



Sharkawy & Sarhan Law firm

Concessions, PPPs and Public Tender



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.

Our Experience

Concessions, PPPs & Public Tender

Our firm advises both private corporations and the Government of Egypt in relation to the Egyptian Tender Law and the Egyptian PPP Law, concessions and negotiating with the Government. Our practice includes:

Advising the **World Bank** and the **Egyptian Government** on a potential \$520 million, PPP project in the transportation sector in New Cairo- Egypt. The work included preparing a feasibility study on executing the project via a PPP scheme, advising on the project legal framework, identifying the contracting entity, and examining the possibility of subsidizing the ticket price . Through the project, we concluded several meetings with the relevant government authorities including the PPP Unit, Cairo Transport Authority ("**CTA**"), and the Ministry of Transport. Sharkawy & Sarhan worked on this project for 18 months.

Advising (with the **IFC**) the PPP Unit in the Ministry of Finance on the \$472m Water and Wastewater Treatment Plant PPP Project, a 250,000 m³/day wastewater treatment plant for New Cairo, Egypt, the latter being the only PPP project in recent Egyptian history to reach financial close. The work included conducting a due diligence, preparing a feasibility study, reviewing the legal structures of the project, preparing the full tender documentation and drafting the PPP contract. The project was awarded in May 2009 and was completed in March 2012

Advising (with Pinsent Masons) the **European Investment Bank** on an in-depth study of the legal, regulatory and institutional frameworks affecting the implementation of Public Private Partnerships (PPPs) in Egypt.

Preparing a legal study for the **IFC** as an advisor to the Ministry of Transport's PPP unit on the rehabilitation and expansion of the Cairo-Alexandria toll road into a freeway.

Advising **Suez Canal Container Terminal** (a subsidiary of **Maersk**) on phase II of its container terminal BOT project in Port Said.

Advising **Dubai Ports World** in relation to the acquisition of a concession in the Ain Sokhna port for operating a container terminal. Our role included conducting a comprehensive due diligence in relation to the (a) relevant concession and (b) the company that used to hold the concession. Following the acquisition, we acted as legal counsel to **Dubai Ports World** subsidiary in Egypt.

Advising **Excelerate Energy** on tender law issues regarding importing LNG to Egypt.

Advising (with the **World Bank**), the Egyptian Electricity Transmission Company on a potential wind farm BOO in Egypt.

Advising a syndicate of banks on a potential financing of IPP BOT. Our work included revising the project documents including of the power purchase agreement and advising on the enforceability of government guarantees.

Reviewing for **NOMAC** the operation and management agreement of Barrages Water Desalination project.

Reviewing for **NOMAC** the title transfer agreement between the operator and owner of the equipment and tools used in the Barrages Water Desalination project.

Reviewing for **NOMAC** the operation and management agreement of a Solar Power Project.

Advising **Etisalat** on its potential bid for a license from the National Telecom Regulatory Authority to provide triple-play services to closed compounds in Egypt. Our work included analysing the regulatory framework for triple-play specifically as well as telecommunication services in general, and advising on obtaining the relevant licenses from different ministries.

Acting for a major Gulf telecoms operator in its bid for the third Egyptian mobile telephone license.



Ahmed El Sharkawy

Partner

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Ahmed has more than fourteen years of experience and his practice includes PPPs and Public Tenders, M&As, capital markets, finance, and real estate. 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 in 2012, 2013 and 2014 consecutively 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:

Concessions, PPPs and Public Tenders

Advising (with the IFC) the PPP Unit in the Ministry of Finance on the \$472m Water and Wastewater Treatment Plant PPP Project, a 250,000 m³/day wastewater treatment plant for New Cairo, Egypt, the latter being the only PPP project in recent Egyptian history to reach financial close. The work included conducting a due diligence, preparing a feasibility study, reviewing the legal structures of the project, preparing the full tender documentation and drafting the PPP contract. The project was awarded in May 2009 and was completed in March 2012

Preparing a legal study for the IFC as an advisor to the Ministry of Transport's PPP unit on the rehabilitation and expansion of the Cairo-Alexandria toll road into a freeway.

Advising (with Pinsent Masons) the European Investment Bank on an in-depth study of the legal, regulatory and institutional frameworks affecting the implementation of Public Private Partnerships (PPPs) in Egypt.

Advising (with the World Bank) the Egyptian Electricity Transmission Company on the first wind farm BOO in Egypt's history.

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).

Advising a syndicate of banks on a potential financing of IPP BOT. Our work included revising the project documents including of the power purchase agreement and advising on the enforceability of government guarantees.

Reviewing for NOMAC the operation and management agreement of Barrages Water Desalination project.

Reviewing for NOMAC the title transfer agreement between the operator and owner of the equipment and tools used in the Barrages Water Desalination project.

Reviewing for NOMAC the operation and management agreement of a Solar Power Project.

Advising Suez Canal Container Terminal (a subsidiary of Maersk) on phase II of its container terminal BOT project in Port Said.

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

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Karim has more than fourteen years of experience and his practice focuses on oil & gas, PPPs and Public tenders, 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.

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
& Finance, Capital Markets
and Mergers & Acquisitions
by IFLR1000, 2014 edition.

Concessions, PPPs and Public Tenders

Advising the World Bank and the Egyptian Government on a potential \$520 million PPP project in the transportation sector in New Cairo- Egypt. The work included concluding a feasibility study on executing the project via a PPP scheme, advising on the project legal framework, identifying the contracting entity, and examining the possibility of subsidizing the ticket price. Through the project, we concluded several meetings with the relevant government authorities including the PPP Central Unit, Cairo Transport Authority ("CTA"), and the Ministry of Transport. Sharkawy & Sarhan worked on this project for 18 months.

Advising Dubai Ports World in relation to their acquisition of a container handling concession in the Ain Sokhna port. Our role included conducting a comprehensive due diligence in relation to the (a) relevant concession and (b) the company that used to own the concession. Following the acquisition, we kept on providing general legal support to Dubai Ports World subsidiary in Egypt.

Preparing an extensive study to an international power company on the legal and regulatory framework for electricity projects in Egypt.

Advising an Egyptian contractor on a BOT project for building a water desalination plant for a touristic resort in Egypt.

Representing an Egyptian contractor in EGP 5 million arbitration against the Egyptian government concerning a BOT project

Publications & Speaking Engagements:

"Document Retention: An International Review": Co-authored the Egypt chapter of

the 2nd edition of Herbert Smith Freehills popular guide 'Document Retention: An International Review', which provides guidance on key document retention obligations and data management issues in 28 jurisdictions worldwide. (Herbert Smith Freehills, 2013)

"Developing Local Capital Markets in the Southern and Eastern Mediterranean Region": Co-authored the section on Egypt in the article "Developing Local Capital Markets in the Southern and Eastern Mediterranean Region" (an IFI Journal Law in Transition, Spring 2013)

"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).



Radwa Sarhan
Senior Associate
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:

Concessions, PPPs and Public Tenders

Advising (with Pinsent Masons) the European Investment Bank on an in-depth study of the legal, regulatory and institutional frameworks affecting the implementation of Public Private Partnerships (PPPs) in Egypt.



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.



Ahmad Farghal
Senior Associate
af@sharkawylaw.com

Ahmad's practice focuses on corporate, finance and oil & gas. He joined Sharkawy & Sarhan in 2009. Ahmad was seconded to Allen & Overy Dubai for a period of four months during 2013. Ahmed's experience includes:

Concessions, PPPs and Public Tenders

Advising (with Pinsent Masons) the European Investment Bank on an in-depth study of the legal, regulatory and institutional frameworks affecting the implementation of Public Private Partnerships (PPPs) in Egypt, including advising the client on obtaining the relevant licenses from the different ministries.

Advising Etisalat Egypt on its potential bid for a license from the National Telecom Regulatory Authority to provide triple-play services to closed compounds in Egypt. The work included preparing a study of the regulatory framework in Egypt concerning triple-play specifically as well as telecommunication services in general.

Education:

LLB, Faculty of Law, English Section, Ain Shams University, and qualified in 2009.

Languages:

Arabic and English.

Publications & Speaking Engagements:

"Document Retention: An International Review": Co-authored the Egypt chapter of the 2nd edition of Herbert Smith Freehills popular guide 'Document Retention: An International Review', which provides guidance on key document retention obligations and data management issues in 28 jurisdictions worldwide. (Herbert Smith Freehills, 2013)

"Developing Local Capital Markets in the Southern and Eastern Mediterranean Region": Co-authored the section on Egypt in the article "Developing Local Capital Markets in the Southern and Eastern Mediterranean Region" (an IFI Journal Law in Transition, Spring 2013)

"Global Data Privacy Directory": Authored the section on Egypt in Norton Rose's guide for clients on data privacy laws around the world, which includes an overview of the relevant laws (if any) in each jurisdiction, the type of data that is protected and whether there are restrictions on offshore transfers. (Norton Rose, 2012)



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:

Concessions, PPPs and Public Tenders

Advising the World Bank and the Egyptian Government on a potential \$520 million, PPP project in the transportation sector in New Cairo- Egypt. The work included concluding a feasibility study on executing the project via a PPP scheme, advising on the project legal framework, identifying the contracting entity, and examining the possibility of subsidizing the ticket price. Through the project, we concluded several meetings with the relevant government authorities including the PPP Central Unit, Cairo Transport Authority ("**CTA**"), and the Ministry of Transport. Sharkawy & Sarhan worked on this project for 18 months.

Advising (with the World Bank), the Egyptian Electricity Transmission Company on first wind farm BOO in Egypt's history.

Preparing an extensive study to an international power company on the legal and regulatory framework for electricity projects in Egypt.

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.



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.)

Sharkawy & Sarhan

2015