



Herbert Smith

## Our African mining practice

Comprehensive legal advice on all aspects of mining transactions, projects and disputes across Africa



Herbert Smith in association with  
Gleiss Lutz and Stibbe

## Overview

Herbert Smith LLP has developed an outstanding reputation within the energy and natural resources sectors worldwide, particularly in Africa, where we have built an impressive track record over the past three decades.

Our experience includes advising mining companies, financial institutions and governments/national companies on all aspects of their mining projects across the African continent.

Our Africa practice group comprises a multidisciplinary team of lawyers drawn from across our international network of offices and includes one of the largest teams of common and civil law lawyers dedicated to Africa work.

We have lawyers specialising in specific geographic regions: North Africa, Francophone sub-Saharan Africa, Anglophone Africa (comprising notably Nigeria and much of East and Southern Africa) and the Spanish and Portuguese speaking jurisdictions. The team includes a number of lawyers of African nationality (including an Arabic-speaking partner who is dual-qualified in Algeria and France), or who have lived and worked in Africa, including while on secondment to clients.

Our knowledge of Africa's local laws (including the OHADA regime), business practices and cultural etiquette, our close relationships with local counsel and other local players and authorities, and our deep understanding of socio-political considerations, mean that we are able to provide rapid and effective advice tailored to the specific needs of our clients.

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### **Herbert Smith LLP: top tier ranking for Africa – Projects & Energy**

*Chambers Global 2009, 2010, 2011*

**“Sources say: ‘The firm is excellent across practice groups and has lawyers that are well versed in the relevant issues.’ ‘The excellent local knowledge of the individual lawyers means they can advise on the practical issues of doing business in African countries’.”**

*Chambers Global 2011*

## Client service

Drawing on the support, where necessary, of local counsel, Herbert Smith's Africa practice provides clients with access to a full legal service, blending the team's knowledge and experience of Africa with the ability both to advise on common law issues and, through our Paris office, to provide the civil law expertise which often underpins local law.

Legal services we provide in the African mining sector include advising on:

- Private and public mergers, acquisitions and disposals
- Private placements and international public offerings
- Project finance, asset finance, structured finance and corporate finance (including complex structuring and a good knowledge of local security and exchange control issues in a number of African jurisdictions)
- Project development, including mining-related infrastructure matters (railways, ports, roads, power stations, refineries etc), joint venture and operating arrangements and offtake arrangements
- International arbitration between parties or with governments (particularly where disputes involve renegotiation, expropriation etc)
- In-country civil and criminal litigation
- Compliance issues
- Environmental and real estate issues (including expropriation of land)
- Crisis management issues

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**"Herbert Smith LLP's 'historical base' in Africa and its lawyers' in-depth knowledge of the region make the firm a top choice for projects on the African continent"**

*Legal 500 Europe Middle East and Africa 2011*

**"Sources say: 'Herbert Smith has some great people in Paris and London who do impressive work in francophone West Africa'."**

*Chambers Global 2010*

## Expertise

- **Sumitomo Corporation** on its investment and ongoing involvement in the Ambatovy nickel mining project in Madagascar (current estimated value over US\$4.5 billion). This is a complex project in a challenging “frontier” jurisdiction on which we have been advising Sumitomo Corporation on complex offtake, shareholder, financing and guarantee arrangements, with multiple shareholders
- **Eurasian Natural Resources Corporation PLC** (ENRC) on the £584 million recommended offer for Central African Mining & Exploration Company Plc (CAMEC), an AIM listed mining company which has a portfolio of businesses and operations across central and southern Africa, including in particular in Democratic Republic of Congo, Mali, Mozambique, South Africa and Zimbabwe, as well as on its subsequent US\$175 million acquisition of a 50.5% interest in Camrose Resources Limited, a company holding various copper and cobalt mining interests in the Democratic Republic of Congo
- **Rio Tinto** on its exploration activities in the Democratic Republic of Congo and as project counsel to its world-class Simandou iron ore integrated project in Guinea for the continued exploration, mining and processing of iron ore and the construction of the related infrastructure facilities, including in particular a rail link and a deepwater mineral port
- **Rio Tinto** on the negotiation of a Settlement Agreement with the Government of Guinea in relation to the Simandou project
- **MagMinerals** on the Kouilou greenfield potash project under development in the Republic of Congo. In addition to the core potash extraction and processing facilities, the project includes the provision of new energy supply infrastructure, the construction of major new rail and road facilities and a new potash storing and loading facility in the Port of Pointe-Noire
- **AXMIN** on the project financing and other aspects of the Passendro Gold Project in Central African Republic, the country’s first ever project financing
- various clients, such as **Mitsubishi Corporation, BHP Billiton, Cameroon Alumina, Signet Mining, AREVA NC, Rockover Resources** and others, on mining transactions and projects in Africa (Botswana, Burkina Faso, Cameroon, Central African Republic, Ethiopia, Gabon, Guinea, Mali, Mauritania, Mozambique, Niger, Senegal, Sierra Leone, South Africa, Zambia, Zimbabwe)

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**“This firm is developing a strong corporate mining practice, which often handles work in Africa”**

*Chambers UK 2011*

**“[Herbert Smith LLP] offers ‘strong francophone expertise in this [mining and minerals] sector’.”**

*UK Legal 500, 2009*

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Cover photo shows an iron ore deposit at the site of the Simandou Project in Guinea (reproduced with the kind permission of Rio Tinto)



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