



Global
Standards

Local
Experience



**BANKING, CORPORATE FINANCE,
MERGERS & ACQUISITIONS, AND
PRIVATE EQUITY**

P R A C T I C E P R O F I L E

WHO WE ARE

We Are African.

We believe in the African People, Markets and Solutions.

We are Focused on Impact and Africa-Driven Solutions.

We are a highly specialist, innovative, and experienced team of lawyers and consultants in Uganda, offering practical and value-driven solutions for our clients. We combine experience in leading complex international transactions, with a detailed understanding of local legal and regulatory compliance.

We are driven by a desire to create social impact and harness the interconnectedness of the African ecosystem by providing blended legal & tax services. Our clients include international private equity funds, impact funds, financial institutions, construction and oil & gas companies, tech companies, and leading non-profits and social enterprises in East Africa.

Our team combines a breadth of experience, education, and training from some of the best institutions in the world. We are always on the lookout for the most talented and ambitious professionals to work with. With a mix of lawyers, accountants, and tax specialists, our service offering is unequalled in both tax and legal assignments.

WHAT WE OFFER

TASLAF seamlessly applies international standards, while harnessing our knowledge, contacts, and experience of the local market, to provide the best solutions for our clients.

Whether we are advising on a “quick and simple” legal question, or managing a complex transaction over a period of many months, we always ensure that our advice is legally wholesome and takes into account various practical and commercially viable business objectives, which are important for our clients to achieve their goals.

Our Banking and Impact Finance Practice can support you as follows:

Our firm has developed one of the leading specialist Banking, Corporate Finance, M&A and Private Equity advisory practices in the East African region. We pride ourselves as a pioneer law firm offering services to private equity and impact funds investing in Uganda. Led by specialist impact finance lawyers, we offer specialist services focused on Development Finance Institutions, impact funds, social enterprises, NGOs, Foundations and the Banking Industry.

Under our finance practice, we advise from inception, formation and fundraising; setting up the fund structure, licensing, signing non-disclosure agreements, performing due diligence on target companies, structuring the deals as financial and tax advisers, managing legal and regulatory compliance issues, implementing the transactions; and exiting the investments.

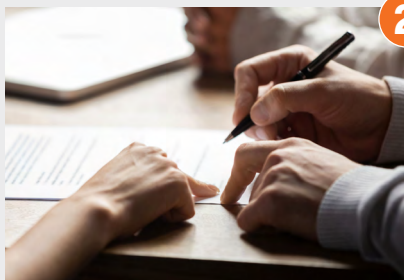
We also provide transactional advisory services on mergers & acquisitions, joint ventures, private equity, capital markets, corporate finance, corporate regulatory and compliance work, land and real estate, mortgage financing, asset transfer, insurance, intellectual property, project finance and energy - construction and infrastructure law.

Our Banking, Corporate Finance, M&A, and Private Equity Practice can support you as follows:



1 Market Entry

- Advising investment funds, fund managers, and other financial institutions on establishment, licensing, regulatory approvals, and structuring of funds and financing vehicles in Uganda;
- Advising on operations and associated costs with setting up in Uganda/entering the Ugandan market;
- Advising on the legal, tax, and practical considerations for carrying out specific investments in Uganda for the first time.



2 Transactional Support (Debt, Equity & Hybrid Finance)

- Deal structuring and negotiation;
- Carrying out basic and comprehensive legal due diligence on investees/borrowers on behalf of Investors/lenders;
- Document review, preparation, and endorsement;
- Document preparation for both equity investments and debt transactions;
- Document registration and perfection of securities;
- Providing a final legal opinion for transactions.



3 M&A, Corporate Buy outs and Re-Structuring:

- Working with buyers and sellers to negotiate the terms of the sale;
- Responding to and drafting questionnaires;
- Working with external legal counsel;
- Reviewing company documents;
- Carrying out searches and performing comprehensive legal due diligence;
- Providing DD reports (including red flag DD);
- Advising on and pursuing regulatory approvals/ financial reporting;
- Advising on competition law and requirements under Ugandan law.



4 Advising SMEs and Startups on Investor readiness, Compliance & Governance:

- Conducting needs assessments to identify legal, regulatory, governance, and operational gaps affecting business readiness for investment and growth;
- Carrying out a legal audit of SMEs to ensure all necessary licenses & registrations are in order;
- Advising on appropriate governance structures in line with best business practices, tailored to suit specific SME needs and industry in order to attract and retain capital.



5 Dispute Resolution and Recovery of Funds

- Representation in resolving any disputes arising from any transaction, through good-faith negotiations;
- Referring unresolved disputes to mediation;
- Proceeding to final and binding arbitration under the Arbitration and Conciliation Act, laws, if mediation fails;
- Taking legal action before a competent court to recover unpaid fees or costs, including applicable interest and penalties.

OUR EXPERIENCE AND WORK HIGHLIGHTS



Corporate Finance

- Supported Financial Sector Deepening Uganda Limited through its Deal Flow Facility (DFF) on a Private Equity (PE) Exits Market Study, assessing the legal, regulatory, and market factors influencing private equity exit opportunities in Uganda. (2026)
- Provided legal transaction support to Kiva Capital in relation to the disbursement of a loan facility to a cooperative society, advising on structuring, documentation, and execution of the financing. (2026)
- Provided legal advisory support to Incofin Investment Management NV in relation to a senior secured working capital loan to Agri Exim Limited, advising on structuring, security, and transaction documentation. (2026)
- Provided support to the Deal Flow Facility (DFF) in delivering technical assistance to an emerging agribusiness seeking an equity investment of USD 300,000. The Deal Flow Facility (DFF) is a technical assistance and match making initiative of the Financial Sector Deepening Uganda (FSDU), set up to address the persistent gap in accessing growth capital for emerging businesses in Uganda. (2025)
- Advised the Redsalt Angel Investment Network (R.A.I.N) (investor), an impact-driven German based foundation supporting startups across Africa and beyond, on its inaugural equity financing of Small and Medium Enterprises in Uganda. We conducted a comprehensive due diligence on the SMEs and startups, and also offered general transactional support. (2024 – 2025)
- Supported a locally-based impact investment fund in Uganda, dedicated to high-potential Ugandan SMEs across all economic sectors, in making various equity investments of more than USD. 600,000 in SMEs in the agricultural and financial services sector.
- Conducted a comprehensive due diligence and provided general transactional support to Incofin Investment Management NV (lender), a Belgian impact investment management company, in respect of a senior secured working capital loan of USD. 3,000,000 to a Ugandan Agricultural Company producing certified-organic, all natural, non-GMO organic products. (2024-2025)
- Provided transactional support to Global Social Impact Investments SGIIC SAU (lender), an impact investing fund manager based in Spain, in respect of a loan facility of up to US\$ 5 Million to a local Ugandan cooperative engaged in coffee production. (2025)
- Provided transactional support to Global Social Impact Investments SGIIC SAU (lender), an impact investing fund manager based in Spain, in respect of a loan facility of up to US\$5 Million, to a local Ugandan company engaged in coffee exporting and processing. (2025)
- Provided transactional support to the Agri-business Capital Fund- ABC Fund (lender), a fund which invests in smallholder farmers and small-to-medium sized rural agribusinesses (SMEs) in developing countries, in respect of a loan facility of EUR 2 Million to a local Ugandan company engaged in coffee exporting and processing. (2025)

- Provided transactional support to KIVA Capital Management (lender), a US based asset manager supporting underserved communities with impact-first capital, in respect of a loan facility of US\$ 1,500,000 made available to a Microfinance institution in Uganda, providing affordable financial services to customers, and in particular, women provided with group credit. (2023)
- Conducted a comprehensive due diligence on several companies and cooperatives (potential borrowers) on behalf of the Refugee Investment Facility (RIF) and HEKS/EPER (lender) in respect of a loan facility that was made available to the successful borrowers. (2023-2024)
- Acted for Latitude Trading Company as borrower with respect to blended financing transactions with Ground Up Investing LLC which included a US\$ 400,000 convertible note, a US\$ 200,000 revolving loan agreement, and a shareholder agreement. (2023)
- Advised BluePeak Private Capital GP as lender and Prime Supplies Holdings Limited with respect to a US\$ 20,000,000 financing intended to result in a merger/ amalgamation between Prime Supplies Holdings Limited and Prime Logistics Holdings Limited leading to a minority buyout and structural changes in Ugandan subsidiary - Primefuels Uganda Limited. (April 2023)
- Acted for HEKS/EPER as lender in respect of a loan facility made available to Patasente Limited (February 2023).
- Acted for HEKS/EPER as lender in respect of a US\$ 400,000 loan facility made available to Landmark Millers Limited (January 2023).
- Acted for HEKS/EPER as lender in respect of a US\$ 400,000 loan facility made available to ApTech Africa Limited (April 2023).
- Acted for Musana Community Development Organization Ltd as borrower in respect of a US\$ 3,000,000 loan facility made available to Musana Community Development Organisation Ltd (January 2023).
- Advised Great Lakes Coffee Co. on a 7M USD investment from Responsibility AG.
- Advised a regional development bank in relation to over 70 financings across East Africa in various sectors including healthcare, real estate, education, manufacturing, agriculture and hotels, as well as lines of credit with other financial institutions.
- Advised two international impact funds in relation to their investments (US\$30m) in a power project in Ethiopia, including advising in relation to the shareholders agreement, the convertible loan agreement and the implementation agreement with the Government of Ethiopia.
- Acted for Great Lakes Coffee Company Limited as borrower and K2 International Metal Pte. Ltd as lender with respect to a US\$ 750,000 loan facility made available to Great Lakes Coffee (September 2022).
- Acted for Latitude Trading Company as borrower with respect to a US\$ 300,000 working capital loan from FairCapital SA (October 2022).
- Acted for Stichting Impact-Linked Finance Fund as lender in respect of a US\$ 140,000 loan facility made available to Nucafe Grading Limited (April 2022).
- Acted for MaxTrace (U) Limited in respect of a US\$ 100,000 convertible loan facility made available by a high net worth individual (August 2021).
- Acted for a group of related companies in the food and beverage sector in respect intra-group loan agreements, director's loans and shareholder loans (in aggregate approx. US\$ 530,000) (July 2021).
- Acted for KIVA Capital Management LLC as lender in respect of the UGX 3,590,805,000 loan facility (approx. US\$ 1,000,000) made available to UGAFODE Microfinance as borrower (December 2021)
- Acted for Great Lakes Coffee Company Limited as borrower in respect of the US\$ 2,000,000 trade finance facility made available by Fairtrade Access Fund S.A. SICAV- SIF as lender (September 2021)
- Acted for Iungo Capital B.V. as lender in respect of the US\$ 500,000 trade finance facility made available to Western Uganda Cotton Company Limited as borrower (January 2021)
- Acting as legal/transaction advisor to the Uganda Bio Diversity Trust Fund's over USD 100M public/private sector-led fund to support innovation in conservation.
- Advised Bid Network on due diligence on all target companies on its debt and equity investments.
- Advised The Acumen Fund on a cross-border investment in Uganda and Rwanda.



Mergers and Acquisitions

- Undertook cross-border legal due diligence for Musana Community Development Organisation in relation to its proposed merger with One Heart and its subsidiaries in Kenya and Tanzania, in collaboration with regional counsel, reviewing corporate, governance, contractual, and regulatory aspects of the transaction. (2026)
- Advised a US based Company, operating a platform to digitize mobile money agent businesses in Uganda, with respect to a proposed acquisition of a multi-national company offering mobile financial services to individuals and businesses in Uganda. (2025)
- Advised a UK based Insurance broking holding group on the proposed sale by Heartland Cayman Limited, the South African Heartland Trust, and the South African Heartland Partnership, of all shares and loan claims (if any) in a multinational insurance group with respect to the Ugandan subsidiary. (2023)
- Acted for Latitude Trading Company as borrower with respect to blended financing transactions with Ground Up Investing LLC which include a US\$ 400,000 convertible note converting debt to equity shareholding, a US\$ 200,000 revolving loan agreement, and completing the execution of a shareholder agreement. (2023)
- Advised BluePeak Private Capital GP as lender and Prime Supplies Holdings Limited with respect to a US\$ 20,000,000 financing intended to result in a merger/ amalgamation between Prime Supplies Holdings Limited and Prime Logistics Holdings Limited leading to a minority buyout and structural changes in Ugandan subsidiary – Primefuels Uganda Limited. (April 2023)
- Acting for Spouts of Water as investee company with respect to a US\$ 4.5 million acquisition of shares by C-Quest Capital LLC in Spouts of Water International (May 2022)



Fund set-up, structuring, and market entry

- Acted for Mercy Corps in conducting a legal assessment and regulatory feasibility study for a humanity energy-focused financing facility in Uganda. (2023)
- Advised the BidCapital Partners on the setup and structuring of the Impact Mezzanine Fund (with \$500,000 seed capital) and its operations in Uganda. (2023)
- Advised iGravity on the setup and structuring of the US\$ 2,000,000 Refugee Investment Facility. (2023)
- Advised Small Foundation on the set up of an early venture debt facility to tech-enabled intermediaries in Uganda. (March 2023)
- Advised and assisted companies such as Mara Agribusiness Limited and Maxtrace Limited on their restructuring and transfer of shares. (2023)
- Assisted Spouts International, a company incorporated and based in Mauritius on their restructuring, transfer of shares and increasing share capital. (2023)
- Advised the BidCapital Partners on the setup and structuring of the Impact Mezzanine Fund (with \$500,000 seed capital) and its operations in Uganda. (2023)
- Advised SIDI, a French social enterprise, on the set up and commencement of financing activities in Uganda. (April 2023)
- Advised impact finance funds setting up in the East African region including the Yunus Social Business Foundation's over USD 200M to support local social businesses in Uganda.
- Advised on the governance and structure of CivSource Africa and its philanthropic arm-CivFund on the set up, board governance and interactions with Donors and other entities.
- Advised and acted as legal counsel to Africa EMS Mpanga on a project to construct a hydropower dam on River Mpanga in Western Uganda. (2016)
- Advised an international water and environmental company, Suez France, on a proposed US\$ 12 Million project to construct a water treatment plant in Uganda. (2018)
- Advised a Turkish consortium on a contract for the repair of major ferries on Lake Victoria, Uganda, a project of the Uganda National Roads Authority (UNRA). (2016)
- Advised Emergency Life Support for Civilian War Victims on a US\$ 25 Million project to construct an orthopaedic hospital complex in Entebbe, Kampala. (2016)

KEY CONTACTS



STEPHEN TUMWESIGYE MANAGING PARTNER

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Stephen is a distinguished legal advisor and founding partner at TASLAF Advocates, specializing in Corporate Finance, M&A, non-profit, social enterprise, and impact finance practice. He is also the head of the firm's Corporate Finance, M&A and Private Equity practice.

He previously worked with Deloitte & Touché East Africa and with other leading law firms in Uganda, as a legal and tax consultant.

A pioneer social impact legal advisor in Uganda, Stephen advises local and international organizations including: impact finance funds, international foundations, large non-profit organisations, civil society organizations, charities, philanthropic entities and social enterprises. Under his leadership, TASLAF provides cutting-edge legal solutions, advising clients on compliance, governance restructuring, transactional matters, cross-sector partnerships, and policy advocacy. His work has been instrumental in shaping legal frameworks that enable impact funds, non-profits and social enterprises to thrive while ensuring their alignment with both regulatory compliance and impact-driven objectives.

Stephen has advised several impact finance funds setting up in the East African region including: iGravity, on the setup and structuring of a US\$ 2,000,000 Refugee Investment Facility; the Yunus Social Business Foundation's over USD 200M to support local social businesses in Uganda; the Uganda Bio Diversity Trust Fund's over USD 100M public/private sector led fund to support innovation in conservation; and the Great Lakes Coffee Co. on a 7M USD investment from Responsibility AG.

In addition to his advisory role, Stephen is a leading proponent of alternative dispute resolution (ADR) and has successfully represented both local and multinational clients in resolving complex disputes in areas such as employment, taxation, immigration, and public law. His ability to navigate multi-jurisdictional legal environments has made him a trusted legal partner for organizations operating in Uganda and beyond.

Stephen holds a Master of Laws (LLM) from Harvard Law School where he was an Open Society Foundations Scholar, a Bachelor of Laws (LLB) from Makerere University, a Post-graduate Diploma in Legal Practice from the Uganda Law Development Centre, and is an Advocate of the High Court of Uganda.



KEVIN AYEBARE
ASSOCIATE PARTNER

Head Employment, Commercial Advisory and Dispute Resolution

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Kevin Ayebare is an Associate Partner at TASLAF Advocates, heading the firm's Employment & Labour Law Practice as well as the Litigation, Arbitration, and Dispute Resolution Department.

He is a seasoned employment law expert, having advised and represented leading multinational corporations, international NGOs, and private sector organizations on a wide range of employment matters, including contract structuring, workplace policies, compliance, dispute resolution, collective terminations, and governance advisory. His clients include Medical Teams International, African Humanitarian Action, Mercy Corps, and Spouts of Water, among others.

Kevin has successfully litigated, mediated, and arbitrated major employment cases, ensuring favorable outcomes for his clients. Beyond employment law, Kevin is an experienced litigator and dispute resolution specialist, handling commercial, corporate, and tax-related disputes. His expertise extends to corporate governance, where he advises boards on regulatory frameworks and organizational structures.

Kevin holds a Bachelor of Laws (LLB) Degree from the Uganda Christian University, a Post Graduate Diploma in Legal Practice from the Law Development Centre, and is an Advocate of the High Court of Uganda.



JEMIMAH ATUKUNDA SENIOR ASSOCIATE

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Jemimah is a Senior Associate at TASLAF Advocates, qualified in England and Wales and Uganda. She specializes in Corporate Finance, Banking, Employment, and Special Projects, as well as general Corporate Advisory work. Her practice also encompasses transactional advisory, regulatory compliance, and general corporate advisory matters, making her a versatile legal professional with a strong focus on corporate and transactional advisory work.

With experience advising a range of clients, including local companies and multinational entities, Jemimah provides legal support on corporate structuring, deal advisory, compliance obligations, regulatory approvals, and employment-related matters.

She is particularly experienced in drafting complex commercial agreements, advising on employment issues, and supporting financing transactions, including advising on deal structuring and implementation.

Jemimah holds a Bachelor of Laws (LLB) degree from the University of Central Lancashire in the United Kingdom. She completed the Legal Practice Course and also obtained a Master of Laws (LLM) in Legal Practice (with Merit) from the University of Central Lancashire in 2020. She obtained a Postgraduate Diploma in Legal Practice from the Law Development Centre in 2025.





RUTH NANJOBÉ SENIOR ASSOCIATE

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Ruth is a Senior Associate at TASLAF Advocates, specializing in Corporate Finance, Mergers & Acquisitions, Private Equity, and Legal & Regulatory Compliance for both NGOs and companies. Her practice also encompasses Immigration Law, Pro Bono Services, and General Corporate Advisory, making her a well-rounded legal professional with a strong focus on regulatory and transactional matters.

With extensive experience advising a diverse client base, ranging from local startups to multinational corporations, Ruth provides strategic legal counsel on corporate governance, regulatory compliance, immigration law, and nonprofit sector obligations. She is particularly skilled in anti-money laundering (AML) compliance, data protection, and corporate

structuring, ensuring that clients operate within the legal and regulatory frameworks of their respective industries.

In the corporate finance space, Ruth plays a key role in structuring and facilitating transactions, including mergers & acquisitions, private equity deals, and debt and equity financing. Her expertise ensures that transactions are executed seamlessly, mitigating risks and aligning with compliance requirements.

Ruth holds a Bachelor of Laws (LLB) Degree from the Uganda Christian University, a Post Graduate Diploma in Legal Practice from the Law Development Centre, and is an Advocate of the High Court of Uganda.





ALISON NAKIGOZI MUGULUMA LEGAL ASSOCIATE

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Alison Muguluma is a Legal Associate at TASLAF Advocates. She specialises Corporate Finance, Mergers & Acquisitions, Private Equity, Banking, Employment, and Dispute Resolution. Her practice also encompasses commercial advisory, legal and regulatory compliance and General Corporate Advisory, making her a well-rounded legal professional.

She brings extensive experience advising both international and local funds, particularly those engaged in impact investing, equity financing, and debt lending. Her practice spans the full lifecycle of transactions, from structuring and negotiation to implementation, enabling her to provide commercially grounded and legally robust solutions tailored to each client's strategic objectives.

She has advised on a broad range of equity and debt transactions, demonstrating a deep understanding of complex financing arrangements and investment structures. Alison has also played a key role in conducting legal due diligence for mergers and acquisition. Her ability to navigate intricate regulatory and transactional frameworks makes her a valuable advisor in high-stakes and cross-border deals.

In addition to her transactional work, Alison provides strategic counsel on employment matters, dis-

pute resolution, and general commercial advisory. She has successfully supported clients in resolving commercial and employment disputes, offering pragmatic advice that balances legal risk with business continuity. Her experience extends to drafting and negotiating a wide array of corporate and financing documents, ensuring clarity, precision, and alignment with client interests.

Alison also has a strong focus on legal and regulatory compliance, particularly in the areas of data protection and privacy. She regularly advises clients on compliance frameworks, risk mitigation, and best practices in an evolving regulatory landscape. Her multidisciplinary expertise allows her to deliver holistic legal support that integrates corporate, regulatory, and operational considerations.

Alison has gained comprehensive experience working with diverse clients, ranging from local startups to large multinational corporations

Alison holds a Bachelor of Laws (LLB) Degree from Strathmore University, Nairobi-Kenya, a Post Graduate Diploma in Legal Practice from the Law Development Centre and is an Advocate of the High Court of Uganda.



SAMALIE LIZ NAKASIGA LEGAL ASSOCIATE

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Liz is a Legal Associate at TASLAF Advocates, where she advises clients on corporate finance, transactional structuring, and regulatory compliance. Her practice sits at the intersection of legal precision and commercial strategy, enabling her to support clients through complex financing arrangements and institutional growth phases.

At the firm, Liz is involved in structuring and documenting a wide range of transactions, including equity and debt financings, shareholder arrangements, corporate reorganisations, investment structuring, and strategic partnerships. She works closely with financial sponsors, portfolio companies, and emerging enterprises, providing comprehensive support from early-stage structuring to execution and post-transaction governance. Her experience spans both majority and minority investments, as well as the design of governance frameworks that

promote accountability and long-term value creation.

In addition to her transactional practice, Liz plays an active role in coordinating the firm's SME Legal Facility, an initiative dedicated to delivering bespoke legal advisory and capacity-building support to Small and Medium Enterprises. Through this platform, she works with local businesses, investment funds, and development partners to strengthen institutional compliance, governance practices, and contractual discipline within Uganda's SME ecosystem.

She holds a Bachelor of Laws (LLB) and a Postgraduate Diploma in Legal Practice. Her cross-functional exposure to transactional work, governance advisory, and SME institutional development positions her as a thoughtful and commercially attuned advisor to growing enterprises.





REMMY WAHANZE LEGAL ASSOCIATE

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Remmy is a Legal Associate on the Corporate Finance Team at TASLAF Advocates. His experience lies at the intersection of law and finance. Previously, he worked as a Private Equity Investment Analyst at a Ugandan Private Equity Fund, where, in addition to his role as an investment professional, he also provided routine legal advice on the firm's day-to-day legal issues relating to transactions and its portfolio companies, cultivating niche experience in private equity law and practice.

Remmy received a Bachelor of Laws (LLB) from Uganda Christian University, graduating in the top 3% of his cohort. At TASLAF, Remmy advises financial sponsors, investors, and portfolio companies on the full spectrum of equity and debt-linked financing structures. His experience includes, but is not limited to: (i) fund structuring & regulatory compliance (pre- and post-investment); (ii) majority & minority equity investments; (iii) mezzanine financings & other hybrids; (iv) consortium deals & joint ventures; (v) continuation funds & partial ex-

its; (vi) curve-outs & spin-offs; (vii) restructurings & distressed Investments; and (viii) divestitures & exits.

In addition to the aforementioned, Remmy coordinates the SME Legal Facility, the firm's effort towards providing bespoke legal services and training to local Small and Medium Enterprises (SMEs), on a pro bono basis in partnership with investment funds, their portfolio companies, and a network of international development agencies. He has also cultivated an

interest in competition law and economics, and currently studies trends on the impact of artificial intelligence (AI) on legal practice.

Remmy's cross-sectional experience in law, finance and business provide him with a unique skillset to serve the legal needs of our most innovative and ambitious corporate clients.





About TASLAF Advocates

TASLAF Advocates provides blended legal and tax services to the most impactful entities operating in Uganda & East Africa. We are driven by a desire to create social impact and harness the interconnectedness of the African eco-system in our provision of blended legal & tax services. Our clients include leading private equity/impact funds, construction and oil & gas companies, tech companies, leading non-profits/NGO's and social enterprises looking to set up or expand in Uganda and East Africa.

Our team combines a breadth of experience, education, and training in the best institutions in the world. We are always on the lookout for the most talented and ambitious professionals to join the team. With a mix of lawyers and accountants across the board, our service offerings are unequaled in both tax & legal assignments.

Our pro-bono arm provides free legal services to leading SME's and social enterprises in Uganda helping them to save legal fees and create impact in their areas of operation.

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