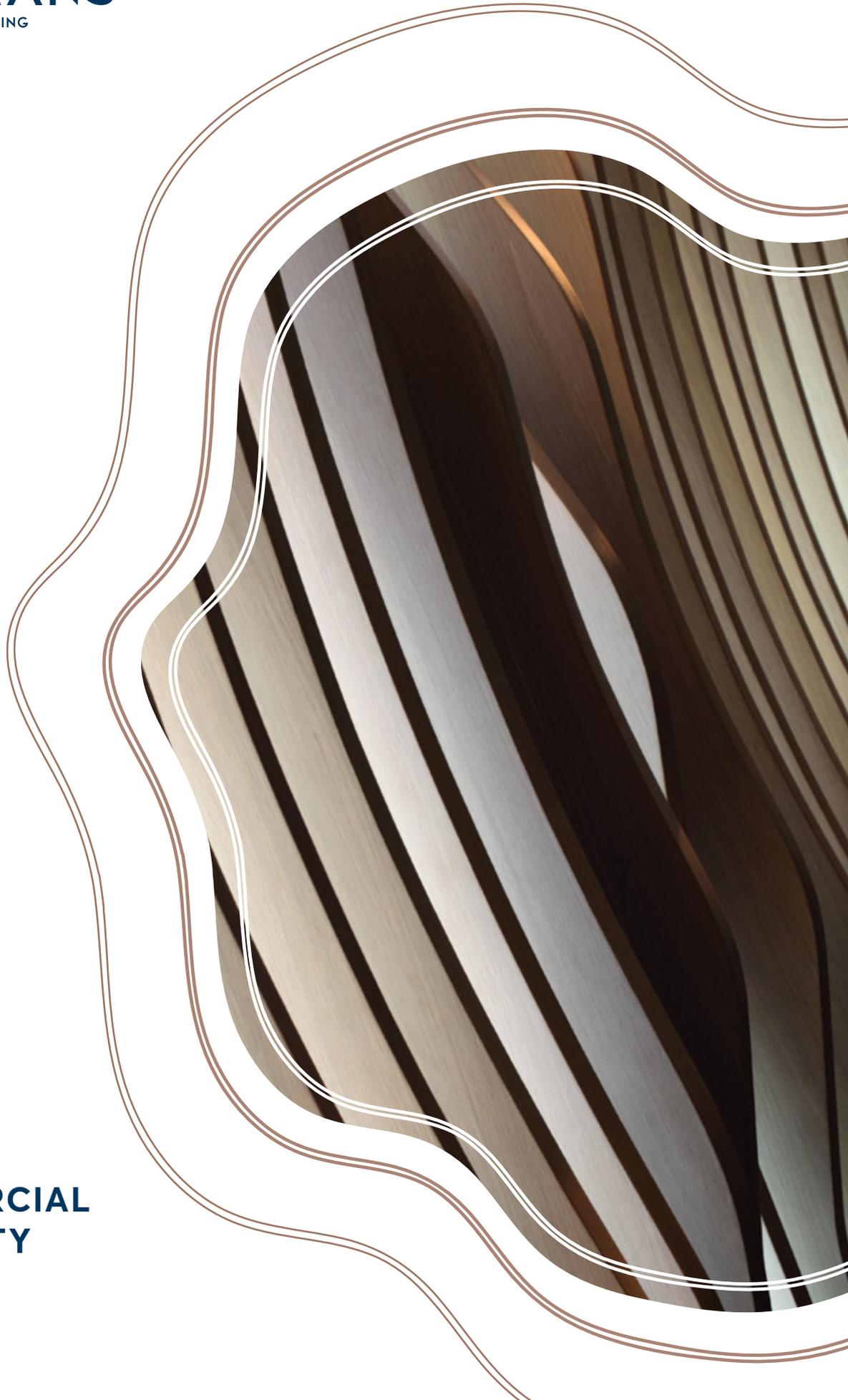




BOWMANS

THE VALUE OF KNOWING



**COMMERCIAL
PROPERTY**



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Our Firm

Bowmans is a leading Pan-African law firm. Our track record of providing specialist legal services, both domestic and cross-border, in the fields of corporate law, banking and finance law and dispute resolution, spans over a century.

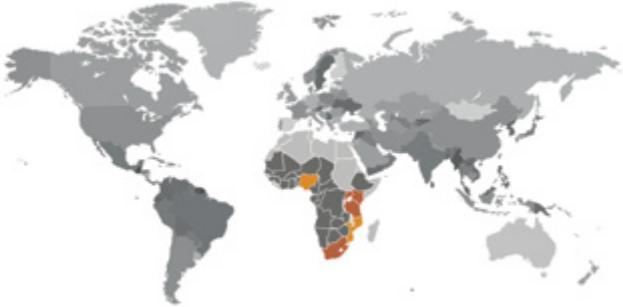
With six offices in four African countries and over 400 specialised lawyers, we are differentiated by our independence and the quality of legal services we provide.

We draw on our unique knowledge of the African business environment and in-depth understanding of the socio-political climate to advise clients on a wide range of legal issues. Our aim is to assist our clients in achieving their objectives as smoothly and efficiently as possible while minimising the legal and regulatory risks.

Our clients include corporates, multinationals and state-owned enterprises across a range of industry sectors as well as financial institutions and governments.

Our expertise is frequently recognised by independent research organisations. We have been named African Legal Adviser of the Year by *DealMakers* for the last four consecutive years and South African Law Firm of the Year for 2018 in the Chambers Africa Awards for Excellence and the South African Professional Services Awards. We were also the only firm that was 'highly commended' in the African Law Firm of the Year - Large Practice category at the African Legal Awards hosted by *Legal Week* and the Corporate Counsel Association of South Africa in 2017 and won the Technology, Media and Telecommunications Team of the Year Award.

Our Footprint in Africa



We provide integrated legal services throughout Africa from six offices (Cape Town, Dar es Salaam, Durban, Johannesburg, Kampala and Nairobi) in four countries (Kenya, South Africa, Tanzania and Uganda).

We work closely with leading Nigerian firm, Udo Udoma & Belo-Osagie, and Mozambique-based boutique firm, Taciana Peão Lopes & Advogados Associados. We also have strong relationships with other leading law firms across the rest of Africa.

We are representatives of Lex Mundi, a global association with more than 160 independent law firms in all the major centres across the globe. This association gives us access to the best firms in each jurisdiction represented.



-  **Bowmans offices**
-  **Relationship firm**
-  **Significant transaction or advisory experience**



Our Commercial Property Practice

Our Commercial Property Practice is at the forefront of real estate acquisition, development and finance across the length and breadth of the African continent. We successfully safeguard the interests of all industry role players, whether they be developers, landlords, lenders, property funds or tenants.

Our team comprises a dynamic group of talented real estate legal practitioners situated in our various offices across the African continent.

Our geographical reach and our knowledge of the real estate industry throughout Africa, enables us to provide hands-on legal solutions across a wide array of multi-jurisdictional transactions, ensuring seamless collaboration and solutions to even the most complex of projects.

Bowmans provides an “excellent service in terms of response times, business acumen/ industry knowledge, appropriateness of advice, strength in depth of team, and value for money”.

Craig Schafer has “in-depth knowledge” and “tenacity in finding solutions.”

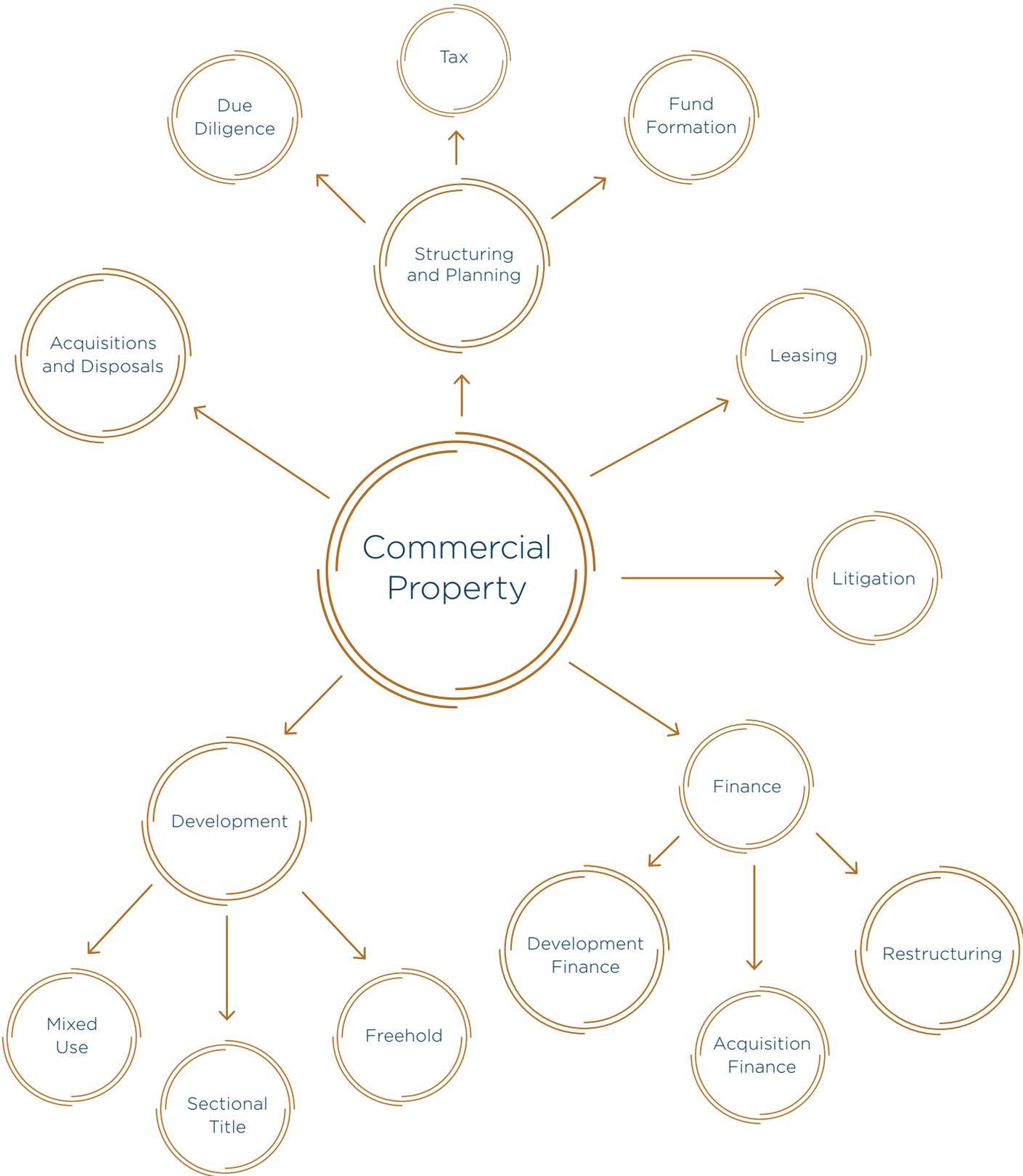
– *Legal 500, 2018*

Bowmans in South Africa, “is known for major property developments, real estate financing and investments”.

Bowmans in Kenya, has “sound legal, industry and commercial knowledge.”

– *Legal 500, 2017*

Our Specialist Services





Our imperative is to provide industry role players with practical and cost-effective counsel throughout the property 'life cycle', from structuring, acquisition, development, tenancing and financing, through to eventual disposal, drawing on the collective experience of some of Africa's finest real estate legal practitioners.

The core services offered by our Commercial Property Practice include:

STRUCTURING AND PLANNING

Behind every successful real estate acquisition or development lies careful planning and structuring. The haste to acquire and build can often result in the omission of the crucial preliminary structuring and planning stage.

We recognise the pivotal role which careful structuring and planning plays in every successful real estate venture and offer the full spectrum of expert advice required at the outset of every real estate venture.

Our services include:

- completing due diligence investigations aimed at highlighting potential risks associated with intended ventures (be they environmental, tax related or deficiencies in title);
- undertaking any preliminary deeds registry procedures required to mitigate risks associated with title identified through due diligence investigations (whether this involves the removal of incompatible conditions of title, the rectification of errors

- in holding deeds, or the cancellation of outdated servitudes);
- providing structuring guidance on, and set up of, the vehicles (and associated underlying structures) through which to acquire and develop real estate (whether by way of joint venture companies, co-ownership structures or ring-fenced special purpose vehicles). We pay particular attention to the purpose of the intended development and the associated tax consequences;
- preparing and negotiating the full suite of implementation documents required to structure a real estate venture (from initial heads of terms or memoranda of understanding to joint venture or collaboration agreements, shareholders agreements, or co-owners agreements);
- advising on REIT formation and structuring; and
- structuring and implementing offshore property fund ownership structures.

ACQUISITIONS AND DISPOSALS

The acquisition of real estate by a purchaser very often represents a fundamental implementation step in a real estate venture's life cycle. Conversely, for a seller, the disposal of real estate represents the final chapter in the seller's real estate venture in respect of that property. Both seller and purchaser have important interests which require safeguarding.

We ensure that the interests of our principal (whether the seller or the purchaser) are protected in a practical and solutions-orientated manner. We represent the interests of sellers and purchasers on an on-going basis in:

- negotiating the acquisition or disposal of real estate assets;
- identifying and mitigating potential risks;
- advising on the tax and other regulatory consequences flowing from the acquisition or disposal of real estate;

- preparing, negotiating and settling the full suite of implementation documents required to acquire or dispose of real estate assets (whether the sale or purchase is of individual real estate assets or large portfolios of real estate assets); and
- implementing sales or acquisitions in effecting registration of transfer in the applicable Deeds Registry.

DEVELOPMENT

The development of real estate represents the phase, in the life cycle of a real estate venture that poses the greatest risk to developers. Successful real estate developments need to be implemented according to timetables (which are often tight) and budgets (which often have small margins).

Our acclaimed real estate experts have successfully assisted developers in launching multiple developments on time and within budget. We:

- prepare and negotiate all required building contracts, development agreements and end-user sale agreements;
- advise developers on the implementation of residential, industrial, retail, commercial and mixed use developments;
- provide a thorough understanding of land usage rights, zoning issues and other regulatory hurdles relevant to developments;
- establish sectional title schemes and simultaneously co-ordinate the transfer of multiple units to end-users;
- effect any sub-divisions, consolidations, notarial ties, register any servitudes or open any township registers required for developments;
- structure and establish property owners associations and body corporates and fractional ownership structures; and
- collaborate with Deeds Registries to ensure a seamless registration process for large batches of development transactions.

FINANCING

Without finance, there can be no successful acquisition or development of real estate. Real estate financiers are crucial role players in the life cycle of real estate assets and are invested in ensuring the successful implementation of real estate ventures.



We represent most of the leading real estate financiers across Africa and ensure that their interests are safeguarded when providing acquisition, development, term or restructuring finance to real estate investors, developers or real estate funds.

We provide an integrated, end-to-end service. Our involvement commences with negotiating and preparing deal and term sheets and continues through drafting and settling the full suite of loan and security documentation, auditing underlying sale and lease agreements relevant to the venture being financed, attending to the registration of all registrable securities (whether notarial or mortgage bonds) and monitoring the fulfilment of advance pre-conditions.



We also represent the interests of borrowers seeking acquisition, development, term or restructure finance and guide them through the negotiation and execution of the applicable financing and security documents in a way that they can commit with full knowledge of the liabilities they are assuming.

LEASING

For developers and landlords, leasing real estate represents a crucial phase in realising these assets' potential. It often forms the basis upon which real estate ventures will be financed. Ensuring the integrity of lease agreements concluded with anchor tenants or tenants otherwise identified as being critical to the viability of a real estate venture is central to the role which we play in representing the interests of landlords and developers in leasing real estate.

We represent the interests of many of the most influential property funds and developers across the African continent throughout the leasing process by:

- drafting and negotiating industrial, retail and commercial leases for varying durations; and
- executing long-term leases in notarial form and ensuring registration in the applicable Deeds Registries.

LITIGATION

The real estate life cycle unfortunately often includes the need for dispute resolution services. A fact of life is that disputes over real estate and between parties to real estate acquisitions, disposals, developments, leases and financing transactions arise from time to time.

Our real estate experts work with our specialist dispute resolution lawyers to offer a cost-effective, practical and solutions-based dispute resolution service in respect of real estate disputes.

We also represent the interests of numerous retailers across Africa in ensuring that their interests, as tenants, and the specific needs of their businesses, are safeguarded in the lease negotiation and preparation process.

Accolades



AFRICAN LEGAL AWARDS 2018

We were named African Law Firm of the Year (Large Practice). We were also one of only two firms that took home three practice awards - for Property and Construction Team of the Year, Energy and Natural Resources Team of the Year and TMT Team of the Year.

CHAMBERS AFRICA AWARDS 2018

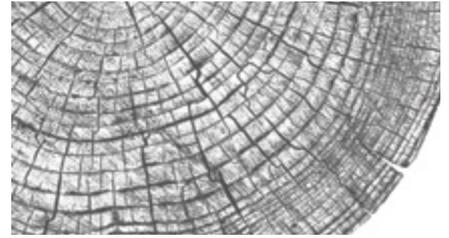
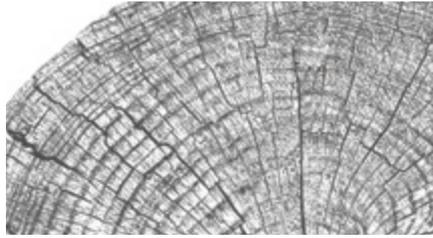
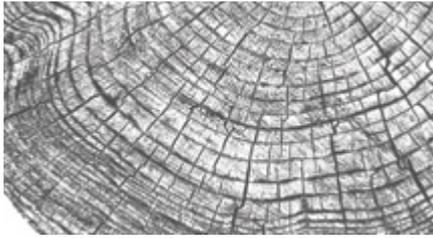
We were named South African Law Firm of the Year.

DEALMAKERS AWARDS 2018

We have been identified as the leading legal adviser in Africa by volume. This is the fourth consecutive year we have been recognised this way.

INDIA BUSINESS LAW JOURNAL 2018

We have been named as one of the Top Regional and Specialist Firms (Worldwide).



**CHAMBERS & PARTNERS
2018 RANKED US IN
THE FOLLOWING AREAS**

BAND 1

KENYA

Banking & Finance
Corporate/ Commercial
Employment

SOUTH AFRICA

Capital Markets: Debt
Capital Markets: Equity
Competition
Corporate Investigations
M&A
Employment
Environment
IT/ Telecommunications
Projects & Energy
Shipping
Tax

UGANDA

General Business Law

BAND 2

SOUTH AFRICA

Banking & Finance
Dispute Resolution
Media & Broadcasting
Restructuring/ Insolvency

KENYA

Projects & Energy

TANZANIA

General Business Law

**IFLR1000 2019
RANKED US IN THE
FOLLOWING AREAS**

TIER 1

KENYA

Financial & Corporate
Mining

SOUTH AFRICA

Capital Markets
Power
M&A

UGANDA

Financial & Corporate
Project Development

TIER 2

KENYA

Power
Infrastructure

SOUTH AFRICA

Banking
Infrastructure
Mining
Oil & Gas
Project Finance

TIER 3

TANZANIA

Financial & Corporate
Project Development

**THE LEGAL 500 EMEA
2018 RANKED US IN
THE FOLLOWING AREAS**

TIER 1

KENYA

Banking, Finance &
Capital Markets
Commercial, Corporate & M&A
Employment
Real Estate & Construction

SOUTH AFRICA

Commercial, Corporate & M&A
Competition
Employment
Projects & Infrastructure
Shipping

UGANDA

Legal Markets Overview

TIER 2

KENYA

Dispute Resolution
Projects & Energy

SOUTH AFRICA

Banking & Finance
Construction
Dispute Resolution
Investment Funds
Tax

TANZANIA

Legal Markets Overview



Recognised
Lawyers



Recognised
Lawyers



Recognised
Lawyers

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