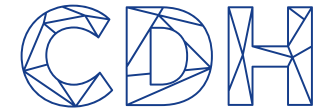


SOUTH AFRICA



Transport & Logistics





South Africa's transport sector has historically been shaped by a range of legislative and policy instruments introduced over time by different stakeholders, often resulting in fragmented and, at times, uncoordinated approaches to the use and development of transport infrastructure.

Today, however, the legal and policy landscape is increasingly cohesive, driven by a coordinated reform agenda that includes the Economic Regulation of Transport Act, 2024, the National Rail Policy, the Freight Logistics Roadmap, and related private sector participation initiatives in rail and ports. Together, these signal a shift towards a more integrated, transparent and competitive framework. CDH is well positioned to assist clients in navigating these developments and the opportunities they present.

Overview

CDH offers clients the advantage of a single firm with the depth of resources, capabilities and experience to support both day-to-day business needs and long-term strategies. Our transport and logistics team is globally recognised and rated by Legal 500 EMEA for its specialist services.

We understand the key issues faced in transport projects and appreciate that their effective resolution is critical to success. We also understand the added complexity of extending existing transport systems and the issues this gives rise to.

We are ideally placed to help technical teams identify where complexities may cause commercial problems, and to advise on structuring legal arrangements that meet project objectives while remaining commercially acceptable.

We act for major regulatory authorities, infrastructure providers, and major and emerging players across the transport spectrum. Our clients include train operating companies, operators, contractors, local authorities and other public body sponsors,

major banks and financial institutions, passenger transport authorities and executives, as well as airlines.

The transport and logistics sector is dynamic, global and multi-faceted. Our clients have diverse and fast-growing interests, with many pursuing highly integrated and sophisticated products that span traditional practice areas. To meet these needs, we have developed a highly integrated sector team drawing on experienced specialists from across the firm.

We offer clients the highest standard of expertise, service, cost-effectiveness and global capability. When it comes to serving and interacting with our clients, everything matters.

We provide proactive commercial solutions and add value by delivering the highest standards of professional advice. Our client relationship management process ensures clients receive the quality of service they demand, at a realistic cost.

Our transport and logistics team comprises dedicated specialists drawn from across the firm, delivering a seamless, cross-sector

service. This is particularly important given that transport and logistics overlaps with many other sectors, including mining. The team includes corporate lawyers, litigators, regulatory and public sector specialists, planning and construction specialists, finance and project lawyers, employment lawyers, intellectual property and technology lawyers, competition lawyers, real estate lawyers and tax lawyers.



We have a cross-disciplinary team with extensive experience in all modes of transport and logistics including:



Aviation



Rail



Port



Maritime
and shipping



Terminal
operations



Roads and
road freight

We are also able to assist in the following areas within the transport and logistics sector with our extensive specialists:



Corporate &
Commercial M&A



Dispute
Resolution



Employment
Law



Environmental
Law



Construction &
Engineering Law



Broad-based
Black Economic
Empowerment



Competition
Law



Mining
Law



Real Estate
Law &
Conveyancing



Health &
Safety Law

Aviation

Our experience

Our lawyers are recognised as leading legal experts in the aviation industry, with extensive market knowledge and operational experience. We provide comprehensive legal services tailored to meet the diverse needs of the sector.

We represent a variety of stakeholders in the sector including airlines, industry associations and regulatory authorities. From launching new carriers and acquiring new routes, to supporting regulators and managing relationships with airport operators, manufacturers, maintenance organisations and suppliers across the globe, we don't just provide legal advice – we build long-term partnerships with our clients, helping them to achieve success in a fast-paced, changing industry. Our team is deeply embedded in the industry, staying informed of the latest developments, trends and regulatory changes, ensuring that our clients receive insightful, forward-thinking advice.

Aviation services

Our aviation practice operates seamlessly across Africa and beyond, advising clients in multiple jurisdictions including South Africa. Our team combines deep local regulatory knowledge and a firm grasp on international aviation law with cross-border transactional expertise, enabling us to support clients in multi-jurisdiction legal landscapes. We are recognised for our specialist skills in the following service areas:



Regulatory and compliance

- We assist clients in navigating the complex regulatory framework established by the Department of Transport and the South African Civil Aviation Authority (SACAA). We also have a comprehensive understanding of international aviation law, with a focus on air service agreements, open skies agreements, traffic rights, and the broader legal and institutional frameworks governing aviation.
- We advise airlines on licensing, safety compliance, economic regulation and market access under both international and national legal frameworks. We also support governments and regulatory authorities with policy regulation and implementation.
- We offer comprehensive legal services for the use, sale, leasing and regulatory compliance of drones in South Africa, including assistance with SACAA registration and certification of unmanned aircraft systems (UAS), as well as the drafting and negotiation of sale and lease agreements in line with domestic and international legal standards.



Commercial and transactional matters

- We advise on a broad range of commercial and strategic aviation transactions, including the negotiation and drafting of fleet procurement, aircraft and parts sale and purchase agreements, financing and leasing arrangements, codeshare and alliance agreements, long-term maintenance and repair (MRO) contracts, charter and management agreements, as well as joint ventures, new carrier incorporations, and carrier disposals – from initiation to completion. Each transaction is structured to optimise operational efficiency and commercial value.
- We have extensive experience in airline restructuring, from fleet rationalisation and capitalisation to the establishment of new services, and act for major and emerging local and global players.
- We also provide specialist advice on fuel supply and throughput agreements at South Africa's major airports, including the structuring of Tarbox agreements and ensuring compliance with Joint Inspection Group (JIG) safety and quality standards.



Airport management and operation

- We advise on various aspects of airport management and operations, from compliance with regulatory requirements to operational efficiency. Our team ensures that airport operators are positioned for success within the regulatory framework, guiding them through the complexities of airport management and the various challenges of aviation infrastructure.

Rail

Our experience

We are recognised as leading legal experts in the rail industry, providing comprehensive legal services tailored to meet the diverse needs of key players in the sector. Our extensive experience spans all aspects of rail sector law, allowing us to offer strategic, high-quality advice.

We specialise in helping businesses navigate the complex legal landscape of the rail sector, from launching new operators and assisting with existing operators, to managing relationships with manufacturers, maintenance organisations and suppliers across the globe.

Our expertise covers a broad range of rail sector-related issues, including commercial agreements, governance, financing, projects and regulatory guidance disputes. Our firm also has the capability to assist with other avenues, including tax, labour disputes and environmental law compliance. Whether you are looking to expand your operations, navigate complex transactions, or manage regulatory challenges, our extensive experience in rail law will ensure your business is always on the right track. We are here to provide you with the legal framework you need to move forward with confidence.

Our team is recognised as a thought leader in the industry, given our participation in the Rail Working Group and the Commission of Experts for the Luxembourg Protocol, our regular publication of insights and updates on key sector developments, and our engagement with the all stakeholders in a variety of forums on developments across the sector.

Rail services

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:



Commercial arrangements – rolling stock acquisition, leasing and finance, access and concession agreements, and transport services arrangement

- Our commercial team has vast experience in the rail sector and can advise on the acquisition and leasing of new and used rolling stock, using a variety of structures and products including operating and finance leases, structured tax-based financings, export-credit transactions, asset portfolio sales and purchases, leasing company acquisitions and residual value arrangements.
- We have extensive experience in and can advise on and negotiate access agreements with Transnet, as well as the applicable regulatory requirements relating to access agreements and all associated corporate work to assist private operators entering the sector. We also advise on and assist with freight logistics and transport service and supply agreements, including cross-border arrangements.
- We can provide advice on issues arising from the complex regulatory and liability environment of the rail sector.
- Additionally, our commercial team is primarily M&A-focussed and therefore is able to assist with deal structuring and investment.



Project and infrastructure financing

- Our lawyers have developed considerable expertise over many years of executing infrastructure financing projects across all sectors including logistics.
- 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

- Our procurement team handles all types of issues related to public sector procurement, including development of procurement processes, the submission of bids and judicial review of unsuccessful bids.
- 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, and where necessary to challenge the results of a tender process in court.



Public-private partnerships (PPPs)

- Our team has substantial experience representing governments in sub-Saharan Africa in structuring 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.
- Our specific PPP expertise includes:
 - Knowledge of PPP markets, factors driving the demand of PPPs and PPP regulatory framework.
 - Risk analysis, allocation and mitigation.
 - Evaluation of tender responses and bids, developing shortlists of bidders and the selection of preferred bidders.
 - Negotiation and conclusion of PPP agreements.
 - Project finance.
- As a result of our work representing government departments and our constant interaction with areas of law that regulate government, our team is often asked to advise on public procurement, municipal and public finance, privatisations, divestures and related matters.



Construction and engineering

- The lawyers in our Construction & Engineering team have a broad range of experience in matters in this field that complement 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, as well as security packages including bonds and guarantees, risk mitigation and insurance.
- We also have expertise relating to all types of claims that arise from construction contracts.

Port

Our experience

CDH has been at the forefront of assisting private sector clients in navigating the challenges posed by South Africa's ongoing logistics crisis in port operations. In the ports space, we advised a major aluminium producer on securing critical "step-in" rights with Transnet Port Terminals in respect of specialised offloading equipment at a key South African port, safeguarding the continuous supply of raw materials essential to the operation of an aluminium smelter of national strategic importance.

Our port-side expertise extends to advising on PPP opportunities, including advising a leading global container shipping company on its participation in the call for Requests for Information in entering a PPP for the operation and management of South Africa's ports. This instruction brought together our competition, corporate and commercial, and dispute resolution capabilities in a single, multi-disciplinary engagement – a hallmark of our approach.

Our team has also played a pivotal role in advising a major coal terminal and the broader coal industry on interventions designed to assist Transnet Freight Rail with stabilising and increasing capacity on the Northern Corridor line. This work has included advising on the provision of security services, the supply of critical infrastructure components such as turnouts and tampers, the maintenance of access roads, and the provision of specialist skills and heavy lifting equipment.

Port services



Commercial arrangements and advisory

- We advise private sector clients on navigating logistics challenges in South Africa's port and rail sectors. We advise on and assist with PPP opportunities in the ports sector, as well as requests for tender for port operations and management, and negotiate specialised port equipment arrangements and infrastructure access.
- We also recognise the logistics challenges in the port sector and are well-placed to assist and navigate such challenges, including by advising on operational continuity and supply chain protection for strategic industrial operations, and advising on structuring and securing "step-in" rights with state-owned infrastructure owners, including port operators.



Advising on collaboration and intervention measures involving Transnet Freight Rail



Advising on procurement and provision of:

- Security services
- Critical rail infrastructure components
- Maintenance services for access roads
- Specialist technical skills
- Heavy lifting equipment



Maritime and shipping

Our experience

CDH's maritime and shipping expertise is underscored by our representation of some of the most significant players in the global logistics chain. Our team advises the world's leading container shipping company on its strategic interests in South Africa. We have also advised a shipping container transport business on its acquisition by a leading logistics group.

Our dispute resolution capability in the maritime space is equally distinguished. We have pioneered the use of South Africa's business rescue law to secure protection for international shipping companies placed under administration or bankruptcy – among the first South African law firms to do so successfully. Our team has also assisted clients with ship-building disputes, ship arrests and exporting contractual disputes.

Our Customs & Excise practice further strengthens our shipping capabilities, bringing invaluable expertise in customs and excise legislation including tariff, valuation, origin and other fields – providing critical support to clients moving goods through South Africa's ports.

Maritime and shipping experience:



Commercial arrangements and advisory

- We advise global shipping and logistics companies on their strategic interests in South Africa, including market entry, operational structuring, acquisitions and corporate transactions. Our team provides comprehensive support to ensure our clients achieve their commercial objectives in the South African market.
- We provide comprehensive legal advisory services across the full spectrum of maritime and export-related matters, including charterparty agreements, bills of lading, cargo claims, marine insurance and international trade documentation.



Maritime and export dispute resolution services

Our dispute resolution team has extensive experience in maritime and export disputes, including cargo damage claims, charter party disputes, demurrage and detention claims, and international trade disputes. We represent clients in litigation, arbitration and alternative dispute resolution proceedings.



Business rescue protections

We have pioneered the use of South Africa's business rescue law to secure protection for international shipping companies placed under administration or bankruptcy proceedings. Our team advises on restructuring strategies, creditor negotiations and cross-border insolvency matters affecting the shipping industry.



Advising on ship arrests and ship-building disputes

- We advise on ship arrest proceedings in South African ports, including obtaining and defending arrest orders, securing the release of vessels and enforcing maritime liens.
- Our team also advises on ship-building disputes, including construction contracts, warranty claims and delivery disputes.



Advising on customs and excise legislation compliance

Our customs and excise team advises on compliance with South African customs legislation, including import and export procedures, duty classifications and regulatory requirements. We assist clients in managing customs audits and resolving disputes with customs authorities, as well as advising on customs valuation and rules of origin.



Supporting clients with the movement of goods through South African ports

We provide end-to-end legal support for clients moving goods through South African ports, including advice on port regulations, stevedoring arrangements, terminal operations and logistics chain management.



Terminal operations

Our experience

CDH has extensive experience advising clients on terminal operations across South Africa's port and rail networks. Our team understands the complexities of terminal infrastructure, including container terminals, bulk terminals and intermodal facilities. We advise terminal operators, logistics companies and infrastructure investors on the legal and commercial frameworks governing terminal operations, from regulatory compliance to operational agreements.

Our expertise extends to advising on terminal concession arrangements, PPPs for terminal development, and the negotiation of access and throughput agreements with port authorities and rail operators. We also assist clients with the structuring of terminal joint ventures and acquisitions, bringing together our corporate, commercial and regulatory capabilities to deliver comprehensive solutions.

Terminal operations experience:



Terminal concession and PPP advisory

We advise on the structuring, negotiation and implementation of terminal concession agreements and public-private partnerships for terminal development and operations.



Operational and access agreements

We advise on and negotiate terminal access agreements, throughput agreements, stevedoring contracts, and equipment lease and maintenance arrangements with port authorities, rail operators and logistics providers.



Regulatory compliance and licensing

We assist terminal operators with regulatory compliance, including licensing requirements, environmental approvals, and health and safety obligations applicable to terminal operations.



Commercial arrangements

We advise on terminal acquisitions, disposals, joint ventures and investment structures, bringing together our corporate, commercial and regulatory expertise.



Dispute resolution and claims

We advise on disputes arising from terminal operations, including cargo claims, infrastructure damage, service level disputes and contractual enforcement matters.

Roads and road freight

Our experience

CDH is leading the market in respect of advice to the road freight industry in South Africa. We serve as trusted counsel to a leading industry body that represents over 500 employers and is regarded as the national spokesperson for the road freight sector at various governmental levels. Our road freight advisory services span the full spectrum of legal requirements facing the industry, from employment law matters to legislative challenges in respect of B-BBEE and employment equity legislation.

Our expertise in infrastructure development extends to advising a major corporate group on its strategic partnership with the Government of the Democratic Republic of the Congo to source and provide yellow goods and fleet management services to develop critical infrastructure.

Roads and road freight experience



Advisory

- We provide comprehensive legal advisory services to road freight operators, logistics companies and industry associations across South Africa. Our team advises on the full range of legal matters affecting the road freight sector, from regulatory compliance to commercial contracting.
- We advise road freight operators on compliance with transport legislation, including vehicle licensing, load restrictions, driver regulations and cross-border transport permits. Our team assists with regulatory engagement and compliance programmes tailored to the road freight industry.



Government and regulatory engagement support for industry stakeholders

- We support industry stakeholders in their engagement with government departments and regulatory authorities, including the Department of Transport, provincial transport authorities and local government. Our team advises on policy submissions, stakeholder consultations and regulatory advocacy.



Infrastructure development

- We advise on infrastructure development projects involving road networks and related facilities, including public-private partnerships, concession agreements and construction contracts. Our team has experience in both greenfield developments and infrastructure upgrades.



Commercial arrangements

- We advise on commercial arrangements in the road freight and infrastructure sectors, including fleet procurement, vehicle leasing, maintenance agreements and logistics service contracts.
- We also assist with and advise on strategic partnerships between corporates and governments, infrastructure development initiatives (including cross-border), sourcing and provision of yellow goods for infrastructure projects, fleet management service arrangements.

OUR TEAM

For more information about our transport and logistics sector and services in South Africa, Kenya, and Namibia, please contact:



Vivien Chaplin

Sector Head:
Mining & Minerals | South Africa
Director: Corporate & Commercial
T +27 (0)11 562 1556
E vivien.chaplin@cdhlegal.com



Sammy Ndolo

Managing Partner | Kenya
T +254 731 086 649
+254 204 409 918
+254 710 560 114
E sammy.ndolo@cdhlegal.com



Patrick Kauta

Managing Partner | Namibia
T +264 833 730 100
+264 811 447 777
E patrick.kauta@cdhlegal.com



Imraan Abdullah

Director:
Dispute Resolution
T +27 (0)11 562 1177
E imraan.abdullah@cdhlegal.com



Kuda Chimedza

Director:
Banking, Finance & Projects
T +27 (0)11 562 1737
E kuda.chimedza@cdhlegal.com



Jackwell Feris

Sector Head:
Industrials, Manufacturing & Trade
Director: Dispute Resolution
T +27 (0)11 562 1825
E jackwell.feris@cdhlegal.com



Petr Erasmus

Director:
Tax & Exchange Control
T +27 (0)11 562 1450
E petr.erasmus@cdhlegal.com



Quintin Honey

Director:
Corporate & Commercial
T +27 (0)11 562 1166
E quintin.honey@cdhlegal.com



Rachel Kelly

Director:
Corporate & Commercial
T +27 (0)11 562 1165
E rachel.kelly@cdhlegal.com



Corné Lewis

Director:
Dispute Resolution
T +27 (0)11 562 1042
E corne.lewis@cdhlegal.com



Heinrich Louw

Director:
Tax & Exchange Control
T +27 (0)11 562 1187
E heinrich.louw@cdhlegal.com



Lebohang Mabidikane

Director:
Competition Law
T +27 (0)11 562 1196
E lebohang.mabidikane@cdhlegal.com



Imraan Mahomed

Director:
Employment Law
T +27 (0)11 562 1459
E imraan.mahomed@cdhlegal.com



Mashudu Mphafudi

Practice Head & Director:
Banking, Finance & Projects
T +27 (0)11 562 1093
E mashudu.mphafudi@cdhlegal.com



Jaco Meyer

Director:
Corporate & Commercial
T +27 (0)11 562 1749
E jaco.meyer@cdhlegal.com



Aadil Patel

Practice Head & Director:
Employment Law
Sector Head:
Government & State-Owned Entities
T +27 (0)11 562 1107
E aadil.patel@cdhlegal.com



Belinda Scriba

Director:
Dispute Resolution
T +27 (0)21 405 6139
E belinda.scriba@cdhlegal.com



Stephan Spamer

Director:
Tax & Exchange Control
T +27 (0)11 562 1294
E stephan.spamer@cdhlegal.com



Njeri Wagacha

Partner | Kenya
Director: Corporate & Commercial
T +254 731 086 649
+254 204 409 918
+254 710 560 114
E njeri.wagacha@cdhlegal.com



Haafizah Khota

Counsel:
Corporate & Commercial
T +27 (0)11 562 1005
E haafizah.khota@cdhlegal.com

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.

JOHANNESBURG

1 Protea Place, Sandton, Johannesburg, 2196. Private Bag X40, Benmore, 2010, South Africa.
Dx 154 Randburg and Dx 42 Johannesburg.
T +27 (0)11 562 1000 F +27 (0)11 562 1111 E jhb@cdhlegal.com

CAPE TOWN

11 Buitengracht Street, Cape Town, 8001. PO Box 695, Cape Town, 8000, South Africa. Dx 5 Cape Town.
T +27 (0)21 481 6300 F +27 (0)21 481 6388 E ctn@cdhlegal.com

NAIROBI

Merchant Square, 3rd floor, Block D, Riverside Drive, Nairobi, Kenya. P.O. Box 22602-00505, Nairobi, Kenya.
T +254 731 086 649 | +254 204 409 918 | +254 710 560 114
E cdhkenya@cdhlegal.com

ONGWEDIVA

Shop No A7, Oshana Regional Mall, Ongwediva, Namibia.
T +264 (0) 81 287 8330 E cdhnamibia@cdhlegal.com

STELLENBOSCH

14 Louw Street, Stellenbosch Central, Stellenbosch, 7600.
T +27 (0)21 481 6400 E cdh Stellenbosch@cdhlegal.com

WINDHOEK

1st Floor Maerua Office Tower, Cnr Robert Mugabe Avenue and Jan Jonker Street, Windhoek 10005, Namibia.
PO Box 97115, Maerua Mall, Windhoek, Namibia, 10020
T +264 833 730 100 E cdhnamibia@cdhlegal.com

©2026 9392/JUL

