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# Firm Profile

Dar es Salaam • Nairobi • Mombasa • Kampala • Kigali



# Who we are:

Cymbell Attorneys is a premier modern law firm, aimed at changing the dynamics of client-attorney relationships by providing pro-active accessible, efficient, ethical, and reliable legal solutions. The law firm is strategically placed to be in tune with its clients and the changing nature of business. The firm was established with the goal of becoming the law firm of choice in Tanzania to represent clients locally, regional level, and globally.

Cymbell Attorneys is based in Dar es Salaam and provides a full-service corporate commercial practice covering a wide range of business areas such as Banking and finance, Capital markets, Microfinance, Mergers & Acquisitions, Construction & engineering, Legislative and Regulatory Regime Review, Property/ real estate, Intellectual property, Dispute resolution and litigation, Environmental Law, and Mining.

The firm is supported by regional offices in Kenya; Nairobi and Mombasa (CM Advocates), Uganda (Cymbell Advocates), and Rwanda (CM Advocates). Whilst retaining a uniquely East African focus, Cymbell benchmarks itself according to international standards.



# Our Mission and Vision:

Our firms' mission and vision is to provide a full range of legal services to all businesses, institutions or persons, including local and multinational institutions and their Tanzanian subsidiaries in various industries. Cymbell Attorneys aims to offer practical solutions to our clients and ensure quality and excellence in realm of customer satisfaction, leadership, strategic and benchmarking. We understand that each client has a unique business structure and different needs; hence we provide a flexible solution that will compliment your existing internal set-ups. We undertake to embrace our client's needs and address them soundly by offering turn-around time services to enable them to make informed decisions. We are renowned for our commitment to excellence and for our ability to find innovative solutions to the most complex of legal problems which our clients recognize and value.

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# Our Values:

Our core values are Integrity, Excellence, innovation, and Client Focus. We believe in teamwork which allows us to provide our clients with seamless services across the board on each assignment that we take on.





# Our Clientele:

Our clientele includes local and international private companies, local and international financial institutions, and not-for-profit organizations. Over years, our Partners have advised the following local and international not-for-profit institutions, among others, on a number of transactions:

- **Remote Medical International Kenya Limited**
- **Wakandi Tanzania Limited;**
- **African Credit Limited;**
- **Aircon Electra Nairobi Limited;**
- **Ascom Networks Kenya Limited;**
- **Desbro Tanzania Limited;**
- **Elemech Engineering Kenya Limited;**
- **Erdemann Property Limited;**
- **FlightLink Limited**
- **HB Glass Limited;**
- **Harleys Kenya Limited;**
- **IBN Immigration Solutions South Africa Limited;**
- **Icea Lion General Insurance Tanzania Limited;**
- **Phoenix of Tanzania Assurance Company Limited;**
- **Kalpataru Power Transmissions Limited;**
- **Marry Gold Limited;**
- **Quton Tanzania Limited;**
- **Rumangabo International Limited;**
- **RAMCO Group;**
- **Sintel Security Solutions Limited;**
- **Monday Ventures Limited;**
- **Stratos Capital Limited;**
- **Uniflex Kenya Limited;**
- **MMG Gold Limited;**
- **Zabai Tanzania Limited.**





# Why Choose Us?

On account of our firm's regional networks and partners experience, our approach is simple. We always strive to provide our clients with the highest quality services in a timely manner. We appreciate that our clients need responsive, inventive and accurate lawyers, who not only assist in the provision of legal services, but a myriad of related matters. Our approach is to provide accurately, timely and best possible services that assist in the success and growth of our client's development.

We understand our clients' idiosyncrasies which enable us to understand their needs, putting us in the most ideal position to provide them the legal advice that they need. Each assignment is important to us and, as such, we strive to provide unrivaled legal services to every client that we work with. At Cymbell Attorneys we aspire to deliver timely and effective services at competitive rates, without compromising on the quality of our work.

Cymbell Attorneys will make use of the best practice and industry knowledge to deliver on all aspects of the assignments from the client accordingly:

- We are committed to quality and providing value. The team leaders will ensure quality control of all deliverables.
- Our fees proposal will be specifically at discounted rates.
- We will provide a team that is skilled, experienced, and able to deliver in relation to the scope of work and other legal matters.
- We will be flexible in our approach to accommodate any changes required in the execution of any assignment or any urgent instructions that must be attended, to suit the client's requirements of matters at hand; and
- The team leader and/or a senior associate will always be available for consultations by telephone, emails or summon to attend meetings at short notice if a more senior officer is required.



# Practice Areas:

Cymbell focuses mostly on corporate commercial law including acting as litigation lawyers for corporate clients on corporate litigations and acts as transactional lawyers on matters such as mergers, equity acquisitions, asset acquisitions, and corporate restructuring assignments, compliances. Furthermore, Cymbell corporate services include corporate and non-governmental organization formation, corporate secretarial services, corporate legal due diligence investigations, preparation of trade and investment agreements, and interpretation of laws impacting on clients' businesses and competition issues.

Cymbell also deals in the area of project finance, banking & related financial services, capital markets, real estate/ property, mining, gas & oil competition, insolvencies, employment, intellectual property law, commercial litigation, and arbitration. Below are some of the areas of law Cymbell specializes in: -





# 1. Corporate and Commercial Practice:

Often legal problems arise because of the failure of businesses to realize the potential presence of a problem. The unknown presence of the problem is more dangerous to the legal health of the business than is its knowledgeable presence. The best business decision any entity or corporation can make is to have a good team that will handle all the legal needs arising from the commercial aspect of their business.

We provide a broad range of corporate commercial and transactional services, including NGO's formation/registration, capital markets, company formations/branch registrations and corporate restructuring, due diligence investigations (corporate, commercial, and human resources), duties and responsibilities of directors and officers, and other corporate governance aspects, general commercial advisory and legal research, legal audit and compliance, commercial litigation guidance in engaging the statutory and regulatory environments affecting listed public and other companies, joint ventures, mergers and acquisitions, schemes of arrangement, share incentive schemes, stock exchange listings, de-listings and continued compliance, including dual listing regulations, takeovers, and trade agreements and environmental regulatory regime and compliance.



## 2. Non-Governmental Organization Practice:

Our Partners have over 20 years' combined experience in advising both local and international clients on the legal regime regulating charitable organizations in Tanzania. We have, among others, assisted our clients in setting up charitable organizations (both local and international), advised them on legal and regulatory compliance issues, provided secretarial support, provided restructuring options in line with the requirements of the new changes to the NGO law, processed certificates of recognition as charitable organizations at the Tanzania Revenue Authority (which certificate is required for all charitable organizations intending to apply or enjoy tax exemptions), provided advice regarding tax-related issues, provided immigration advisory support (such as processing of permits & visas), provided employment advisory services and provided all legal related services.

**Banking and Project Finance Practice:** We advise banks and financial institutions, both local and international, on many issues including the legal and regulatory regime necessary to carry out their activities in Tanzania. We assist banks and financial institutions in drafting loan documentation (loan/credit/facility/syndication agreements and security documents).

We prepare, perfect and register security documents such as Debentures, Mortgages over Rights of Occupancy, Mortgages over Leases, Share Pledge Agreements, Corporate and Personal Guarantees, and Chattels' Mortgage. Moreover, we ensure that security documents are registered at the relevant registries within the prescribed timelines under the law.

We also advise borrowers on lending transactions whereby we assist them in regularizing statutory filings at the Companies Registry, reviewing the loan and security documents, and advising them on different approaches and options available to them to secure the intended loan facility from banks or financial institutions.





# 3. Insolvency Practice:

Our Partners have over 20 years' combined experience in advising banks and financial institutions on recovery measures and procedures having worked on a number of recoveries both in mainland Tanzania and Zanzibar. Our role in these transactions includes reviewing the loan documentation to ascertain the rights and obligations of the parties, reviewing the relevant legislation with respect to rights of creditors and lenders in recovery proceedings, these laws include the Companies Act (as amended from time to time), the Insolvency Rules, the Land Act (as amended from time to time) and the Law of Contract Act (as amended from time to time).

Our role in insolvency proceedings includes advising the lender to issue proper notices to the borrowers as prescribed by law (the Companies Act and Land Act), advising the lender on the possible measures that can be taken by the borrowers to seek the intervention from courts of law to halt the insolvency proceedings, we advise lenders on measures to take upon taking physical possession of the charged properties including taking the necessary security measures over the charged properties, carrying out an independent valuation of the charged assets, taking the necessary insurance over the charged properties, preparing RFP for the disposition of the charged properties and evaluating the bids, we advise banks and financial institutions on which bids meet the minimum requirement set by law on the disposition of charged properties and finally process the disposition of the charged asset as appointed Receivers/Managers of the secured properties.

We also advise banks and financial institutions on the ongoing reporting requirements to the Registrar of Companies throughout the insolvency proceedings.



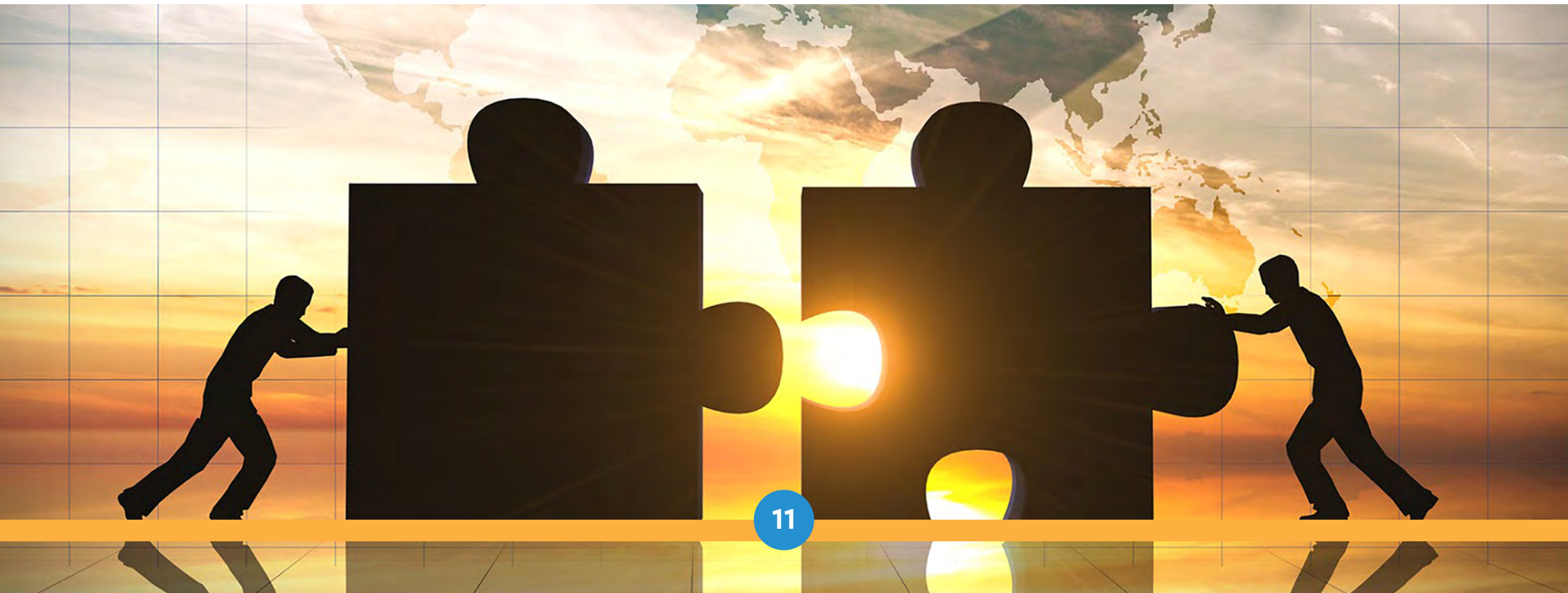
# 4. Capital Markets and Securities Practice:

We advise Arrangers, Guarantors and Underwriters, Issuers, and institutional investors on listings at the DSE. In our role as legal advisers on listings, we carry out an extensive due diligence investigation on the Issuer which goes beyond the requirements set out by the Capital Markets and Securities Authority. We assist in developing Prospectuses or, as the case may be, Information Memorandum for listing purposes and issue legal opinions on the transaction for inclusion in the offer documents.



# 5. Mergers & Acquisitions (M&A) Practice:

We advise clients on a myriad of competition and anti-trust issues. Our services include reviewing and advising agreements subject of the intended transaction (both for the acquiring and target company), our team assists clients in completing FCC forms, issuing advice on whether the transaction will result in the acquirer having a monopoly in the market, assisting clients on notifications to the Fair Competition Commission and representing clients on hearings at the Fair Competition Tribunal.





## 6. Property and Real Estate Practice:

We advise our clients on a number of property and real estate issues ranging from conveyancing to leasing of real estate or movable property. We develop conveyancing documents that are tailor-made to a particular transaction for the transfer of ownership from one party to another and, in the case of conveyance of real estate, our services include the preparation and lodging of land forms for filing at various Lands Registries in Tanzania, applying to the Tanzania Revenue Authority for the assessment of Stamp Duty, Disposal of Asset Tax (formerly Capital Gains Tax) and Value Added Tax on the building and other assets (if applicable). We assist clients in their application for the Right of Occupancy at the Ministry of Lands and Human Settlements and, for our foreign clients, Derivative Rights at the Tanzania Investment Centre. We advise clients on registration requirements for long-term leases for real estate as well as developing lease agreements that are suited to their needs.



# 7. Company Secretarial Practice:

One key ingredient in establishing any successful business is to ensure your business is in good hands by having the best team overseeing adherence to all statutory and regulatory requirements.

The firm provides comprehensive company secretarial services suited for the current market which includes the following services: The firm issues notices of all company meetings upon the instructions of the Directors, attends and takes record of ordinary statutory meetings, prepares minutes of the meetings, attends to any consequential statutory matters arising out of any such meetings, prepare board resolution, representation of directors at meetings and assists the local entities in the preparation of their statutory returns, attestations, and certification of documents, corporate clean-up and registration of entities, company seal custodian, company law, corporate practice, corporate governance, and other compliance matters, and assists with a wide range of routine and specialist matters relating to the Companies Act, No. 12 of 2002.

We also work closely with other specialists, both internal and external, to provide a comprehensive service tailored to the needs of our clients.



# 8. Labour and Employment Law Practice:

We advise employers on various labour and employment related issues including interpretation of the provisions of the Employment and Labour Relations Act (as amended from time to time), the Employment and Labour Relations (Code of Good Practice) Rules of 2007, the Employment and Labour Relations (General) Regulations of 2017 and the Workers Compensation Regulations of 2016. We assist clients in developing labour manuals suited for their business environment. We also advise our corporate clients on procedures related to disciplinary hearings and poor work performance as well as issue advice on termination procedures and employee benefits. For some of our clients which are new to the Tanzanian business environment, we guide them through various obligations that they will have to their prospective employees and the Government as an Employer. For such clients, we assist them in understanding their obligations as Employers to remit to the relevant authorities, within the prescribed timeline, Pay As You Earn (P.A.Y.E), Social Security Benefits, Skills and Development Levy, and City Service Levy.

We also advise Our Clients with employees who are not citizens of the United Republic of Tanzania on their obligations under the Non-Citizens (Employment Regulation) Act of 2015 (as amended from time to time) and the Non-Citizens (Employment Regulation) Regulations 2016, as well as the Immigration (Visa) Regulations of 2016.

Our Labour and Employment Law team also assists Employers in applying for Work and Residence Permits, preparing necessary return forms to the Labour Commissioner and Immigration Department, and compiling relevant information required in developing their respective succession plans. We have recently been advising a number of clients on the local content requirements which have been enacted into law in various sectors. This advice also includes the requirements for having quarters for Tanzanian employees and training thereof.

On specific assignments, we enlist our team of Human Resource practitioners to review, amend, and develop job descriptions and respective key performance indicators for particular roles within an organization.





# 9. Alternative Dispute Resolution (ADR) and Litigation Practice:

At Cymbell Attorneys, we believe that ADR is one of the most efficient and reliable ways for parties to resolve their differences. We, therefore, encourage our clients to take advantage of this method of dispute resolution whenever possible. We see several advantages for our clients using this method to resolve disputes, for instance, it is much easier to manage timelines from the time of instituting proceedings to a decision or an award to be delivered by an Arbitrator. Costs can be easily managed using ADR as a mechanism to resolve disputes between parties.

We represent clients at various adjudicating bodies such as the Resident Magistrates' Courts, the Commission for Mediation and Arbitration, Fair Competition Tribunal, Tax Appeals Board, Tax Appeals Tribunal, and various divisions of the High Court of Tanzania



# 10. Employees Background Checks:

Performing a background check on a potential employee to be recruited in the company can reveal important information about the person so you can make the best hiring decision for your business. At Cymbell Attorneys, we assist our clients to conduct background checks on potential employees on the following areas.

- Education Verification: to ascertain the genuineness of the information provided by the candidate on the resume.
- Employment Verification: this involves verifying the respective employee employment background for the last five years.
- Referees Check: we verify the candidates' referees highlighted in the resume to establish the genuineness of their relationship and period that they may have known the candidate.
- Criminal Background screening: this eliminates the threat of hiring a person into a key and sensitive position which could put the Company at risk.





# 11. Intellectual Property Practice:

Our firm provides business solutions that define and protect our clients' innovations and brands. Cymbell works closely with its corporate clients to maximize clients' IP assets and fight unwelcomed IP claims from third parties. We also provide IP services on trade and service marks such as registration of trade or service marks, designs, copyrights and patents, unfair competition, IP infringement as well as parallel trading. We also assist our clients in all matters related to the corporate investigation on their IP infringement and counterfeits that may tarnish their brand.





## 12. Debt Collection:

Cymbell has established Debt Recovery Unit that offers an invaluable service to its corporate clients specifically banks, micro finance institutions and private companies. The unit is made up of vibrant specialized experts in corporate commercial transactions, insolvency and Litigation matters. We warrant that our clients maintain good business relationships with their customers by preventing exposure to unnecessary litigation, and only apply court recovery mechanisms where the relationship between our clients and their customers is irretrievably broken.

At Cymbell we offer expert legal advice and guidance on all types of debt recovery related issues and advise debtors in distress. Our scope of work in recovery of debts depends on the status, age, size and type of account to determine an appropriate approach to use in managing the debt.



# THE TEAM







## Comfort Mugisha Blandes

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Managing  
Partner

Blandes is a founding Partner and currently serves as the Managing Partner of Cymbell Attorneys. He has over Seven (7) years' experience in providing legal services having worked with various institutions and law firms until starting Cymbell Attorneys in 2019. Before that, Blandes was a Senior Associate at Saidi Mwema & Company Advocates. Blandes is a holder of a Bachelor Degree and Masters in Corporate and Commercial Law from the University of Dar es Salaam. Also he is an Advocate of the High Court of Tanzania, member of the Tanganyika Law Society and the East Africa Law Society.

Over the years Blandes has worked on a number of landmark transactions in Tanzania which have, in turn, made him develop one of the sharpest legal minds in corporate and commercial law in the country. Below are some of the transactions that Blandes has worked/advised on in the recent past:

- Advised a private equity investment firm on an intended acquisition of hundred percent (100%) of the equity interest in a Mauritius company operating in Tanzania.
- Advised Happy Sausages Tanzania Limited and the Arusha City Council on a potential transfer of shares to the City Council. My role included guiding the parties on the initial Investment Agreement, Share Subscription Agreement, and share transfer Agreement with an existing shareholder and ensuring that the portfolio company was compliant with the terms thereof, and advising on reporting requirements in respect to the transaction.
- Advised Bank of Africa (BOA) Limited on a USD 4,000,000 loan facility to a Tanzanian company for a cashewnut project in Madimba, Mtwara Region. Blandes advised the Bank on the different elements of the transaction, including the all asset Debenture issued by the Borrower with a provision to have a specific charge on land once the Borrower was issued with a Certificate of Title, prepared Share Pledge Agreements whereby the Borrower's shareholders pledged their shares to the bank.
- Advised FNB Bank Tanzania Limited to recover on a USD 1,500,000 debt that was taken as a loan facility by a Tanzanian Company.
- Advised the Tanzania Cigarette Public Limited Company on the disciplinary measures to be taken to a number of its employees who had embezzled the Company's funds.
- Advised the Diamond Trust Bank Limited (DTB) regarding recovery of a USD 40,000 collateral that was deceitful pledged by the loan borrower.





**Comfort Mugisha  
Blandes**

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Managing  
Partner

- Advised and prepared necessary documentations for FlightLink Limited for the purchase of a 30 seater aircraft from a Company based in Nairobi, Kenya. My role also included advising both parties in setting up an escrow account that will release the funds upon completion of specific tasks as agreed upon by the parties.
- Advised Population Services International Tanzania (PSI) regarding recovery of donor funds that were embezzled in various projects that were undertaken by PSI.
- Advised and assisted Deloitte Tanzania by conducting background checks and due diligence on potential employees and third party service providers.



**Cyrus Nderitu  
Maina**

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**Senior  
Partner**

Cyrus is a senior Partner in the Firm and he holds an LLB Degree from the University of Nairobi and a Diploma in Law from the Kenya School of Law. He was admitted to the Bar as an advocate of the High Court of Kenya in 2006. He is a Certified Public Accountant (CPA (K)) and also a Certified Public Secretary (CPS (K))

He has acquired great expertise in the following areas of law: Property law and conveyancing, Banking securities, Capital markets, Commercial and corporate law, Share deals, Company secretarial services, Immigration law, Labor and employment advisory, Aviation law, Concessions and PPPs transactions, Tax law advisory, Businesses registration and not-for-profit organizations, Compliance and forensic audits and Company secretarial services.

Cyrus normally advises clients on the following types of transactions, amongst others: –

- Real estate transactions and conveyancing, including general property law advisory on sub-division, change of user and extension of lease, property holding companies, land purchase or sales transactions, preparation or review of real estate joint ventures arrangements and financing of such transactions;
- Preparation and perfection of various forms of banking securities including simple and complex charges and debentures;
- Tax advisory services including giving tax law legal opinions, advising on the of the most tax implications on commercial transactions, and processing of tax exemptions for clients, where applicable;
- Businesses registration and set-up for both local and international clients and offering pre- and post incorporation or offering generally legal advice on legal regimes governing various sectors;
- Registration of not-for-profit organizations including trusts, societies, churches, foundations and NGOs;
- Immigration law including processing work permits and passes for foreign investors and directors and expatriate employees and their dependents;
- Crafting and review of various agreements including, shareholders' agreements, share purchase agreements, business or asset transfer agreements, hive down agreements, franchise,





**Cyrus Nderitu  
Maina**

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Senior  
Partner

distributorship and agency agreements as well as concession and PPPs agreements;

- Conducting legal and compliance audits as well as legal forensic audits; and
- Corporate restructuring and financing arrangements, winding up and receiverships



**Robert Renatus  
Rweyemamu**

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**Senior  
Associate**

Robert is a Senior Associate at Cymbell Attorneys, he holds a quarterback position as he reveals exceptionally in both Litigation and Commercial and Corporate matters. Robert holds an LLB (Hons) Degree from the University of Dar es Salaam and a Post Graduate Diploma in Law Practice from the Law School of Tanzania. He is a practicing advocate in the High Court of Tanzania and all courts subordinate thereto. He is a member of the Tanganyika Law Society, the Bar Association for Tanzania Mainland.

With 5 years of experience Robert has worked and handled a number of legal transactions in advising clients. Below are some of the transactions handled by Robert;

- Acting as the legal counsel for and behalf of Monday Ventures company limited on procurement and conducting due diligence of USD 18 Million project at Peninsular Masaki Area.
- Acting as the legal counsel on the procurement and preparation of contract of Acquisition of the Tented Camp sset Situated at Selous Game Reserve in the South Eastern part of Tanzania owned by Eclipse Selous Mbuyu Safari Camp Limited being acquired by Asilia Lodge and Camp Southern Tanzania Limited.
- Conducting legal due diligence of the Eclipse Selous Mbuyu Safari Camp Limited with respect of the acquisition of its Tented Camp Asset Situated at Selous Game Reserve by Asilia Lodges and Camp Southern Tanzania Limited. The due diligence was conducted on constitutive and regulatory documents of the site packs, Lease transfer and extension of lease tenancy.
- Advising and representing Songea Network Centre Company Ltd in dispute with CRDB Bank PLC before the Commercial Court of Tanzania.
- Acting for Azure Boutique Resort Hotel in Labour dispute with CHODAWU before the Commission for Mediation and Arbitration.
- Acting for Flightlink Company Limited in a labour dispute with Capt. Mohammed Nassor before the Commission for Mediation and Arbitration.
- Advising and representing Sintel Security Printing Solutions Limited in dispute with G-Mobile International (T) Limited, in a debt recovery of USD 42,000.
- Advising and review of distribution agreement in respect of Pharmaceutical items and medicines





**Robert Renatus  
Rweyemamu**

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Senior  
Associate

between Pyramid Pharma Limited (Uganda) & Abbott Rapid Dx International Limited incorporated in the United Kingdoms.

- Advising one major pharmaceutical company in Tanzania in connection with compliance with the laws and regulations compliance in Tanzania;
- Drafting & filing of various Companies statutory forms made under the Companies (Forms) Rules, 2003, including Annual Returns, Minutes of company meetings
- Advise on the matter in relation to the registration of Non-Governmental Organizations, Societies and Trusts.
- Companies & Business registration and advising clients on post incorporation requirements and compliances.
- Processing work permits and residence permits for foreign investors and their dependants depending on their position in the respective organization.
- Advising on all types of conveyance matters, including property acquisition, drafting of commercial and residential leases;
- Drafting of various agreements including corporate agreements including Shareholders Agreements and Share transfer agreements.
- Assisting in advising on employment issues with respect to termination, redundancy, union recognition and retrenchment of employees and undertaking litigation arising from employment disputes;



**Husna Ahmed  
Zacharia**

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**Associate**

**Advocate**

Husna Zacharia is an associate at Cymbell Attorneys, with a focus on Corporate Commercial Law. She brings a unique perspective to corporate commercial law, applying her creativity, problem solving and strategic thinking to anticipate challenges and potential solutions to minimize disruptions to client operations. Husna is a holder of LLB (Hons) degree from the University of Witwatersrand, Johannesburg, South Africa and an Advocate of the High Court and Subordinate Courts thereto save for the Primary Court. She is passionate about taking care of the clients' compliance needs in order to enable them focus on their core businesses. Her practice has placed her at the vanguard of many of the firm's projects and growth.

Husna normally advises clients on the following types of transactions, amongst others: –

- Advisory on local content in different sectors. Including due diligence and preparatory works in drafting a local content plan and policy and corporate restructuring to ensure compliance with Local Content Requirements.
- Corporate restructuring, Corporate financing and governance, Legal Due Diligence, Statutory Compliance including acquisition of licenses from various statutory bodies including but not limited to Bank of Tanzania, Tanzania Communication and Regulations Authority, Tanzania Insurance Regulatory Authority, Capital Markets & Securities Authority, and Ministry of Industry and Trade.
- Contract Management for clients which included advice on interpretation of contract clauses, drafting of specialised agreements, addressing performance issues during execution of contractual obligations, review, and renegotiating contracts during performance as well as legal consultation on how to minimise liability and risk before, during and after conclusion of the business arrangement.
- Acted on the obtaining, perfection, and enforcement of securities and in the reviewing and drafting of loan and facility agreements.
- I have acted for and advised both buyers and sellers on the purchase and disposal of shares and assets, including undertaking detailed due diligence investigations, drafting and negotiating share purchase agreements, asset sale agreements, joint venture agreements, and partnership agreements.
- Advising, executing and representing both local and multinational companies on their labour law compliance. Including creating and/or restructuring their labour departments.





**Husna Ahmed  
Zacharia**

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Associate  
Advocate

- I have acted for and advised both buyers and sellers on the purchase and disposal of shares and assets, including undertaking detailed due diligence investigations, drafting and negotiating share purchase agreements, asset sale agreements, joint venture agreements, and partnership agreements.
- Conducting research and preparing legal opinions for Clients on different areas of law.
- Incorporation of companies and other bodies including drafting of their constitutions; preparation of annual returns for companies; restructuring of companies; company secretary related work including drafting resolutions for AGM or Board of Directors meetings; drafting joint venture agreements including consultancy agreements; reviewing various commercial agreements; and assisting companies and other organisations in other compliance requirements.



## Ferdinand Thomas Kiecha:

Associate

Advocate

Ferdinand is an associate advocate in the Firm and he holds an LLB Degree from the University of Dar es Salaam and a Post Graduate Diploma in Law Practice from the Law School of Tanzania. He is a practicing advocate in the High Court of Tanzania and all courts subordinate thereto. He is a member of the Tanganyika Law Society, the Bar Association for Tanzania Mainland.

He has acquired vast expertise, knowledge, and experience of practical utility in the following areas and fields of law: Real Property and conveyancing, Financial Leasing, Estate Administration and Planning, Insurance law, Banking securities, Commercial and corporate law, Immigration law, Labor and employment advisory, Businesses registration and not-for-profit organizations.

Prior and Post Admission to the Bar, Ferdinand Kiecha had a chance to work with a couple of private and public legal and non-legal offices which include law firms like KILINDU GIATTAS & PARTNERS, TRUSTMARK ATTORNEYS, SEKA & ASSOCIATES ADVOCATES and ILALA DISTRICT COURT to mention but a few.

Ferdinand Kiecha has handled a quite number of clients and advised them on the following types of transactions, amongst others:

- Preparing, drafting and reviewing International Commercial Contracts between Non-Governmental Organizations (NGOs) like Abbott Fund Tanzania Limited and the Government of Tanzania acting under the then Ministry of Health, Community Development, Gender, Elderly and Children, The Ministry of Finance and Planning and Muhimbili National Hospital.
- Preparation and Registration of Security Documents and Instruments like Mortgages and Debenture for Private Companies like Kenya Commercial Bank Tanzania Limited (KCB Bank).
- Conducting and Preparation of Due Diligence Reports for Local and Foreign Companies like China Civil Engineering Construction Company Limited (CCECC).
- Processing of Certificate of Incentives and Derivative Rights for Foreign Companies like Stanbic Bank (T) Limited at Tanzania Investment Centre (TIC).
- Incorporating and Restructuring of Companies and Special Purpose Vehicles (SPV) with the help of the United Nations Capital Development Fund (UNCDF).
- Writing legal opinions to different local and international Companies and Non-Governmental





**Ferdinand Thomas  
Kiecha:**

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Associate

Advocate

Organizations (NGOs) like Basmaty Engineering Company Limited.

- Processing and obtaining Certificate of Compliance for Non-Governmental Organizations like Abbott Fund Tanzania Limited from the Registrar of NGOs.
- Successfully managed to effect registration of security documents like mortgages and debenture Instruments in Dar es Salaam and Mbeya Registries for Private Companies like Hill Packaging Limited.
- Successfully wrote a Legal Opinion with respect to the possibility of Transfer of Shares held by a Director cum Shareholder in Tanga Fresh Limited.
- Drafting of Legal opinions on Financial Leasing Agreements for local and foreign companies like Equity for Tanzania Limited (EFTA) and Stichting Cordaid Limited.
- Writing of Legal Opinions with respect to Mergers and Acquisition transactions for local companies and making follow ups at the Fair Competition Commission.
- Preparation and drafting of legal commercial contracts, memorandum of understanding (MoU), Pleadings and Written Submissions.
- Successfully involved in making follow-ups on different matters for the office and firm at various government agencies like BRELA, TIC, FCC, TRA and RITA.



**Berdina Sylvester  
Mitti**

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**Advocate  
Trainee**

Berdina is a legal officer in the firm and she holds an LLB Degree from Mzumbe University and a postgraduate diploma in legal practice from the Law School of Tanzania. She is admitted to the Bar as an advocate of the High Court of Tanzania and subordinate courts thereto and is a member of the Tanganyika Law Society.

Berdina is a motivated and committed young profession who has acquired expertise in the following areas of law; Commercial law, Probate and Administration of Estates, Real Property and Conveyancing, Labour and Employment Advisory and Tax law.

Berdina normally deals with the following transactions, amongst others:-

- Drafting and preparing legal documents i.e. Plaints, Written Statements of Defence, Mortgage Deeds, Debenture Deeds, Transfer of Title, Sale Agreements and Affidavits.
- Registration and Incorporation of different legal entities.
- Drafting legal documents and legal opinion for various banking clients.
- Drafting contractual agreements including consultancy agreements; reviewing commercial agreements and assisting companies and other bodies in various matters in compliance with the requirements of the respective laws.
- Assisting clients in statutory compliance issues.
- Legal research, case analysis and drafting legal opinions on different legal matters.
- Undertaking due diligence for clients.
- Assisting in mediation and arbitration with labour tribunals.
- Tax law advisory.





**Alyssa Joseph  
Chuma**

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**Administrative Officer &  
Accounts Assistant**

Alyssa is the Administrative Officer and Accounts Assistant at Cymbell Attorneys, and she is a holder of a Bachelor Degree of Commerce in Tourism Management from the University of South Africa (UNISA) in Pretoria South Africa.

As the Administrative Officer, Alyssa plays central role in communication between the office and clients as well as other branches of the firm, both via mails and telephone calls. Alyssa provides support to Managers, other employees, and office visitors by handling a variety of tasks in order to ensure that all interactions between the firm and official contacts are positive and productive by generating mails and reports in a timely manner.

As the Accounts Assistant, Alyssa is responsible for communicating with local Government tax remittances, maintaining databases, and filing systems for official records in digital and paper formats. Preparing outbound documents including letters and financial invoices.



**Michael  
Wainaina**

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**Consultant,  
Barizi Communications**

A highly motivated Communication & IT Expert in Marketing, Communications and Graphics & Web design, with over 6 years' experience in UX & UI design, digital marketing, SEO & SEM, Graphics & Web design, Photography & Videography. A graduate of Daystar University B.A Communication Double Concentration Electronic Media and Advertising second class upper (GPA 3.1) 2008-2013 and Diploma in Graphics and Web design Webbs Institute Nairobi.

Michael is an enthusiastic, creative and self-motivated digital marketing, graphics and web specialist that can handle projects from scratch or projects for established brands that have preexisting visuals and aesthetics. Being both graphic and web designer, Michael demonstrates his skills beautifully in his work. By using a combination of CSS tricks and animation brings together a vibrant atmosphere of creativity, and which engages visitors to spend more time on the site, he brings everything to life and creates a truly dynamic experience.



# Fee and Cost Structure:

We understand the commercial pressures that many leading organizations may be facing in current conditions and would be happy to engage in a collaborative, two-way exchange in which we could explore a fee arrangement that will be more amiable to reduce billing rates and costs and increase value-adds, with a longer-term view of achieving a 'trusted adviser' partnership with our clients.

Cymbell shall limit the time spent by any of the members of the team to that which is reasonably necessary to achieve the objectives of the assignment by way of ensuring that the team we provide has the requisite experience and that can deliver on any assignment at a comparatively lesser time to reduce hours expended and on quality control. Cymbell shall use good judgment to incur reasonable expenses in connection with the performance of the work needed.

We will be glad to receive ideas from the client as to how we can assist on this aspect and unpack our services to work out where costs lie, and efficiencies can be gained.

We charge our fees based on the following: -

- Blended hourly rates.
- Fixed and/or capped fees.
- Monthly retainer fees.



## Our Hourly Rates 2021/22

Level	Standard Price (Including researched Legal Opinion)	Discounted
Partner	\$250	\$200
Senior Associate	\$200	\$150
Associate	\$150	\$100
Legal Officer	\$100	\$70
In Chamber Hourly rate	\$100	\$100
Online & telecom aided	\$100	\$100

This is self-explanatory. Hourly rates charge you for each minute of time being used on your case. From each research, to a phone call, in the courtroom or any other task as may be instructed by the client – every minute will be added to your bill.



## Benefits

- i. Clients can see where and how your money is going. Makes us accountable for the prices we quote.
- ii. It allows your lawyer more flexibility to put in as much time as needed to give you an advantage in your matter. (Remember lawyers have a reputation and want to succeed in every matter, not just rack up hours for your case.)

## Pitfalls

- i. Clients may view this fee structure as an incentive for lawyers to be inefficient and take their time with their matters. That lawyers value time over value.
- ii. Tasks requiring the same quality and outcome will be billed at different rates depending on the lawyer's experience and seniority working in the matter as these are factors considered in the hourly rates.
- iii. There can be hidden costs depending on how billing increments work, and the pressure legal professionals have, to reach their billable hour quotas.
- iv. The model disregards client satisfaction, the outcome achieved, the value generated and other parameters that can be used to evaluate performance.
- v. It can deteriorate lawyer client relationship. The model assumes all the risk on client and discourages long term relationships.

# The Negotiated Capped Fee:

This type of fee structure is mostly applied when Cymbell represents a client in court or mediation, negotiation and arbitration proceedings and is negotiated between Cymbell and the client based on the Advocates' Remuneration and Taxation of Costs Rules G.N. No. 515 of 1991. The firm also utilizes this form of fee structure on long-term consultancy assignments whereby the assignment is scheduled to last for a considerable period. As such, using this type of structure, the fee is predetermined regardless of the number of lawyers or the hours expended on the assignment.

Service	Item	Fee
Debt Collection & Demand Letters	i. Each Demand Letter drafting or reply	USD 200
	ii. Where the letter does not yield results it shall be followed by up to two follow up letters	USD 100 each
	iii. For each debt handed over for recovery. All collections irrespective of the amount involved will be charged a fee of Ten (10) percent on the amount actually collected.	Upfront, non-refundable fee USD 2,000
Litigation	District, Resident Magistrates Courts and District Land Tribunals	USD 5,000
	High Court of Tanzania	USD 8,000
	Court of Appeal	USD 12,000
	Employment matters in High Court	USD 5,000
	Commission for Mediation & Arbitration	USD 3,000
Expenses & Disbursement	Per diem for out of office (Dar es Salaam) to compensate for time counsel spends attending client's affairs	USD 150
	All matters handled in Dar es Salaam shall be subject to the attendance charge to carter out of pocket disbursement	USD 70



## Combined Fee Structure:

On occasions where Cymbell has agreed on a fixed fee on a particular assignment and that assignment lasts longer than scheduled for reasons beyond the control of Cymbell, then Cymbell can proceed on the assignment based on its current charge-out rates or re-negotiated fee. The firm and its clients usually agree on the renegotiated fee and on the times and dates of submissions of periodic invoices supported by details of work done.

Cymbell offers value for money for the services it provides to its clients and adheres to the highest standards of service and professionalism. All our quoted fees are EXCLUSIVE of taxes such as VAT (18%) and any costs incidental to the assignment. Upon request, our invoices can include details of the work done and the time expended thereon.

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## Monthly Fee Retainers:

This type of fee structure is the one in which an amount of money is paid in advance by a client to assure the firm's services will be available to them for an extended amount of time. The client pays a lump sum upfront, or makes a recurring monthly payment, and the firm works with them on a long-term project or provide them with access to services each month.

## Benefits

- i. **Gives clients reliability,** transparency and predictability in the price quoted for legal services. In hourly billing, clients may feel anxious about their billing because they do not know what the final number will be. The costs projected here are known in advance and the client will not get any surprises at the end.
- ii. Retainer fee is a good balance of outlining expectations for pricing by client, while giving the lawyer flexibility to put more time to work on a matter.
- iii. No conflict between the client and the lawyer in fee collection.
- iv. **Speed and perception:** it can improve the client's perception in cases where it is essential for you to work quickly. There is no need to be concerned about the hours ascribed to items on the project or to ask whether the hours are presented in an entirely consolidated form.
- v. **Focus on content:** an agreed price means fewer discussions about how the hours should be structured or broken down, and it does not cause problems if there are more hours than the client expected. As a result, time is saved that can be spent on other projects.
- vi. **Strategic use:** quoting a fixed fee forces the lawyer to think more carefully about the strategy they should employ and about the complexities that may be involved in the project right from the start.

## Pitfalls

- i. **A potential quality issue:** any sharply reduced fixed fee may lead to a project being completed faster than with an hourly rate, as one is trying to accomplish the client's matter in as little time, effort and money as possible.
- ii. **Projects difficult to estimate;** not all types of cases/ matters or projects are suitable for fixed fees. In addition, there is also the complexity of each project, as some projects are more prone to unexpected developments that may require more hours.
- iii. **Loss of transparency:** if a client is billed in hours, they have a clear overview of how many hours were spent on each activity.





## Costs and Disbursements:

As regards our policy concerning charging for disbursements, these are expenses that are incurred on behalf of the client, such as travel, accommodation, telecommunication, stationery, binding, printing, and photocopy charges are payable by the client. Fees payable to the government or government agencies such as stamp duty, capital gains tax, and search fees at the government registries are also paid by the client. For these fees or charges, Cymbell Attorneys retains a copy of the exchequer receipts issued against such payments and submits at the appropriate time, and originals to the clients.

We usually request a deposit for expenses at the onset of each assignment to ensure smooth execution of the assignment free of cash flow constraints. These are accounted for periodically or at the end of the project depending on the nature and time span of the project. If the initial deposit is depleted the Company will be notified should an additional deposit be required.

# Management Policies:

## Employee Integrity:

As stated above, one of our core values is the integrity of each member of our team. Our Staff Training Policy is one of our tools that enables us to hire and recruit the most vigilant and upright individuals with a passion for the practice of law. We ensure that all our staff members are scrutinized before being hired and that we receive written character references both academically and professionally. Upon receiving such recommendations, we make a thorough follow-up of them to satisfy ourselves of the references' authenticity.

## Code of Conduct:

We have developed an in-house Code of Conduct which every employee is expected to follow and adhere to regardless of rank or position within our organization. Each employee is provided with a copy of the Code of Conduct upon being hired and is required to be conversant with the document, sign it, and deliver it to our Practice Manager before being confirmed as an employee of our organization.

## Employment/Recruitment Policy:

Our organization has developed an employment policy which is to be adhered to for all vacancies except for Partners. The policy was developed to ensure that each post is filled using an objective process and giving equal opportunities to all candidates that meet a certain criterion irrespective of gender, race, or disability.

## Conflict of Interest:

Cymbell always carries out a conflict check before engagement by a

client to ensure that there are not any conflict issues in taking instructions from a particular client.

We confirm that no potential or actual conflicts of interest exist that may prevent Cymbell from acting for a client. Should we become aware of any potential conflict of interest we will immediately relay such information to you.

Cymbell would like to assure our clients that our team will be made available and are committed to working on this project as a matter of priority for the duration of the project.

## Customer Service:

Customer satisfaction is one of the pillars of our practice and our team is dedicated to ensuring that our customers have a unique experience when dealing with CYMBELL. To manage this core element of our business we have recruited an experienced Practice Manager whose core function is to enhance our clients' experience when dealing with CYMBELL.

Our Practice Manager carries out regular client reviews of the services we deliver and prepares a report to the Partners every month which is then monitored and evaluated appropriately. Our team believes in regular client contact and follow-up on the progress of their businesses and activities to ensure that our services are seamless throughout the life of our professional engagement with them.





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