



Yousif Al-Kalisy

Executive Associate – Corporate and Commercial Department

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Areas of Practice

- General Corporate and Commercial Advisory
- Corporate Structuring
- Joint Ventures
- Shareholder and Partnership Disputes
- Construction and Infrastructure Contracts (FIDIC-based)
- Service and Outsourcing Agreements
- Franchise and IP Licensing
- Agency and Distribution Agreements
- Private and Commercial Real Estate Acquisition, Leasing, and Disputes
- Cross-Border Commercial Transactions and Negotiations
- Entertainment
- Family Business and Inheritance Structuring
- Regulatory Compliance

Summary Profile

Yousif is an Executive Associate in the Corporate and Commercial Department at M&CO Legal. He holds a Bachelor of Laws (LLB) from the University of Auckland and was admitted to the High Court of New Zealand in 2021. Yousif has gained experience in both common and civil law jurisdictions, providing him with a dynamic legal perspective suited to cross-border commercial practice. His diverse background has especially enabled him to operate effectively across the UAE's key legal hubs, including the DIFC, ADGM, and other freezones, as well as in mainland jurisdictions. Being bilingual in English and Arabic has further enhanced his ability to communicate with a wide range of clients and navigate complex legal and regulatory landscapes with precision.

Yousif's early legal career in New Zealand included working with leading criminal and immigration barristers, where he participated in multi-defendant jury trials and complex legal research, often grappling with nuanced procedural and evidentiary issues. This exposure to high-pressure, technically challenging litigation has translated seamlessly into his corporate and commercial practice in the UAE. His ability to dissect and navigate intricate legal arguments has enabled him to excel in advising on complex cross-border transactions, high-stakes shareholder disputes, and multifaceted commercial contracts. The precision and depth of analysis required in his litigation background now inform his work in structuring robust legal solutions that anticipate and mitigate potential legal risk for clients.

Yousif is recognized for his clarity in drafting, strategic foresight, and client-focused approach, offering tailored solutions to multinational corporations, high-profile clients, and government entities. He has regularly collaborated with cross-functional teams, including tax advisors, consultants, and technical specialists, on complex and high-value transactions and projects. This interdisciplinary exposure, combined with his legal precision, has enabled him to deliver commercially sound and legally robust outcomes that align with clients' broader strategic goals.

Focus Area - Corporate and Commercial Experience:

Education

- Bar Admission: Admitted as a Barrister and Solicitor in the High Court New Zealand (2021)
- Bachelors of Laws (LLB), University of Auckland (2020)

Languages

- Arabic
- English
- French (limited working proficiency)

Yousif has experience in a wide range of sectors of UAE law, including the following experience:

1. Advised a leading multinational conglomerate on structuring a complex, multi-tiered joint venture in the UAE, involving both onshore and freezone entities. Drafted and negotiated comprehensive shareholder agreements, management protocols, and service-level contracts to align governance and operational responsibilities.
2. Represented a prominent UAE-based real estate development company in drafting and negotiating FIDIC-based construction contracts. Advised on commercial and legal risk allocation, dispute escalation clauses, and compliance with evolving UAE construction law frameworks.
3. Drafted and negotiated franchise agreements for numerous well-established F&B brands and their group companies expanding globally across the GCC, Europe, Africa and North America. Structured and advised on a range of corporate and commercial models, including franchise frameworks, IP sub-license agreements, and management contracts tailored to multi-jurisdictional regulatory landscapes. Provided in-depth advice on corporate structuring and business modelling including brand licensing, intellectual property protection, fit-out obligations, and lease structuring. Ensured commercial viability, operational scalability, and legal compliance across diverse jurisdictions in support of clients' strategic growth plans.
4. Extensive experience in the corporate and commercial team advising selective high-profile international clients, including conglomerates, multinational companies, and high-net-worth individuals on corporate and commercial matters across sectors such as F&B, TMT, energy, infrastructure, construction, and IP.
5. Experience in commercial matters includes drafting a wide range of commercial agreements and legal documents (often bilingually), such as franchise agreements, management agreements, (sub)licensing agreements, terms and conditions, powers of attorney, service agreements, and joint venture agreements; preparing legal opinions on UAE real estate, employment, and inheritance matters; and advising on contentious and non-contentious transactions including IP licensing, registration and disputes (copyright, trademarks, patents), real estate valued over AED 20 million, employment issues, and shareholder disputes including AGMs for entities valued over AED 850 million.
6. Experience in corporate and transactional matters includes drafting foundational and transactional documentation such as MOAs, STAs, foundation charters and by-laws, letters of intent, share subscription agreements, SPAs, novation and assignment agreements, and joint venture contracts. Conducted legal portfolio reviews for conglomerates and expanding regional entities to mitigate legal exposure, focusing on corporate restructuring and IP ownership strategy.

7. Collaborated with international tax consultants to develop tax-efficient, risk-minimised structures for clients with valuations exceeding AED 770 million. Advised on estate planning through foundation-based structures and facilitated entity incorporation across multiple UAE jurisdictions.

Litigation/Dispute Experience

Yousif has extensive experience in UAE law, specializing in corporate structuring and commercial contracts, and regularly advises clients on complex matters in these areas. His legal career began in New Zealand, where he independently represented clients in high-profile jury trials, including cases involving organized crime, drug trafficking, and violent offenses. Yousif was involved in all stages of litigation, including drafting comprehensive submissions for pre-trial motions, witness examination, final arguments, sentencing, and appeals, demonstrating his strong drafting skills. Additionally, he co-counselled on landmark immigration cases, where he drafted detailed submissions for judicial review, asylum claims, and deportation challenges, focusing on international human rights law. In the criminal sector, Yousif played a central role in trial preparation, evidence review, courtroom strategy, and direct court appearances, further honing his drafting abilities for legal memoranda, case theories, and courtroom submissions. This solid foundation in legal drafting is a core asset he now applies to his work in corporate and commercial law. He represented clients in a wide array of legal matters, including:

1. Co-counselled a high-profile 14-week multi-defendant jury trial in the New Zealand High Court involving charges of organized crime, drug trafficking and customs fraud.
2. Co-counselled a three-week jury trial for a manslaughter case before the New Zealand High Court, including trial strategy and cross-examination preparation.
3. Co-represented four clients following the termination of an international investigation following led by the FBI and numerous foreign national and international agencies. Pre-trial issues related to cross-border privacy laws in light of advanced technologies used leading to technical legal issues relating to conflict of laws and issues relating to subject matter jurisdiction. Proceedings were conducted in the New Zealand Court of Appeal.
4. Represented a client in a three-week jury trial concerning immigration fraud, with a strong focus on the application of evidence law.
5. Represented clients in a judge-alone trials facing numerous charges.

Publications

Navigating Strategic Collaborations: Choosing Between Mergers and Joint Ventures for Business Growth – 6 August 2024 – M&CO Legal - <https://mandcolegal.com/navigating-strategic-collaborations-choosing-between-mergers-and-joint-ventures-for-business-growth/>

Strengthening the UAE's Anti-Money Laundering Framework: An In-Depth Analysis of Cabinet Decision No. 109/2023 – 14 December 2023 – M&CO Legal - <https://mandcolegal.com/strengthening-the-uaes-anti-money-laundering-framework-an-in-depth-analysis-of-cabinet-decision-no-109-2023/>