

Dear Sir/Madam,

Thank you for the opportunity to provide you with our Profile.

This Profile demonstrates our disposition, capability, experience, and commitment to providing you with an end-to-end service, not only as a legal services provider, but as a trusted advisor. We believe that our extensive experience in corporate and commercial law, as well as regulation and legislation in our market, places us in an ideal position to meet your requirements.

In our work, we focus on staying current with the commercial and legal environment in Zambia using knowledge from domestic and international resources. We also recognize and appreciate that dynamic development of business, requires a legal team that is able to provide effective solutions, based on experience in wide areas of law. Our commitment is to provide you the client with legal services in areas where we can demonstrate essential knowledge and experience.

In this Profile, we have provided a summary of some of our recent notable capabilities and a general overview of our Firm.

We do hope that this information will help you have an appreciation of our service offering and lead to us becoming your trusted legal advisor.

For further information, please do not hesitate to contact us.

Yours faithfully,



Michael M Mundashi, S.C.

Managing Partner

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Partners

We are currently one of the largest law firms in Zambia with 5 Partners, a total of 15 qualified practitioners, 12 lawyers and a devoted team of 18 support staff, each of whom are qualified and specialized.



Mutila Mulenga
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and Company Secretarial**
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About Us

MMLP is one of the leading and highly regarded corporate and commercial law firms in Zambia with over 23 years of market presence. MMLP has over the years become a firm of choice for the corporate world and a link to the Zambian market for several multinational corporate entities across the African region and the World over.

MMLP has earned its status in the market by providing quality and value for money legal services in various areas of the practice, including various commercial cross-border transactions as well as complex litigation and arbitration matters, which have distinguished it from most firms in the legal industry in Zambia. The Firm's capabilities in terms of resource, experience, market presence and its longevity; allows for access to strategic alliances that enable a high rate of success in meeting the objectives of its diverse clientele.

As one of Zambia's most sophisticated full-service corporate law firms, MMLP operates through four broad departments under which specific practice areas fall and teams are constituted based on the expertise of our personnel. These departments are:

Department	Our Practice Areas include
Corporate, Finance and Commercial Transactions	Project Financing, ESG Financing, Banking and Finance, Corporate Advisory, Financial Regulations, Insurance, TMT, Mergers and Acquisitions, Corporate Restructuring, Public Procurement, Capital markets, Energy, and Mining.
Dispute Resolution	Litigation, Arbitration, Mediation, Industrial and Labour Relations Dispute, Tax Disputes, Competition Disputes, Mining Dispute, Capital Markets Disputes, Employment, Pensions, and Debt Recovery.
Tax and Regulatory Compliance	General Corporate Tax Advisory and Structuring, General Tax Regulation and Compliance, Transfer Pricing, Competition Regulatory Compliance, Data Protection, and ESG.
Real Estate and Company Secretarial	Conveyancing, Intellectual Property, Immigration, Real Estate and Construction

Our interconnected practice area approach enables us to be strong across all the key industry sectors including finance, telecommunications, mining, energy etc.

Why Us?

We are passionate and committed, as a team, to upholding our reputation for exceptional legal services rendered with excellence, tenacity, and adaptability. Our team has several years of experience from dealing with complex legal matters, which positions us well enough to assist clients navigate the country's commercial as well as dynamic legal landscape. Our profound understanding of the market and various industry sectors enables us to offer practical and innovative solutions to the most intricate legal questions.

We also appreciate the fact that to run a successful business in today's competitive market, you need a legal partner who fully understands the importance of various key factors such as: (a) fast turnaround times; (b) cost-effective and practical solutions; (c) differentiation; and risk limitation.

Further and more importantly, it matters to us whether you achieve your business goals, and we will assist you to do so.



Our mission

Our mission is to ensure our clients are at ease when faced with legal questions or disputes while we handle their matters. We are dedicated to ensuring a client specific approach to problem solving, as we deliver creative and innovative legal representation in a timely manner and at a competitive cost. As a firm, we are committed to understanding our client's concerns and needs, which enables us to customize each of their solutions as they relate to the market and various industry sectors.

Our vision

To maintain our position as one of Zambia's sophisticated, full-service law firms by efficiently delivering high-quality legal services and value to our clients. To be the leading, reliable, and efficient law practice across Africa and beyond, known for our client specific approach to solving legal problems.

Our values

To achieve our aspirations, our Firm's business approach is anchored on the following principles:

Client Focus:

We fully understand our client's requirements, challenges, objectives, and goals and how to maximize the value of our services to our clients, including safeguarding the confidentiality of their information.

Excellence:

We relentlessly pursue delivery of outstanding results in everything we do.

Integrity:

We are honest, trustworthy, respectful, and ethical in our actions. We honour our commitments and are accountable for our actions, successes, and failures.

Intellectual Rigor:

We are meticulous in our attention to detail to extract larger meaning from data and information, which is a doorway to innovation, objective evaluation and decision making.

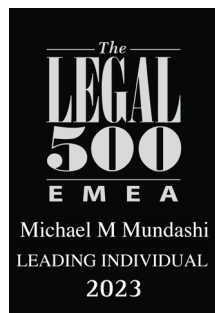
Collaboration:

We seek, share and respect diverse perspectives and therefore function as a team with our colleagues, clients, and third-party providers. This involves openly communicating all relevant information consistently and constructively.

Excellence – Our Rankings



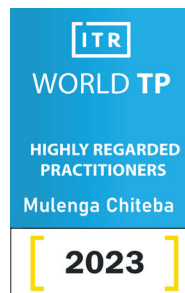
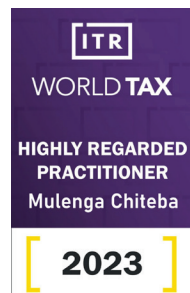
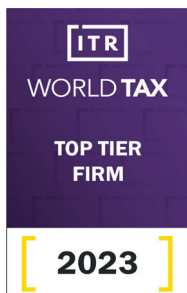
Chambers Global Guide has over the years consistently ranked MMLP as one of the Leading Firms in Zambia with respect to General Business Law.



The Legal500 – EMEA Guide consistently ranks MMLP as one of the Leading Firms in Zambia.



IFLR1000 – EMEA Guide consistently ranks MMLP as one of the Leading Law Firms in Zambia with respect to Financial and Corporate and Project Development.



ITR World Tax – EMEA consistently ranks MMLP as one of the Leading Firms in Zambia.



Testimonials – What Others Say About MMLP

“a good firm” that offers wide-reaching expertise in tax, finance, competition, and insurance. The firm has a highly regarded dispute resolution team, with additional capacity to handle corporate transactions.”

Chambers Global 2020

“They are strong and very well perceived.”

Chambers Global 2021

Clients describe the firm as “well respected and very knowledgeable,” and state that the firm “inspires confidence.”

Chambers Global 2022

“Mulenga Mundashi Legal Practitioners have the advantage of understanding current trends and delivering a service that ensures as a client we are always fully confident they will cope with all manner of complex issues.”

Chambers Global 2023

“Service levels are excellent - the team goes the extra mile.”

Chambers Global 2023

“They are very responsive and attentive to ensuring their clients are well updated regarding the case being handled on their behalf by the firm.”

Chambers Global 2023

Banking and Finance

“MMLP were very responsive. MMLP were very knowledgeable and clear in the advice they provided.”

“Efficient, Good communication.”

IFLR1000 2022

“Good local knowledge of legislation and policy in Zambia and its application. Well known, experienced team. Professional, respected, strong lawyers, with a thorough understanding of the law and its application.

Good responsiveness.”

Legal500 2022

“I found the team to be very professional. They respond promptly to queries. They understand the law. Prior to engaging on an assignment, they advise on the chances of success or not of a particular case. This avoids a goose chase kind of litigation and therefore can save the client unnecessary costs. This illustrates that they put the clients’ interest ahead of money.”

Legal500 2022

“The turnaround time and level of professionalism are unmatched.”

Legal500 2022

'The team at Mulenga Mundashi are exceptional in their turnaround time and always go the extra mile.'

Legal500 2023

'Chipili Salati is approachable and consistently attends to client queries with professionalism.'

Legal500 2023

'The Mulenga Mundashi Legal Practitioners team provides a highly efficient and organised service, with partners providing the necessary leadership and stewardship on critical legal decisions.'

Legal500 2023

'The MMLP team have helped us in tough and difficult situations. In particular, I would commend Mr Chipili Salati for what he has done for us as our lead contact with the law firm.'

Legal500 2023

'The team is experienced and very responsive. They have a thorough understanding of Zambian law and particularly how it applies to the mining sector.'

Legal500 2023

'Excellent advice and opinions with a very good turn around. Chipili Salati is the point of contact for my company. He is brilliant, always available and super responsive. He has helped take a lot of burden off management and is instrumental in the turn-around of the company.'

Legal500 2023

'I have enjoyed working with this firm, they are prompt in attending to instructions and comply with good governance. They have specialised and professional legal knowledge that is useful internationally.'

Legal500 2023

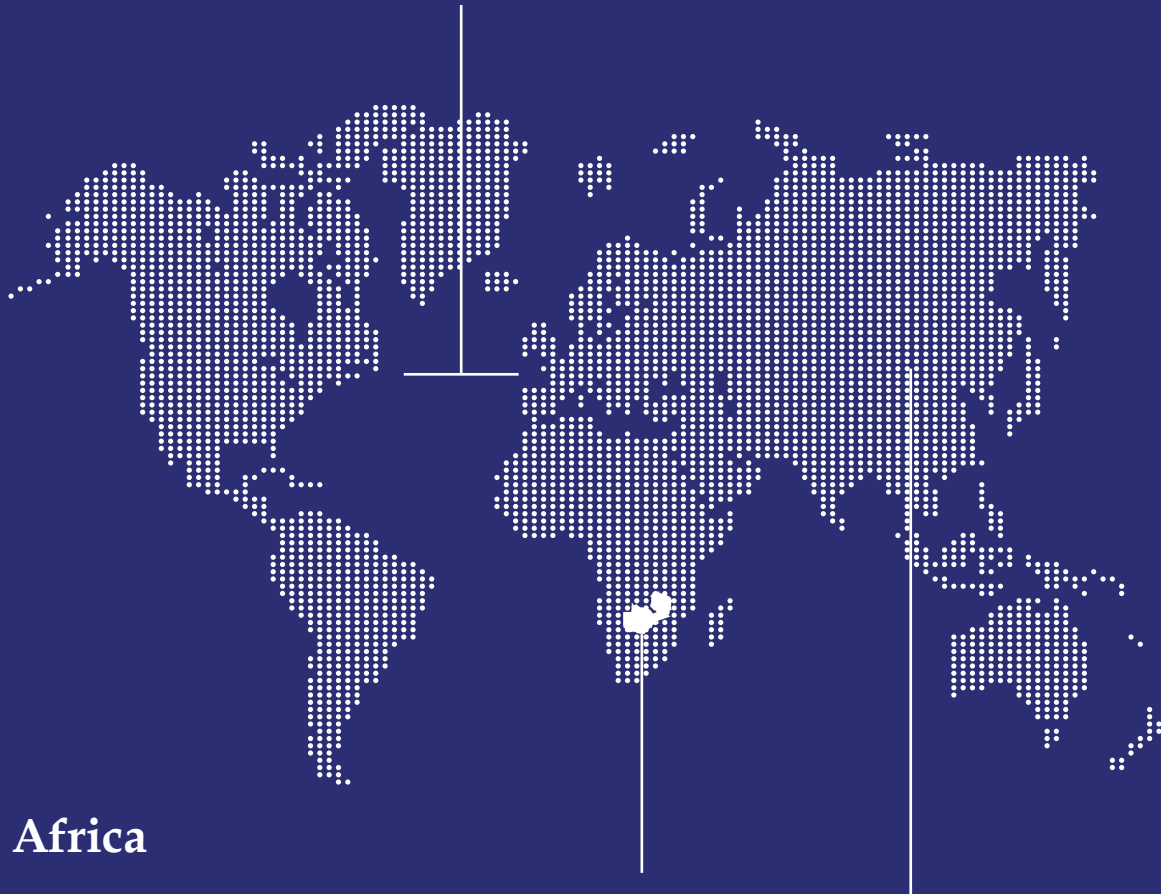
'The individuals I work with include Michael Mundashi, and David Chakoleka. They are thorough and professionally address matters to assist the client.'

Legal500 2023

Geographical Strength

Europe and North America

In the United Kingdom, France, and Italy and continues to have an ad hoc working relationship through blue chip law firms such as Steptoe & Johnson LLP, Paul Hastings (Europe) LLP, Clyde & Co LLP, Robinson Bradshaw, Clifford Chance LLP, Latham & Watkins, Gowling WLG, K&L Gates LLP, Slaughter and May, White & Case, Linklaters, and Norton Rose Fulbright.



Africa

In Africa, MMLP has worked in collaboration and has continued to have an ad hoc working relationship with the following law firms ENSAfrica in South Africa, Webber Wentzel South Africa, Bowman Gilfillan South Africa, Dube, Landmark Advocates Rwanda, Manikai & Hwacha Legal Practitioners in Zimbabwe, Clyde & Co in Kenya, De Kler Horn, and Coetzee Incorporated in Namibia, ENSAfrica in Uganda.

Asia

In the Peoples Republic of China, MMLP has worked in collaboration and continues to have an ad hoc working relationship with the following law firms Clifford Chance LLP, DLA Piper Hong Kong, De Heng law firm, Linklaters China, Mayer Brown Hong Kong, Jingtian & Gongcheng Beijing, King & Wood Mallesons Beijing and Beijing Rainmaker Law Firm.



Capabilities and Credentials

MMLP has over the years accumulated an all-embracing experience in various practice areas some of which have been outlined on page 3 of this Profile across diverse industry sectors. Our personnel are well equipped to advise local and international companies on an array of topics from relations to legislation and market practice. They are also highly skilled in dealing with all the Zambian regulators where necessary to ensure the successful conclusion of any transaction.

Below are some of our recent notable capabilities and credentials:



Banking and Finance

Description

Advised a syndicate of Lenders including The Standard Bank of South Africa Limited in the provision of **US\$306,000,000.00** to among others, Grit Real Estate Income Group Limited. A transaction which has been reported as one of the largest African sustainability linked deal by [Bloomberg](#).

Advised **Kobold Metals** as the acceding lender in connection to the **US\$93 million** facility to Lubambe Copper Mine Limited.

Advised the **Government of the Republic of Zambia**, acting through the Minister of Finance and National Planning in the issuance of Zambia's inaugural **US\$750,000,000.00 Eurobond** by various International Investors. A transaction which was widely reported by various media houses including [Reuters](#).

Advised **Bandwidth & Cloud Services Group Holdings Limited** in connection with the **US\$18,000,000.00** facility availed to BCS Group by **European Investment Bank**.

Advised **Alliance One International** in connection to **US\$40,000,000.00** loan facility by the **Trade Development Bank**.

Advised **Bandwidth & Cloud Services Group Holdings Limited** in connection with the **US\$12,000,000.00** facility availed to BCS Group by **Finnish Fund for Industrial Cooperation Limited**.

Advised **The Standard Bank of South Africa Limited** in connection with the **US\$16,405,125.00** senior secured loan facility to **Zambian Property Holdings Limited**.

Advised **Bandwidth & Cloud Services Group Holdings Limited** in connection with the **US\$14,000,000.00** facility availed to BCS Group by **Cordiant Emerging Loan Fund IV, a sub-fund of Cordiant Capital Funds**, acting through its manager **Cordiant Luxembourg S.A.** and **Allianz EM Loans S.C.S.**, acting through its manager **Cordiant Luxembourg S.A.**

Advised **Jumo World Limited**, a mobile financial services platform for mobile network operators and banks, in connection with the **US\$30 Million** Term Loan Facility from **GemCorp Capital LLP**.

Advised **China Import and Export Bank** in the provision of the **US\$79,982,494.00** term loan facility that was availed to the Ministry of Water Development Sanitation and Environmental Protection, to undertake the construction of power substations to the new facilities at the Kafue Bulk Water Supply Project in the implementing of water supply improvement initiatives to construct two power substations and other additional works.

Advised **Barclays Capital** and **European Investment Bank** in connection to a **US\$ 60,000,000.00** to Albidon Limited lending transaction for the **Munali Nickel Project**.

Advised the **International Development Corporation** in relation to a **US\$10,000,000.00** loan facility to Luri Gold Mines Limited



Mining and Environment Description

Advised **First Quantum Minerals Limited** in connection to what has now become known as the ZCCM-IH Royalty Transaction. A transaction which was announced by ZCCM-IH on the [Lusaka Stock Exchange](#) and reported by the [ZNBC](#).

Advising **Kobold Metals** in connection with **US\$150 million** investment for the development of Mingomba Mining Project to a world class mining company. A project which was announced by the President of the Republic of Zambia and reported by [Reuters](#).

Advised **Teck Resources Limited** in connection with potential exploration opportunities in Zambia and advised on the legal framework in respect of mining and environmental law in Zambia.

Advised **First Quantum Minerals Limited** in connection to the ground-breaking amalgamation between Kiwara Resources Zambia Limited and Kalumbila Minerals Limited, including whether the transaction would trigger ministerial consent in terms of provisions of the Mines and Mineral Development Act.

Advised **Zamare Minerals Plc** in connection with the acquisition of the large-scale exploration licence from Insignia Corporation Limited, including licence compliances with all mining and environmental regulatory requirements under the Mines and Minerals Development Act and Environmental Management Act.

Advised **Zamare Minerals Plc** regarding the ESG due diligence (including whether licence compliances with all mining and environmental regulatory requirements under the Mines and Minerals Development Act and Environmental Management Act) against its subsidiaries in Zambia, Zamare Minerals Zambia Limited and Kalene Minerals Zambia Limited.

Advised **Vedanta Resources Holdings Limited** on various mining and environmental aspects of their operation at Konkola Copper Mines Plc in Zambia, including advising on a potential ESG due diligence against Konkola Copper Mines Plc.

Advised **Arc Minerals Limited** in relation to a potential Copper-Cobalt project located in the North-Western province of Zambia.

Advisors to **Mabiza Resources Limited** trading as **Munali Nickle Mine** on all mining and environmental regulatory aspects from a Zambian law perspective.

Advised **China Nonferrous Metal Industry's Foreign Engineering and Construction Co., Limited** in relation to the ESG due diligence (including whether licence compliances with all mining and environmental regulatory requirements under the Mines and Minerals Development Act and Environmental Management Act) against all its five subsidiaries in Zambia.



Energy Projects

Description

Advised the **Industrial and Commercial Bank of China** with respect to the **US\$36,840,000.00** term loan facility and **US\$35,250,000.00** term loan facility availed to ZESCO Limited to be utilised for the engineering, design, supply, installation, construction, testing and commissioning of the Chipata-Lundazi-Chama 132KV transmission project LOT 1; 85KM of Chipata West- Mwasemphangwe **132KV line, 90 KM of Mwasemphangwe- Lundazi 132KV Line, 40 KM of Lundazi- Engichikeni 132 KV line and 90 KM of Egichikeni – Chama 132KV**; and to be utilised for the rehabilitation and uprating on EPC basis, **the ten (10) megawatt Musonda Falls Small Hydro Power Station.**

Advised **China Import and Export Bank** in the provision of the **US\$114,000,000.00** term loan facility availed to ZESCO limited, to be utilised for the engineering, design, supply, installation, construction, testing and commissioning of the payment obligations under the engineering, procurement, and construction Contract with China Jiangxi Corporation for International Economic and Technical Cooperation, in relation to a **330 KV power transmission and transformation project of the ZESCO.**

Acted as security agents for a syndicate of lenders comprising among others, Dutch Development Bank FMO, the African Development Bank, Development Bank of Southern Africa and Proparco on the **US\$142,000,000.00** financing of the construction, operation, and maintenance of a **120 MW Independent Power Plant Project** in Itezhi-Tehzi Zambia, by the Itezhi-Tezhi Power Company Limited.

Advisers to **Enel Green Power S.p.A** in connection with the due diligence that was conducted on Ngonye Power Company Limited, which is a Special Purpose Vehicle (“SPV”) that was established as a solar photovoltaic electric power generation plant in Lusaka to design, construct, finance, operate and maintain the solar photovoltaic electrical generation plant, that will involve various development activities with an approximate expenditure of **US\$43,400,000.00**, for a **34MW/52Ha Solar Plant Ngonye Project**. Enel Green Power S.p.A. is an Italian multinational renewable energy corporation, headquartered in Rome.

Advised **German Water LCC** and **Africa Greentec Limited** in connection with potential **Solar Energy Projects** in Lusaka Zambia for the purposes of generating electricity and supply to ZESCO Limited over a period of time.

Advised **Sybac Solar Polska Sp. Z.o.o** and **Africa Greentec Limited** in respect of the joint venture in connection to the **Ngwerere and Chongwe Solar Parks with projected generation of 30MWp and 20MWp of power.**

Advised **North-Western Energy Company Limited (“NW Energy”)** in relation to the decision of the Energy Regulations Board (“ERB”) to reduce the tariff charged by NW Energy to its customers from 9.5 cents/kwh, to 6 cents/kwh, ostensibly for the reason that the tariff charge of 9.5 cents/kwh, was a tariff increase without approval from ERB; due to procedure; and contrary to the provisions of the licence issued by ERB to NW Energy; and the Electricity Act, as read with the Energy Regulation Act.



Litigation & Arbitration

Description

<p>Representing Vedanta Holdings Resources Limited in relation to various litigation matters in the High Court, the Court of Appeal, and the Supreme Court against ZCCM Investment Holdings Plc over the liquidation of Konkola Copper Mines Plc. Vedanta has invested about US\$3 billion in Konkola Copper Mines.</p>
<p>Represented Stanbic Bank Zambia Limited in relation to a dispute with Trade Kings Limited in the High Court involving the breach of forward exchange contract valued at US\$ 4.8 million, representing the first-ever derivatives litigation in the Zambian jurisprudence.</p>
<p>Representing Bharti Airtel Zambia Holdings BV and Airtel Networks Zambia Plc in the Court of Appeal against some minority shareholders in connection with the acquisition of Zain.</p>
<p>Representing SA Airlink (PTY) Limited in relation to an arbitral award for a claim in a sum of US\$2,268,573.98 by Zambia Skyways Limited and Five Others against SA Airlink.</p>
<p>Represented Madison General Insurance Company Limited in relation to insurance claims by Avril Cornhill and Michael Kakoma, a matter which went all the way to the Supreme Court.</p>
<p>Represented African Life Financial Services Limited in the Supreme Court against the Zambia Revenue Authority in relation to a claim for a tax relief in terms of the provisions of the Income Tax Act.</p>
<p>Represented Madison Investment, Property and Advisory Company Limited in the Supreme Court regarding the concept of separate legal personality.</p>
<p>Represented First Quantum Finance Limited directors against ZCCM Investment Holdings Plc's claim for a derivative action from the High Court to the Supreme Court.</p>
<p>Acted as Counsel before the International Court of Arbitration of the International Chamber of Commerce in a claim by Hotellier Limited against the Trade Development Bank.</p>
<p>Represent Vedanta Resources Holdings Limited in the international arbitration against ZCCM Investment Holdings Plc over the liquidation of Konkola Copper Mines Plc.</p>
<p>Represented the Government of the Republic of Zambia in an international arbitration before the Permanent Court of Arbitration.</p>

Debt Recoveries and Restructuring

Description

Advisors to **China Energy Engineering Group Hunan Electric Power Design Institute Company Limited ("China Energy")**, a state-owned limited liability company in which the State has a controlling stake and incorporated in the People's Republic of China, in relation to the **EPC Contract** between China Energy and The Government of the Republic of Zambia, acting through the Ministry of Higher Education (the "**Government**"), for the design and construction of FTJ Chiluba University Project valued at **US\$225,000,000.00**. Our advice was anchored on various aspects including whether China Energy could pursue the Government for breach of the EPC Contract, damages, and the extent of sovereignty from a Zambian law perspective.

Advised **Sahara Energy Resources DMCC ("Sahara Energy")**, a private limited company that was established in 2010 in Dubai, United Arab Emirates, in relation to potential claims for the supply and deliveries of crude oil arising from three sale agreements entered into all valued at **US\$887,047,135.98**.

Advised **Missionpharma A/S**, a company incorporated under the laws of Denmark and having its principal place of business at Vassingerodvej 9, DK-3540 Lyngbe, Denmark, in relation to the supply and delivery of 90,000 Health Centre Kits and services with the Government of the Republic of Zambia, acting through the Ministry of Health (the "**Government**"), the supply contract value was at **US\$40,968,000.00** (the "**Supply Contract**"). Our role was to advise Missionpharma on the best approach to recover the sum of **US\$12.5 million** from the Government as the Government had breached the terms of the Supply Contract.

Advised **Raubex Construction Zambia Limited**, in relation to the EPC Contracts for the upgrade to bituminous standard an approximately 94KM of the Samfwa Road to Chinsali and the upgrade of an approximately 117KM of the Mpika-Nabwalya-Mfuwe Road for the recovery of the sum of **ZMW254,948,270.00** (about **US\$13,844,597.88** at the prevailing rate) against the **Road Development Agency** and the **National Road Fund Agency**. We successfully represented Raubex in the High Court and the matter was settled.

Advised **Advanced African Solutions Limited ("ADAS")** in relation to the breach of the US\$ 97 million Supply and Installation Agreement by the Food Reserve Agency and the Ministry of Finance. Our role was to advise ADAS on how best to recover the outstanding amounts according to the contract based on the breaches by the Government.

Advised **Mabiza Resources Limited trading as Munali Nickle Mine** in respect of the **-/+ US\$18,000,000.00** debt restructuring with its various creditors.



Corporate Advisory & Mergers and Acquisition

Description

<p>Advisors to Emerald Bay Limited trading as Betway on various corporate law aspects for their operations in Zambia including competition, licensing renewals, money laundering reporting officer requirements etc.</p>
<p>Advisors to Entain Plc and GVC (Impala) Limited on various aspects of the Companies Act, licensing requirements on betting and gaming, drafting constitution documents, and incorporation of its subsidiary in Zambia.</p>
<p>Advised Ancestry Ireland Unlimited Company on all the legal and regulatory implications of selling its direct-to-consumer Ancestry DNA kits in Zambia relating to various aspects of the regulatory and operational environment of Ancestry DNA kits in Zambia.</p>
<p>Advised Kobold Metals in connection with its potential investment in Lubambe Copper Mines Limited (“LCML”), potential acquisition of LCML and conducting a legal due diligence on LCML.</p>
<p>Advised First Quantum Minerals Limited on whether ZCCM Investment Holdings Plc’s restructuring from a dividend model to a royalty model in Kansanshi Mining Plc, is tenable in terms of the provisions of the Companies Act and whether such a transaction would constitute a merger transaction in terms of the provisions of the Competition and Consumer Protection Act.</p>
<p>Advising ALCF I Investment II Proprietary Limited, on the Zambian competition law aspects in connection with the BWP250,000,000.00 acquisition of 37.62 percent stake in FSG Limited, a transaction which has since been reported by Sunday Standard Reporter.</p>
<p>Advised Reunert Limited in connection with the US\$9million acquisition of a majority stake in Metal Fabricators of Zambia PLC (ZAMEFA), a company listed on the Lusaka Stock Exchange, from General Cable Corporation and advising on the mandatory offer process triggered because of the acquisition.</p>
<p>Advised Massmart International Holdings Limited on the recapitalization of the Massmart Companies in Zambia</p>
<p>Advised Massmart International Holdings Limited in respect of its intra-group restructuring and transfer of shares in Builders Warehouse Zambia Limited.</p>
<p>Advised Allied Electronics Corporation Limited on the deregistration process of its subsidiary in Zambia, Altron Technologies Zambia Limited.</p>
<p>Advised CFAO Motors Limited regarding the restructuring process of CFAO Group of Companies in Zambia and whether amalgamation is also option available to CFAO in terms of the provisions of the Companies Act.</p>



Financial Services Regulations and Capital Markets

Description

<p>Advising American Express Company, in connection with an independent operator agreement with a Zambian Bank to grant a license to acquire American Express card transactions from merchants that are strictly located in Zambia and whether the same would trigger any regulatory requirements to be complied with by American Express from a Zambian financial and competition law and regulations.</p>
<p>Advised Transamerica Life (Bermuda) Limited ("TLB") on whether offering life insurance products through the Generic Model and/or Fly to Buy Model would trigger any regulatory requirements for TLB in terms of the Insurance Act.</p>
<p>Advised MoneyGram International on the legal framework on cryptocurrency in Zambia vis-à-vis US\$ Coin</p>
<p>Advised Mastercard Inc. on whether rolling of the following products in Zambia would trigger any regulatory requirements for Mastercard to comply with under the Banking and Financial Services Act; National Payment Systems Act; Bank of Zambia Electronic Money Directives etc: Community Commerce, Kupaa, Mastercard Farmers Network, Inclusive ID, and Mastercard Aid.</p>
<p>Advised Visa Inc. in connection with its Visa B2B Connect services and whether the same would trigger any regulatory requirements for Visa to comply with under the Banking and Financial Services Act; National Payment Systems Act; Bank of Zambia Electronic Money Directives etc.</p>
<p>Advised Mastercard Inc., in relation to the Pay & Get Rewards and whether the same would trigger any regulatory requirements for Mastercard to comply with under the Banking and Financial Services Act; National Payment Systems Act; Bank of Zambia Electronic Money Directives etc.</p>
<p>Advised the Bank of Zambia on whether the Emoluments Commission established under Article 232 of the Constitution (Amendment) Act No. 2 of 2016 can determine the emoluments of the Governor, the Deputy-Governor, and the staff of the Bank of Zambia.</p>
<p>Advised First Quantum Minerals Limited in connection with the cancellation of the Zambia Depository Receipts Programme at the Securities and Exchange Commission and the Lusaka Stock Exchange.</p>
<p>Advised Standard Chartered Bank Zambia Plc in connection with the potential International Finance Corporation relating to the ZMW200,000,000.00 Medium Term Note issue by a leading Zambian micro financing institution, onto the Zambian stock market through the Lusaka Stock Exchange.</p>



Tax

Description

<p>Advised Kalumbila Minerals Limited, a subsidiary of First Quantum Minerals ("FQM") Limited, one of the largest mines in Zambia, in relation to the US\$7.6 billion tax assessments by the Zambia Revenue Authority and challenging the same.</p>
<p>Advisors to CEVA Logistics Limited in relation to the alleged forty-one (41) outstanding removals in bond (the "41 RIBs") entries by the Zambia Revenue Authority in the sum of ZMW9,000,000.00.</p>
<p>Advisors to Centre for International Private Enterprise in relation to the Customs and Excise (Customs Clearing Agents) (Management) Regulations, 2022. Currently, Zambia does not have any regulations which govern the licensing and management of clearing agents as the previous Act was repealed. Our firm has been working with the Center of International Private Enterprise to facilitate discussions with the Zambia Revenue Authority and Ministry of Finance for the purpose of including provisions in the Customs and Excise (Customs Clearing Agents) (Management) Regulations, 2022, that comply with international standards.</p>
<p>Advised First Quantum Minerals Limited, UK in relation to any tax implication from a Zambian law perspective regarding the re-domiciliation of Black Bark Investments Limited, a company under the laws of the British Virgin Islands, via the Grand Duchy of Luxembourg, to the Netherlands and ultimately Black Bark was to become a private company with limited liability (besloten vennootschap met beperkte aansprakelijkheid) under the laws of the Netherlands.</p>
<p>Advised Liebherr Zambia Limited, a subsidiary of Liebherr Limited, in relation to a transfer pricing audit assessment by the Zambia Revenue Authority.</p>
<p>Advised Emerald Bay Limited trading as Betway and BetBio Zambia Limited trading as BetPawa Zambia in the process of lobbying the Government of the Republic of Zambia on the amendment to the Income Tax Act to clarify the position on Withholding Tax on winnings, which applies to online casinos. This is one of the new amendments in the Income Tax (Amendment) Act, No. 43 of 2021.</p>
<p>Advised Sinohydro Limited ("Sinohydro"), which is a China-State owned construction company that was awarded the EPC contract for the Kafue Gorge Dam and Hydroelectric Power Plant. The project is expected to produce about 750 MW of power once completed. We provided Sinohydro with legal advice regarding tax aspects of the project from a Zambian law perspective. This full implementation of the project is expected to fetch a total investment of US\$2 billion.</p>
<p>Advised Span International Limited on whether the scratch cards gaming business would trigger any taxes from a Zambian law perspective.</p>
<p>Advised Professional Insurance Corporation (Z) Limited in respect of the VAT assessment allegedly chargeable on sale of salvage motor vehicles by it between 2008 and 2010 which was at the total sum of ZMW240,047.57 vis-à-vis Regulation 3 of the Exemption Order.</p>



Real Estate and Construction

Description

<p>Advised First Quantum Mining and Operations Limited and First Quantum Minerals Limited, UK in relation to the legal opinion on the conveyance of various properties for a maximum aggregate amount of US\$37,677,253.00 from Kansanshi Mining Plc to Kabitaka Housing Development Corporation Limited. In undertaking this instruction, we were required to provide advice on general compliance with respect to the intended transaction such as the provisions of the Public Roads Act, the Urban and Regional Planning Act, the Lands Survey Act, the Lands Act, and the Competition and Consumer Protection Act and the attendant regulations to these legislations and more.</p>
<p>Advisors to Kobold Metals in relation to the transfer of various agricultural properties situated in Chililabombwe Province and collectively valued at approximately US\$1,000,000.00, from Lubambe Copper Mines Limited to Mingomba Mining Limited, in connection with an Investment Agreement valued at US\$150,000,000.00.</p>
<p>Advisors to Standard Chartered Bank Zambia PLC in connection with the registration of various charges at the Ministry of Lands and PACRA from time to time, including the complex registration of debentures over the assets of Bwana Mukubwa Mining Limited, in connection with a Facility Agreement to secure a mortgaged sum of US\$30,000,000.00.</p>
<p>Advised Standard Chartered Bank Zambia Plc in relation to the sale of a commercial property situated in Lusaka Province worth US\$4,000,000.00.</p>
<p>Advised Unilever South-East Africa Limited in relation to the sale of a commercial property situated in Lusaka Province to Aquaguard Limited worth US\$1,315,000.00.</p>
<p>Advised a client in relation to the purchase of a commercial property situated in Lusaka Province from Saturnia Regna Pension Fund – Registered Trustees worth US\$1,100,000.00.</p>
<p>Advised a client in relation to the sale of a commercial property situated in Lusaka Province to Sonergy Diagnostics Limited worth US\$330,000.00.</p>
<p>Advised a client in relation to the sale of an agricultural property to Bayer Limited situated in Kabwe Province worth US\$187,000.00.</p>
<p>Advised a client in relation to the sale of a residential property to Dehas Manufacturing Company Limited situated in Lusaka Province worth US\$180,000.00.</p>
<p>Advisors to Thebe Investments Limited in connection with potential Solar Energy Projects that relates to the Nkwashi Estate, a mixed-use development situated in Lusaka Province with over 8,400 planned residential plots.</p>

<p>Advised a client in relation to the purchase of a residential property in Bonanza Estates, a gated community golf estate with 5-acre residential plots situated in Lusaka Province, worth US\$185,000.00.</p>
<p>Advised two clients in relation to the purchase of residential properties in Roma Park, a 120-hectare gated residential community situated in Lusaka Province, worth US\$210,000.00, and US\$90,000.00, respectively.</p>
<p>Advised a client in relation to the sale of a residential property situated in Lusaka Province worth at US\$235,000.00.</p>
<p>Advised a client in relation to the sale of a residential property to Harvest Group of Companies Limited situated in Lusaka Province worth ZMW5,400,000.00.</p>
<p>Advised a client in relation to the purchase of residential properties situated in Lusaka Province collectively worth ZMW3,600,000.00.</p>
<p>Advised ALS Capital Limited in relation to the sale of a mortgaged commercial property situated in Kitwe Province worth ZMW3,400,000.00.</p>
<p>Advised a client on the conversion of 1582-hectares of traditional land situated in Chitambo District in Central Province, from customary tenure to statutory tenure, for purposes of obtaining title deeds from the Ministry of Lands.</p>
<p>Advised a foreign client and assisted the client to obtain a ZDA Investors Permit (required to acquire land in Zambia as a foreign national) in relation to the acquisition of various properties situated in Lusaka Province collectively worth approximately US\$200,000.00.</p>



Pensions, Employment, and Industrial Relations

Description

<p>Advisors to Local Authorities Superannuation Fund on the former employees' claims for payments of pension vis-à-vis the provisions of the Local Authorities Superannuation Fund Act.</p>
<p>Advised First National Bank Limited on whether its former employee's claim for wrongful and unfair dismissal had any merit. This matter ultimately went to the High Court and was successfully defended by the bank.</p>
<p>Advised Prudential Pensions Management Zambia Limited in relation to the FQM Zambia Staff Pension Scheme and training the FQM Board of Trustees on various matters including laws regulating pension Schemes; powers and duties of Trustees; Trustees liability at law; Board of Trustees good corporate governance; and Key SEC provisions for the Trustees attention.</p>
<p>Advised First Quantum Mining and Operations Limited in relation to all documents for the FQM Zambia Staff Pension Scheme from a Zambian law perspective.</p>
<p>Advised Mabiza Resources Limited trading as Munali Nickle Mines on the procedure regarding redundancy from a Zambian law perspective and implementing the process accordingly.</p>
<p>Advised Foschini Retail Group (Pty) Limited on whether an employee who has died whilst in service, is eligible for severance pay as well as the survivor's benefit in terms of the provisions of the National Pensions Scheme Act.</p>
<p>Advised South African Airways Limited on the closure of Outstation retrenchment process in Zambia.</p>
<p>Advised Makarenge Electrical Industries (Pty) Limited trading as WILEC on various aspects of employment law including drafting the secondment agreement.</p>
<p>Advised Solar23 GmbH on various issues of employment law including whether its General Manager is entitled to claim gratuity from a Zambian law perspective.</p>
<p>Advised First Quantum Mining and Operations Limited in connection to a class action by its former employees regarding payment of terminal benefits and whether such claims have any merit from a Zambian law perspective.</p>



Competition Description

Advised Lactalis Zambia Limited on conduct likely to result in the prevention, restriction, or distortion of competition vis-à-vis the fixing the purchase price in terms of the Competition and Consumer Protection Act No. 24 of 2010.
Advised Game Stores Zambia Limited on unfair trading practices in terms of the Competition and Consumer Protection Act No. 24 of 2010.
Advised Insurers Association of Zambia on business practices deemed anti-competitive in terms of the Competition and Consumer Protection Act No. 24 of 2010.
Advised Professional Insurance Corporation Zambia Plc on business practices deemed by the CCPC to be anti-competitive in breach of the Competition and Consumer Protection Act No. 24 of 2010.
Advised First Quantum Minerals Limited on whether the ZCCM-IH Royalty Transaction constitutes a merger transaction in terms of the Competition and Consumer Protection Act, No. 24 of 2010.
Advised Nico Insurance Zambia Limited on business practices deemed by the CCPC to be anti-competitive in breach of the Competition and Consumer Protection Act No. 24 of 2010.
Advised American Express Company on restrictive agreements as envisaged under the Competition and Consumer Protection Act, No. 24 of 2010.
Advised Advantage Insurance Limited on business practices deemed by the CCPC to be anti-competitive in breach of the Competition and Consumer Protection Act No. 24 of 2010.
Advised Golden Lotus Insurance Company Limited on business practices deemed by the CCPC to be anti-competitive in breach of the Competition and Consumer Protection Act No. 24 of 2010.
Advised Veritas General Insurance Company Limited on business practices deemed by the CCPC to be anti-competitive in breach of the Competition and Consumer Protection Act No. 24 of 2010.



Technology, Media, and Telecommunications

Description

<p>Advised a client in respect of a Due Diligence Questionnaire for Cyber Defense Offerings in Zambia</p>
<p>Advised Hitachi Construction Machinery Co., Limited in respect of telematics data for its manufacturing system vis-à-vis the provisions of the Data Protection Act and the Electronic Communications and Transactions Act</p>
<p>Advised Zambia Sugar Plc in respect of the provisions of the Data Protection Act</p>
<p>Advised Alliance One International in respect of the provisions of the Data Protection Act.</p>
<p>Advisors to Bandwidth & Cloud Services Group Holdings Limited, a wholesale carrier providing Fiber Connectivity Solutions reaching an estimated 80million+ end users with a network coverage spanning over 80,000km+ of subsea, backbone and metro fiber across 15 countries in Eastern, Central and Southern Africa,</p>
<p>Advised Gilat Telecom Limited, an Israeli based company that offers satellite and fiber-based connectivity solutions, delivering high quality broadband communication to MNOs, telcos, ISPs, governments, enterprise customers, and organizations in Africa, Asia, and South America, in connection with the de-registration of its subsidiary, Gilat Telecom Zambia Limited, a company that was licensed to provide cloud and fixed broadband services across Zambia by the Zambia Information and Communications Technology Authority.</p>
<p>Advisors to ZTE Zambia Services Limited, a subsidiary of ZTE Corporation a global leader in telecommunications and information technology.</p>



Clientele

We have a wide range of clients both in the public and private sectors includes large, listed companies, multinational corporations, international agencies, state-owned enterprises, government departments and non-governmental organisations.

Our notable clients by key industries over the years include but are not limited to:

Energy, Mining, Infrastruc- ture and Commodities

Sahara Energy Resources DMCC, Kobold Metals, Teck Resources Limited, Zamare Minerals Plc, Vedanta Holdings Resources Limited, First Quantum Minerals Limited, Parmalat Zambia Limited, Puma Energy Zambia Limited, Barloworld Equipment Zambia Limited, Sino Hydro Corporation Limited, Raubex Construction Zambia Limited, Unilever South East Africa Zambia Limited, North Western Energy Corporation Limited, Alliance One Zambia Limited, Amatheon Agri Holding N.V, Thebe Investment Management, Cirrus Commodities Limited, and Chambishi Metals Plc.

Financial Institutions and Insurance

American Express Company, Transamerica Life (Bermuda) Limited, The Standard Bank of South Africa Limited, Visa Inc., Mastercard Inc., MoneyGram International Standard Chartered Bank Zambia Plc, Industrial and Commercial Bank of China, Zambia National Commercial Bank Plc, Bank of Zambia, China Import and Export Bank, Madison General Insurance Company Zambia Limited and Metropolitan Life Insurance Limited.

Technology, Media & Telecommunications, and Innovations

Huawei Technologies Co. Limited, Advanced African Solutions (Mauritius) Limited, Jumo World Limited, Master Card, Nascoop Innovations Limited, ZTE Zambia Service, Pay Now Zambia Limited, Reach Zambia Digital Limited, Direct Pay, Zambia Telecommunications Company Limited and Airtel Zambia Plc.

Life Science, Healthcare and NGOs

Ancestry Ireland Unlimited Company, Colgate Palmolive, Herbalife Life Zambia Limited, Missionpharma Zambia Limited, WaterAid Zambia Limited, Water and Sanitation for the Urban Poor Zambia Limited, AIDS Healthcare Foundation, ActionAid Zambia, and Premier Medical Corporation (Z) Ltd.

Transport, Logistics and Hospitality

Ceva Logistic Limited, Civil Aviation Authority, SA Airlink Proprietary Limited, Toyota Zambia Limited, Mercury Express Logistics Limited, Zambia Customs & Forwarding Agents Association, Tata Zambia Limited, Dehab Transport Limited, Savoy Hotel Limited, Taj Pamodzi Hotel Limited and Bet Way.

Fee Structure

Our fees are directly proportionate to the amount of time actually spent on our client's matters and the urgency with which the services are required. The amount of time spent will obviously depend on the complexity of the matters, the time spent consulting with you the client, and time spent on research, as well as the urgency and importance of the matters to you the client. In addition to our professional fees, our fee notes will show charges for reasonable disbursement necessarily incurred on your behalf in achieving the objective of these instructions.

The Firm's policy of billing its clients is favourable and is tailored to suit our client's needs. Our approach is both flexible and transparent and the funds are accounted for at the end of each assignment.

Limitations

Our proposed fee is exclusive of value-added tax (which we are obliged to charge at 16 percent), disbursements and any work of an unforeseen or out-of-scope nature.

MMLP
MULENGA MUNDASHI
LEGAL PRACTITIONERS

ADVOCATES, COMMISSIONERS FOR OATH
AND NOTARIES PUBLIC

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This Profile is intended to highlight our firm and provide general information and not to provide legal advice. If you have any questions, please speak to your usual contact. Mulenga Mundashi Legal Practitioners refers to the firm. 'Partner' refers to an individual who is a partner or member (or a consultant or employee with equivalent standing) in the firm.