

A photograph of the interior of Antelope Canyon, showing smooth, undulating sandstone walls. A large opening in the center reveals a bright, starry night sky, likely the Milky Way. The lighting is dramatic, with the walls in deep shadow and the sky providing a brilliant light source.

ASAR

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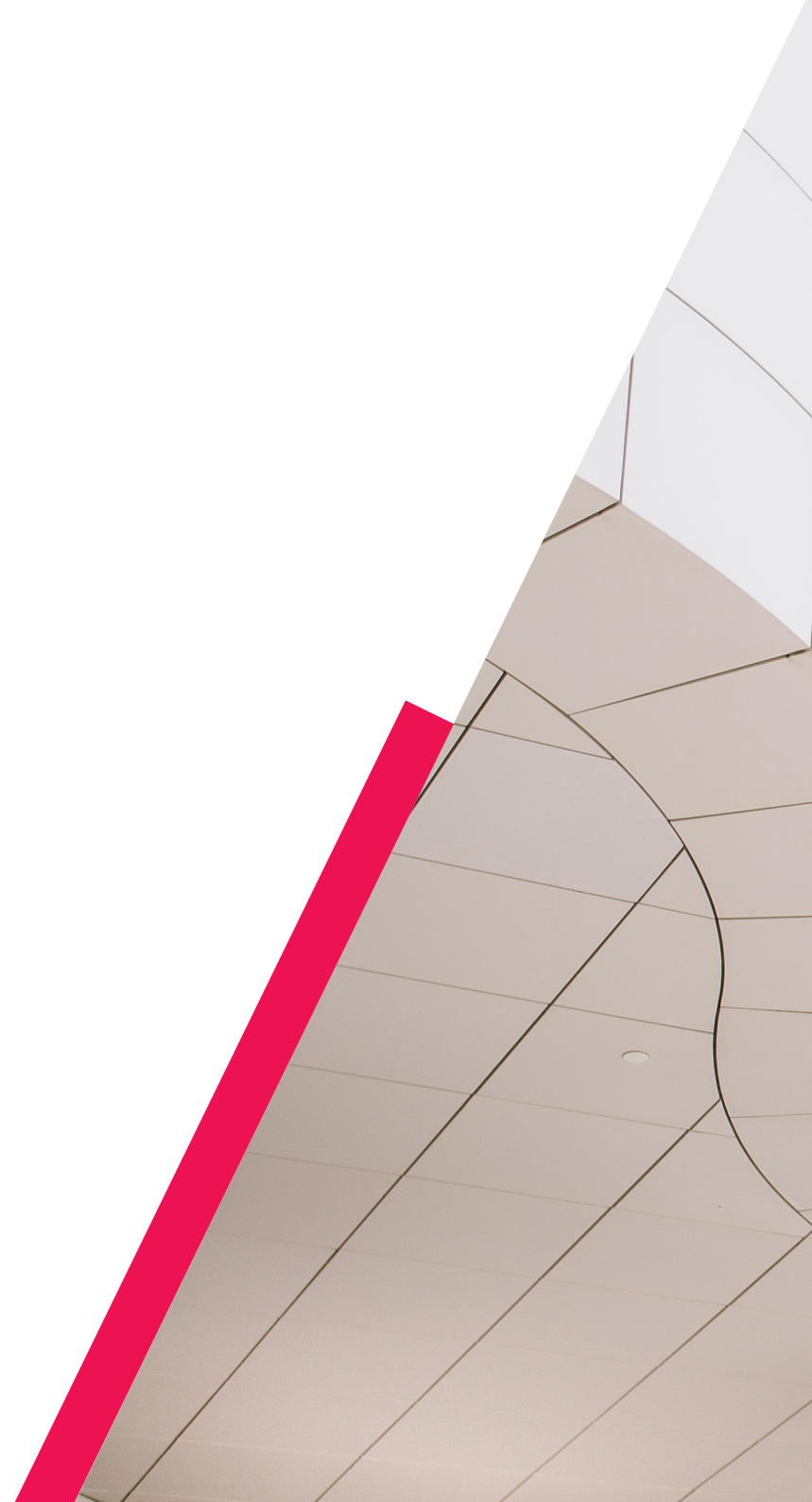
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Our Story

ASAR – Al Ruwayeh & Partners (ASAR) is Kuwait's leading Tier 1 corporate law firm, and one of the most prominent firms operating across the GCC. ASAR has been operating in Kuwait for over 35 years, in the Kingdom of Bahrain since 2006, and is recognised for professional legal services of the highest order. As one of the region's premier law firms to many foreign and domestic multinational companies, we advise many of the biggest and most ambitious organisations across all major industries and we are consistently considered as the number one law firm of choice.

With our team of lawyers spanning two emerging and highly competitive markets in the GCC, our expertise extends over a wide range of areas that cater to the needs of local and foreign multinational corporations, banks and investment companies, industrial conglomerates, governments and state authorities, and private clients. The firm has multilingual capabilities and provides services in, amongst others, English, Arabic and French.





Diverse talent for diverse needs

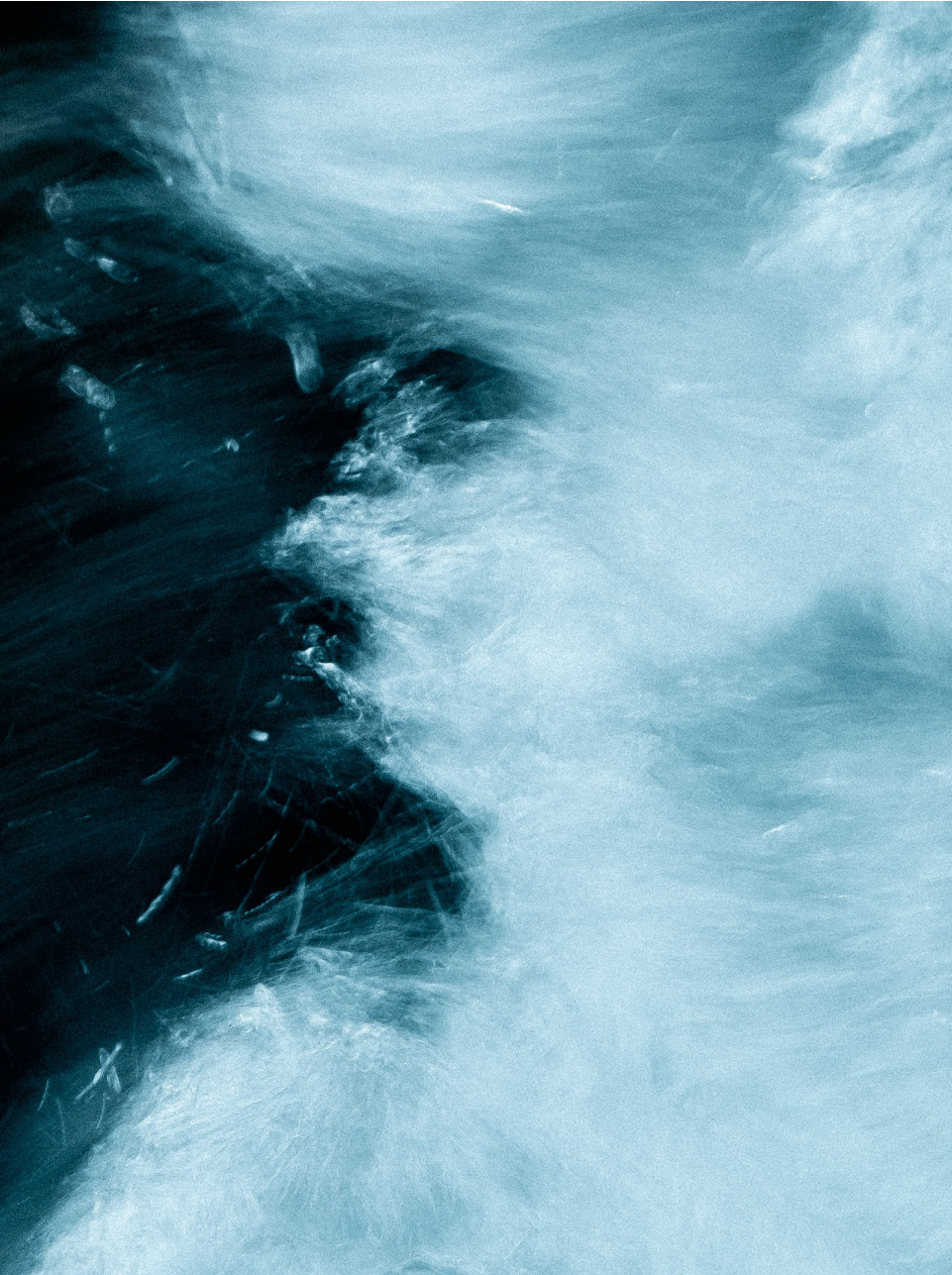
Why ASAR?

ASAR provides the highest quality legal services to our clients. With our lawyers covering both the jurisdictions of Kuwait and Bahrain, we have the ability to assist our clients with their most challenging matters – no matter where they arise or what they entail.

Our lawyers' seamless teamwork, exceptional capabilities and innovative thinking enable us to deliver outstanding representation and results. Our successes are grounded in the fact that in an ever-changing world, our culture, values, and commitments to pro bono, diversity and community service never waver.

ASAR is consistently rated as a leading corporate and commercial law firm by reputable legal guides such as the International Financial Law Review (IFLR), the Chambers Global Guide, the Legal 500 and the Practical Law Company.





Our Offices

ASAR is the largest full service corporate and commercial law firm in Kuwait and one of the largest in the Middle East, with strong connections throughout the Gulf region. To offer maximum coverage to our clients across key jurisdictions of the world, we naturally operate our own offices, but also have associations and relationships with law firms across the world to ensure we can provide seamless legal services to our clients regardless of the jurisdiction their matters relate to.

Our Offices:

ASAR currently operates offices in Kuwait City in the State of Kuwait, and Manama in the Kingdom of Bahrain.

Relationship firms:

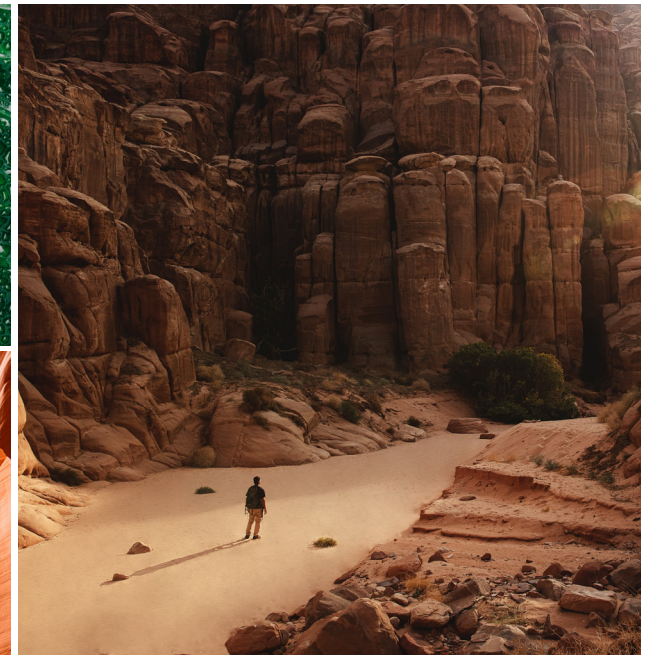
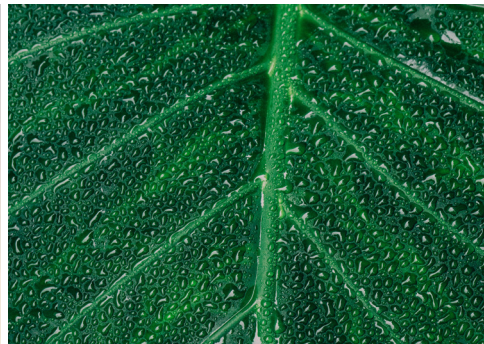
ASAR maintains close working relationships with law firms throughout the Middle East, Europe, North and South America, Africa, Asia and Australia.

Our People

With our team of professional lawyers, we respond quickly and timely to clients' urgent needs and can allocate adequate resources to attend to assignments and projects.

With our lawyers covering both the jurisdictions of **Kuwait** and **Bahrain**, we draw on extensive regional experience and knowledge of the relevant laws, regulations and practices.

ASAR has been involved in some of the most innovative and complex projects and transactions in Kuwait and is best placed to provide valuable insight into Kuwaiti and Bahraini considerations – both legal and practical.



Agency & Distributorship

Foreign companies wishing to conduct business in the Gulf region will often need to establish an agency or distributorship relationship with a local individual or entity.

We help our international clients to create these and other vehicles in compliance with provisions regarding their ownership and operation under the relevant local laws. We have extensive experience helping our clients to achieve their business goals while mitigating their legal exposure when entering into and terminating agency or distributor relationships.

AVIA- TION

Aviation

Our aviation team advises most of the leading names in aviation as well as emerging players around the world, including manufacturers, airlines, lessors, financial institutions, corporations, individuals and other investors.

We pride ourselves on our in-depth substantive knowledge, commercial awareness, and ability to execute transactions efficiently. Our team advises on a broad range of aviation law matters such as registration and deregistration of aircraft, leasing, securitization, collateralization, the application of international conventions and general regulatory matters. We are also current on all types of aviation finance debt products and leasing structures. In this regard, we represent the most active international participants in aviation finance including major banks, leasing companies, airlines, traders and manufacturers.

Our team keeps track of aviation law developments around the world and we are active members of the Middle East Contact Group of the Aviation Working Group.



Banking & Finance

ASAR is proud to have a leading banking and finance practice. We provide a full range of banking and financial advisory services, including structuring transactions, drafting finance documents (e.g. loan documents, security documents, guarantees, fee letters, and intercreditor documentation), managing conditions precedent processes, issuing legal opinions and assisting with negotiations.

We typically advise both lenders and borrowers about the full range of conventional and Islamic based financial transactions and structures, including bilateral loans, club deals, and syndicated loans.

Our expertise further entails specialized financing transactions such as project finance, structured finance, aircraft finance, ship finance and other asset finance transactions.

ASAR is also at the forefront of advising on complex finance products and regularly advises on derivatives, including providing advice for ISDA and GMRA documentation and other master agreements.

Capital Markets & Securities

We pride ourselves in being market leaders in the local and Gulf region's capital markets and securities markets, and as such, we are well positioned to assist our clients with their capital markets and securities related matters.

Our comprehensive services include:

- / Advising and assisting parties such as local and international banks, investment companies, placement agents, portfolio or fund managers, local agents and subscribers.
- / Advising on a range of matters including the issuance of bonds and sukuk, securities regulation, initial public offerings and the marketing, offer and/or sale of local and foreign issued securities.
- / As capital markets and securities laws in the Gulf region continue to develop, the legal and regulatory environment surrounding the introduction of local and foreign securities into Gulf markets continues to evolve and become more sophisticated and stringent. We offer comprehensive and practical expertise related to complying with the current and developing regulatory requirements in the Gulf region.



LITIGATION -

TION

Commercial Litigation & Arbitration

ASAR has significant litigation and arbitration experience. Our firm has vast experience conducting litigation matters in areas such as banking, construction, insurance, property, taxation and employment. We also have experience with complex litigation, including military supply contract disputes and oil construction claims and advise clients on dispute resolution, including courts and arbitration. Our litigation team not only conducts contentious litigation but can also be very instrumental in assisting clients to achieve alternative means of resolving their commercial disputes, contract disputes and oil construction claims, and advise clients on dispute resolution, including courts and arbitration.

“Leaps and
bounds over its
peers in Kuwait.”

- Legal 500

Competition

Several countries in the region have enacted competition laws to keep up with global standards. In Kuwait in particular, with Kuwait's Competition Protection Board now fully operational, compliance with the new regulatory regime is high on the corporate agenda for all businesses.

Our competition practice advises clients on all aspects of competition law arising from impact on prospective business transactions, representation related to governmental investigations, litigation, notification requirements and general compliance with the competition law in Kuwait.

Construction & Real Estate

ASAR has extensive experience with the construction industry's requirements throughout the Gulf region, and can assist clients on all matters arising from inception to completion of construction projects.

ASAR is also proud to have a practical and in-depth understanding of the legal environment applicable to construction projects in the Gulf region. We advise on a wide scope of matters relating to construction projects including the tender process, contract drafting (including applying recognised standard forms), offset requirements, local zoning requirements, advice at pre-contract and contract stages, owners' claims for delays and defects, general dispute resolution, contractors' claims and settlement agreements.

Our real estate team has a reputation for offering pragmatic legal advice that makes perfect business sense on all manner of commercial and residential transactions.

Our clients include major property companies, institutional investors, and public sector organisations. We advise on investment acquisitions and disposals, development projects, sale and leasebacks and other real estate structures, as well as the more routine landlord and tenant matters such as relocation and lettings, and handling litigation.



A person wearing a black thobe and a red and white checkered ghutra stands in a desert canyon, looking up at a bright light source between rock formations. The scene is dramatic, with the sun or moon shining through a narrow opening in the canyon walls, creating a strong lens flare and illuminating the person's head and the surrounding rock. The person is seen from the back, standing on a sandy path. The canyon walls are rugged and layered, with some sparse desert vegetation at the bottom.

Corporate

Various forms of corporate vehicles are available to both local and international investors and companies wishing to conduct business in the Gulf region.

ASAR ensures the necessary technical expertise to help clients select and structure the most appropriate vehicle with which to pursue their business interests. Our vast client-base covers all sectors of the economy, including construction and engineering services, oil services, travel and tourism, computer technology and consumer products of all kinds. We are equally at home advising a start-up as we are an established multinational corporation. Whether a client seeks to establish a new company, create a joint venture, open a branch or representative office or establish any one of the different corporate forms available, we are able to provide comprehensive and detailed advice and practical assistance, allowing them to focus on their business strategy and goals. Establishing corporate entities and drafting the contracts necessary to establish their business arrangements is one of the core areas of our practice.

Data Protection & Privacy

Data protection and data privacy issues affect all business and industry sectors. Failure to respect people's privacy or ensure the security of their data can severely damage a company's brand, influence consumer buying decisions and result in regulatory sanctions.

Navigating the myriad complexities around data protection and data privacy are best done by experts properly equipped to give legal advice that is clear, accurate, and future focused. We have concentrated on keeping an up-to-date understanding of the data protection and privacy issues in Kuwait and Bahrain, even as new laws and regulations are issued in this fast-paced field.

In **Kuwait**, the data protection rights do not emanate from specialized data privacy legislation. Rather, various legislations contemplate the privacy of an individual.

In **Bahrain** the approach in relation to protection of personal data is modeled on the EU approach, with local adaptations. A slew of recently enacted laws indicates a trend that Bahrain is positioning itself to be a regional data center hub by striking a balance between the protection of individual rights of privacy and the thriving digital economy.

Our experience and legal skills allow us to understand the compliance requirements of a global corporation vis-à-vis the local data protection regime.

We have experience assisting employers, major international financial institutions and local and international companies addressing data protection and privacy issues, including devising data protection strategies for our clients and assisting with their implementation strategy to comply with legal obligations.

Employment

Employment law issues touch all levels of business, from workplace disputes through to corporate acquisitions.

At ASAR, we offer expert advice and support in relation to every aspect of the employment relationship, helping our clients to reach agreements and resolve disputes in a commercial and most cost-effective manner.

Our services include:

- / Advising on employment laws
- / Resolving employee claims
- / Advising on local hire requirements
- / Drafting employment contracts
- / And preparing complex policy documentation

Our litigation team is also on hand to assist with any employment matters that may turn contentious.





Environment

More than ever, the environment is at the forefront of policy with new laws impacting on every area of business.

Failure to comply with legislation can result in fines and civil claims as well as damaging headlines. We offer clear, commercial advice and guidance on a wide range of concerns, from air quality and contaminated land to hazardous waste and water pollution. Our team regularly advises clients in every industry from energy companies and multinational manufacturers to regulators.

Franchising

Franchising is quite popular throughout the Gulf region and several foreign entities have taken the franchise route to market and sell their goods or services.

As many of the Gulf countries have yet to develop a specialized “franchise law” which would govern many of the typical franchise style arrangements common in the West, there are unusual, and sometimes complex, considerations which may apply to a typical franchise arrangement.

Our firm’s considerable experience in advising and assisting businesses to establish franchise arrangements, in both single and multi-territory arrangements, allows us to identify potential issues and to advise on appropriate and practical solutions to mitigate a franchisor or franchisee’s exposure to legal roadblocks. We act for both franchisors and franchisees and are well-placed to assist clients seeking to establish franchises in the Gulf region in all industries, including food and retail industries regulators.

Government Procurement

Considering the unique nature of tendering procedures in each country, it is critical for businesses to receive the best legal advice from experienced local professionals, who not only understand the legal requirements, but also the practical aspects of being involved in governmental and public procurements.

ASAR provides legal and practical advice on every area of public procurement law and across all sectors, including construction, energy, oil and defense. Contracting with public authorities presents ever-changing statutory and regulatory requirements, along with unique processes and consequences. This underlines the importance of having experienced, practical support focused on minimizing risk and avoiding disputes.

When disputes do arise, our litigation team brings a wealth of experience in resolving issues with governmental and public authorities and institutions, including before the Kuwait and Bahrain courts.





Insurance

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Our insurance team deals with commercial and corporate insurance work, reinsurance work and dispute resolution, acting for insurers and reinsurers, as well as for major insured companies and their insurers and brokers.

Through our in-depth knowledge of the market and its dynamics, we are known for our high levels of client service and for our commercial approach. As part of our scope of services, we regularly advise clients on regulatory and compliance matters, and also assist in drafting policy and treaty wordings. Additionally, our firm has substantial experience in insurance and reinsurance arbitration and litigation, in all classes of business.



Healthcare & Life Sciences

ASAR takes a comprehensive approach to serving the needs of pharmaceutical, biotechnology and medical device clients.

We have extensive experience, both legally and practically, in addressing the increasingly complex regulatory and practical challenges faced when seeking to enter the **Kuwait** and **Bahrain** markets, including structural and regulatory complexities.

We regularly assist clients in dealing with governmental regulatory agencies, including the Ministry of Health, in offering practical solutions and minimizing risk.



INTELLEC- TUAL

Intellectual Property

ASAR has developed an expert intellectual property team to deal with all aspects of intellectual property from establishing and protecting intellectual property rights to defending them against exploitation and infringement through litigation and enforcement.

Our team regularly advises clients on matters such as trademark registration, passing off, brand management and licensing, design and copyright identification/protection, infringements, and database rights.

Islamic Finance

ASAR has one of the strongest Islamic finance teams in the Gulf region, and we have received **several awards** and **accolades** in connection with our Islamic finance practice.

We provide creative, flexible, market-leading and cost-effective solutions for our clients and the projects in which they are involved. Our team has a profound understanding of the principles and requirements of Shari'ah and is broadly experienced in structuring Islamic investments, financings and products across the Gulf.

We can help you to reach practical and innovative Islamic financial solutions by overcoming the challenges posed by different legal, tax and regulatory systems. Our Islamic finance expertise includes structuring and advising on the full range of Islamic finance contracts, including Ijara, Istisna'a, Mudaraba, Murabaha and Musharaka. We also regularly work with many different Shari'ah committees and advisors.



The image features the word "TECH" in a large, bold, sans-serif font. The letters are white with a thin black outline, set against a solid red background. The "T" and "E" are in the top row, and the "C" and "H" are in the bottom row. A small hyphen is positioned between the "E" and the "C".

Media, Communication & Technology

Our media, communications and technology practice extends to traditional telecommunication fields and further to fintech, cloud computing and other areas of cyber regulation.

We have a deep understanding of the regulatory regime in **Kuwait** and **Bahrain** concerning telecom licensing, satellite services, cryptoasset regulations and e-government systems. In the fast-paced field of technology, we understand the needs of our clients, including software and hardware manufacturers, local telecommunication companies and banks expanding into growing fintech enterprises. We also balance our local knowledge with the diverse background of our employees to provide pointed and nuanced advice to clients from various jurisdictions on working with Kuwait and Bahrain organizations.

We expect to see the technology fields continuing to expand as Kuwait, and particularly Bahrain, seek to position themselves as world leaders in these developing areas. We are focused on keeping up to date with new laws and regulations in the field to ensure that our clients can operate efficiently and profitably within these regulatory regimes.

Mergers & Acquisitions

With increased foreign interest and investment being directed to the Gulf region, mergers and acquisitions is a rapidly developing practice area.

Identified as a leading adviser on mergers and acquisitions, ASAR actively represents both local and international clients in the processes involved with corporate acquisitions in a constantly evolving regulatory and legal environment. We typically assist our clients regarding each step of any acquisition.

We advise and assist on transaction structures, preliminary agreements, due diligence, acquisition documents, acquisition financing, transaction negotiations, and closing procedures. We also facilitate compliance with stock exchange and regulatory requirements including block trading rules, tender offer regulations and interfacing with bourses, brokers and governmental officials.

ASAR is also equipped to support clients to realize the full value of their proposed transactions. Over the years ASAR has advised on many of the most complex and innovative acquisitions in Kuwait and Bahrain and has won several international awards in this regard.



PPP & PFI Projects

ASAR is at the cutting edge of advising on Public Private Partnership (PPP) and Private Finance Initiative (PFI) projects.

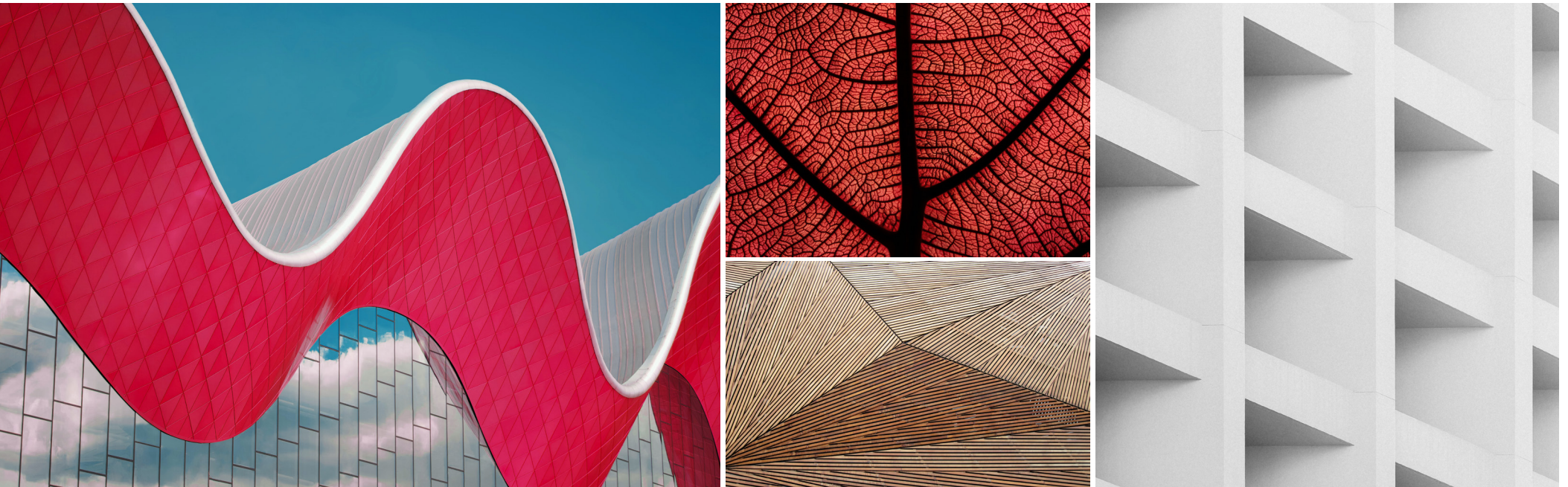
We have a leading reputation for providing commercially focused advice to various parties involved in major public transport and infrastructure projects, from governments and project sponsors to key ancillary parties such as consultants, lenders, contractors and property developers.

We cover all aspects of these projects, including the development of both appropriate regulatory frameworks and contractual structures together with review and advice on sector governance, economic, commercial and environmental regulations.

We are well known for our ability to get to the core of complex and novel issues and for being creative

in delivering commercial outcomes in difficult circumstances.

In Kuwait, our firm has been involved in the vast majority of PPP projects having represented awarding authorities, private sector consortia, and subcontractors including building contractors.



Oil & Gas

Our firm has substantial experience assisting both foreign and local entities with doing business in the Kuwaiti oil and gas sector. Although Kuwait and other countries in the region are taking steps to diversify their economies away from oil and gas, and certain projects are reserved for local entities, the oil and gas market in Kuwait remains robust and valuable opportunities continue to arise in the country.

ASAR offers practical and focused legal services that put our clients in the best position to take advantage of valuable projects in this sector while taking account of increasingly important environmental considerations and other relevant nuances of the Kuwaiti legal regime.

We have assisted both private and Kuwaiti government clients with a wide range of subjects in the oil and gas sector including setting up joint ventures and special purpose vehicles with the aim of pursuing supply and

distribution arrangements, assisting in tendering arrangements with Kuwaiti government entities, advising on the sale and acquisition of facilities (such as refineries), and supporting clients in contractual disputes and litigious matters relating to projects in the oil and gas sector.

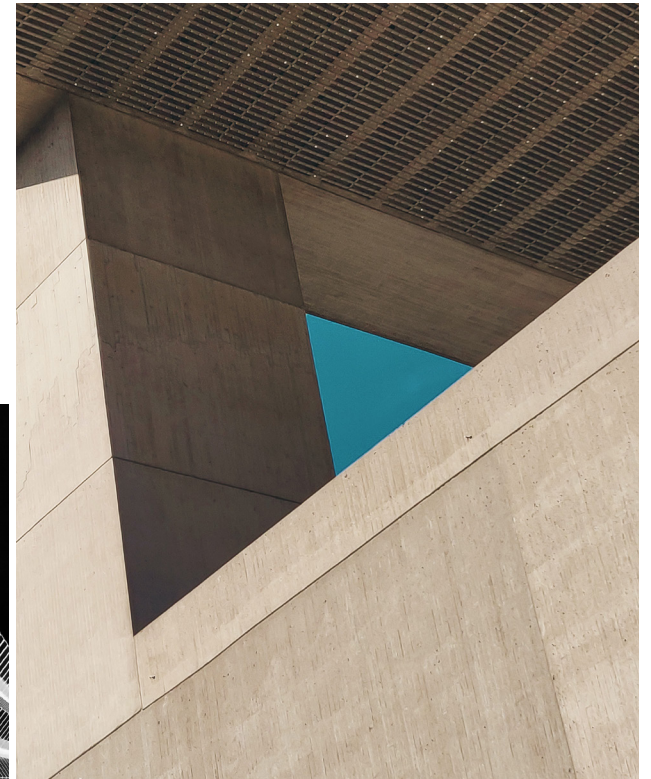
With respect to natural gas, while Kuwait is primarily known for its substantial oil deposits, since the first gas processing complex was commissioned in 1979, the country has dedicated considerable resources to increase its natural gas production. It is expected that production at the gas rich North Kuwait Jurassic fields will be fully operational within the short to medium term and that by 2031/2032, Kuwait will be producing around 3.5-billion standard cubic feet of natural gas per day.

Kuwait Petroleum Company has even recently initiated a long-term strategy for the expansion of both the upstream gas exploration and downstream gas refining sectors, as liquefied natural gas is reportedly being considered as an environmentally friendly option to accommodate a large portion of Kuwait's energy needs. Accordingly, opportunities in the Kuwaiti gas sector are expected to expand considerably in the near future.

Private Equity

ASAR regularly advises private equity houses, investment companies, investors, banks, and management teams on highly complex primary and secondary buyouts. Our clients benefit from our team's wide experience in corporate acquisitions, as well as our wide range of sector specific expertise in energy, financial services, retail and manufacturing.

Our team has advised on considerable regional and international transactions, including some undertaken in particularly difficult jurisdictions.





Private Client Services

ASAR's private client services practice group assists clients in all areas relating to wealth management, wealth transfer, estate planning, philanthropic giving and business succession planning.

• **Our comprehensive services include:**

We routinely counsel family offices, high and ultra-high net worth families and individuals and assist successful business owners and entrepreneurs. We provide bespoke advice on estates, tax strategies, business strategies and estate disputes. Decisions about passing wealth to the next generation or restructuring a closely held business involve personal considerations about family, duty, and legacy.

ASAR's private client service team is a trusted family advisor and provides dedicated counsel through life's most significant transitions so that clients' goals are achieved and their legacies maintained.

Restructuring & Insolvency

At ASAR we act for banks, professional advisors, directors and members of companies, partnerships and individuals including both creditors and debtors in every aspect of restructuring and insolvency, whether corporate or personal, contentious or noncontentious.

We offer a first-rate, efficient, expedient and economic service based on our thorough knowledge of the subject and the unrivalled experience of our team. We regularly provide advice to companies, directors, lenders and other stakeholders on the financial restructuring of companies. Our experience includes providing advice in respect of debt-to-equity swaps, restructuring or re-scheduling of senior, mezzanine and unsecured loans and other financial instruments including bonds and swap arrangements.

We have significant experience in formal restructuring mechanisms such as voluntary arrangements and schemes of arrangement as well as informal bi-lateral negotiations. Our team also has considerable experience in dealing with every aspect of insolvency in respect of the disposal and recovery of assets, antecedent transactions, and all aspects of insolvency, whether of a contentious or non-contentious nature.

Shipping & Maritime

Over the years, ASAR has developed an expansive and comprehensive shipping and maritime practice that has resulted in our growing reputation of being leaders in the field. We represent leading shipping companies, international banks, insurance companies, and various local shipping companies in the Gulf region.

Some of the services we offer include representation of cargo owners, carriers, ship owners and insurance companies in matters such as shipping litigation, ship arrests, ship mortgages and ship finance. Our services extend to the preparation of appropriate documentation and investigating accidents and incidents.

Taxation

In an increasingly complex tax environment with constantly changing legislation, you need the right people, the right knowledge and the right approach to anticipate tax issues before they become problems.

Our firm regularly advises foreign and local clients on their taxation matters, including taxation incidence, double taxation treaties and tax exemptions. We also provide transactional structuring advice from a tax perspective.

Additionally, our firm has also developed a formidable tax litigation practice winning high value landmark taxation cases in Kuwait. Having the ability to advise on tax matters and to conduct litigation if matters turn contentious, enables us to offer a comprehensive tax service to our clients.



Venture Capital

We have worked with founders in launching emerging companies across all types of industries, including high technology, life sciences, healthcare, education, e-commerce and consumer products and services.

We help these businesses to grow and flourish into successful sustainable businesses. Similarly, we represent venture capital and other investors who invest in early and growth stage companies.

Clients who work with us benefit from our attorneys' extensive, practical experience representing both entrepreneurs and investors. We help to innovate and create bespoke solutions to problems when dealing with fast-moving, emerging businesses or start-ups in a jurisdiction where the existing legal framework is not always developing in step with entrepreneurs and their businesses.

Our work encompasses the complete life cycle for emerging companies. We provide comprehensive support, including advising on fund formation, incorporations, financing, intellectual property, employee share incentive schemes, licensing, distribution and commercialization, mergers and acquisitions.





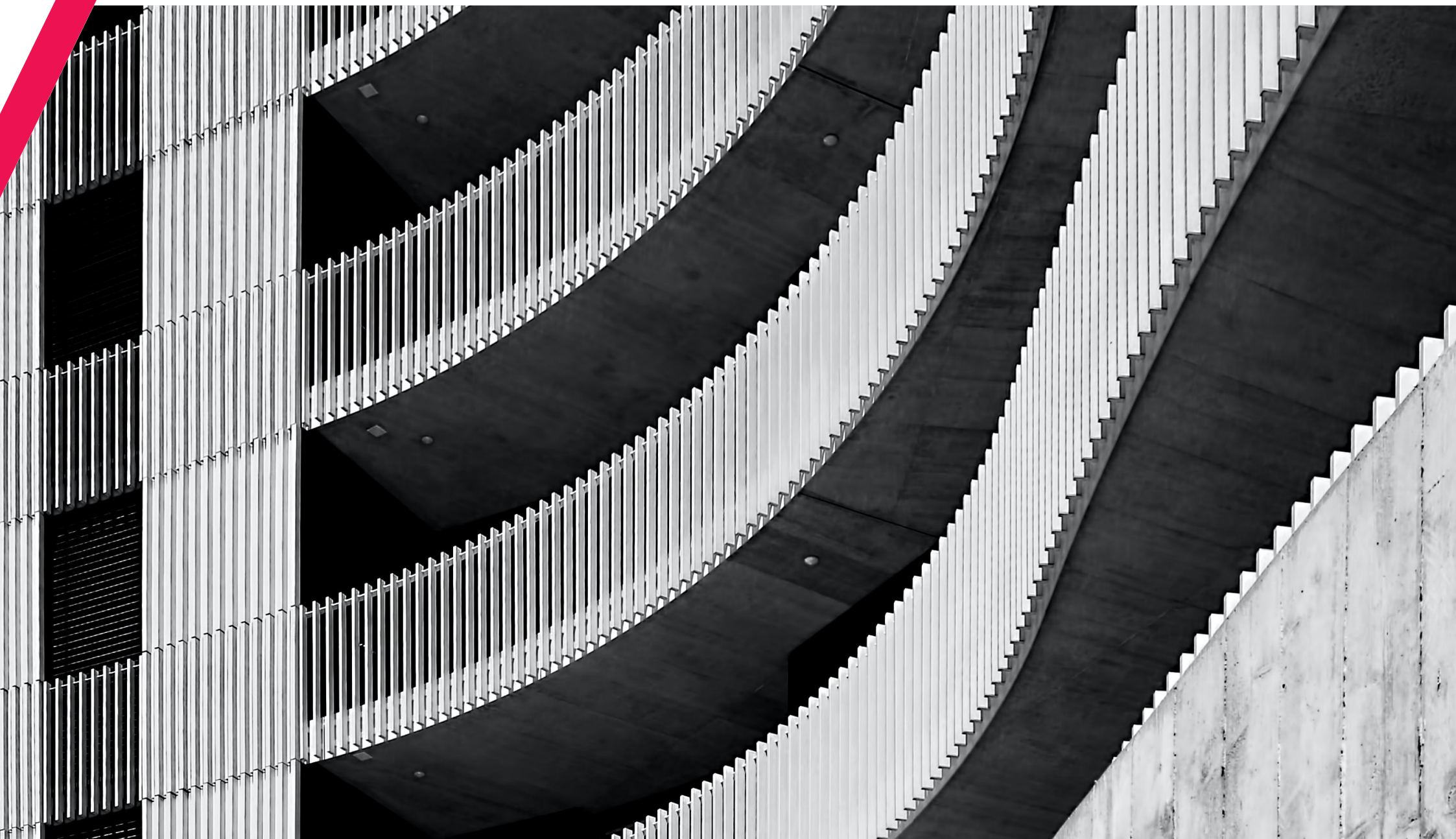
White Collar Crime

ASAR's white collar crime practice team is made up of specialized lawyers with multidisciplinary experience, who deliver bespoke advice to clients.

Our practice covers financial crime areas such as tax, money laundering, bribery, corruption and financial fraud. We draw on our extensive experience in related practice areas such as restructuring and insolvency, commercial litigation and arbitration and competition law.

Our lawyers have an excellent understanding of investigations and enquiries, and the subsequent litigation proceedings, enabling them to guide clients through the entire process and increase the prospect of a successful outcome. Clients turn to us for defense in criminal investigations, parallel regulatory investigations, criminal trials, asset freeze and forfeiture proceedings.





Connect With Us



www.asarlegal.com

