



Sharkawy & Sarhan Law firm M&A



El-Rifai Mosque - Cairo - Egypt

OUR ESSENCE

In 2006, Jim Wright, Ahmed El Sharkawy and Karim Sarhan established Sharkawy & Sarhan. Their extensive experience and different backgrounds combined to create a firm set up to provide high quality business law services. The firm extended rapidly to become one of the leading firms in Egypt.

Sharkawy & Sarhan have acted on some of the largest and most complex transactions in the Egyptian market. As an independent law firm, we work together with the leading international law firms, which do not have presence in Egypt, to represent clients in cross-border transactions and matters. We are the best friend firm for most of the Magic Circle and Silver Circle firms.

Through our excellent working relationships with leading international law firms, we provide seamlessly an integrated legal service to international clients. This is facilitated by the fact that all of the senior lawyers of the firm have been seconded to work with Magic Circle firms through the secondment program at Sharkawy & Sarhan.

We act as Egyptian legal counsel to major companies including; Nestle, Orange, GE, RWE, BG, Shell, DP World, Google, Barclays, WPP, Amazon, EFG-Hermes, Majid Al Futtaim Properties, Huntsman and DuPont .

We are one of few law firms on the IFC panel for Egypt.



Jim Wright and Karim Sarhan after receiving the IFLR award in 2010

We offer the following:

- A principled approach to the practice of law, including a commitment to integrity and confidentiality, and a scrupulousness regarding conflicts of interest to be expected of a leading trans-border firm.
- Detailed knowledge of Egyptian law and its practical application in a business context. Our lawyers are always up-to-date on the latest developments in their areas of law.
- A wealth of experience working with major global companies on complex transactions.
- A proactive, pragmatic approach and a “hands-on” mentality to identify issues and solve problems.
- A high degree of responsiveness from senior lawyers, in the time periods required to the particular needs of the client.
- A continuous training program for all staff, designed to ensure that our people have the most recent legal knowledge and skills required to deliver a high quality service.

What people say about us

“The firm has maintained a solid team over the past year and maintains a reputation as a quality outfit particularly in banking and finance and in banking sector M&A.” (IFLR1000, 2015 edition)

“According to one recent client on a high value financing: “Sharkawy & Sarhan (S&S) provided advice on all Egyptian law matters. They have been, and continue to be, efficient and helpful, with clear advice. [What is] particularly useful is their responsiveness. One rarely waits more than a couple of hours for an answer and replies usually come much more quickly than that. S&S are my first-choice law firm in Egypt”. (IFLR1000, 2015 edition)

“They are well attuned to the needs and expectations of foreign clients.” (Client to Chambers & Partners Global, 2014)

“It’s good to have them on board – they are very switched-on and good at picking up on the issues quickly.” (Client to Chambers & Partners Global, 2014)

“Sharkawy & Sarhan has been on the ascendency in the market of the past years and despite the unpredictable conditions has maintained a strong reputation” (IFLR1000, 2014 edition)

“Very responsive indeed...including on Fridays which is the start of the weekend in Egypt. [The] team is dedicated and with enough depth to cover intensive demands from clients”. (A client for corporate and capital markets advice to IFLR1000, 2014 edition)

“The firm has been focusing on the big-ticket transactions as a matter of strategy...” (IFLR1000, 2014 edition)

“The firm is active in the debt markets and claims some of the biggest M&A transactions of the year.” (IFLR1000, 2014 edition)

“Clients are happy with the firm’s work. According to one, it was “very good” for due diligence and structuring. “We had a demanding client with very complex and technical questions and they were always spot on, very clear”. Another client adds that the firm is “very good at coming up with ideas on how to get what we wanted.” (A client to IFLR, 2013 edition)

“They are developing a good practice for the future.” (One peer to IFLR, 2013 edition)

“Sharkawy & Sarhan has maintained its reputation and the general consensus is that it is continuing to entrench itself at the top end of the market.” (IFLR, 2013 edition)

“It is a fantastic young team.” (a client in IFLR1000, 2012 edition)

“Sharkawy & Sarhan remains one with a prominent presence and is respected by its competitors as a solid practice with quality lawyers.” (International Financial Law Review IFLR1000, 2011 edition)

“Sharkawy & Sarhan maintains the reputation honed since its founding in 2006 for consummate ability on high-value finance deals. In 2009, the firm acted in the closing of a \$360m facility for cement business Lafarge Egypt, advising the initial mandated lead arrangers and lenders on the transaction.” (Legal 500 2009)

“A strong market contender. Its involvement in a number of significant bank finance deals, along with positive feedback from clients and competitors, earns the firm a promotion in this category. Partners Karim Sarhan and Ahmed El Sharkawy are named as rising stars by competitors, one of whom describes them as ‘very solid’.” (International Financial Law Review IFLR 2008)

“The firm has advised on a slew of cutting edge finance deals, including Egypt’s largest private equity and sharia compliant. With a focus on projects and finance, Sharkawy & Sarhan is noted for the quality of its general corporate work, being the trusted referral partner of many London City law firms, including Allen & Overy LLP and Clifford Chance.” (Legal 500 2008)

“Quality advisers in Cairo who are passionate about the law and the culture they do business in, which has made many of my issues in Egypt easier to deal with than would otherwise have been the case.” (Greg Sweeting, former MENA head legal counsel for Showtime, and an established client of Sharkawy & Sarhan)

Our Experience

Advising (with Allen & Overy) **Societe Générale** on the sale of its entire stake in its listed Egyptian Subsidiary National Societe Générale Bank (“NSGB”) to Qatar National Bank. The value of the transaction amounted to USD 1.97 billion for the stake of Societe Générale which represents 77.17% of the shares of NSGB. S&S role included advising on and negotiating the Egyptian law aspects of the share and purchase agreement, conducting vendor due diligence and supervising the legal due diligence process, advising on the mandatory purchase offer requirements under the Capital Market Law, preparing the documents required for executing the transaction and obtaining the approval of the Egyptian Financial Supervisory Authority and the Egyptian Stock Exchange, and dealing with various regulators. The transaction is expected to be one of the largest transactions in 2013.

Advising (with Allen & Overy) **BNP Paribas S.A.** all matters related to the sale of its entire stake in its Egyptian Bank BNP Paribas S.A.E. to Emirates NBD PJSC. S&S role included advising on and negotiating the Egyptian law aspects of the share and purchase agreement, assisting in the legal due diligence, preparing the documents required for executing the transaction and obtaining the approval of the various authorities, dealing with various regulators, and advising BNP Paribas on selling its stake in another non-bank subsidiary in Egypt.

Advising (with Allen & Overy) **a major international bank** on all matters related to a potential acquisition of an Egyptian bank including undertaking a legal due diligence, advising on mandatory purchase offer requirements, preparing all documentation required for obtaining the approval of the Central Bank of Egypt and Egyptian Financial Supervision Authority and liaising with various regulators.

Advising **DEA Deutsche Erdoel AG (formerly RWE Dea)** in relation to the \$ 7.1 billion sale of its global oil & gas business to L1 Energy. Our role included conducting a vendor due diligence in relation oil & gas assets of DEA Deutsche Erdoel AG (formerly RWE Dea) in Egypt as well as responding to the various inquiries that arose throughout the course of the transaction. This deal is considered one of the largest M&A transactions to take place globally this year.

Advising **IMS health**, a leading global provider of information and technology services on the €385 million acquisition of Cegedim’s CRM and Strategic Data businesses. Our work included conducting a due diligence and advising the client regarding the acquisition, as well as responding to the various inquiries that arose throughout the course of the transaction.

Advising **Kintetsu World Express, Inc.** on the \$1.2 Billion acquisition of APL Logistics Egypt. Our work included conducting a due diligence over the Egyptian

Subsidiary of Target Company in Singapore and advising on the legal regime governing business in Egypt.

Advising **Scomi Energy Services BHD** as part of its listing process in Malaysia. Our work included due diligence exercise over the Egyptian subsidiary in connection with the submission of the proposed rights issue of convertible bonds by Scomi Energy Services Berhad to the Securities Commission Malaysia.

Acting as Egyptian counsel in connection with the preparation of a prospectus for the admission of additional **EFG** GDRs to trading on the London Stock Exchange.

Advising a Group in the PRC on applicable rules and regulations applicable to the Group's export activities to Egypt, as part of a due diligence process required in relation to listing application to The Hong Kong Stock Exchange and reviewing relevant sections of the prospectus for the listing application. This task included advising on anti-dumping, intellectual property, anti-money laundering, consumer protection, product quality, and the permissibility of accepting payment through a third party, as well as conducting public searches in the same context.

Advising (with Freshfields) **Bristol Myers Squib** on the employment aspects of its \$4.1 billion sale to AstraZeneca of its share in the two companies' diabetes joint venture.

Advising **Altimo** on launching a \$3.7 billion mandatory tender offer for purchasing an Egyptian listed company (Orascom Telecom Holding) having Global Depository Receipts listed on the LSX.

Advising a leading provider of broadband technology and hospitality interactive solutions in connection with global acquisition that involves certain assets in Egypt. Our work included conducting the purchaser's due diligence.

Advising (with Allen & Overy) **Shell** on the Egyptian aspects of restructuring of its downstream business in Africa.

Advising (with Eversheds) a major gulf telecommunication company in relation to its acquisition of a fiber pair in a submarine telecommunication cable owned by a premium Egyptian telecommunication company. We also conducted a comprehensive due diligence. This deal is considered to be the first of its kind in Egypt.

Advising **Tesco Corporation** on the acquisition of Premiere Casing Services – Egypt S.A.E., a leading indigenous tubular services company in Egypt. The transaction marks the first major entry of Tesco Corporation into the Egyptian tubular services market.

Advising **IFC** on the acquisition of about 15% of National Printing Company, the parent company of El Shorouk Company, which is one of the key publishers in Egypt.

Advising **Titan Cement Group** on the sale of a substantial stake in their Egyptian business to the IFC, including comprehensive due diligence, restructuring the local businesses, and advice on executing the trade on the Egyptian Stock Exchange.

Advising a major Italian pharmaceutical company on the potential acquisition of one of the most established and reputable local pharmaceutical companies.

Advising **ILA Group**, a major investment fund in Bahrain, in an acquisition of a leading telecom distributor in Egypt

Advising (with Allen & Overy) **Newscorp International** on its 2010 acquisition of a minority stake in Rotana Media Group.

Advising (with Simmons & Simmons) the vendors (Tiger Group) in selling the Egyptian subsidiary of Maktoob.com to Yahoo.

Advising **Abraaj Capital** on numerous actual and potential acquisitions across a variety of sectors including:

- the acquisition by ASAS, a property investment fund run by Abraaj Capital, of a grade A major office building in New Cairo; and
- acquisition of a leading Egyptian dairy company.
- acquisition of two Egyptian companies working in the fields of IT and agricultural industries.

Advising a subsidiary of **Dallah Albaraka** in an acquisition worth USD 200 million.

Advising (with Norton Rose) **Dubai Ports World** on the acquisition of Sokhna Port Development Company in Egypt.

Advising (with Clyde & Co.) **Motorola** in their sale of networks business in Egypt to Nokia Siemens.

Advising **Nestlé** in selling their chilled dairy business in Egypt to Best Cheese Company as part of Nestlé's worldwide joint venture with Lactalis.

Advising a Saudi group on the sale of its shares in a leading Egyptian Company in the transport sector.

Advising (with Allen & Overy) a multinational tourism company in its acquisition of a group of companies in Sharm El Sheikh. Our work included conducting a full due diligence on the hotels and land owned by the Egyptian group companies and advising on various licensing issues.

Advising (with Allen & Overy) a major multinational on the Egyptian aspects of a global business reorganization.

Advising (with Linklaters) a major multinational on the Egyptian aspects of a global business reorganization.

Advising (with Herbert Smith) an international private equity fund on the acquisition of 99% of shares in a major jewellery company.

Advising a leading Gulf private equity firm on its potential acquisition of various assets in the education sector.

Advising (with Allen & Overy) General Electric in its USD 2.8 Billion acquisition of the well support division of Wood Group, a multinational company working in the field of energy services.



Ahmed El Sharkawy

Partner

as@sharkawylaw.com

Ahmed has more than 15 years of experience and his practice includes M&As, capital markets, finance, real estate and PPPs. Ahmed was selected by the International Who's Who of Public Procurement Lawyers 2009 as being one of the two leading Public Procurement lawyers in Egypt. He was also selected by the IFLR1000 (2012) as a leading lawyer.

Prior to co-founding Sharkawy & Sarhan, Ahmed worked as an in-house counsel first with a major industrial group and subsequently as the Country Legal Counsel for Citigroup in Egypt. During his time as an in-house counsel, Ahmed was involved in a wide variety of corporate law issues and financing transactions including anti-trust, corporate governance, employment, project finance, banking laws and regulations and investment banking.

After founding Sharkawy & Sarhan, Ahmed led a number of high profile transactions, in particular in the fields of M&A, finance and public procurement. His most recent work includes the following:

Capital Markets and M&A

Advising (with Allen & Overy) Société Générale on the sale of its entire stake in its listed Egyptian Subsidiary National Société Générale Bank ("NSGB") to Qatar National Bank. The transaction is expected to be one of the largest transactions in Egypt in 2013.

Advising a syndicate of banks led by UBS and Credit Suisse on the first ever rights issue of EDRs in Egyptian history.

Advising (with Allen & Overy) a major international bank on all matters related to a potential acquisition of an Egyptian bank including undertaking a legal due diligence, advising on mandatory purchase offer requirements, preparing all documentation required for obtaining the approval of the Central Bank of Egypt and Egyptian Financial Supervisory Authority and liaising with various regulators.

Advising IMS health, a leading global provider of information and technology services on the €385 million acquisition of Cegedim's CRM and Strategic Data businesses. Our work included conducting a due diligence and advising the client regarding the acquisition, as well as responding to the various inquiries that arose

Education:

LLM, International Banking and Financial Law, Faculty of Law, Boston University in Boston, USA.

LLB, Faculty of Law, English Section, Cairo University, and qualified in 1999.

Languages:

Arabic and English.

Testimonials:

Ahmed is recognized as a "Leading Lawyer" in Banking & Finance, Capital Markets and Mergers & Acquisitions by IFLR1000, 2014 edition.

"El Sharkawy is a very bright and young dynamic lawyer". (One peer to IFLR, 2013 edition).

"We were impressed with Ahmed El Sharkawy. If it is something needed quickly we go to him." (a client in IFLR1000, 2012 edition).

throughout the course of the transaction

Advising Kintetsu World Express, Inc. on the \$1.2 Billion acquisition of APL Logistics Egypt. Our work included conducting a due diligence over the Egyptian Subsidiary of Target Company in Singapore and advising on the legal regime governing business in Egypt.

Advising Scomi Energy Services BHD as part of its listing process in Malaysia. Our work included due diligence exercise over the Egyptian subsidiary in connection with the submission of the proposed rights issue of convertible bonds by Scomi Energy Services Berhad to the Securities Commission Malaysia.

Acting as Egyptian counsel in connection with the preparation of a prospectus for the admission of additional EFG GDRs to trading on the London Stock Exchange.

Advising a Group in the PRC on applicable rules and regulations applicable to the Group's export activities to Egypt, as part of a due diligence process required in relation to listing application to The Hong Kong Stock Exchange and reviewing relevant sections of the prospectus for the listing application. This task included advising on anti-dumping, intellectual property, anti-money laundering, consumer protection, product quality, and the permissibility of accepting payment through a third party, as well as conducting public searches in the same context.

Advising Tesco Corporation on the acquisition of Premiere Casing Services – Egypt S.A.E., a leading indigenous tubular services company in Egypt. The transaction marks the first major entry of Tesco Corporation into the Egyptian tubular services market.

Advising a major Italian pharmaceutical company on the potential acquisition of one of the most established and reputable local pharmaceutical companies.

Advising ILA Group, a major investment fund in Bahrain, in an acquisition on one of the leading telecom distributors in Egypt.

Advising EFG Hermes on numerous investment agreements.

Publications & Speaking Engagements:

Egypt Chapter in the "Global Litigation Survey": a production of the Allen & Overy Global Law intelligence Unit, carried out by Allen & Overy's Litigation Department and the global relationship firms in 137 jurisdictions (Allen & Overy 2014)

Egypt Country Report, in international project finance and PPPs: A Legal Guide to Growth Markets, (Wolters Kluwer, 2011).

Presentation on "Egypt's Legal Environment", European Bank for Reconstruction and Development, (London 2011).

"Doing business in Egypt? Corruption risks before & after the Bribery Act", thebriberyact.com, (May, 2011) (co-author).

Chapter on IPO in Egypt, in ECM Guide to the Middle East, (Norton Rose, 2010).

Karim Sarhan

Partner

ks@sharkawylaw.com

Karim has more than 13 years of experience and his practice focuses on oil & gas, M&As, capital markets and finance (in particular Islamic finance where he led a number of high profile finance deals). He has advised numerous international financial institutions on the legal issues pertaining derivative transactions. He advised the International Swaps and Derivatives Association (ISDA) on the legal issues pertaining to derivative transactions under Egyptian law and provided the country legal opinion to ISDA on derivative transactions in Egypt. Karim has solid experience in international arbitration.

Prior to co-founding Sharkawy & Sarhan, Karim worked for six years in two major Egyptian law firms, and with an international law firm in the UAE. He has led a number of high profile matters and transactions, including:

Capital Markets and M&A

Advising (with Allen & Overy) Société Générale on the sale of its entire stake in its listed Egyptian Subsidiary National Société Générale Bank ("NSGB") to Qatar National Bank. The transaction is expected to be one of the largest transactions in Egypt this year.

Advising DEA Deutsche Erdoel AG (formerly RWE Dea) in relation to the \$ 7.1 billion sale of its global oil & gas business to L1 Energy. Our role included conducting a vendor due diligence in relation oil & gas assets of DEA Deutsche Erdoel AG (formerly RWE Dea) in Egypt as well as responding to the various inquiries that arose throughout the course of the transaction. This deal is considered one of the largest M&A transactions to take place globally this year.



Education:

LLM, Faculty of Law,
Cairo University.

Post graduate diploma in
Islamic Shari'a, Faculty of Law,
Cairo University.

Post graduate diploma in
Business and Investments
from the School of Business
& Economics, American
University in Cairo.

LLB, Faculty of Law, English
Section, Cairo University, and
qualified in 2000.

Languages:

Arabic and English.

Testimonials:

Karim is recognized as a
"Leading Lawyer" in Banking

Advising (with Allen & Overy) Shell on the Egyptian aspects of restructuring of its downstream business in Africa.

Advising IFC on the acquisition of about 15% of National Printing Company, the parent company of El Shorouk Company, which is one of the key publishers in Egypt.

Advising ASAS a property investment fund run by Abraaj Capital on the acquisition of a grade A major office building in New Cairo.

Advising an investment fund run by Abraaj Capital on the acquisition of two Egyptian companies working in the fields of IT and agricultural industries.

Advising Dubai Ports World on the acquisition of Sokhna Port Development Company in Egypt.

Advising Lafarge cement company and Titan cement company on EGP 547 million merger of two of their subsidiaries in Egypt.

Advising and leading the merger between Credit Agricole and Credit Lyonnais in Egypt.

Advising (with Allen & Overy) on two projects aimed at international commercial banks and investment banks to provide them with advice in relation to the Egyptian shareholder disclosure regime and on the entry into derivative transactions with counterparties in Egypt.

Publications & Speaking Engagements:

"The Constitutional Assembly", a lecture organized by Arab Forum for Alternatives Research Center, (Cairo 2011).

"Global Trends 2030- The Future of Democracy", a conference organized by the European Institute for Security Studies, (Brussels 2011).

"The Arab Democratic Wave", a conference organized by the European Institute for Security Studies, (Paris 2011).

The Annual Conference of the International Bar Association, (Dubai 2011).

"Constitutional and Political Reform in Egypt Post Revolution", a series of lectures held, (Cairo 2011)."

"The Possible Impact that Political Reform can have on the Legal and Business Environment", The Future of Egypt Conference, (Cairo 2011).

"Islamic Finance," a conference organized by the American University in Cairo, (Cairo 2010).

"The ABCs of WTO Dispute Settlement", in the American Arbitration Association Handbook on International Arbitration (2010).

Chapter on Egypt, in Guide to dispute resolution in Europe, the Middle East and Africa, (Herbert Smith, 2010).

Ahmed Haggag

Partner

ah@sharkawylaw.com

Ahmed's practice focuses on general corporate, project financing and M&A. He joined Sharkawy & Sarhan in 2007. Ahmed was seconded to Clifford Chance Dubai for a period of six months during 2011.

Ahmed's experience includes:

Capital Markets and M&A

Advising (with Allen & Overy) BNP Paribas S.A. on the legal due diligence related to the sale of all its shares in its Egyptian subsidiary, Bank BNP Paribas S.A.E., to Emirates NBD PJSC and advising BNP Paribas on selling its stake in another non-bank subsidiary in Egypt.

Advising DEA Deutsche Erdoel AG (formerly RWE Dea) in relation to the \$ 7.1 billion sale of its global oil & gas business to L1 Energy. Our role included conducting a vendor due diligence in relation oil & gas assets of DEA Deutsche Erdoel AG (formerly RWE Dea) in Egypt as well as responding to the various inquiries that arose throughout the course of the transaction. This deal is considered one of the largest M&A transactions to take place globally this year.

Advising (with Allen & Overy) Shell on the Egyptian aspects of restructuring of its downstream business in Africa.

Advising a major regional private equity house in relation to its USD 35 million real



Education:

LLB, Faculty of Law, English Section, Ain Shams University, and qualified in 2007.

Languages:

Arabic and English.

estate acquisition.

Advising a major regional private equity house in relation to a potential significant real estate acquisition.

Advising (including conducting a comprehensive due diligence) a major regional private equity house in relation to a proposed acquisition of a leading Egyptian dairy company.

Advising (with Eversheds) a major gulf telecommunication company in relation to its acquisition of a fiber pair in a submarine telecommunication cable owned by a premium Egyptian telecommunication company. We also conducted a comprehensive due diligence. This deal is considered to be the first of its kind in Egypt.

Advising (with Allen & Overy) on two projects aimed at international commercial banks and investment banks to provide them with advice in relation to the Egyptian shareholder disclosure regime and on the entry into derivative transactions with counterparties in Egypt.

Radwa Sarhan

Senior Counsel

rs@sharkawylaw.com

Radwa's practice focuses on general corporate, labour, project financing, real estate and capital market issues. She joined Sharkawy & Sarhan in 2007. Radwa's experience includes:

Capital Markets and M&A

Advising (with Allen & Overy) Société Générale on the sale of its entire stake in its listed Egyptian Subsidiary National Société Générale Bank ("NSGB") to Qatar National Bank. The transaction is expected to be one of the largest transactions in Egypt in 2013.

Advising (with Allen & Overy) a major international bank on all matters related to a potential acquisition of an Egyptian bank including undertaking a legal due diligence, advising on mandatory purchase offer requirements, preparing all documentation required for obtaining the approval of the Central Bank of Egypt and Egyptian Financial Supervision Authority and liaising with various regulators.



Education:

LLB, Faculty of Law, English Section, Ain Shams University, graduated as one of the top ten students of her class and qualified in 2007.

Languages:

Arabic and English.

Advising IMS health, a leading global provider of information and technology services on the €385 million acquisition of Cegecim's CRM and Strategic Data businesses. Our work included conducting a due diligence and advising the client regarding the acquisition, as well as responding to the various inquiries that arose throughout the course of the transaction

Advising Kintetsu World Express, Inc. on the \$1.2 Billion acquisition of APL Logistics Egypt. Our work included conducting a due diligence over the Egyptian Subsidiary of Target Company in Singapore and advising on the legal regime governing business in Egypt.

Advising Scomi Energy Services BHD as part of its listing process in Malaysia. Our work included due diligence exercise over the Egyptian subsidiary in connection with the submission of the proposed rights issue of convertible bonds by Scomi Energy Services Berhad to the Securities Commission Malaysia.

Advising Tesco Corporation in the acquisition of Premiere Casing Services – Egypt S.A.E., a leading indigenous tubular services company in Egypt. The transaction marks the first major entry of Tesco Corporation into the Egyptian tubular services market.

Advising a major Italian pharmaceutical company on the potential acquisition of one of the most established and reputable local pharmaceutical companies.

Advising a major Chinese investor on an acquisition of a hotel in Egypt.

Ahmad Farghal

Senior Associate

af@sharkawylaw.com

Ahmad's practice focuses on corporate, finance and oil & gas. He joined Sharkawy & Sarhan in 2009. Ahmed's experience includes:

Capital Markets and M&A

Advising Kintetsu World Express, Inc. on the \$1.2 Billion acquisition of APL Logistics Egypt. Our work included conducting a due diligence over the Egyptian Subsidiary of Target Company in Singapore and advising on the legal regime governing



Education:
LLB, Faculty of Law, English

Section, Ain Shams University, and qualified in 2009.

Languages:
Arabic and English.

business in Egypt.

Acting as Egyptian counsel in connection with the preparation of a prospectus for the admission of additional EFG GDRs to trading on the London Stock Exchange.

Advising (with Allen & Overy) Shell on the Egyptian aspects of restructuring of its downstream business in Africa.

Advising (with Allen & Overy) on a project aimed at international commercial banks and investment banks to provide them with advice in relation to the Egyptian shareholder disclosure regime in Egypt.



Education:
LLB, Faculty of Law, English Section, Cairo University, with distinguished honors as one of the top ten students of his class and qualified in 2009.

Languages:
Arabic and English.

Testimonials:
Named as Rising Star in IFLR, 2013 edition.

Mohamed Nabil

Senior Associate

mn@sharkawylaw.com

Mohamed's practice focuses on capital market, finance and M&A. Mohamed's experience includes:

Capital Markets and M&A

Advising (with Allen & Overy) BNP Paribas S.A. on the SPA and escrow arrangement for the sale of all its shares in its Egyptian subsidiary, Bank BNP Paribas S.A.E., to Emirates NBD PJSC.

Advising Altimo on launching a \$3.7 billion mandatory tender offer for purchasing an Egyptian listed company (Orascom Telecom Holding) having Global Depository Receipts listed on the LSX.

Advising EFG Hermes on several mutual funds and money market funds of leading Egyptian financial institutions, including the draft of the fund management agreements and relevant prospectuses.

Advising (with Allen & Overy) Standard Chartered Bank on all matters related to a potential acquisition of an Egyptian bank including undertaking a legal due diligence, advising on mandatory purchase offer requirements, preparing all documentation required for obtaining the approval of the Central Bank of Egypt and Egyptian Financial Supervision Authority and liaising with various regulators.

Advising UBS and Credit Suisse on a rights' issue on the Swiss Stock Exchange involving Egyptian depository certificates. This was the first rights' issue for Egyptian depository certificates in the Egyptian market.

Publications & Speaking Engagements:

"Regulatory Framework of Egypt's Capital Market: A Room for Reform?" an IFI Journal Law in Transition (May 2012) (co-author).



Heba Raslan

Associate

hr@sharkawylaw.com

Heba's practice focuses on general commercial and intellectual property. She also has experience in arbitration, general commercial and labour law issues. She joined Sharkawy & Sarhan in 2012.

Prior to joining Sharkawy & Sarhan, Heba worked at Rouse & Co. International, where she advised various clients on a number of trademark issues in the MENA region. She also conducted research on various intellectual property issues in the UAE, and assisted in carrying out administrative enforcement and anti-counterfeiting services by preparing trademark infringement complaints to administrative authorities and visiting with competent authorities for follow-up, and assisted in domain name recovery for a well-known trademark in Morocco.

Between 2005 and 2006, Heba worked as a legal researcher in Egypt's Cabinet Information and Decision Support Center (IDSC) where she assisted in assessing the regulatory and contractual framework for private sector participation in Build-Operate-Transfer (BOT) infrastructure projects in Egypt by offering advice for amending existing laws and developing model BOT agreements.

Between 2004 and 2005, Heba worked as a legal and regulatory research assistant in Telecommunications Management Group (TMG) Inc. in USA. Her work included advising TMG on copyright and trademark registration issues as well as researching telecommunications laws and public policy in a number of countries including Jordan, Bahrain, Egypt, Morocco, Cape Verde, UK, and Greece. She also advised the Jordanian Telecommunications Authority on issues relating to updating the licensing system, creating dispute resolution mechanism, and introducing and maintaining competition in the sector.

Between 2002 and 2004, Heba worked in Raslan Law Office as an associate, where she assisted in arbitration cases by conducting legal research, reviewing documents,

Education:

PHD in Philosophy of Law, King's College London, University of London.

LLM, The George Washington University Law School.

Masters in Private law and Intellectual Property Law, Faculty of Law, Cairo University.

LLB, Faculty of Law, English Section, Cairo University (with distinguished honors as the highest ranking LLB candidate in the English Section), and qualified in 2001.

Languages:

Arabic, English and German.

Awards:

Winner of the Third Place award of the 2004 Marcus B. Finnegan Prize Competition established by the law firm of Finnegan, Henderson, Farabow, Garrett & Dunner, in cooperation with the George

Washington University Law School.

and drafting memos. She also researched legislation for patent registration in Egypt and assisted in consultations on various constitutional and administrative matters in Kuwait and Bahrain.

Heba's experience includes:

Capital Markets and M&A

Advising a Group in the PRC on applicable rules and regulations applicable to the Group's export activities to Egypt, as part of a due diligence process required in relation to listing application to The Hong Kong Stock Exchange and reviewing relevant sections of the prospectus for the listing application. This task included advising on anti-dumping, intellectual property, anti-money laundering, consumer protection, product quality, and the permissibility of accepting payment through a third party, as well as conducting public searches in the same context.

Advising Nestle S.A. and Nestle Egypt S.A.E. on the acquisition of Pfizer Nutrition business including drafting of the local sale and purchase documentation, advising on the regulatory requirements, collection of CPs and undertaking the local procedures for the transfer of assets.

Advising (with Skadden) Shelf Drilling on the acquisition of two Egyptian drilling companies conducting the due diligence on several drilling rigs.

Advising a leading private equity firm on a potential acquisition of a minority stake in a listed major investment bank.

Lobna Emad

Senior Associate

le@sharkawylaw.com

Lobna's practice focuses on general corporate, commercial, labour and projects. She joined Sharkawy & Sarhan in 2010. Lobna's experience includes:

Capital Markets and M&A

Advising (with Allen & Overy) BNP Paribas S.A. on all matters related to the sale of all its shares in its Egyptian subsidiary, Bank BNP Paribas S.A.E., to Emirates NBD PJSC and advising BNP Paribas on selling its stake in another non-bank subsidiary in Egypt.

Advising an investment fund run by Abraaj Capital on the acquisition of two Egyptian companies working in the fields of IT and agricultural industries.



Education:

Post graduate diploma in Private Law, Faculty of Law, Cairo University.

LLB, Faculty of Law, English Section, Cairo University, graduated as one of the top ten students of her class and qualified in 2010.

Languages:
Arabic and English.

Advising (with Allen & Overy) Standard Chartered Bank on all matters related to a potential acquisition of an Egyptian bank including undertaking a legal due diligence, Advising on mandatory purchase offer requirements, preparing all documentation required for obtaining the approval of the Central Bank of Egypt and Egyptian Financial Supervision Authority and liaising with various regulators.

Advising and carrying out several comprehensive due diligence reports for a major regional private equity house in relation to the acquisition of local companies.

Reham Eissa

Associate

ra@sharkawylaw.com

Reham's practice focuses on general corporate, commercial and employment. She joined Sharkawy & Sarhan in 2012. Reham's experience includes:

Capital Markets and M&A

Advising (with Allen & Overy) BNP Paribas S.A. on the sale of all its shares in its Egyptian subsidiary, Bank BNP Paribas S.A.E., to Emirates NBD PJSC and advising BNP Paribas on selling its stake in another non-bank subsidiary in Egypt.

Advising DEA Deutsche Erdoel AG (formerly RWE Dea) in relation to the \$ 7.1 billion sale of its global oil & gas business to L1 Energy. Our role included conducting a vendor due diligence in relation oil & gas assets of DEA Deutsche Erdoel AG (formerly RWE Dea) in Egypt as well as responding to the various inquiries that arose throughout the course of the transaction. This deal is considered one of the largest M&A transactions to take place globally this year.

Education:

LLB, Faculty of Law, English Section, Ain Shams University, graduated as one of the top ten students of her class and qualified in 2012.

Masters in Administrative Law, Faculty of Law, Ain Shams University

Languages:
Arabic and English.





Esraa Abdelmoniem

Associate

ea@sharkawylaw.com

Esraa's practice focuses on general corporate and commercial. She joined Sharkawy & Sarhan in 2012. Esraa's experience includes:

Education:

LLB, Faculty of Law, English Section, Cairo University, graduated as one of the top ten students of her class and qualified in 2012.

Languages:

Arabic and English.

Capital Markets and M&A

Advising (with Allen & Overy) Société Générale on the sale of its entire stake in its listed Egyptian Subsidiary National Société Générale Bank ("NSGB") to Qatar National Bank.

Advising Societe Generale (with Allen & Overy) on the sale of its entire stake in NSGB Life Insurance, Sogelease Egypt, a financial leasing company and SGAM-Egypt, an asset management company. Our role included undertaking the required procedures for the transfer of shares and obtaining the required approvals in addition to reversing the shareholder's decision to put SGAM under liquidation before the share transfer.

Advising a major Japanese multinational on the acquisition of a leading water management and solutions company.

Advising EFG Hermes on several investment funds and private insurance funds of leading Egyptian financial institutions, including the drafting of the fund management agreements and relevant prospectuses.

Advising a leading private equity firm on a potential acquisition of a minority stake in a listed major investment bank.

Advising with (with Allen & Overy) a major investment fund on the the regulatory obligations and restrictions related to equity trading in Egypt

Advising and conducting an in-depth study for an international bank on capital market assessment.

Advising on mandatory delisting and mandatory tender offers.