

***“ONE OF THE MOST ESTABLISHED AND HIGHLY RESPECTED FIRMS IN BOTSWANA,  
ARMSTRONGS RECEIVES ABUNDANT PRAISE FROM ALL SOURCES”***

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**CHAMBERS, THE WORLD’S LEADING LAWYERS**

2nd Floor, Acacia House  
Prime Plaza, Plot 74538  
Western Commercial Road  
Central Business District

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P.O.Box 1368  
Gaborone, Botswana

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T - (267) 395 3481  
F - (267) 395 2757

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E - [info@armstrongs.bw](mailto:info@armstrongs.bw)  
W - [www.armstrongs.bw](http://www.armstrongs.bw)

## **PROFILE OF ARMSTRONGS ATTORNEYS**

Managing Partner: John Carr-Hartley

Number of partners: 4

Number of lawyers: 12

Languages: *English, Setswana*

Years in business: 36 years

Armstrong's continues to hold its position as a Market Leader for commercial work and the team is frequently seen on Botswana's big-ticket transactions. Highlights include a number of financing and acquisitions within the Mining and Retail Industries. Disputes work ranges from high level litigation in the diamond Industry to various construction related arbitrations. Armstrong's ensure that sufficient resources are dedicated to each matter on which they are instructed to ensure timeous delivery of quality legal services.

### **1. FIRM OVERVIEW**

Armstrong's is the leading corporate and commercial law firm in Botswana. We provide our clients with innovative legal and business solutions of a global standard and are recognised for our pioneering and developmental role in various commercial sectors within Botswana.

Established in 1983, the firm specialises in all aspects of corporate and commercial law including capital raising, listings, corporate and trade finance, competition law, banking and financial services, M&A, bonds and other debt or capital instruments, rights issues, marketable investment instruments, listed securities, mining and resources, energy, tax, employment and human resources, privatisation and public private partnerships. Additionally the firm has an extremely strong litigation and dispute resolutions practice.

### **2. DEPARTMENTS & SECTORS**

The departments within Armstrong's are:

- The Commercial Department;
- The Litigation & Arbitration Department;
- The Employment & Human Resources Department;
- The Property & Conveyancing Department;
- The Debt Collection Department;
- The Family Law & Estates Department.

Whilst the Practice comprises the above broadly named departments, no department exists in isolation and each Attorney is able to call on the expertise of other Attorneys within the Practice.

Owing to the experience and expertise of the partners and associates within Armstrongs, we are able to provide legal services across a wide range of sectors. Our main areas of practice include:

▪ **Banking and Finance**

The firm provides commercial and highly practical advice across all sectors and in respect of the full spectrum of financial products including syndicated lending, project finance, asset finance, acquisition finance, structured finance and leasing and has considerable international and local experience in this field. The commercial team also advises on finance sector regulation, insolvency and restructuring. Their clients include all major banks, large commercial enterprises (both local and international), global financial institutions, multinational corporations and parastatals.

▪ **Capital Markets**

As legal advisor to the overwhelming majority of share, note and bond issues which have been listed on the Botswana Stock Exchange and Government bond issues, the firm has vast experience in respect of: local banking law, the Botswana Stock Exchange Listing Requirements, the Companies Act, the Botswana International Financial Services Centre rules and regulations, Income Tax and capital raising.

▪ **Commercial Contracts**

The firm advises on a diverse range of commercial transactions and activities including joint ventures and business partnerships, purchase and sale transactions, agency agreements, franchises, management and outsourcing arrangements, logistics and many more.

▪ **Corporate**

Armstrongs provides advice and services to a large number of pre-eminent BSE listed and unlisted companies in Botswana on a wide range of corporate issues ranging from Stock Exchange compliance, corporate governance, acquisitions, takeovers, competition law, sell-downs, due diligence reviews and income tax structuring. The firm is known as the market leader in the field of competition law and is instructed on the vast majority of big ticket transactions requiring Competition Authority approval.

▪ **Employment and Human Resources**

The firm's Employment & Human Resources practice advises a number of industries ranging from the mining, banking, construction and rail industries. The firm has established itself a leader in providing effective practical solutions to employment and labour matters and is regularly called upon to advise on employment restructurings and retrenchment planning. The practice acts for major listed and unlisted domestic and international entities and is headed up by Moemedi Tafa, who is well-renowned for his solution-orientated tact in both contentious and non-contentious employment matters. The practice has a high and successful presence in litigious matters at the Industrial Court, the High Court as well as the Court of Appeal. The practice continues to be at the forefront of jurisprudential development in this field.

▪ **Family Law and Disputed Estates**

The firm has successfully handled a number of exclusive, highly valued matrimonial disputes and is headed up by Armstrong's experienced Attorney, Rita Keevil. The practice aims to settle all family matters as swiftly and amicably as possible. In some instances the litigation skills and financial literacy of the practice are essential to a fair resolution of disputes.

▪ **Litigation and Arbitration**

The firms' litigation, arbitration and dispute resolution practice undertakes litigation in the High Court, Court of Appeal, Industrial Court and Land Tribunal. The firm enjoys a formidable reputation for its expertise in the litigation and arbitration field and the Senior Litigation Partner (John Carr-Hartley) has more than 25 years litigation experience. John Carr-Hartley's and Moemedi Tafa's areas of specialisation include commercial litigation, international and local commercial arbitrations, advocacy, construction and civil engineering disputes and labour matters, FIDIC and JBCC contracts. The firm has is well known in the arbitration and ADR field for its innovative and pragmatic approach to dispute resolution.

▪ **Minerals, Resources and Energy**

Armstrongs is the firm of choice for the mining and resource sector. The firm provides services to the majority of multinational and domestic companies operating in the resources sector, and with a thorough knowledge of the Mines and Minerals Act and related legislation frequently liaises with the Ministry of Minerals, Energy and Water Resources, and the departments thereof on behalf of clients. One of the Commercial Partners, Siphso Ziga is a leading lawyer in the resources sector and acts on an on-going basis for numerous local and multi-national companies with interests in Botswana by assisting company formations; due diligence; compliance issues; applications for licences and capital raising.

The firm, through Mark Mckee is also highly active in the energy sector having advised the Botswana Power Corporation on a variety of energy matters including a number of power purchase transactions, fuel supply agreements and O&M outsourcing arrangements.

▪ **Privatisations**

The firm leads the field in privatisation in Botswana, having assisted with the formulation of the Government Policy on privatisation, and having advised on a number of high profile privatisations including the proposed merger of the National Development and Botswana Savings Banks, and the proposed privatisation of Air Botswana and the Botswana Telecommunications Corporation and the proposed merger of Botswana Post and the Botswana Savings Bank.

▪ **Property**

The firm specialises in conveyancing, transfers, sectional titles, formulation and registration of securities, mortgage bonds, deeds of hypothecation and notarial bonds.

▪ **Regulatory and Compliance**

Armstrongs has an exceptionally strong regulatory and compliance practice and has played a pivotal role in the development of the Botswana Stock Exchange ("BSE"), the collective investment undertaking industry, and the International Financial Services Centre, including assisting in the formulation of applicable legislation and regulatory regimes. In addition Armstrongs has acted as advisor to the Bank of Botswana's Consultative Committee in respect of the National Clearance and Settlement Systems Act, the establishment of rules for the Electronic Clearing House, and the sale and purchase of qualifying securities between banks with the Central Bank as central depository. The firm is also regularly involved in applications to the Central Bank for banking licenses and applications to the Botswana International Financial Services Centre for certification of companies as International Financial Services Centre companies.

▪ **Tax**

The firm provides advice on all local tax issues including, income and corporation tax and VAT.

### 3. **THE ARMSTRONGS TEAM**

#### ❖ PARTNERS

##### **John Carr-Hartley**

B.A. LL.B (University of Natal) 1989

John Carr-Hartley is the Managing Partner of Armstrongs, in addition he heads up the Litigation and Arbitration Department. John was admitted as an Attorney of the High Court of Botswana in and is a fellow of the Botswana Institute of Arbitrators as well as a member of the Botswana Law Society, High Court Case Management & Records Committee and the High Court Liaison Committee.

With more than 27 years' experience in the field of Litigation, John conducts the bulk of his work in the High Court and Court of Appeal. His position as one of Botswana's most experienced and sought after Litigation Attorneys is further entrenched by his numerous accolades achieved in this area of practice. His knowledge proves invaluable to clients who require representation in court. John's Specialisations include: - commercial litigation and dispute resolution; John has undertaken and conducted numerous trials and arbitrations as Lead Counsel in a diverse range of commercial disputes. John is particularly interested in the fields of Company and Shareholder Disputes, Banking Law, Medical Law, Civil Engineering and Construction disputes.

##### **Sipho Ziga**

LL.B. (University of Botswana) 1997

Sipho Ziga is the lead partner in the Commercial Department of Armstrongs. Sipho was admitted as an Attorney of the High Court of Botswana in 1997 and as conveyancer and Notary Public in 1998. Sipho is a member of the Botswana Law Society and is consistently ranked in the highest band by Chambers.

Sipho's specialisations include corporate commercial legal transactions; commercial research and due diligence enquiries; capital raisings, offerings, listings, corporate governance; negotiating and drafting commercial takeover, subscription, management and shareholders agreements; and labour relations. Sipho routinely carries out and gives advice on Botswana's law and regulatory environment with regard to mergers, securities and financial instruments to multinationals and international law firms. He has also assisted various clients with merger submissions and investigations by the Competition Authority.

Sipho's infallible expertise in mining law award him with the opportunity to act as advisor to the vast majority of multinationals and mining houses with interests in Botswana, by assisting in mergers and acquisitions; company formation; due diligence; compliance issues; applications for licences and capital raisings.

**Mark McKee**

LL.M. (University of Nottingham) 1992, LL.B. (University of Natal) 1998, B.A. (University of Natal) 1986

Mark McKee heads up Armstrongs' Commercial Department. Mark was admitted as an Attorney of the High Court of South Africa in 1991, the High Court of Botswana in 1993 as well as the Eastern Caribbean High Court (BVI) in 1998. Mark is a member of both the Botswana Law Society and the English Law Society.

As a highly experienced and technically minded lawyer, Mark's specialisations include corporate commercial legal transactions; banking and finance; regulatory matters; mining law; capital markets; corporate governance; intellectual property; infrastructure projects and private public partnerships.

Through Mark's invaluable experience gained as Director in a UK based, global firms' Banking and Finance Department, he has comprehensive legal and practical knowledge of asset based lending; structured finance; IFSC Structures; European leasing, consumer finance law and routinely provides advice on Botswana's law and regulatory environment with regard to securities, financial instruments and bonds.

Mark's reputable expertise in energy law coupled with his active involvement in Botswana's Energy Sector award him with the opportunity to advise on several critically important national projects and energy transactions.

**Moemedi Tafa**

LL.B (University of Pretoria) 2011, BCom Law (University of Pretoria) 2010

Moemedi Tafa is a Partner in Armstrongs' Litigation Department and heads up the Employment and Human Resources Practice in the firm. Moemedi was admitted as an Attorney of the High Court of Botswana in 2011 and is a member of the Botswana Law Society. He is extensively involved in advising and rendering opinions on company formations, drafting and reviewing of commercial and employment agreements and advising on various general business and employment issues.

Moemedi is regularly involved in several high-end corporate litigation matters and undertakes corporate commercial and labour litigation in the High Court, the Industrial Court and Court of Appeal. He has acted, and continues to act, for multinational organisations, parastatals and various entities in the mining, construction, banking and regulatory environments. Moemedi is well-renowned for his practical and solution-orientated approach to matters.

❖ ASSOCIATES

**Karen Phiri**

LL.M in International Finance and Banking Law (University of Liverpool) 2017, LL.B (University of Botswana) 2010

Karen Phiri is an Associate in Armstrongs' Litigation and Arbitration Department. Karen was admitted as an Attorney of the High Court of Botswana in 2011 and as a Conveyancer and Notary Public in 2011. Karen undertakes the bulk of her work in the High Court and Industrial Court of Botswana. Karen's specialisations include litigation in particular involving interpretation of Parliamentary Acts including the Motor Vehicle Accident Fund Act, the Botswana Power Corporation Act, the Electricity Supply Act; cross border debt recovery and commercial litigation; company liquidations; debt collection for commercial banks and corporate entities; conduct of trials in corporate labour disputes; general legal opinions in corporate governance, general company law, indemnities, general contract law; property law, insurance law, and workman's compensation claims; drafting, reviewing and vetting commercial agreements including finance lease agreements, suretyships, general lease agreements and sale and purchase agreements; defending claims for damages resulting from negligence and preparation of Briefs for Counsel.

Karen's sought after expertise in the field of litigation provides her with the opportunity to act as advisor to multinational corporations, statutory corporations, commercial banks, non-bank financial institutions and international non-governmental organisations.

**Outule Keatimilwe**

LL.B. (University of Botswana) 2012

Outule Keatimilwe is the Associate in Armstrongs' Litigation Department. Outule was admitted as an Attorney of the High Court of Botswana in 2012 and as a conveyancer and Notary Public in 2013. Outule is also a member of the Botswana Law Society. Outule undertakes the bulk of her work in the Court of Appeal, High Court and Industrial Court of Botswana.

Outule's specialisations include general litigation in particular family law, the law of delict, contract law and employment law. Other areas outside litigation in the sphere of her experience include drafting and reviewing of lease agreements, employment contracts, testamentary documents and sale agreements. Outule's experience gained during her time with the Copyright Society of Botswana broadened her knowledge with regards to the Copyright and Neighbouring Rights Act as well as general issues surrounding trademarks and patents. Outule's exemplary academic record combined with her high level of work ethic proves invaluable to clients who require representation in court.

**Simon Bathusi**

LL.B (University of Botswana) 2014

Simon Bathusi is an Associate in Armstrongs' Commercial Department. Simon was admitted as an Attorney of the High Court of Botswana in 2015 and as a Conveyancer and Notary Public in 2015. Simon is also a member of the Botswana Law Society.

Simon's specifications include corporate commercial legal transactions; drafting and reviewing of commercial agreements; drafting opinions; conducting legal due diligences; providing advice on compliance and regulatory frameworks. Simon regularly provides advice to local and international companies on banking law, energy law, labour, competition, tax, insurance and regulatory matters including the regulations of the Companies Act. He has had an opportunity to also deal with matters involving the Listing Requirements of Botswana Stock Exchange, Income Tax and Financial Services laws.

**One Seikano**

LL.B. (University of Botswana) 2014

One Seikano is the Associate in charge of overseeing the Conveyancing Department at Armstrongs. One was admitted as an Attorney of the High Court of Botswana in 2014 and as a Conveyancer and Notary Public in 2015. One is also a member of the Botswana Law Society.

One's specialisations include conveyancing and property registration of contracts and agreements of sale, opinions & research, registration of securities (mortgage bonds, deeds of hypothecation, notarial bonds and other securities), and registering leases. She also has general litigation experience and has appeared and represented clients in the Courts of Botswana (Magistrate, High court and Court of appeal). One's expertise has afforded her the opportunity to undertake big transactions concerning property and registration of securities. Her recent mandates range from drafting sub-leases for commercial plots, registering deed off hypothecations and registering an education trust as well as providing legal advice on property acquisitions.

**Ada Mqadla**

LL.B (University of Botswana) 2016

Ada is an Associate in the Commercial Department at Armstrongs.

**Tshepang Mokhurutshe**

LL.B. (University of the Witwatersrand) 2017, B.A. (Trinity College, CT) 2013

After recently completing her pupillage, Tshepang is the latest addition to the Armstrongs team of Associates, currently working closely with the Partners and more senior Associates in the Commercial Department.

**Craig Mosetlha**

LL.B. (University of Botswana) 2018

Craig is the latest addition to the Armstrongs team, as a Pupil Attorney, Craig assists all the Partners and Associates in the firm.

❖ **CONSULTANTS**

**Rita Keevil**

LL.B (University of Natal) 1981, B.A. (University of Cape Town) 1978, Diploma Advanced Property Practice (Milpark Business School) 1998, Diploma Trial Advocacy Instruction (University of Washington) 2011

Rita Keevil heads up Armstrongs' Family Law Department. Rita was admitted as an Attorney of the High Court of Botswana in 1987 and is also a member of the Botswana Law Society. Rita is the "go to" Attorney in high profile, high net worth matrimonial matters but is also known for her pro bono services to the disadvantaged members of our society, particularly where the rights of children are at issue.

She is a skilled negotiator and prides herself in being able to settle most of her matters out of Court. Rita is a founder member of the Journey of Hope Botswana and the Prisons Library, Language and Literacy Project. Rita devotes approximately 80 hours a year to the Trial Advocacy Programme which is aimed at developing the trial and courtroom skills of young attorneys in Botswana and has assisted in the training of hundreds of lawyers for no financial gain.

Rita's specialisations include: Matrimonial, Children's Rights, Wills, Deceased Estates, Disputes and International Private Law.

**4. RELATIONSHIP MANAGEMENT**

Although each Attorney or professional member of staff is encouraged to form their own relationships with clients and key persons within client organizations, we endeavour to ensure that a relationship is maintained with all the professional staff of Armstrongs.

The focus at the firm is on delivery. Our Partners and professional staff pride themselves on being available when required, and making time available, to ensure that our clients' needs are attended to timeously. We regard each client as a most important and valued client. We accordingly ensure that sufficient resources are dedicated to each matter on behalf of a client, so that each client is provided with a unique and inspired solution tailored to their individual matter.

#### **5. NOTABLE PROFESSIONAL ACHIEVEMENTS**

Without doubt, one of the foremost achievements of the Firm is its consistent ranking as the leading Commercial and Business Law Firm for Botswana in Chambers, the World's Leading Lawyers.

PMR Africa has consistently awarded Armstrongs the Diamond Award in the category of Legal Firms for Botswana, most recently we received the highest score and the following praise "*Armstrongs Attorneys is the 2018 winner in the category Legal Firms and will be receiving the Diamond Award, the highest Award, with an excellent score.*"

(PMR Africa)