

AO2LAW



**CLIENT FOCUSED
SOLUTION DRIVEN**



Our commitment to our clients is beyond just delivery of legal services; our clients' overall sustainability is our primary focus.



AO2LAW is a full service commercial law firm focused on the success of its clients. We think proactively thereby efficiently managing present and future personal and business challenges. Through practical and innovative legal solutions, we help our clients thrive in their dealings by delivering dependable and experiential services across our practices and in all matters we undertake.

Led by a set of perspicacious partners, AO2LAW is structured to deliver exceptional solutions to both local and multinational organisations across various sectors in the global economy. We are instituted to consistently deliver result-oriented, best in class experiential services to our clients. Our Partners and Associates are members of top ranking professional bodies, bringing to bear vast and in-depth experience and wealth of knowledge to the benefit of our clients.

Our bond is to always go beyond the call of duty. Our commitment to our clients is beyond delivery of legal services; their overall sustainability is our focus. With insights into the very core of how things really work, we deliver to you, the correct solutions that guarantee your place in the future you see.



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Excellence

Our commitment is to proffer the most progressive, innovative, creative and sustainable business solution every time. With us, you are guaranteed unrivalled timely and quality service.

OUR CORE VALUES

Adaptability

At AO2LAW, our services are tailored to meet your needs. We work closely with you to design solutions that fit your business culture and take you closer to achieving your organisational values.

Innovation

Innovation and consistent ideation drives our service delivery. This creates concepts that challenges the conventional views.

Grit

Perseverance, passion for excellence and finesse are the qualities which we embody.





ENERGY & EXTRACTIVES

Our Energy and Extractives Practice offers local and international knowledge with experience across the industry value chain ranging from the upstream, midstream and downstream industry. The lawyers in our Energy and Extractives Team have significant experience advising the largest organisations in this field as they navigate complex projects. Our lawyers have advised diverse clients on various issues within the industry while leveraging on our professional relationships with regulatory authorities.

DISPUTE RESOLUTION

The business community has become a closely-knit global ecosystem, making multi-layered business decisions inevitable. AO2LAW is equipped to deploy strategic solutions whenever disputes arise. We are positioned to ensure the interests of our clients are protected either through any and all dispute resolution system: arbitration, negotiation, mediation, litigation or any of their hybrids.

Our resident cross-cultural expertise draws on the integrated and specialist support of all the firm's practice areas. Our mediators, arbitrators and litigators, therefore, possess the capacity to properly represent multinational corporations, banks, government, professional bodies and private institutions across a wide range of business sectors.

TAX

Our Tax Practice is made up of a dedicated team which includes lawyers, chartered accountants and chartered tax practitioners who provide bespoke legal services. At AO2LAW, we ensure our clients - corporate or individual - are on the right side of the law with all tax authorities. We proactively deliver accurate guidance on taxes. Our advisory services aids you with premium advice on tax-saving opportunities, regulatory changes and other information aimed at preserving your capital. By working closely with our clients and other stakeholders, we design and provide integrated commercial and tax advice, delivering efficient and sustainable tax solutions.

REAL ESTATE, INFRASTRUCTURE & TRANSPORTATION

Our Real Estate, Infrastructure and Transportation Practice is responsible for supporting several international and indigenous core projects and transactions in Nigeria. We provide advice to both local and international entities in the following areas: real estate acquisitions and divestures, project development and financing, privatization, regulation and operation. We are particularly strong in the transport sector, covering airports, rail, ports and roads. We focus on supporting our clients on related projects development from conception to execution.



FINANCING (CORPORATE & PROJECTS)

We execute transactions with innovation, fervor and commercial pragmatism. Our multi-talented lawyers have broad experience and versatility to work on the most difficult, demanding and unique local or international deals, and they provide the highest quality of service to all types of clients across diverse industries, in both the private and public sectors. With us, you will experience successful completion of the most complex transactions - running the entire gamut of working capital facilities to hedging, or equity financing "term loans" to mezzanine debt.

Our finance team has significant experience in helping clients navigate the complexities on each phase of a transaction, including, preliminary evaluation and due diligence drafting, reviewing and negotiating project documents, term sheets, financing agreements and security documents.

BUSINESS RECOVERY & RESTRUCTURING

We have both foresight and insight into multi-jurisdictional concerns that ensure we design the right solutions for clients. Our commitment is therefore, to determine a clear and proactive course of action for our clients, on all matters relating to an organisation's underperformance or distress. Whether the need is to resolve or to restructure, we are well able to interpret and apply the most appropriate and resourceful strategies, meeting local and international standards.

CAPITAL MARKETS (INCLUDING MERGERS & ACQUISITIONS)

We provide an extensive range of services for capital market transactions. Over the years, our partners have provided novel and multifaceted debt and equity instruments. Our in-depth understanding of the regulatory framework -

including that of the Securities Exchange Commission (SEC), The Nigerian Stock Exchange (NSE), the second-tier capital market, OTC markets, etc. - enables us to keep clients abreast of developments in the legal, regulatory, financial and corporate governance framework. AO2LAW is your guaranteed advisor of choice for any capital market transaction.

INTELLECTUAL PROPERTY

AO2LAW has a full range of commercial, technology and intellectual property law services for leading businesses. It is no secret that intellectual property is critical for innovative businesses of the current global trade order. Organisations must be appropriately guided to protect their technologies, brands, products, data and services.

To this end, our lawyers provide both litigation related (contentious) and strategic commercial advice to a wide range of industries and sectors on the IP competence of their organisational assets. We often help our clients identify these assets and design a whole programme of proactive IP management.

LABOUR & EMPLOYMENT

Our lawyers are experienced advisors in image and commercial rights management, sponsorship and licencing, talent representation, labour and employment contracts. We possess unique expertise in representing state-owned enterprises, development corporations as well as major listed, unlisted, domestic and international corporations in the development of employment contracts and resolution of labour conflicts

Members of our team have been involved in providing support on labour issues that have risen as a result of mergers and acquisitions.



TECHNOLOGY & DATA PROTECTION

Our Technology & Data Protection Practice strives to provide innovative and pragmatic legal solutions to help companies of all sizes achieve their commercial and growth objectives.

We advise a wide array of both established and emerging companies in the Fintech space, on Financing matters, Corporate Matters, Data and Technology Issues, Intellectual Property, Exit Strategies and Regulation.

CORPORATE, REGULATORY COMPLIANCE AND GOVERNMENT LIAISON

Our team provides advice at various stages of the regulatory process. Effective compliance requires an independent and realistic assessment of the legal and regulatory landscape. We safeguard the reputation of our clients preventing situations that could threaten personal and business objectives.

Our team of regulatory advisors are experienced in making sure clients comply with a myriad of statutory and regulatory rules and regulations which could affect the ability to conduct business. We also offer company secretarial services through our affiliate company, AO2 Nominees Limited to a broad range of clients. In this regard, we ensure that our clients comply with all applicable legal provisions and requirements laid down by regulatory bodies. Our regulatory compliance team also represents our clients before various government agencies and regulators.

WHITE COLLAR CRIME

Technological development and increasing sophistication of business systems, economic crime, and in particular fraud, represent a significant business risk to enterprises. Our team has over the years gained an impeccable expertise in forensic analysis of white collar crimes thereby equipping us to provide extensive preventive advice and representation services to clients on either side of the divide.

We have extensive understanding of the US' FCPA and the UK's Anti-Bribery Act.

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WE PROVIDE SUPPORT IN DIFFERENT SECTORS

AGRICULTURE

AVIATION

CONSTRUCTION & INFRASTRUCTURE

ENERGY (OIL, GAS, POWER, RENEWABLES,
SERVICES)

ENTERTAINMENT (SPORTS, MUSIC,
MOTION PICTURES, BETTING)

FAST MOVING CONSUMER GOODS

FINANCIAL SERVICES (BANKING, PRIVATE
EQUITY, MORTGAGES)

GOVERNMENT

HEALTHCARE (MEDICAL &
PHARMACEUTICALS)

INFORMATION &
COMMUNICATIONS TECHNOLOGY

INSURANCE

MARITIME

MANUFACTURING

PROFESSIONAL SERVICES

REAL ESTATE, INFRASTRUCTURE &
TRANSPORT

SOLID MINERALS

TELECOMMUNICATIONS

TRANSPORTATION & LOGISTICS



Our resident cross-cultural expertise draws on the integrated and specialist support of all the firm's practice areas.



WE LISTEN TO YOU



HOW WE WORK

We are conscious of client's expectations and the results we deliver, accordingly, we run a project-based structure. We set out with a definite goal in mind and leave room for inevitable variations. Client satisfaction is our ultimate objective. All the resources of our firm are always available to your engagement Partner for and until your expectation is met and exceeded.

WHAT WE CAN DO FOR YOU

We are convinced that we can be of service to you in ways and manners that may currently be inconceivable to you. A meeting with us will surely help address this. Accordingly, we request that you reach out to us, even as we are not relenting in winning your business.

We know the pricing of legal services is often a sore point for some prospective clients and we have accordingly modeled our services and their pricing to be client-centric. In other words, we are flexible enough to work with your reasonable budget.



An aerial photograph of a large-scale mining or construction site. The ground is dark and heavily textured with numerous tracks from heavy machinery. In the lower foreground, a yellow CAT wheel loader is visible, carrying a load of dark material in its bucket. The overall scene is industrial and rugged.

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We set out with a definite goal in mind and leave room for inevitable variations.



TRANSACTION HIGHLIGHTS

Advising and representing a major free trade zone developer in Nigeria in respect of the fiscal and related aspects of its operations and investments in Nigeria, currently valued in excess of US\$500million.

Advising and representing one of Nigeria's largest micro-lending businesses with a loan-book in excess of US\$40 million on the legal and tax aspects of its business.

Advising and representing an indigenous FMCG investment on tax and related financial structuring of its operations and investment currently valued in excess of US\$320million.

Advising and representing several international brands in respect of their in-bound investments in Nigeria, particularly in relation to franchising and new business set-ups.

Engaged as a counsel to institute an Appeal against The Federal Inland Revenue Service (FIRS) to challenge its assessment of tax liabilities in excess of 400 million Naira at the Tax Appeal Tribunal.

Advising an oil trading company as a part of a Consortium of successful bidders with respect to the direct sale of crude oil and direct purchase of petroleum products arrangement 2019/2020 round.

Advised CNOOC STS Company Limited on the establishment of a Nigerian subsidiary for the purpose of provision of oilfield services in the Nigerian oil and gas industry.

Advising a consortium of bidders on the bid for the construction phase of the NLNG Train 7 project.

Advising a consortium of bidders who intend to build infrastructure for the utilization of Natural Gas under the Gas Flare Commercialization Programme.

Advising an indigenous oil and gas company on the acquisition of 20% interests in a Marginal Field located in OML 46.

Advised an indigenous oil company on its potential dispute with its JV partner on a Marginal Field.

Currently litigating on the judicial interpretation of the provisions of the Eligible Customer Regulation, 2017 and the Electric Power Reform Act, 2005.

Representing Eko Electricity Distribution Company at the High Court with regards to a consumer related dispute.

Representing the Nigeria Deposit Insurance Corporation with regards to the winding-up of a Micro-finance Bank.

Advising Starkford Solutions Limited, a power solutions company with regards to its corporate restructuring.

Advised the Nigerian Stock Exchange on its rights in light of a bid of the Lagos State Government to enforce its 2016 Stamp Duties Regulations on the transactions and processes of the NSE.



TRANSACTION HIGHLIGHTS

Advised the Nigerian Stock Exchange on its exposure to the FIRS with regards to stamping of contract notes.

Advised the Nigerian Bottling Company on regulatory and compliance issues.

Advised Petrok Oil and Gas Company Limited on the potential acquisition of interests in an OPL in Nigeria.

Representing IHS Nigeria before Nigerian courts with regards to various commercial disputes.

Representing MRS Oil Nigeria plc before the courts various commercial disputes.

Advised Ecobank plc on perfection of its security over real property provided as collateral by its customers.

Advising on the potential acquisition of 5 drilling rigs from an International Drilling Company operating out of Nigeria. The transaction size is c.\$50 million.

Advised Moni Pulo Limited on the divestment of 40% of its Participating Interests in OML 114.

Advising an oil trading company as a part of a Consortium of successful bidders with respect to the direct sale of crude oil and direct purchase of petroleum products arrangement for the 2019/2020 round.

Advising an indigenous oil and gas company on the acquisition of 20% interests in a Marginal Field located in OML 46.

Representing Zenith Bank plc before the courts on matters regarding banker-customer relationship.

Representing Guaranty Trust Bank before the courts on matters regarding banker-customer relationship.

Representing Consolidated Discount Limited before Nigerian courts on recovery of debt owed to it.

Advising the Balmoral Group on various real estate acquisition transactions.

Advising the project developer on the transaction for the development of 1.5MW Independent Power Project to power the MTN Data Centre.

Advised an indigenous oil company on its potential dispute as regards its JV partner on a Marginal Field.

Advising a consortium of bidders on the possibility of building infrastructure for the utilisation of Natural Gas under the Gas Flare Commercialisation Programme.

Advised on the acquisition of contractor rights in OML 151 with transaction size of c.\$95million. Role included negotiation of transaction term sheet and definitive agreements.

Advised an International Commodities Trader on its proposed N7billion acquisition of a tank farm located in Southwestern Nigeria.



TRANSACTION HIGHLIGHTS

Advised an Indigenous Oil Company on the US\$70million acquisition of the Toronto Stock Exchange-listed company by way of a plan of arrangement and the raising of financing for the acquisition by way of private placement. This transaction involved (i) developing a plan of arrangement for the acquisition, (ii) Drafting of Loan Notes (iii) Share Sale and Purchase Agreement (iv) Drafting of Deed of Share Charge.

Advised CNOOC STS Company Limited on the establishment of a Nigerian subsidiary for the purpose of provision of oilfield services in the Nigerian oil and gas industry.

Advised the project sponsors regarding the pre-export financing of over \$1 billion undertaken by the Nigerian National Oil Company and its international JV partners regarding certain OMLs in Nigeria. This transaction tagged "Project Santolina" was to raise funds for the JV to develop Short Term Oil and Gas Generation program targeting low risk routine interventions on multiple producing fields through a Forward Sale Structure. The transaction involved creation of security over Onshore Accounts, Offshore Accounts and Project Documents.

Acting as Lender's counsel with regards to the provision of working capital financing to a Marginal Field Joint Venture with respect to crude oil evacuation for the JV.

Advised an Oil Technology Company on tax issues relating to construction of sub-sea equipment.

Advised an International Oil Servicing Company on local content compliance issues relating to an OML in the Niger Delta.

Advised an International Oil Trading Company on collateral management arrangements with a local partner.

Advised an Indigenous Oil Company on its acquisition of 45% interest in an OML in Nigeria from Shell, Total and Agip.

Advised on the proposed merger between the two largest Oil Servicing Companies in the world.

Advised an investment company with regards to Pre-Export Sale Financing of the equity entitlement of an asset holder.

Advised an Australian Company on its acquisition of interests in an OML in Nigeria

Advised a Syndicate of International Lenders on a US\$325million structured financing to an independent Oil Company in Nigeria.

Advised an investment company with regards to pre-export sale financing of the equity entitlement of an asset holder.

Advised a project sponsor on the development of a 300MW gas fired power plant in Lagos, Nigeria.

Advised an Israeli Power Company on the Development of an 100MW solar power plant.

Advised an indigenous company on the development of 15MW IPP at Alausa, Ikeja.

Development of a legal compliance manual for an International Oil Company.



TRANSACTION HIGHLIGHTS

Advised an indigenous gas company in respect of a World Bank Partial Risk Guarantee with respect to gas supply to a generation company owned by the Nigerian government.

Advised an Indigenous Exploration and Production Company on a corporate divestment to a construction company with international foot print.

Represented MTN Nigeria in obtaining a monetary judgment in excess of N1.3 Billion with attendant 4.3% compound interest in favour as interconnectivity indebtedness.

Represented Sakamori Construction Company Nigeria Limited in recovering N460 million owned it by a state government.

Represented Mobil Producing Unlimited in recovering debts owned it which were in excess of US\$260 million.

Acting as counsel in arbitration for a claim of over N250 million.

Represented the Coca Cola Company with respect to the infringement of its "EVA" registered trademark.





Bidemi Daniel Olumide

Managing Partner

BD, as he is popularly called, leads the Tax, Corporate Commercial, Trusts and Criminal Law Practices of the firm. At the core of his professional life is his ability to provide clients with time and cost-effective solutions to the most complex legal challenges. BD is known to avail the most-sophisticated clients, a one-stop shop in legal advisory, management and representation services.

A practicing barrister and solicitor, BD's legal experiences straddle the following economic sector: agriculture, energy, entertainment, construction, fast-moving consumer goods, financing, Government, information & communication technology, medical services, non-for-profits, professional services, real estates, solid minerals, telecommunications and transportation.

Prior to joining AO2LAW, BD was Senior Associate at the law firm of Adepetun, Caxton-Martins, Agbor & Segun.



KEY PERSONNEL



Chinedu Anaje

Partner

With over 15 years of legal practice experience as a commercial litigator and arbitrator, Chinedu (MCI Arb - United Kingdom) heads the Firm's Litigation, Dispute Resolution and Risk Management practice group. As a seasoned litigator, he has litigated on extensive range of issues, including, but not limited to corporate recovery, receiverships and insolvency, company and partnership disputes, energy, oil and gas, environmental matters, maritime, real estate, intellectual property, telecommunications, finance and banking, contracts, commercial law transactions, family law and general litigation both at trial and appellate levels.

Chinedu also possesses deep expertise in arbitration advisory and adjudication. He continues to act as parties' nominated arbitrator as well as client's counsel in arbitral proceedings. He advises on a wide range of commercial transactions.

As an experienced lawyer, Chinedu has represented a wide range of clients including oil companies, multinational corporations, banks and other financial institutions, and telecommunication operators in various litigation and arbitration proceedings. And in doing this, he applies practical pragmatic business approach to dispute resolution and strategy, with the aim of ensuring that value is added to clients' business.

Chinedu as the Managing Partner of the Firm, among others, oversees the mentoring of Associates. Prior to co-founding AO2LAW, Chinedu was a Senior Associate at the law firm of Aluko & Oyebo.





Oyeyemi Oke

Partner

Oyeyemi Oke leads the Energy & Extractives Practice Group of the firm. He is dual qualified as a lawyer and chartered accountant. He holds a master's degree in Business Law from the University of KwaZulu-Natal

Oyeyemi has over a decade of experience and has also worked in the legal services division of an indigenous oil and gas company, where he advised on various energy, finance, mergers & tax. Oyeyemi has been involved in leading oil & gas deals and was a team member in the Pre-Exporting Financing arrangements involving the NNPC and its JV partners in which over US\$1 billion was raised.

Oyeyemi has advised on Service Agreements involving the NNPC over 8 Oil Mining Leases. Oyeyemi is currently advising clients with regards to Service Agreements involving the NNPC/NPDC.

Oyeyemi holds an EU GDPR Certification and advises clients on the compliance with Nigeria Data Protection Regulations. Oyeyemi has advised a variety of clients on data protection in Nigeria and has been involved in multiple Data Protection Audits for various clients ranging from clients in the Financial Services Sector to clients in the FMCG space, to clients in the Insurance Sector. He is a member of the Information Systems Audit Control Association.





'Mobola Akinkugbe

Partner

Mobola leads the Corporate Finance, Merger and Acquisition and Project Development practice group of the firm with about a decade experience.

Having spent over a decade guiding, navigating, and advising clients in Oil and Gas, Telecommunications, Construction & Real Estate, Mergers & Acquisition and general corporate and commercial transactions, she has acquired the unique ability to see any legal issue from all sides. She advises clients on joint venture developments and has several clients in the Engineering Procurement and Construction (EPC) space.

Mobola is as an avid litigator as well as an astute out-of-the-box problem solver, known for crafting bold business and legal solutions from inception to completion for both local and international clients. As a business focused, results –oriented, excellence driven professional, her clients rely on her to give timely, aligned, strategic legal guidance and advice that helps them make the most of their vision.

Prior to joining AO2LAW, she was the Managing Partner of Auctus Legal. Mobola is business-minded and result-oriented in delivering satisfactory services to her clients.





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