ETIHAD

PRACTICE OVERVIEW

Healthcare

PROVIDERS · PAYORS · INVESTORS · INNOVATORS

Licensing, compliance, transactions and disputes



Healthcare

At Etihad, we understand that the healthcare sector operates under unique regulatory, commercial and ethical pressures. Our dedicated team combines deep industry knowledge with legal expertise to help providers, payors, investors and innovators navigate complex licensing, compliance, transactions and disputes, so you can focus on delivering quality care and advancing medical solutions. Iraq's healthcare market is opening to private and foreign investment, while national health insurance, new procurement rules and digital health are changing how the sector works. We help clients enter the market, grow within it and protect what they have built, with advice that is practical, timely and grounded in how Iraqi regulators actually operate.

Why Clients Work With Us

- **Sector Focus**

  Lawyers who know how hospitals, clinics, pharmacies, laboratories and insurers operate in Iraq, and the specific rules that govern each of them.

- **One Integrated Team**

  Regulatory, corporate and litigation lawyers working together on each file, so licensing, transactions and disputes are handled consistently.

- **Regulator Experience**

  Hands-on dealings with the Ministry of Health, Kimadia, the Insurance Diwan and customs authorities, from the first application to the final approval.

- **Arabic and English**

  Contracts, policies and regulatory filings prepared in both languages for local and international clients, ready for signature and submission.

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Healthcare

Our Healthcare Practice

- **Regulation and Licensing**

  Facilities, practitioners, standards, inspections and ongoing compliance.

- **Procurement and Contracts**

  Kimadia tenders, supply, service-level, management and PPP agreements.

- **Data and Digital Health**

  Patient privacy, cyber security, telemedicine and intellectual property.

- **Employment and Ethics**

  Medical staff, foreign professionals, investigations and anti-corruption.

- **Pharmaceuticals and Devices**

  Product registration, scientific offices, clinical trials and imports.

- **Transactions and Finance**

  M&A, joint ventures, private equity and healthcare project finance.

- **Health Insurance**

  Insurer licensing, national health insurance, products, claims and reinsurance.

- **Competition and Disputes**

  Competition law, malpractice, contractual and regulatory disputes.

WHO WE ACT FOR

Public and private hospitals ◆ Clinics and medical centres ◆ Pharmacies and laboratories ◆ Pharmaceutical and device manufacturers ◆ Scientific offices and distributors ◆ Health insurers and payors ◆ Investors and private equity ◆ Telehealth and digital-health platforms ◆ PPP sponsors and lenders ◆ International organisations and NGOs

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Regulatory Compliance & Licensing

Our team understands the nuances of Iraqi licensing, compliance and inspection processes. We work closely with regulators, including the Ministry of Health, the Insurance Diwan and customs authorities, to design both proactive and responsive strategies. Drawing on extensive experience, we help clients align with evolving standards, prepare for audits and investigations, and engage with domestic and foreign agencies to ensure smooth market access and ongoing compliance.

How We Help

1 Facility Licensing

Registration and licensing of hospitals, clinics, medical centres, pharmacies and laboratories with the Ministry of Health, including site, staffing and equipment requirements.

2 Practitioner Licensing

Licensing and registration of doctors, pharmacists, nurses and allied health professionals, including foreign practitioners joining Iraqi facilities.

3 Private Healthcare Investment

Establishing private healthcare institutions, including foreign-owned projects, and obtaining investment licences where incentives apply.

4 Standards and Accreditation

Advice on compliance with healthcare laws, professional standards, infection control and accreditation requirements.

5 Audits and Inspections

Preparing for Ministry inspections, audits and investigations, attending with clients and responding to findings, warnings and closure orders.

6 Ongoing Compliance

Licence renewals, changes of ownership, management or location, and tracking new regulatory requirements with periodic compliance reviews.

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Pharmaceuticals & Medical Devices

We help manufacturers, distributors and scientific offices bring medicines, medical devices and equipment to the Iraqi market, and keep them there, from first registration through import, pricing and post-market obligations. Market entry in Iraq turns on three things: registering the product and its manufacturer with the Ministry of Health, having the right local vehicle to import and market it, and managing customs and pricing. We coordinate all three so products reach patients without avoidable delay.

How We Help

1 Product Registration

Registration of medicines, medical devices and their manufacturers with the Ministry of Health, including dossiers, variations and renewals.

2 Scientific Offices

Establishing and licensing the scientific offices through which pharmaceutical products are imported and marketed in Iraq, and advising on day-to-day obligations.

3 Clinical Trials

Clinical-trial approvals, trial agreements with hospitals and investigators, and patient consent documentation.

4 Post-market Surveillance

Pharmacovigilance and post-market obligations, product recalls and responses to regulator queries.

5 Import, Export and Customs

Import and export controls, import permits and customs clearance for medicines, devices and equipment.

6 Pricing and reimbursement

Price-setting and reimbursement schemes, and positioning products for public tenders and private buyers.

7 Agency and Distribution

Commercial agency and distribution agreements, and registering agents and distributors under Iraqi law.

KEY LEGISLATION

- **Pharmacy Practice Law No. 40 of 1970:** Import of medical products through registered scientific offices.
- **Instructions No. 4 of 1998:** Licensing and operation of scientific offices.
- **Commercial Agency Regulation Law No. 79 of 2017:** Registration and regulation of commercial agents.

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Medical Procurement & Contracts

We negotiate and draft the contracts that keep hospitals supplied, staffed and running, and we help suppliers win and perform public contracts. Kimadia, the State Company for Marketing Drugs and Medical Appliances, is the government's purchaser of medical products, so access to public hospitals runs through its tenders. Private hospitals and investors, in turn, rely on long-term supply, maintenance and management agreements that need careful structuring.

How We Help

1

Supply and Vendor Agreements

Negotiating and drafting supplier, distribution and vendor agreements for pharmaceuticals, devices and equipment, with clear terms on quality, delivery and liability.

2

Government Tenders

Bidding in Kimadia and Ministry of Health tenders, from reviewing bid documents to contract award, performance bonds and tender disputes.

3

Equipment, Leasing and Maintenance

Purchase, lease and long-term maintenance agreements for medical equipment, including warranties and service levels.

4

Hospital Management Agreements

Management and operation agreements between owners and specialist hospital operators, with performance standards and exit terms.

5

Service-level and Managed-care Agreements

Structuring service-level and managed-care agreements between providers, payors and outsourced service providers.

6

PPP Agreements

Structuring public–private partnership agreements for hospitals and other public health projects, from risk allocation to step-in rights.

> *Strong contracts prevent most disputes. We draft with performance, payment and exit in mind from day one.*

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Corporate Transactions

We guide clients through every stage of corporate deals, whether simple asset purchases or complex cross-border mergers and divestitures, managing both commercial and regulatory issues in a cost-effective, timely way. Our team has deep expertise in healthcare transactions, from hospital affiliations and joint operating agreements to private-equity investments. In healthcare, the licence often is the business, so we build regulatory approvals and licence transfers into every deal timetable.

How We Help

Healthcare Due Diligence

Reviewing licences, regulatory standing, staff, contracts, disputes and liabilities for acquisitions, divestitures and partner alliances.

Joint Ventures

Joint ventures, investments and spin-offs in hospitals, laboratories and telehealth platforms, including shareholder and governance arrangements.

Company Formation and Restructuring

Setting up local companies and branches for healthcare investors, and reorganising group structures.

2 Mergers, Acquisitions and Divestitures

Structuring and negotiating share and asset deals, with liability and risk reduction built into the transaction documents.

4 Affiliations and Operating Agreements

Hospital affiliations, joint operating agreements and clinical-collaboration arrangements.

6 Licence Transfers and Approvals

Securing the regulatory approvals and licence changes needed for completion.

How A Deal Runs

1. **Structure & Term Sheet**
2. **Due Diligence**
3. **Documents & Negotiation**
4. **Approvals & Licences**
5. **Completion & Integration**

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Healthcare Finance & Investment

We partner with governments, public–private partnerships, project sponsors and awarding authorities to structure and finance healthcare infrastructure projects. We also handle mainstream private-equity, growth and venture-capital investments, mezzanine financings and turnarounds, plus debt and equity raising from bank loans to wider capital, to deliver end-to-end funding solutions for healthcare businesses.

How We Help

1. **Project and infrastructure finance**

   Structuring and financing hospitals and other healthcare infrastructure, acting for sponsors, lenders and awarding authorities.

2. **Public–private partnerships**

   PPP structures for building and operating health facilities, from procurement to financial close.

3. **Private equity and growth capital**

   Private-equity, growth and venture-capital investments in hospitals, clinics, laboratories and health-technology businesses.

4. **Start-up financing**

   Helping start-ups secure funding through equity, venture capital, grants or partnerships.

5. **Lending and security**

   Bank loans and mezzanine financing for lenders or borrowers, with guarantees, mortgages and pledges.

6. **Investment licences and incentives**

   Investment licences and incentives for healthcare projects under the Investment Law.

7. **Restructuring and turnarounds**

   Restructuring debt and operations for healthcare businesses under financial pressure.

WHO WE ACT FOR

Project sponsors ◆ Lenders and banks ◆ Awarding authorities ◆ Private-equity and venture investors ◆ Healthcare start-ups ◆ Hospital groups

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Data Privacy & Cyber Security

Providers, payors and technology vendors increasingly use digital tools for data exchange and care coordination to improve quality, reduce costs and enhance patient experience. With them comes a complex web of privacy rules and cyber-security threats. Iraq's rules on health data sit across several laws rather than one data-protection statute, alongside medical confidentiality duties. We help clients navigate all relevant rules, craft robust compliance programmes and respond swiftly to incidents, so sensitive health information stays protected at every step.

How We Help

1 Patient privacy and consent

Drafting patient-privacy policies, consent forms and notices that reflect how data is actually collected and used.

2 Data-sharing agreements

Agreements for sharing patient data between hospitals, laboratories, insurers and technology partners.

3 Compliance programmes

Data-protection programmes, internal policies and staff guidance, built around the client's operations.

4 Risk assessments

Legal risk assessments and secure data-sharing frameworks, coordinated with the client's technical advisers.

5 Vendor and technology contracts

Negotiating and managing vendor relationships, hosting and software agreements, with data-protection and security terms.

6 Incident response

Responding swiftly to data breaches and cyber incidents, including notifications, regulator engagement and claims.

> *Patients trust providers with their most sensitive information. We help you keep that trust.*

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Telemedicine, Digital Health & IP

We advise telehealth platforms, providers and technology companies on launching and growing digital health services, and we protect the innovations behind them. Our attorneys shepherd patent filings from initial application to grant, securing robust and commercially valuable protection, and obtain and defend trademark registrations for healthcare brands and products.

Telemedicine and Digital Health

1. **Telehealth Licensing**
   Licensing for telehealth services, cross-border care and e-prescribing, and the role of licensed practitioners in remote care.

2. **Platform Terms and Policies**
   Platform terms of use, telemedicine policies and patient-facing documents.

3. **Technology Partnerships**
   Technology-partnership, development and licensing agreements for health applications and devices.

Intellectual Property

1. **Patents**
   Patent filings from initial application to grant, and defending patents against challenges.

2. **Trademarks**
   Obtaining and defending trademark registrations for healthcare brands, products and services.

3. **Licensing and Distribution**
   Negotiating and drafting licensing and distribution agreements that protect the client's rights.

4. **Enforcement**
   Enforcement against infringement and counterfeit products, and defending challenges to patent and trademark rights.

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Health Insurance & Reimbursement

Our insurance regulatory and transactional lawyers advise health insurers, payors, providers and employers on licences, regulatory approvals, products, claims and compliance. The national health insurance scheme under Law No. 22 of 2020 is changing how hospitals are paid and how private insurers and providers contract. We help clients position themselves within it, and guide insurers through holding-company rules, risk-sharing, reinsurance and product innovation.

How We Help

1. **Licensing and Approvals**
   Licences and regulatory approvals from the Insurance Diwan for insurers, brokers and new insurance products.
2. **National Health Insurance**
   Contracting and accreditation with the Health Insurance Commission for hospitals, providers and insurers.
3. **Policy Drafting and Benefit Design**
   Policy wordings, benefit design and pricing filings for group and individual health cover, including cover for expatriate staff.
4. **Provider Networks**
   Agreements between insurers, third-party administrators and provider networks.
5. **Claims and Coverage Disputes**
   Advising insurers, payors and providers on claims, coverage and reimbursement disputes.
6. **Transactions and Reinsurance**
   Insurance-company transactions, holding structures, risk-sharing and reinsurance programmes.
7. **Investigations and Examinations**
   Defending insurers in regulatory investigations and financial examinations.

KEY LEGISLATION

- **Health Insurance Law No. 22 of 2020:** National health insurance, administered by a Health Insurance Commission within the Ministry of Health.
- **Insurance Business Regulation Law (Order No. 10 of 2005):** Licensing and supervision of insurers by the Insurance Diwan, Ministry of Finance.

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Employment & Labour

Healthcare runs on licensed professionals. We advise hospitals, clinics and healthcare groups on hiring, managing and protecting their workforce, from senior consultants to support staff. Healthcare employers face both labour-law rules and professional licensing rules, and foreign medical staff add residency and work-permit requirements. We bring these together so staffing decisions are compliant from the start.

How We Help

1 Medical Staff Contracts

Employment contracts for doctors, nurses and technical staff in Arabic and English, with non-compete and confidentiality agreements.

2 Foreign Medical Professionals

Work permits, residency and licensing for foreign doctors and specialists joining Iraqi facilities.

3 Internal Regulations

Internal work regulations, codes of conduct and staff handbooks suited to clinical settings and shift work.

4 Labour Compliance

Working hours, leave, social security registration and payroll compliance.

5 Professional-standards Investigations

Handling complaints and investigations into staff conduct, alongside workforce licensing.

6 Discipline and Termination

Disciplinary procedures, terminations and settlements, and representing employers before the labour courts.

KEY LEGISLATION

- **Labour Law No. 37 of 2015:** Contracts, working hours, leave, discipline and termination.
- **Workers' Retirement and Social Security Law No. 18 of 2023:** Social security registration and contributions for private-sector staff.

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Ethics, Investigations & Competition

We help healthcare organisations deal with regulators and competitors on clean terms, and act quickly when allegations or investigations arise. Our services include managed-care contracting reviews, merger and affiliation analyses, competition risk assessments, advice on provider networks and joint operating companies, and defending clients in government investigations and enforcement actions. We represent clients before the Ministry of Health, Kimadia and other regulators, and are not hesitant to litigate unfair-competition claims.

Ethics and Investigations

1. **Internal Investigations**
   Investigations into fraud, kickbacks and professional-conduct complaints, with findings and remediation plans.

2. **Anti-corruption and AML**
   Anti-corruption, anti-bribery and anti-money-laundering programmes for dealings with public hospitals and officials.

3. **Compliance Training**
   Codes of conduct, gifts and hospitality policies, and staff training.

Competition and Antitrust

1. **Mergers and Affiliations**
   Competition analysis and filings for mergers, affiliations and joint operating companies under Competition Law No. 14 of 2010.

2. **Contracting and Networks**
   Managed-care contracting reviews, provider networks and alternative delivery systems.

3. **Risk Assessments**
   Competition risk assessments for pay-for-performance and peer-review programmes.

4. **Investigations and Claims**
   Defending clients in government investigations and enforcement actions, and litigating unfair-competition claims.

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Disputes & Litigation

We combine litigation strength with deep healthcare expertise to help clients navigate complex legal challenges arising from evolving regulations and medical innovation. Our team defends healthcare providers and organisations from trials to administrative hearings and appeals, and handles high-stakes, “bet-the-company” disputes. We also advise on liability and risk reduction before disputes arise.

What We Handle

1 Medical Malpractice and Negligence

Representing hospitals and practitioners in medical-malpractice, professional-negligence and patient-rights cases.

2 Contractual Disputes

Supply, service, PPP and joint-venture disputes between healthcare businesses and their partners.

3 Tender and Procurement Disputes

Challenges and claims arising from Kimadia and Ministry of Health tenders and public contracts.

4 Insurance Claims

Claims and coverage disputes between insurers, providers and patients.

5 Regulatory Enforcement

Defending providers before the Ministry of Health and other regulators in enforcement actions, administrative hearings and appeals.

6 Arbitration

Domestic and international arbitration of healthcare commercial and investment disputes.

How We Work

1. **Early Case and Risk Assessment**
2. **Strategy and Evidence**
3. **Negotiation Or Settlement**
4. **Court Or Hearing**
5. **Appeal and Enforcement**

> *We advise on liability and risk reduction before disputes arise, and we are not hesitant to litigate when they do.*

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Key Contacts

Our healthcare team advises providers, payors, investors and innovators on licensing, compliance, transactions and disputes. Please contact any of us to discuss your project.



Dr. Ahmed Hankawi

Managing Partner, Commercial, Litigation

T +964 781 500 1400 ◆ **E** a.hankawi@etihad-law.com

Advises on approvals and investment licensing for pharmaceutical manufacturing projects, and represents clients in commercial disputes in the healthcare sector.



Farah Mahmood

Partner, Head of Commercial

T +964 787 474 0010 ◆ **E** f.mahmood@etihad-law.com

Advises hospitals, medical centres and pharmaceutical companies on agreements to establish and operate specialist departments, medical equipment procurement and supply, pharmaceutical distribution, and healthcare marketing.



Abdulhadi AlShimary

Partner, Corporate, Litigation

T +964 780 944 7000 ◆ **E** a.alshimary@etihad-law.com

Advises healthcare investors and providers on establishing companies and branches in Iraq, licensing and regulatory approvals, commercial contracts and employment arrangements.



Zahraa Deyaa

Partner, Head of Corporate Structure

T +964 787 474 0012 ◆ **E** z.deyaa@etihad-law.com

Supports healthcare investors with company and branch registration, foreign investment requirements, licences and sector approvals, joint ventures and ongoing corporate compliance.



Anas Duraid

Associate, Head of Tax & Social Security

T +964 787 474 0007 ◆ **E** a.duraid@etihad-law.com

Advises pharmaceutical companies on tax compliance for research and development, manufacturing and distribution, sector tax incentives, and withholding tax on supplier and distributor payments.

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Unique Approach.

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