

KIRUJA MERCY ADVOCATES LLP NETWORK



Practice with a Heart

**NATIONAL HEAD OFFICE | TOPLAW BUSINESS CENTRE | LEGAL
PROFESSIONAL SERVICES EDEN SQUARE COMPLEX, BLOCK 1, 7TH FLOOR
WESTLANDS.**

OUR VISION

To be a top law practice in Africa; there is always room at the top.

OUR MISSION

To scale up the law practice in Africa by creating strategic partnerships with clients for
community and professional impact.

OUR VALUES

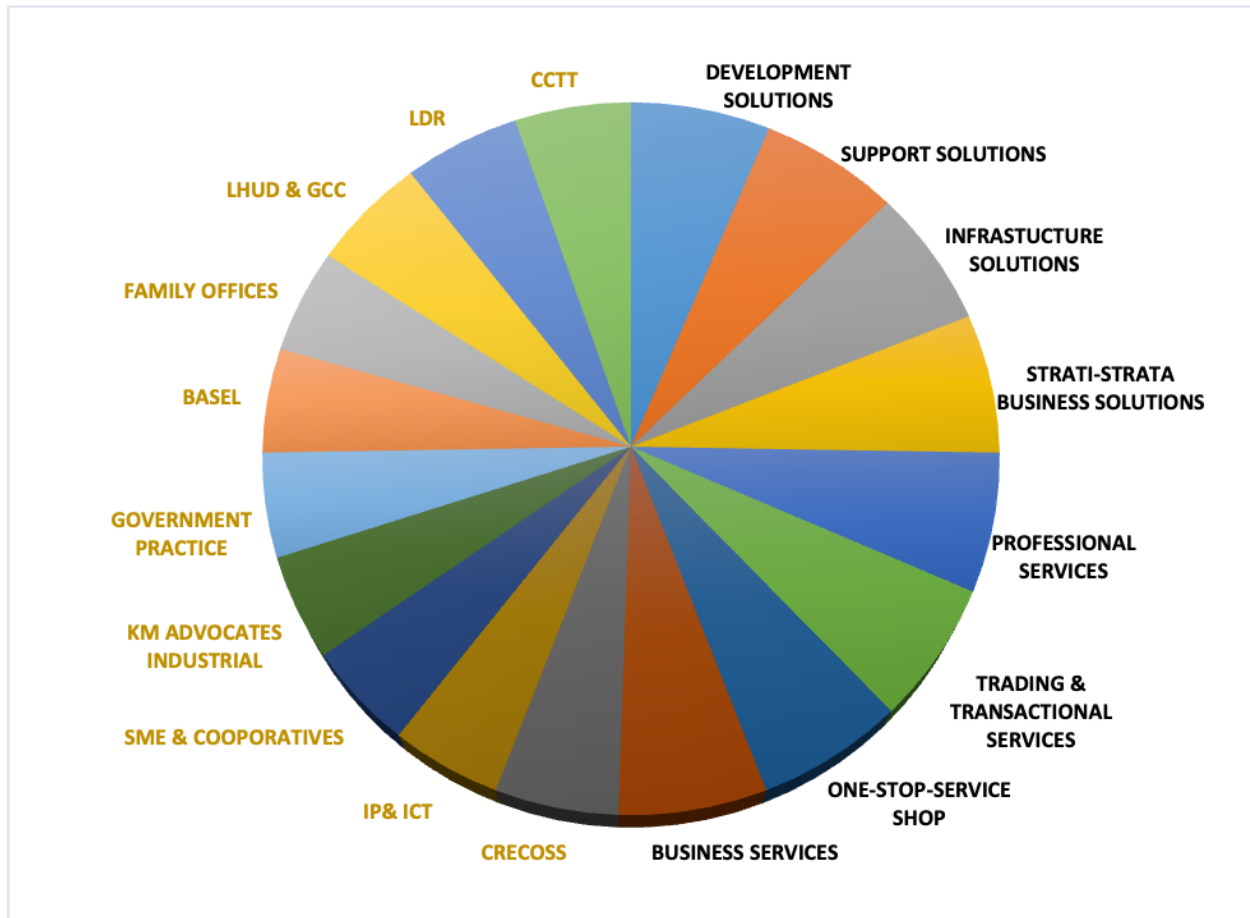
Partnership, Teamwork, Commitment, Client Service, Professional Excellence,
Community impact, Entrepreneurship and Innovation.

1.0 INTRODUCTION

Kiruja Mercy Advocates LLP is fully fledged Law Firm with a vast experience in commercial corporate and litigation services. We are structured and organized into National Legal Practice and Service Divisions, Specialized Practice and Service Firms in matrix organizational structure spreading out regionally. Our concept is informed by the need to strategically understand and address the legal needs of our Clients. It was founded in 2019 by Mercy Segah who boasts of years of practice over a wide range of Practice areas from both contentious to non-contentious matters. With a keen focus on community impact, the firm pursues strategic partnerships with clients who are seeking great services with a twist of community impact. Kiruja Mercy Advocates LLP believes that a community focused solely on profit making is an imbalanced society; hence, it is buttressed on the principle of making change while creating partnerships. The firm focuses on the development of Services for our clients through unparalleled matchmaking, one-stop non-stop end-to-end global services, balanced with the development training of matching legal professionals who are commercially aware. As an end, the firm's mission is to build capacity on the sectoral and client focused value addition services offered through such commercially and community aware lawyer client Everywhere, Everything with Essence and Ease while building the capacity of industry Great Services and Great Society.

**PRACTICE
GROUPS
DIVISION**

**DEVELOPMENT
GROUPS
DIVISION**



LIST OF ABBREVIATIONS

- **CCTT** – Commercial, Co-operate Law, Tax and Trade Law;
- **LDR** – Litigation and Dispute Resolution Law;
- **LHUD** – Land Housing and Urban Development;
- **GCC** – Gated Communities Centre;

- **BASEL** – Banking, Security and Loans Credit Obligation Services;
- **SME** – Small and Medium Enterprises;
- **IP & ICT** – Intellectual Property & Information, Communication and Technology;
- **CRECOSS** – Religious and Non-Religious, Charitable Organizations and Society.

1.1 COMMERCIAL LAW PRACTICE GROUPS

i. **Corporate, Commercial, Tax and Trade Law**

ii. **Energy, Mining & Petroleum**

iii. **Infrastructure & Public Private Partnerships.**

iv. **Intellectual Property, Information Technology and Entertainment Law.**

1.2 PROPERTY LAW PRACTICE GROUPS

i. **Land Housing and Urban Development**

ii. **Gated Communities Centre**

1.3 LITIGATION AND DISPUTE RESOLUTION PRACTICE GROUPS

i. **Courts Department**

ii. **Tribunals Department**

iii. **Arbitration & Other ADR Centre**

1.4 FINANCE AND ECONOMIC LAW GROUPS

i. **Financial Service Markets**

ii. **Banking, Securitization and Loan Obligation Services (BASEL)**

1.5 PUBLIC LAW GROUP

i. **Government, Government Services & Regulatory Law.**

1.6 PRIVATE LAW GROUP

i. **Family, Succession and Estate Planning.**

1.7 CHARITABLE ORGANIZATIONS & INTERNATIONAL DEVELOPMENT INSTITUTIONS (CRECOSS & IDI PRACTICE GROUP).

The Firm has all its services centralized at the **KIRUJA MERCY ADVOCATES LLP BUSINESS CENTRE**, Eden Square Complex, Block 1, 7th Floor, Westlands. It also has a Regional Mt. Kenya Service Firm at Meru County, Amazon Building Kanyakine, Nairobi Meru Highway.

2.0 MANAGEMENT

Before the founding of the firm, Mercy Segah worked as a litigation and conveyancing advocate for a top tier firm Sichangi Partners and Advocates. Before graduating as an advocate she worked in the same firm, firstly as an intern then as a pupil during her post graduate education at the Kenya School of Law. She participated in building departments at the firm and was eventually the advocate in charge of real estate department. This position enabled her to grasp various nuances associated with corporate law, commercial and real estate law on top of her already stable litigation grounding. Mercy is not only a lawyer, but she is also a certified management consultant, a skill that led to the managing partner involving her deeply in the development and implementation of business models that made the firm a high performing firm. She also offers pro bono legal services to FIDA and the CRADLE to ensure that the under privileged have access to legal aid. Mercy

Segah is also an astute academic who published her work with the World Bank, the University of Nairobi and most recently, the University of Pretoria.

The firm has subsequently morphed into a Limited Liability Partnership with Kiruja Miriko as the Partner in Charge of Conveyancing and Commercial with Segah as the Managing Partner.

3.0 WORK EXECUTION STRUCTURES

To foster innovative, efficient and cost-effective execution of Client instructions, the various KM Practice Groups ensure that the legal needs of a client are fully satisfied. Below is a brief overview of the KM Practice Groups.

3.1 COMMERCIAL LAW PRACTICE GROUPS

3.1.1 Corporate, Commercial Law, Tax and Trade Law

This department encompasses Corporate Governance which is the process by which organizations are directed, controlled and held to account. Higher shareholder expectations of Boards have led to pressure to ensure compliance with Corporate Governance practices and guidelines as well as increase transparency of reporting. Our Corporate and Commercial Law practice recognizes this need as well as the growth of conduct of business by way of incorporated entities, which entities must meet basic thresholds of legal status and compliance to validly enter into legal relations.

The services under this Practice Group range from incorporation of companies and trusts, registration of societies, registration of business names, registration and incorporation of Non-Governmental Organizations, corporate restructuring of Companies, and advising on the regulatory regime thereof, registration and incorporation of Co-operative Societies as well as advising on the regulatory framework, incorporation of various forms of companies, including

domestication of foreign companies and corporate re- structuring. The Practice ensures that the client 's annual returns are filed on time, changes to the client 's constitutional documents are registered within the prescribed time limits, documentation for effecting the Client 's decisions are drafted accordingly and filed at the appropriate registries, various Company notices are issued as warranted by law, and so on. In essence, we help the Client be in full compliance with all the relevant laws.

Corporate and Commercial Group has further specialized into the following practice units;

1. Mergers and Acquisitions Practice

Given the recent trends of companies forming alliances to, among other things, improve market presence or reduce costs of production, the Practice Group seeks to provide high quality service and expertise in a broad variety of acquisitions and disposals of assets, companies and businesses and covers all such transactions including acquisition of shares, business or other assets, whether inside or outside Kenya, resulting in the change of control of a business, part of a business or an asset of a business in Kenya in any manner and includes a takeover.

We offer structured pre-merger and post-merger advice on national, bilateral or multinational transactions involving diverse jurisdictions. We have capacity to negotiate acceptable settlements and solutions for the parties involved depending on the nature of each transaction and can undertake services such as due diligence investigations, statutory and regulatory compliance advisories, business advisory services relating to the operations and management of a business, drafting and negotiation of all relevant contracts and

agreements, advisories and management of intellectual property rights involved or being transferred, schemes of arrangement or Corporate restructuring, take-overs and management buy-outs, among others.

2) Tax Law Practice

The Firm has a fully-fledged tax Practice Group which specializes in direct and indirect tax advisory services for our diverse clients including companies, branches of foreign companies established in Kenya, NGOs, charitable trusts and individuals. The services offered by this Practice Unit include, but are not limited to, pre- business establishment tax advice in order to enable the client appreciate the tax implications to his/its business and the most tax efficient-vehicle for carrying on business; general tax advice to individuals and corporate entities; advise on the most efficient remuneration structures for expatriate employees and top executives including directors; processing stamp duty exemption in land transactions, where applicable; tax litigation before Local Committees, Tax Tribunals and Courts of Law; Tax due diligence and reviews in mergers and acquisition transactions and share deals, including related tax implications and warranties.

The Firm further renders tax advisory legal services for our diverse clients including companies, branches of foreign companies established in Kenya, NGOs, charitable trusts and individuals. The services offered include, but are not limited to, pre-business establishment tax advice in order to enable the client appreciate the tax implications to their business and the most tax efficient - vehicle for carrying on business; general tax advice to individuals and corporate entities; advise on the most efficient remuneration structures for

expatriate employees and top-executives including directors; processing stamp duty exemption in land transactions, where applicable; tax litigation before Local Committees, Tax Tribunals and Courts of Law; Tax due diligence and reviews in mergers and acquisition transactions and share deals, including related tax implications and warranties.

3.1.2 Energy, Mining and Petroleum

This practice group is comprised of a specialized team of experts and legal professionals well versed in corporate commercial transactions with specific emphasis in Energy Law. The Group provides specialized legal services for energy industry companies, developers, government clients, significant users of energy services etc. They provide unique and flexible legal services, tailored to deliver maximum benefit to our clients, and real-time solutions to legal problems.

This Practice Group offers services including: specialist advice in Renewable Energy i.e. Geothermal Power Projects, Wind Farming, Hydro, Solar, biomass etc.; Offer specialist advice in Oil & Gas during Drafting and Negotiation of Energy business contracts which include: Joint Venture Agreements, Private Public Partnership Agreements; Private Equity Agreements; Concession Agreements; Production Sharing Agreements; Power Purchase Agreements; Fixed Term Electricity Agreements; and Utility Service Energy Contracts for the Electricity subsector i.e. Area Wide, Basic Ordering Agreements and Model Agreements etc.; Advise on Energy regulatory and compliance, Advice on regulatory, legislative or statutory powers, duties, obligations, rights and compliance issues specific to the industry.

3.1.3 Infrastructure and Public Private Partnerships

The Firm prides itself as one of the leaders in the Infrastructure and Public Private Partnerships legal service providers in Kenya. This Practice Group provides top legal and attendant services

to clients within the Infrastructure and Public Private Partnerships Legal Service Market. Today's Infrastructure and Public Private Partnerships market is dynamic, due to the entrepreneurial spirit of the Infrastructure and Public Private Partnerships players, the dedication of resources by funds and businesses to create new companies, tactics & strategies for competitive advantage, integrated and sophisticated engineering, finance, and legal services and practice required to meet client demand and combined scarcity of Energy, Infrastructure, Mining, and PPPs resources to meet the needs of man.

The Practice Group offers specialized services encompassing: Project Finance and liability analysis, Taxation advisory, drafting legislation & Interpretation, Drafting Joint Venture Agreements, Drafting Service level agreements, Advisory on legislative or statutory powers and compliance issues, production sharing agreements, Litigation, mergers and Acquisitions etc.

The Infrastructure Group is divided into 4 sub categories consisting of;

- Telecommunication
- Transport
- Aviation
- Water

3.1.4 Intellectual Property Law

This Practice Group advises local and international clients on all aspects of intellectual property, including, but not limited to, registrations, assignments and renewal of trademarks, industrial designs, patents, and utility models and registered user and license agreements for local and overseas clients, registration of patents and industrial designs under the Kenyan Industrial

Property Act, the Patents Cooperation Treaty and the ARIPO protocol, payment of annual maintenance fees on behalf of clients, advising on copyright, registration of plant breeders' rights including filing applications for grant of such rights and liaising with the Kenya Plant Health Inspectorate Services (KEPHIS).

This Group also undertakes media and entertainment law related transactions and advisory services. Media has always been traditionally conceived as comprising print publications, radio and television. Now media has been forced to enlarge to encompass cinema, video, computer games, mobile telephony content and software and the internet including blogs and social networking sites, thus providing a much larger field than initially conceptualized. The Division therefore seeks to service the various legal issues the industry faces through review, drafting and negotiation of contracts as well as ensuring development by offering regulatory advisory services.

Under the Intellectual Property Law Practice, a Specialized Unit **known as the Information Technology and Entertainment Law unit was founded** to promote specialization, innovation and efficiency.

Information Technology and Entertainment Law

This Unit was set up to cater to the media and entertainment industry with regards to servicing the various legal issues the industry faces as well as ensuring development in this area by offering regulatory advisory services. Subsequent to extensive market research and discussions with various stake holders, the services that the Firm will be seeking to provide are; drafting and negotiation of contracts, legal advisory services, regulatory advisory, business entity formation

intellectual property services in conjunction with Segah Intellectual Property Office (SINTEPO) as well as ICT Related Legal Services.

3.2 PROPERTY LAW PRACTICE GROUP

3.2.1 Land, Housing and Urban Development (LHUD)

The scope of this Practice Group involves (but is not limited to):

- a) Knowing, understanding and rendering legal advisory services on all the relevant land use, land management, planning and zoning laws and issues in Kenya.
- b) Knowing, understanding and rendering legal advisory services on the core land laws such as the National Land Commission Act, the Land Act and the Land Registration Act.
- c) Undertaking legal transactions in and offering legal advisory services on all forms of land use in Kenya.
- d) Undertaking legal transactions in the different forms of land tenure systems.
- e) Understanding and undertaking legal transactions for different forms of land ownership such as freehold and leasehold and for properties owned by government, county councils, individuals or groups.
- f) Knowing, understanding and rendering legal and advisory services on the different forms of land securitization.
- g) Knowing, understanding and rendering advisory services on the different forms of land transfer including transmission, compulsory acquisition, adverse possession and statutory sale.

- h) Researching, analyzing and writing papers on a broad variety of land subjects and concerns such as informal settlements, environmental degradation, human and wildlife conflicts, fraudulent allocation of land, sustainable land and resource use, etc.

ON HOUSING, the department renders legal and advisory services on:

- a) All government housing sector policies;
- b) All housing laws and regulations;
- c) Estate Management Policies and Regulations developed by Government;
- d) Real Estate Investments Trusts (REITs); and
- e) Regional and international policies, strategies, measures and incentives on improving the living environment in slums and informal settlements and for promoting and providing affordable, sustainable housing or low cost housing developments.

IN URBAN DEVELOPMENT the unit renders legal and advisory services on:

- a) All legislative framework governing urban planning and development in Kenya;
- b) All policies, plans, integrated development plans, strategies and programmes for Urban Development in Kenya;
- c) land use, land sub-division, land development and zoning by public and private sectors for any purpose, including industry, commerce, markets, shopping and other employment centers, residential areas, recreational areas, parks, entertainment, passenger transport, agriculture, and freight and transit stations

within the framework of the spatial and master plans for the city or municipality;

- d) infrastructural development and services within the city or municipality;
- e) Settlement Schemes;
- f) Rates, taxes levies, duties, fees and surcharges on fees as well as tariff, rates and tax and debt collection policies developed and implemented by government, whether national or county.

3.2.2 Gated Communities Centre

The Gated Communities Centre offers its services to chartered cities, organized communities, multi-unit developments and commercial developments. The services available to these developments include:

- a) The Centre offers holistic **legal planning, development, risk management, and post completion operative and management legal advisory and structuring services;**
- b) Real estate **support services** relating to purchase and sale of land and additionally offers land-related services to facilitate land transactions;
- c) **Hosting of Special Bespoke Project Technical Teams** (Resources & Infrastructure;
- d) The Centre offers **tailored office space to large real estate projects with a dedicated legal team** to deliver **exclusive** and exceptional service to projects;
- e) **Real Estate Management Advisory**

The Centre's panel of professionals offers direction and advice on structuring and incorporation of Management Companies to meet current and emerging needs of Charter Cities, Gated and Organised Communities (GOC), Multi-unit Developments and Commercial Developments.

- f) The Centre engages developers providing affordable housing for low income earners and links them to buyers.

g) Real Estate Finance and Security Documentation

The Centre engages professionals specializing in the Banking and Securities sector to connect clients with financing facilities. The legal professionals are involved in drawing of the relevant documents to facilitate effective and efficient borrowing and creation of charges at the best interest of the clients.

h) Organization of communities within Gated Developments

The Centre professionals engage in educating the consumers of the communities of the importance of taking up the services of a Management Advisory (comprising of the legal, planning and other disciplines on need basis such as economists and sociologists). The Management Advisory will act as consultants offering social, governance and administrative structure input into the management companies carrying out day-to-day running of the communities. The Centre will also link the communities with professional service providers for provision of social amenities and management.

3.3 LITIGATION AND DISPUTE RESOLUTION PRACTICE GROUP

3.3.1 Litigation and dispute resolution

The Firm offers legal services and represents Clients' interests in a range of areas such as:

a) Dispute Resolution (Alternative DR, Arbitration and Mediation);

Our practice seeks to help our Clients solve their disputes in a cost-effective manner and in a manner that protects their relationships with their business partners. We therefore encourage amicable resolution of disputes of whichever nature, between our Clients and their employees, investors, private entities, and governmental entities;

b) **Civil & Commercial Litigation;** we represent Clients in all Courts briefs in both prosecution and defending capacities;

c) **Real Property Litigation;** we represent Clients in proceedings brought by or against them as real estate project developers and/or owners. In particular, we offer services in preparation of notices to quit or termination of leases, enforcement of obligations to provide services by other landlords, proceedings against tenants in breach of agreements, bankruptcy and insolvency proceedings against debtors, etc.

d) **International Law;** we advise Clients on International Regulation of Multinational Corporations, International trade controls, global expansion and sourcing strategies, Customs and border protection laws, bilateral investment protection and treaties, export and import control regulations, international environmental obligations and cooperation in the form of treaties, agreements and resolutions created by intergovernmental organizations as well as national laws and regulations as being used to protect the environment, international trade law and in particular the World Trade Organization and its legal regime, proceedings before international tribunals and courts, law of the sea regulations and legal regime, etc., as and when circumstances may warrant;

- e) **Administrative and Public Law**; we represent Clients in matters of judicial review of adverse decisions of public authorities and/or tribunals, in public enquiries for or against the Clients, or statutory and disciplinary proceedings preferred by or against the Clients.
- f) **Debt Recoveries, Bankruptcy and Insolvency**; we undertake these at both local and International level: We have established an experienced and skilled Debt and Insolvency Unit which exclusively deals with debt collection and litigation matters;
- g) **Employment**; we represent Clients in all types of employment litigation, mediation and dispute resolution;
- h) **Insurance Litigation and Dispute Resolution**: we represent Clients in insurance disputes;
- i) **Media Disputes**; especially in regard to defamation, and privacy issues;
- j) **Product Liability**; especially where disputes arise on the safety of the Client's products.

3.4 PUBLIC LAW (REGULATORY) PRACTICE GROUP

3.4.1 Government, Government Services and Regulatory Law

The Government, Government Services and Regulatory Law Practice Group is a high-end legal consultancy providing innovative, risk-free and cost-effective business and corporate solutions for a multiplicity of clients ranging from Government Ministries, Constitutional Commissions and Offices, Statutory Bodies, State Corporations to County Governments. The Practice Group provides various services including:

- a) **Legislative Drafting**

With the frequent societal changes, need often arises for change of legislation to meet contemporary developments in Government and public sector, private sector, as well as domestic environments.

We assist our clients to participate in law making process by developing draft legislations, including regulations to Acts of Parliament, for their consideration, and eventual lobbying and or recommendation to relevant authorities for enactment into law.

Our work is to draft new laws (legislation); or changes or amendments to existing laws, as required by the Government. This legislation includes:

- i. Acts (laws approved by Parliament); and
- ii. Subsidiary legislation (laws made under the power of an Act).

b) Development of Public Policy

A policy is a statement of intention, strategy, principles and course of action, taken by Government. Policies may be developed pursuant to a legislation, in which case, they provide detailed guidelines on how certain things aspect of public affairs are to be managed. Policies may also precede legislations, in which case, they form, temporary State sanctioned modus operandi pending enactment of legislation to government a particular aspect of public affairs. In the latter instance, a Public Policy may subsequently inform the backbone of ensuing legislation.

Public Policy documents are detailed official government documents which informs the modus operandi for various stakeholders in both public and private sector.

Our advocates have participated in development and or review of public policies.

c) Legal Compliance and Legal Audit

We also undertake Legal Audit in public sector and private business; the cost of resolving a legal dispute or dealing with a compliance investigation can be substantial, not just on money terms but also in director and management time that might more productively be spent on driving the organization forward.

d) Regulatory law

We understand the complexities and regulatory requirements of numerous regulatory bodies in Kenya.

e) Advisories

We assist our clients navigate the regulatory arena through advisories and representations before these bodies.

f) Permits and approvals

We assist our clients obtain the necessary licenses, permits and approvals from these bodies.

3.5 PRIVATE LAW PRACTICE GROUP

3.5.1 Family law, Succession and Estate Planning

This Practice Group provides a family law representation that includes divorce, separation, child support and custody, division of matrimonial property and alimony, child adoption and other family related disputes.

The Group also advises clients on the preparation of wills for both Kenyan and non-Kenyan assets and it also provide advice on estate planning and private trusts including trusts amongst other things for maintenance of property and children as well as public trust for charitable and

conservation purposes. The department have a major practice area relating to the obtaining of grants of probate for estates including administration and vesting of assets handling contested litigious estate matters.

3.6 FINANCE AND ECONOMIC LAW PRACTICE GROUP

3.6.1 Financial Services Markets

The Financial Services Markets Practice Group provides the following legal services;

- i. Legal services to the Financial Markets including regulatory services;
- ii. Legal Advisory Services;
- iii. Financing mechanisms; and
- iv. Capital Markets legal framework restructuring.

3.6.2 Banking Securities and Loans Services (BASEL)

The Banking Securities and Loans (BASEL) Practice exclusively handles all Financial Services Market matters with the dedicated resources for unmatched service.

The Group offers advisory, management and consulting and shared support services in the Financial Services Market. It coordinates execution of financial service transactions such as commercial banking transactions, investment banking transactions, securities and securitization and representation of banks and non-banks institutions in preparation of various security documents including legal charges and mortgages, corporate bonds and debentures, chattel mortgages, letters of hypothecation, deeds of guarantee and indemnity, simple loan agreements, syndicated loan agreements, perusing security documents for companies

borrowing money and preparation of necessary board resolutions, and related stamping and registration formalities.

3.7 CHARITABLE ORGANIZATIONS & INTERNATIONAL DEVELOPMENT INSTITUTIONS (CRECOSS & IDI PRACTICE GROUP)

The Religious, Charitable Organizations & International Development Institutions (CReCOSS & IDI) Division is the principal manager of all legal work related to churches, religious organizations, charitable institutions, foundations, trusts, non-governmental organizations and the like. The end result is a fully functional programme that identifies the special and/or peculiar needs of the said organizations, and offers diverse services in line with their values, systems, rules and objectives.

3.8 CLIENT SERVICE PORTFOLIOS/ TEAMS

In a robust Commercial/Corporate environment the Firm has strategically positioned itself to Partner and Specialize in our Client's Business and the society presents a wonderful opportunity for a close business Partnership.

With growth and spread of our branches across the country the Firm has adopted a Specialized Customer Services Delivery Interface to best meet and serve the Client's needs implemented through the use of Client Service Portfolios/Teams (CSPTEAM).

CSPTEAMS are group of experienced Lawyers and technocrats within the firm who have been designed to specialize in the Client's business legal environment. The team becomes the Client's Mini-Law Firm or in-house Counsel so to speak, specially dedicated to anticipate and serve the Client's needs. In this case, such a team will be formed to provide legal services to

our clients and depending on the level of Partnership between the Firm and Our clients; the CSPTEAM would be elevated to a Department status serving the Company exclusively.

The concepts of the CSPTEAMS enable continuous provision to the clients by all the members of the team, such that in the eventuality that one member of the team leaves, it would be possible for the client's work to continue without interruption.

3.8.1 ATTUNED TO THE CLIENTS NEEDS AND REQUIREMENTS

As will largely be evident from the transactions detailed below, we have extensive and varied experience in legal transactions including the conduct of numerous due diligence exercises. We believe that this broad-based experience will enable us to fully understand and be attuned to their needs and result in some indirect saving of costs in achieving the client's objectives.

3.8.2 PROACTIVE AND CREATIVE APPROACH

The Partners and Associates at Kiruja Mercy Advocates LLP have established reputations for being proactive in steering a transaction to a successful conclusion by being both inquisitive and responsive, taking the initiative in identifying potential problems and addressing and resolving these at an early stage, in meeting deadlines, and finding practical workable solutions to difficult legal problems. They are also creative and commercial in providing advices and solutions, advising on the optimal manner in which a transaction may be structured so as to minimize the time and costs involved in completing the same.

3.8.3 PROPERLY SIZED AND PRICED FOR THE TRANSACTION

We believe that although we are one of the large firms in Kenya, we draw on the expertise of our other Partners and Associates who work in different but often related areas of legal work as and when required. Members of our Professional Team are highly qualified and have

significant experience in the legal world and are supported by other experienced lawyers in these areas of the Firm. We also have substantial support staff who facilitate the smooth acquisition, dissemination and delivery of the different tasks to exceed client expectations.

We also believe that by concentrating on the quality of our personnel (rather than the quantity) and applying a blended charge out rate for all members of our Professional Team the client essentially pays a very reasonable fee for experts in this field in Kenya and that expertise ensures that the transaction is concluded in a timely and cost-efficient manner.

3.8.4 CLIENT CARE AND TERMS OF ENGAGEMENT

The Firm's approach to Client Care and our usual Terms of Engagement would be applicable to the extent that they are not in conflict with the Contract finalized with the client. Once we receive client briefs, a letter of acknowledgement of receipt of instructions is sent out by the Associate Advocate to whom the matter is assigned, and who is ultimately the client contact for that particular brief. Any queries by the Client are addressed by the Advocate in charge of the matter, and in their absence by any member of the CSTEAM of the client, on directions from the Advocate in charge.

3.8.5 CONSORTIUM SERVICES

The Firm also offers consortium services to various clients on a need basis. We have undertaken various projects with our client partnership model.

3.8.6 CLIENT SATISFACTION

A satisfied client is the best recommendation for the work of the Firm and one that we would hope will return to us in the future. We welcome suggestions as to how we may improve our service. Nevertheless, misunderstandings and problems do arise and in such cases, we would

ask that clients speak to the partner in charge of their work, and if the matter cannot be resolved, the client is invited to contact our senior partner, who will then look into the matter and respond. Clients may contact us by phone at any time to discuss any transaction in progress and seek clarification. If the lawyer handling the matter is not available, the secretary or our switchboard will refer the call to another lawyer who may help or take a message.

At the time of taking instructions on a transaction, we will establish the timetable. It is our objective to meet necessary deadlines and otherwise deal with the matter as expeditiously and efficiently as possible. Factors beyond our control may affect the speed with which a transaction is progressed, for example, the level of co-operation received from outside lawyers and the efficiency of government departments, in particular, the Companies, Land and Trademark Registries.

3.8.7 FIRM FACILITIES

I. The TOP IMPACT LAW Centre

The **TOP IMPACT LAW CENTRE** is a centre that primarily employs a community impact bridge-approach to the University Education for junior entrepreneurs. The training offered is aimed at enabling entrepreneurs make a choice of vision, direction, and ownership as a strategic alignment of the high-level integration of learning and development into professional and business services.

II. The KM Research and Development Centre

The KM Research and Development Centre, is driven by the demand of social change and transformation, whereby there is a need for more productivity and space. Through the Centre, Research will be conducted to enable the different stakeholders fit well in the current modern economy.

III. ICT Tools & Services

The Firm operates with technology and has heavily invested in the use of ICT tools to better its services and this is evident in the following ways; Project Management System, Website, Social Media, Document Management System, email services, Accounting Systems, Client Management Portals, Legal blogs among others.

4.0 OFFICE OPERATION

4.1 WORKING HOURS

The Firm's offices are open Monday to Friday 8.00 a.m. to 5.00 pm and on Saturday 9.00am to 1.00pm. Our lawyers often work outside these hours and they may be contacted through mobile telephone and email.

PAST RELEVANT ASSIGNMENTS/ WORKS CATALOGUES

PROPERTY LAW

a. GROOTS Kenya

We are the legal representatives of GROOTS Kenya. An organization which ensures equitable and empowered society in which women especially grassroot women are effectively engaged in development through leadership and advocacy.

We are in the process of Transferring two properties that GROOTS Kenya owns to a sister organization Leadership Centre for Transformative Development through a Gift.

b. ZION MEDICAL CENTRE

We are the legal representatives of Zion Medical Centre a hospital located in Bungoma County.

We have drafted and reviewed the Lease agreement between the hospital and the Lessors and have offered employment law advisory services to the Directors of the hospital.

c. UNITY WEST SEZ LIMITED

The firm is currently undertaking the legal representation for a number of Purchasers purchasing off plan properties from Unity Wes Sez Limited who is the Proprietor as the Lessee from Tatu City Limited. The Vendor is in the process of developing the Property inter alia 640 units. We are currently engaged in the due diligence process by conducting searches at the relevant registries, review of the Agreement for Sale and Lease documents and procure engrossment of the Agreements and execution by the Parties. We shall be undertaking and /or following up on the completion and registration of the Leases at the Lands Registry and ensuring the Vendor's Advocates obtain the sectional plans and Titles depending on the applicable Laws at the point of Transfer.

d. ELMER ONE DEVELOPMENT LIMITED

The firm is currently engaged in representing a number of purchasers purchasing off plan property from Elmer One Development Limited who are in the process of erecting 265 residential units on portions of adjoining land situated in Nairobi area which parcels are in the process of being amalgamated. We are currently engaged in the review of the offer letters, Agreements for Sale and the Lease. We are also conducting due diligence process by conducting searches at the relevant registries, reviewing the amalgamation approvals, building plans and shall undertake and/or follow up on the completion and registration of the Leases at the Lands

Registry and ensuring the Vendor's Advocates obtain the Sectional Plans and Titles depending on the applicable Laws at the point of Transfer.

e. MZIZI COURT LIMITED

The firm is currently engaged in representing a number of purchasers purchasing off plan property from Mzizi Court Limited who are in the process of erecting 640 residential units on land situated in Nairobi area. We are currently engaged in the review of the offer letters, Agreements for Sale and the Lease. We are also conducting due diligence process by conducting searches at the relevant registries, reviewing building plans, layouts, schedules of finishes and specifications and shall undertake and/or follow up on the completion and registration of the Leases at the Lands Registry and ensuring the Vendor's Advocates obtain the Sectional Plans and Titles depending on the applicable Laws at the point of Transfer.

e) Adverse Possession Claim

The Firm handled a claim in adverse possession. The assignment involved defending our client in the High Court of Kenya against claims of adverse possession over one of their properties in Meru. We successfully obtained Judgement in favour of our client.

COMMERCIAL TRANSACTIONS

a) ILO- International Land Organization

We have aptly offered consultancy and advisory services to ILO and its network of International Organizations or corporate restricting within various jurisdictions in Africa. Further, in matters commercial law and operational management, we have offered ILO and its partners advisory on incorporation of NGO's and international entities and the best instrument of operation within Africa.

b) Micro Energy Credits (Africa).

We have been involved in drafting, review, engrossment and procured execution of the Service Agreement between Micro Energy Credits (USA) and Micro Energy Credits (Africa).

We have also offered tax advisory services to Micro Energy Credits (USA) on tax laws in Kenya and tax implications of the Service Agreement between Micro Energy Credits (USA) and Micro Energy Credits (Africa).

c) Africa Drought Inhibition Limited Livestock Protection Limited (ADILP)

ADILP is one of Companies among many that we have registered for our clients and drafted a Franchise Agreement for ADILP. We have also prepared and filed the requisite Application Forms for registration of the proposed Patent for ADILP.

Currently we are in the process of registering an NGO having obtained instructions from ADILP.

d) Emerald Properties

Our advocates have been retained by the above company to sell purchase and manage its properties. Our real estate department works intricately with the construction professionals in drafting reviewing and execution of the relevant agreements. We also manage its ongoing developments spread across the country.



The firm is currently supported by a team of 15 members who are highly skilled and specialized in their technical areas and are a growing team of Partners, Associates, Lawyers and Legal Assistant.

SENIOR MANAGEMENT

Mercy Segah

Founding Partner

Head of IP, ICT, Oil & Gas Law

MBA –Holder Masters in Business Management

LLM- Masters of Laws University of South Wales-

LLB- Bachelor of Laws University of Nairobi

Postgraduate in Advocacy

Certified Management Consultant

Professional Certified Mediator

Advocate & Commissioner of Oaths

Member of Law Society of Kenya

Member of East African Law Society

Kiruja Miriko

Partner

Head of Commercial and Corporate Division

LLB- Bachelor of Laws Catholic University

KSL-Post Graduate Diploma in Advocacy

Advocate of the High Court of Kenya

Commissioner of Oaths

Member of Law Society of Kenya

Member of East Africa Law Society



HEAD OFFICE

EDEN SQUARE COMPLEX, BLOCK 1, 7th Floor, WESTLANDS.

P.O Box 4922-00100, Nairobi – Kenya.

Tel: +254 721739095, Cell: +254 0713400071.

Email: kirujamercyadvocatesllp@gmail.com.

kmadvocatesllp.org