

KARIM ADEL



KARIM ADEL Law Firm

Established
1939 – Cairo, Egypt

www.karimadel.com.eg

About Us

Founded in 1939, Karim Adel Law Firm is one of Egypt's most respected and longstanding full-service law firms. With a reputation built on decades of excellence, integrity, and technical precision, we advise clients across the full spectrum of legal and regulatory matters, ranging from high-stakes disputes and transformative transactions to strategic corporate advisory and complex cross-border mandates.

Our clientele includes multinational conglomerates, Fortune 100 companies, family offices, financial institutions, governmental bodies, start-ups, and public-sector enterprises. We are frequently selected to advise on market-defining deals, precedent-setting disputes, and regulatory reform initiatives.

We combine global-standard legal capability with local insight, and pride ourselves on delivering commercially astute, solution-oriented advice that aligns with our clients' operational and strategic priorities.

Practice Areas



Corporate, Commercial & General Advisory Services

Our Corporate, Commercial & General Counsel practice lies at the heart of the firm's offering and provides comprehensive legal support to clients across every phase of their corporate lifecycle – from formation and structuring through to growth, compliance, and day-to-day operations. We are a trusted advisor to a wide range of clients, including local conglomerates, foreign multinationals, investment vehicles, family businesses, and start-ups.

- ✔ Advising on the incorporation and structuring of all forms of legal entities under Egyptian law, including joint stock companies (JSCs), limited liability companies (LLCs), single person companies, partnerships, special purpose vehicles (SPVs), branches, representative offices, and free zone entities
- ✔ Designing tailored governance frameworks for companies of all sizes, including drafting articles of association, internal regulations, board charters, shareholder agreements, voting rights mechanisms, and minority protection clauses
- ✔ Drafting, reviewing, and negotiating a broad range of commercial contracts, such as agency, distribution, franchise, manufacturing, tolling, and supply contracts, in addition to licensing and technology transfer arrangements
- ✔ Providing legal opinions and compliance advice on general commercial issues including corporate authority, contract enforceability, business licensing, regulatory reporting obligations, and market entry strategies
- ✔ Acting as external general counsel for a number of corporate clients, offering strategic and responsive legal support on:
 - » Routine business operations
 - » Preparation and review of corporate resolutions, powers of attorney, board and shareholder minutes
- ✔ Regulatory filings, corporate maintenance, and renewals with GAFI, EFSA/FRA, and other relevant authorities
- ✔ Advising on cross-border structuring for international clients establishing or expanding in Egypt, including coordination with tax and regulatory advisors in other jurisdictions
- ✔ Supporting clients with joint ventures, restructurings, capital increases/decreases, and corporate transformation procedures
- ✔ Conducting legal audits to assess compliance with Egyptian law

This practice is distinguished by its commercial sensibility, responsiveness, and its ability to offer end-to-end support for corporate clients navigating a dynamic legal and business environment.

Mergers & Acquisitions (M&A)

Our M&A practice provides end-to-end transaction support to buyers, sellers, investors, and strategic partners across diverse sectors. Our practice includes:

- ✔ Structuring and executing public and private M&A transactions, including share and asset acquisitions, management buyouts, leveraged buyouts, spin-offs, carve-outs, and group reorganizations
- ✔ Performing full-spectrum legal due diligence covering corporate governance, contracts, tax, finance, employment, IP, litigation, and compliance, tailored to the client's risk appetite and deal structure
- ✔ Drafting and negotiating transaction documents, including share purchase agreements, asset purchase agreements, and shareholders' agreements, transitional services agreements, escrow arrangements, and disclosure letters
- ✔ Advising on joint venture structuring and governance, exit provisions, deadlock mechanisms, and contribution agreements
- ✔ Coordinating with financial, tax, and technical advisors to provide integrated transaction solutions
- ✔ Leading post-closing implementation and integration efforts, including legal harmonization of entities, employee transfers, contract novation, and license renewals



Our deal teams work seamlessly with specialists from across the firm to deliver efficient, risk-aware, and strategically-aligned M&A support – helping clients unlock value, manage risk, and achieve operational synergies.

Capital Markets & Securities

Our Capital Markets team provides comprehensive legal support for issuers, underwriters, investors, and regulators across the full spectrum of equity and debt capital markets transactions. We regularly advise on high-profile offerings and provide strategic counsel on market access, investor disclosure, and ongoing compliance. Our practice capital markets practice includes:

- ✔ Advising on Initial Public Offerings, public offerings, rights issues, and private placements of equity and debt instruments, including the preparation and vetting of offering memoranda and prospectuses in accordance with EGX and FRA regulations
- ✔ Structuring and executing listings and delistings of securities on the Egyptian Exchange, as well as supporting dual listings and Global Depository Receipts on foreign exchanges
- ✔ Advising on the issuance and structuring of equity-linked instruments such as convertible bonds, preferred shares, warrants, and hybrid securities, as well as Islamic finance instruments including sukuk
- ✔ Providing ongoing support with securities law compliance, including market conduct regulations, insider trading restrictions, disclosure obligations, and financial reporting requirements
- ✔ Assisting clients with corporate actions including share buybacks, treasury share programs, bonus issues, and capital reductions
- ✔ Liaising with capital market regulators (FRA, EGX) and coordinating required disclosures, approvals, and filings for primary and secondary market transactions

Our practice integrates closely with our corporate, tax, and banking teams to ensure seamless execution and regulatory compliance across all capital market activities.



Banking, Finance & Project Finance

Our Banking, Finance & Project Finance practice provides a full spectrum of advisory and transactional services to lenders, borrowers, sponsors, multilateral institutions, and project developers. We advise on high-value domestic and cross-border finance deals across various industries, including energy, infrastructure, transport, real estate, and industrial sectors. Our banking & finance practice includes:

- ✔ Advising on syndicated loans, club deals, and bilateral credit facilities, including term loans, revolving credit arrangements, working capital lines, and acquisition finance
- ✔ Structuring and executing real estate and asset-backed financing transactions, including leasehold financing and developer funding models
- ✔ Acting on project finance transactions for large-scale infrastructure, utility, renewable energy, transportation, and industrial projects, from early-stage bankability assessments to financial close
- ✔ Drafting and negotiating all financing documentation, including facility agreements, inter-creditor agreements, subordination deeds, and promissory notes
- ✔ Structuring comprehensive security packages including real estate mortgages, commercial pledges, share pledges, assignment of receivables, escrow mechanisms, and personal and corporate guarantees
- ✔ Advising on Islamic finance structures such as Murabaha, Ijara, Mudaraba, and Sukuk, ensuring Shari'a compliance while aligning with Egyptian regulatory frameworks
- ✔ Representing non-bank financial institutions, including leasing companies, factoring entities, microfinance providers, and consumer finance companies, on licensing, regulatory obligations, and transaction structuring
- ✔ Providing regulatory counsel on prudential requirements, foreign exchange controls, capital movements, anti-money laundering (AML), and financial consumer protection laws
- ✔ Acting as lead or local counsel in multi-jurisdictional finance transactions, coordinating with international counsel and aligning with local enforcement regimes
- ✔ Advising development finance institutions (DFIs), export credit agencies (ECAs), and multilateral lenders on structuring risk mitigation instruments, sovereign guarantees, and financing arrangements

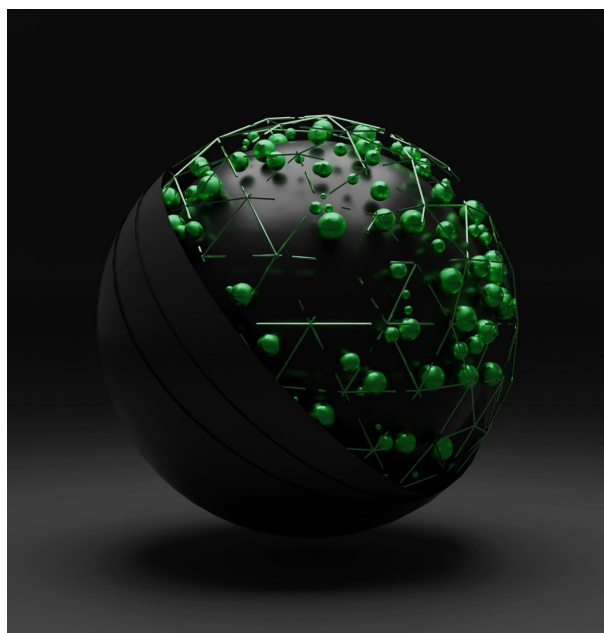
Our finance team is deeply experienced in both conventional and alternative finance structures, offering clients reliable legal strategies to manage risk and achieve certainty in financing transactions under Egyptian law.



Dispute Resolution: Litigation & International Arbitration

Our Dispute Resolution practice delivers strategic, high-impact representation in litigation and arbitration, combining deep local insight with international standards. We act across a broad range of sectors and legal systems, regularly advising on high-stakes, cross-border disputes. Our services include:

- ✔ Representation in international arbitration under ICSID, ICC, LCIA, CRCICA, UNCITRAL, and ad hoc rules, including investor-state disputes and complex commercial claims
- ✔ Advocacy in high-value commercial, administrative, and constitutional litigation before all levels of Egyptian courts, including cassation and judicial review
- ✔ Enforcement and challenge of foreign judgments and arbitral awards in Egypt, including execution, annulment, and opposition proceedings
- ✔ Securing urgent relief measures such as interim injunctions, asset freezes, precautionary attachments, travel bans, and document preservation orders
- ✔ Leading large-scale disputes in key sectors including energy, construction, infrastructure, telecoms, pharmaceuticals, aviation, and financial services
- ✔ Advising on strategic settlements, expert determinations, and bespoke or hybrid dispute resolution mechanisms



Antitrust & Competition Law

We advise leading businesses on how to navigate Egypt's evolving competition law framework, from deal structuring to litigation defense.

- ✔ Preparing and filing merger control and economic concentration notifications with the Egyptian Competition Authority (ECA)
- ✔ Conducting internal compliance reviews, antitrust audits, and risk mapping
- ✔ Defending clients in cartel and abuse of dominance investigations including dawn raids, interrogations, and enforcement proceedings
- ✔ Advising on vertical and horizontal arrangements, including exclusivity clauses, RPM, MFNs, bundling, and market-sharing agreements
- ✔ Representing clients in appeals and litigation concerning antitrust penalties and behavioral remedies
- ✔ Designing competition compliance programs and conducting internal training for sales, procurement, and legal teams



Employment, Labor & Compensation

Our Employment practice provides practical, business-minded guidance on all aspects of Egyptian labor law. We support clients through the full lifecycle of the employment relationship, helping them manage legal risk while aligning with operational objectives. Our services include:

Our key areas of expertise include:

- ✔ Drafting and negotiating employment agreements tailored to all levels of personnel, including senior executives, secondees, consultants, and expatriates, with a focus on enforceability, confidentiality, and post-termination restrictions
- ✔ Designing comprehensive internal regulations, including HR manuals, codes of conduct, grievance and disciplinary procedures, anti-harassment policies, and remote work protocols, in alignment with Egyptian labor law and global best practices.
- ✔ Advising on employment aspects of corporate restructuring, downsizing, plant closures, and mergers, including risk assessment, redundancy planning, and the implementation of voluntary separation or early retirement schemes
- ✔ Representing clients in individual and collective employment disputes before labor courts, arbitral tribunals, and the Ministry of Manpower. We also support internal investigations involving misconduct, harassment, and whistleblower claims.
- ✔ Advising on employer obligations under Egypt's social insurance regime, including pension contributions, medical coverage, and compliance audits. We also assist with employment tax structuring and regulatory filings.
- ✔ Structuring and reviewing compensation frameworks, including variable pay schemes, long-term incentive plans, retention bonuses, equity awards, profit-sharing programs, and executive remuneration packages.

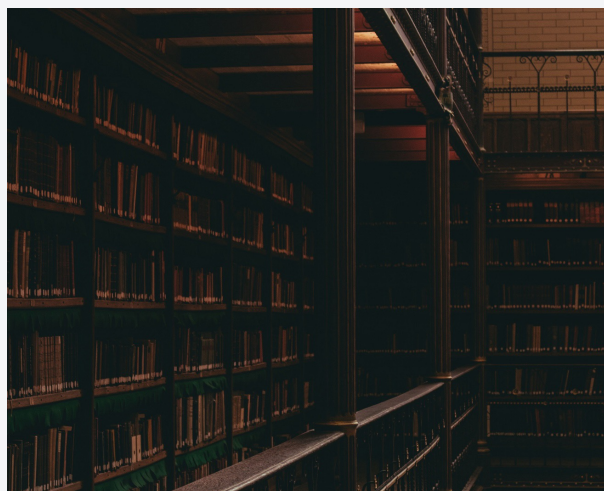
Whether advising on a single employment contract or a complex workforce reorganization, our team brings pragmatic, solution-oriented counsel that balances legal compliance with business efficiency.



Real Estate, Construction & Hospitality

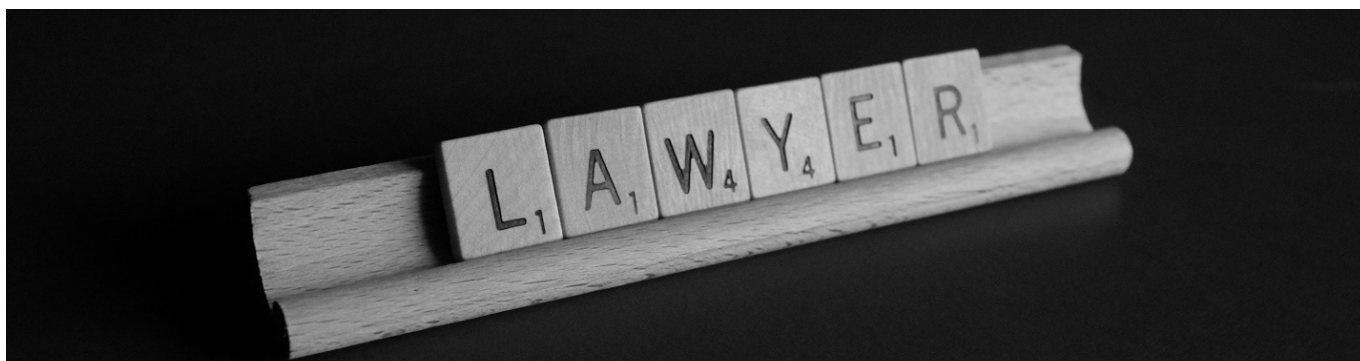
Our real estate and hospitality group supports clients through the full lifecycle of property investment, development, and operation.

- ✔ Legal due diligence for land acquisition including title verification, encumbrance review, and zoning compliance
- ✔ Drafting development, sale and purchase, leasing, usufruct, and co-development agreements
- ✔ Advising on permitting, licensing, and regulatory matters before NUCA and other local authorities
- ✔ Negotiating hotel management, franchise, and brand licensing agreements with global operators
- ✔ Managing construction contract negotiation and administration, including FIDIC-based and bespoke forms
- ✔ Dispute resolution for construction delays, cost overruns, warranty claims, and change order conflicts



Intellectual Property (IP)

Our IP practice provides sophisticated protection, enforcement, and commercialization strategies for intellectual assets. We represent clients across a wide range of industries including pharmaceuticals, technology, media, fashion, consumer goods, engineering, and manufacturing.



- ✔ Registration, renewal, and prosecution of trademarks, industrial designs, utility models, and patents before the Egyptian Patent Office and international bodies under Madrid and PCT systems
- ✔ Comprehensive IP audits and due diligence for investors, acquirers, and lenders to assess portfolio strength, ownership validity, and commercial risk
- ✔ Development of global IP portfolio strategies, including filing, management, maintenance, and enforcement
- ✔ Trademark clearance and opposition proceedings; handling of cancellation, invalidation, and revocation actions
- ✔ Drafting and negotiation of licensing, assignment, franchising, and merchandising agreements, with a focus on regulatory compliance and tax implications
- ✔ Representation in domain name disputes (UDRP), anti-cybersquatting litigation, and recovery actions
- ✔ Enforcement through cease-and-desist actions, customs seizures, raid coordination, and anti-counterfeiting campaigns
- ✔ IP litigation before civil, economic, and administrative courts involving infringement, dilution, unfair competition, trade secrets, and design rights
- ✔ Advice on IP aspects of major commercial transactions, including M&A, JV structuring, product launches, and technology transfers
- ✔ Advisory on digital IP challenges: copyright in software and digital content, AI-generated works, NFT-related rights, and online infringement takedown mechanisms
- ✔ Training for in-house legal and marketing teams on IP management, brand protection, and portfolio value creation

Technology, Media & Telecommunications (TMT)

We support innovators, platforms, and content providers in navigating the rapidly evolving digital economy.

- ✔ Telecom licensing, interconnection, spectrum use, and regulatory compliance with the NTRA
- ✔ Drafting and negotiation of SaaS agreements, software licenses, outsourcing contracts, cloud hosting, and IT procurement frameworks
- ✔ Data privacy and cybersecurity compliance with Law No. 151/2020, including DPIA preparation, breach response protocols, and cross-border transfer strategies
- ✔ Regulatory support for fintech platforms, digital payments, peer-to-peer lending, and blockchain applications
- ✔ Content regulation, advertising compliance, and liability frameworks for user-generated content and online media



Our Partners



KARIM ADEL KAMEL

Managing Partner

Karim advises on diverse types of deals, including initial public offerings; GDRs, listing, delisting of listed acquisitions, complex high-profile acquisitions & divestments and cross-border transactions.



HATEM DARWEESH

Senior Partner

With 20 of dispute resolution-focused experience, Hatem has served as a sole arbitrator, a party-appointed arbitrator and counsel in many local and international commercial arbitrations under a variety of arbitration rules, including ICC, ICSID, CRCICA and UNCITRAL.



DR. CHRISTIAN ULE

Senior Partner

Dr. Ule has advises on joint ventures, mergers & acquisitions, tenders, supply agreements and general corporate affairs.



BESHOY SAFWAT BARSOUM

Partner

With 17 years of professional experience, Beshoy has regularly acted for major Egyptian and international clients on virtually all matters that relate to employment, compliance and regulatory issues.



HODA ADEL SALEH

Partner

Hoda has advised on general corporate matters, including the provision of corporate and commercial advice; establishment of legal vehicles, offshore and free zone and representative offices; and the rendition of and all day-to-day legal operational requirements.

Our Commitment

At Karim Adel Law Firm, we offer more than legal advice—we deliver clarity, strategy, and execution in Egypt's most demanding legal and commercial environments. We are trusted by institutions to manage their most sensitive, high-stakes, and transformative legal matters.

We commit to unwavering professional integrity, deep domain expertise, and exceptional service. Through precision, partnership, and performance, we empower our clients to grow, protect, and lead.

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