

Apollo Makubuya

Partner | ALN Uganda | MMAKS Advocates

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Background

Apollo is a senior partner and one of the founding partners of MMAKS Advocates. He heads the Commercial Transactions team. With nearly 3 decades in legal practice, he specialises in corporate and commercial transactions including company incorporation, governance and restructuring, mergers, and acquisitions in various fields such as banking, insurance and oil and gas.

He is a Senior Advocate qualified to practice law in all courts in Uganda. He has handled several high-profile commercial transactions in real estate, energy, and mining sectors. These include deals on large infrastructure projects such as the National Oil Refinery, the Kampala Storage Terminal, Kilembe Mines, Bujagali Power Station, Kampala Flyover Project and the Namanve industrial park.

Additionally, he routinely advises on regulatory aspects in the banking, telecommunications, and insurance sectors. Apollo is the current chair of Prudential Assurance Uganda and is a former Chairman of Equity Bank Uganda. He has previously worked as a senior lecturer at the Faculty of Law Makerere University and with a private commercial bank and Uganda's Central Bank.

He is the Senior Palace Advisor to Kabaka Ronald Muwenda Mutebi II and has served in many senior capacities in the Kingdom of Buganda including as Deputy Katikkiro, Attorney General and Minister of Justice. Apollo is the Vice Diocesan Chancellor of Luweero Diocese Church of Uganda and a member of the Uganda National Covid Fund.

Apollo is a graduate of Cambridge University, UK and holds a first-class honours Bachelor's law degree from Makerere University and a Diploma in Legal Practice.

Professional Membership

- Advocate, High Court of Uganda
- Member, Uganda Law Society
- Member, East African Law Society

Professional Qualifications

- Post Graduate Diploma in Legal Practice, Law Development Centre, Kampala

- LL.M, Master of Laws, University of Cambridge, England
- LL. B, Bachelor of Laws, Makerere University, Kampala

Career Summary

2005 – Date: Partner, MMAKS Advocates

1997 – 2005: Central Law Offices, Uganda

1993 – 1996: Company Secretary and Manager, Legal Department, Sembu Uganda (now Allied Bank)

1991 – 1993: Legal Assistant, Katende, Sempebwa & Co. Advocates

Awards & Recognition

- Apollo is ranked by Chambers Global (2020 – 2023) in the Corporate M&A practice area.
- Apollo is a 'Highly Regarded' lawyer by IFLR1000 (2023) in the Financial & Corporate and Project Development.
- Apollo is 'leading individual' by Legal 500 (2020 – 2022), in the commercial, corporate and M&A category.

"Apollo is particularly skilled in providing tax, due diligence and regulatory advice on commercial transactions, as well as on power purchase agreements." – **Chambers Global 2023**

Top Matters

Corporate Mergers and Acquisitions

- Advising a UK-based private equity fund in connection with its proposed acquisition, through a SPV incorporated by it, of shares in Bujagali Holding Power Company Limited (BHPCL), which is a shareholder in Bujagali Energy Limited (BEL), including conducting a comprehensive legal due diligence on the operations and existing contractual status of both BHPCL and BEL with the Government of Uganda, completing detailed regulatory questionnaires on foreign investment and hydro power regulation in Uganda, and reviewing and issuing a legal opinion on the transaction agreements from a Ugandan law perspective.
- Acting for the Sanlam Group, a South African diversified financial services group operating across several selected global markets globally, in connection with the creation of a Pan-African Joint Venture between the Sanlam Group and the Allianz Group, one of the leading integrated financial services providers worldwide, and present in 11 African countries.
- Advising Gateway Delta Development Holdings, a Mauritian real estate development company, in connection with its acquisition of Metroplex Shopping Mall, including conducting a due diligence on the shopping mall, drafting, and negotiating the business and asset purchase agreement, drafting and filing relevant statutory forms for transfer of property, and obtaining the necessary approvals from government authorities.
- Acting for Mandela Auto Spares, trading as Café Javas, one of Uganda's leading companies dealing with new genuine spare parts for vehicles, in connection with the acquisition of three property leases from Good African Coffee and Good African Café, including drafting and negotiating of the sale agreement of the property leases.
- Advising the Uganda Investment Authority in connection with the set up and development of an industrial park under a 30 year concession.
- Acting as lead advisor to private equity and other strategic investors in connection with acquisitions and

- sales of stakes in companies.
- Acting as lead local counsel to LAP GreenN, a telecoms provider, in connection with the proposed acquisition of a leading mobile telecommunications operator in Uganda.
- Acting as lead advisor to National Housing and Construction Company Limited, a Ugandan construction and real estate management company, partly owned by the Uganda Government, in connection with various legal matters relating to financings, real estate, and conveyancing.
- Advising on a USD 10 million Credit Facility Agreement between PROPARCO and a local financial institution.
- Acting as lead advisor to several private equity and other strategic investors on acquisitions and sales of majority and minority stakes in companies in the mining and energy industry.

Energy, Mining and Natural Resources

- Acting for Uganda National Oil Company (UNOC) in connection with the sourcing of a strategic partner to undertake and implement the Kampala Storage Terminal (KST) Project, including advising on the commercial and financial structuring of the KST project, specialist legal advisory services, advising on the selection of UNOC's strategic partner including preparation of Terms of References, Information Memoranda, and term-sheets for key financing and commercial agreements, documentation of UNOC's equity contribution to the project and advisory during commercial negotiations.
- Advising Africa Finance Corporation that was approached by Yaatra together with its partners; Saipem, Lion Works and Baker Hughes, a General Electric company, (the Consortium), in connection with the financing of the development of a 60,000 barrels per day refinery, a 211 km pipeline to transport the refined crude, an on-site storage facility and separate receiving storage terminal in Buloba on the outskirts of Kampala, Uganda.
- Acting as local counsel to a Middle Eastern private equity investor in connection with the potential acquisition of a stake in a prominent hydro power project in Uganda, including advising on the corporate governance and compliance issues, regulatory permits, environmental compliance, employment laws, property laws and insurance.
- Acting as lead advisor to several mining companies in Uganda on the legal and regulatory framework governing all aspects of investment, licensing, and extraction of minerals in Uganda.
- Lead local counsel to a Swiss mining company under an acquisition of a majority stake in a mining company in Uganda valued at approx. USD 100 million.
- Advising on a joint venture farm-in agreement between Ugandan mining company and UK publicly registered company.