Company (OOC)
- > the lead arrangers on a AED4.4bn secured Islamic facility ranking pari passu with a sukuk in favour of Jebel Ali Free Zone FZE
- > the lead arrangers on the US\$750m refinancing for Kuwait Foreign Petroleum Exploration Company (KUFPEC)
- > Emirates NBD Bank PJSC on multiple real estate and syndicated financings to GCC borrowers
- > on the US\$170m conventional and Islamic financings to Egyptian oil services company Advanced Energy Systems Company SAE
- > the lenders on the restructuring and refinancing of Lamprell plc's US\$700m existing facilities
- > the administrators on the administration of Lehman Brothers International (Europe)
- > a large Saudi bank on its Tier 2 Sharia compliant capital funding of a subsidiary based in Europe
- > the lenders on multiple acquisition financings to the Abraaj Holdings group
- > Hertz on multiple financings to its joint venture in Saudi Arabia
- > Borse Dubai in its US\$2.4bn conventional and Islamic refinancing and multiple margin loan refinancings for Borse Dubai



Waleed Rasromani

Head of Corporate
– Saudi Arabia

waleed.rasromani@linklaters.com

Waleed returned to the Middle East in 2018 after many years at the firm's London office, where he managed some of the firm's largest transactions. Since returning to the region, Waleed has led Linklaters' Corporate/M&A work in Saudi Arabia and splits his time between Dubai and Riyadh. He advises regional and international clients on a range of transactions in the region, including public and private M&A, joint ventures and venture capital.

Waleed is a native Arabic speaker and dual-qualified in England and Wales and the Kingdom of Bahrain.

Select experience includes advising:

- > Saudi Arabian Fertilizer Company on the proposed acquisition of the agricultural nutrients businesses of Saudi Basic Industries Corporation
- > Saudi Investment Recycling Company (a subsidiary of the Public Investment Fund of Saudi Arabia) on the acquisition of Global Environmental Waste Management Services
- > Schlumberger on the sale of its regional land rig business to Arabian

Drilling Company, a joint venture between Schlumberger and TAQA (Saudi Arabia)

- > Finabl on the acquisition of Bayan Payments Limited, a Fintech company in Saudi Arabia
- > OYO on the establishment of its hotel and tourism businesses in Saudi Arabia
- > an international consumer goods company on the restructuring of its manufacturing and distribution businesses in Saudi Arabia
- > a Saudi corporate on the proposed acquisition of a Saudi food franchise business
- > Bahrain Mumtalakat Holding Company on various acquisitions in Europe and the Middle East
- > Emaar on its proposed joint venture with Aldar for the Saadiyat Grove in Abu Dhabi and the Emaar Beachfront in Dubai
- > Dubai Holding on various proposed venture capital investments
- > Ahli United Bank on its proposed merger with Kuwait Finance House
- > EY and Deloitte on the reorganisation of their businesses in the Middle East and North Africa

- > PwC on its acquisition of Booz & Company, the restructuring of its global network and the reorganisation of its business in Africa
- > Unilever on the €6.875bn sale of its global baking, cooking and spreads business to KKR
- > National Grid on the £13.8bn sale of a majority stake in its UK gas distribution business to a consortium comprising Qatar Investment Authority, Macquarie Infrastructure and Real Assets, Allianz Capital Partners, Hermes Investment Management, CIC Capital Corporation, Dalmore Capital and Amber Infrastructure Limited/International Public Partnerships
- > a consortium comprising Abu Dhabi Investment Council, JPMorgan, Swiss Life, White Summit Capital and Covalis Capital on the €2.5bn acquisition of Spanish energy supplier Naturgas Energía Distribución from Energias de Portugal
- > LetterOne on the €5.1bn acquisition of DEA, comprising the upstream oil and gas business of RWE globally including Algeria, Egypt and Libya

Abdullah Swaiti

Counsel

abdullah.swaiti@zamakhchary.com

Abdullah Swaiti is a counsel at Zamakhchary & Co. Before joining the firm, Abdullah worked at a number of international firms including Dentons and Ernst & Young. Abdullah is a qualified lawyer, project manager and engineer and has extensive experience in all fields.. Abdullah received his LLB (with honours) from Griffith University in Australia and is admitted as a solicitor and barrister in Australia.

Abdullah is a process improvement expert with deep experience driving change for both government and private sector clients. He has successfully driven organisational and productivity improvements across a myriad of projects in various industry and business sectors.

Abdullah draws on his unique legal skills and experience in contract/commercial management to deliver intuitive solutions for clients. He is highly successful in negotiating a myriad of small to large agreements in a large cross-section of industry and business sectors. He has successfully advised board members in multinational organisations as to process improvement, strategic procurement and client engagement.

Abdullah's primary practice includes commercial, regulatory and policy advisory to both public and private sector clients.

Waad Bin Himd

Counsel

waad.binhimd@zamakhchary.com

Waad is a licensed Saudi lawyer with over 13 years' experience, having joined us from SEDCO Holding where he held the role of VP Legal Counsel. Waad holds a Master of Laws from Baltimore University, USA.

Waad has significant experience of a range of commercial and corporate matters including compliance with Saudi Arabia Monetary Agency (SAMA) and the Capital Market Authority (CMA).

He has been involved in the formation, operation and structure of companies in line with SAMA and CMA compliance requirements, along with shareholding, capital market regulations and corporate governance standards.

Waad is also familiar with secured lending and security issues in Saudi Arabian investment and their implications for business and economic activity, receivable financing and litigation matters before the Committee for Settlement of Banking Disputes.

As a bilingual lawyer, Waad has substantial experience in vetting, drafting and negotiating legal documents and agreement for corporate and financial transactions both in Arabic and English.

Majed AlMushaiqh

Counsel

majed.almoshagih@zamakhchary.com

Majed is a Litigation Counsel at Zamakhchary & Co. Prior to joining the firm, he worked as a judge in the Administrative Courts and the Commercial and Penal Circuits at the Board of Grievances in Jeddah, Makkah and Qassim.

His wealth of experience in the Board of Grievances, both as a judge and as a litigator, has earned him deep respect among both current judiciary and opposing litigators, making him a highly credible representative for our clients at court hearings.

Majed has also previously worked at the High Judicial Institute as Head of the Shari'ah Department and lectured in law and legislation at King Saud University, King Abdulaziz University and Qassim University, ensuring that his extensive experience is matched by a depth of Shari'ah knowledge essential for developing cast-iron submissions.

Majed's years of experience in commercial actions at the Board of Grievances means he is an invaluable asset for attending court hearings and making oral submissions as required by the court. In addition, his depth of knowledge enables him to evaluate niche technical arguments in the eyes of the likely view of the court.

Muneera AlWahbi

Senior Associate

muneerah.alwahbi@zamakhchary.com

Muneera has a broad practice in commercial advisory, litigation and regulatory work. She holds a Bachelors degree in Law from the College of Law and Political Sciences in King Saud University.

Muneera's focus is advising on commercial litigation, and corporate and commercial matters including incorporation of companies (whether local or foreign-owned), drafting resolutions, undertakings, and memoranda of understanding, and reviewing and drafting bilingual commercial agreements.

Her commercial law experience – including day to day involvement in advocacy – along with her Arabic language drafting skills makes her a core asset in legal research and drafting submissions for commercial litigation matters.

Abdulrahman AlSaeed

Associate

abdulrahman.alsaeed@zamakhchary.com

Abdulrahman is a Saudi-qualified Associate, graduated in Law from King Saud University, who specializes in litigation matters.

He acts as one of our core team of advocates in the KSA courts, including the General Courts, Commercial Courts, Enforcement Courts and Labour Commissions, across Riyadh, Jeddah and AlKhobar regions, and has attended hearings up to the levels of Courts of Appeal and the Supreme Courts. Abdulrahman is also currently on the team advising the KSA government in respect of a SAR140m claim filed against it at the Arab Investment Court, based in Egypt.

As part of his litigation-management role, Abdulrahman regularly conducts dedicated follow-up of our cases at the courts to ensure our matters progress efficiently. Abdulrahman also supports the regulatory team in research and assessment of issues, given his excellent Arabic-language and research skills.

Karim Haroun

Associate

karim.haroun@zamakhchary.com

Karim is an experienced commercial bilingual lawyer with over 9 years of legal experience. He holds an LLM degree from Indiana University, USA.

Karim's primary focus is on corporate and commercial matters, including contract drafting and reviews, advising on joint ventures, acquisitions, foreign investments, assisting on preparing and filing IP applications and company incorporations.

The range of Karim's work covers drafting numerous types of agreements, including but not limited to franchise agreements, retail agreements, loan agreements, sale and purchase agreements, lease agreements, EPC, escrow agreements, management agreements, real estate, employment agreement, supply agreements, sale contracts and construction agreements.

Basma Alrasheed

Associate

basma.alrasheed@zamakhchary.com

Basma is an associate within the Regulatory and Dispute-Resolution departments, with several years of experience in local regulatory and litigation practice. She has excellent Arabic drafting skills and deep Shariah knowledge and therefore forms a vital part of the associate team. Basma is a graduate of Princess Nourah University, and also obtained a Masters degree in law from King Saud University graduating with honours.

Sharaf Kazim

Associate

sharaf.kazim@zamakhchary.com

Sharaf is a Saudi-qualified Associate at Zamakhchary & Co. He received his Bachelor of Laws from Nottingham Trent University in the United Kingdom, and his Master's degree in International Business and Negotiation from Southwestern Law School, United States.

With excellent English and Arabic language skills, Sharaf works across each of the Litigation, Regulatory and Transactions departments. His experience includes reviewing and drafting a range of commercial agreements and documents, including franchise agreements, lease agreements, loan agreements, corporate governance, bylaws, minutes of meetings and resolutions, ensuring that he has a solid understanding of commercial relationships and corporate governance matters.

Within the litigation team, Sharaf is involved in attending hearings and drafting submissions for significant cases.

Noran AlAhmadi

Associate

noran.alahmadi@zamakhchary.com

Noran is a Saudi-qualified Associate at Zamakhchary & Co. She received her Bachelor of Laws from King Abdulaziz University, and her Master's degree from the University of Denver, Sturm Collage of Law.

With excellent English and Arabic language skills, Noran works across the Regulatory and Transactions departments. Her experience includes reviewing and drafting a range of commercial agreements and documents, including franchise agreements, lease agreements, loan agreements, corporate governance, bylaws, minutes of meetings and resolutions, ensuring that she has a solid understanding of commercial relationships and corporate governance matters.

Noran has also held a period as a secondee at the Royal Commission for Mecca City and the Holy Sites.

Abeer Bokhari

Associate

abeer.bokhari@zamakhchary.com

Abeer is a Saudi-qualified Associate, graduated in Law from King Abdulaziz University, and holding an LLM from George Washington University.

Before joining Z&Co., Abeer worked in-house at Sidra Capital, and was heavily involved in corporate, financing, real-estate and other transactional matters.

Given her excellent Arabic and English legal drafting skills, Abeer works primarily in corporate and regulatory matters, including drafting memoranda and regulations, as well as transactional corporate support and due diligence.

Sara Alselami

Associate

sara.alselami@zamakhchary.com

Sara is an associate with Z&Co., having studied and practiced in London prior to relocating back to KSA.

Sara assists the Regulatory, Government Advisory and Transactions departments and is able to seamlessly communicate in Arabic and English at all levels, with excellent drafting, communication and critical thinking skills. Her previous experience includes working in a variety of legal circles in London ranging from International Human Rights to Investment Banking and from high street firms to global brands such as Deloitte.

Sara studied Law at BPP University achieving an upper second class honours degree. She subsequently obtained her Master of Laws from SOAS University specialising in Banking Law with a focus on the Law of International Finance, International Commercial Arbitration and Sharia Law.

Maisa AlZahrani

Associate

maisa.alzahrani@zamakhchary.com

Maisa is an Associate at Zamakhchary & Co. She received her Bachelor's degree in law, from the Princess Nourah University.

With excellent English and Arabic language skills, Maisa works across both the Litigation and Commercial Advisory departments. Her experience includes reviewing and drafting a range of commercial agreements and documents, including franchise agreements, lease agreements, loan agreements, corporate governance bylaws, minutes of meetings and resolutions, ensuring that she has a solid understanding of commercial relationships and corporate governance matters.

Lamya AlDosari

Associate

lamya.aldosari@zamakhchary.com

Lamya is an Associate at Zamakhchary & Co. She received her Bachelor of Laws from Coventry University in the United Kingdom.

With excellent English and Arabic language skills, Lamya works across each of the Litigation, Regulatory and Transactions departments. Her experience includes reviewing and drafting a range of commercial agreements and documents, including franchise agreements, lease agreements, loan agreements, corporate governance, bylaws, minutes of meetings and resolutions, ensuring that she has a solid understanding of commercial relationships and corporate governance matters.

Emad ElBarwody

Associate

emad.elbarwody@zamakhchary.com

Emad Al Baroudi is a Shari'ah researcher with over 16 years experience in Shari'ah research and Arabic drafting.

Emad's focus is on producing the highest quality Arabic language outputs combined with ensuring contracts and agreements are aligned with Shari'ah requirements.

Emad graduated from Cairo University in 1998 with a degree in Arabic language and Islamic Services.

Abdulaziz Gabbani

Associate

abdullaziz.gabbani@zamakhchary.com

Abdullaziz is a Law and Public Affairs associate with experience in mentoring and advising peers, planning and promoting events with a focus on social justice and public affairs. He graduated in December 2018 at Lasell College, Newton, MA with a Bachelor Degree in Arts, Law and Public Affairs minor of Political Science.

His experience includes working as a International Student Peer Advisor, Waiter and Co-Coordinator of International Program. His work experiences allowed him to assist new international students in meeting US and International Students to encourage multicultural friendships and support, offering assistance with paper work and ensuring all documents were provided to appropriate office like Health Services and acted as role model and mentor for incoming students and answered all questions regarding Lasell College and General Policies.

He is fluent in Arabic and English.

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Zamakhchary & Co
4th Floor, Al-Mada Center
7758 King Fahad Road
Olaya, Unit No.3
Riyadh 12333-4187
Kingdom of Saudi Arabia

T +966 11 218 2900
F +966 11 288 1313
E info@zamakhchary.com

www.zamakhchary.com