



M. YOUSSEF KNANI

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EDUCATIONAL BACKGROUND

June 1969

Bachelor Degree obtained from Tunis Sadiki High School . Tunis Governor Tunis Award. English Award from the American

June 1973

Degree in Private Law: obtained with distinction. Top student. Prize of the President of the Republic

November 1974

Diploma of Higher Studies in Private Law (D.E.S): obtained with distinction at the University of Law, Economics and Social Sciences of Paris

1974

Certificate in Legal English, obtained at the University of Law, Economics and Social Sciences of Paris (Paris II).

November 1975

Diploma of Higher Studies in Criminal Sciences (D.E.S): obtained with distinction at the University of Law, Economics and Social

1980

: PhD in Private Law: obtained with First level of distinction at the University of Law, Economics and Social Sciences of Paris (Paris II). Thesis selected by the jury for the French thesis competition.

1982

Aggregation in Private Law. Top candidate.

1995

American University. Washington D.C. Studies on American Political and legal system.

FUNCTIONS

- Lawyer at the Supreme Court (Cour de cassation)
- Partner at Boussayene-Knani & Associates firm
- Awarded the National Order of Cultural Merit.
- Member of The London International Court of Arbitration.

DISTINCTIONS

- **Chambers & Partners 2021** "Youssef Knani enjoys an excellent reputation for his expertise in corporate/commercial law. He exhibits deep knowledge of banking and stock market law and is involved in M&A transactions. Interviewees say he is « very well respected. »
- **Chambers & Partners 2022** : « Based in Tunis, Youssef Knani enjoys an excellent reputation in the disputes arena, with his work encompassing a mix of litigation and arbitration proceedings. He is also able to advise on M&A, capital markets and franchising matters. « He's highly regarded in this space. » « He is well known as a good litigator».

LANGUAGES

Arabic, French and English

PROFESSIONAL EXPERIENCE

- **1976- 1978:** Assistant professor at the Institut des Hautes Etudes Commerciales de Tunis (H.E.C), teaching Commercial Law and Labour Law.
- **1978- 1980:** Assistant professor at the Faculty of Law , Political Science and Economics of Tunis (the Law of Obligations and Contracts).
- **1980-1982:** Assistant professor at the Faculty of Law and Political and Economic Sciences in Tunis, lecturing on the law of Obligations and Contracts
- **1982-1984:** Associate lecturer (maître de conférences)at the Faculty of Law , Political and Economic Sciences in Tunis. Subject taught: Commercial Law (Commercial Instruments, Bankruptcy and Commercial Contracts).
- **1984- 1987:** Professor at the Faculty of Law and Political and Economic Sciences in Tunis. Subject taught: Commercial Law (Commercial Instruments, Bankruptcy Law, Instruments of Commerce, Goodwill and Commercial Corporations).
- **1987-2012:** Professor at the Faculty of Legal, Political and Social Sciences in Tunis (Tunis II).

1. Subjects taught from 1984 to 2012:

- Advanced Commercial Law, for master students in Business Law;
- International Trade Finance Law, for students in Master of International Trade Law (Documentary Credit, First Demand Guarantees, Insurance, Export Credit, Buyer Credit, Supplier Credit);
- Real Estate Security Law, for master students in Real Estate Law.
- Commercial Law for Masters students in Private Law, third and fourth years (Business Transactions, Merchants, Commercial Corporations, Credit Instruments and Payment Instruments, Bankruptcy).
- Property Law (Movable and Immovable Property, Co-Ownership, Sharing, Easements and Usufruct).

2. Supervision of doctoral theses

- Intervention of the judge in the functioning of commercial companies
- The legal status of directors of commercial companies;
- The share capital, pledge of creditors;
- Domestic and international factoring;
- Passive transmission of bonds;
- The legal status of the guarantor;
- The legal regime of real estate development (PhD thesis. University of Paris 12).

3. Juries

- President of the National Assistance Recruitment Board (1988)
- President of the National Assistant Teacher Recruitment Panel (1995)
- President of the National Panel for the Recruitment of Associate Professors (1999) and 2003

RESEARCH ACTIVITIES

1. Works

- Tunisian Commercial Law Treaty in 476 pages (Credit Instruments and Payment Instruments); 3rd edition in 2005, Published by the Center of Studies, Research and University Publications (CERP).
- Treaty of Property Law, 366 pages, in collaboration with Professor Faouzi Belkenani. Center for Academic Publishing (CPU) 2003.

2. Published articles, comments and notes

- Le banquier et l'entreprise en difficulté ;
- L'Etat et l'entreprise ;
- Les clauses d'agrément et de préemption dans les cessions d'actions ;
- Les règles de quorum et de majorité dans l'AGE ;
- Les nouveaux droits des associés ;
- Les sociétés professionnelles d'avocats ;
- L'abus de position dominante dans le droit de la concurrence (communication aux Journées tuniso-françaises Commerce et Droit);
- La réforme du droit de la concurrence (conférence Casablanca 2002)
- Le droit pénal du chèque (commentaire de jurisprudence) ;
- L'erreur de l'acheteur sur la constructibilité du terrain acheté (commentaire de jurisprudence) ;
- Les conflits d'intérêt entre la société anonyme et ses dirigeants (commentaire de l'article 200 du Code des Sociétés Commerciales) ;
- La concurrence de la société par ses dirigeants et cadres ;
- Le consortium d'entreprises ;
- Le siège social ;
- La politique de clémence dans le droit de la concurrence;
- Rapport de synthèse aux travaux de la Faculté de Droit de Sousse sur l'apport du nouveau Code des Sociétés Commerciales;
- Les groupes de sociétés;
- Le bénéficiaire effectif;
- Réflexions sur l'administrateur indépendant, février 2020;

PARTICIPATION IN LEGISLATIVE REFORM COMMITTEES

Member of the committee responsible for the reform of the Commercial Companies Code (2009);
Opinion on the raft law governing leasing in Tunisia;
Advice on PPSA Reform (2019).

FIELD EXPERIENCE

1. Practicing as attorney

- Registration at the Tunis Bar: 1982
- Trial lawyer: 1983 -1987
- 1987-1999: Teaching, commercial arbitration, legal opinions.
- 1999-2016: Resumption of practice as a lawyer. Founding member of the professional law firm Boussayene- Knani & Associates, highly regarded in Business Law

2. Domestic and international arbitration

Head of the arbitration department of the law firm Boussayene Knani & Associates. In 2022, the firm won the highest "Incontournable" Litigation & Arbitration award according to the new Tunisia 2022 ranking of the French magazine Décideurs-Leaders League

Youssef Knani is active in domestic and international arbitration. He acts as counsel, arbitrator or president of the Arbitral Tribunal (ICC, CCAT and ad hoc).

Examples of interventions:

- **ICC International Arbitration** n°16395/ND: Hirvalon Finance LTD (British Virgin Islands) and Gladinan Invest LTD (British Virgin Islands) C/ Julien Sprecher (France) Alex Berrier (France) Sprecher Berrier & Partners FZCO (Dubai). (Maître Youssef Knani managed this arbitration as President of the Arbitral Tribunal).
- **ICSID Arbitration:** Tunisian State C/ A major player in the banking sector. (Maître Youssef Knani managed this arbitration as a consultant of the Tunisian State)
- **International Arbitration:** This dispute which opposed a Tunisian Group operating in the public works sector to a Spanish Group concerned the compensation of the damage resulting from the wrongful interruption of the negotiations relating to the construction of an Olympic stadium (Maître Youssef Knani managed this arbitration as a lawyer of the Tunisian party)
- **International arbitration:** A Tunisian hotel group C/ Chaîne SOL (Spain) (Maître Youssef Knani managed this arbitration as a lawyer of the Tunisian Group).
- **Ad hoc arbitration:** Entreprises des travaux pub du sahel C/ Hôtel thalasso Mehdià (Maître Youssef Knani managed this arbitration as co-arbitrator).
- **Ad hoc arbitration:** Tunisian Group "leader" in the fish farming sector C/ A foreign company which carried out the construction works of the breeding ponds. This dispute concerned the compensation of the damage due to faults at the end of the construction works. (Maître Youssef Knani managed this arbitration as a lawyer of the Tunisian Group).
- **Ad hoc arbitration:** This dispute opposes a French oil and gas company to company producing, distributing and marketing petroleum products. This dispute concerns the violation of a pre-emption clause included in the shareholders' agreement (Maître Youssef Knani managed this arbitration as counsel for the French party).
- **ICC International arbitration :** Tunisie Télécom C/ COMATEL & BSA. This is a dispute between shareholders concerning the capital structure (Maître Youssef Knani managed this arbitration as a lawyer for Tunisie Télécom).
- **Ad hoc arbitration:** Venus Hotel Management C/ Société d'Etudes et de Promotion Touristique de Hammamet (Maître Youssef Knani managed this arbitration as co- arbitrator).
- **ICC arbitration:** ECUMED PETROLEUM ZARZIS LTD. (EPZ) C/ ENTREPRISE TUNISIENNE D'ACTIVITES PETROLIERE (ETAP), Tunisie. Maître Youssef Knani managed this arbitration as a lawyer for ETAP (ongoing case).
- **ICSID Arbitration:** ECUMED PETROLEUM ZARZIS LTD. (EPZ) C/ENTREPRISE TUNISIENNE D'ACTIVITES PETROLIERE (ETAP). (Maître Youssef Knani managed this arbitration as a consultant of ETAP)
- **Arbitrage CCI:** Alliance International Holding B.V C /Tunis Bay Project Company (TBPC) Maître Youssef Knani managed this arbitration as a lawyer for TBPC (ongoing case)
- **Arbitrage interne ad hoc :** Société Diar Gammarth C/ Abdelhamid Ben Abderrazek. Maître Youssef Knani managed this arbitration as the president of arbitral tribunal (ongoing case).

3. Competition law

- Legal advice and assistance to companies in matters of free competition, restrictive practices and abuse of dominant positions;

- Counsel for several companies in cases brought before the Conseil de la concurrence;
- Lawyer of a Tunisian company prosecuted before the European Commission in Brussels for unlawful agreement with European and American companies.
- Representation of the French pharmaceutical company Laboratoire SVR in a major case of unfair competition and abuse of economic dependence before the Administrative Tribunal.
- Representation of the telecommunications operator OOREDOO Tunisia before the competition council in a case of unlawful agreement on billing tiers. (Other party involved: Orange Tunisia). (The judgment handed down in December 2020 is in favour of the customer) ;
- Representation of the Tunisian pharmaceutical company «Théra» before the courts and the competition council in disputes relating to the patent of medicine and abuse of dominant position. (Other party involved: Servier). (pending case) ;
- Kellogg's representation before Tunisian courts in a major dispute with a Tunisian distributor (2020);
- Representation of the Spanish company ACESUR before the Tunisian courts in a major dispute with a Tunisian supplier. (2020).
- Advising the MONOPRIX distribution leader on the acquisition of the SAHARA distribution network
- Representation of Turkish bank Arab Türk Bankası A.Ş. before Tunisian courts in a major dispute with a Tunisian company. (2020) ;

4. Banking and Stock Exchange Law

- Legal opinions to several banks of Tunis on questions of documentary credit, first demand guarantee, money laundering and others.
- Development of banking contract templates for a large local bank
- Legal opinions to the Central Bank of Tunisia.
- Banque Fédérative du Crédit Mutuel (BFCM-CIC): advising the CIC in the acquisition of the Bank of Tunisia share block (13% of the capital) held by the Tunisian State
- Union Internationale des Banques (UIB): Due diligence for Crédit Lyonnais on the occasion of the privatization of UIB 2003.
- Banque Franco Tunisienne (BFT): privatization 2007 - Banque Sahélo-Saharienne pour l'Investissement et le Commerce (BSIC): advice and study related to the change of its vocation as a development bank to a universal bank
- BNP Paribas: • Capital increase • Studies on the legal regime of foreign investments in Tunisia.
- Trade and Industry Banking Union (UBCI): Merger through Acquisition of Subsidiaries.
- Société Tunisienne de Banque (STB) 1999: Merger of the Banque Nationale de Développement Touristique (BNDT) and the Banque de Développement Economique de Tunisie (BDET)
- Banque populaire-Caisses d'épargne (BPCE): studies on the status of executives
- BIAT: advising the bank in the context of various operations (the activity of the Board of Directors, Status of Directors, Review and recasting of bank contracts)
- Tuniso Saudi Arabian Investment and Development Company (STUSID BANK): amendment of the articles of association.
- National Agricultural Bank (NBA): Pre-Contract and Litigation Assistance - Bank of Tunisia (BT): Pre-Contract and Litigation Assistance - ICSID and ICC International Banking Arbitration.
- IPO (of several companies including those operating in the cement and food processing sector).
- Assistance to the Financial Market Council.

5. Corporate Law and Bankruptcy

- Advice and legal assistance to companies (memorandum of understanding between shareholders, mergers, acquisitions, capital increases, relations with managers).
- Company disputes (judicial administration, dismissal of corporate directors, abuse of social assets, presentation of false balance sheets, abuse of majority, abuse of minority and other).
- Bankruptcy litigation. Judicial settlement. Liability action. Criminal liability of officers and directors.

6. Investments in the tourism sector

- The firm has entered into several lease management agreements covering large hotels located in various tourist regions of the country. Maitre Knani has assisted a number of Tunisian groups in negotiating and concluding management contracts with world leaders such as Accor Hotels and Louvre Hotels Group.
- Maitre Knani has advised a number of leading local and international clients in the hotel and restaurant sectors: (Dusit Hotels (Thailand); Tui; Magic Hotels; Palm Beach hotels; Fourati Hotel Hammamet; Illiad Djerba Hotel; Telemaque Beach & Spa Djerba ...).
- The firm has recently assisted a Tunisian hotel chain in the sale of three hotels (one in Hammamet and two in Djerba).
- Assistance of the Fourati family, hotels owners, in the sale of their hotel in Hammamet
- Assistance of Tunisian investor in the Movenpick Hotel acquisition in Sousse;
- Assistance from Dusit Hotels (Thailand) under a hotel management contract in Tunisia;
- Assistance to a Tunisian investor under a hotel management contract with Golden Tulip;
- Assistance of five-star hotelier in Djerba under a hotel management contract with a TUI Airways company.
- Support of Telemaque Beach & Spa Djerba in ICC arbitration between our client and a French tour operator
- Assistance of Illiad Hotel Djerba in an arbitration case before the ICC opposing our client to an Italian tour operator
- Assistance to Condor Airlines in several litigation cases against a Tunisian hotel.

7. Main Projects

- Assistance of the Czech Geosan Group in the construction of the "Cit  de la culture" project in Tunis;
- Assistance of Tunis Bay-Gulf Finance House (GFH) (Bahrain) for the construction of a major residential project Tunis Bay ;
- Assistance of Bukhater Group (United Arab Emirates) on the Tunis Sport City mega project

8. Energy law

- Assisting the Socobat/Etelec consortium in relation to the Turnkey construction of a solar power plant for a ENI/ETAP JV in Tataouine Tunisia;
- Advice and due diligence on a wind farm project for Total Eren in the context of a Tunisian government call for tender (Concession regime)
- Acting as legal counsel in a 30 Million EUR funding agreement between Banque Maghr bine d'Investissement et de Commerce Ext rieur (BMICE) and Soci t  Tunisienne de l'Electricit  et du GAZ (STEG) for the financing of gaz imports from Algeria;
- Assisting Clarke Energy and SITEX (an important textile company in Tunisia) on a Combined Heat and Power (CHP) Cogeneration project;
- Assisting Spanish Obrasc n Huarte Lain (OHL) in a government tender process for the construction of oil storage facilities in Rades Tunisia;

- Advice and due diligence on a 471MW Combined Cycle Power Plant gas fired power project (Concession regime) in the context of a Tunisian government call 7 for tender
- Acting as legal counsel in an 11,5 million EUR funding agreement from German state-owned development bank KfW to state-owned energy company STEG for the extension of Tozeur II solar power plant;
- Representing TOTAL Energies in an arbitration case opposing TOTAL to partner oil companies regarding the exploitation of oil storage facilities in Rades Tunisia;
- Representing ETAP (Tunisia's state-owned oil company) in two arbitration cases in relation the joint exploitation of oil concessions;
- Representing ENI in relation to an important tax dispute with Tunisian tax authorities;
- Assisting SHELL in relation to compliance with foreign exchange regulation;
- Acting as legal counsel in a 108 million EUR funding agreement between the African Development Bank acting as administrator of the Special Africa Growing Together Fund (AGTF) and Société Tunisienne de l'Electricité et du GAZ (STEG) for financing the electricity transmission network development and equipment;
- Assisting a German-Chinese consortium for the Turnkey construction of a solar power plant in Tunisia (Confidential. Project in progress);
- Assisting a Chinese EPC contractor for the Turnkey construction of a solar power plant in Kairouan Tunisia (Confidential. Project in progress);
- Assisting Libya's Zallaf, a 100% subsidiary of NOC, in relation to establishing a technical support company in Tunisia;
- Assisting Libya's Murzuq, a 100% subsidiary of NOC, in relation to establishing a technical support company in Tunisia;

9. Litigation

- Monoprix defense against Andor (compensation action) 2021
- Monoprix defense against Givenchy (Compensation / unfair competition) 2016
- SITEX defense against Lamwel (bankruptcy) 2022
- Defense of the company Condor against SDE Touristic group orange trees (aircraft seizure following court decisions in Tunisia against Thomas Cook) 2022
- Defense of the Bank of Tunisia (Recovery / Paulian share) 2020

10. African component

- Assistance of foreign banks such as the Sahel Investment and Trade Bank (BSIC) for advice and litigation. (2019-2020-2021) ;
- Assistance of the African governments in various types of investment and in the modernization of their legislation. For example, assistance from the Togolese government in drafting the law on national biometric identification in collaboration with E&Y. (2019)
- Assistance and advise the Bank of Central African States in revising foreign exchange regulations and their application to oil and mining companies operating in the region.