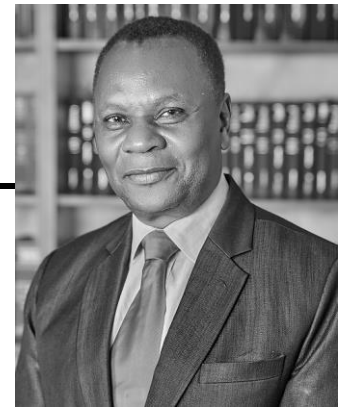


CURRICULUM VITAE



Name of Staff Alex Thomas Nguluma

Profession Advocate of the High Court of Tanzania Mainland and Zanzibar and Subordinate Courts, Corporate and Tax Law Consultant

Position: **Managing Partner**

Practice Areas:

- Tax Law
- Corporate Law & Insolvency
- Negotiating, Drafting and Executing International Contracts
- Litigation & arbitration

Name of Firm REX Advocates

Contact Details: 344 Toure Drive | Ghuba Road | Oysterbay

Physical and Postal Address: P O Box 7495
Dar es Salaam, Tanzania

E-mail, Telephone, Fax and Website Address:

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Fax No.: + 255-22-221 1189
Mobile No.: + 255 784 784 949

Nationality: Tanzanian

Qualifications:

Doctor of Philosophy (Ph.D)
(Warwick University, United Kingdom and University of Dar es Salaam - 1991)

Master of Laws (LL.M)
(University of Dar es Salaam - 1981)

Bachelor of Laws (LL. B)
(Hons) (University of Dar es Salaam - 1977)

Short professional courses in Tanzania, Kenya, Zambia, Zimbabwe, Dubai, USA and the UK

Social Responsibility

Member in:

Activities:

- Gymkhana Social Club
 - CEO Round Table of Tanzania. A Chief Executive Officers' Organisation intended to discuss, review, liaise with Government on various social economic issues affecting the business community in Tanzania.
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Areas of Career Specialisation:**Experience:**

- Dr. Nguluma is an advocate of the High Court of Tanzania (Mainland) and Zanzibar and Courts subordinate thereto. He has over 35 years of experience of practice as a business legal consultant both in Zanzibar and Mainland Tanzania. He was a partner in ENSafrica Tanzania, a successor of REX Attorneys, a leading law firm in Tanzania. Conversely, REX Attorneys was the successor of Maajar, Rwechungura, Nguluma & Makani, Advocates and Epitome Advocates. He is head Corporate, Tax and Insurance Legal Services Department of the firm. He practices in tax and corporate reorganizations, corporate consultancy, tax and commercial litigation, commercial arbitration, corporate re-organisations, liquidations and receiverships. He has a hard to rival experience in tax and general commercial litigation and arbitration and is held in high regard from the courts, clients, and peers. He has handled important cases in the mining, telecommunications (interconnection issues) banking, and manufacturing cases with values ranging from USD 10,000,000.00 to USD 249,000,000.00 and TZS 125 Million to TZS 26 Billion to mention but few. He is also an expert on legislative and regulatory reviews. Key corporate matters include work for companies in gas to electricity project, cement manufacturing, cigarette, telecommunications, insurance and agriculture. His strength in tax law was gained while working for PWC Tanzania where he was Corporate and Tax Consultant for 9 years ending up as an Associate Director and Head of Legal and Secretarial Department.
- Dr. Nguluma's previous experience consists of a successful 17 years of teaching career at the Law Faculty, University of Dar es Salaam. Dr. Nguluma taught at the Law Faculty University of Dar es Salaam during the years 1978 - 1996. During this period, he was also posted to the Tanzania Industrial Studies and Consulting Organization to work as a legal/management consultant on secondment terms (1981-1991) before he joined Coopers & Lybrand a predecessor of PWC (1991-1999). In 1997 merged with Pricewaterhouse to form PriceWaterhouseCoopers. In his capacity as legal counsel in PWC, Dr. Nguluma was responsible for commercial litigation especially tax cases and tax legal advice, commercial arbitration; providing legal and business support services to clients on company secretarial services, company formation and post establishment services such as obtaining business licenses, professional or specialized licenses,

export/import documents; other corporate legal services such as negotiating, drafting and or reviewing legal documents/instruments, for instance, joint venture agreements; know-how, licensing agreements; lease agreements; land conveyancing documents; shareholders' agreements; profit sharing agreements; debenture and mortgage instruments; guarantee agreements.

- Dr. Nguluma formed part of PriceWaterhouseCoopers team that carried out a review of the road maintenance fund and related regulations. He drafted the Road Fund Legislation which formed the backbone for the establishment of the Tanzania Road Authority. He was previously involved in the privatization of the leather sub-sector, the pilot privatization initiative by the Tanzania Government before privatization was adopted in all sectors of the economy.
- Dr. Nguluma was lead consultant of a consultant's team (2001) that carried out a study of the Tanzania Harbor's Authority Land Titles, Concessions and Leases and Powers of the Authority over the lands when THA was gearing to modernise further and expand capacity of its Ports.
- Dr. Nguluma was part of the MRK&N team engaged by the United Nations Industrial Development Organization (UNIDO) to draft Operational Regulations for the Tanzania Investment Centre (TIC) during the first half of year 2001; he was also part of the consultancy team which drafted the Companies Act, 2002 and the Companies Regulations.
- Dr. Nguluma was team leader of Rex Attorneys team of lawyers in the engagement as local counsel to the Millennium Challenge (2008), the US Government Assistance to Tanzania, with the task to advise the US Government legal firm in the US on all legal aspects of the MCC, including liaising with the Attorney General's Chambers to put in place an appropriate and sustainable legal structure to regulate and manage the project.
- Dr. Nguluma led the local firm (REX Attorneys) in reviewing and reforming of the Business Licensing Act of Zanzibar in collaboration with a London based consulting firm Maxwell Stamp Plc, London.
- Dr. Nguluma led REX Attorneys' team in reviewing the Zanzibar Conservation Policy and the Law and drafted the Stone Town Conservation and Development Authority Act of 2010 of the Laws of Zanzibar.
- Dr. Nguluma is a lead Advisor in reviewing major agreements for clients such as Helios Africa Limited on acquisition of local telecommunication assets, ASB Development Limited Dubai, Celtel Tanzania Limited and Private Agricultural Sector Support Trust.

- Dr Nguluma has undertaken a number of successful company liquidations and receiverships, such as liquidation of Zambia Tanzania Road Services Limited as part of a project team in Coopers and Lybrand; liquidation of East African Shipping Lines Limited as part of a project team in Coopers & Lybrand; Liquidation of Shell Exploration Limited; Receivership of Visiwani Sea Ferries Limited; Receivership of Mkonge Hotel Limited; Receivership of three hotels in Zanzibar and Receivership of Shindika Group Limited.
- Dr. Nguluma was part of REX Attorneys Team of lawyers which together with a team of lawyers from Reed Smith, London Office attended to two International Arbitrations involving Tanzania Electricity Company Limited (TANESCO), which is Rex Attorneys' client and DOWANS and TANESCO and RDEVCO Inc. He was involved in another high-profile International Court of Justice (ICC) arbitration as lead defence counsel on behalf of the Revolutionary Government of Zanzibar (2022-2022).
- 2001 -Dr Nguluma was lead consultant in a study to review the Organisation Structure of the Rufiji River Basin Development Authority (RUBADA) and projects carried by the authority with a view to assess its efficacy and recommend any necessary improvements on the authority. The study involved conducting of an assessment of the RUBADA legal structure and a review of other water basin authorities and the Water Resource Legislation to identify any gaps that would impede efficient operation of the Authority. As part of the assignment the setup of a joint venture rice project Ifakara was carried out.
- Dr. Nguluma is involved in the World Bank sponsored Doing the Business, an annual investigation on the national regulations that enhance business activity and those that constrain it (ongoing); and Getting the Deal Through- Mining and Oil Regulation, a law business research which provide international analysis in key areas of law and policy by leading corporate counsels', cross-border practitioners and businesspeople in over 30 jurisdictions worldwide (ongoing).
- Dr. Nguluma has deep legal knowledge and experience in M & A issues and Telecommunication matters.
- Dr. Nguluma served as member of the TEX team of lawyers which advised China Merchants Port Holdings Company Limited in negotiations with the Government of Tanzania in relation to the proposed construction of a modern industrial city at Bagamoyo. In this assignment the team advised the client in relation to different kinds of approvals and licensing requirements from

Tanzania authorities, in order to implement the projet and conducted due diligence in relaton to the ownership status of the project site. In addition to this, a review of the following legilsations which were relevant to the project. The legislation includes the Ports Act, 2004 (No. 17 of 2004); The Employment and Labour Relations Act, No. 6 of 2004; The Employment and Labour Relations (Code of Good Practice) Rules, 2004; The Social Security Legislation of 2017; The Companies Act No. 12 of 2002; The Law of Contract CAP 345; The Warehouse Receipts Act, 2005; The Land Act, CAP 113; The Land Registration Act CAP. 334; The Village Land Act, 1999; The Public Health (Sewage and Drainage) Act, CAP 336; Occupiers Liability Act, CAP 64; The Environmental Management Act, 2004; The Plant Protection Act, 1997; The Water Utilization (Control and Regulation) Act, 1974; The Immigration Act, 1995; The Income Tax Act, 2004 and The Value Tax Act, 2015.

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|-------------------|-----------|---|-----------|
| Languages: | English | - | Excellent |
| | Kiswahili | - | Excellent |

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|----------------------|----------|---|---|
| Directorship: | Director | - | Fern Company Limited (Chairman) |
| | Director | - | CEO Round Table (Chief Executive Officers Round Table of Tanzania) |
| | Director | - | KCB Bank Tanzania Limited |
| | Director | - | Alliance Insurance Corporation Tanzania Limited |
| | Former | - | Director Mwanga Hakika Microfinance Bank Tanzania Limited |
| | Director | - | Kwanza Fair Trade Tanzania Limited |
| | Member | - | Former Governing Council Member Tumaini University Dar es Salaam |
| | Member | - | Law School of Tanzania |
| | Former | - | Former Board Chairman Exim Financial Services Limited |
| | Former | - | Former Governing Council Member of the Institute of Finance Management Tanzania |

Memberships:

- Tanganyika Law Society -Member
 - East African Law Society-Member
 - SADCC Law society
 - Gymkhana Club
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Dated October 21, 2022

Signed: 