



Zulaika Mirembe Kasajja Partner



TMT (Technology, Media and
Telecommunication)
Banking, Finance and Agriculture

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Over 17 Years of Enrollment



Zulaika is a graduate of Makerere University with a degree in law and is an Advocate of the High Court of Uganda and all courts subordinate. She is also a graduate of the Institute of Chartered Secretaries and Administrators and recently completed the Leadership Development Female Future Program on Board Competence. She has a good appreciation and understanding of the legal and business environment in Uganda and in a number of countries across Africa and possesses over 10 years experience as an in-house lawyer in some of the biggest corporations in the country. She has in-depth knowledge of the internal workings of corporations as well as public sector regulation and sits on the board of the Uganda National Oil Company. She also sits on numerous boards across various sectors as a company secretary.

Zulaika has worked in a cross-section of legal spheres including banking and finance, oil and gas, mining, labour law, real estate and corporate transactions advisory amongst others. She has an extensive knowledge of telecommunications media and technology law and recently consulted on a gap analysis study of the ICT laws of Uganda as well as the licence framework of the telecoms sector. She has advised on numerous other transactions pertaining to mergers and acquisitions, financial restructuring, procurement of mineral licence rights, to mention but a few. Zulaika an avid reader and enjoys running. She participates in numerous charity activities centered on education and child welfare and she is a volunteer with a mentoring program for young women.

PROFESSIONAL MEMBERSHIPS

- Board Member, Uganda National Oil Company Uganda Law Society
- East African Law Society
- Graduate of the Institute of Chartered Secretaries and Administrators (United Kingdom)
- Alumni Leadership Development Female Future Program
- Executive Committee Member, Old Girls' Association of Nabisunsa

EDUCATION

- Certificate of Completion of Leadership Development Female Future Program
- Certificate Strategic Issues in Leadership in Telecoms, Broadcasting and Postal Regulation
- Certificate in Company Secretaryship
- Post Graduate Diploma in Legal Practice, Law Development Centre

RELEVANT EXPERIENCE

- Advising a group of financial institutions on a syndicated loan facility worth over Euro 219 million to a sovereign state.
- Advising on an asset purchase transaction worth over USD 23 million pertaining to the acquisition of a telecommunications company
- Advising on a share purchase transaction worth over USD 45 million pertaining to the acquisition of a financial institution
- Advised on an Asset Purchase transaction worth over USD 9 million; pertaining to the purchase of petroleum service stations and the transfer of the legal interest in the property and the business.
- Advised on the restructure and refinancing of a bank facility worth USD 33 million
- Advised on a settlement transaction to demerge a joint venture whose assets were worth over USD 50 million
- Advised a client on the procurement of one of the largest mineral licence (worth over USD 200 million; commencing with project development negotiations, negotiations for the surrender of a portion of an existing mineral licence, resettlement of project affected persons, negotiations with various communities for surface rights, extraction of certificate of title over the mineral area, obtaining a mineral export licence and obtaining a mining lease.
- Advised on a real estate project for the establishment of condominiums
- Advised a client in the requirements for setting up a company engaged in the export of skilled and semi-skilled migrant labour
- Advised as a consultant on a Gap Analysis of the Policy, Legal and Regulatory Framework for Uganda's ICT Sector
- Advised as a consultant on the Review of the Licencing Framework in the Telecommunications Sector in Uganda
- Advised on the licence renewal of a leading telecommunications operator Advised on the transfer of an Exploration Licence pertaining to gold
- Advised an international NGO affiliated to an international development bank on establishing a presence in Uganda and vetted local NGO's on their behalf for them to collaborate with.
- Advised a leading industrialist on environmental, and compliance issues in the environment, health and safety sector.
- Advised and represented one of the largest commercial farming company in Uganda from its inception. on matters of incorporation in Uganda, human resource, taxation and helped in the acquisition of over 5000 hectares of farmland in Uganda. The acquisition involved negotiations with the sellers of the land as well as squatters on the land, transfer of the land and eventually bringing the land under the Registration of Titles Act by acquiring certificates of title for the company.
- Advised a Nigerian oil services company wishing to establish its presence in Uganda.
- Advised and represented a mining company on the acquisition and retention of its exploration license and the legal requirements regarding the extractives sector.

- Advised and represented a leading mining company in the biggest litigation matter in Uganda's mining sector concerning the acquisition of a mining lease worth over US\$700 million in the High Court of Uganda. This case is on-going.
- Represented the national Electoral Commission in parliamentary and local council electoral matters
- Advised numerous companies (investors) on incorporation, taxation, compliance, human resource, administration and company secretarial services. Advised a leading hotel in Kampala on its various commercial, labour and other related legal issues.
- Advised an international non-government organization based in the Republic of South Sudan on its various legal and commercial transactions.
- Advised a newspaper in South Sudan on its legal setup and the alignment of its compliance obligations under the laws of South Sudan.
- Advised a South African Company on the acquisition of an aviation company and an Aviation License in Uganda.
- Advised a leading security company on all aspects of the security in Uganda including licensing of private security organizations and handling all advise of the importation of sensitive security equipment.
- Advised a client on acquiring financing of over UGX 3 billion from a leading commercial bank in Uganda.
- Assessed compliance of the country business to national laws and regulations and group policies and guidelines.
- Evaluated potential risks arising from non-compliance and established effective measures to mitigate such risks.
- Managed the company's legal and regulatory compliance with particular emphasis on issues such as spectrum use and management.
- Liaised with the regulator on all matters of compliance including issues on interference brought on by technology incompatibility between different operators and participated in testing the relevance and effectiveness of filters in resolving such interference.
- Negotiated the acquisition of the Company's spectrum from the UCC, the renewal of the company's PSP licence and was responsible for coordinating and drafting the business and technical plans that detailed among others the company's spectrum needs and usage
- Drafted and submitted regular reports to the Regulator regarding spectrum usage updates and oversaw the application of additional spectrum as per the company's requirements.
- Represented the Company in the interconnection study carried out by the regulator defending the company's position on the same. The study involved the use of the bottom up LRIC model in the determination of the interconnection rate.
- Represented the company in the tariff guideline discussions with the regulator, which were aimed at combating unfair competition by introducing price floors for those companies that had significant market position.
- Liaised with all government bodies regarding the compliance of the company and managed relations with the various regulators.

- Advised on all legal matters including employment and human resource issues, procurement, taxes among others
- Supported the company legal departments in South Africa, Tanzania, Democratic Republic of Congo and Nigeria
- Coordinated external counsel in litigation and legal other matters
- Advised on company secretarial matters including corporate governance and other board issues
- Set up the legal department and the legal team responsible for handling in-house legal matters and providing legal and regulatory opinions for the company.
- Participated in the conclusion of over 450 land transactions for the construction of Base Transmission Sites within a period of one year. This work involved acquisition of surface rights, preparation of environmental and social impact assessments, negotiating infrastructure and construction contracts and negotiating with third parties their rights to access the infrastructure.
- Provided regulatory support in matters at the inception of the company's business on matters such as acquisition of spectrum and microwave allocations, and follow up of related matters with the Regulator.
- Liaised with the regulator regarding compliance with Letter of Credit milestones.
- Advised and represented the company's legal department in the negotiations between the regulator and GSM operators on the proposal to increase spectrum fees
- The lead legal representative in the interconnection team and participated in the negotiation and conclusion of all interconnection agreements. Represented the company's legal department in the first interconnection study aimed at determining an interconnection rate for the industry.
- Advised on compliance matters regarding the regulator and managed the company's relationships regarding governmental bodies such as the National Environmental Authority on issues affecting the company.
- Prepared, reviewed and maintained compliance tables of contracts such as vendor agreements, site acquisition agreements and other legal documents and reports
- Provided opinions on matters of governance and company secretarial issues. Liaised with external counsel on litigation matters with an emphasis on employment issues
- Coordinated the department's Continued Legal Education and internship program.
- Part of the Legal team of Dfcu Group, a company at the time, comprised of a Bank, Leasing Company, Mortgage Company and Property Management Company.
- Provided support in the monitoring of compliance by the Bank to Regulatory, statutory and internal guidelines.
- Monitoring relationships and compliance with the Bank of Uganda, Uganda Securities Exchange, Capital Markets Authority, (Dfcu Limited is a public Listed Company) African Alliance Unit Trust (for which Dfcu Bank was a trustee) and other matters relating to shareholders.
- Assisted the Company Secretary with Board matters such as the Annual General Meeting, preparing Board papers, filing company documents, monitoring corporate governance and took minutes in the company's subsidiary company board meetings.

- Supervised all department clerks who were in charge of the registration of bank documents and saw to the perfection of company securities. Oversaw the registration process and monitored the Non-Performing Asset list in conjunction with the Credit Department.
- Department service champion, in charge of ensuring that the legal department worked in line with the overall goals of the company.

CERTIFICATION

I, the undersigned, certify that to the best of my knowledge and belief, these data correctly describe me, my qualifications, and my experience.

Recommended Law Firm



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