

Firm Profile 2022



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⁰¹ About Us

We are a firm that enterprises *creative approaches* and forges *long-term alliances* which support growth while ensuring *corporate compliance*.



About Us

Hafez & Partners houses the talent, skill, and dedication necessary to distill corporate complexities into refined custom-tailored solutions.

We are recognized with a solid track record in the market for our excellent know-how, professionalism, response time and our business acumen.

Our lawyers are eager to support clients and offer them outstanding legal services. We pride ourselves in our consistent quality of service, we delve into our clients' businesses to provide the best legal advice, and best representation in addition to our in – depth knowledge of our clients' counter parties.

With a solid track record in services such as M&As, Commercial, restructurings, litigation, arbitration and projects; and hosting a wealth of experience in sectors including banking, finance, telecommunication, industry, oil & gas, as well as tourism & real estate. Hafez & Partners represents some of the largest Egyptian & multinational entities, successfully closing deals & transactions worth over USD 20 billion.

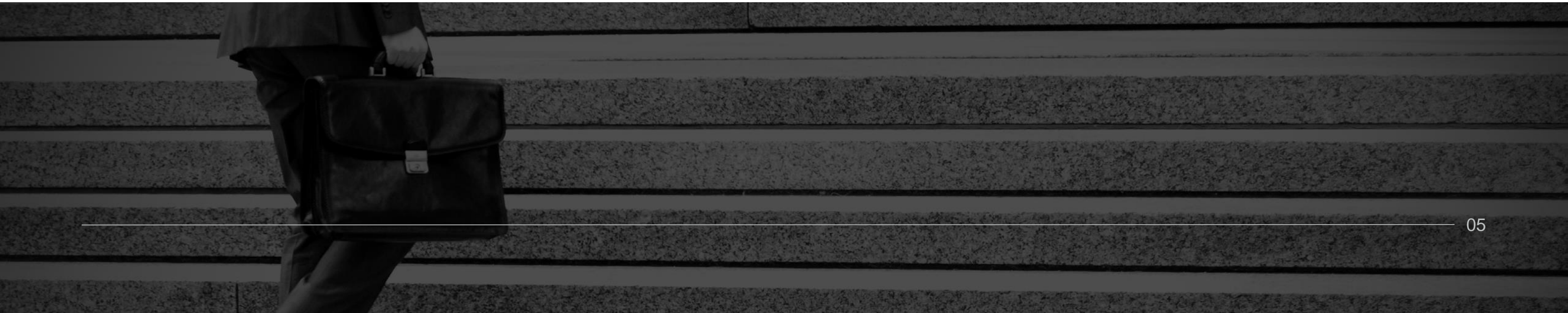
The Managing Partner founded the firm with the aim to be the go-to firm when clients are faced with their most challenging transactions and cases.

We hold a strategic relationship with the international law firm DLA Piper, which allows us to serve our clients through DLA Piper global offices.



About Us

Clients covet credibility, accessibility and value a firm whose reputation is ingrained in its expertise, commercial & progressive strategic thinking, and outstanding service.





About Us

1- Coveting credibility—valuing a firm whose reputation is ingrained in delivering exceptional due diligence, corporate compliance and corporate governance practices.

3- Recognizing respect as reflective of experience — esteeming a firm that proves its trustworthiness in the long-term partnerships it has built with its clients.

2- Appreciate accessibility—the commitment a law firm exhibits in making itself available, in being flexible and attentive, never hesitating to deliberate critical concerns that may arise.

4- Seeking strategic thinking — investing in a firm that enterprises creative approaches, which support growth, boost performance and increase profitability.

⁰² Our Clients



Our Clients

With our expertise in an array of service areas—from corporate governance, restructuring to dispute resolution, as well as merger and acquisitions—Hafez and Partners ally with our clients to deliver legal services that directly reflect in their businesses.



⁰³ **Our Services**



Our Services

We tackle every matter as a business opportunity to promote corporate agility, competitiveness, and fluidity in the face of industry disruption.

- *General Corporate*
- *Mergers & Acquisitions*
- *Litigation*
- *Commercial*
- *Capital Market*
- *Restructuring*
- *Arbitration*
- *Projects, Energy, Infrastructure & Financing*
- *Technology & Intellectual Property*
- *Antitrust & Competition*
- *Employment*



General Corporate

What makes Hafez & Partners stand out when it comes to corporate services is our ability to provide comprehensive solutions. From establishing local and offshore entities, to general corporate advice and services, such as registration and licensing, corporate administration, disclosures, submissions and approvals, Hafez & Partners protects shareholders rights.

Furthermore, Hafez & Partners works in tandem with government agencies and regulatory authorities such as GAFI and FRA, to ensure prompt responsiveness regarding critical corporate matters.



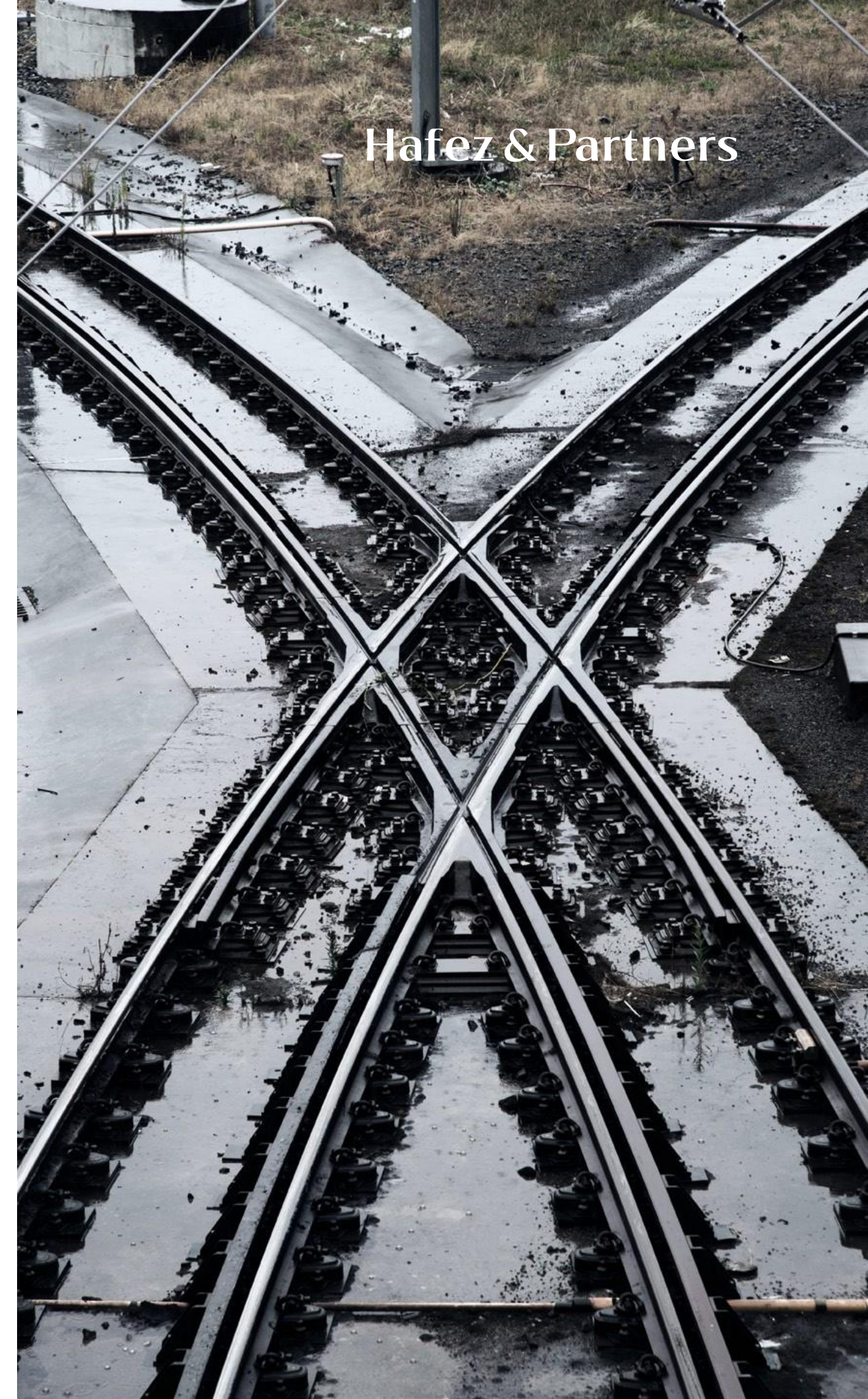


Mergers & Acquisitions

Successfully managing M&As means understanding our clients' priorities and targets, in order to adopt the most effective strategy, accommodating each deal with a fresh and different approach. Because Hafez & Partners appreciates that each transaction involves its own unique dynamics, we tackle all M&As as a stakeholder, thus delivering creative solutions that provide beneficial outcomes for all parties involved.

We put time and energy into meticulously researching information, quickly and closely, to positively impact the decision-making process for prospective or on-going transactions, while putting great emphasis on due diligence, which is instrumental in making or breaking a deal.

Above all, we possess the industry knowledge necessary to comprehend the nature and extent of risk involved; therefore, we are skilled at guiding our clients against possible adversities that may arise during the transaction.





Litigation

Trust, persuasion and confidence are the key attributes of great dispute attorneys— at Hafez & Partners, these traits are reflected through our reputation, expertise and track record in litigation. We utilize our team’s expertise and in-depth knowledge of the legal system to preempt disputes from escalating onto a downward trajectory— as a result, our dispute resolution team has spearheaded and carried out large settlements, worth billions of Dollars, across a spectrum of sectors, including telecom, industry, and oil and gas, sports, and FMCG.

Moreover, Hafez & Partners has enjoyed success in a plethora of other practice areas, such as competition, commercial, criminal, and real estate law, regarding high stake and sensitive cases brought before Egyptian courts.



Commercial

Hafez & Partners hones in on our clients' commercial objectives, assiduously assessing risks and diligently making recommendations rooted in best practices— ultimately finding the most advantageous legal solutions to meet those objectives. From contract law, to property, business, and tax law, we've mastered the skills to steer through the various complexities of the legal systems, as businesses explore innovative ventures, forge cross-border alliances and tap into new markets.

Be it a national level or on an international scale, Hafez & Partners diligently guides our clients through every aspect of commercial transactions, from procurement, to sales, agency and distribution, e-commerce, joint ventures and collaborations, manufacturing, logistics, licensing agreements, digital and business transformation.



Capital Market

Capital markets law entails a proactive approach, often requiring liaising with third-party entities and rallying the necessary resources to support public and private equity, as well as debt capital raising transactions. Companies, underwriters, and placement agents rely on Hafez & Partners to ensure regulatory compliance and structure deals that secure their financial interests.

Hafez & has evolved a strong team of industry-savvy experts, armed with deep insights in key growth sectors, who are further capable of tapping into creative resources that facilitate the listing process.

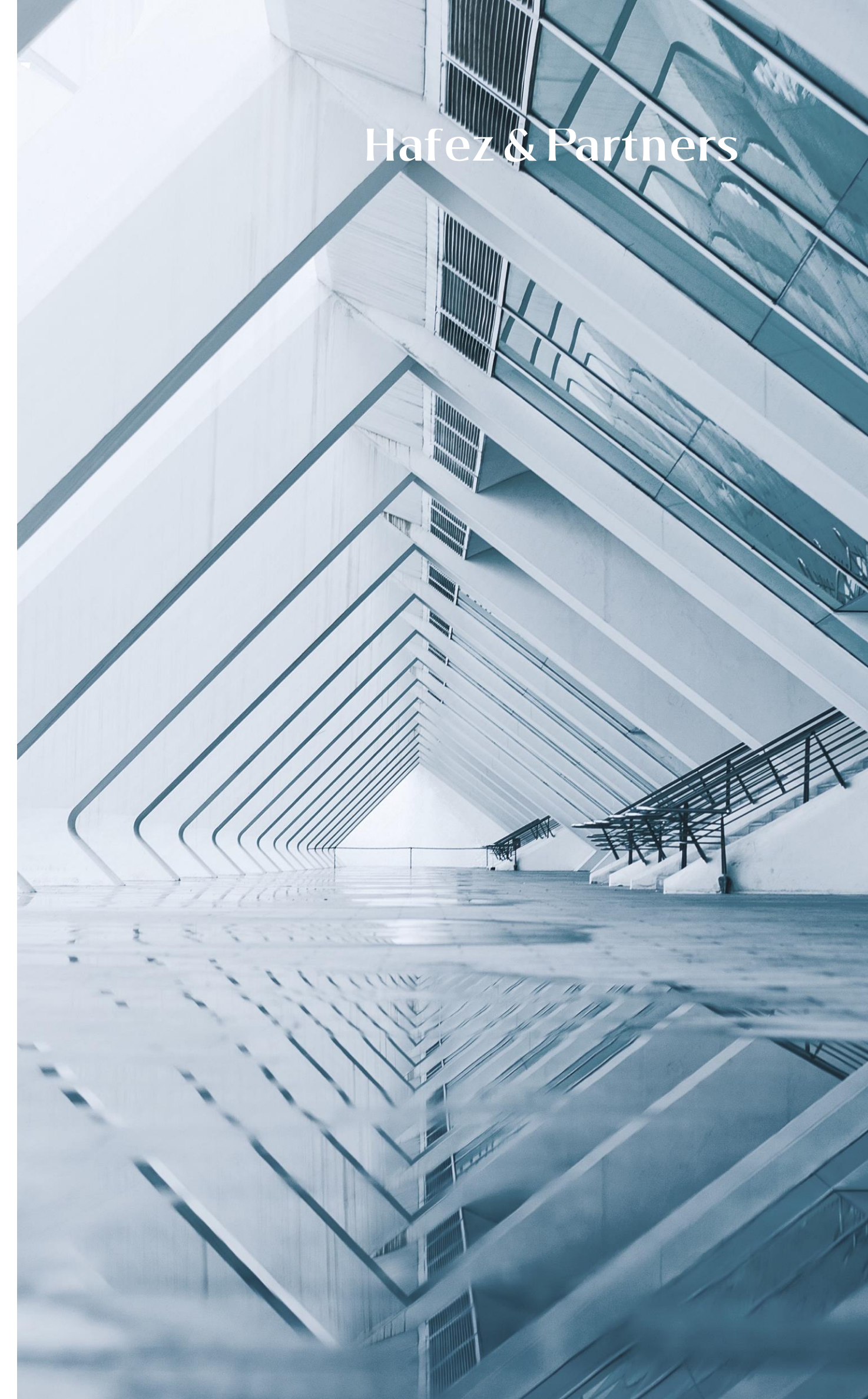




Restructuring

Restructuring requires expertise and knowledge regarding the various legal and tax incentives industries provide corporations; such insight enables businesses to employ the most flexible corporate governance practices, while capitalizing on the benefits offered by local and international jurisdictions.

Hafez & Partners retains a close network of international firms, as well as local and international tax advisors, across diverse jurisdictions, therefore is fully equipped to devise superlative structures that best serve our clients objectives.





Arbitration

Hafez & Partners arbitration practice extends from assessments, pre-dispute actions, representation in arbitration proceedings, whether institutional or ad-hoc, national or international, appearing before courts to enforce or resist enforcement of international arbitration agreements and arbitral awards, to negotiating and drafting settlement agreements or deeds pertaining to arbitration proceedings. Our team members have concluded landmark settlements worth billions of US dollars in the oil & gas and telecommunications industries.

Our arbitration team has worked on arbitration proceedings in a variety of industries and sectors such as cement, banking, heavy industries, sports, grains, real estate, and tourism. Having represented clients in disputes administered under the auspices of various arbitration institutions such as ICC, CRCICA, CAS and Gafta. And, because Hafez & Partners espouses a transnational corporate culture, we are equipped to carry out proceedings in Arabic, English, and French.



Projects, Energy & Infrastructure & Financing

Our experience across diverse industries has lent to Hafez & Partners' insight of industry technologies and the relevant regulatory repercussions in utilizing them, hence allowing us to measure, anticipate and manage our clients' risks, regardless the scale of the project.

From understanding the nature of the industry, itself, to comprehending the legal structure by which its governed, and most of all, possessing the knowledge and skill to secure contractual concerns and hurdles, Hafez & Partners successfully aligns with clients on specific projects they're pursuing in order to support them in expanding their businesses.

Two of the Middle East's biggest focuses are energy and infrastructure, and never before have these two industries been as intertwined as they are today. Energy runs the heart of every economy, while infrastructure lends it the mobility to go global. Thus, these two areas also require a great deal of finesse when it comes to managing finance, development agreements and regulatory matters.

With a strong foundation in an array of industries, such as oil and gas, renewable energy, infrastructure, telecom and IT, Hafez & Partners has piloted major deals, navigating challenges that arise between stakeholders, local authorities, and lenders. From obtaining regulatory approvals, to drafting and negotiating joint venture, power-purchase, and intergovernmental arrangements, as well as providing guidance pertaining to construction, operational and management issues, we proactively seek to understand the underlying macroeconomic picture affecting projects, thus crafting innovative solutions to mitigate credit risks.



Technology & Intellectual Property

Technology and intellectual property law are the most dynamic and challenging areas a law firm can tackle. As ideas, inventions and innovation become the most coveted currencies traded between businesses, the legal framework encompassing them evolves as fast as the technology does.

Hafez and Partners intrinsically understands the complexities of the tech and IP world, providing our clients with equally innovative and inventive solutions. We seek to protect our clients' fundamental values, while tapping into the economic advantages that new technologies and intellectual property offer. Thus, we partner with our clients to oversee complex transactions, structure new business models, and reduce the exposure they face in developing new technologies.





Antitrust & Competition

As corporate synergies are formed across borders antitrust, and competition has become one of the prevalent services in the legal industry today. Business growth often comes at a price – each acquisition, each buyout, each new market conquered, represents complex challenges in the regulatory field.

At Hafez & Partners, we simplify the complex—unraveling complicated legal frameworks to open channels allowing our clients to continue to thrive, compete and expand. We become our client’s ambassador, often negotiating their interests with government entities and international regulatory agencies. Most importantly, we work fast and efficiently, minimizing disruptive effects that may affect our clients’ business. With a track record spanning across a range of industries, Hafez & Partners’ team has handled some of the most intricate antitrust and competition cases.





Employment

As globalization catapults us into a world without borders, labor law has never played such a pivotal role for enterprises as it does in the 21st century. Hafez & Partners successfully navigates local labor laws, providing counsel regarding critical aspects that affect the employer-employee relationship. We also enjoy close relationships with regulatory authorities, further expediting our ability to assist corporations in remaining compliant with various labor laws.

Additionally, due to our solid background in guiding restructuring and redundancy programs, Hafez & Partners has extensive experience in drafting employment contracts and policies, while also housing a breadth of experience in reconciling employment concerns during restructures and M&As.

04 Transactions



Notable Deals & Transactions

- Our firm represents **Vodafone Egypt** in its acquisition of a stake in the subsidiaries Ebtikar Holding for Financial Services S.A.E, a company focused on nonbanking financial services. We advise Vodafone on the legal and regulatory updates in the sector and support them in their negotiation with the relevant authorities, including the Central Bank of Egypt, to obtain the required approvals for the sought acquisition.
- The firm acted as local counsel for **Majorel**, a leading global provider of next-generation end-to-end customer experience (CX) solutions for digital-native and vertical leading brands, on its potential acquisition of IST Networks ("IST"), a leading full-service CX Technology Services provider. DLA Piper Netherlands acted as international counsel for the transaction.
- Our team represented **Alturki Holding inc** its sale of 100% of their shares in the electronics retail Itisalat International (i2) and United Retail Company (URC) to Raya Distribution a subsidiary of Raya Holding.
- Our team represented **East Gas** in the deal involving a joint venture composed of local and international companies in the acquisition of a 39% stake in the submarine pipeline owner "East Mediterranean Gas Co. (EMG)", valued at \$520 million. This also involved obtaining an acquisition financing via a syndicated loan amounting \$150 million.
- Advising **General Electric (GE)** in their expansion in Egypt. This includes the incorporation of new entities and obtaining the relevant licenses. Our firm also advises GE on their sale of nuclear turbine business in Egypt. Our firm acts as the local counsel to the Egyptian portion of the transaction, supporting DLA Piper UK, acting as international counsel
- Our team represented a private international school in Alexandria in the sale of the full stake held by the family to NBK Capital.
- Our firm advises **Cotecna Egypt**, a leading testing, inspection and certification company, on their corporate governance and provides corporate secretarial services to the company. We support and represent them in potential expansion opportunities.
- Advised **Italia Trasporto Aereo S.p.A. (ITA)**, the Italian flag carrier (replacing Alitalia) in their setup in Egypt. This includes advising on the incorporation of new branch, obtaining the relevant licenses and advising on employment issues.
- Representing **Benya Capital**, an ICT company, including system integration and IT infrastructure in their expansion in the region. This includes its JV with the Arab Organization for Industrialization for the construction and operation of the largest fiber optics factory in the Middle East as well as its JV with SCPT in the Democratic Republic of Congo. Our firm advised them on financing from local banks and development banks both deals.
- Our firm advises **Bunge** on day-to-day business matters including commercial, regulatory, employment, banking and dispute resolution and general compliance with the local laws.
- Our firm advises **Careem** in their local expansion, aiming at the diversification of their local portfolio and their investment in the market.



(Cont'd)

- Our firm represents and advises the **European Bank for Reconstruction and Development (EBRD)** in the execution over a defaulting borrower for a facility amounting to EGP 400 million.
- Our firm advises **Eximbank of Russia** in relation an ECA-covered term loan facilities to another bank with presence in Egypt for the purposes of supporting the deliveries of the goods and services of Russian origin to Africa .
- Our firm represents an Irish aviation company in grounding and seizing an aircraft from its lessee following default.
- Representing **Entag/ECARU** in waste management and treatment projects tendered by governmental entities. Representing and negotiating of EPC contracts related to the projects.
- Representing **Grand Circle Cruises** including its set up of a joint venture in Egypt for the purpose of the acquisition of several assets and supporting the company in its resumption of its activities in Egypt.
- Representing **Bianchi For Tourism and Real Estate Investment** in their joint venture with Developer X for the co-development of a real tourism project in Egypt's North Coast, valued at EGP 1.8 billion.
- The team represented an Egyptian agriculture company in an appeal case before the Gafta, London. The dispute arises from sale agreements of fava beans imported from Latvia to Egypt. English Law applied. Approx. value at stake \$2 million.
- Our firm advised and represented **JWT**, a company in the WPP plc group which is the world's largest advertising, PR and media agencies on different legal streams to recover its outstanding dues from one of the Egyptian public authorities. Approx. value at stake USD 18 million.
- The team advised on the landmark settlement agreement of a two major arbitration proceedings, USD 6 billion ICC arbitration in Geneva and a USD 4 billion CRCICA arbitration in Cairo, arising out of a long-term gas supply contract relating to the export of Egyptian natural gas to Israel. This settlement caused the activation of the idle subsea pipeline owned by the East Mediterranean Gas Co. (Egypt) connecting between Sheikh Zuweid and Ashkelon.
- Represented **Vodafone Egypt** in the annulment of 800 million arbitral award rendered in favor of Etisalat Egypt under the auspices of CRCICA in the remarkable settlement amassing all four operators of mobile services in Egypt and the NTRA in ten years of disputes concerning the applicability of interconnection rates between the operators, were squashed and withdrawn. The settlement agreement has also set a new norm for re-fixing the interconnection rates under the patronage of the Egyptian Ministry of Communication and Information Technology and the NTRA. The settlement's approx. value EGP 2 billion.

⁰⁵ The Team



*Meet **The**
Minds That
*Run The Firm.**

At Hafez & Partners we don't consider ourselves legal counsel—we come in as longterm business partners with a crucial stake in your business' future.



Ahmed Hafez

Managing Partner

With a track record in closing Egypt's most politically sensitive transactions and litigations in white collar crimes both locally and internationally, Ahmed has spearheaded some of the country's most historically complex transactions, including an energy deal worth over \$20 billion.

His skill and experience in negotiating high-stake settlements between government authorities and corporations is extensive, having successfully represented high-profile corporations, such as one of the world's largest telecommunication providers, for whom he favorably settled, following a 10-year dispute with the national telecom regulatory body.

Launching his career at one of the region's most reputable and recognized financial institutions, Ahmed went on to join a globally ranked law firm, before being appointed Legal Counsel of the MENA region at a renowned French cement multinational, where he covered politically volatile areas and countries.

In 2013, Ahmed founded one of the leading law firms in Egypt, and in 2018, he was appointed Managing Partner of the firm during which he managed to catalyze the growth of the firm's revenues, transactions, and client-base, meriting the firm a top tier ranking.

Earning a double degree from Université Paris 1 Pantheon-Sorbonne in France in International Business Law, and a law degree from Cairo University, Ahmed also holds a Master's in International Business Law from the University of Toronto, Canada.



Hadir ElHakim

Partner, Corporate and M&A

With extensive experience in general corporate law, mergers and acquisitions, corporate restructuring, commercial and ancillary agreements, Hadir has closed deals worth billions of dollars for clients across a spectrum of regulatory-intensive industries, such as telecom, energy, infrastructure and ICT.

Leading high-profile M&As and project transactions, Hadir possesses prolific expertise in counseling clients when it comes to complex regulatory approvals regarding the transaction, sale and acquisition of resource projects in oil and gas, renewable energy, infrastructure, education, and real estate.

Some of her more notable deals include representing Vodafone in its recent acquisition of Ebtikar Holding for Financial Services S.A.E.; developing the corporate structure for East Gas's stake acquisition in the East Mediterranean Gas Company and, representing Benya Capital in its negotiation with the Arab Organization for Industrialization to establish fiber optics cable factories in Suez as well as its venture in the Democratic Republic of Congo and Saudi Arabia.

Hadir has a Bachelors of Law in business law from both Cairo University and the Université Paris 1 Pantheon- Sorbonne, in addition to a Masters degree from the University of Toronto.





Dr Khaled Fahmy

Executive Director – Head of ESG and Sustainability

He is an environmental economist with over 30 years of experience in institutional and policy reform in Egypt. With a deep understanding of the policy reform process in Egypt, Dr. Fahmy has extensive experience working with key business development GoE counterparts including the Ministry of Environment, Ministry of Trade and Industry, Industrial Development Authority, MSMEDA, Ministry of Planning and Economic Development, Ministry of Local Development, Ministry of Finance, and Ministry of Investment.

His experience also covers diverse areas including local development, entrepreneurship, small medium and micro enterprises, governance, decentralization, civil society development, as well as research, program/project design, planning, implementation, monitoring and evaluation. Most recently, Dr. Fahmy was the Minister of Environment for two terms and formulated and implemented market based economic policies and tools to secure tangible environmental improvements.

He served as Deputy Chief of Party for five USAID projects working on green economic development, decentralization and governance issues, and served as senior technical expert and researcher on various projects funded by DANIDA, the World Bank, German Government and UNDP. These positions, coupled with a wider view on the national development agenda, have provided a unique mix of experiences interfacing the conceptual to the operational and the local to the regional and international.



Thank You