

SP **SMITH** **OUR**
LP **& PARTNERS** **PROFILE**
LAW PRACTICE

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THE FIRM AND ITS EVOLUTION

On July 29, 2021, Smith Law Practice **now Smith and Partners Law Practice** (“**Smith and Partners**”, “**SPLP**” or the “**Firm**”) was established in Lagos, Nigeria, with a vision to deliver specialist commercial and dispute resolution services of the highest quality.

From inception, the Firm was designed with the future in sight. Over the years, SPLP and its Founding Partners have been actively engaged in collaborations with distinguished commercial legal practitioners and Senior Advocates of Nigeria, gaining frontline exposure to high-stake transactions, cross-border deals, and complex disputes. These experiences, drawn from practice at the very heart of commerce, business, politics, and law, now form part of the Firm’s DNA and continue to shape the solutions we deliver to our clients

“The objective was, and remains, simple yet profound: to channel the very best of our experience into the lives, businesses, and growth of our clients.”

Today, SPLP has evolved into a practice led by experienced lawyers who have led, advised and contributed to headline-making transactions and precedent-setting disputes across diverse sectors. Built on a foundation of excellence, the Firm is both a product of its history and refinement and a response to the sophisticated and cost-effective needs of its clients

We are practical, commercial, and goal-driven in our approach and have earned a reputation for delivering exceptional results. We work in partnership with our clients, anticipating their needs and providing pragmatic, hands-on, and cost-effective solutions.

With a dynamic team of over ten (10) lawyers, SPLP stays ahead of developments in the ever-changing commercial and political landscape in which our clients operate. Client satisfaction, responsiveness, and flexibility are embedded in our culture.

Industry Sectors

Our experience, clientele (corporates, financial institutions, private equity firms, foreign law firms, governments, regulatory institutions and individuals) and the reputation of our lawyers cuts across several key industries that we are dedicated to, namely **Property, Real Estate and Construction, Aviation, Financial Institutions, Consumer Goods, Entertainment, Logistics, Media, Mining and Minerals, Financial Technology, Capital Markets, Oil and Gas, Power and Renewables, Shipping and Oil Services, and Telecommunications**. Our lawyers have also contributed to, or authored, leading texts and publications in these industries and are often called upon to serve as resource persons at Nigerian and international seminars/workshops and as public and private sector office holders, advisers and consultants.

Practice Areas

Smith and Partners, using an integrated approach to proffer solutions, offers multi-faceted services to its key industries through the following practice groups:

- Shipping, Aviation, Logistics and Transportation
- Energy, Power & Natural Resources
- Banking, Finance, and Fintech
- Technology
- Data Protection and Privacy

- Real Estate and Construction
- Projects and Infrastructure
- Labour and Employment Law & Advisory
- Tax
- Family
- Trust, Asset, Wealth and Property Management and Protection
- Competition and Consumer Protection
- Dispute Resolution
- Debt and Asset Recovery
- Election Disputes
- Constitutional Rights and Human Rights
- Intellectual & Industrial Property
- Media and Entertainment
- Law and Policy Advisory
- Art
- Sports Law
- Immigration
- Environmental and Climate Law

It is also worthy of note that the Firm values and has a policy that supports its people, as part of the motivation system put in place to augment their innate passion for and commitment to work. The synergy between the in-built passion of the Firm's lawyers and the support system has earned the Firm unprecedented achievements among its peers.

Vision

To be a transformative legal practice that shapes lives, businesses, and institutions through intentional and cost-effective partnership with clients.

Our Mission

At Smith and Partners, we shape legal outcomes with the cost-effective and timeous care as craftsmen, guiding individuals, businesses, and institutions through clarity, strategy, and unwavering dedication.

OUR PARTNERS



OOREOLUWA O. AGBEDE

ooreoluwa.agbede@splp-law.com

Education

- University of Lagos, LL.B.
- Nigerian Law School, B.L.

Bar Admission

Barrister and Solicitor, Nigeria

Professional Associations

- Nigerian Bar Association
- Member, Nigerian Maritime Lawyers Association
- Member, Data Privacy Lawyers Association of Nigeria
- Member, Compliance Institute of Nigeria

Ooreoluwa is a Partner at Smith and Partners LP. He serves as Chair of the Firm's Corporate, Commercial, Finance and Securities Practice Group, and the Shipping, Aviation, Logistics and Transportation Practice Group. He is also Co-Chair of the Dispute Resolution Practice Group and the Firm's Energy and Natural Resources Practice.

Ooreoluwa has advised and represented clients across a broad spectrum of industries, including Oil & Gas, Mining, Energy, Finance, Shipping, Aviation, Transportation and Logistics, Real Estate and Construction, Entertainment and Media. His versatile expertise covers real estate and construction finance, public-private partnerships, corporate and project finance, oil & gas transactions, energy and asset financing, dispute resolution, and electoral litigation.

His expertise led to his invitation to facilitate an advanced training course for the **Bank of Industry Ltd** and its staff on *Practice, Procedure, and Negotiation*, themed "**Sharpening Legal and Procedural Tools for Institutional Compliance.**" The session covered procedural compliance, risk management through practical case studies, dispute avoidance mechanisms, and appellate processes.

He has provided legal advice and representation in several complex maritime matters, including vessel repossession, general average claims, vessel hire and cargo disputes, and energy & mining-related conflicts. Ooreoluwa has appeared in numerous landmark proceedings before superior courts in Nigeria, as well as before domestic and international arbitration tribunals. He has acted for a wide range of clients, including multinational corporations, government agencies, NGOs, and political entities. Some notable representations include: part of the legal team that secured the **arrest of a Boeing Aircraft** as pre-judgment security for MRS Oil Nigeria Limited; part of team involved in the arrest of the *DLB Kenenna* to secure the claim of Ejovi Dredging and Marine Services Limited against Westfield Subsea Limited, culminating in a settlement of over **US\$3,000,000.00** and **₦4,000,000,000.00**; being part of the team that successfully challenged and set aside the Presidential directive on the Naira redesign and demonetisation policy before the Supreme Court of Nigeria.

Beyond his legal practice, Ooreoluwa is an accomplished legal writer, with several articles published in leading journals, including the Maritime Forum Journal and the Nigerian Bar Association (Lagos Branch) Law Journal.



FOPEFOLUWA G. AGBEDE
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Education

- University of Lagos, LL.B.
- Nigerian Law School, B.L

Bar Admissions

- Barrister and Solicitor, Nigeria

Professional Associations

- Member, Nigerian Bar Association
- Nigerian Bar Association
- Member, Nigerian Maritime Lawyers Association
- Member, Data Privacy Lawyers Association of Nigeria
- Member, Compliance Institute of Nigeria

Fopefoluwa is the Lead Compliance Advisor at Smith and Partners LP. He is pivotal to the Firm's Banking, Finance, Tax, Fin-Tech and Technology Law Practice Group, and the Trust, Asset, Wealth and Property Management and Protection Practice Group. He is also key to the Dispute Resolution Practice Group and the Firm's Energy and Natural Resources Practice.

Fopefoluwa's input has been fundamental to clients across multiple sectors, including Finance, Technology, Real Estate, Energy, Shipping and Maritime, Employment, and Corporate Governance. His expertise encompasses corporate and commercial transactions, project and infrastructure finance, asset management, debt recovery, regulatory compliance, dispute resolution, and labour and employment law.

Known for his pragmatic and client-focused approach, Fope delivers solutions that blend technical precision with commercial awareness. He has played a key role in major transactions and disputes, including being part of the legal team that facilitated the transfer of over 90 properties across all 36 states of the federation from NATCOM Development and Investments Ltd to the Asset Management Corporation of Nigeria (AMCON), one of the largest asset transfers in the country's history.

He was key in the firm's representation of a group of employees of **Patricia Technologies Ltd** in a labour dispute, securing and recovering compensation packages. His advice has been key in complex commercial arbitration proceedings involving high-value contractual claims, multinational corporations on compliance with Nigerian regulatory frameworks, and represented financial institutions in debt restructuring and recovery mandates. He has also handled sensitive employment matters involving wrongful termination and workplace discrimination, providing both litigation and alternative dispute resolution strategies to safeguard employee rights.

His experience also spans cross-border advisory. He has supported international clients entering the Nigerian market, particularly in the fintech and technology sectors, ensuring compliance with Central Bank of Nigeria (CBN) regulations, the Nigerian Data Protection Act, and other sector-specific rules. He has also provided support in electoral litigation, focusing on the interpretation of constitutional and statutory provisions, as well as governance disputes within political entities. Beyond practice, Fope is also a skilled legal researcher and writer, with published works in corporate, commercial, and regulatory law.

PRACTICE HIGHLIGHTS ACROSS INDUSTRIES AND SECTORS

Set out below are highlights of representative and practice undertakings by the Firm and its members:

PROPERTY, REAL ESTATE & CONSTRUCTION

- The firm provided transaction support for a state-led PPP market rehabilitation and management project in Ekiti State. This included the drafting and review of transaction documents like the *Lease Agreement*, *Draft Operating Agreement*, *Title Documents*, and *legal opinions*, amongst others.
- Participated in the review and negotiation of financing documents for a bus terminal project. Reviewed the Loan Agreement, Security Trust Deed.
- Conducted extensive due diligence at the Federal Land Registry, Ikoyi, on behalf of the **Asset Management Corporation of Nigeria (AMCON)**, by verifying **ninety (90)** title documents and encumbrance of properties across Adamawa, Borno, Bauchi, Plateau, and Yobe States relating to properties of **NATCOM Development and Investment Limited**. Our review provided AMCON with clear title verification and risk assessment on the properties, ensuring secure enforcement and recovery strategy.
- On behalf of a real estate company, drafted and negotiated a **Deed of Sub-Lease** in 2021, the **Alteration Agreement** and **Supplementary Deed of Sub-Lease** in respect of six (6) units of three-bedroom flats at Fatai Arobieke Street, Lekki Phase 1, Lagos, for a five-year term at an annual rent of **(Eighteen Million Naira) ₦18,000,000.00**. The Deed incorporated key provisions including a rent review clause, breach and termination framework, quiet enjoyment covenant, user restrictions, arbitration clause under the Lagos State Arbitration Law 2009, and variation requirements.
- One of our Partners was part of the Team that advised a medium sized Hotel Group on the structuring and financing of the rehabilitation of its Hotel in Abuja.
- Managed a portfolio of properties in Abeokuta, drafting and reviewing key legal instruments including Tenancy Agreements, Deeds of Lease, Powers of Attorney, Contracts of Sale, and Deeds of Assignment.
- Advised an agricultural logistics company in relation to the purchase of a warehouse in Ojota valued at over **Sixty-Eight Million Naira (₦68,000,000.00)**. Our Scope of work on the deal include conducting the due diligence, structuring the deal, drafting the deal documentation including the Contract of Sale, Deed of Assignment, Affidavits, applications for land perfection and an Asset Sale Agreement, and undertaking the perfection of the company's title documentation.

- The firm is Representing a private and confidential owner of land in Ikoyi, Lagos, Nigeria on a joint venture with a real estate development company, for the development of the land into twenty (20) apartment units
- The firm is acting as the solicitor to the Executors of the late Mr. Omotosho's estate (the "**Deceased**"), a family whose prominence is known in Ise-Ekiti State. The Executors manage the estate in view of the **Two Billion Naira (N2,000,000,000.00)** loan entered by the Deceased in 2009 secured by the properties in the estate, this include entering a joint development agreement with a development and construction company for the development of some of the Deceased's barren properties (the "**Property**") located in Akure, Ibadan and Ado-Ekiti.
- The firm represented the foreign party in the development of a water project and facility in Sangotedo, from the drafting and reviewing of the Triparty Agreement between the Special Purpose Vehicle, the Foreign Party and the Lagos State Water Corporation (LSWC), the Transaction and Services Agreement between the Foreign Party and the LSWC and the Contract for Project execution between the Foreign Party and the SPV. The firm also advised on and engaged in negotiations with the representatives of the host community, with respect to the peaceful and continuous development, operations and maintenance of the project.
- One of our Partners was part of the Team that advised a **Boutique Real Estate Company Limited** in respect of the acquisition of a prime property situated in the highly coveted area of Lekki Phase 1, Lagos, Nigeria.
- Advising a **private landowner** on a joint development arrangement with a leading property developer for the development of luxury terraces on a land situated in the highbrow area of Ikoyi, Lagos, Nigeria.
- Represented a landowner/royal family member in financing the reclamation of 122.551 hectares of land at Langbasa, Eti-Osa Local Government Area, Lagos State. It included advising, drafting, and reviewing a Land Reclamation Agreement and Land Development Agreement between the landowners and the consultant/developer for the financing and provision of consultancy services in connection with the reclamation and development, as well as the preparation of the Power of Attorney between the landowners and the consultant, and per the Agreements, reviewed the Deed of Legal Mortgage between the consultant, the developers and their respective lenders.
- Advising a **private landowner** on a joint development arrangement with a leading property developer for the development of luxury terraces on a land situated in the highbrow area of Ikoyi, Lagos, Nigeria.
- One of our Partners was part of the Team that advised a Real Estate Company on all legal aspects of the structuring, financing, construction, and development of the proposed multi-million-dollar **Mall** in Lekki and Ojodu (both are over 8,000 square metre retail development in Lagos, Nigeria).

- Acted as project solicitor in relation to the construction and development of a batch of serviced houses in Lekki and FCT.
- Advised a Real Estate Company in connection with the financing, development and sale of Residence comprising 32 units of 4 Bedroom Terraced Town Houses in Lekki, Lagos, Nigeria.
- Advised a Food, Beverage and Hospitality Service Company in relation to the sub-lease of several take-out only outlets from an outlet lessor with outlets in Lekki, Yaba, Surulere and Ikeja.
- Advised a transport service provider in connection with the acquisition and development of property in the Aka Industrial Area of Uyo, Akwa Ibom, Nigeria, for the construction of a mega bus terminal.

DATA PROTECTION AND PRIVACY

- The firm represented a client on the defamatory publication alleging membership in a cult and represented the client in the suit for the right to be forgotten and deletion of the publication.
- Represented clients in series of claims against a financial institution for unlawful disclosure of customer data to third-party banks and fintech partners without consent, in breach of the *Nigeria Data Protection Act 2023* and *Section 37 of the 1999 Constitution*.
- Advised a group of customers on potential class action proceedings against a bank for unauthorised sharing of BVN-linked account information with affiliated lending entities.
- Advised individuals against a tertiary institution in data breach suits arising from the exposure of sensitive personal information to the public.
- Provided regulatory and compliance advisory to multinational and local entities on obligations under the *Nigeria Data Protection Act 2023*, including lawful bases for processing, purpose limitation, data retention, and cross-border transfer protocols.
- Instituted proceedings against a digital lending platform for unauthorised access to customers' contact lists and defamatory publication during loan recovery operations, resulting in reputational and emotional distress.
- Advised corporate clients on internal data governance frameworks and employee access controls, ensuring compliance with statutory data protection principles and mitigating risks of insider data misuse.
- Represented a client in enforcement proceedings invoking the **right to erasure ("right to be forgotten")** against a stockbroking, investment advisory, and portfolio management firm that retained and continued to

process personal data despite a formal request of stock transfer and data deletion, contrary to the Nigeria Data Protection Act 2023.

- Developed and reviewed data protection policies, consent management systems, and privacy notices for confidential clients in the financial and technology sectors.
- Provided regulatory compliance and procedural advisory to institutions on risk management, dispute avoidance, and legal framework design for compliance with multi-agency oversight (including the CBN, NDPB, and NCC).
- One of the Firm's Partners facilitated the **Bank of Industry Limited's Advanced Course in Practice, Procedure, and Negotiation**, themed "*Sharpening Legal and Procedural Tools for Institutional Compliance.*" The training covered **procedural compliance, risk management through practical case studies, dispute avoidance mechanisms, and breakdown of appeals**, reinforcing the Bank's commitment to **institutional legal and regulatory compliance**.

ASSET MANAGEMENT & PRIVATE EQUITY

- Advised a **Greek** client on investing in technology and technology-enabled startups, on the establishment of a fund holding company in Nigeria. The Firm provided advice on investments in the fund holding company by the initial investors.
- One of our Partners was part of the Team that advised a Real Estate Company on its proposed investment in the multi-million-dollar mall in Ojodu.
- Advised a consortium of private investors in connection with the divestment of their controlling interests in a Nigerian hospitality special purpose company that owns an upscale boutique resort in Abuja.
- One of our Partners was part of the Team that advised a Real Estate Company on its investment in the multi-million-dollar mall in Maryland.
- Advised a consortium of private investors in connection with their acquisition of a majority interests in a Nigerian publicly quoted insurance company.
- Advised a consortium of private investors in connection with their acquisition of a shares in a Nigerian insurance brokering company.
- Advised an asset management company in relation to the acquisition of the management interest and the transfer of its fund management role in two (2) registered mutual funds.

SHIPPING, AVIATION & LOGISTICS

- One of our Partners was the primary contact and part of the team that ***advised on and arrested a Boeing 737-700 Aircraft*** acting for a major

leading Nigerian oil distributor and marketing company against an Airline company.

- A Partner was a core member of the team that advised a now-defunct bank in connection with a US\$13,650,000 term loan facility advanced to a Nigerian aviation company to finance the acquisition of a Falcon aircraft.
- Advised on and facilitated the acquisition of a motor tanker and DLB for an offshore project on behalf of a provider of on-shore and off-shore Engineering, Procurement, Construction, Installation and Commissioning services via loan agreements and drafting and reviewing security documents including Deeds of Legal Mortgage, Deed of Assignment of Insurance and Earnings, Deeds of Account Charge and Deed of Power of Attorney.
- Recently advised a company that provides floating solutions for **offshore** oil and gas operations in connection with a multi-million-dollar secured and asset-backed term loan advanced by a leading Nigerian bank for the acquisition of floating production storage and offloading vessels (FPSO) in Bayelsa.
- Recently advised a leading Nigerian bank on an asset-backed term loan advanced to a maritime logistics company for the purpose of financing the acquisition of a 26,000GT motor tanker vessel, from the negotiation of the memorandum of agreement for the sale and purchase of the vessel, and registration of the vessel under the Liberian flag as well as the registration of a mortgage on the vessel at Liberian flag and the Liberian Corporate Registry as well as negotiation of the ship management agreement.
- Our Partner was part of the team that acted as solicitor to the trustees in relation to the issuance of a multi-million Dollar secured private notes issuance for the acquisition and mobilisation of large platform supply vessel (PSV) for a Nigerian oil service company.
- Recently advised a **Nigerian consortium** in connection with its acquisition of floating production storage and offloading vessels ("**FPSOs**") from a global owner.
- Advised a Nigerian offshore service company in connection with its acquisition of an Anchor Handling Tug Supply Vessel ("**AHTS**").
- Advised a Nigerian Shipowner on its acquisition of a derrick lay barge from a UAE owner. Our mandate also includes the negotiation of the multi-million-dollar senior secured asset-backed term loan advanced for the acquisition.
- One of our Partners was part of the Team that advised on the purchase and leaseback of one AW139 helicopter from Caverton Helicopters Limited. Our instructions included the due diligence of the Nigerian lessee to ensure it had/procured the necessary approval for the helicopter to operate in Nigeria – this included the TIP for the helicopter so that customs duty would not be paid.

- One of our Partners was part of the Team that advised an export credit agency in relation to the multi-million-dollar financing of three (3) CRJ1000 aircraft and four (4) Q400 aircraft by Bombardier Inc., and two (2) spare engines by Pratt & Whitney, Canada to be used by a Nigerian Airline.
- One of our Partners was part of the Team that advised **Macquarie Rotorcraft Leasing** on the change of ownership and registration of interests in the helicopters operating in Nigeria, following their purchase.
- One of our Partners was part of the Team that advised on the de-registration of an AgustaWesland AW139 helicopter from the Nigerian Aircraft registry and obtaining the requisite clearances from regulatory authorities, following the cancellation of the aircraft lease.
- Advised on the withdrawal of a Motor Tanker including the drafting, review and issuance of *Letters of Demand*, *Notices of Withdrawal*, and filing of *Caveats Against Arrest (in Lagos, Warri and Port Harcourt)*. We ensured effective vessel repossession due to unpaid hire fees and represented a major European shipping company in a claim for wrongful withdrawal of the vessel in Federal High Court, while successfully recovering the Hire Fees via London Arbitration.
- One of our Partners was part of the Team that advised a major international client (International Group of Protection & Indemnity Club) as to the extent of its liability (if any) for the seizure (and possible forfeiture) of the Vessel and the prosecution of the Vessel and crew by the NDLEA on account of narcotics (cocaine) discovered on board the vessel upon its entry into Nigeria. Also advised on the tendering of electronic foreign judgment from Brazil in the Federal High Court.
- Successfully defended an European shipping company, a major Dubai-based shipping company and a major Togolese shipping and Oil Services company in claims involving the arrest and claims of wrongful arrest of vessels in multiple suits.
- Advised the shipowner client on NAFDAC's regulatory powers and standards for salt and MSG and liability for the damage to the MSG in light of repeated refusal to permit cargo surveyors inspect the Cargo.
- Drafted and reviewed contractual and claims-related correspondence arising from a Charterparty Agreement for four coastal voyages between Lekki Free Port and Onne, including the Owners' declaration of General Average following a mid-voyage mechanical breakdown.
- Our Partner was part of the team that represented and advised a vessel owner on the declaration of General Average ("**GA**") due to breakdown of Vessel during voyage from Lagos to Onne. This include advising on implications of Charterer's delay in providing the Bill of Lading for the GA accuracy and procuring GA security from its insurers.

- In the GA suit above, represented and advised the vessel owner on coverage and liability issues under the Institute Time Clauses – Hulls (1/1/95) following the insurer’s denial of GA-related Hull & Machinery claims, including interpretation of “insured perils,” due diligence standards, and the impact of third-party negligence. This included Coordinating cross-border legal strategy involving English law and jurisdiction, an assessment of the merits of engaging English solicitors for potential litigation and liaising with foreign counsel (Stephenson Harwood) on next steps
- One of our Partners was part of the team that analysed the ***UNCITRAL's Proposed Multimodal Negotiable Document***, and issued recommendations that align with international conventions and suggesting implementation strategies ***as part of the United Nations’ Working Group***.
- Our Partner was part of the team that advised the Nigerian correspondent of an insurance company specializing in marine, cargo, and boat insurance on the delivery or detention of cargo/in the absence of general average security as it relates to Nigerian law.
- One of our Partners was part of the Team that advised an helicopter leasing company in connection with the lease of an AugustaWestland helicopter to a Nigerian logistics company.

CORPORATE, COMMERCIAL, FINANCE & SECURITIES

- Advised on, drafted and reviewed the Triparty Agreement between the Special Purpose Vehicle, the Foreign Party and the Lagos State Water Corporation (LSWC), the Transaction and Services Agreement between the Foreign Party and the LSWC and the Contract for Project execution between the Foreign Party and the SPV.
- Acted as legal counsel to the lender in a structured real estate financing transaction for the development of residential buildings in three major Nigerian cities. Advised on, reviewed, and drafted transaction documents including the Facility Agreement, Bank Guarantee, Deed of Charge on Sale Proceeds, Marketing and Offtake Agreement.
- Advised on the structuring and documentation of a multi-million Naira Public-Private Partnership (PPP) energy infrastructure initiative, including the review and negotiation of key transaction documents such as the Trust Deed, Vending Agreement, All-Assets Debenture, Irrevocable Standing Payment Order (ISPO) and Power Purchase Agreement with a focus on project security, revenue protection, and compliance with government approvals.
- Advised on, drafted, and reviewed a Land Reclamation Agreement and Land Development Agreement between landowners (Royalty) and a consultant/developer for the financing and provision of consultancy services in connection with the reclamation and development of 122.551 hectares of land in Eti-Osa Local Government Area, Lagos State. Also prepared the Power of Attorney between the landowners and the consultant, and per the

Agreements, reviewed the Deed of Legal Mortgage between the consultant, the developers and their respective lenders.

- Advised on, drafted and reviewed key security and finance documents on behalf of the lender - including the Deed of Legal Mortgage (and Addenda), Loan Agreement, Deed of Share Charge, and Deed of Account Charge in connection with the financing of a commercial mall project for a real estate-focused corporate group. The transaction secured the lender's interest in the borrower's real property, equity, and cashflow streams.
- Drafted a Collaboration Agreement between two Nigerian oil and gas companies to formalize their consortium arrangement for bidding and executing an upstream oil and gas project in the Islamic Republic of Mauritania, including provisions on joint participation, SPV incorporation, operation of the Project, shareholding structure in the SPV and project account maintenance.
- Advised on the structuring and documentation of a multi-billion Naira Public-Private Partnership (PPP) energy infrastructure initiative, including the review and negotiation of key transaction documents such as the Trust Deed, Vending Agreement, All-Assets Debenture, Irrevocable Standing Payment Order (ISPO), Power Purchase Agreement, and Guarantee & Recourse Agreement, with a focus on project security, revenue protection, and compliance with government approvals.
- Part of the team that advised the Federal Ministry of Trade and Investments in connection with the proposed public private partnership via a concession to design, finance, build and operate technology-enabled Micro, Small and Medium Enterprises (MSME) solution complex in Abeokuta-South.
- Advising a Nigerian Independent Power Company on the financing and development of a floating gas power plant in South-Eastern Nigeria, a gas pipeline of approximately seven (7) kilometres length, as well as substation(s) and transmission line(s) to connect the floating power plant to the national grid.
- Part of the team involved in the financing of a Energy project, including drafting a Product Offtake Agreement for refined petroleum products on behalf of the Seller with a focus on clauses on payment security, title transfer, and termination right, while incorporating willing buyer/willing seller pricing mechanisms and structured dispute resolution clause.
- The Firm continues to provide advice on trade and structured finance transactions, and the enforceability of such structures and relevant contracts under Nigerian law. In providing such advice, we considered foreign exchange control regulations and provisions, tax considerations and the effect of an insolvency on the Nigerian banks issuing the Letters of Credit.
- Advised a company in connection with its acquisition of a 50,000-barrel floating production storage and offloading vessel ("**FPSO**") and related infrastructure in Nigeria from the owner and operator.

- Advised the promoters of a printing press and its company on the sale of their shares to a core strategic investor. We were responsible for the structuring, negotiation and preparation of the transaction documents including the share sale and purchase documentation and foreign exchange and capital sourcing agreement for the acquired shares.
- Advised a consortium of private investors in connection with the divestment of their controlling interests in a Nigerian hospitality company that owns an upscale boutique hotel.
- Advised a Pharmaceutical Company in connection with the financing of purchase of pharmaceutical products in three containers, preparing the freight forwarding agreement and representing the company in Arbitration on the freight forwarder's breach of the agreement, the damage to the products and the indebtedness to the bank.
- The Firm advised a growing Nigerian pharmaceutical company with a chain of retail pharmacy stores in Lagos, Abeokuta and Abuja and their individual investor, on their acquisition of another confidential pharmaceutical company registered in Nigeria and its retail stores in Ibadan, Warri and Port Harcourt. As part of its scope of work, the Firm conducted an extensive due diligence on the target, reviewed and negotiated the purchase of shares in the company and the purchase of the pharmacy as a going concern together with its goodwill, intellectual property and real property. The Firm also oversaw the completion of the transaction and ensured the seller's compliance with the conditions precedent to completion.
- One of our Partners was part of the Team that acted as legal advisers to a financial institution on its ₦200 Billion Multi-Issuer and Multi-Currency Debt Programme.
- Our Firm was involved and acted as joint solicitor to the trustees in relation a ₦6 Billion Real Estate Sukuk issuance.
- Acted as solicitor to the offer/issuer in relation to the issuance of a multi-billion private bond issuance by an Energy company in Lagos State for the development, management and operation of a 4.5MW Power Plant project in Ondo.
- Advised on the structuring and documentation of a multi-billion Naira Public-Private Partnership (PPP) energy infrastructure initiative, including the review and negotiation of key transaction documents such as the Trust Deed, Vending Agreement, All-Assets Debenture, Irrevocable Standing Payment Order (ISPO), Power Purchase Agreement, and Guarantee & Recourse Agreement, with a focus on project security, revenue protection, and compliance with government approvals.
- Acted as solicitor to a ₦5 Billion Real Estate Sukuk issuance.

- Advised a Major F&B, indigenous fast-food restaurant, in connection with its branch expansion programme.
- Advised an integrated marketing and sales experiential agency on the structuring, negotiation, and documentation of a software development and support agreement with a tech company for the design, deployment, and ongoing maintenance of a Jyro mobile application suite (including User, Agent, Partner, Rider, Merchant, and Admin platforms), including drafting clauses on IP ownership, confidentiality, performance guarantees by the Promoter, and post-deployment support obligations in line with Good Industry Practice.
- Prepared a Master Fuel Transportation, Haulage, and Fleet Management Agreement between a Nigerian oil marketing company and a transporter for the conveyance of petroleum products. The agreement incorporated a comprehensive Road Transport Safety Management Plan, detailed terms governing the contractor's provision of drivers, journey management protocols, documentation requirements for drivers, and licensing provisions for the display of the oil company's name on the transport trucks.

Company Secretarial & Regulatory Compliance

SPLP acts as company secretary and legal adviser to several companies and NGOs including the following:

- GildHill Co Ltd and its affiliated businesses.
- Smith Real Estate and Management Company.

ENERGY & NATURAL RESOURCES

Oil & Gas Matters

- Acted as legal counsel to the purchaser in the negotiation, advisory, review, and documentation of an interest acquisition agreement for the purchase of a 14.65% participating interest in a marginal oil field.
- Advised the purchaser and prepared the Bilateral Agreement for the transfer of equity interest in a Marginal Field from an oil and gas company to an energy resource company. The agreement also provided for the assignment of the obligation to pay the signature bonus to the Nigerian Upstream Petroleum Regulatory Commission (NUPRC) to the purchaser.
- Drafted and negotiated the contract for the hire of a Jack-up Offshore Drilling Rig between an integrated Nigerian energy company and a contractor for offshore exploration at a Field.
- Advised, negotiated and prepared a Capital Sourcing and Confidentiality Agreement between an integrated Nigerian energy company and the UK Government's Department for International Trade, outlining terms for the facilitation of foreign debt financing and strategic UK partnerships in

connection with the acquisition of upstream oil and gas assets, including a 50,000-barrel FPSO and related infrastructure. The agreement included provisions on non-circumvention, confidentiality, proprietary rights, and project-specific collaboration safeguards.

- Advised on and documented the transfer of a 29.23% participating interest in a Marginal Field, initially awarded to the Obligor by the NUPRC, to the Obligee, pursuant to a friendly loan advanced by the Obligee for the payment of a ₦3.26 billion signature bonus. The transaction included a Deed of Assignment (subject to Ministerial Consent), repayment and discharge terms, and an additional \$250,000 premium fee paid by the Obligee to the Obligor.
- Drafted a Collaboration Agreement between two Nigerian oil and gas companies to formalize their consortium arrangement for bidding and executing an upstream oil and gas project in the Islamic Republic of Mauritania, including provisions on joint participation, SPV incorporation, operation of the Project, shareholding structure in the SPV and project account maintenance.
- Advised on the handling of crude and drafted a Crude Oil Handling Agreement between an oil and gas company in Bayelsa and an integrated Nigerian energy company for the storage, handling, and export of crude oil produced from the Field in Bayelsa through the other's FPSO Terminal, detailing operational responsibilities, terminal access rights, and crude oil delivery and offtake procedures.
- One of our Partners was part of the Team that provided legal advisory services to **a fully indigenous Nigerian Energy Company** in connection with the development of a mini liquified natural gas facility. This covered financing, shareholder issues, gas supply, and haulage and transportation, amongst other matters.
- One of our Partners advised a major Nigerian oil upstream company (a JV party) on the **termination of a Gas Processing Agreement** for failure to construct the Gas Plant within agreed timeline and the recovery of the Agreed Shrinkage Price of US\$4/MMBtu of the estimated Shrinkage Volume and represented the JV Party in Arbitration and Court.
- Advised an Energy company on compliance with House of Representatives' requests for tax documents and analysing legislative powers over companies.

Power Transactions

- One of our Partners was part of the Team that advised an Independent Power Generating Company on the generation of solar power and the procurement of off-takers.
- One of our Partners was part of the team that advised on the structuring and documentation of a multi-billion Naira Public-Private Partnership (PPP) energy infrastructure initiative in Ondo State, including the review and negotiation of key transaction documents such as the Trust Deed, Vending Agreement, All-

Assets Debenture, Irrevocable Standing Payment Order (ISPO), Power Purchase Agreement, and Guarantee & Recourse Agreement, with a focus on project security, revenue protection, and compliance with government approvals.

DISPUTE RESOLUTION

Commercial Dispute

- One of the Firm's Partners facilitated the **Bank of Industry Limited's Advanced Course in Practice, Procedure, and Negotiation**, themed "*Sharpening Legal and Procedural Tools for Institutional Compliance.*" The training covered **procedural compliance, risk management through practical case studies, dispute avoidance mechanisms, and breakdown of appeals**, reinforcing the Bank's commitment to **institutional legal and regulatory compliance**.
- In 2022, the Firm successfully represented ten (10) employees of **Patricia Technologies Limited** in the successful recovery of their entitlements, including salary in lieu of notice, salaries during suspension, unpaid pensions, and additional compensation, through negotiation.
- In 2022, the Firm also acted for four (4) employees of **Glover Technologies Limited**, securing through negotiations, the recovery of their entitlements, comprising salary in lieu of notice, salaries during suspension, unpaid pensions, and further compensation.
- Represented a Togolese shipowner in a **London arbitration** under a Charterparty for the recovery of unpaid hire fees of over **Two Million United States Dollars**. The Firm secured a favourable award while significantly reducing costs as the reference was determined on documents.
- Represented a full-service engineering, surveying, planning and project management company and its SPV established for the purpose of a PPP project in an **Arbitration** against the **Lagos State Government** for the unpaid project fees under a Consultancy and Triparty Agreement.
- Representing a real estate company against a lessee (Arbitration) for the damage to the property caused by the conversion of the school to service apartment (without consent); and representing the client in Court for the claim of lessee for the termination of the lease before its expiration (due to the conversion of the property).
- Representing a client in contesting an application to set aside arbitral award in Nigeria while preparing processes for the enforcement of arbitral awards proceeding in the United Kingdom for use by appointed external counsel.
- Acted as external counsel in four (4) labour and employment-related disputes brought by former employees of **Heritage Bank Plc (now defunct)**, advising

and representing the Bank in claims for wrongful termination, unpaid benefits, and entitlements.

- In 2022, the Firm also acted for two (2) employees of **Union Bank**, in labour disputes in the National Industrial Court and Court of Appeal securing the recovery of their entitlements comprising salary in lieu of notice and further compensation.
- Successfully representing an employee of **Polaris Bank** against the Bank before the National Industrial Court and the Court of Appeal for a suit on wrongful termination of employment.
- Acted as primary counsel for disputes representing a corporate group comprising of bank, real estate company, and malls. These matters spanned commercial, corporate governance, and real estate issues. This includes the successful prevention of the removal of directors and the company secretary of a real estate-mall special purpose vehicle (SPV) by a foreign mezzanine lender by securing the setting aside of a requisitioned Extraordinary General Meeting.
- **Currently handling** an appeal before the Court of Appeal, Ekiti Judicial Division, addressing the distinction between tortious interference with business and breach of contract.
- **Secured judgment** at the Court of Appeal on grounds of lack of diligent prosecution and presently representing the client before the Supreme Court. Filed the Respondent's Brief and a Preliminary Objection challenging the appeal for failure to obtain leave in respect of grounds involving mixed law and fact.
- One of our Partners represented **Ejovi Dredging and Marine Services** in multiple debt recovery matters. This involved the Arrest of Vessels and utilising Mareva Injunctions in the matters.
- One of our Partners represented **Aramex Delivery Services Limited** in the successful recovery of a multi-million debt from Dana Airlines.
- One of our Partners represented **Schiste Oil and Gas Limited** against an engineering company in the recovery of unpaid charter hire.
- One of our Partners represented a major Nigerian oil upstream company against a shipping company in the recovery of all outstanding multimillion Naira sums due under a Crude Evacuation Agreement/Charterparty. **This involved the procurement of the arrest of the Vessel owned by the debtor shipping company.**
- One of our Partners advised a **ND Western Limited** (JV party) on the **termination of a Gas Processing Agreement** for failure to construct the Gas Plant within agreed timeline and the recovery of the Agreed Shrinkage Price of US\$4/MMBtu of the estimated Shrinkage Volume and represented the company in Court (for the Injunction preventing ingress to the OML 34) and

Arbitration for the sum of **Twelve Million, Seven Hundred and Nineteen Thousand, Two-Hundred and Nineteen United States Dollars and Forty Cents (US\$12,719,219.40)** being the sum payable for the failure to complete the construction and facilities within the GPA-provided period.

- One of our Partners was part of the team that represented Polaris International LLC in an admiralty matter where MT Capoeira (the “**Vessel**”) was arrested by Esscom Petroleum and Gas Limited (“**Esscom**”) by an order of the Federal High Court in a claim for the sum of **Three Billion Naira (₦3,000,000,000.00)**. The team (including one of our Partners) secured the release of the Vessel to Polaris within few days after timeously procuring a bank guarantee.
- One of our Partners was part of the team that represented Cloud Innovation Limited (“**CIL**”) in an appeal against the decision of the High Court of Ekiti State.
- **A Partner in our Firm** was part of the legal team that represented “Bank PHB/Keystone Bank” in a series of appeals before the Court of Appeal, Lagos Division. The appeals challenged the conviction of “Bank PHB/Keystone Bank” and raised critical issues, including: the proper identity of the convicted entity; the jurisdiction of the trial High Court; the validity of convicting a corporate entity that did not exist at the time the alleged offence was committed; and whether criminal liability can be transferred through a purchase and assumption.
- Analysed Charterparties, prepared legal opinions, and commenced FREP Actions for vessel release detained by a No-Cast-Off Order by the NMDPRA and crew detention.
- One of our Partners in a prior employment was the primary counsel representing a client for the *rescission of a property purchase contract* and refund of over 6 *Bitcoins* due to failure to deliver payment receipt, contract documents and deed.
- Currently representing a client against the Lagos State Government and other agencies for trespass to land and planting flowers on the property for use as a park.
- Currently representing a client in a suit against NIPOST bothering on issues of opening and tampering with the client’s correspondence and breaching the privacy of correspondence.

Finance & Securities Dispute

- Represented an investment firm based in Lagos, Nigeria, in an action brought against it by an investor at the High Court of Lagos State for unpaid investment sums up to hundreds of millions of Naira.

- Our Partners was part of the team that represented the owners of a Nigerian stockbroking firm in a suit brought by the previous owners of the stockbroking firm at the Federal High Court of Nigeria. The suit deals with the transfer/sale of a Dealing Membership Licence issued by the Nigerian Stock Exchange.

Shipping, Aviation & Oil Services Dispute

- One of our Partners represented **MRS Oil** in the recovery of a multi-million debt from Arik Air. This involved the Arrest and grounding of an Aircraft and freezing of the bank accounts of Arik.
- One of our Partners was part of the team that represented a ship owner against a **major oil and gas exploration and production company** in Nigeria for loss of hire and demobilization fees on a vessel chartered but not mobilized by the latter.
- One of our Partners was part of the team that represented a German international shipping and container transportation company (the 5th biggest in the world) in a suit brought against them by the owner of the goods relating to the carriage of goods by sea from Hamburg to Nigeria.
- One of our Partners was part of the team that represented a Nigerian shipowner in an action against the Nigerian Ports Authority in respect of damage done to its vessel (due to an unmarked submerged wreck) whilst it was passing through a channel within the purview and pilotage of the Nigerian Ports Authority.
- Successfully defended the Bareboat Charterers of a Vessel with Chinese Owners with respect to the vessel's arrest (and procured the release of the vessel), on the instructions of **China P&I Club**, in relation to the breach of agreement between the Time Charterer and sub-Time charterer.
- One of our Partners was part of the team that successfully defended a suit of wrongful arrest suit (at the Federal High Court of Nigeria and the Court of Appeal of Nigeria) commenced by a shipowner.
- Currently defending the Owners of a vessel, on the instructions of the **London P&I Club** (member of the International Group of P&I Clubs ("IGP")), in connection with an alleged damage to MSG Cargo by a Nigerian charterer.
- One of our Partners acted for **Ejovi Dredging and Marine Services Limited** in relation to recovering possession of a vessel from its bareboat charterers.

Criminal Dispute & Investigation

- Currently representing, on a *pro bono* basis, three indigent clients who have been accused and charged with criminal offences in contravention of the Criminal Law of Lagos State. Our representation is based on the relevant provisions of the Constitution of the Federal Republic of Nigeria 1999 (as

amended) which states that every person charged with a criminal offence shall be entitled to defend himself in person or by, legal practitioners of his own choice and shall be presumed innocent until he is proven guilty.

- **A Partner in our Firm** was part of the legal team that represented Bank PHB/Keystone Bank in a series of appeals before the Court of Appeal, Lagos Division. The appeals challenged the conviction of “Bank PHB/Keystone Bank” and raised critical issues, including: the proper identity of the convicted entity; the jurisdiction of the trial High Court; the validity of convicting a corporate entity that did not exist at the time the alleged offence was committed; and whether criminal liability can be transferred through a purchase and assumption of assets.
- Currently advising and representing a leading Nigerian oil & gas company regarding an ongoing criminal investigation of a Nigerian oil and gas entity regarding criminal conspiracy and diversion of petroleum products, among other things, worth over Three Million United States Dollars.
- Successfully represented a client before the Court of Appeal, Benin Division, and secured the setting aside of a conviction for armed robbery and conspiracy to commit armed robbery.
- Obtained a significantly reduced sentence in a guilty plea on a charge of drug possession and dealing at the Federal High Court, Abeokuta. Leveraged a strong understanding of criminology to craft a persuasive Allocutus, which contributed to the favourable outcome.

ELECTION ADVISORY AND POLICY DISPUTE

- One of our Partners was part of the small core team that advised the All Progressives Congress (“**APC**”) on the evidential baseline of the disputes likely to arise from the 2023 General Election. This advise included the necessary documents to have in custody for the evidence act threshold in light of the timelines and time limitation, as well as the foreseeable grounds to question the results.
- One of our Partners was part of the team of Counsel forming the ***APC Governorship and National & State Houses of Assembly Election Petition Team – Lagos (2023)*** while also forming part of the team representing Labour Party, Peoples Democratic Party, Accord etc. in other States in several pre-election suits and election petitions. Our Partner was involved from the strategy development and advisory before and after the elections, drafting of processes, witness preparation, evidence evaluation, and final address drafting and adoption while complying with the time requirements of election matters.
- One of our Partners represented a card-carrying member of the Peoples Democratic Party (“**PDP**”) and the PDP’s candidate that contested to represent Oguta/Ohaji Egbema/Oru West Federal Constituency, in a pre-

election matter commenced by All Progressives Congress at the Federal High Court.

- One of our Partners represented a card-carrying member of the Labour Party and the candidate for Lagos West Senatorial District at the Court of Appeal, against the Labour Party in a pre-election matter bothering on substitution of candidates.
- One of our Partners was one of the Counsel that represented the declared party in the election contested by Gbadebo Rhodes-Vivour in the Governorship Election Petition Tribunal Holden at Ikeja, Lagos State in 2023.
- One of our Partners was one of the Counsel that represented the declared party in the election contested by Azeez Olajide Adediran AKA Jandor in the Governorship Election Petition Tribunal Holden at Ikeja, Lagos State in 2023.
- One of our Partners was one of the Counsel that represented the Labour Party and its returned candidate in Abia State Gubernatorial election in the Governorship Election Petition Tribunal Holden at Umahia, Abia State in 2023. The Petitions include those filed by the APC and PDP.
- One of our Partners was one of the Counsel that represented Accord and its candidate in the Petition contesting the Rivers State Gubernatorial election result in the Governorship Election Petition Tribunal Holden at Port Harcourt, Rivers State.
- One of our Partners represented the returned candidate of the House of Assembly election for the Oshodi/Isolo Constituency I of the Lagos State Assembly in the National and State House of Assembly Election Petition Tribunal Holden at Ikeja, Lagos State.
- One of our Partners represented the returned candidate of the House of Assembly election for the Mainland Constituency II of the Lagos State Assembly in the National and State House of Assembly Election Petition Tribunal Holden at Ikeja, Lagos State.
- One of our Partners represented the APC, the returned party of the House of Representatives election for Surulere Federal Constituency II Lagos in the National and State House of Assembly Election Petition Tribunal Holden at TBS, Lagos State in 2023.
- One of our Partners represented the returned candidate of the House of Representatives election for Shomolu Federal Constituency, Lagos in the National and State House of Assembly Election Petition Tribunal Holden at TBS, Lagos State in 2023. This petition was filed by the People Democratic Party and its Candidate.
- One of our Partners represented the returned candidate of the House of Representatives election for Shomolu Federal Constituency, Lagos in the National and State House of Assembly Election Petition Tribunal Holden at TBS, Lagos State in 2023. This petition was filed by the Labour Party and its

Candidate and was struck out by the Tribunal upon our Partner's application on the ground of abandonment due to the Petitioners' failure to timeously apply for the issuance of pre-hearing notice.

- One of our Partners represented the returned candidate of the House of Representatives election for Surulere Federal Constituency I Lagos in the National and State House of Assembly Election Petition Tribunal Holden at TBS, Lagos State (before the appointment of the returned candidate as the Chief of Staff to the President and the withdrawal of the Petition).
- One of our Partners represented the returned candidate of the House of Representatives election for Agege Federal Constituency, Lagos in the National and State House of Assembly Election Petition Tribunal Holden at TBS, Lagos State in 2023.
- One of our Partners represented one of the Petitioners (Candidate and Party) contesting the House of Representatives election for Amuwo Odofin Federal Constituency, Lagos in the National and State House of Assembly Election Petition Tribunal Holden at Ikeja, Lagos State.
- One of our Partners represented one of the Petitioners (Candidate and Party) contesting the House of Representatives election for Eti-Osa Federal Constituency, Lagos in the National and State House of Assembly Election Petition Tribunal Holden at TBS, Lagos State in 2023.
- One of our Partners was a core member of the team that represented Zamfara State Government in the Naira scarcity - redesign and demonetization case. This include preparing the application and obtaining the order setting aside President Muhammed Buhari's directive on the Naira redesign and demonetization policy made in an attempt to usurp the court's jurisdiction and amend the Court's order.

IMMIGRATION, EMPLOYMENT & LABOUR

- In 2022, the Firm successfully represented ten (10) employees of **Patricia Technologies Limited** in the successful recovery of their entitlements, including salary in lieu of notice, salaries during suspension, unpaid pensions, and additional compensation, through negotiation.
- In 2022, the Firm also acted for four (4) employees of **Glover Technologies Limited**, securing through negotiations the recovery of their entitlements, comprising salary in lieu of notice, salaries during suspension, unpaid pensions, and further compensation.
- Acted as external counsel in labour and employment-related disputes brought by former employees of **Heritage Bank Plc (now defunct)**, advising and representing the Bank in claims for wrongful termination, unpaid benefits, and entitlements.

- Provided advisory services to **Heritage Bank Plc (now defunct)** on employment policies, workplace compliance frameworks, and review of internal HR processes to ensure alignment with Nigerian labour laws.
- In 2022, the Firm also acted for two (2) employees of **Union Bank**, in labour disputes in the National Industrial Court securing the recovery of their entitlements comprising salary in lieu of notice and further compensation.
- Representing an employee of a multinational oil and gas company at the National Industrial Court of Nigeria in a claim for outstanding redundancy benefits. The fact of the case bordered on when redundancy claims can validly arise.
- Represented a multinational company in negotiations with its trade union over a trade dispute. We are also negotiating a Collective Bargaining Agreement with the trade union.
- Advised a wildlife conservation organization on the redundancy of its staff due to the donor funding loss as a result of the Trump Administration government efficiency department cuts. This exercise required a thorough audit of the affected staff as well as the negotiation of redundancy terms.
- Representing an employee of a multinational oil and gas company at the National Industrial Court of Nigeria in a claim for outstanding redundancy benefits. The fact of the case bordered on when redundancy claims can validly arise.
- Representing an employee of a financial institution who was outsourced to a Nigerian oil and gas company, in proceedings before the National Industrial Court of Nigeria. The case involved claims of unlawful termination of employment and required advisory on the nature of the tripartite employment relationship, including the identification of the actual employer based on the facts.
- Advised and representing an employee of a financial institution who resigned from her position in reliance on an offer from an oil and gas company, only to be dismissed three days after resuming at the new employment. The matter involved a claim for detrimental reliance arising from the premature termination of the new employment.

INTELLECTUAL PROPERTY, ENTERTAINMENT AND MEDIA

- Advising and representing a talent manager in connection with an agency agreement with a well-known skit maker. The agreement covers the Agent's responsibilities relating to promotion and publicity, duty to disclose potential promotional opportunities, duty of care, conflict of interest, and confidentiality obligations.

- Advising and representing a popular skit maker in respect of an endorsement, promotion, and advertising campaign agreement with a fintech company. The agreement includes provisions on mutual indemnity and mutual exclusivity.
- Advising event organisers on a publicity agreement with a media firm for promotion of the event during a defined campaign period. The agreement addresses copyright ownership of all promotional materials (vested in the organisers), exclusivity of the publicity firm's promotional role, budget allocation and disbursement from a dedicated promotion account, and the firm's duty to provide financial accountability.
- Advised a local artisan on a series of commission agreements with a gallery in Abeokuta. The agreements included provisions on commission fees and conditional assignment of copyright, which was subject to payment of 10% of net onward earnings (less expenses) from future sales of the commissioned works.
- Preparing a suite of agreements for a local production company, including a writing agreement with a content development firm (addressing delivery timelines and copyright ownership), negotiation of co-production arrangements, and drafting the co-production agreement between the local production company and a prospective co-producer for a feature film.
- Advising a digital foreign exchange platform for the trading of foreign currency, in connection with its licensing requirements, incorporation within Nigeria and in overseas territories, legal consultancy on the location of its servers and intellectual property rights as applicable under the Trademark registration in Nigeria.
- Advised on franchises for the establishment of a chain of Japanese themed restaurants in Nigeria and Ghana.
- One of our Partners was part of the team that advised an international upscale hotel management company (with over 16,000 staff members, represented in 24 countries with 83 hotels and, resorts) and its Nigerian affiliate in the development of a world-class hotel with approximately 200 rooms in Nigeria. His scope of work included the review of the Management Agreement, the Trademark Licensing Agreement and the Marketing & Central Services Agreement to ensure their compliance with Nigerian laws and regulations, and registration of the requisite documents with the National Office for Technology Acquisition and Promotion (NOTAP).

TAX

- Advised a major glass and plastic producer based in Agbara, Ogun State on the power of the House of Representatives to monitor and request for tax compliance documents.

- One of our Partners was part of the team that advised an Energy company on compliance with the House of Representatives' requests for tax documents and analysing legislative powers over companies.
- Advising a player in the oil and gas industry on VAT exemption using the gas utilization policy.
- Advising several multinational clients and attending reconciliation meetings with various state internal revenue Service (IRS) as it concerns additional tax liabilities.
- Advising a Nigerian restaurant chain on applicable taxes relating to its operations and real property transactions in Nigeria.
- Advised a multinational company with respect to double taxation and additional tax assessments levied in multiple jurisdictions where client operates.
- Advising a player in the oil and gas industry on VAT exemption using the gas utilization policy.
- Advised a **Shipowner** on the registration of their expatriate employees for PAYE

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