

# Njeri Wagacha

Partner, Head of East Africa: Industrials, Manufacturing and Trade Sector



Njeri Wagacha is a Partner in our Corporate & Commercial practice and specialises in Mergers & Acquisitions, Private Equity, Competition Law, Employment Law, and Technology, Media & Telecommunications. Njeri is Head of East Africa for the Industrials, Manufacturing and Trade Sector. Njeri runs the podcast NjeriTalks Law.

## About Njeri

Njeri started off as Trainee Solicitor at Orrick, Herrington & Sutcliffe (Europe) LLP. She later joined a firm in Nairobi as an Associate. She was a Seconded at Anjarwalla, Collins & Haidermota, Dubai. In 2018 she was appointed as a Senior Associate at the firm in Nairobi. In 2020, Njeri joined Kieti Advocates LLP as a Partner.

## Credentials

### Education

- Legal Practice Course, Nottingham Law School
- Graduate Diploma in Law, Nottingham Law School (Commendation)
- LLM, University of London (School of Oriental and African Studies) (Merit)
- BA Honours Law and French, Middlesex University (1st Class Honours and East African Student Scholarship)
- Completed Legal Practice Course with a Commendation
- Completed Graduate Diploma in Law with a Commendation

### Memberships

- Law Society of England and Wales
- Law Society of Kenya

## Experience

- Creadev

Acting for Creadev, a global long-term investment firm wholly funded by the Mulliez family in its secondary investment of USD 5 million in Twiga Foods, a Kenyan-based technology based B2B platform that aggregates retail demand and efficiently provides low cost access to better quality food.

## Contact Njeri

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## Expertise

[Corporate & Commercial Law](#)

[Competition Law](#)

[Employment Law](#)

[Private Equity](#)

[Technology & Communications](#)

[Oil & Gas](#)

[Healthcare & Pharmaceuticals](#)

[Consumer Goods, Services & Retail](#)

[Gambling & Regulatory Compliance](#)

[Industrials, Manufacturing & Trade](#)

[Occupational Health & Safety](#)

## Location

Nairobi

## Language

English

French

- **Kuramo Capital Management**

Acting for Kuramo Capital Management, an independent investment management firm, in connection with its investment of 24.99% of the shares in Trans-century, a company listed on the Nairobi Securities Exchange, including coordinating legal due diligences of the target group of companies in Uganda, Rwanda, Tanzania, South Sudan, South Africa, Mauritius, Zambia and the Democratic Republic of Congo; seeking regulatory approvals from the Competition Authority of Kenya, Tanzania's Fair Competition Commission, and Capital Markets Authority; and preparing and negotiating the transaction documents, such as the share subscription agreements and loan agreement.

- **Kuramo Capital Management**

Acting for Kuramo Capital Management in connection with Kuramo Capital Management's acquisition of 90.84% of the shares in GenAfrica Asset Managers Limited.

- **Orbit Chemicals Industries**

Acting for Orbit Chemicals Industries, one of the largest East African contract manufacturers of chemical products, in connection with an investment into Orbit and its related companies by Catalyst OCL Investment, a private equity fund based in Mauritius, including advising on a series of internal and deal related restructurings resulting in the creation of two new Mauritian entities and one new Kenyan entity into which certain productive assets of Orbit, would be transferred and the Catalyst investment channeled through and drafting the relevant documents for structuring the deal such as term loan, convertible loan and share warrants.

- **Rise Fund and Certify**

Acting for the Rise Fund and Certify in connection with the acquisition of 100% of the shares of Cellulant Corporation operating in Botswana, Ghana, Kenya, Malawi, Mozambique, Nigeria, Tanzania, Uganda, Zambia and Zimbabwe

- **Novastar Ventures East Africa Fund**

Acting for Novastar Ventures East Africa Fund in connection with an equity investment in SolarNow.

- **Espanola de Investments**

Acting for shareholders of Espanola de Investments a company in the restaurant industry in Kenya, in relation to their shareholder agreement.

- **PayGo Energy Limite**

Acting for PayGo Energy Limited in negotiating the terms of their supply agreements and services agreements.

- **Persistent Capital LLP**

Acting for Persistent Capital LLP in its investment into Ecobodaa Kenya Limited a company pioneering electronic motorbike taxis in Kenya.

- **I&M Holdings PLC**

Acting for I&M Holdings PLC for the sale of 90% of the issued share capital of Orient Bank Limited, in Uganda.

- **Bharti Airtel**

Working for Bharti Airtel, as the lead Africa legal adviser coordinating advice over 14 jurisdictions in Africa in relation to a USD 1.25 billion investment in a newly formed holding company Airtel Africa by six leading global investors including Warburg Pincus, Softbank, Temasek and Singtel. Airtel Africa is the second largest telecom operator in Africa, with operations in 14 countries and a customer base of 91 million.

- **Access Bank**

Acting for Access Bank, a full-service commercial bank operating through a network of about 305 branches and service outlets located in major centres across Nigeria, Sub Saharan Africa and the United Kingdom, in connection with the acquisition of 100% of the shares of Transnational Bank, a commercial Bank in Kenya.

- **Obtaining regulatory approval**

Advising the companies below in obtaining regulatory approval from the Competition Authority of Kenya (CAK) and COMESA Competition Commission (CCC) in relation to their transactions (some of which are described above) in the region: Shell; Transcentury PLC; Access Bank PLC; Vivo Energy; Econet Wireless; The Rise Fund; Koko Networks; PayGo Energy; Kuramo Capital Management; Safarilink; and GAPCO.

- **M&A transactions**

Advising on the impact of the Competition Law of the UAE on M&A transactions in the UAE for a transaction involving UAE entities and Kenya entities.

- **East Africa (EA) chain of restaurants**

Advising a popular East Africa (EA) chain of restaurants on the considerations and risks of varying employee contracts during the COVID pandemic. As a result, created a guidebook for COVID response in different EA jurisdictions.

- **TransUnion**

Advising TransUnion on practical employment considerations and options in finding “ways of working” during the COVID pandemic.

- **KK Security Services**

Acting for KK Security Services (KK) in connection with payment of overtime to unionised employees, including advising on the legality and interpretation of the provisions of various Collective Bargaining Agreements (CBAs) entered into by KK and the security workers’ unions; advising on the calculation of overtime based on the various CBAs; and advising on the calculation of the effective date for the payment of overtime under the various CBAs.

- **International Planned Parenthood Federation**

Acting for International Planned Parenthood Federation in connection with disciplinary proceedings against a senior employee in its Africa Regional Office. Collaborated with inhouse team to ensure to develop whistleblowing policy as a result.

- **Kenya Airways**

Acting for Kenya Airways in connection with a strike threatened by Kenya Aviation Workers Union (KAWU) directing its members not to crew the inaugural direct flight from Nairobi to New York.

- **Vivo Energy Holding**

Advising Vivo Energy Holding in connection with the acquisition of 100% of the shares of Engen Holdings.

- **Royal Dutch Shell**

Advising Royal Dutch Shell, in connection with its takeover bid in relation to the entire issued and to be issued share capital of British Gas (BG), including advising on the impact of the transaction on BG’s assets in Kenya and advising on the transfer of interests held by BG in production sharing contracts in Kenya.

- **Oman Trading International**

Advising Oman Trading International Limited on the acquisition of Hass Petroleum in a deal worth USD35 million.

- **Africa Oil Corporation**

Advising Africa Oil Corporation in connection with its sale of 50% of its interests in Blocks 10BB, 13T and 10BA in Kenya and the Rift Basin and South Omo Blocks in Ethiopia, to Maersk Oil.

- **Africa Oil Corporation**

Advising Africa Oil Corporation in connection with an investment agreement to issue 52,623,377 shares in Africa Oil Corp., for US 100 million to Stampede Natural Resources International for future exploration.

- **Tullow Oil**

Advising Tullow Oil in connection with the development of a pipeline in Kenya.

## News

### The Social Health Insurance Act and its implications

In a Gazette Notice on 21 November 2023, the Cabinet Secretary for Health designated 22 November 2023 as the commencement date of the Social Health Insurance Act, 2023 (SHIA). This act repeals the National Health Insurance Fund Act, 1989 (NHIF Act) to establish a framework for the management of social health insurance. Nonetheless, the High Court in a recent ruling suspended SHIA's implementation until February 2024 on grounds of lack of proper public participation.

### Private placement as an investment mechanism in Kenya

Recently, fintech firm Lipa Later Group announced the closure of a KES 500 million privately placed debt issuance as part of its innovative financing solutions. This announcement exemplifies private placement as an alternative investing mechanism to public offers. In light of this announcement, this alert spotlights the legal and procedural aspects of private placement and details reasons why companies should consider exploring private placement to seek external funding from investors.

### The Competition Authority of Kenya imposes the highest penalty in history for anti-competitive behaviour

On 23 August 2023, the Competition Authority of Kenya (CAK) made a landmark announcement, revealing its imposition of a record penalty on nine (9) steel manufacturers totalling KES 338,848,427.89, the highest fine the CAK has meted out to date for engaging in price fixing and output restriction. In addition to the financial penalties, the CAK has mandated these companies to cease any participation in anti-competitive activities going forward. It has also required them to establish robust competition compliance programs to ensure adherence to fair market practices.

### Guardians of legacy: Corporate trustees and the new landscape of retirement benefit regulation

A corporate trustee is a corporate body whose work entails providing trustee services to pension schemes as well as institutions. As such, corporate trustees are responsible for the management and administration of pension schemes. Due to the significant role they play and the need to effectively regulate them, the Cabinet Secretary for National Treasury and Economic Planning issued the Retirement Benefits (Corporate Trustees) Regulations, 2023.

### A step closer to a harmonised competition law approach in East Africa: Kenyan and EAC competition authorities conclude MoU

On 16 May 2023, the Competition Authority of Kenya (CAK) and the East African Community Competition Authority (EACCA) entered into a memorandum of understanding (MoU) whose objective is to ensure the execution of the two authorities' respective mandates in order to enhance regional integration, cross-border trade and investment.

## Videos

### Webinar Recording | Unlocking and Protecting Investment Flow in Africa: The AfCFTA Investment Protocol

Investment into existing and new industries in Africa is critical to unlock the economic growth and development benefits the AfCFTA holds for Africa.

### Njeri Wagacha talks to Carol Musyoka

Every month CDH Kenya Partner, Njeri Wagacha publishes her podcast 'Njeri Talks Law'. In this month's episode, Njeri sits down with the accomplished Carol Musyoka

### Njeri Wagacha talks to Wangechi Gichuki and Linda Anene - Videocast

Every month CDH Kenya Partner, Njeri Wagacha publishes a podcast 'Njeri Talks Law'. This month, Njeri welcomes esteemed guests Wangechi Gichuki, Head of Legal and Secretarial Services, and Linda Anene, Senior Legal Counsel and Acting Company Secretary, from Safaricom.

### Njeri Wagacha talks to Mary Wamae - Videocast

Njeri Wagacha talks to Mary Wamae, Group Executive Director at Equity Group Holdings PLC

### [Re-thinking industrialization in Kenya and the East Africa Community. What does the future hold?](#)

CDH in partnership with the French Chamber of Commerce Kenya hosted an informal breakfast event to discuss matters that affect the future of business in an everchanging market.

## Podcasts

### [Njeri Wagacha talks to Anne Muraya](#)

In March we celebrated International Women's Day and to commemorate this Njeri talked to Anne Muraya – Chief Executive Officer of Deloitte East Africa.

### [CDH and East Africa Venture Capital Association Series | Episode 1](#)

In this first episode Njeri Wagacha, talks to CEO, Christine Maina and COO, Jacklyne Iminza-Anyamba of EAVCA.

### [Positive disruptors in African mining: Technology, AI and critical minerals for Africa's industrialisation](#)

### [Njeri Wagacha talks to Catherine Igathe](#)

Njeri Wagacha talks to Catherine Igathe, Managing Director and Founder of Ortus Solutions Group Ltd.

### [Njeri Wagacha talks to Wangechi Gichuki and Linda Anene](#)

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[All news by Njeri Wagacha →](#)

## Recognition

- Chambers Global 2024 ranked Njeri Wagacha in Band 3 for FinTech.
- The Legal 500 EMEA 2022–2024 recommended Njeri for employment.
- The Legal 500 EMEA 2023 -2024 recommends her for corporate, commercial/M&A.
- Nairobi Legal Awards named second runners-up for 2022 Lawyer of the Year
- Named Commercial/Conveyancing Practitioner of the Year at the Nairobi Legal Awards 2022
- Awarded the East African Student Scholarship to Middlesex University, England