

Annex 1 – Biographies



Jihad Turkistani

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Practice Focus

- Shariah Advices
- Corporate
- Mergers and Acquisitions
- Capital Markets

Education

- American University, Washington College of Law, LL.M., 2005
- Islamic Law School (*Shari'a*), Imam Mohammed Bin Saud University, B.A., 2001

Languages

- Arabic
- English

Jihad is the Managing Partner of Turkistani & Associates Law Firm, specializing in corporate law, M&A, capital markets, finance, litigation and general commercial law. Prior to establishing the firm, Jihad was a fully integrated Partner at a United States International Law Firm.

Jihad is a dual citizen of Saudi Arabia and the United States and is natively fluent in Arabic and English.

As a graduate of the Islamic Law School of Riyadh, Jihad has a solid background in Islamic law (*Shari'ah*), which he has applied in various types of *Shari'ah* compliant transactions.

REPRESENTATIVE MATTERS

- Advised Saudi Arabian Oil Company (Saudi Aramco) on its joint venture with Dow Chemical Company to build and operate a US\$20 billion world-scale integrated chemicals complex in Jubail Industrial City, Saudi Arabia.
- Advised Saudi Arabian Oil Company (Saudi Aramco) on its joint venture with China Petrochemical Corporation (Sinopec) to build, own and operate a grassroots full conversion oil refinery to be located in Yanbu, Saudi Arabia.
- Advised SAUR, a leading French utility, in the negotiation and execution of a joint venture agreement and an operation and maintenance agreement with Marafiq.
- Advised Al Hamrani Group in relation to a private placement and sale of a lubricating oil business.
- Advising a Saudi client in connection with the acquisition of a minority stake in a leading IT company in the Kingdom of Saudi Arabia where Saudi Aramco is a partner (*ongoing matter*).
- Advising a leading group in connection with its proposed and contemplated IPO, a project promised to be one of the biggest in Saudi Arabia's history (*ongoing matter*).
- Advised CDM Smith, a large United States construction company, on its acquisition of shares in a Saudi joint-venture with Acwa Power, a leading Saudi energy company.
- Advised Manafea Holding in relation to its acquisition of shares in a real estate finance company operating in the Kingdom of Saudi Arabia.

Capability Statement for Legal Advisory Services

- Advised a leading United Kingdom company in its acquisition of a rail business and projects in the Kingdom of Saudi Arabia, including the Riyadh metro project.
- Advising Swicorp in relation to the acquisition of a leading real estate company in the Kingdom of Saudi Arabia (*ongoing matter*).
- Advising an international company in a SAR 100m acquisition of a major shareholding in Saudi Arabian CMA authorized person (*ongoing matter*).
- Advising a major real estate development company in relation to an asset acquisition in the amount of SAR 200m (*ongoing matter*).
- Advising the financial advisors on legal and *Shari'ah* matters in connection with the rights issue of Zain, a major Saudi telecommunication company
- Representing the Louis Berger Group on the establishment of a joint venture in Saudi Arabia, advising and negotiating on the company's behalf with the Arriyadh Development Authority to act as program manager for the Riyadh Metro Project.
- Advised a leading GCC telecommunication company in relation to an investigation by the Capital Market Authority and lawsuits brought by shareholders in a listed company with majority ownership by the GCC telecommunication company. Work involved representing the directors appointed on the board of directors of the Saudi listed company.
- Advised a number of US, European and/or multi-national clients with respect to entry into various government procurement contracts, review and drafting of employment contracts and disputes
- Advised an internationally listed company in relation to an arbitration dispute for SAR 1.2 billion located in the Kingdom of Saudi Arabia under the new Saudi Arabian Law of Arbitration 2012
- Represented a major international EPC company in the preparation and negotiation of a dispute with a large government owned oil company. This representation involved advising on all matters of the arbitration process, including compliance with relevant procedures and processes, whilst leading settlement negotiations
- Represented a United States listed company in a dispute with the Saudi Ministry of Municipal and Rural Affairs (*ongoing matter*)
- Represented a leading media company in a dispute with a Saudi quasi-government entity in relation to broadcasting and TV encryption rights in the area of sports and entertainment (*ongoing matter*)
- Represented a leading international petro-chemical company in a commercial arbitration brought against it by a project manager under the Saudi Arabian Law of Arbitration 2012 (*ongoing matter*)
- Represented a leading Saudi family owned company in a corporate dispute against United States listed company before the Board of Grievances and arbitration panels (*ongoing matter*)

Capability Statement for Legal Advisory Services

- Represented a major shareholder of a listed company in connection with a dispute with the board of directors that involved negligence and mismanagement of the listed company
- Representing various local and international parties in almost all main courts and quasi-judicial in the Kingdom of Saudi Arabia including the Committee for the Settlement of Securities Disputes (CMA Committee), the Board of Grievances (both commercial and administrative circuits), the Committee for the Settlement of Banking Disputes (SAMA Committee), and the Labor Dispute Settlement Committees
- Advised an international company during an arbitration brought by the owner of a part government owned listed company. The work involved advising on the conflicting arbitration agreements contained within the extensive project documentation and the applicability of the ICC and DIFC rules.
- Advised several high-value financial institutions and investors (both local and foreign) on the structuring of risk and issues in relation to the Saudi Arabian Law of Arbitration 2012, including the validity and enforceability of arbitral agreements and awards
- Advised a leading Saudi telecommunication company on litigations and disputes with the relevant regulators in Saudi Arabia
- Advised a major exclusive automobile distributor in the Kingdom of Saudi Arabia in connection with a dispute with the foreign manufacturer. Work involved conducting and monitoring international litigations, governmental lobbying, and leading PR campaigns
- Represented a major European training company in a dispute against a branch of the Saudi Arabian government in the courts of the Kingdom of Saudi Arabia, in relation to a breach of contract claim
- Advised a Saudi automobile non-exclusive distributor in the Kingdom of Saudi Arabia in connection with a dispute with the foreign manufacturer. Work involved advising on various Saudi law aspects including commercial agency, competition, and *Shari'ah*
- Represented a major European training company in a dispute against a branch of the Saudi Arabian government in the courts of the Kingdom of Saudi Arabia, in relation to a breach of contract claim
- Negotiated and prepared necessary agreements related to biometric equipment and ancillary services on behalf of the Ministry of Foreign Affairs of Saudi Arabia for the Ministry's largest ever government procurement, followed by a global implementation strategy to include all of the Kingdom's worldwide embassies, consulates and diplomatic outposts
- Advising Parsons Brinkerhoff on its operations in the GCC, including all aspects of its entry into a consortium for the Riyadh Metro Project, increasing its shareholding in its Saudi Arabian joint venture, employment matters, contract review and negotiation, and corporate governance/compliance
- Represented the Saudi Arabian Ministry of Finance in the negotiations of the Ritz-Carlton hotel in Riyadh and advised the Ministry of Finance on various Saudi law aspects in relation to the management agreement

Capability Statement for Legal Advisory Services

- Representation in connection with the conversion of a SAR 2.7 Billion conventional private equity fund to a *Shari'ah* compliant fund in Saudi Arabia
- Representation in connection with the preparation and drafting of an underwriting arrangement for an IPO in Saudi Arabia
- Representation in connection with the negotiation and structuring of a major *Shari'ah* compliant shareholders' guarantee scheme
- Representation in connection with the drafting and revision of a USD 300m Islamic Syndicated Loan (*Ijarah* Facilities)
- Representation in connection with the drafting, revision and standardization of Islamic *Murabaha* agreements on behalf a local Islamic Bank
- Representation in connection with the set-up and registration of an 'authorized person' (a company licensed by the Capital Market Authority of Saudi Arabia) under the capital market law