

Mariama Toupe Bah

Associate | ADNA

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Background

Mariama is an Associate in ADNA, Guinea. Her practice focuses primarily on structuring and financing projects, corporate and related commercial matters in Francophone Africa.

Professional Qualification

2018: Master in Business Law, Université Hassan II, Casablanca

Career Summary

2021 – Date: Associate, ADNA, Guinea

2019: Associate, SD Avocats (Conakry, Republic of Guinea)

2018: Trainee, Habachi & Bakouchi Law (Casablanca Morocco)

2017: Trainee, Financial Advisory Services/Legal Mazars (Casablanca Morocco)

Top Matters

- Acting for European Investment Bank, Proparco and several other development finance institutions in connection with the USD 115 million financing of the IPT Powertech Group in Lebanon, the Republic of Guinea and Nigeria, including reviewing the facility agreement and in particular advising on the limitation of guarantee to the portion of the loan likely to directly benefit the guarantor, advising on the corporate interest aspects of the Guinean guarantor for entering into the transaction and drafting the Guinean law account pledge agreement.
- Acting for Hummingbird Resources in connection with the acquisition of the company Cassidy Gold Guine?e SA, a company holding several gold exploration and operation permits in the Republic of Guinea, including conducting legal due diligence on the target company, issuing a title opinion, reviewing the SPA

- and drafting the corporate resolutions.
- Acting for AMC in connection with the sale process of its interest in the Koumbia project in Guinea, and the permitting process of the project.
- Acting for Guinea Alumina Corporation SA, the Guinean subsidiary of a joint-venture between Mubadala and Dubal, in connection with the development and project financing of the Sangaredi bauxite/alumina project in Guinea.
- Acting for A.P. Møller Capital in connection with a potential investment on behalf of the Africa Infrastructure Fund in the energy sector in the Republic of Guinea, including drafting a memorandum on the applicable regulatory framework applicable to IPPs in Guinea, including details of the key approvals, licenses or registrations required for the implementation of the project.
- Acting for ib vogt GmbH in connection with the development of a solar project in Mamou, in the Republic of Guinea, including conducting regulatory and contractual due diligence on the project documents (concession agreement, power agreement), drafting corporate resolutions and Guinean law security documents and issuing a legal opinion.
- Acting for China Development Bank in connection with the USD 830 million financing granted to Amaria Hydraulic & Electrical Development Corporation SAU in order to facilitate a 300WM hydropower station project, including conducting legal due diligence against the borrower from Guinean law perspective, reviewing from a Guinean law perspective the English law facility agreement, drafting and negotiating in French and English the Guinean security documents and providing incidental advices from Guinean law perspective.
- Acting for International Finance Corporation in connection with the USD 25 million financing of the Sonoco Group in the Republic of Guinea, including conducting due diligence; advising on the financial structure; reviewing English law documents, including loan agreement, guarantees, project fund and share retention agreement; drafting corporate resolutions and Guinean law security documents.
- Acting for Afrexim in connection with the restructuring and refinancing of a USD32.291 million granted to Cellcom Guine?e, including advising on Guinean law aspects, and drafting Guinean law security documents, including the share pledge, pledge over business concern and account pledge.
- Acting for IFC and Proparco in connection with the financing of the Gaselia Group’s development, expansion and upgrade program in Côte d’Ivoire, Senegal, Mali and Guinea, including advising on the structure of the transaction, drafting and duplicating OHADA law security documents (assignment of receivables, bank account pledge, mortgage, share pledge, pledge of business as going concern), establishing and collecting the conditions precedents related to the financing, advising on the validity and enforceability of Guinean law financing documents, coordinating the local councils in Côte d’Ivoire, Senegal, Mali and Guinea (in particular with the registration and perfection of the security documents and the harmonisation of their respective legal points of view).