



Ian Gaitta

Partner | ALN Kenya | Anjarwalla & Khanna

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Background

Ian is a Partner at ALN Kenya | Anjarwalla & Khanna and a member of the firm's projects and infrastructure practice group.

Ian's practice involves advising project developers, sponsors and investors on structuring and execution of infrastructure projects and infrastructure-related investment and divestment transactions across various sectors including power generation, roads, ports, water supply, waste management, oil and gas, and telecoms infrastructure projects.

Ian is also part of the team leading the firm's advocacy and advisory efforts in the emerging climate change and sustainability space.

He has assisted clients on regulatory advisory work, procurement advisory, negotiation of concession agreements and offtake agreements and other forms of Public Private Partnership (PPP) arrangements and procurement contracts, structuring and negotiating government support arrangements such as letters of support and host government agreements/implementation agreements, and ancillary political risk support mechanisms such as MIGA Political Risk Insurance instruments and AfDB partial risk guarantees, advising on EPC and other supply and construction contracts, and in the structuring and negotiation of equity and debt investment arrangements for project companies.

He has also advised on various M&A transactions relating to infrastructure project companies and provided borrower-side advice to sponsors and project companies on various project finance transactions.

In connection with his work on renewable energy projects as well as other infrastructure projects, Ian has assisted developers in structuring arrangements for the commercialization of carbon offsets and credits and other environmental attributes deriving from these projects.

He has also conducted training seminars on PPPs and energy and infrastructure projects for international developers, financiers and public sector officials in the region, and has contributed to PPP and project finance publications and trainings by the African Legal Support Facility, a capacity building institution hosted by the African Development Bank. He has also contributed to infrastructure PPP trainings by the Trade and Development Bank (TDB) and USAID.

Ian is an Advocate of the High Court of Kenya.

Professional Membership

- Law Society of Kenya

Professional Qualifications

2007: Postgraduate Diploma in Law, Kenya School of Law

2005: LL.B, Bachelor of Laws, University of Nairobi, Kenya

Career Summary

Jan 2020 – Date: Partner, Anjarwalla & Khanna

2015 – Dec 2019: Partner, Anjarwalla Collins & Haidermota, Dubai

2011 – 2014: Senior Principal Associate, Anjarwalla Collins & Haidermota, Dubai

2008 – 2010: Senior Associate, Anjarwalla & Khanna

2007 – 2008: Associate, Kaplan & Stratton Advocates

2006 – 2007: Associate, Anjarwalla & Khanna, Advocates

2005 – 2006: Trainee Associate, Anjarwalla & Khanna, Advocates

Top Matters

Projects & Infrastructure

- Acting for **Finnfund**, **Vestas Eastern Africa** and **KIF**, shareholders of the Lake Turkana Wind Power, the largest wind farm project in Africa, in connection with the transfer of their shares into the Climate Finance Partnership, a fund managed by the BlackRock Group, one of the world's largest public asset managers with over USD 10 trillion in asset, including drafting and negotiating the primary transaction documents (share purchase agreements and disclosure letters for each of the sellers), drafting the pre-emption notices and managing the closing process.
- Acting for **Moderna**, an American pharmaceutical and biotechnology company, in connection with setting up the first mRNA vaccine manufacturing facility in Africa, together with the Government of Kenya, including drafting and negotiating various agreements with the Government of Kenya, providing regulatory and tax advice, and advising on the acquisition of the site for the vaccine manufacturing facility.
- Acting for the **African Infrastructure Investment Managers (AIIM)**, a leading infrastructure fund manager, in connection with the acquisition from Mota Engil, a multinational organization with operations focused on construction and infrastructure management, of an interest in Lots 15 and 18 of the Roads Annuity Programme. AIIM invested USD 34 million through its pan-African AIIF4 Fund for a 74% stake, including undertaking a detailed due diligence of these projects, including a review of the equity, finance and project documents. Following the due diligence, drafting and negotiating the transaction documentation, providing advice on the regulatory approvals required to effect the acquisition, preparing drafts of the conditions to closing and the completion documents.
- Advising **Actis** and **Westmont Hospitality** on their acquisition of a portfolio of hotel assets in Kenya and Tanzania from City Lodge Hotels Group, a listed hotel operating group in South Africa.
- Advising **I&M Group**, a listed bank holding company in Kenya, in connection with acquisition of Orient Commercial Bank, a licensed bank in Uganda (since re-branded to I&M Bank Uganda).

- Advising **Helios** in connection with a proposed renewable energy investment in Central Africa.
- Acting for **Japan Techno Co.**, under instruction from Crown Agents, an international development company, to provide consulting services in connection with the development, implementation and installation of a medical and hazardous waste processing plant in Nairobi, with the project being financed through a government-to-government grant made available by the Government of Japan to the Government of Kenya, including assisting with the preparation of feasibility reports, a legal, land and regulatory due diligence in respect of the proposed project, providing structuring and tax advice, and assisting in the process of selecting the preferred bidder, including preparing the tender documents and all applicable project contracts (such as the construction and O&M agreements).
- Advising **Bechtel**, in connection with its proposed PPP arrangements for the development and operation of a major highway in Kenya. Advising Bechtel, an American engineering group, in connection with the construction of a major Kenyan highway, including advising on all legal and regulatory aspects of the project, such as procurement, roads development, construction law, labour law, financing and fund flow structures, choice of law and dispute resolution clauses, and environmental liability issues.
- Advising **ARCH Emerging Markets Partners**, an international emerging markets fund manager, in connection with its investment in a large-scale cold chain logistics facility in Kenya and in the project financing for the development of the facility.
- Acting for certain institutional shareholders in a large renewable energy project in East Africa in connection with the sale of shares to a leading private equity fund manager.
- Advising **Berkeley Energy** in connection with its acquisition of a stake in proposed battery energy storage projects in Kenya and Malawi.
- Advising **Frontier Energy** in connection with its proposed acquisition of majority ownership in the 50MW Loodariak wind power project in Kajiado, Kenya.
- Acting for **Solarise Africa**, a pan-African energy leasing company in connection with the proposed leasing of rooftop solar equipment to clients in Kenya, including providing tax advice on the implications of an operating lease arrangement, advising on the legal and regulatory implications of structuring the operating lease as a finance lease and undertaking a red flag review of the template operating lease agreement.
- Acting for **Candi Solar** (candi), a dedicated rooftop solar installer, financier and operator for SMEs across Asia and Africa in connection with its proposed solar financing in Kenya, including advised candi on the legal and tax implications of various solar financing structures in Kenya such as a credit sale, hire purchase arrangement and operating/finance lease and reviewed the template credit sale agreement and maintenance agreement from a local law perspective.
- Advising **Cross Boundary Energy Holdings** (CBE) in connection with the installation of four (4) solar PV plants totaling 428 kWp for the Xflora flower farm in Nakuru.
- Acting for **Bohemian Flowers** (Bohemian) in connection with a power supply agreement between Bohemian and Oserian Development, including reviewing and negotiating the power supply agreement and advising on the relevant regulatory approvals.
- Advising **Powerhive** in connection with regulatory matters relating to the development of mini grids that will generate and distribute, electricity in rural parts of Kenya currently not covered by the national grid, including providing regulatory and structuring advice and reviewing of permits and agreements with the county governments.
- Acting for **Tozzi Green** in connection with their proposed acquisition of a 40MW solar photovoltaic project located in Witu, Lamu County and a 40MW Solar PV Power Plant in Kibwezi, Makueni County.
- Acting for **Solarise Africa**, a pan-African energy leasing company in connection with the proposed leasing of rooftop solar equipment to clients in Kenya, including providing tax advice on the implications of an operating lease arrangement, advising on the legal and regulatory implications of structuring the operating lease as a finance lease and undertaking a red flag review of the template operating lease agreement.

