



The Law Society  
of England and Wales

## The Law Society's Gulf Training Programme

international  
training

# The Law Society's Gulf Training Programme



For over a year now, the Law Society of England and Wales has partnered with The College of Law to deliver CPD accredited training courses to solicitors of England and Wales and lawyers qualified in other jurisdictions practising in the Gulf. This brochure outlines the schedule of courses planned for June 2008 - June 2009 in areas of corporate, commercial and finance law and professional skills training.

The courses have been put together in response to the requirements outlined by lawyers and firms working in the Gulf region and cover corporate/commercial, finance and professional skills topics. All courses have been modified to ensure they take into account the particular circumstances of practising in the Gulf whilst ensuring the international nature of commercial practice remains at the core.

Course fees are at a competitive rate and if your firm is a corporate member of the Law Society's International Division you get an additional 20% discount on all courses as well as the business development opportunities, international practice information, international trade opportunities and the other benefits of Division membership. Individual Division members get a 10% discount on course fees. See page 6 for more details.

We look forward to welcoming you on to the courses soon.

**Alison Hook**  
Head of International

## Contact us

For further information on training and practice in the region please contact:

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Or for course enquiries:  
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The Law Society  
113 Chancery Lane  
London  
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## Course information

Course information and content are given as a guide and may be subject to slight changes.

### 2008

Date	AM/PM	Course title
Sun 29 June	0900 - 1630	Introduction to Initial Public Offerings (IPO) (full day course)
Mon 30 June	0900 - 1630	Practical Corporate Drafting (full day course)
Sun 2 November	0900 - 1215	Acquisitions Overview and Due Diligence (half day course)
Sun 2 November	1315 - 1630	Warranties, Indemnities and Disclosure (half day course)
Mon 3 November	0900 - 1215	Acquisitions Overview and Due Diligence (half day course)
Mon 3 November	1315 - 1630	Warranties, Indemnities and Disclosure (half day course)

### 2009

Date	AM/PM	Course title
Sun 15 February	0900 - 1630	Introduction to Private Equity (full day course)
Mon 16 February	0900 - 1630	Joint Ventures (full day course)
Sun 21 June	0900 -1215	Corporate Loan Facilities (half day course)
Sun 21 June	1315 - 1630	Taking Securities (half day course)
Mon 22 June	0900 -1215	Corporate Loan Facilities (half day course)
Mon 22 June	1315 - 1630	Taking Securities (half day course)



## **Introduction to Initial Public Offerings (IPOs)** **June 29 2008 - full day course 6 CPD hours**

This intensive and interactive one-day course provides a comprehensive introduction to all the issues relating to IPOs including:

- Understanding the rationale behind an IPO and the advantages and disadvantages of an IPO for the company and the options available to companies when considering an appropriate market for their securities.
- Understanding the implications of an IPO for the company and the preliminary steps that may be required before a company can have its securities listed.
- Appreciating the role of underwriting and bookbuilding in the IPO process.
- Understanding the means and regulation of marketing an IPO.
- Understanding the mechanics and regulation of price stabilisation and the after market.
- Being familiar with the principles of corporate governance relevant to a listed company.
- Understanding the AIM requirements.

## **Practical Corporate Drafting** **30 June 2008 - full day course 6 CPD hours**

The aims of the course are to develop confidence in drafting skills in the context of a corporate transaction, improve awareness of market practice in the context of drafting and amending corporate documents, aid understanding and raise awareness of the drafting process from creation of first draft through to final execution and to consider possible drafting pitfalls in the light of case law.

## **Acquisitions Overview and Due Diligence** **2 and 3 November 2008 - half day course 3 CPD hours**

This course looks at the beginning of the transaction including deciding on the different methods of carrying out an acquisition (shares or assets), an overview of the procedure and documents required, the advantages and disadvantages of the different methods and the relevant tax aspects. The session concludes with an introduction to the purpose and scope of due diligence, a review of typical materials that lawyers would expect to come across in a due diligence exercise including extracts from company books and material contracts.

## **Warranties, Indemnities and Disclosure** **2 and 3 November 2008 - half day course 3 CPD hours**

Here the participants consider the purpose of warranties in the context of an acquisition agreement and how they differ from an indemnity. They look in detail at the operative clause setting out the basis upon which the warranties are given and think about the seller's and buyer's objectives in negotiating such clauses. They look at the limitations of liability clause and other examples of vendor protection including warranty and indemnity insurance. Finally they consider the scope and function of disclosure and its inter-relationship with the warranty protection sought by the buyer including a review of the front end of a typical disclosure letter.

## **Introduction to Private Equity** **15 Feb 2009 - full day course 6 CPD hours**

This course provides a comprehensive overview of private equity transactions and will enable participants to:

- Identify the various forms of private equity transactions
- Understand the issues to be resolved when advising a management team on the implications of a buyout
- Identify the various sources of finance for a buyout and understand the implications of such finance for the buyout team
- Identify the tax issues that may arise in a buyout transaction
- Identify and understand the content of the principal documents required in a typical private equity transaction
- Understand the mechanics and typical timetable of a buyout transaction and the possibility of an auction sale
- Identify and understand the common forms of exit from a private equity transaction and the drafting and negotiation implications of the principal forms of exit.

# Course Summaries

## Joint Ventures

**16 February 2009 - Full day course 6 CPD hours**

This one day training course provides an overview of all the main commercial issues and documentation to consider when advising on joint ventures.

The objectives of the training course are to enable participants to:

- Ascertain the main commercial features of the joint venture and advise on the initial steps to be taken in its creation
- Identify the principal factors that may affect the choice of the joint venture's legal structure.
- Understand other key specialist areas requiring consideration in connection with the choice of joint venture structure and the operation of joint ventures
- Identify the documents commonly required in establishing a joint venture and understand their significance.
- Understand common provisions in a joint venture company's shareholders' agreement and articles of association and the relationship between the two documents.
- Recognise and understand the implications of provisions for the control of joint ventures at board and shareholder level and for the protection of a minority party to a joint venture.
- Recognise and understand the implications of provisions dealing with deadlock between the parties to a joint venture and the termination of the joint venture.
- Understand the implications of a listed company's involvement in an acquisition or disposal.

## Corporate Loan Facilities

**21 and 22 June 2009 - half day course 3 CPD hours**

This course provides an overview of the different methods of debt finance, the terms of the loan facility (focussing on the most heavily negotiated clauses) and methods of transferring loan facilities.

The objectives of the course will enable participants to:

- Appreciate the different types of corporate borrowing
- Understand the key terms of a loan agreement
- Consider methods of reorganising existing loan facilities

## Taking Securities

**21 and 22 June 2009 - half day course 3 CPD hours**

This course reviews different types of legal and commercial security, considering how to perfect security, reviewing the rules on priority of charges and taking delegates through a debenture document.

The course enables participants to:

- Understand the different types of legal security that can be created and when they should be used in a simple secured loan facility.
- Understand the different types of commercial security including the significance of the negative pledge
- Consider the principal terms of a debenture document.

## Trainers

**Chris Beanland** qualified in 1992 with Eversheds, where he continued to practise in the Insolvency Department for a number of years. Chris lectures extensively to law firms, industry and government departments on company, commercial and insolvency issues.

**Michael Twomey** trained at Slaughter and May, qualifying into the corporate department. He has over 12 years' experience in the design and delivery of corporate and commercial courses.

## Venue

The training will take place at the Capital Club within Gate Village in Dubai International Financial Centre.

## Materials

Participants receive a full set of materials including slides, exercises, feedback to the exercises and detailed practicenotes relevant to the subject areas covered in the training session.

## Application

A copy of the application form can be found on page 7. Please use a separate form for each participant.

## Course fees

Discounts are available to members of the Law Society International Division (see page 6)

20% - corporate members

10% - individual members

- |                                       |      |
|---------------------------------------|------|
| • Full day course (full rate)         | £575 |
| • Full day course (corporate member)  | £460 |
| • Full day course (individual member) | £518 |
| • Half day course (full rate)         | £285 |
| • Half day course (corporate member)  | £228 |
| • Half day course (individual member) | £257 |

## Payment

Payment should be made on receipt of invoice and prior to the course date.

## Join the Law Society's International Division

The Law Society of England and Wales has launched a new international service tailored to law firms, solicitors and foreign lawyers seeking to develop their international business and build global relationships and profile.

### Why join?

This innovative service provides you with all the contacts, tools and information your firm needs to do business internationally as well as access to opportunities to increase your personal visibility and progress your career.

### Types of membership

#### Individual membership (from £150 - annual fee)

This level of membership is aimed at the individual looking to increase their international presence, make contacts and develop their skills. Specific benefits exclusive to International Division members:

- Uploads your profile into our membership directory - promote yourself to an international audience
- Access to career opportunities and referrals
- Reductions on international CPD training programmes and International Division events (10% on Gulf Training events - other events may differ).
- Receive invitations to annual networking events as well as events specifically tailored to our members' needs
- Benefit from concessionary membership rates and discounts

#### Corporate membership (from £500 - annual fee)

This level of membership specifically focuses on firms wishing to develop their international business. Corporate membership would provide up to 10 people at your firm with access to all of the benefits of individual membership, plus you would be able to take advantage of:

- The opportunity to upload your firms' profile into our firm directory - a great way to market your international business
- Early warning of sponsorship opportunities - support high profile events and publications
- A 20% discount in our EU business service in Brussels
- Trade missions - receive 20% discount on the costs of participating and preferential selection
- Reductions on international CPD training programmes and International Division events (20% on Gulf Training events - other events may differ).
- A business service tailored to your needs - so we can support and promote your international priorities and focus.

#### Super-corporate membership (from £5,000 - annual fee)

This is an additional classification of corporate membership for large firms. This level of membership entitles a firm to an unlimited number of registrations as well as offering additional business benefits to the corporate package above. Please contact us for further details.

### How to join

Sign up online at [www.lawsociety.org.uk/international](http://www.lawsociety.org.uk/international) or contact us for further information at [internationaldivision@lawsociety.org.uk](mailto:internationaldivision@lawsociety.org.uk)



# Gulf Lawyers' Training Programme

## Application form 2008/09

Please complete in BLOCK CAPITALS and photocopy if you require more than one form.

### Your Details

Title: \_\_\_\_\_ First name: \_\_\_\_\_ Last name: \_\_\_\_\_  
E-mail: \_\_\_\_\_ Jurisdiction/s of qualification: \_\_\_\_\_  
Telephone no.: \_\_\_\_\_ Fax no. \_\_\_\_\_

### Firm's Details

Employer's name: \_\_\_\_\_  
Employer's address: \_\_\_\_\_  
Postcode: \_\_\_\_\_  
Telephone no.: \_\_\_\_\_ Fax no.: \_\_\_\_\_

### Training Partner/Manager's Details

Title: \_\_\_\_\_ First name: \_\_\_\_\_ Last name: \_\_\_\_\_  
Position: \_\_\_\_\_ E-mail: \_\_\_\_\_

### Special Requirements

Special requirements (e.g. due to physical disability, dyslexia, dietary etc.) \_\_\_\_\_  
Yes/No (If Yes, please list full details of your needs) \_\_\_\_\_

Participants whose firms are corporate members of the International Division receive a 20% discount on course fees and individual members receive a 10% discount. (www.lawsociety.org/international)

Corporate member Yes / No  
Individual member Yes / No

Course	Date	Please tick
Introduction to Initial Public Offerings (IPO)	Sun 29 June 2008 - Full day	<input type="checkbox"/>
Practical Corporate Drafting	Mon 30 June 2008 - Full day	<input type="checkbox"/>
Acquisitions Overview and Due Diligence	Sun 2 Nov 2008 - AM	<input type="checkbox"/>
Acquisitions Overview and Due Diligence	Mon 3 Nov 2008 - AM	<input type="checkbox"/>
Warranties, Indemnities and Disclosure	Sun 2 Nov 2008 - PM	<input type="checkbox"/>
Warranties, Indemnities and Disclosure	Mon 3 Nov 2008 - PM	<input type="checkbox"/>
Introduction to Private Equity	Sun 15 Feb 2009 - Full day	<input type="checkbox"/>
Joint Ventures	Mon 16 Feb 2009 - Full day	<input type="checkbox"/>
Corporate Loan Facilities	Sun 21 June 2009 - AM	<input type="checkbox"/>
Corporate Loan Facilities	Mon 22 June 2009 - AM	<input type="checkbox"/>
Taking Securities	Sun 21 June 2009 - PM	<input type="checkbox"/>
Taking Securities	Mon 22 June 2009 - PM	<input type="checkbox"/>

Please return completed form to the attention of **Sandra Pearce** at sandra.pearce@lawsociety.org.uk or by fax to +44 20 7831 0057.

#### **Terms and conditions**

- 1 Full payment must be received prior to commencement of the first module/course.
- 2 Lunch and refreshments are included in the cost of the course
- 3 The Law Society will invoice you/your firm once we receive your completed booking form
- 4 You will receive a written confirmation of your booking by email. Joining instructions will be forwarded prior to the start of each of your courses.
- 5 All cancellations must be made 14 complete days prior to the start of the course. If a booking is cancelled within the 14 days or if you fail to attend the course, the full course fee will be charged. Cancellations must be made in writing and will be acknowledged by the Law Society. A replacement can be nominated by the firm to take the cancelled place.
- 6 The Law Society cannot be held responsible for failing to cater for any special needs unless you notify us in writing upon application.
- 7 By completing and submitting this form, you hereby accept the above terms and conditions.



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