



FIRM BROCHURE



A legacy firm with a fresh take on business.



Who we are

Oraro & Company Advocates is a top-tier full service Kenyan law firm. Our firm has a strong reputation in the areas of Dispute Resolution, Corporate & Commercial, Real Estate, Conveyancing & Securities, Intellectual Property and Tax. Established 39 years ago, by George Oraro SC (one of Kenya's top litigators), our firm (formerly known as Oraro & Rachier Advocates) offers clients on-the-ground insights and the strong business connections we have built locally, regionally and globally. We are recognised for our multi-specialised team; a top-choice for clients straddling various sectors (including energy, financial services and manufacturing).

Our firm is particularly known for its formidable dispute resolution team and work on some of Kenya's largest commercial transactions. We have great leadership, in fact on 11th December, 2012, his Excellency Hon. Mwai Kibaki, the then President of the Republic of Kenya, recognised George Oraro (the firm's Senior Partner) for his exemplary service to the legal and public service in Kenya and conferred upon him the rank and dignity of Senior Counsel.

Partners' Profile



George Oraro SC
Senior Partner
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George Oraro is one of Kenya's top litigators, with over 40 years of experience; Chambers Global and Legal 500 ranks George in the highest tier in dispute resolution - Band 1. He has handled numerous landmark disputes at national, regional and international levels.



25

Number of lawyers.

2006

The year our Senior Partner (George Oraro SC) and Managing Partner (Chacha Odera) were first ranked as leading lawyers in Chambers Global.

1977

Our year of establishment.

Foreword

One of my favourite Swahili proverbs is, "Mti hauendi ila kwa nyenzo," roughly translated it means that a log moves only with the proper tools. The saying is an accurate reflection of our current philosophy. We have recently bolstered our practice to provide broader expertise in areas such as intellectual property, real estate and tax. Why you ask? Well, it is no secret that Kenya as an economy is growing in unprecedented ways and so are Kenyan businesses. Being one of Kenya's oldest firms we are always evolving and growing our practice to ensure we not only provide our clients with great legal advice and representation but also great service too – this demands that we respond to these changes while remaining the great top-tier Kenyan firm we have been for close to 40 years for local and international clients. In short, we aim to provide our clients with the right tools to move their businesses forward. Always.

George Oraro SC | Senior Partner

"Litigation is a very strong area for Oraro & Company. They are very knowledgeable and well respected in this field".

Chambers Global, 2017.

Why Oraro & Company Advocates?

Our team includes some of Kenya's best legal minds

The firm is recognised by renowned leading legal directory, Chambers Global. George Oraro SC (Senior Partner), Chacha Odera (Managing Partner) and Walter Amoko (Partner) have been listed as leading lawyers in Dispute Resolution. In addition, our senior management team is well-recognised for its contribution to Kenyan jurisprudence (our lawyers worked on the most publicised Kenyan case in 2015, representing the Kenya National Union of Teachers (KNUT) one of Kenya's biggest

trade unions in a high profile pay dispute between Kenyan teachers and their employer – Teachers Service Commission (TSC)). We have also made significant contributions to Kenya's legal profession; the firm's Managing Partner Chacha Odera served in the Council of Legal Education (Kenya's legal education regulator) for 8 years. Another of our partners, Pamela Ager has also served as a lecturer at the well-respected University of Nairobi.

We are resilient, vibrant, hardworking and work in specialised teams

Anyone who has been to our offices can bear testament of how great our firm culture is; we work hard but work together. While our partners always have final oversight, we recognise experience and merit before age and assign tasks on who is best suited for the job, meaning you get a strong, competent and energetic team who are genuinely passionate about what they are doing – an unbeatable combination.

We have a long history as a firm and we continue to grow. One trademark component of our firm's DNA is our resilience, which means even when you have challenges in a project, you can count on us, as steadfast partners to walk with you through the good and the bad. This is why our clients are fiercely loyal to us and so are we, as we are not just their lawyers but their trusted advisors and we dare say, friends.

We are not just recognised locally but internationally too

Our senior partner, George Oraro SC has spoken at several events on commercial, tax and dispute topics. Another of our partners, Noella Lubano is recognised as an international arbitration expert and has spoken at various events, including the recent International Bar Association (IBA) event, held in Vienna, in October 2015. One of our younger lawyers, Cindy Oraro (Senior Associate) has

participated in several legal and business forums such as the Legal and Businesswomen for Africa - LABFA. LABFA is composed of senior professional women around the world who have one principal target: women empowerment, and in particular women empowerment in Africa. Cindy currently acts as a country representative within the network.

Though proudly "homegrown", our lawyers have trained in world-ranked institutions such as the Auckland University, Durham University, London School of Economics and Political Science, University of Bristol, University of Cape Town, University of Warwick among others. In addition, our lawyers have received international training and secondments hosted by many leading global practices.

Chacha Odera | Managing Partner

Partners' Profile



Chacha Odera
Managing Partner
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With 28 years of experience, Chacha is a recognised dispute resolution expert. His areas of specialisation include banking, construction, employment, arbitration and appellate practice.



Great lawyers who understand business, too

We have strong business and regulatory connections

Our corporate and commercial team was extensively involved in the drafting of Kenya's Capital Markets Regulations. We also advised the Nairobi Securities Exchange (NSE) and Capital Markets Authority (CMA) on the demutualisation of the NSE, as well as compliance with various statutory regimes

governing their respective operations. We have also advised a wide range of international and regional clients looking to enter the Kenyan market. More over, we have forged strong working relationships with several government agencies.

Partners' Profile



Pamella Ager

Partner

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As Head of the commercial and conveyancing teams, Pamella has been part of various Kenyan groundbreaking commercial transactions, for instance a flotation exercise by KCB, Kenya's biggest bank network-wise.

We have got you covered on tax issues, too

Led by our firm's Senior Partner, our tax team has acted for several local and international companies in tax-related matters. One of our key highlights is that we represented KRA in a judicial review matter

in which the applicant (a leading Kenyan tobacco company) was challenging a demand for payment of excise duty of KES 248 million (USD 2.48 million).

We are at the forefront of Kenya's commercial landscape

Our corporate and commercial team specialises in all aspects of transactional work such as banking and finance, capital markets, corporate finance, corporate regulatory work, energy law, mergers & acquisitions and project finance. We are a top-choice for clients spanning various sectors (including energy, financial services and manufacturing) due to our team's deep knowledge of their industries.

For instance, we acted in the Industrial & Commercial Development Corporation's secondary privatisation and rights issue. The state-owned company deals with development finance and investments. We also acted in the privatisation of Kenya Re-Insurance Corporation (a Kenya-based company that provides reinsurance services to insurance companies in Africa, Middle East and Asia).

Partners' Profile



Walter Amoko

Partner

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Walter heads the firm's commercial litigation team. A PPP, procurement and projects expert, Walter has acted in several landmark disputes and transactions. Chambers Global recognises Walter as a leading lawyer in the area of dispute resolution.

The Companies Act, 2015 and Insolvency Act, 2015 are amongst a suite of new laws intended to streamline business in Kenya, by making it easier for businesses to establish a presence and operate. At the stock market, the Kenyan government through the Finance Act, 2015 has recently amended the Income Tax Act (Cap. 470), so that any gain on transfer of shares listed on the NSE is not subjected to both capital gains tax and withholding tax. These legislative developments are further testament to the fact that Kenya is "ready" to do business with the rest of Africa and indeed, the world.

Pamella Ager | Partner

We are players in Kenya's emerging growth areas

World Bank has projected that the Kenyan economy will grow by approximately 6.6% in 2016. This assessment has been based on lower energy costs and major investment in infrastructure among other sectors. We are proud to say that we have played a role (albeit, a small one) in these statistics: we successfully acted for one of the bidders with respect to Lot 6, of the 10, 000 km Kenyan annuity road project, before the PPP Petition Committee (the second matter before the newly formed tribunal). We are also advising on the various aspects of a 2,000 km road project. Furthermore, Kenya is now the world's ninth largest producer of geothermal

energy and is moving ahead in developing its windpower resources; we are proud to say that we have experience in advising renewable energy developers on different transactional aspects. For instance, we have been advising the developer of a 250 MW onshore wind farm in Kenya which was in part financed by the forward sale of CDM credits. Financial services are another stronghold of ours, for instance, we assisted a team drafting asset-finance documents for Africa Export-Import Bank on the USD 2 billion pre-delivery and delivery financing for a leading African airline.

While most of our contemporaries are often divided between being good at either advisory matters or disputes, we are one of the few top-tier Kenyan firms that have expertise in both areas.

Walter Amoko | Partner



WALTER AMOKO

What drives us

We strongly believe in the mantra – people first. We are especially proud of the breadth and depth of the commercial relationships we have built over our journey. With us, clients get:

- Quality; not just any kind, but a superior one; we have very close working relationships within the firm and outside the firm, making our responses informed, people-driven and holistic too
- Integrity; our reputation and that of our clients is very important to us, so we always provide our services to the highest ethical standards
- Empathy combined with commercial awareness; we focus on client needs with a view to make sure that both long-term and short-term interests are noted as we perform our services. We do this in many ways including our firm newsletter: a quarterly

publication - Legal and Kenyan, in which we offer legal insights on various areas such as tax, land law and employment; Email legal alerts: these are briefings we give our clients on topical legal developments as they arise. We send these on a monthly basis as well as an ad hoc basis where we inform clients of new and time-sensitive legal developments; Sector Updates: these are mailshots we send to segments of clients interested in the respective sectors we serve on legal news in their industry; Partnerships: we hold events with other third parties, through strategic associations and often invite our clients to events, where we feel there is some convergence; short bespoke training seminars: especially for our clients and their teams on a diverse range of legal topics, on a need to basis

We care for our clients by sharing our on-the-ground knowledge through expert insights and regular legal updates.

John Mbaluto | Partner

Technology in and out of our practice

Outside of our practice

In common Kenyan speak, the word “digital” is used colloquially to mean a state of being modern and technologically apt. The phrase is further testament to the current pervasiveness of ICT technologies in Kenya; Kenyans have surprised many and arguably, themselves too, in their rapid uptake of technology. From the country’s increased mobile phone penetration rates to the much-hailed success of mobile money transfer services and the Kenyan public’s love for social media, the country has been

on the spotlight as an ICT hub. This is where our IP, IT and Telecommunications teams come in; some of our consolidated highlights in these areas include representing the Communications Authority of Kenya in challenging the constitutionality of some of the amendments introduced by the Media Act, 2013 and the Kenya Information Amendment Act, 2013. It is noteworthy to say that we support clients in these areas on both contentious and non-contentious matters.

Within the practice

To make sure that our lawyers work efficiently and bill accurately we have a high standard of

connectivity and we have invested in first-rate IT infrastructure systems.

We are proud to say that in our market we are one of the few who have been quick to embrace some of the world’s best legal software that integrates document management, project management and of course – matter management. On the latter, we use these e-systems to make sure that we manage key client milestones.

Noella Lubano | Partner

Partners’ Profile



John Mbaluto

Partner

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In his legal career, John has handled a wide variety of commercial disputes as well as constitutional disputes. He has been involved in many high-profile cases involving clients like breweries giant - East African Breweries Limited (**EABL**), KNUT and Standard Group Ltd which prints one of the largest Kenyan newspapers.

Partners’ Profile



Noella Lubano

Partner

noella@oraro.co.ke

Noella has experience handling litigation involving a wide range of topics including energy (oil and gas), public procurement, intellectual property, human rights, employment, environmental matters, shareholder disputes and the capital markets.

Our disputes heritage

We are proud of our heritage as a market leader in disputes, which began when our firm's Senior Partner George Oraro SC (one of Kenya's top litigators) started the firm in 1977. Over the years we have had the privilege to work on some of Kenya's biggest disputes. Case in point, in 2015 alone, we worked on some of the most high-profile cases in our jurisdiction including representing a real estate client in an appeal filed against them in Kenya's National Environment Tribunal where it was claimed that the area on which our client intended to construct a mixed-use development was ecologically sensitive (wetland, stream). This matter is important because it gave the tribunal opportunity to clarify law with respect to environmental protection vis-a-vis commercial developments in neighbourhoods as regards relevant evidence and standards of proof.

We also represented Dufry International AG, in a dispute relating to licensing of additional duty-free facilities at Kenya's Jomo Kenyatta International Airport and the biggest of them all - representing

KNUT in a prominent pay rise dispute with the teachers' employer - TSC. Our litigation practice is known for its experience over a wide range of sectors including education, financial services, ICT, infrastructure, international trade and natural resources. Our experience also extends to Alternative Dispute Resolution: we draw on our firm's dispute resolution experience to help clients resolve disputes efficiently and expeditiously through arbitration, mediation and settlement negotiations.

We also conduct litigation audits and provide strategic litigation advice on how clients can mitigate risks. In addition, we handle complimentary "legacy" case management services for large corporate clients, with the objective of minimising legal exposure and legal costs. Our renown dispute resolution experience is also important to our advisory and transactional clients as our Corporate and Commercial team leverages on this vast expertise to make our advice more enriching.

Partners' Profile



Geoffrey Muchiri

Partner

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Aside from his experience representing clients in civil & commercial litigation, insurance, admiralty and maritime, Geoffrey has advised on several energy, oil & gas transactions.

Our disputes' team consists of some of Kenya's seasoned litigators including George Oraro SC, Chacha Odera and Walter Amoko.

Geoffrey Muchiri | Partner

Partners' Profile



Nelly Gitau

Partner

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Nelly has over 8 years of experience; She has vast expertise in real estate, corporate & commercial. She has represented various real estate developers, corporate clients and individuals in the acquisition and disposal of property.

Kenya and beyond

Our wealth of expertise combined with our practical and commercial approach to legal practice has earned us work from several high-profile international clients, local clients, non-governmental organisations and government bodies. We are proud to be associated with numerous unique and significant players such as:

- Central Bank of Kenya
- China Huashi Enterprises Corporation
- CMA
- Commercial Bank of Africa
- Communications Authority of Kenya
- Cytonn Investments Management Ltd
- EABL
- Eastern and Southern Trade and Development Bank
- Friends of Lake Turkana
- Government of Kenya
- HF Group (formely known as Housing Finance Company of Kenya)

- Hyundai
- Industrial & Commercial Development Corporation
- International Livestock Research Institute
- Kenya Commercial Bank
- Kenya Electricity Generating Company Limited
- KNUT
- Kenya Ports Authority
- Mumias Sugar Company Limited
- National Bank of Kenya
- NSE
- Rentworks East Africa
- Standard Chartered Bank Kenya Limited
- Standard Group Ltd
- Telkom Kenya
- Toyota

On a related note, we have strategic associations with other top-tier firms in East Africa and international firms across the globe to allow our clients the opportunity to have seamless assistance in their cross-border matters.

Nelly Gitau | Partner

Community engagement

We believe in the power of partnerships and we work with several organisations to share legal advice

as well as partner on key industry initiatives. Some of the organisations we have worked with include:

Advocates for International Development (A4ID)

We are currently participants in A4ID's local business and human rights training program. A4ID is a charity that empowers lawyers to use their skills to fight global poverty. Through its pro-bono broker

and legal education services the organisation helps the legal sector to meet its global corporate social responsibility to bring about world development.

Educate Global Fund (EGF)

EGF is an impact fund investing in businesses that significantly improve educational outcomes and life chances for children in low income communities. The fund invests in companies developing high quality affordable products and services locally where communities will lead the process of removing barriers to education themselves. Our

firm has contributed to EGF's annual roundtable events (2014 and 2015 (as participants)), as well as provided pro-bono advisory services to its management, on a variety of matters. The firm is now retained commercially to undertake the legal due diligence for the Fund.

Intellectual Capital Advisory Services (INTELLECAP)

Intellectap is an organisation committed to economic and social development. The company was founded in 2002 with the sole purpose of connecting markets, people and capital to ensure growth of businesses as well as accelerate entrepreneurship and innovation. One of Intellectap's initiatives is the Sankalp forum; which has now expanded into Africa in the form of the Sankalp Africa Summit. The 3rd Annual Sankalp Africa Summit 2016 took place from 25th-26th

February at the Kenya School of Government in Lower Kabete. This year's Summit revolved around the theme of "Spurring the Entrepreneurship Economy". Our firm participated in the event, specifically in the Service Provider Speed Dating session, where SMEs and start ups received pro-bono corporate advice from our lawyers and other technical experts in a structured networking format.

SPRING Accelerator Boot Camp, 2015

Our lawyers were involved in a legal aid clinic at the SPRING Accelerator boot camp, held at Maasai Lodge. At the event, the team gave pro-bono legal advice to the entrepreneurs; a team of 18 consisting of participants from Kenya, Rwanda, and Uganda. The SPRING Accelerator is pioneering in that it provides finance, world-class mentors, and technical expertise to businesses that can improve the lives of adolescent girls. SPRING helps high-

potential products and services reach scale where they otherwise might struggle or fail by offering entrepreneurs support with business innovation, design, finance, marketing, and more. SPRING is funded by the United Kingdom's Department for International Development, the Nike Foundation and USAID. For more information, please visit www.springaccelerator.org

Strathmore Extractives Industry Center (SEIC)

Known as a top-drawer faculty, the Strathmore University's law school boasts several industry-specific units like SEIC. SEIC is an autonomous research centre for advanced multi-disciplinary

university-stakeholder research into the social science areas of oil, gas and mining issues. One of SEIC's flagship events is its Mining4i event, which our firm sponsored in April, 2016.

Partners' Profile



Jacob Ochieng

Partner - jacob@oraro.co.ke

Jacob has experience advising on a variety of commercial agreements including shareholders', share and asset acquisition, corporate restructuring, employment and agency agreements. He also provides regulatory advice on banking, capital markets, energy, insurance, micro-finance and telecommunications.

Partners' Profile



Juliet C. Mazera

Consultant - juliet@oraro.co.ke

Juliet's legal career spans around 9 years. She has a wealth of expertise in Banking & Finance, Employment law, Energy, Environmental, Intellectual Property, Mergers & Acquisitions and Real Estate.



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Oraro & Company Advocates is a top-tier full service Kenyan law firm. The firm's areas of strength include Corporate and Commercial, Dispute Resolution, Intellectual Property, Real Estate, Conveyancing & Securities and Tax. Its partnership includes some of Kenya's best legal minds and its lawyers are recognised by several international leading legal directories such as Chambers Global, IFLR 1000 and Legal 500. The firm is well-recognised for its contribution to Kenyan jurisprudence (through its formidable dispute resolution team), work on some of Kenya's largest deals and its significant contributions to Kenya's legal profession. Established 39 years ago, by George Oraro SC (one of Kenya's top litigators), the firm offers clients on-the-ground insights and a door to the strong business connections it has built locally, regionally and globally.

For further information on Oraro & Company Advocates, please visit www.oraro.co.ke

