

CURRICULUM VITAE

Name of Staff: NANCY TARIMO

Profession: Lawyer/Advocate

Position: Partner

Profile: A diversely skilled legal practitioner with over eight (8) years of professional experience working on general corporate commercial law matters, company secretarial services, banking & financial services, general legal advisory, labour & employment matters, immigration law, and competition law. Knowledgeable in legal compliance matters, and corporate governance, having acted for and advised both local and international clients in a variety of related transactions.



Name of Firm REX Advocates

Contact Details:

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Nationality: Tanzanian

Academic Qualifications:

LL. B Bachelor of Laws (LL. B)
The University of Cape Town, Class of 2012

Post-graduate Diploma in Legal Practice Law School of Tanzania, 14th Cohort, Class of July 2015
Admitted as an Advocate of the High Court of Tanzania and the courts subordinate thereto other than Primary courts.



**Certificate of
Competence in
Corporate Governance**

Eastern and Southern African Management Institute (ESAMI)
April 2021 - February 2022

LLM

Master of Laws in Corporate and Commercial Law (LL. M)
University of Dar es Salaam, Class of 2022

My Key Skills:

- Pro-active, self-motivated, and quick learner that can be left alone to complete tasks efficiently, diligently, and on time;
- Articulate and able to express myself readily, clearly, and effectively;
- Team player who is always positively ready to work collaboratively with others, welcoming feedback, and constructive criticism;
- Consistent, accountable, and dependable in all I do, always taking full ownership of my assignments/tasks;
- Adaptive, flexible, and accommodating and as such can attend to matters promptly as needed;
- Coachable and always open to learning new methods, and ways of better delivering the work;
- A stickler for details (detailed oriented) pay attention to the fine print at all times;
- Strong work ethic and always have a positive attitude and approach toward all of my assignments; and
- A problem solver who understands situations thoroughly, identifies underlying issues, and finds solutions.

Work History:

Partner at Rex Advocates (March 2023- to date)

Senior Associate at Rex Advocates (October 2019 to March 2023)

Associate at ENSafrica Tanzania Attorneys (July 2015 – September 2019)

Legal Officer at Rex Attorneys (June 2014 – July 2015)



Specific details of my work experience:

Company Formation and Secretarial Matters:

- Advising and assisting local and international clients (i.e., companies, and charitable organizations such as NGOs) in the incorporation and registration of legal entities, attending to their statutory compliance requirements. This list includes clients like CLHG Tanzania Ltd (CLHG), Engelhart, AEE Power, CBEA PowerGen Assets (T) Ltd (CBEA), Luno Money, PG Glass, HJFMRI, etc.
- Company secretarial matters such as preparing notices and agendas, meeting packs, attending committee meetings, board meetings, and AGMs, and recording minutes. Preparation of requisite company resolutions and maintenance of company statutory books. Some of these clients include Vodacom Tanzania Plc. (Vodacom), Jakaya Mrisho Kikwete Foundation, Marie Stopes Tanzania (MST), Nokia Solutions Tanzania Ltd (Nokia), CBEA, Citibank Tanzania Ltd (Citibank), Reliance Insurance Co. (T) Ltd, World Mobile Chain Ltd (WMCL), Sotta Mining Corporation Ltd (SMCL), etc.
- Conducting regularization of company secretarial records and registration of companies on BRELA's Online Registration System (ORS).
- Advising on company arrangements, shareholding restructuring, winding up strike-off, and/or deregistration procedures by assisting them with the requisite procedures, and preparation of approval letters and resolutions.
- Part of the team that conducted three (3) days of training on BRELA staff on company incorporation matters and the challenges faced with the ORS processes.
- Solely represented the firm at a workshop organized by BRELA on the reviewing of the proposed BO Regulations for companies and raising comments on issues that would be problematic and cause practical challenges.
- Advising clients on the new BO regulations and new requirements of the laws for BO submissions at BRELA.

Liaising with BRELA officials to get clarity on the new law's requirements.

Corporate Commercial Matters:

- Solely represented the firm at a workshop organized by BRELA on the reviewing of the proposed BO Regulations for business names and raising comments on issues that would be problematic and cause practical challenges.
- Part of the team that advised CRDB Bank Plc (CRDB). on the revision of their corporate governance framework, drafting procedures for the bank's board nominations and election of Board members and their tenure, and the revision and improvement of the bank's Memorandum and Articles of Association.
- Part of the team that advised ENSafrica and 3G Direct Pay Holdings Ltd on the regulatory approvals and/or notifications that may be required in Tanzania in the case of a transfer of shares in an entity incorporated in Ireland and the ultimate holding company of the group.
- Part of the team that advised MoneyGram on the implications of banking laws, telecommunications laws, and national payment system laws in their operations and the regulatory approvals and/or notifications that may be required in Tanzania.
- Part of the team that advised One Payment Tanzania Ltd (OPTL) on their application services license application at the Tanzania Communications Regulatory Authority (TCRA) and their National Payment System License at the Bank of Tanzania (BoT) being a payment systems operator.

Corporate Due Diligence:

- Conducting a comprehensive review of company documentation as part of corporate due diligence on companies and issuing due diligence reports on the corporate and legal standing of companies. Some companies include Coca-Cola Kwanza Ltd, Zanzibar Bottlers Ltd, Mountainside Farms Tanzania Ltd, OPTL, Tanga Cement Ltd, etc.

- Part of the team that advised CrossBoundary Energy Access 1, LP and CrossBoundary Energy I, LP on the relevant legal or regulatory requirements of the small-scale energy / solar sector, and private generation and sale of power in Tanzania.
- Part of the team that advised State General Reserve Fund-Oman by conducting legal, regulatory, and tax due diligence on Zanzibari laws looking at the intended investment of the establishment of a major cage fish farming
- Part of the team that was engaged by MTN Management Services (Pty) Ltd to prepare a confirmation memorandum on red flags arising out of local legal advice on the telecommunications legal and regulatory regime, IPO procedures, employment, tax, and other matters in relation thereto.

Legal Drafting and Review:

- Experience in drafting and reviewing share purchase agreements, share allotment agreements, lease agreements, employment contracts, deeds of settlement, shareholders agreements, shareholder loan agreements, services level contracts security documents, donor/grant agreements, consultancy contracts, non-disclosure agreements, MoUs.

Banking and Finance:

- Part of the team involved in the annual preparation of legal opinions based on annual surveys conducted on the area of custodian arrangements and applicable insolvency laws of the United Republic of Tanzania, for various clients of Baker & McKenzie such as Northern Trust, Citibank NA, State Street Bank, JP Morgan Chase Bank, etc.
- Part of the team that worked with Stanbic Bank, Standard Bank SA, KCB Bank, CRDB, PTA Bank, Nederlandse Financierings-Maatschappij Voor Ontwikkelingslanden N.V ("FMO"), and DEG-Deutsche Investitions-Und Entwicklungsgesellschaft MBH ("DEG"), in the drafting, perfection, and registration of security documentations such as loan agreements, mortgage deeds, debenture instruments, deeds of guarantee, and deeds of variation for several clients including the above mentioned. We also

conducted corporate due diligence and issued legal opinions on the enforceability of registered securities.

- Preparation of an opinion for The Bank of New York Mellon (BNYM) and its subsidiaries and affiliates in particular on the laws of Tanzania as they apply to certain questions relating to foreign exchange transactions to be entered into by BNYM in the custody context.
- Review of loan agreements and security documentation between Root Capital Inc., and its clients (Kaderes Plc., Mambo Coffee Co. Ltd, Mayawa Ltd, etc.) and advising them on possible action that can be taken to recover outstanding loan amounts, drafting the requisite demand notices.
- Advising Royal Oven on the company's restructuring and preparing shareholder loan agreements to guide this process. Preparation of the accompanying resolutions and forms necessary for the registration of the documents at the Land's Registry.

Labour and Immigration Matters:

- Advising and processing work and residence permit applications for expatriates seconded to work in Tanzania and advising on various immigration matters for HJFMRI., Abbott Fund, Mbeya Cement Co. Ltd, JTI Leaf Services Ltd, Alliance One, OPTL, CRDB., Swiss Contact Tanzania.
- Representing local and international clients on employment and labour relations matters as per the labour laws including but not limited to drafting employment contracts, advising on the disciplinary process, termination procedures, and retrenchment processes, clients such as Alliance One, PWC, Plan International Tanzania, MIC Tanzania Ltd, and HJFMRI.

Competition Law:

- Advising on competition law matters including but not limited to the preparation of merger notification applications, filling applications, and liaison with the Fair Competition Commission (FCC) throughout the notification process. Clients such as Shoprite Checkers (T) Ltd, CBEA – PowerGen merger notifications, etc.

- Part of the team that provided legal advice about the competition notification assessment of the intended corporate restructuring of the Distell Pyramid ownership structure by Remgro Ltd.
- Part of the team was involved in the analysis, preparation, filing, and registration of CLHG's standard terms and conditions at the FCC's Consumer Protection department as per the consumer regulations.

Membership in Professional Societies

- Tanganyika Law Society (TLS), the Bar Association of Tanzania.
- East Africa Law Society (EALS), an association of legal practitioners and national Bar associations in East Africa.
- Tanzania Women Lawyers Association (TAWLA).

Languages for Professional Work:

English - Excellent
 Kiswahili - Excellent

