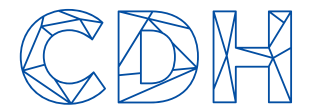





PROJECTS & ENERGY





"Cliffe Dekker Hofmeyr has a strong team with cross-disciplinary skills."

CHAMBERS GLOBAL 2024

PRACTICE OVERVIEW

Cliffe Dekker Hofmeyr (CDH) is at the forefront of the infrastructure sector and we have market leading Independent Power Producer (IPP), Public-Private Partnership (PPP) and Energy practices.

Our Projects & Energy team has substantial experience working with clients from a diverse range of industries, government departments and regulators. Our broad portfolio of clients, spanning many sectors and regions, allows us to combine our legal expertise with an in-depth understanding of sector nuances and your business' requirements to deliver practical and effective solutions.

Our extensive experience acting for clients in the public and private sectors, awarding authorities, funders and consortia, means we are able to structure transactions to address the complex and sometimes conflicting economic and/or political goals of transaction and business venture participants.

We combine our legal and sector expertise with an in-depth understanding of your business to conduct a commercially-minded

risk assessment of the project and then propose effective solutions that maximise project value and mitigate risk exposure.

Our team has substantial experience in diverse infrastructure projects, project finance, IPPs/PPPs, energy and oil and gas sector assignments in Kenya, Sub-Saharan Africa and across the rest of the African continent. Our key mandates include advising on all manner of transactional assignments, such as commercial structuring, risk analysis and mitigation, financing, drafting and negotiation. We are called on to advise on a full suite of project agreements, from transactions in the public sector to providing specialist regulatory advice on public sector procurement, public finance management, intergovernmental relations and public sector legislation regulating national, provincial and local government.

Our lawyers are predominantly trained in South Africa and Kenya, but the extent of our transactional experience allows us to engage in and successfully conclude infrastructure projects throughout Africa.



OUR AFRICA SERVICE OFFERING

Doing business in Africa offers unique opportunities and challenges, and with this comes a need to understand the cultural, economic and political nuances that exist across the vast continent.

CDH is strongly positioned to serve your legal needs in Africa. Our team, together with our Africa lawyers have direct experience acting for governments, state agencies and multinational private organisations across the continent. We focus on a number of key sectors including mining and minerals, telecommunications, energy, oil and gas, banking, finance & projects and infrastructure, hospitality and leisure, and arbitration.

With first hand, in-depth experience, our Africa lawyers offer sector-specific expertise and knowledge of regulatory nuances

to provide an integrated service across Africa, this includes:

- a proven track record and deal experience across multiple jurisdictions in Africa;
- a practical and commercial approach;
- a multi-disciplinary team of lawyers managed from a single point;
- extensive sector experience;
- substantial and established alliances with African firms; and
- a dedicated, partner-led team and a cost-effective service, at locally competitive billing rates.

"The firm has a very responsive team with attention to detail."

"They are focused on key commercial issues."

CHAMBERS GLOBAL 2024

Clients appreciate that *"all matters are handled punctually and towards a cost-effective solution."*

CHAMBERS GLOBAL 2023

Market commentators laud the firm for being *"well versed in the South African energy sector and has generally good expertise in the full transaction cycle of infrastructure projects and allied areas such as insurance."*

THE LEGAL 500 EMEA 2022

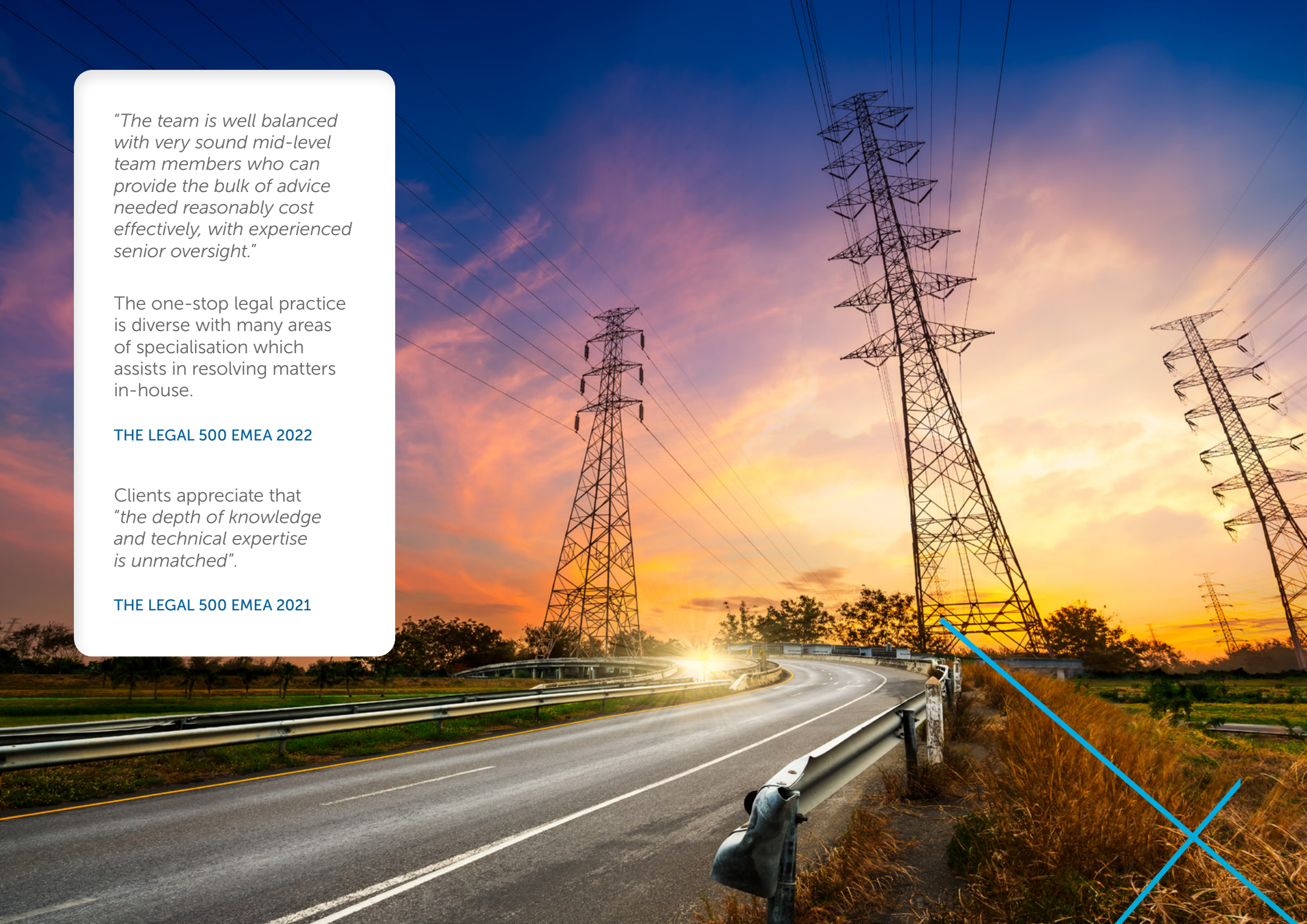
"The team is well balanced with very sound mid-level team members who can provide the bulk of advice needed reasonably cost effectively, with experienced senior oversight."

The one-stop legal practice is diverse with many areas of specialisation which assists in resolving matters in-house.

THE LEGAL 500 EMEA 2022

Clients appreciate that *"the depth of knowledge and technical expertise is unmatched"*.

THE LEGAL 500 EMEA 2021





SECTOR EXPERTISE



Construction & Engineering

Bespoke contracting and specialist knowledge on FIDIC, JBCC and NEC3



Energy

Natural resources (oil, coal and gas), renewable energy (wind, solar, hydro, biomass and landfill), co-generation and distribution electricity, transmission activities and power purchase agreements



Oil & Gas

Upstream exploration, development agreements, operating agreements, pipelines, midstream and downstream



Social Infrastructure

Hospitals, schools, housing, government-serviced accommodation, processing plants, power plants and grid development, prisons and defence



Tourism

Tourism facilities



Transport

Roads, rail, ports, airports and pipelines



Water

Water services and projects and desalination concessions

SPECIALIST SERVICES

We have a reputation for providing services with quality and depth. Our assignments have grown considerably, in tandem with the critical need for infrastructure improvements in Africa and a heightened global focus on the African continent as an investment destination.

Our team has the capability and know-how to handle whatever legal services are necessary to deliver effective solutions tailored to your project. We are recognised for our specialist skills in the following service areas:

Project and Infrastructure Financing

Our lawyers have developed considerable expertise over many years of executing all manner of infrastructure financing.

Our experience covers the full range of conventional and corporate financing, including: traditional debt lending, project finance, export credit financing, debt capital funding, municipal finance, structured finance, private placements and other lending, and tax-exempt financing structures tailored to prevailing market conditions.

Procurement

Proper procurement is crucial for financing, particularly in Africa. Our procurement team handles all types of issues related to public sector procurement, including development of procurement processes.

We can help with your strategic planning, tender and procurement negotiations and evaluations. Our advice ensures that project structures contribute to achieving your commercial objectives.

We also help clients to respond to public sector tenders and to understand the regulatory framework, meet compliance criteria and optimise evaluation scoring.

IPPS/PPPS

Our team has substantial experience representing governments in sub-Saharan Africa in structuring IPP / PPP projects. We also act for project sponsors, P&C contractors, operations contractors and lenders, and we understand the issues from each party's perspective. We are well versed in drafting policy frameworks and enabling legislation, preparing feasibility reports, and procuring, negotiating and financing major infrastructure and utility projects.

Construction & Engineering

The lawyers in our Construction & Engineering team have a broad range of experience in matters in this field that compliment one another to provide our clients with seamless legal support throughout the duration of any project. Our objective is to customise the best solutions for our clients.

We specialise in the drafting and negotiating of all forms of contractual documents whether it is bespoke contracts or customising the suite of FIDIC, NEC 3 and JBCC contracts.

We advise on the form and content of security packages including bonds and guarantees, risk mitigation and insurance.

We also have particular expertise relating to all types of claims that arise from construction contracts.

SPECIALIST SERVICES...continued

Oil & Gas

Our Oil & Gas team is often called upon to play a leading role in industry firsts; this tendency serves as evidence of our strong foothold in the oil and gas arena. By choosing our Oil & Gas team as trusted advisors, our clients grant themselves access to highly-skilled negotiators, advanced contract engineering and risk management mechanisms. Our clients also benefit from the close relationships we have forged with key stakeholders during our invaluable years at the forefront of the industry.

Our award-winning Oil & Gas team has unique expertise in the upstream oil and gas industry across multiple jurisdictions. We act for major independent oil companies, national oil companies, and oil and gas industry service providers, advising on early stage exploration projects as well as complex production and development projects.

This broad client base and wealth of experience translates into a competitive edge for our clients. We have a comprehensive understanding of the petroleum resources sector. We are also highly skilled in identifying the legal risks within the oil and gas space and mitigating any pitfalls by implementing risk management strategies.

Energy

In the energy sector, we act for organisations across all fuel types and those involved along the entire energy value chain, including power generation, transmission, distribution and throughout the energy supply chain; in industrial and commercial supply; and in carbon markets.

Our firm has advised on wind, photovoltaic, hydro and gas power on behalf of sponsors, lenders and contractors under the South African Department of Energy's (i) Renewable Energy IPP Procurement Programme, (ii) Risk Mitigation Programme and (iii) Emergency Power Programme, as well as advising IPPs on various embedded gas, wind, photovoltaic and hydro power projects.

We have received market recognition for the standard of documentation that we produced, including guidance notes to assist clients, and our ability to find solutions to the numerous challenges that arose around property-related issues and from the suite of project agreements relevant to the programme.

"Very focused on providing their clients with the best advice."

CHAMBERS GLOBAL 2022

Clients say "the team is practical and goal oriented" and that their "approachability and attention to detail makes this practice unique."

THE LEGAL 500 EMEA 2021

"The firm is extremely professional, thorough and provides a timeous delivery."

IFLR1000 2020

RELATED SERVICES

The Projects & Energy team draws on our firm's full range of specialities to offer a service that covers the complete spectrum of your business' legal needs.

WE OFFER ADVICE ON ALL MATTERS THAT IMPACT ON PROJECTS, INCLUDING THE FOLLOWING AREAS:

Concessions

Corporate structuring

Financing

Dispute resolution

Licensing and
authorisations

Environmental law

Exchange control

Repatriation of foreign
investment

Insurance control

Investment structuring

Property

Regulatory compliance

Broad-based black
economic empowerment

Tax

Our service is fully integrated, so you benefit from a team that understands the context of each project. We are able to provide expert legal advice and guidance on complex matters to secure the best methods of structuring and financing the transaction.

MARKET RECOGNITION

Our Projects & Energy team is externally praised for its depth of resources, capabilities and experience.

Chambers Global 2022–2024 ranked our Projects & Energy sector in Band 4 for projects & energy.

The Legal 500 EMEA 2009–2024 recommended us in Tier 2 for projects & infrastructure.

IFLR1000 2017–2023 ranked our practice in Tier 2 for project finance. *IFLR1000 2019–2021* ranked our project development: oil and gas team in Tier 3.

IFLR1000 2023 ranked our practice in Tier 1 for project development: infrastructure. *IFLR1000 2023–2024* ranked our practice in Tier 2 for project development: infrastructure.

Andrew van Niekerk is the Head of our Projects & Infrastructure sector, and a director in our Corporate & Commercial practice. *Chambers Global 2024* ranked him in Band 3 for construction. *Chambers Global 2022–2023* ranked Andrew in Band 2 for construction. *Chambers Global 2013–2021* ranked him as a leading lawyer for construction. *The Legal 500 EMEA 2013–2024* recommended him as a 'Leading Individual' for construction. In addition the *Legal 500 EMEA 2022–2024* recommended him for projects & infrastructure. *IFLR1000 2021–2023* ranked Andrew as highly regarded in banking, energy and infrastructure, project development, transport, mining and project finance. *Construction & Real Estate Expert Guide 2019* rated him as an expert in his field.

Sammy Ndolo is the Kenya Managing Partner. *Chambers Global 2021–2024* ranked Sammy in Band 4 for corporate/M&A. *Chambers Global 2023–2024* ranked him in Band 4 for banking & finance. *The Legal 500 EMEA 2024* recommended Sammy as a 'Leading Individual' for banking, finance & capital markets. *The Legal 500 EMEA 2022–2023* recommended him for banking, finance & capital markets. *The Legal 500 EMEA 2023–2024* also recommended Sammy for corporate, commercial/M&A. *IFLR1000 2021–2023* ranked him as a 'Notable Practitioner'.

Mashudu Mphafudi is the Practice Head of our Banking, Finance & Projects team. *The Legal 500 EMEA 2021–2024* recommended Mashudu for banking & finance. *IFLR1000 2019–2023* recommended him as a highly regarded lawyer for banking, capital markets: debt, and project finance. *IFLR1000 2018* recommended Mashudu as a 'Rising Star' for banking, capital markets: debt and project finance.

David Thompson is a director and the Deputy Practice Head of our Corporate & Commercial practice. *Chambers Global 2024* ranked David in Band 5 for corporate/M&A. *Chambers Global 2015–2023* ranked him in Band 4 for corporate/M&A. *The Legal 500 EMEA 2020* and *2022–2023* recommended him for corporate, commercial/M&A. *IFLR1000 2021–2023* ranked David as highly regarded in M&A.



MARKET RECOGNITION...continued

Jackwell Feris is Head of our Industrials, Trade & Manufacturing sector, and a director in our Dispute Resolution practice. *Chambers Global 2023–2024* ranked him as an 'Up & Coming' dispute resolution lawyer. *The Legal 500 EMEA 2022–2024* recommended him for dispute resolution. The *Association of Young Arbitrators* recognised Jackwell as an expert arbitration practitioner.

Megan Rodgers is the Head of our Oil & Gas sector, and a director in our Corporate & Commercial practice. *Chambers Global 2024* ranked Megan in the Namibia General Business Law category as 'Foreign Expertise Based in South Africa Spotlight'. *The Legal 500 EMEA 2017–2024* recommended her for projects & infrastructure. Megan was named one of *IFLR1000 2021–2023* Women Leaders – the elite cohort of the leading female experts in local markets globally. *IFLR1000 2020–2023* ranked Megan as highly regarded for project development: oil and gas.

The Legal 500 EMEA 2018, 2020–2024 recommended **Timothy Baker** for construction.

The Legal 500 EMEA 2021–2024 recommended **Tessa Brewis** for projects & infrastructure. *IFLR1000 2022–2023* ranked Tessa as highly regarded in project development.

Chambers Global 2024 ranked **Jerome Brink** as and 'Up & Coming' tax lawyer. *The Legal 500 EMEA 2022* recommended him for tax. *The Legal 500 EMEA 2023–2024* recommended Jerome as a 'Next Generation' lawyer for tax.

IFLR1000 2017–2023 ranked **Johan de Lange** as highly regarded lawyer for restructuring and insolvency, banking, project finance, capital markets: debt, and for capital markets: equity.

Chambers Global 2019–2024 ranked **Peter Hesselning** in Band 2 for corporate/M&A. *Chambers Global 2023–2024* ranked him in Band 3 for Capital Markets: Equity. *Chambers Global 2017–2018* ranked him in Band 3 for corporate/M&A. *The Legal 500 EMEA 2012–2024* recommended Peter for commercial, corporate/M&A. *The Legal 500 EMEA 2022* recommended Peter for banking & finance. *IFLR1000 2021–2023* recommended Peter as a market leader for restructuring & insolvency, and M&A. *IFLR1000 2018–2020* recommended Peter as a highly regarded lawyer for restructuring & insolvency, and M&A.

Chambers Global 2024 ranked **Anja Hofmeyr** as an 'Up & Coming' dispute resolution lawyer. *The Legal 500 EMEA 2023–2024* recommended Anja for dispute resolution.

The Legal 500 EMEA 2023–2024 recommended **Burton Meyer** for mining.

The Legal 500 EMEA 2024 recommended **Anita Moolman** for projects & infrastructure. *IFLR1000 2021–2023* ranked her as highly regarded in M&A.

Chambers Global 2021–2024 ranked **Deon Wilken** in Band 3 for banking & finance. *The Legal 500 EMEA 2013–2023* recommended him for banking & finance. *IFLR1000 2018–2023* recommended Deon as a highly regarded lawyer for capital markets: debt, energy and infrastructure, and for project finance.

OUR TEAM

For more information about our Projects & Energy sector and services in South Africa and Kenya, please contact:

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BBBEE STATUS: LEVEL ONE CONTRIBUTOR

Our BBBEE verification is one of several components of our transformation strategy and we continue to seek ways of improving it in a meaningful manner.

PLEASE NOTE

This information is published for general information purposes and is not intended to constitute legal advice. Specialist legal advice should always be sought in relation to any particular situation. Cliffe Dekker Hofmeyr will accept no responsibility for any actions taken or not taken on the basis of this publication.

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