



# Decades of successful practice

Leading the legal industry in Kuwait and Bahrain

[www.asarlegal.com](http://www.asarlegal.com)

# Our Story

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ASAR – Al Ruwayeh & Partners (ASAR) is Kuwait’s leading tier one corporate law firm, and one of the most prominent firms operating across the GCC. ASAR has been operating in Kuwait since 1977, and in the Kingdom of Bahrain since 2006, and is recognized 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 organizations across all major industries and we are consistently considered as the number one law firm of choice.

With our team of lawyers and 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 English, Arabic and French.



# Why ASAR?

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ASAR is committed to excellence and to providing the highest quality of 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

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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.

In order 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 firms across jurisdictions of 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

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With our more than 30-strong team of professional lawyers based in 2 locations, we are able to 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 are able to draw on their 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.



# Capital Markets & Securities

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We pride ourselves in being market leaders in the local and the 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 offers 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.



“Extremely *responsive*  
and the advice is  
always sound.” - *Legal 500*





# Agency & Distributorship

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

“*Widely recognized as  
a leader in Kuwait.*” - *IFLR 1000s*

# Banking & Finance

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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 inter-creditor 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.

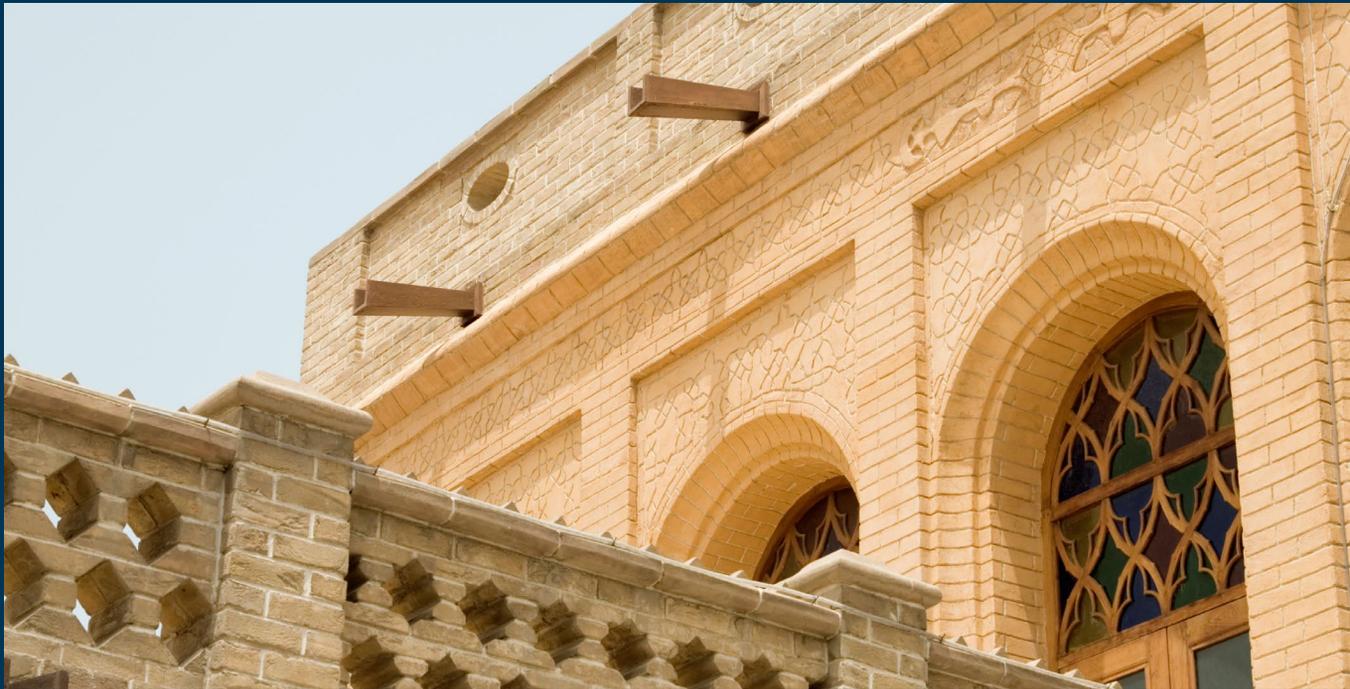
Our expertise further entails specialized financing transactions such as project finance, structured finance, aircraft finance, ship finance and other asset finance transactions.

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.

# Commercial Litigation & Arbitration

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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, oil construction claims, advise clients on dispute resolution - including courts, arbitration and developing regulatory requirements in the Gulf region.



“Leaps and bounds over its peers in Kuwait.” - *Legal 500*

## Construction

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ASAR enjoys 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 related to construction projects including the tender process, contract drafting (including applying recognized 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.



# Corporate

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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.

# Employment

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

Employment law regimes in the Gulf are particularly complex and are indeed fast changing and dynamic. 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.



# Franchising

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We pride ourselves in being market leaders in the local and the 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 offers 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.

# Intellectual Property

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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

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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, financing 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.

# Mergers & Acquisitions

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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

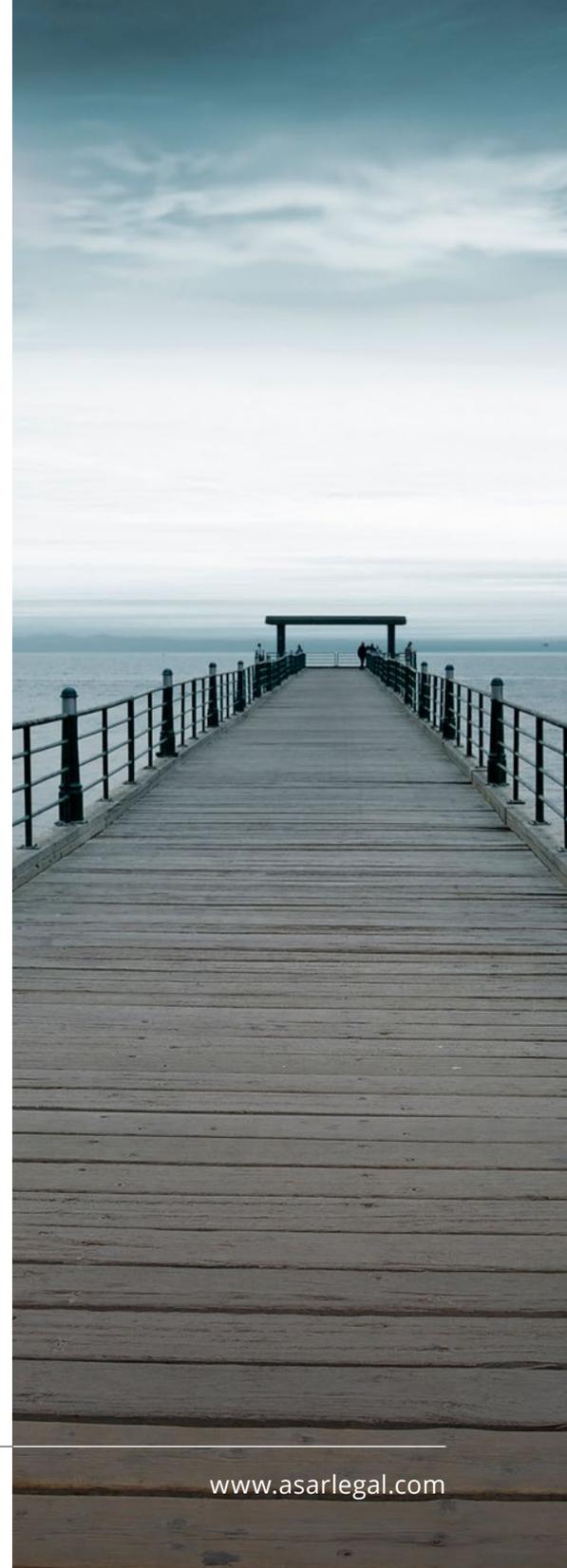
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ASAR is at the cutting edge of advising on Public Private Partnership (PPP) and Private Finance Initiative (PFI) projects.

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.



# Real Estate

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Our team has a reputation for offering pragmatic, commercially-focused advice 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 through to handling litigation.

ASAR enjoys 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 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 related to construction projects including the tender process, contract drafting 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.

# Private Equity

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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 particular in energy, financial services, retail and manufacturing.

Our clients include state oil companies, oil and gas companies, utility and power companies, global service providers, offshore contractors, insurers, traders, funders and developers and operators of refineries and distribution facilities. Our team has advised on considerable regional and international transactions including some undertaken in particularly difficult jurisdictions.



# Restructuring & Insolvency

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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 non-contentious.

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

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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 P&I clubs, insurance companies, and various local shipping agents 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.

# Private Client Services

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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. 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.

# Taxation

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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.





# Telecommunications

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ASAR's telecom practice is built on in-depth knowledge of the regulatory, commercial, transactional and legal issues associated with providing telecommunications services in Kuwait. Our experience covers a range of telecom technologies, including telephony, wireless, broadband, internet and satellite. Drawing on our decades of experience in the telecom industry helps our clients address the licensing, regulatory and operational issues that are core to their business operations.

We have advised on a broad range issues in the telecommunications and technology sectors ranging from advising the Kuwait government on the process of the issuance of the first mobile telecoms license, compliance with telecommunications regulations, advising on telecommunications services license applications and on regulatory approvals for telecom services and equipment. We are also well versed in a wide range of industry contracts and agreements. Our firm has been involved in a number of mergers and acquisitions involving telecommunication operators and in the financing of expansions of telecom operators. We have also advised on foreign ownership restrictions in the sector, content provision, satellite and earth station authorizations and telecoms infrastructure deployment including tower deals, optic fibre networks and submarine cables.

# Information Technology

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ASAR has been involved in advising clients on intellectual property, licensing, software, hardware, technology transfer, e-commerce, consulting services, the “Internet of things”, telecommunications and joint ventures across a broad spectrum of IT technologies.

We have reviewed and advised on various types of IT agreements including hosting agreements, hardware and software support and maintenance agreements, systems integration agreements, consulting services agreements, and outsourcing agreements for a number of IT functions, including data center management, applications development and maintenance, desktop and device support, server management and telecommunications.

Our firm also regularly advises clients on regulatory issues involving the use and deployment of information technology, such as data security and domestic privacy regulations.

# Healthcare Sector

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ASAR has one of the leading healthcare practices in Kuwait, representing public and private healthcare providers across a diverse range of areas from conduction due diligence reports on the healthcare laws and regulations in Kuwait, to advising on acquisitions, establishing joint-ventures, establishment and management of clinics, hospitals and companies operating in the healthcare sector and assisting clients in obtaining KDIPA licenses in this sector.

ASAR is also very familiar with the regulatory and legal requirements in the health sector and regularly interacts with the regulators including without limitation the Ministry of Health. We are proud that we are one of the few firms in Kuwait who are able to provide a full service to our clients in this sector.

Iraq

Kuwait

# ASAR Offices

Saudi Arabia

Bahrain

Qatar



## Kuwait

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