

# AFRICA BUSINESS GROUP



**ADDLESHAW  
GODDARD**

**MORE IMAGINATION MORE IMPACT**



**AG's knowledge of the complex political, geographical and social challenges businesses face in Africa is beyond that of any other law firm I have worked with. I particularly value the way in which complex issues are simplified and they will set out the pros and cons of possible routes and recommend a specific line of action - this approach helps inform the eventual decision.**

Diageo Africa, M&A  
Lawyer

## OUR AFRICA BUSINESS GROUP

**Despite recent global headwinds, Africa remains home to many of the fastest growing economies and businesses in the world. We are proud to have advised clients interested in the continent for over two decades and of the collaborative approach and close relationships we enjoy with lawyers across Africa.**

Underpinned by global demand for the continent's abundant natural resources, such as gold, oil, chromium and platinum, much of Africa's recent growth is being driven by stronger fiscal discipline, a fast-growing consumer base and increased political stability across the continent. These are factors which continue to attract ever-increasing levels of foreign investment, particularly in key sectors such as energy, consumer goods and services, technology, telecoms and infrastructure.

Undoubtedly, challenges remain. Much of the continent's transport, technology and financial services infrastructure is in need of development and, despite vast natural resources, power production is inefficient and unreliable.

The fall in global oil prices brings fresh challenges, notably on foreign exchange reserves and on balancing fiscal breakeven prices with investment and public spending programmes. But as commodity prices recover, and many developed economies struggle to emerge from a prolonged period of stagnation, Africa is one of the few global economic bright spots, providing exceptional opportunities for growth, innovation and expansion.

We represent some of the world's most dynamic businesses, many of whom originate from or operate in Africa. We are passionate about delivering the best legal advice for those doing business in Africa working alongside the best lawyers in each jurisdiction. We collaborate extensively with these firms (through know-how, precedent and market intelligence sharing) and we have honed a strong process-orientated delivery model which means we are collectively focused on the client's objectives, achieving their goals, whilst minimising risk. We look forward to discussing how we can help you and your business achieve its growth ambitions in Africa's fast growing markets.

**CHRIS TAYLOR**

Head of Africa Business Group

# OUR EXPERIENCE IN AFRICA

## Mergers & Acquisitions Pages 6 & 7

Having advised on investments in Africa for more than 20 years, our dedicated M&A team specialises in advising on high profile complex African M&A for a variety of investor classes.

## Managing Disputes & Enforcement Pages 8 & 9

Disputes are often a commercial inevitability. We have extensive experience in managing a range of litigation and arbitration matters across Africa and a reputation for innovative funding solutions.

## Energy Pages 10 & 11

We have the team and expertise in place to advise on both the dynamically growing sector of renewable energy and on more traditional sources such as oil and gas.

## Retail & Consumer Pages 12 & 13

We have one of the leading retail and consumer sector teams, which we combine with in-market African expertise to deliver solutions for a wide range of consumer focussed businesses.

## Finance Pages 14 & 15

We advise lenders, sponsors and borrowers on various types of finance (including Islamic finance) and project development transactions across Africa.

## Industrials and Manufacturing Pages 16 & 17

We have a wealth of expertise required to support our clients' needs across the full complement of manufacturing industries, which are becoming increasingly complex in the face of globalisation and societal change.

## Infrastructure and PPP Pages 18 & 19

We advise on all types of construction, engineering, projects, environmental and procurement matters and have extensive experience in project finance.

## Digital Pages 20 & 21

Our digital experience includes acting extensively in the telecoms and fintech sectors and pioneering the use of robotic process automation and artificial intelligence.

## Private Capital Pages 22 & 23

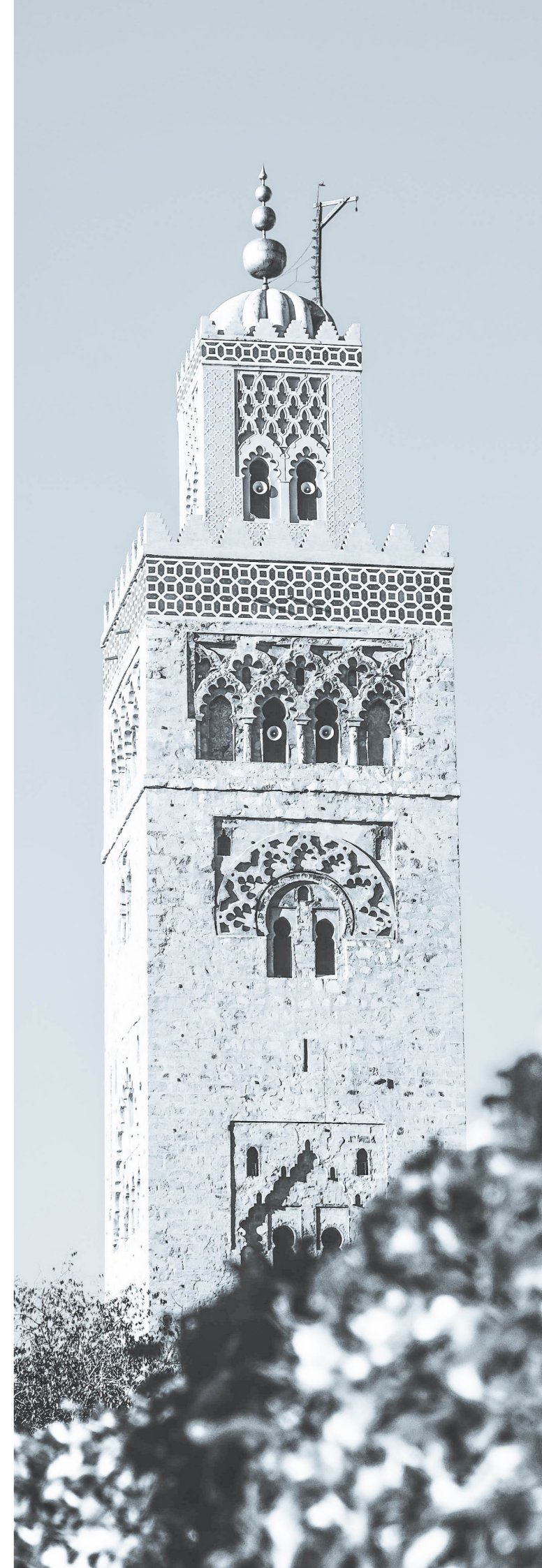
We offer support across a full range of private client services, and the firm has a wealth of experience advising international clients in relation to their wealth and succession planning.

## Risk & Compliance Pages 24 & 25

We provide tailored advice on relevant regulation and procedures to ensure clients are able to manage their risks and compliance requirements.

## Intellectual Property & Reputation Management Pages 26 & 27

We are highly experienced in helping clients deal with threats to their reputation and in registering, protecting and enforcing intellectual property rights.



# MERGERS & ACQUISITIONS

**Whilst some clients prefer to set up “green field” operations in Africa, the overwhelming majority continue to use M&A as a way of quickly establishing a foothold in these rapidly expanding local markets.**

The composition of investors is, however, changing with ever more international corporates prepared to invest in African businesses, DFIs looking to take direct equity stakes to advance their social impact and an ever increasing number of PE and sovereign wealth funds (both international and domestic) looking to take advantage of these high growth markets.

In terms of sectors, it is true to say that historically M&A in Africa meant investment in the extractive industries and, whilst this continues to be the case, the spread of sector interest is changing dramatically. An increasingly powerful consumer class is driving investment in goods and financial services, retail and telecommunications. However, at the same time, Africa is becoming a hotbed for technology start-ups as entrepreneurial Africans look for investment to replicate the success of businesses such as M-Pesa and develop IT solutions which are marketable worldwide.

Having advised on investments in Africa for more than 20 years, our dedicated M&A team specialises in advising on high profile complex African M&A for each of the investor classes mentioned above. This experience means that we will always be thinking two steps ahead, deploying “tried and tested” solutions to the issues which commonly arise in African M&A, and leveraging our sector expertise to deliver the best business outcomes. This also means we can accurately scope and price projects with certainty (which we know is a concern) and we can quickly deploy teams of lawyers to advise at short notice in market if required.

Our recent experience includes:

- Acting for BII owned Gridworks Development Partners LLP on its investment into Mettle Solar in South Africa
- Advising the Norwegian Investment Fund for Developing Countries (the Norwegian development finance institution) on the disposal of its interests in a Dutch joint venture, which itself has interests in three large solar power projects in South Africa, to a special purpose vehicle managed by STANLIB
- Acting for BII on its joint venture with Norfund through a Dutch holding company for the acquisition, development and operation of hydropower projects in Sub-Saharan Africa
- Advising Agility Logistics on joint ventures in Senegal and the Ivory Coast
- Advising Hikma Pharmaceuticals Plc on its strategic manufacturing and distribution joint venture in Ethiopia with the Midroc Group
- Advising Fircroft in respect of its joint venture in Angola
- Advising Diageo Plc on its acquisitions of the Meta Abo brewery in Ethiopia and Serengeti Breweries in Tanzania
- Advising British American Tobacco Plc on its acquisition of Blue Nile Cigarettes in Sudan, Twisp in South Africa and its bid for NTE in Ethiopia
- Advising PZ Cussons on its buy-out of Glanbia’s 50% stake in Nutricima for £21m
- Advising Diageo Plc on the creation and subsequent break up of joint ventures with Heineken and Namibia Breweries in Southern Africa
- Advising Seven Energy on its acquisition of East Horizon Gas Company and on a US\$255m equity fund raise to, among others, the IFC and Temasek
- Advising LAP GreenN (the Libyan sovereign wealth fund) on its bid for Warid Telecoms
- Advising Catalyst Principal Partners on its acquisition of a controlling stake in Yes Water in Ethiopia for US\$24m
- Advising BII Group on its platform investments in African education businesses GEMS Africa and UNICAF and in African healthcare businesses Healthcare Global and Manipal
- Advising Leapfrog on its emerging market co-investment with PG Impact Investments and Teachers Insurance and Annuity Association into NeoGrowth Credit Private Limited
- Advising Diageo on its joint venture with Refriango in Angola to create a distilled spirits facility and distribution arrangement
- Advising BII and Finnfund on its debt and equity investment in Miro Forestry Developments Limited which has operations in Ghana and Sierra Leone
- Advising BII on its equity investment in Jacoma Estates Limited, an agribusiness which has operations in Malawi



**Focuses on mid-market transactions, acting on issues such as buyouts, restructurings and refinancings. Experienced in advising private equity firms, building a solid reputation for its work with management teams. Offers a strong regional network domestically, alongside significant expertise in transactions involving Sub-Saharan Africa.**

Chambers 2018

# MANAGING DISPUTES & ENFORCEMENT

**The surge in foreign investment in Africa has made disputes a commercial inevitability. Successful resolution requires experience, the right legal and commercial skills and a flexible approach that incorporates local knowledge. Here are some key areas to consider:**

- Enforcement should always be the first consideration when dealing with a dispute - an arbitral or judicial decision is only as strong as a party's ability to enforce it
- Given the enforcement protections afforded by two key international conventions, the 1958 Convention on the Recognition and Enforcement of Foreign Arbitral Awards (the New York Convention) and the 1965 Convention on the Settlement of Investment Disputes between States and Nationals of other States (the ICSID Convention), international arbitration is the preferred method of dispute resolution for international businesses seeking to resolve high value or complex disputes in Africa
- Local advice should always be taken on the exact process for enforcement of arbitral or judicial decisions at the outset - different countries will have different procedures, often with vastly different deadlines

- Many African countries are signatories to bilateral investment treaties (BITs) which, in addition to providing foreign investors and their investments with important international law protections, enable investors to have a direct cause of action against the host state in a neutral forum, rather than being subjected to the jurisdiction of local courts, which risk being biased, unpredictable and fraught with delay
- In cases of fraud, identifying the perpetrators and then pursuing, securing and preserving the relevant information and assets, often across a variety of jurisdictions, is a complex task which often hinges on the prior record keeping practices of the organisation in question, the speed with which the recovery can be undertaken, and on keeping any investigative steps confidential. When carrying out cross-border assets recovery, efforts can be complicated by local legislation and administrative issues, including liaising with foreign authorities.

Addleshaw Goddard's disputes practice comprises specialist disputes lawyers in our UK, GCC, Hong Kong and Singapore offices, acting on a broad range of litigation and international arbitration cases, with a particular focus on general commercial, construction/infrastructure and energy disputes. We also have a particular expertise in fraud cases and asset tracing, and have acted on some of the largest cases of this nature. We have extensive experience of working alongside local counsel in disputes across Africa, either as the instructing firm managing local counsel on behalf of clients or whilst being instructed ourselves.

We are renowned for our market leading approach to the control of costs. Managing cases using Third Party Funding, Conditional Fees, After the Event Insurance policies and Damages Based Agreements is in our DNA. In 2008, we launched our market leading CONTROL programme, which enables our clients to mitigate the costs, uncertainty, and financial exposure arising from disputes. We understand that creative funding arrangements are essential in potentially costly legal proceedings, and we pride ourselves in providing appropriate solutions to our clients.

**Our recent experience includes:**

- Representing an Ethiopian company in relation to a failed hotel management project with an international hotel company resulting in an award of over \$20 million for our client
- Patel v Mozambique - our representation of an Indian engineering company in its investment treaty claim against Mozambique for breach of treaty provisions in relation to a infrastructure project for the construction of a port and railway line for the transportation of coal
- A development finance institution - acting for a development finance institution in relation to numerous claims pertaining to its rights of sovereign immunity
- Acting for a consortium of investors in a West African oil field dispute concerning the operation of the field, including the conduct of related litigation in several jurisdictions and international enforcement of the arbitral award (LCIA rules, London seat)

**We have extensive experience of working alongside local counsel in disputes across Africa, either as the instructing firm managing local counsel on behalf of clients or whilst being instructed ourselves.**

- Acting as co-counsel with Aluko & Oyeboode for a Nigerian integrated oil and gas investment company in a circa US\$100m ICC arbitration (London seat)
- Acting for a subsidiary of Diageo plc on a series of high profile international arbitrations concerning its joint-venture brewing and distribution arrangements with SABMiller in Kenya and Tanzania (ICC Rules, London seat)
- Defending an anti-suit injunction obtained by the International Finance Corporation and the OPEC Fund for International Development against our client, a Ghanaian oil company.
- Representing British International Investment plc (the UK's DFI) defend >£150m fraud claim in English High Court where BII is one of multiple co-defendants alongside its co-investors and their directors who are accused of participating in fraud with the Ugandan Central Bank relating to BII's (historic) investment in Crane Bank, a Ugandan bank.
- Representing an African National Oil Company in its defence of >USD500m ICC arbitration regarding the disputed management of oil and gas fields, including successful defence of injunction applications in first the French Courts and secondly before ICC arbitral tribunal.
- Acting for Unitel S.A., Angolan telecoms company, in its £350m+ claim in the English High Court against Isobel dos Santos' Dutch SPV for the recovery of amounts loaned to the SPV and the enforcement of related security.

# ENERGY

**Most of the Oil & Gas industry's focus in Africa in the past was on oil, as lack of infrastructure and challenging geological conditions made gas fields difficult to exploit.**

However, greater investment from oil companies, multilaterals such as IFC (World Bank Group) and African governments is now helping to develop gas fields and build much-needed distribution infrastructure, to enable gas to be used to fire newly-built power plants and factories.

Major offshore gas discoveries and advances in floating liquefied natural gas (FLNG) technology are also driving the development of a number of LNG projects in countries like Mozambique, Angola, Senegal / Mauritania, Equatorial Guinea, Nigeria and Cameroon.

Renewable energy is a dynamically growing sector with a vital role to play in delivering long-term security of energy supply, a reduction in emissions to slow down the effects of climate change, cost stability and certainty. With vast rural areas remote from grids, many parts of Africa are unable to benefit from the investment in 'traditional', centralised energy and are saddled with high operating costs from expensive and polluting diesel gensets. Fortunately, Africa has abundant renewable energy resources such as solar, wind, biomass, hydropower and geothermal, and a number of countries right across sub-Saharan Africa are developing policies to promote renewables as a vital part of their energy mix.

We are a market-leading renewable energy firm, with extensive experience in the sector including recently advising BP on its US\$200 million investment in global solar energy giant, Lightsource Renewable Energy. As the African renewable energy market develops apace, we are advising developers, investors and supply chain participants right across the region. Local knowledge is crucial in a sector where there are not only significant regional divergences depending on the natural resources in-country (for example, in Kenya geothermal power from the Great Rift Valley provides c. 50% of all electricity supply) but also national planning, property law, grid connection, renewable incentive and power purchase regimes that can significantly affect the viability and bankability of a project.



**Represents an array of FTSE 100 and FTSE 250 corporates, with notable expertise in energy, real estate, retail and financial services transactions. Handles a wide range of domestic and international matters, with a wealth of expertise in matters concerning India and Sub-Saharan Africa.**

Chambers 2018

Our recent experience includes:

- Advising PA Resources AB on the sale of its Tunisian offshore and onshore oil & gas interests to ETAP, and the grant of an option relating to its interests in the Republic of Congo to Petrogas
- Advising Seven Energy on its US\$100 million equity fundraising involving a US\$50 million investment by Islamic Development Bank Infrastructure Fund II (managed by ASMA Capital), with the remainder being provided by existing investors including International Finance Corporation (IFC) and Temasek
- Advising Seven Energy on the US\$255 million equity investments into it by IFC Temasek and others
- Advising Seven Energy on its acquisition of an equity interest in Afren Global Energy Resources Limited, which holds interests in OPL 907 and OPL 917, prospective gas fields in the Anambra basin in Nigeria
- Advising Seven Energy on its US\$250 million acquisition of the East Horizon Gas Pipeline from Oando PLC
- Acting for Bowleven plc on the sale of its interests in Gabon to Perenco.



# RETAIL & CONSUMER

**We have one of the leading retail and consumer sector teams which we combine with in-market African expertise to deliver solutions for a wide range of consumer focussed businesses.**

**The increasing consumption of goods and services (including retail, financial services, technology and telecoms) has made a significant contribution to Africa's rise in recent years, accounting for two-thirds of the continent's GDP growth. The continent has a disproportionately young population, with over half of the people aged under 25, particularly in the larger urban centres where the buying power of the middle class is increasing rapidly.**

This group is also driving increased internet penetration and technology take up in the continent which is further fuelling consumer growth. For many businesses, Africa's expanding consumer market is among the biggest opportunity for growth anywhere in the world.

We have one of the leading retail and consumer sector teams which we combine with in-market African expertise to deliver solutions for a wide range of consumer focussed businesses. We advise clients on all their legal requirements in the retail and consumer sector, from key strategic deals, to route-to-market, logistics and outsourcing operations, to day-to-day operational challenges. Many of our lawyers have worked in-house with our Africa clients which means they have an understanding of the commercial challenges Africa can present and the solutions necessary to meet consumer demand.

Our retail and consumer community is open to all market participants and provides our clients with horizon scanning information on regulatory risk, seminars/peer-to-peer round tables on the latest legal issues and regular newsletters. Our aim is to bring together like minded (non-competing) businesses to share ideas and solutions which is particularly important in Africa and so do let us know if you would like to sign up to this community.

Our recent experience includes:

- Advising One54 on securing IP protections across Africa for its fruit drink brand and its toll manufacturing arrangements in Ghana
- Advising British American Tobacco on the restructuring of its Zimbabwean leaf operations and long term leaf supply agreements with corporate security structures
- Advising Diageo on its marketing, brand and production joint ventures with Heineken and Namibia Breweries in Southern Africa
- Advising LAP GreenN (the Libyan sovereign wealth fund) on its bid for Warid Telecoms in Uganda
- Advising PZ Cussons on the production and distribution of dairy products in West Africa
- Advising Associated British Foods (owner of Illovo Sugar) on factory and office developments in Zambia, Nigeria and South Africa
- Advising Hikma Pharmaceuticals Plc on its Ethiopian distribution arrangements
- Advising Dhunseri on the purchase of Makandi/Kawalazi tea and coffee estates in Malawi
- Advising PZ Cussons on its back office outsourcing in Ghana, Kenya and Nigeria
- Advising Catalyst Principal Partners on its acquisition of an Ethiopian mineral water business.



# FINANCE

**Uncertainty and opportunity? The February 2018 McKinsey global banking report, 'Roaring to life: Growth and innovation in African retail banking', places Africa second amongst the global banking markets, both in terms of growth and profitability.**

However, in recent years several national central banks across the continent have revoked licences in an effort to both strengthen the sector and tackle regulatory breaches, including the high-profile fall of FBME bank in Tanzania following accusations of wide-scale money laundering and, the Bank of Ghana recently revoking licences and consolidating five struggling banks into a single state backed enterprise to protect investors following liquidity issues.

Nevertheless, such issues are certainly not localised to the continent and the overall improvement in the standards of governance over the past decade has ensured that internal markets remain active and interest from overseas institutional investors in the market remains high. Notably, it has been recently reported that Standard Bank and the Industrial and Commercial Bank of China (ICBC), the world's largest bank by asset holdings, have identified almost \$10 billion worth of investment opportunities in the continent spanning multiple markets. This promising picture is one echoed by the McKinsey report which projects an 8.5 per cent rise annually in African banking revenues until 2022.

At Addleshaw Goddard, our combination of 'on the ground' experience honed from time spent in-market and well-established relationships with local law firms provides us with unique insight on the challenges and opportunities. At the heart of this model lies collaboration.

We ensure that shared expertise, know-how, local contacts and market knowledge align in providing an interconnected service for our clients in the region.

We possess substantial experience in the representation of lenders, sponsors and borrowers on various types of finance and project development transactions across a number of jurisdictions. This expertise is not just limited to the transactional sphere. We have also represented a broad range of international and Africa-based clients in disputes and investigations ranging from breach of contract, fraud and misfeasance claims to high profile international arbitrations.

Our team includes experts in Islamic finance who have been involved in first of their kind deals in Africa. Our specialists are well practised in structuring deals that are Shari'a compliant and enjoy the added advantage of being located at the heart of the Islamic Finance industry's deal making centres.

Our recent experience includes:

- Advising Qatar International Islamic Bank on its joint venture with leading Moroccan financial institution CIH Bank to establish one of the first Islamic banks in Morocco
- Advising HSBC Bank on a number of transactions in South Africa
- Advising lenders on financing aspects of a confidential bid for the acquisition of certain upstream interests in the Niger Delta to be sold by Shell
- Advising an international North African bank regarding potential complex, multi-jurisdictional proceedings in order to reclaim misappropriated funds provided on credit
- Defending an anti-suit injunction obtained by the International Finance Corporation and the OPEC Fund for International Development against our client, a Ghanaian oil company.





# INDUSTRIALS AND MANUFACTURING

**Since the beginning of the 21st century, the African continent has experienced such rapid growth in its manufacturing sector that it has outperformed global growth trends. Between 2005 and 2014 African manufacturing exports doubled from \$50 billion to \$100 billion, and manufacturing in sub-Saharan Africa alone increased in real terms by 3.5% a year.**

This growth is being supported not only by domestic policies and institutional improvements on the continent, but also by Chinese manufacturers beginning to look to countries such as Ethiopia or Rwanda as investment opportunities. As well as this, many African governments are taking serious steps to invest in their onshore manufacturing sector, even risking trade battles with larger nations to protect home-grown industries in the face of foreign surpluses. The continent is also a site of innovation, with established companies such as VW trialling new concepts such as “community car-sharing” in Rwanda’s urban areas.

This appetite for growth and challenge is reflected in the work AG has performed for industrial clients in Africa and throughout the world. AG recognises that the manufacturing sector is becoming increasingly complex in the face of globalisation and societal change, and it has the wealth of expertise required to support its clients’ needs across the full complement of industries.

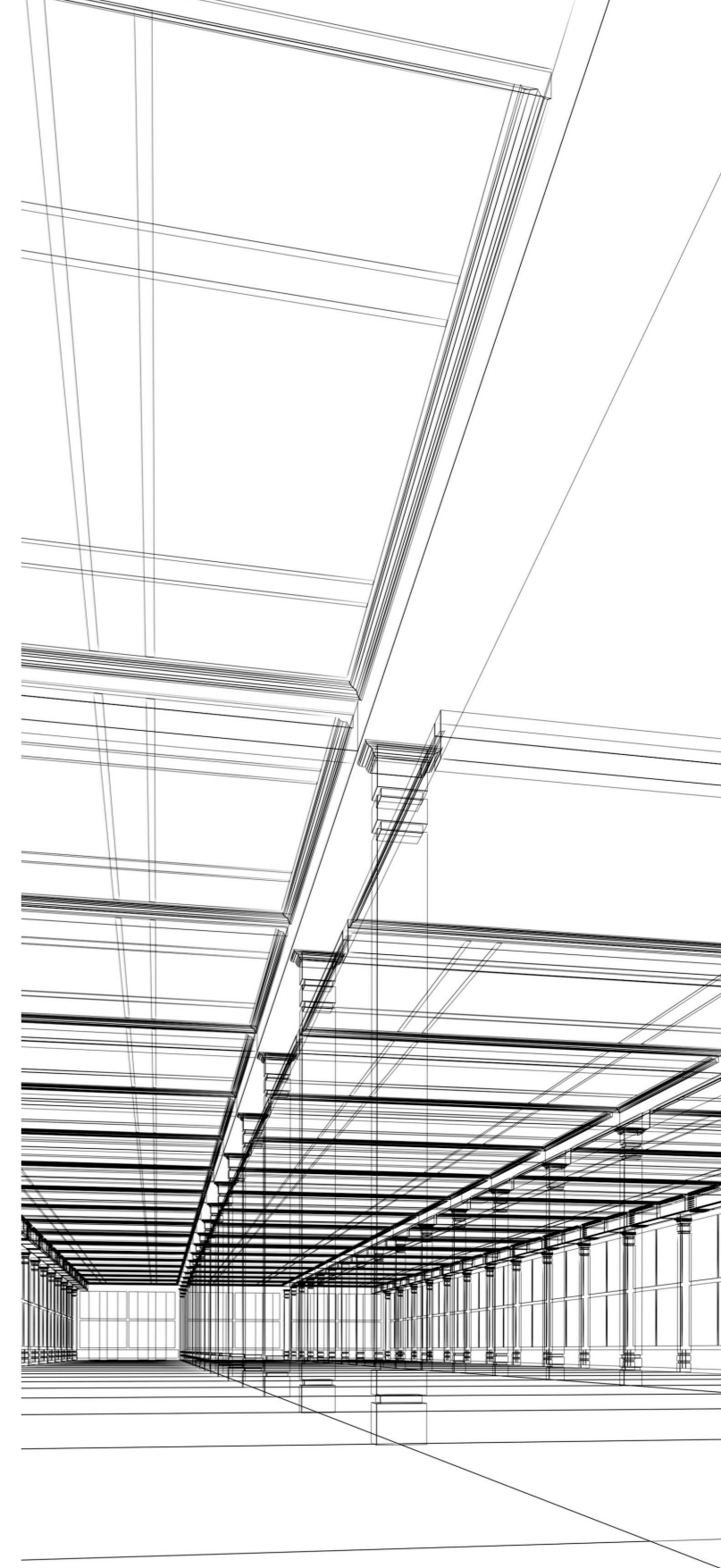
We offer high quality support across the life of a product, from the use of smart technologies in industries and advising on international trade compliance, to helping clients to grow their businesses. We aim to be at the cutting edge not only with how we deliver legal services, but also by helping our clients break into new markets and industries.

Manufacturing touches every aspect of the global community, and we have the tools required to prepare clients to meet all challenges. Our team of specialists can support manufacturers defend their IP rights, manage their employees, navigate global trade laws, meet the requirements of environmental and health & safety regulators and much more.

Our clients operate in the modern world and are creating the products of the future. We also operate in the modern world and use intelligent delivery, run by our dedicated innovation and legal technology team, to meet our clients’ evolving requirements. We are determined to bring strategic improvements to our clients and revolutionise how they use and request legal services.

Our recent experience includes:

- Advising on volume guarantee facilities for a pharmaceutical company looking to open plants in a number of African jurisdictions
- Acting for a Japanese traffic and automobile products manufacturer looking to operate in Egypt
- Assisting a construction joint venture with a dispute over a bridge being built across the Nile
- Advising Diageo on its acquisitions of the Meta Abo brewery in Ethiopia and Serengeti Breweries in Tanzania
- Advising Michelin Companies on general design and trademark infringement matters.



# INFASTRUCTURE AND PPP

**Infrastructure has long been a rich source of commercial opportunities in Africa, often based around the development of the mining and energy sectors. In recent years, there has been varying levels of performance in Africa's infrastructure with great gains being made in areas such as telecommunications and water treatment. However, there is still opportunity for more growth with areas such as energy generation, which is still not at a level required for Africa's population size and business needs.**

To address funding challenges to infrastructure, African countries have shown an increasing appetite for Private Public Partnerships, with countries such as Kenya, Rwanda, Uganda and Nigeria leading the way. In Kenya, with its relatively well established PPP institutions and laws, recent examples of PPP projects include the Lamu Port and the Olkaria Geothermal power plant.

We advise on all types of construction, engineering, projects, environmental and procurement matters. We have a strong and well established reputation for providing clients with clear, commercial and pragmatic solutions from the inception of a project through to completion. Where necessary, we can also help resolve any disputes as quickly and cost-effectively as possible.

As to project finance, we have been involved in a wide variety of project finance transactions across a range of sectors including oil and gas, renewables (such as solar and waste-to-energy), mining, processing plants, roads, ports, airports and rail as well as social infrastructure PPPs. The team has experience across the African region in leading high value and strategic projects advising funders (including DFIs), sponsors/investors, developers, contractors and suppliers.

Examples of jurisdictions in which our lawyers have closed deals include Nigeria, Sierra Leone, DRC, Ghana, Botswana, Mozambique, Zambia and Uganda.

## Our recent experience includes:

- Providing advice as to a housing scheme in Nigeria, for a Middle Eastern investor
- Advising BII on its investment in GEMS private schools in Kenya and Uganda
- Advising BII on its investment in Healthcare Global Africa
- Advising a West African government in relation to a contractual dispute concerning a turn-key power project, with an approximate value of USD 150m
- Advising Bank Nizwa on a US\$ 40 million secured Islamic project financing transaction for Strategic and Precious Metals Processing LLC (FZC) to build, own and operate a precious metals refinery plant at Sohar Port, Oman
- Acting for Alara Resources, an ASX listed mining company, in securing earn in rights to acquire a 70% interest in the Daris Copper Project in Oman. The project area contains known high grade copper mineralisation
- Advising British Airways on its £250m+ outsourcing of ground fleet services to Lex
- Advising a consortium on the financeability and concession arrangements in connection with the proposed privatisation of the Limpopo Line in Zimbabwe
- Advising the lead sponsor, Greenfield Assets and the other consortium members on a bid for the Deep Sea Port at Ibom, Nigeria
- Advising GuarantCo and USAID on the local currency debt guarantee to the Kalangala Infrastructure Project, Uganda. This integrated project involved upgrade of roads and ferry landings, an integrated power supply system and the development of the water supply system for Kalangala Town
- Acting for Rook Solar, a Nigerian consortium on its bid for a large utility scale solar project, including reviewing the terms of the PPA from NBET
- Advising a Development Finance Institution on the terms of a construction equity bridge loan relating to the development of a wind portfolio in Africa.



**The importance of a long standing knowledge of the market and our business in our African markets is very important. They are always a firm we would consider for African transactions.**

Senior in-house Counsel at a FTSE 100 company

# CONSTRUCTION

**We are one of the largest and most experienced specialist construction law teams in the market, advising on all aspects of construction, engineering and procurement.**

With more than 100 specialist lawyers, including 24 Partners, our Construction and Engineering team offers a full service of legal solutions to all aspects of the construction and engineering industry.

We advise on all types of construction, engineering, projects and procurement issues. The team is a true market leader, currently instructed on schemes globally stretching from landmark developments in the UK to major infrastructure projects in Africa, power projects in the GCC and South East Asia and with disputes being managed from the Americas to former CIS countries. It has a strong and well established reputation for providing clients with clear, commercial and pragmatic solutions from the inception of a project through to completion as well as when necessary to resolve disputes as quickly and cost-effectively as possible.

Our approach is based on three key platforms:

## COMMITMENT TO CONSTRUCTION

Construction is a fundamental area of our business. We are deeply committed to it. We work seamlessly with our specialists within the wider full service firm to devise strategies which enable our clients to deliver successful projects and avoid disputes before they escalate.

## THINKING WITH OUR CLIENTS

We work in partnership with our clients to deliver the right solutions for their businesses. We understand their commercial and individual needs. We do not give standard responses or sit on the fence. We are commercial and direct.

## INNOVATIVE SOLUTIONS

We recognise the pressures on margins on construction and engineering projects. We strive constantly to find innovative approaches to difficult problems that are commercially focussed and designed to save our clients time and money.

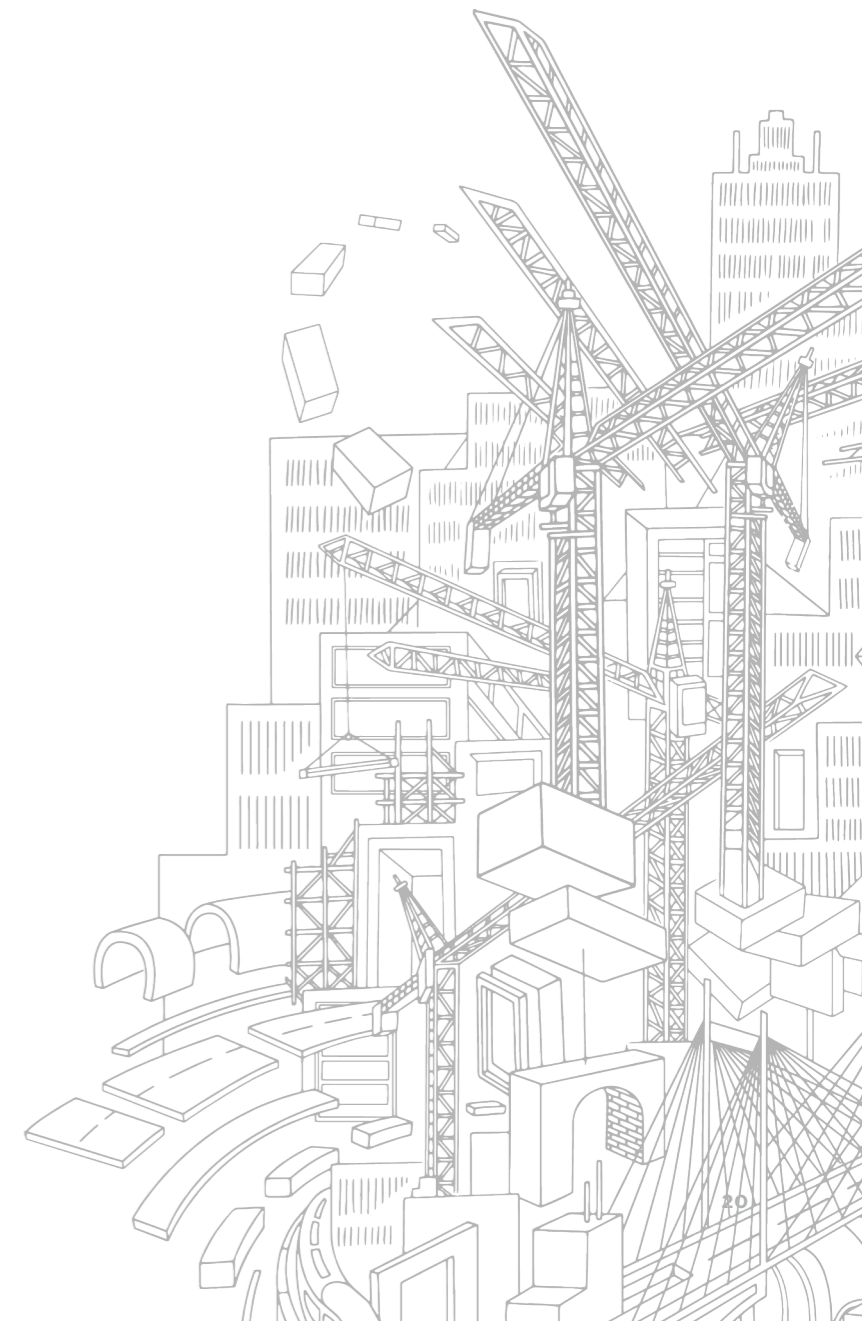


**Addleshaw Goddard has an impressive construction offering that is well equipped to advise on front-end transactional matters and dispute resolution. The firm regularly represents developers in a host of domestic projects including energy, retail and residential developments. Additional work includes matters in the health, education and manufacturing sectors. The team is noted for its significant international reach, including across Europe, Africa and Asia.**

Chambers 2023

Our recent experience includes:

- A Korean contractor in LCIA arbitration proceedings concerning a power project in West Africa
- Representing one of South Africa's leading EPC contractors in two arbitrations relating to the design, construction, installation and upgrade of two major oil and gas pipelines running between Durban and Johannesburg
- Acting for a Japanese contractor in relation to an arbitration regarding the termination of a major trunk road project in East Africa
- Acting for a Japanese/Korean Joint Venture in relation to disputes regarding the design and construction of a Nile river crossing in Uganda
- Advising the sponsors on a 600MW CCGT IPP project in Ghana
- Advising the sponsors on the 1600MW Mmamabula combined mine and coal fired power project in Botswana
- Sonatrach on gas collection facilities in Algeria
- Advising developers on EPC and related agreements for a solar farms in Malawi
- Drafting the EPC contract for a 340MW gas/distillate fuelled power plant in Ghana
- Advising on the expansion of the Port of Monrovia, Liberia.



# DIGITAL

**The last decade has seen Africa experience the fastest telecoms growth in the world and Africa is already the world's second most connected region after Asia, with over 650 million mobile subscribers (compared with a total population of around 1.1 billion). While voice is still the major revenue earner for most telecoms operators, operators are seeking to grow revenue through diversification - through mobile apps, mobile advertising and through transactions.**

Recent years have also seen an increase in tech hubs, including incubators, accelerators and co-working spaces across the continent. Around 50% of these are concentrated in 5 countries (South Africa, Kenya, Nigeria, Egypt and Morocco) but hubs are appearing fast in other countries such as Ghana, Uganda and Tunisia.

In the telecoms sector, we have acted for or opposite many of the biggest names such as BT, Vodafone, O2, Daisy, Tiscali and TalkTalk, and have very significant sector experience on transactional work involving fixed line, mobile, broadband, internet and data businesses; we also have considerable telecoms sector experience in Africa. We have been at the forefront of mobile commerce developments and UK fintech. For example, we advised Barclays on its partnering agreement with Everything Everywhere for the UK's first NFC mobile payments solution, and acted for a number of UK issuers and a global card scheme in relation to the establishment of the Apple Pay platform in the UK.

We are also pioneering the use of robotic process automation and artificial intelligence, and have been helping organisations improve the efficiency of processes by automating routine business processes for a number of years. We have now also been assisting with its application to customer-facing functions and large scale automation.

In 2016 we launched AG Elevate, a fast track, 12-month initiative that focuses on supporting ambitious FinTechs by providing free legal advice and mentoring under the banner of two programmes - one targeting 'early-stage' start-ups with no more than £1 million of investment, and one directed at start-ups with at least 'Series A' funding of more than £1 million. Both packages offer mentoring services and free legal advice, together with access to AG's training sessions and networking events.

Addleshaw Goddard also supports A TBN2020, a communication and events company that promotes and connects UK investors, businesses and start-up looking to operate in the Ghanaian technology sector.

**We are pioneering the use of robotic process automation and artificial intelligence, and have been helping organisations improve the efficiency of processes by automating routine business processes for a number of years.**

#### Our recent experience includes:

- Advising a number of issuers and card schemes in relation to the launch of Apple Pay, providing regulatory and contractual advice in relation to implementation of the platform and associated digital enablement (tokenisation) services
- Advising on international peer to peer payments utilising a mobile payments platform including settlement arrangements through correspondent banking
- Advising on data protection related aspects of Samsung Pay by reference to the regulatory obligations of the Merchant, Issuer and Bank
- Advising a PE investor on the acquisition of a mobile network operator in East Africa
- Advising a global provider of telecoms infrastructure, with operations throughout the Middle East and Africa, in a High Court claim in the UK
- Acting for an international infrastructure company on a dispute concerning the provision of facilities management work for mobile phone masts for major mobile phone providers
- Advising a bidder on the competition and regulatory aspects of the potential purchase of a national mobile and fixed telecommunications operator in East Africa
- Advising Havenvest Private Equity on its investment in the Middle East division of the Help AG Group, an IT and internet security services business
- Advising on payments and currency transfers in the Middle East using Bitcoin, blockchain and associated virtual currency technology
- Advising a major bank on the use of geo-location data in the context of potential mobile wallet solutions.



# PRIVATE CAPITAL

**In an increasingly international, multicultural and interconnected society, clients have an increasing demand for private wealth services. Africa has a significant number of high net worth clients generating substantial wealth and investing assets in multiple jurisdictions worldwide. Often, these individuals have a connection with the UK, whether that be family ties with the country, investments structured or held in the UK, or real property purchased here.**

Alternatively, clients look to utilise the jurisdictions of the UK's overseas territories and dependencies to provide protection, privacy and tax mitigation strategies, establishing family offices or incorporating company structures to hold wealth and provide for intergenerational succession planning and wealth preservation. Those connections with the UK and its dependencies give rise to the need for professional and appropriate legal support from a trusted team of advisors and AG is able to assist with these issues, with expert advisors providing a connected and collegiate approach with other professional advisors worldwide.

AG offers support across a full range of private client services, and the firm has a wealth of experience advising international clients in relation to their wealth and succession planning. AG has expertise and experience across multiple jurisdictions in relation to the use of trusts and corporate vehicles to structure wealth and mitigate against tax, structuring UK property purchases, preparing wills and the devolution of estates both in the UK and worldwide, contentious trusts and estates issues, charitable giving, tax planning and trust and estate administration.

AG acts for high net worth and ultra-high net worth individuals with international asset bases, including those with assets in Africa. We are able to implement structures both in the UK and overseas with the assistance of trusted "best friends" firms in key jurisdictions, and we welcome the opportunity to scope out the possibility of assisting African clients further with their wealth planning strategies.

Our recent experience includes:

- Preparation of wills covering complex international assets in multiple jurisdictions for clients based in Africa, and/or with business assets or interests in Africa
- Registration of a UK established charity supporting sustainable development in Africa (with a particular focus on Ghana)
- Advice as to succession planning opportunities for business owners and entrepreneurs, with particular focus on tax mitigation
- Advising executors as to a complex contentious probate with international assets including business interests in South Africa
- Advising as to the establishment of family corporate vehicles used to protect wealth and implement intergenerational planning.

# RISK & COMPLIANCE

**Compliance can be one of the major challenges when doing business. A common but erroneous perception is that compliance is a financial burden when in fact regulation can be a key driving force to ensure sustainable economic growth and stability. We have acted for clients across the continent and provide our clients in the region with tailored advice which enables them to do business while managing the risks.**

Whilst many African economies are currently thriving, the increased prosperity and heavy investments on the continent have resulted in a heightened perception of risk amongst regulators, corporates and investors. Particularly in the Banking and Financial sector, the challenges of KYC and due diligence are great. Many global banks and investors are choosing to limit business in Africa because of perceptions that businesses are not dealing with money laundering, bribery and corruption adequately. Regulatory and legislative developments coupled with a lack of transparency and inadequate governance are posing a significant hurdle for clients conducting business on the continent.

**We regularly assist our clients in implementing policies and procedures that help reduce the risk of compliance related issues such as money laundering, bribery and corruption.**

We recognise the importance of supporting clients in an emerging market by balancing cultural sensitivity with expertise enabling us to navigate the risks and the pitfalls of compliance. We know compliance can be expensive and time-consuming but by helping our clients streamline and standardise their internal and external procedures, we can assist in reducing the risks that threaten their businesses and their growth. We regularly assist our clients in putting in place and implementing policies and procedures that help reduce the risk of compliance related issues such as money laundering, bribery and corruption.

International investment has played an important role in the growth of a number of jurisdictions in Africa. Strong policies and procedures are critical in retaining these investors. We have strong experience in advising on these policies from an international perspective and we can assist in fine-tuning company procedures and provide training in order to support our clients in whatever jurisdiction they operate. We have the international experience, combined with international offices and a strategic alliance of international preferred firms to offer our clients a truly global perspective on regulatory compliance.

Our recent experience includes:

- Advising at least a third of the UK FTSE 100 companies on anti-bribery and corruption related matters
- Advising one of the largest oil field service providers on a proposed acquisition and conducting a review of third party relationships from an anti-bribery and corruption perspective. Advising on anti-bribery and corruption next steps in terms of a post-acquisition day 1-100 plan
- Advising an international oil & gas company in respect of bribery allegations in Nigeria
- Managing and supervising a corruption, fraud and bribery investigation (in Zimbabwe, DRC, Zambia and South Africa)
- Advising a major natural resources company on issues relating to its proposed acquisition from an anti-bribery and corruption and sanctions perspective. Counselling them as to interactions with law enforcement relating to the acquisition and advising on subsequent compliance implementation
- Addleshaw Goddard is the UK law firm advising and supporting the international leading compliance standard-setting organisation, TRACE International.



# INTELLECTUAL PROPERTY & REPUTATION MANAGEMENT

Addleshaw Goddard is recognised as having one of the UK's leading reputation law teams.

**While technological advances, including increasing use of social media and e-commerce, have created many opportunities for business, it also brings with it certain risks and challenges, including threats to intellectual property and reputation.**

We regularly act for clients in registering, protecting and enforcing intellectual property rights in Africa. By providing commercial and proactive advice, our clients are able to secure their IP rights both nationally and internationally. Our specialist knowledge allows us to offer pragmatic guidance when our clients' IP is infringed or at risk.

Media enquiries, local and foreign regulators, police investigations, sensitive litigation, operational issues, pressure groups, aggrieved customers, disaffected employees and activist shareholders can all put at risk the reputation of a business, its brands and its directors.

Addleshaw Goddard is recognised as having one of the UK's leading reputation law teams. Our lawyers are consistently identified as leaders in the field by the two principal legal directories, Legal 500 and Chambers.

We are therefore highly experienced in advising organisations and individuals on how to deal with potentially damaging exposure in the media at the prepublication/broadcast stage, as well as during and following publication when damage needs to be prevented or mitigated, and the media persuaded to set the record straight. Usually this means working with in-house communications teams and/or external PR agencies to manage the crisis.

Whatever the source of the reputational threat, we provide strategic board level advice and assist with reputational risk management, for example by conducting internal investigations and reviews.

Social media and the internet generally is now a major risk area for many businesses. We have extensive expertise (dating back to the UK's first internet libel case in 1995) in the protection of rights and reputation online, whether there is a one-off problem to be resolved or a requirement for an ongoing reputation protection programme.

We are familiar with the way in which the internet operates, the many and varied sources of information available on it and the many and varied ruses employed by those who seek to infringe the rights or damage the reputation of others. The internet is an ever changing and fast moving medium. Speed is often of the essence.

Clearly this is often cross-border work, and we work with our international offices and with our preferred firms in other territories to harness local expertise and obtain local representation for our clients.

An organisation with a crisis team in place is able to respond swiftly and effectively. We help our clients put in place such arrangements and provide customised training workshops to ensure that our clients' legal and communications teams are up to date with current law and practice. Our aim is always to provide quick, practical and commercial advice, and to complement our clients' protection of their valuable reputations.

Unlike niche media law firms, as a large full service firm, we have specialist lawyers in all areas which may be relevant to a reputational threat, on whose expertise we can quickly draw. Similarly, with our own overseas offices and our proven international Preferred Firms network, we are able to take quick and effective legal action, with the assistance of local experts, wherever in the world a problem surfaces.

Our aim is to provide a one stop shop, advising on all aspects of intellectual property and reputation protection, always recognising the importance of local knowledge of the market and expertise in Africa.

**Our recent IP experience includes:**

- Advising Michelin Companies on general design and trade mark infringement matters
- Advising British Airways in relation to contentious IP matters including trade mark infringement, passing off, copyright infringement and domain name recovery
- Advising PZ Cussons in relation to pursuing third parties for passing off and

registered and unregistered design right infringement against third party infringers

- Advising Primark Stores Ltd (part of Associated British Foods) on all contentious matters including copyright and design right infringement issues, trade mark infringement and passing off
- Advising Diageo on a global brand ambassador contract with David Beckham in relation to Haig Club Whisky
- Advising and managing the African trade mark portfolios of a number of well-known retail and consumer businesses such as Argos, Card Factory, Clinigen Group, Harrods, Homebase, Kickers, Liverpool Football Club, PZ Cussons, Sainsbury's, Travelodge Hotels and Warburtons

**Our recent Reputation Protection experience includes:**

- Obtaining the removal of false and defamatory allegations published on numerous websites worldwide
- Preventing the broadcast by BBC's Watchdog of allegations about a motoring organisation
- Advising a company and its directors in relation to reputational aspects of an SFO investigation
- Advising a major clothing retailer in relation to supply chain issues.

## DOING BUSINESS IN AFRICA TOOL

Africa is a complex mix of different jurisdictions and legal frameworks.

To help businesses seize the opportunities in the African markets, we have worked with our network of Preferred Firms on the continent to develop the 'Doing Business in Africa' hub, which provides country by country guidance on the legal implications and regulations you or your business may face when doing business in Africa.

Explore the legal developments and regulations on the continent, country by country.

This free tool, now available on a full range of devices, including desktop, tablet and mobile, has evolved from our original Doing Business in Africa App, which scooped Legal Week's Knowledge Management Innovation award in 2015.

Browse our free tool with an interactive map to easily navigate key legal information by country:

<https://www.addleshawgoddard.com/en/doing-business-in-africa/>



## OUR AFRICA NETWORK



Panel roles at Africa IBA and other conferences (e.g. on M&A and arbitration in the territory)



Board member of the Africa advisory board of Save the Children UK



Partner of the Africa Technology Business Network and regular host of tech in Africa events



We share expertise, know-how precedents, training and market knowledge with other firms



Member of ILFA (International Lawyers of Africa)



We have regular roles at Africa-focused events



Training and hosting lawyers in our business



We receive regular know-how updates from across the region (now available on the business in Africa tool)



Regular secondments into businesses and law firms in Africa



Supporter of EAIAC



Collaborating with local firms to host seminars and training sessions for clients in the region



Proactive relationships with law firms across Africa



**Addleshaw Goddard has provided invaluable support to ATBN in our mission to connect promising African tech entrepreneurs and businesses to investment and expertise in the UK. AG have hosted our annual conference, the Africa Technology Business Forum, since its inaugural edition in 2016 thus providing a space for UK investors, technology and business leaders to connect and learn more about the emerging technology opportunities in Africa.**

ATBN Founder and Director



## CONTACTS

### CORPORATE FINANCE



**CHRISTOPHER TAYLOR**  
Head of Africa Business Group  
christopher.taylor@  
addleshawgoddard.com



**ELVAN HUSSEIN**  
Corporate Finance  
elvan.hussein@  
addleshawgoddard.com



**NIKHIL CHARY**  
Corporate Finance  
nikhil.chary@  
addleshawgoddard.com



**JACQUELONE HENG**  
Finance  
jacqueline.heng@  
addleshawgoddard.com



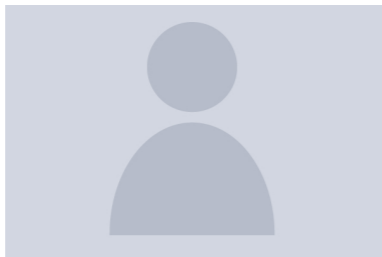
**JAY KESARIA**  
Corporate Finance  
jay.kesaria@  
addleshawgoddard.com



**BATSHO NTHOI**  
Finance  
batsho.nthoi@  
addleshawgoddard.com



**VICTOR ODERINDE**  
Corporate Finance  
victor.oderinde@  
addleshawgoddard.com



**SIMI SOMUYIWA**  
Corporate Finance  
simi.somuyiwa@  
addleshawgoddard.com



**IBRAHIM HASSAN**  
Finance  
ibrahim.hassan@  
addleshawgoddard.com

## DISPUTES



**NICK ASHCROFT**  
Litigation and Arbitration  
nick.ashcroft@  
addleshawgoddard.com



**NATHALIE ALLEN**  
Commercial Disputes  
nathalie.allen@  
addleshawgoddard.com



**HAROLD BRAKO**  
Finance Litigation  
harold.brako@  
addleshawgoddard.com



**KRISTINA ANGLIN**  
Finance  
kristina.anglin@  
addleshawgoddard.com



**ALEX UNGER**  
Finance  
alex.unger@  
addleshawgoddard.com



**LAUREN HAMILTON**  
Commercial Disputes  
lauren.hamilton@  
addleshawgoddard.com



**KATHIE CLARET**  
Commercial Disputes  
kathie.claret@  
addleshawgoddard.com



**FRANCOIS-XAVIER MIRZA**  
Commercial Disputes  
francois-xavier.mirza@  
aglaw.com



**MARKUS PERKAMS**  
Commercial Disputes  
markus.perkams@  
aglaw.com

## CONTACTS

### INFRASTRUCTURE AND PROJECTS



**OLIVER CARRUTHERS**

Infrastructure Projects & Energy  
oliver.carruthers@  
addleshawgoddard.com



**ANDREW GREAVES**

Construction, Engineering &  
Environmental  
andrew.greaves@  
addleshawgoddard.com



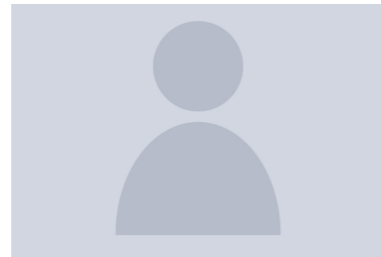
**PAUL JONES**

Infrastructure Prohests  
paul.jones@  
addleshawgoddard.com



**RORY CONNOR**

Infrastructure, Projects & Energy  
rory.connor@  
addleshawgoddard.com



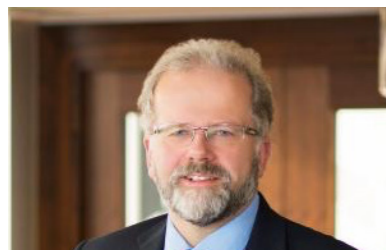
**TUNMISE OMOTOYINBO**

Infrastructure, Projects & Energy  
tunmise.omotoyinbo  
@addleshawgoddard.com



**ALEXANDER SARAC**

Infrastructure, Projects & Energy  
a.sarac@aglaw.com



**MARTIN STEWART-SMITH**

Infrastructure, Projects & Energy  
martin.stewart-smith@  
addleshawgoddard.com

### CONSTRUCTION



**ALEX HIROM**

Construction & Engineering  
alex.hirom@  
addleshawgoddard.com



**DEEPA KHANDHIA**

Construction & Engineering  
deepa.khandhia@  
addleshawgoddard.com

### GLOBAL INVESTIGATIONS



**ADRIAN MANSBRIDGE**

Global Investigations  
adrian.mansbridge@  
addleshawgoddard.com

### PRIVATE CAPITAL



**PERVINDER KAUR**

Head of Private Capital  
pervinder.kaur@  
addleshawgoddard.com

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