

DUNCAN SINGANO

Senior Associate

Savjani & Co.

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Duncan Singano has handled a wide range of complex commercial transactions ranging from mergers and acquisitions to loan and facility agreements and mining. Amongst other things, he conducted due diligence for the financing of Kayelekera Uranium Mine in Malawi and advised a client in relation to the acquisition of a

majority shareholding in a local company in the insurance sector.

The majority of his transactional work has cross-border elements.

MEMBERSHIP OF PROFESSIONAL ASSOCIATIONS

- Malawi Law Society

AREAS OF EXPERTISE

- Securities
- company law
- listing
- mining
- employment and pensions
- loan and facility agreements
- commercial matters in general

COUNTRIES OF WORK EXPERIENCE

- Malawi

TOP MATTERS

- Advised Agdevco Malawi Limited on various matters in respect of lending of money to various entities in the agricultural sector. Our role is advising in regulatory issues, reviewing facility agreements, drawing security documents. The project if successfully implemented will uplift medium sized agricultural enterprises in Malawi.
- NBM Capital Markets Limited and Malawi Telecommunications Limited; The matter involved raising of money by Malawi Telecommunications Limited through a bond issue to enable it to repay a loan obtained to purchase a fibre optic cable and its accessories. Our role is advising in regulatory issues for issue of a bond. Bonds are rarely issued in Malawi and with the enactment of a new Securities Act enabled

- Advised lenders in relation to financing of multi-national construction project in the transportation industry including on issues of legal due diligence and securities;
- Advised a client in relation to a proposed wet and dry port project including conducting legal due diligence on land acquisition processes for purposes of the project (including payment of compensation to occupiers of the land) and issues relating to a proposed project agreement with the Malawi Government;
- Advised the company for Habitat and Housing in Africa and the IFC in relation to provision of finance for construction of a shopping mall in Lilongwe, Malawi.
- Represented BP Malawi Limited in relation to a lease of a prime spot for construction of a service station. The matter was significant because a previous lessee of the premises, a competitor of BP Malawi Limited in the petroleum industry, refused to vacate the premises and various applications were made to the Land Registrar, Chief Land Registrar and eventually the High Court;
- Advised British Council in relation to a proposed restructuring which would involve change of legal status and matters incidental thereto such as redundancy processes and severance packages for employees declared redundant;
- Advised Bowmans, in relation to a proposed restructuring by a client of its operations in Malawi, on various Malawi employment law aspects including whether the law in Malawi provides for automatic transfer of employment where a business is outsourced, procedures for dismissal based on operational requirements and applicable terminal benefits;
- us and the client to appreciate and implement the provisions of the new Securities Act.
- Advised Standard Chartered Bank (Hong Kong) Limited, through their lawyers Eversheds and Stephen Mok & Co, on assignment of debts in Malawi;
- Conducted a local due diligence on a telecommunications project on instructions from Herbert Smith LLP of Dubai;
- Advised PTA Bank in relation to a facility agreement with Petroleum Importers Limited for procurement of petroleum products for Malawi;
- Advised Anjarwalla and Khanna Advocates of Kenya in relation to a proposed acquisition by one of their clients of a 51% shareholding in a telecommunications company in Malawi;
- Malawi Distilleries Limited; advisory work on applicable excise duty on cane spirits, limitation periods in respect of claims by MRA and the powers of the Authority to levy distress for excise. Also advised on past conduct that created legitimate expectations which can be protected by judicial review proceedings.
- Advised Alliance One Tobacco Company (Malawi) Limited in relation to various labour relations issues including statutory requirements on how they should relate with trade unions;

- Advised Globe Metals & Mining Limited on various tax issues and available exemptions in relation to a fiscal regime proposed to be negotiated with the Government of the Republic of Malawi;
- Represented PTA Bank in relation to a financial facility to Lilongwe City Mall Limited for construction of a shopping mall in Lilongwe, Malawi;
- Issued legal opinions to KPMG, Ernst & Young, Pricewaterhouse Coppers and Deloitte & Touche in relation to requirements of the Public Company Accounting Oversight Board of United States of America (**USA**) in respect of consents under section 102 of the USA Sabannes Oxley Act 2002;
- Issued a legal opinion for the International Finance Corporation (**IFC**) in relation to a standard issuing bank agreement on instructions from White & Case LLP;
- Represented NORSAD Agency, a joint venture of the NORDIC countries and SADC, in relation to a financial facility to Lilongwe City Mall Limited for construction of a shopping mall in Lilongwe, Malawi;
- Advised Tech Mahindra of India on various employment law issues in Malawi on instructions from Anjarwalla & Khanna Advocates