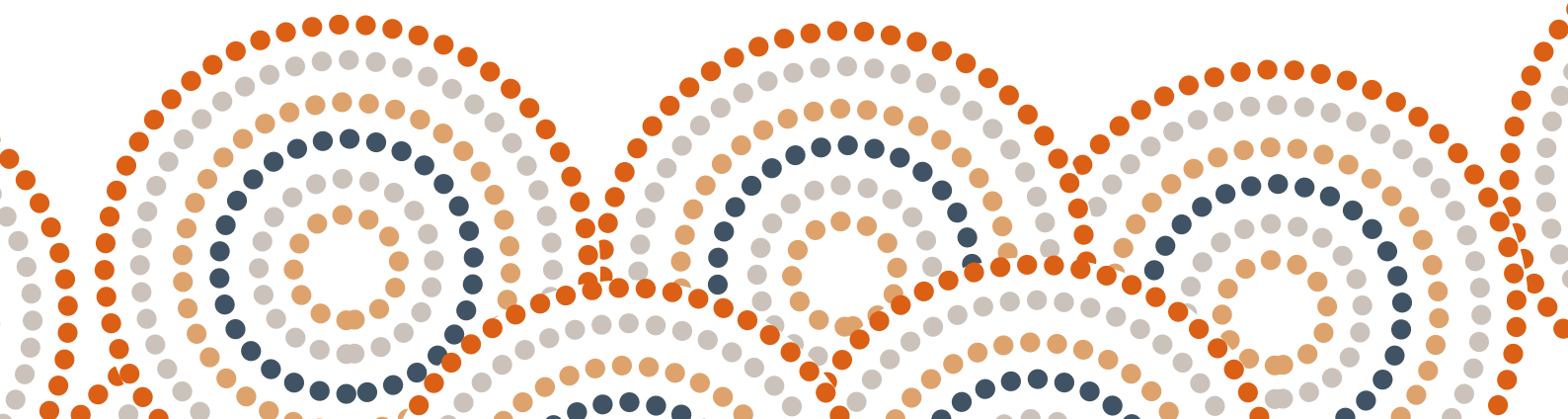




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 FIRM BROCHURE

*A legacy firm with a fresh take on business.*



# Foreword

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As Senior Partner, I am delighted to share with you, our firm's story and why we do what we do.

I started the firm now over forty (40) years ago and I am humbled and inspired to see what we have become a top-tier full-service Kenyan law firm with a robust practice.

If we were to use one word to describe our firm's ethos, it would be - relationships. We believe firmly in the spirit of that popular African proverb that says, "If you want to go fast, go alone, if you want to go far, go with others." This is what informs our approach to service - we believe in our team and encourage them to be the best lawyers they can be, we also strive to deliver both short term and long term value to our clients in our advice. We think commercially, show empathy and are helpful.

When I think of our current direction, yet another African proverb comes to mind - a Swahili one that goes, "Mti hauendi ila kwa nyenzo." Roughly translated it means that a log moves only with the proper tools. To solidify our full-service offering, we have been on a vigorous organic growth strategy and in the last year alone have admitted four lawyers into our partnership through promotions and one lateral hire. With these appointments, we want to show our clients that with us, diversity, experience and merit are more important than age. Also, that we want to build a true "legacy" firm and brand that will continue to respond to Kenya's changing business and legal landscape. Our promise is that we will continue to respond to these changes while still remaining the great top-tier firm we have been for the last four decades. In short, we are committed to providing you with the right advice to move your 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.**

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# 22

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.

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# Why Oraro & Company Advocates?

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## **Our team includes some of Kenya's best legal minds**

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On December 2012, HE Hon. Mwai Kibaki, the then Kenyan President recognised George Oraro SC for his exemplary service to the legal and public service in Kenya and conferred upon him the rank and dignity of Senior Counsel. Also, in March 2017, the Law Society of Kenya (the Kenyan Bar's premier professional association) inducted George Oraro SC into its Roll of Honour. Highly regarded for his dispute resolution work, our Managing Partner Chacha Odera has spoken at several forums including the 2016 Annual International Litigation and Asset Recovery Forum in Lagos and the 2016 East Africa Law Society Young Lawyers Conference in Dar es Salaam. In his career Chacha Odera has served in the Council of Legal Education (Kenya's legal education regulator) for eight (8) years and participated as a trainer in various CLE sessions. Another of our partners, Noella Lubano is recognised as an international arbitration expert and has spoken at various events, including the 2017 and 2016 East Africa International Arbitration Conference and the 2015 International Bar Association event, held in Vienna, in October 2015. One of our younger lawyers, Cindy Oraro (Partner) has written extensively on Kenya's extractive industry sector with a focus on the

country's effort to overhaul regulation of this sector. In addition, she has participated in various fora giving views on legislative amendments on the same. Cindy who was previously seconded to a leading global practice in its London offices is also a country representative of Legal and Businesswomen for Africa, on the advisory board of Roko 20 Academy and was previously a Co-chair of the advisory board of Educate Global Fund (an impact fund).

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, the University of Bristol, University of Cape Town, the University of Warwick among others. In addition, our lawyers have received international training by many leading global practices and been part of international legal secondments.

Furthermore, our firm and our lawyers have been recognised by renowned leading legal directories Chambers Global, IFLR 1000 and Legal 500.

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

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Anyone who has been to our offices can bear testament of how great our firm culture is; we work hard but work together. Also, while our partners always have final oversight, we 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.

## **When we say we are full service, we mean it**

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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. We leverage off this in our transactional work when advising clients on how to manage risk when doing business, here.

# Great lawyers who understand business, too

## We have complimentary tax capabilities

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 successfully represented KRA against a leading Kenyan tobacco company in an appeal before the Court of Appeal in an excise duty matter. We also recently successfully represented Vivo Energy (a company which is the Shell

licensee in sixteen (16) African countries) in a "novel" tax dispute before the Kenyan High Court. Also, in 2015 we brought on one of the country's young and upcoming tax experts - Lena Onchwari (Partner). Lena who holds an LLM in International European Tax law from the University of Maastricht, has brought great tax expertise to the team and has spoken and written on various tax topics.

## 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 due to our team's deep knowledge of their industries.

For instance, we advised the Nairobi Securities Exchange (NSE) and the Capital Markets Authority (CMA) on the demutualisation of the NSE. We also drafted the "set-up" documentation for the Central Depository & Settlement Corporation Limited (CDSC) (a limited liability company approved by the CMA to provide automated clearing, delivery and settlement facilities in respect of transactions carried out at the NSE, as well as holding of listed and non-listed securities including other documents

of title on behalf of investors) and the set up of the Capital Markets Challenge Fund (an investment firm that is one of the shareholders of the CDSC). Our corporate and commercial team was also extensively involved in the drafting of Kenya's Capital Markets Regulations. In finance, a key highlight is that we are advising one of Kenya's largest publicly listed sugar manufacturing companies on the restructuring of its debts by both local and international lenders. Another transactional work highlight is that we are part of the team advising China National Petroleum Corporation and the Kenyan Government (GoK) in a government-to-government collaboration, in a proposed project development of up to 350 MW of geothermal power. A matter that among other things, involves the transfer and sub-licensing of existing geothermal and exploration licenses, as well as existing rights over geothermal fields.

*"They have a fast turnaround time, good individuals and thorough quality of work."*

IFLR 1000, 2018.

## We have got you covered on employment issues, too

We have wide labour law experience and for many decades have been supporting huge local and multinational clients in their employment matters, across a broad range of industry sectors.

We offer clients support in collective bargaining, cross-border mergers and acquisitions, ESOPs (**Employee Stock Ownership Plans**), pension, policy development and restructuring. In pensions, we have advised several multinational clients such as CFC Stanbic and Standard Chartered. We notably advised the latter in respect to one of the largest Kenyan claims by pensioners against a pension fund. Another notable work highlight is that our Senior Partner George Oraro SC was the team leader on the initial and secondary privatisation of Kenya Commercial Bank (KCB). A matter that also involved providing advice on ESOPs to the bank's employees. We also offer clients ADR solutions, to mitigate cost and time spent in disputes. We are particularly known for our trade union work and have first-hand experience working with companies whose employees are unionising, as well as representing clients in matters involving some of Kenya's largest trade unions such as the Kenya National Union of Teachers (KNUT),

which is arguably one of Kenya's largest trade unions with approximately over one hundred and fifty thousand (150,000) members.

Our lawyers are recognised for their employment experience and have worked on some of Kenya's biggest high-profile employment matters such as advising and acting for the TelPosta Pension Scheme in defending a judgment by the Retirement Benefits Tribunal, the sum in excess of USD 70 million, claimed by former employees of Telkom Kenya Limited as being the total of their unpaid retirement dues. The scheme's main purpose is the provision and custody of pension and other retirement benefits of the employees and former employees of Kenya Posts and Telecommunications Corporation (now defunct) and Telkom Kenya Limited (one of Kenya's leading telecommunication companies). The matter which involves thousands of former employees is unique because it seeks the court's guidance on interpreting the entitlement of employees who retire early, to their deferred retirement dues.

# What drives us

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We strongly believe in the mantra - people first. With us, clients get:

- Excellence: Yes, it may sound cliché but it is true. We really do mean it when we say that we provide quality, not just any kind but a superior one
  - Honesty: it is a value that we believe should be evident not in just how we treat our clients, but our work, employees, the community and other lawyers we interact with
  - Humility: The truth is our firm was not always this big. We started out as a solo practice over four decades ago, from very small beginnings. This is why we value all relationships and why we are known in our market for our trademark approachability
- Integrity: Our reputation and that of our clients is very important to us, so we always provide our services to the highest ethical standards
  - Professionalism: We are reliable and 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. In addition, we now care for our clients by sharing our on-the-ground expert insights and regular updates in many forms including our flagship quarterly newsletter - Legal & Kenyan and electronic client alerts

# Technology in our practice

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Aside from working in specialised teams for purposes of enhancing service delivery, we are proud to say that in our market we are one of the few firms that have been quick to embrace some of the world's best legal software that integrates document management, project

management and of course – matter management. We use these e-systems to make sure that we manage key client milestones easier. This IT infrastructure also helps us to reduce inefficiencies and bill clients with precision.

# Community Engagement

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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 and programs we have worked with include:

- Advocates for International Development, (a charity that empowers lawyers to use their skills to fight global poverty)
  - Educate Global Fund, (an impact fund investing in businesses that significantly improve educational outcomes and life chances for children in low-income communities)
  - Intelcap, (an organisation committed to economic and social development), 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
- SPRING, (which is funded by the United Kingdom's Department for International Development, the Nike Foundation and United States Agency for International Development). For more information, please visit [www.springaccelerator.org](http://www.springaccelerator.org)
  - Strathmore Extractives Industry Center, (an autonomous research centre for advanced multi-disciplinary university-stakeholder research into the social science areas of oil, gas and mining issues)

# 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 opportunity to work on some of Kenya's biggest and complex disputes. Case in point, we acted in a claim seeking the tracing and recovery of approximately USD 340 million which was fraudulently siphoned from a Kenyan bank (one of the largest banking fraud disputes in Kenya). We successfully defended the client against a claim by the shareholders seeking to be enjoined in this suit, against stiff competition. In addition, we acted for the Central Bank of Kenya (CBK) in the recovery of all amounts in the "Goldenberg" related cases, in excess of USD 1 billion.

We represent large local, regional and international organisations in groundbreaking disputes. An illustration is that we represented a bidder with respect to Lot 6 of a 10,000 km Kenyan road project before the PPP Petition Committee (the second matter before the newly formed tribunal).

We have acted in novel matters such as representing a technology, media and telecommunications sector-focused venture capital fund manager investing in the greater Eastern Africa region) where parties not party to a shareholder agreement and management agreement, between certain entities and a fund manager threatened to institute suit against the fund manager, despite provisions for arbitration. This matter is important as anti-suit injunctions have not been litigated before in Kenya. We also acted in the case of *Intercom v. Standard Chartered* (a landmark case in banking law and illegality).

We have experience working on high-profile constitutional cases. Case in point, we are acting in a constitutional petition (concerning Turkana County that has been classified as one of the most marginalised counties in the country) touching on the issue of boundaries. Our case is that marginalisation has the consequences of denying whole communities food, water, access to health care, education and security and that consequently, the residents of Turkana County have suffered discrimination by virtue of being closed districts, as both the colonial and post-colonial governments facilitated the dispossession of land. The case is of national significance and also touches on human rights issues.

Our disputes team currently consists of thirteen (13) qualified advocates (arguably one of Kenya's largest disputes private practice teams). We have been recognised severally for our disputes work, for instance, Chambers Global (2017) rates us as a Band 1 disputes firm (the highest rank).

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.

*"Oraro & Company Advocates has an outstanding dispute resolution practice."*

**Legal 500, 2017.**

## Kenya and beyond

We have strategic relationships 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. We also recently became a member of an international referral network that boasts over four hundred (400) member firms covering more than one hundred and seventy (170) countries with over twenty-one thousand (21,000) lawyers in the world. In East Africa (aside from Kenya) the network has member firms in Rwanda, Tanzania and Uganda.

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:

- Barclays Bank of Kenya Ltd
- CBK
- China Huashi Enterprises Corporation
- CIC Insurance
- CMA
- Commercial Bank of Africa
- Communications Authority of Kenya
- Cytonn Investments Management Ltd
- East African Breweries Ltd
- Eastern and Southern Trade and Development Bank (now Trade and Development Bank)
- Friends of Lake Turkana
- GoK
- Great Wall Development Corporation
- HF Group (formerly known as Housing Finance Company of Kenya)
- Hyundai
- Industrial & Commercial Development Corporation
- I&M Bank Ltd
- International Livestock Research Institute
- KCB
- KenGen
- Kenya Ports Authority
- KNUT
- Mumias Sugar Company Limited
- National Bank of Kenya
- NSE
- Rentworks East Africa
- Standard Chartered
- Standard Group Ltd
- Telkom Kenya
- Thomson Reuters
- Toyota
- Umati Capital Ltd



# Our People



## George Oraro SC

Senior Partner | [goraro@oraro.co.ke](mailto:goraro@oraro.co.ke)

*Highly Regarded (Project Development and M&A) - IFLR 1000, 2018*  
*Band 1 Lawyer (Dispute Resolution) - Chambers Global, 2017*  
*Leading Individual (Dispute Resolution) - Legal 500, 2017*  
*Recommended Lawyer (Employment) - Legal 500, 2017*

Recognised as one of Kenya's top lawyers, George Oraro SC has been practicing for forty (40) years and has been involved in various landmark matters and transactions. As a dispute resolution expert, he has represented clients at both national and international fora, such as the ICC and ICSID. He was recently inducted by the Law Society of Kenya into its Roll of Honour.



## Pamella Ager

Partner | [pamella@oraro.co.ke](mailto:pamella@oraro.co.ke)

*Highly Regarded (Banking and M&A) - IFLR 1000, 2018*  
*Leading Lawyer (Banking and M&A) - IFLR 1000, 2017*

As head of the commercial and conveyancing teams, Pamella has been part of various Kenyan ground-breaking commercial transactions, for instance, the privatisation of various leading Kenyan companies. She also acted in a flotation exercise by Kenya Commercial Bank Limited (KCB (Kenya's biggest bank (network-wise))), two successful rights issues for KCB, the IPO of KenGen and the development of the CDSC.



## John Mbaluto

Partner | [john@oraro.co.ke](mailto:john@oraro.co.ke)

John has handled a wide variety of commercial disputes as well as constitutional disputes. In addition, he has acted in some of Kenya's landmark labour disputes, including one involving one of Kenya's largest trade unions – KNUIT.



## Geoffrey Muchiri

Partner | [geoffrey@oraro.co.ke](mailto:geoffrey@oraro.co.ke)

Geoffrey has experience representing clients in civil and commercial, insurance, admiralty and maritime sectors. A University of Birmingham graduate, he notably previously represented a party in a multi-million construction arbitration.



## Jacob Ochieng

Partner | [jacob@oraro.co.ke](mailto:jacob@oraro.co.ke)

*Up and Coming Lawyer (Corporate/Commercial) - Chambers Global, 2017*

Jacob has experience advising on a variety of commercial agreements, including shareholder agreements, asset and share acquisitions. Jacob also provides regulatory advice on various sectors, including telecommunications, energy, banking, insurance, microfinance, capital markets and general advice on corporate law.



## Cindy Oraro

Partner | [cindy@oraro.co.ke](mailto:cindy@oraro.co.ke)

A graduate of Durham University and the University of Bristol, Cindy specialises in energy, infrastructure, natural resources, PPP and projects. She has advised on renewable energy projects and written and spoken extensively on Kenya's extractive industry sector.



## Chacha Odera

Managing Partner | [chacha@oraro.co.ke](mailto:chacha@oraro.co.ke)

*Band 2 Lawyer (Dispute Resolution & Employment) - Chambers Global, 2017*  
*Recommended Lawyer (Dispute Resolution & Employment) - Legal 500, 2017*

With over twenty-eight (28) years of experience, Chacha Odera is widely recognised for his expertise. In his career, Chacha has undertaken litigation, alternative dispute resolution and arbitration in the areas of banking, employment law, security realisation, insolvency of companies, tracing of assets, negotiating the re-scheduling of debts, industrial disputes, pensions, construction and real estate.



## Walter Amoko

Partner | [wamoko@oraro.co.ke](mailto:wamoko@oraro.co.ke)

*Band 3 Lawyer (Dispute Resolution) - Chambers Global, 2017*  
*Band 2 Lawyer (Employment) - Chambers Global, 2017*  
*Recommended Lawyer (Dispute Resolution) - Legal 500, 2017*

Walter specialises within the fields of PPP's, public procurement, environmental/land, litigation, arbitration, communications, construction, constitutional and administrative law/judicial review, employment, financial services and tax and has acted in several high-profile PPP matters. Notable is that he is advising the preferred bidder on a 2000 km Kenyan road PPP project in negotiations with the GoK.



## Noella Lubano

Partner | [noella@oraro.co.ke](mailto:noella@oraro.co.ke)

*Recommended Lawyer (Employment) - Legal 500, 2017*

A recognised dispute resolution expert, Noella has assisted several well-noted clients in some of Kenya's well publicised contentious banking and employment matters. Noella has a Master's degree in Constitutional and Administrative law and has handled several judicial review applications. Noella particularly has strong expertise in international arbitration.



## Nelly Gitau

Partner | [nelly@oraro.co.ke](mailto:nelly@oraro.co.ke)

*Rising Star (Banking (Real Estate)) - IFLR 1000, 2018*  
*Rising Star (Banking (Real Estate)) - IFLR 1000, 2017*

Nelly has over ten (10) years of experience; she has vast expertise in creating and perfecting bank securities. She has also represented various real estate developers, corporate clients and individuals in the acquisition and disposal of property.



## Georgina Ogalo-Omondi

Partner | [georgina@oraro.co.ke](mailto:georgina@oraro.co.ke)

*Up and Coming Lawyer (Employment) - Chambers Global, 2017*

Georgina has extensive experience in litigation and alternative dispute resolution. She is particularly known for her expertise in employment and labour relations and has been involved in some of Kenya's most high-profile employment disputes.



## Lena Onchwari

Partner | [lena@oraro.co.ke](mailto:lena@oraro.co.ke)

Lena has expertise in both domestic and international tax law. In addition, she is an accountant by training and holds a CPA (K). Lena is also a Master's graduate of the University of Maastricht and is also the LSK representative to the KRA Tax Agents' Committee.



### Contacts

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Established forty (40) years ago, by George Oraro SC (one of Kenya's top litigators), 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.

For further information on Oraro & Company Advocates, please visit [www.oraro.co.ke](http://www.oraro.co.ke)