



ORARO & COMPANY  
ADVOCATES

## Oraro & Company's Conveyancing & Real Estate Brochure



## Introduction to Oraro & Company Advocates

Oraro & Company Advocates is a full-service market-leading African law firm established in 1977 with a strong focus on dispute resolution and corporate & commercial law. With a dedicated team of 10 partners, 4 senior associates, 10 associates, 1 lawyer and 36 support staff, the Firm has been consistently ranked by leading legal directories such as Chambers Global, IFLR 1000 and Legal 500 as a top-tier firm in Kenya.

We provide specialist legal services both locally and regionally in **Arbitration, Asset Tracing & Recoveries, Banking & Finance, Capital Markets, Conveyancing & Real Estate, Corporate & Commercial, Dispute Resolution, Employment & Labour, FinTech, Infrastructure, Projects & PPP, Private Client, Restructuring & Insolvency** and **Tax**. Over the years, we have represented both local and foreign clients, governments, regulators, and not-for-profit organisations from target industry sectors including retail, construction, education, energy, financial services, manufacturing & industries and the public sector.

We provide both local and cross-jurisdictional legal services, either directly or through the extensive relationships that we have established with leading firms across the globe. Oraro & Company Advocates is a full Affiliate of **AB & David Africa**, a Pan-African business law network committed to ensuring that businesses and projects succeed in Africa by helping clients minimize the risks associated with doing business on the continent. This enables us to offer cross-jurisdictional legal advice in a seamless manner while maintaining the highest professional standards.

Oraro & Company Advocates prides itself in its **deeply-rooted client relationships** by providing **quality legal services** through its **partner-led approach, drawing from local knowledge and global perspectives**.

*"Their core strength is their need to provide solutions," enthuse sources, further considering them "brilliant in terms of legal advice, which is always useful, timely and accurate."*

**Chambers Global 2021.**

## Our Conveyancing & Real Estate Expertise

Our Conveyancing & Real Estate practice group has rich experience in providing strategic and practical advice to local and international clients on acquisition and disposal of land, conveyancing, commercial & residential development, leases, licenses, project financing, structuring of complex projects and joint ventures.

Chambers Global Guide, one of the most prestigious global legal directories, in its 2021 rankings, noted the practice area as a notable practice group that continues to enhance its reputation and market share in Kenya's real estate space. Similarly, the Legal 500 EMEA 2021 recognised the firm's Real Estate & Construction team for their outstanding contribution to the practice area.

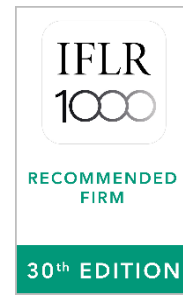
Our practice area encompasses the full spectrum of contentious matters, including:

- conveyancing
- commercial & residential developments
- leases and licenses

*"They're strong, experienced and certainly work very well as a team."*

**Chambers Global 2021**

## Our Market Recognition



## Our Experience

### ACQUISITION

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Some of our recent acquisition work highlights include:

- Acting for a leading Kenyan real estate and investments management firm in the acquisition of property in Karen worth USD 13 million (we also advised them on the financing aspects of the transaction by a Finnish investment firm). We conducted a due diligence on the property and the seller, advising on the Kenyan law aspects on the project's financing, drafting and reviewing of the documents of sale and registration of land in our client's favour.
- Representing a Pan-African financial institution with offices in several African countries in the acquisition of a property in Nairobi worth USD 12 million. Our role includes conducting a legal due diligence on corporate and land matters, advising the client on instructions to other external consultants, drafting of all transactional documentation, obtaining approvals from various government bodies and ensuring that the client is fully protected throughout the transaction up to conclusion.
- Acting for a leading Kenyan real estate and investments management firm in the purchase of a 5-acre property in Ruaka worth USD 2 million where the firm is putting up a comprehensive mixed-use development consisting of 408 units. We are also acting on the sale of around 100 of the 3-bedroom units in the project.
- Acting for a leading Kenyan real estate and investments management firm in the acquisition of a 10-acre piece of land in Ridgeways, Kiambu (a suburb approximately 10 km away from the CBD) worth USD 92.5 million. We advised on all aspects of the acquisition including preparation of a legal due diligence report, negotiating the sale and purchase contract and affect the transfer to our clients' name.
- Advising a leading Kenyan real estate and investments management firm in preparing a competitive offer for the purchase of 10.8 acres of land in Karen. Our role included conducting an extensive due diligence on the property and the vendors, negotiating the sale and purchase contract and undertook the transfer formalities at the relevant land registry. We also advised the restructuring of the purchaser's company.
- Advising a major international NGO with offices globally, in the acquisition of a property in Nairobi worth USD 25 million. Our tasks include conducting a legal due diligence on corporate and land matters, advising the client on instructions to other external consultants, drafting a confidentiality agreement, drafting offers and transactional agreements, obtaining approvals from various government bodies and ensuring that the client is fully protected throughout the transaction.

- Advising in the acquisition of a 6-acre piece of land which is being hived from a 50-acre piece of land in Embakasi, located east of Nairobi's CBD.

## COMMERCIAL LEASES

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Our recent commercial leases work highlight includes:

- Preparing commercial leases for a mall located in Kiambu County.

## JOINT VENTURES

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Some of our recent joint ventures work highlights include:

- Acting for a leading Turkish construction company in partnership with a German investment firm in a joint venture project with landowners for the development of a multi-million-dollar mixed-use project on Ngong Road, Nairobi.
- Acting for a leading Chinese property development company in a partnership project with landowners for the development of a block of residential apartments comprising of over 300 units in Riara area.
- Acted for a leading Kenyan investments and real estate company in the sale of 10 high-end five-bedroom villas worth USD 100 million in a gated estate known as Amara Ridge in Karen. We advised the parties on the joint venture arrangement and facilitated the negotiation of the joint venture agreement and the transfer of the land to the joint venture reference.
- Advising a leading Kenyan real estate and investment managing firm in a joint venture transaction with landowners for the development of an integrated 1,000-acre private city. Our role includes advising on all aspects of the transaction (structuring the joint venture, transfer of project land to the joint venture company, change of user, securing the rights of both the landowners and the investors, structuring of the project financing, formulating suitable policies and guidelines for planning and development, formulating the governance and management structure of the private city.
- Advising a client in a real estate development joint venture for the construction of 240 2-bedroom studio apartments in the Upper Hill area of Nairobi. We prepared and negotiated the memorandum of understanding, the joint venture agreements together with other transactional agreements. We are also involved in the incorporation of the joint venture Company and transfer of the land into the joint venture company in a task efficient manner.

- Advising a client in a joint venture agreement for the real estate development of high-end apartments in the Westland's area of Nairobi. Our role included reviewing the joint venture agreement for the real estate development of 1 and 2 bedroom serviced high end apartments and facilitating the incorporation of the Special Purpose Vehicle including the memorandum of understanding.
- Advising a client in a joint venture agreement with a leading East African real estate development, sales and management firm for the real estate joint venture for the development of 2-bedroom serviced apartments on Riverside Drive in Lavington (a high-income residential estate). Our role also includes reviewing deed of variation, drafting the development agreement for the joint venture.
- Advising a client who is developing 1,200 apartments in Mlolongo, Mombasa Road. We are advising on all aspects of the transaction including undertaking legal due diligence, providing legal advice on the structure of the joint venture, incorporation of the joint venture company, transfer of land into the joint venture company, transfer of shares in the joint venture company to the developer, preparing the standard sale and purchase agreement and transfer/lease documents with respect to the developed units, general legal advice during the construction period, incorporation of the management company and formulating a governance structure with respect of the estate, acting in the sale of the units, transfer of the reversionary interest and exit of the developer from the project and preparation and negotiation of relevant documents in particular the memorandum of association, the joint venture agreement and the requisite share subscription and shareholder agreements.
- Advising a property developer in a joint venture with a landowner in regard to construction, development and management of a high-end residential project in Thika. Our role included structuring the transaction and securing the investment land.

## LARGE-SCALE PROJECTS

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Our recent large-scale projects work highlight includes:

- Advising one of Kenya's largest public universities in a major real estate project including conducting a detailed legal due diligence on approximately 1,000 acres of land to be purchased. Other tasks in the assignment included, overseeing the purchase of the land, negotiations with several professionals and the project's technical team (architects, engineers, project managers and selling agents), involved in the development of a commercial building; drafted contracts for the above-mentioned professionals, providing general legal advice on the development, reviewed and amended related standard construction contracts and stamped various contracts for professionals.

## PROJECT FINANCE

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Our recent project finance work highlight includes:

- Advising a development finance institution on prepared financing and security documents in respect of financing of the construction and finishing of a 10 storey, 3 tower office complex in Westlands, Nairobi.

## RESIDENTIAL PROPERTY

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Our recent residential property work highlight includes:

- Acting for a leading Kenyan real estate and investment management firm in the sale of a high-end residential gated estate in Karen (an affluent isolated area of high-income suburbs in Nairobi) known as Situ village consisting of 50 four bed roomed villas valued at USD 750 thousand per unit alongside a retail centre housing coffee shops, restaurants, boutique offices, clinic, nursery centre and day care.
- Acting for one of the largest commercial bank's Pension Fund in respect to the development of a residential estate.
- Advising on a property development consisting of a block of 20 houses in Adams Arcade.



## Our Conveyancing & Real Estate Lawyers

### Pamella Ager | Managing Partner



Pamella ([pamella@oraro.co.ke](mailto:pamella@oraro.co.ke)) is the Managing Partner at Oraro & Company Advocates and heads the Banking & Finance and Conveyancing & Real Estate practice groups. With over 19 years of experience, she has advised local and international clients in banking and finance, construction, capital markets, conveyancing and real estate, M&A, and regulatory work but is well regarded for her capital markets and conveyancing expertise.

Pamella has been consistently highly ranked by leading legal directories such as Chambers Global, IFLR1000 and Legal 500 as one of the leading lawyers in Kenya. In 2020, IFLR1000 ranked Pamella as highly regarded for her Banking and M&A expertise. The directory commended her in 2018 saying "*[She has] superb quality, easily reachable with great communication skills and has the ability to get along well with all clients.*"

Pamella has a Master of Laws (LLM) from Auckland University, New Zealand, an LLB from the University of Waikato, New Zealand, and a Post-graduate Diploma in Law from the Kenya School of Law. Aside from her legal practice, Pamella lectures at the University of Nairobi School of Law. She also serves in her capacity as a Director on several boards.

### James Kituku | Partner



James ([james@oraro.co.ke](mailto:james@oraro.co.ke)) is a Partner at Oraro & Company Advocates in the commercial, conveyancing & real estate practice areas. With over 8 years of experience, James has advised local and international clients from the financial services and construction sectors.

James is well regarded for his conveyancing and banking expertise. He has advised on corporate lending transactions, drafting lending and security documentation, drafting of leases for both commercial & residential and transferring of land.

James recently advised a leading telecommunications company in a corporate lending transaction worth USD 10 million.

James holds a Bachelor of Laws (LLB) from the University of Nairobi and a post-graduate diploma in Law from the Kenya School of Law.



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