

# Local and international legal and tax experts, committed to Africa

CMS Africa



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African opportunity continues to excite. Commercial focus and global interest are showing signs of diversification – the notion that African opportunity is solely found in natural resources and extractive industries is shifting. Although large-scale infrastructure and energy projects will continue to be a main feature of African economic development for a long time to come, there is a rapid flourish of industries being driven by Africa's unrivalled urbanization underpinned by a young, dynamic, technologically savvy population. It is this youthfulness that is driving economic opportunity whilst building a distinctly African identity.

For CMS Africa, law is a modern business, driven by next generation lawyers who are not only committed to but rooted and invested in Africa, helping our African focused clients participate in African opportunities. We recognise the need for legal services that combine international expertise and local presence as the only means of growing and strengthening professional services in Africa, with local lawyers leading the transactions.

With seven offices across the continent, and established Africa Desks in France, Portugal, Germany, Dubai, Oman, Asia and the UK, covering OHADA and Lusophone Africa countries, CMS has been advising local and international businesses in Africa for more than 50 years, drawing on the localised experience of lawyers who are familiar with the legal system of each region and the nuances of individual markets. Our 150 lawyers based in Africa and practising in all main areas of law benefit from the global support of CMS, composed of over 5,000 lawyers spread across over 80 offices in 75 cities worldwide.

With a keen understanding of the opportunities and challenges facing businesses operating in Africa, the CMS team is ideally placed to strategically support clients toward long-term prosperity and profitability.

Our multidisciplinary legal practice teams, managed by a single point of contact, will ensure the delivery of a seamless client driven service, in your language and in the relevant industry sphere across all the key jurisdictions of the continent.

Please do not hesitate to contact us if you have any questions or should you require any further information.

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## Our coverage

CMS is one of the most active law firms on the continent, with our six offices located in dynamic African hubs: Casablanca, Johannesburg, Luanda, Maputo, Mombasa and Nairobi, and a longstanding network of local correspondents and trusted relationships with law firms in most other countries across the continent.





# CMS Africa at a glance



## Proven and distinct sector knowledge

Every industry is different. Different market dynamics, different jargon and different regulations. This is why CMS is built around the sectors our clients work in. It means lawyers who are immersed in, and passionate about, their clients' industries. It means expert, pragmatic, business-focused advice and innovate, industry-shaping solutions that help you move forward with confidence.

With strong Arabic, Francophone, Lusophone and Anglophone offerings, CMS delivers services focused on your sector and speaks your language.

CMS Africa specialises in the energy, infrastructure, hotels & leisure, financial institutions and TMC sectors.



## Committed to Africa for the long term

CMS Africa is core to CMS's global strategy. We are investing in our teams based across our six offices: Casablanca, Johannesburg, Nairobi, Luanda, Maputo and Mombasa.

This long-term commitment means extensive investment in our local and international clients investing and operating in Africa.

There is also focus on ensuring that our CMS Africa offices benefit from the technical resources that being part of an international organisation can provide, including bespoke CMS-developed tech that uses AI to deliver cost and time savings to our clients.



## A proven track record

With a long-lasting experience in the legal and tax advisory services in Africa, we have worked with States, governments, global corporations, investment funds, financial institutions and economic operators in a wide range of sectors. The range of experience

increases our lawyers' commerciality, cultural sensitivity and technical expertise. It brings you more rounded experts who are able to anticipate challenges and meeting them head on.



## Legal 500

*Ranked in 21 categories (5 in tier 1)  
6 leading lawyers, 2 Hall of fame*

## Chambers

*Ranked in 5 categories (1 band 1)  
9 ranked lawyers (2 band 1)*



**Specialist Africa-focused teams in Africa, France, Portugal, the Middle East, Asia and the UK**



**> 120 experts**



**6 offices in African hubs**

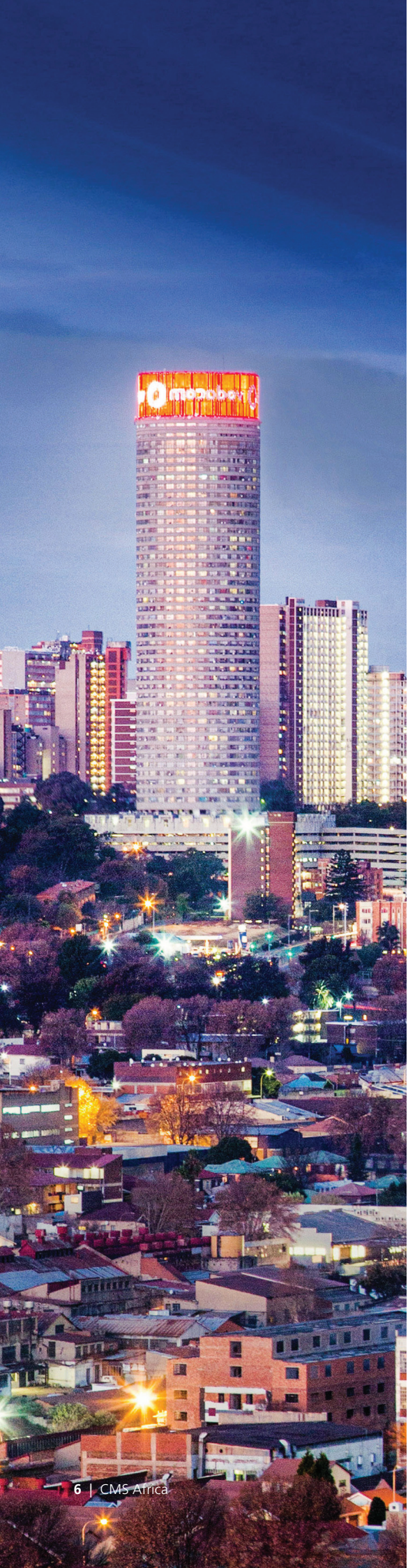


**Services in French, Arabic, English & Portuguese**



**Deals completed in over 40 African countries between 2016–2022**






# CMS Africa at a glance

CMS has been helping clients succeed in Africa for over 50 years, advising across all major industry sectors. By working with CMS in Africa, our clients benefit from the expertise and experience of our market-leading local practices and one-stop direct access to high quality, coordinated and multi-jurisdictional legal advice across the continent and beyond.

## Industries

Our Africa practice has a deep understanding of the key financial and economic shifts across the various African regions and has been accompanying its customers through various industries:

- |   |                           |  |                                    |
|---|---------------------------|--|------------------------------------|
|    | Consumer Products         |    | Funds                              |
|   | Energy & Climate Change   |   | Life Sciences & Healthcare         |
|  | Hotels & Leisure          |  | Private Equity                     |
|  | Infrastructure & Projects |  | Technology, Media & Communications |
|  | Insurance                 |  |                                    |

## Practices

- |   |                    |  |                            |
|---|--------------------|--|----------------------------|
|  | Banking & Finance  |  | Employment & Pensions      |
|  | Competition & EU   |  | Intellectual Property      |
|  | Commercial         |  | Public Procurement         |
|  | Corporate/M&A      |  | Real Estate & Construction |
|  | Dispute Resolution |  | Tax                        |

# Our track record

## Energy & Utilities

### Oil & Gas

**Repsol:** on their proposed acquisition of Talisman Energy Inc. in Algeria; due diligence on the Algerian subsidiary and its assets **(Algeria)**

**Bumi Armada** on all aspects related of a joint-venture with local companies for the financing, construction and O&M operations of an FPSO. **(Angola)**

**National Oil Company** on two separate LCIA arbitrations concerning unpaid cash-calls under a joint venture agreement relating to assets in Angola with a total value of approximately USD 80m, seat London. **(Angola)**

**BP plc** on its acquisition of a 10% stake in the giant Zohr gas field in Egypt from Eni, with an option for BP to acquire a further 5%. Zohr holds some 30trn cubic feet of gas and is thought to be the world's 5th largest gas field. **(Egypt)**

**Ministry of Petroleum and Mining of the Republic of Kenya** – providing consulting services in connection with the development of mid-stream and downstream petroleum regulations and the development of a petroleum policy. **(Kenya)**

**Schlumberger** on its c.USD 1bn investment in an offshore oil field development in Nigeria under a 'pseudo-equity' model whereby returns were linked to the performance of the fields, once developed. **(Nigeria)**

**LNG purchasers** in connection with multiple price review arbitrations concerning long-term LNG sales from an African seller delivered to Europe with an approximate value in dispute of USD 10bn.

**A Government body** in West Africa on the review and the renegotiation of oil & gas contracts concluded with operators (production sharing agreements, farm out agreements and association agreements).

### Power

**The Government of Guinea** as part of two major hydroelectric dam projects: Souapiti (400MW) and Kaleta (150 MW), for the legal and the financial structuring

of the projects: drafting and negotiating the concession agreements, the power purchase agreements, the grid connection agreement, the loan agreement and the shareholders agreement. **(Guinea)**

**Kenya Power and Lighting Company** on the Lake Turkana Wind Farm Project which comprises 365 wind turbines connected to the Kenyan national grid through an associated transmission line constructed by the Kenyan Government, including advice with regard to the allocation of risk and strategy for structuring commercial terms in relation to wheeling and interface arrangements for the planned 428km/400KV transmission line linking Africa's largest IPP wind farm project to the grid. **(Kenya)**

**A Government body** on the establishment of the Lesotho Electricity Authority, and the privatisation of the Lesotho Electricity Corporation, including advice on the privatisation model and its implementation. **(Lesotho)**

**A consortium of developers** in relation to their bid to design, finance, build, operate and maintain a solar power complex with a capacity exceeding 500MW in Morocco. **(Morocco)**

**Ncondezi Coal Company** on its IPO and operations in Mozambique. **(Mozambique)**

**United Africa Group on the introduction of a new investor** to the Diaz wind farm in Namibia (44MW) including advising on the shareholder documentation and equity investments. **(Namibia)**

**Total Gas & Power Ventures** in respect of EPC contracts for a power plant and an HV transmission line in Obite, Nigeria. **(Nigeria)**

**The African Development Bank** on the construction and financing of a photovoltaic plant in the north of Senegal (Bokhol Project – 20 MW – USD 28m). **(Senegal)**

**A client in the renewable energy sector** – reviewed an Anti-corruption policy to ensure compliance with South Africa's Prevention and Combating of Corrupt Activities Act No 12 of 2004, the United States of America's Foreign Corrupt Practices Act, 1977 and the United Kingdom's Bribery Act, 2010 **(South Africa)**.

**The Government of Zambia** in relation to the privatisation of the Zambian electricity market. **(Zambia)**



Mining

The **Société des mines de fer du Sénégal oriental (MIFERSO)** on the Falémé mining project, reviewing all the contractual and financial documentation related to the project, assisting the MIFERSO in the selection process of operators for the design, construction, operation and maintenance of the project’s infrastructure (ore processing plants, railway for the transportation of the ore and a harbour for the ore export), then the negotiation of the related contracts. **(Senegal)**

Infrastructure & Project Finance

**Lockheed Martin Corporation** – support on the negotiation and review of a public procurement contract. **(Algeria)**

**Keolis** on the negotiation of the transport concession agreement (design, financing, construction and operation) related to the Urban Train of Abidjan. **(Côte d’Ivoire)**

**The African Legal Support Facility and the Mauritian government** in relation to a claim for defective design of a large dam project and the increased costs of redesign and construction. **(Mauritius)**

**NOTS Solar Lamps** on the development and financing of a USD 70m solar lamp project. **(Rwanda)**

**A consortium of international entities (SNCF – RATP Dev – Keolis)** on the negotiation of the pre-operation contract and the O&M contract related to the Train Express Regional (TER) Project in Dakar. **(Senegal)**

**A consortium of international entities (Meridiam – Keolis)** on the review and the negotiation of the tender process documentation including the concession agreement, as part of the Bus Rapid Transit (BRT) Project in Dakar. **(Senegal)**

**The State of Senegal** on the issuance of a sovereign guarantee for the acquisition financing of an airline, to the benefit of Air Senegal (the national airline company). **(Senegal)**

**The State of Togo** regarding the structuring and negotiation of a PPP project in the hospitality sector. **(Togo)**

**Old Mutual and the South Africa Infrastructure Fund** on the disposal of their investments in three privately-concessioned toll roads. **(South Africa, Botswana and Mozambique)**

M&A/Corporate/ Commercial and Private Equity

**Ipsen Pharma** in setting up an industrial partnership in Algeria for the construction of an oncology production plant; advice on the legal environment applicable to the project (including regulatory issues); determination of the most appropriate investment vehicle; participation in the screening partner and preliminary meetings with the selected partners; negotiation with partner and drafting of the contractual documents related to the investment (i.e. shareholders’ agreement, articles of association and “promises to sell” agreement); implementation of the incorporation formalities and assistance in the closing process. **(Algeria)**

**RMA Motors Kenya** in connection with the sale of its Jaguar Land Rover business and assets in Kenya to Inchcape Group of the UK and advising on the Kenyan and COMESA competition implications. **(Kenya)**

**MultiChoice Africa Holdings B.V.** in relation to the restructuring of operations across 42 jurisdictions in Africa. The restructure was essential to prime the business for its South African listing and unbundling of Naspers on the Johannesburg Stock Exchange. **(South Africa)**

**Kohlberg Kravis Roberts & Co. (KKR)** on the acquisition of Unilever’s spreads business in Kenya and Côte d’Ivoire, including advising on the approvals, licences and permits required to operate in Kenya and Côte d’Ivoire obtaining the requisite approvals, licences and permits. **(Kenya – Côte d’Ivoire)**

**Arjun Infrastructure Partners** on the acquisition of Enviromena, including the due diligence of solar projects. **(Morocco – Egypt)**

**HP Inc.** on its USD 1.05bn acquisition of Samsung Electronics Co. Ltd’s global printer business which included the businesses in Kenya, Nigeria and Morocco. As part of the document review, CMS reviewed approximately 2,500 contracts in 22 languages, aided by its expansive platform. **(Kenya, Nigeria and Morocco)**

**Shareholders of the Sadolin Group of Companies** (a major manufacturer and supplier of household paint) on their sale of shares to Kansai Plascon Africa Limited. **(Uganda, Kenya and Tanzania)**

**Norfund** on its agreement to acquire a significant stake in Equity Group Holdings (the leading banking group in East Africa) from Helios Investment Partners.

**Toyota Tsusho Corporation (TTC)** on its approximate EUR 3bn acquisition of CFAO and its 180 subsidiaries across **35 jurisdictions in Africa** (due diligence, antitrust matters, acquisition process, completion).

Hotels & Leisure/ Real Estate

**Pestana Group** on their real estate projects in Morocco and in particular in Casablanca. **(Morocco)**

**An international hotel operator with a strong presence in Africa** (tax advice) with regard to a framework for the transfer of business and hotels in **West Africa countries**.

**Teyliom** in relation to its project to raise up to EUR 45m from AfricInvest Private Credit, CDC Group Plc and Deutsche Investitions-Und Entwicklungsgesellschaft MBH to fund the construction and the development of its hotels in **Benin, Senegal, Côte d’Ivoire, Guinea and Niger**.

Technology, Media & Communications

**A leading French infrastructure operator (broadcasting services)** with regard to the sale of its subsidiary and assets in Congo including all aspects of the sale and dealing with all corporate and M&A issues. **(Congo)**

**Bharti Airtel Group** on the proposed merger of Airtel Kenya with Telkom Kenya. **(Kenya)**

**The founding shareholders of a group providing mobile money services** mainly in Senegal and Côte d’Ivoire, on their partnership project with the Moroccan banking group Banque Centrale Populaire (BCP). **(Senegal, Côte d’Ivoire and Morocco)**

**The key shareholders** of a consulting and communication agency specialising in advertising, in respect of the acquisition, in Senegal and Côte d’Ivoire, of radio stations from the international group Lagardère (Vibe Radio) including all aspects of the acquisition and dealing with all local corporate, M&A and regulatory issues. **(Senegal – Côte d’Ivoire)**

Banking & Finance

**An international financial institution** on the establishment of a bank. **(Angola)**

**Industrial and Commercial Bank of China Limited** on a buyer credit facility of up to USD 59,852,313.38 provided by ICBC to the Ministry of Finance of the Republic of Angola as borrower in support of the construction of the 220KV Circuit and 220KV Biopio substation, the South Benguela 220/60/30KV substation and the construction of transportation infrastructure between Lomaum hydropower station and Cubal by Ministério da Energia e Águas Da República de Angola and Guangxi Hydroelectric Construction Bureau supported by an export insurance policy provided by SINOSURE. **(Angola)**

**Insurers** on their exposure pursuant to a CEND policy following confiscation of USD 1m by the Securities Service in the Democratic Republic of Congo. **(Democratic Republic of Congo)**

**Multinational financial services company** in relation to anti-bribery and corruption regulatory advice regarding numerous allegations of bribery and corruption. **(Democratic Republic of Congo)**

**Insurers** in relation to the insured risk and the insurance policies issued in connection with a loan granted to the Republic of Ghana and guaranteed by the Ministry of Finance of the Federative Republic of Brazil. **(Ghana)**

**Pan-African bank** in relation to the discounting and subsequent listing of Ghana Government notes on the Irish Stock Exchange. **(Ghana)**

**Industrial Commercial Bank of China Limited, China Development Bank Corporation and China Construction Bank** in relation to a senior term loan of up to USD 300m provided to MTN Nigeria Communications Limited to finance up to 85% of the purchase or procurement of telecommunication equipment and services by MTN Nigeria Communications Limited from Huawei and ZTE. **(Nigeria)**

**The Republic of Seychelles** on a finance transaction involving the laying of a cable to enhance telecommunications in the Seychelles. Included reviewing and negotiating loan documentation with AfDB and EIB, offtake agreements, security agreements, landing party agreements, shareholder and subscription agreements. **(Seychelles)**

**Caja Madrid** on the financing of Société Tunisienne de l’ Électricité et du Gaz for the construction of the second phase of a wind farm in Sidi Daoud, Tunisia. **(Tunisia)**



## Working better, faster

The world is changing rapidly, and so are we. Our clients benefit from bespoke CMS-developed tech as well as industry-standard AI. Here are examples of how we use technology to deliver for clients.

### Increasing efficiency and reducing the costs of disputes

Disputes often involve large volumes of documentation. Our CMS e-disclosure team, CMS Evidence, provides the latest e-disclosure tools to review, analyse and organise documents in a cost-effective way. It means that we can scope, budget and manage the entire disclosure process from start to finish, saving time and money.

### Using AI to improve processes

Due diligence, data and contract analysis can be time-consuming and complex. We use AI tools to review large swathes of information quickly and cost-effectively. The software enables us to cluster, compare, analyse and visualise data from multiple sources and search thousands of documents accurately.

### Mobilising after a data breach

Companies are rightly devoting more and more resources to cybersecurity, but most will still suffer a breach sometime. With brand reputation and customer trust at risk, as well as intellectual property and data privacy, the cost of data breaches and increasingly sophisticated cyberattacks is increasing.

A rapid response in the aftermath of a breach is critical. CMS can help. Our Breach Assistant app helps you to understand the priority actions you should take when faced with a breach and you can contact CMS data breach response lawyers at the touch of a button.

Download the app from [breachassistant.com](https://breachassistant.com)

## Keeping you up to date

As well as sharing our insights and experience with individual clients, we publish a range of material on legal developments and trends.

### Law-Now



Our market-leading electronic information service provides regular updates on key legal issues. This tailored service enables you to keep up to date with the legal developments that matter to you. Register at [cms-lawnow.com](https://cms-lawnow.com)

### Law-Now E-learning



Our online E-learning solution helps clients build and evolve their compliance and risk management programmes. Read more about our off-the-shelf courses or how a bespoke solution can meet your needs at [www.cms-lawnow.com/elearning](https://www.cms-lawnow.com/elearning)

### Interactive webinars



Extending the accessibility of our legal experts across every office location, our collaborative webinars allow our clients to discuss real-time business issues presented by speakers anywhere in the world.

### Training and seminars



We regularly host bespoke training sessions as well as seminars on current topics relevant to our clients, to support their businesses as their trusted advisers and corporate partners. Find out more at [cms.law](https://cms.law)

### LinkedIn



Follow CMS Africa on [LinkedIn](https://www.linkedin.com/company/cms-law) to be part of our conversation. We post articles, event information and general commentary.





Market observers report that it is 'a practice of very good quality.'

One commentator noted: 'Their advice was detailed, and they are client-oriented,' further emphasising the team's 'high level of responsiveness.'

*Chambers & Partners  
Global Guide*

## Your CMS Africa key contacts

### Anglophone region



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### Francophone & OHADA region



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Interviewees enthuse: 'I was very happy with their work,' adding: 'Their strength is that they are pragmatic.'

Prominent player offering multifaceted expertise and significant experience across the OHADA region. Commended for its strong francophone Africa practice, led out of its Paris, Algiers and Casablanca offices.

*Chambers & Partners  
Global Guide*







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