DLA PIPER AFRICA

ESI

Jurie Badenhorst

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Jurie specialises in corporate and commercial law, with an emphasis on finance and projects, mining and energy (including green hydrogen), the drawing and negotiation of contracts, the securitization thereof, conducting of due diligences and matters incidental thereto. He was admitted to the High Court of Namibia in 2004.

Related services

Corporate

Finance and Projects

Litigation, Arbitration and Regulatory

Related sectors

Financial Services

Energy and Natural Resources

Infrastructure, Construction and Transport

Languages spoken

English, Afrikaans

Experience

His experience has included advising:

- The Government of the Republic of Namibia on the negotiation and implementation of its first green hydrogen bid. The project included negotiations with the successful bidder for the conducting of a feasibility study in relation to the feasibility of implementing the project, including the engineering, procurement and construction of a renewable energy (a combination of solar and wind) plant, a desalination plant, electrolysis plant, green ammonia storage plant, port expansion and supporting infrastructure, including various common user infrastructure.
- The Namibian Ports Authority (Namport) on the concessioning off, of the new container terminal at the port of Walvis Bay to a third-party operator. This included drafting of the Concession Agreement, negotiations with the preferred bidder and matters incidental thereto.
- A syndicate of lenders on a facility transaction with a prominent Pan-African ITC company (as the borrower) for purposes of possible future acquisitions by this company. This included the drafting of and advising on the relevant security documents and security structure and advising on all regulatory matters.
- A global asset management firm on the entering into of a Royalty Agreement with a mining company in Namibia. This included the review of the Royalty Agreement from a Namibian law perspective, the conducting of a due diligence on the company and general Namibian law advice.

- A Pan-African bank with the establishment of business operations in Namibia. This included advising on the establishment of the requisite corporate entities in Namibia, the application for a banking license and all matters incidental to the aforesaid.
- On a key issues legal due diligence on behalf of a TSXV listed graphite mining entity in respect of the acquisition by it of 100% of the shares in a local graphite mining entity and local graphite processing entity, including the review of a sale and purchase agreement and lease agreement in respect of the transaction and advising on all aspects of the acquisition including all regulatory approvals required to implement the transaction. We also advised the company in relation to the financing provided to it in the form of a Credit Agreement and Streaming Agreement (convertible to a Royalty Agreement).
- A Chinese company on a major due diligence relating to the largest uranium mine in Namibia and advising the company (as purchaser of shares) on all aspects of the ensuing acquisition, including all regulatory approvals required to implement the transaction.
- On debt capital markets and corporate bonds (acted as local counsel for the Government of Namibia in it is maiden sovereign bond issue in the European Market).
- A consortium of three international financial institutions in a major limited recourse financing transaction (which included advising upon an elaborate security structure), the required finance being in excess of NAD 1,5 billion.
- Four commercial banks through the Banker's Association on obtaining emergency COVID-19 funding from the Bank of Namibia and the on-lending thereof to SMMEs.
- On wind projects, including the Namibian power utility on various matters.
- One of the biggest local commercial banks in Namibia in respect of the bundling and unbundling (restructuring) of its shareholding.
- A multinational retail group on the acquisition of the Namibian assets of another retail group. This included advising - from a Namibian law perspective - on the applicable transition documents and all regulatory requirements.
- A multinational retail entity with the establishment of business operations in Namibia.
- Areal estate investment trust company on the disposal of shares held by its subsidiaries in and their claims against a property company to a property and housing fund trust for an aggregate value of over USD 26 million.
- On and conducting major key issues legal due diligence on behalf of an international mining entity in respect of the potential acquisition of equity in a local entity holding various mineral rights.
- On the construction of various solar plants and all legal matters related thereto, from both the sponsors and financier's perspectives. This included conducting of due diligence investigations, advising on finance agreements, engineering procurement and construction agreements, subsequent disposal by sponsors of their equity portions to technical partners - by ensuring that the conditional requirement that previously disadvantaged persons retain a certain percentage shareholding is met - and advising on all regulatory matters incidental to the aforesaid.
- On and conducting a full legal due diligence on a project relating to a wind energy electrical power generating facility of a contracted capacity of 44MW to be erected in the South of Namibia, including but not limited to advising on all regulatory, environmental, land, employment, permitting and license issues, relating *inter alia* to the acquisition / lease of the land for the project site, erection of the wind turbines, and the interconnection facility for the connection of the turbines to the national electricity grid system. Further conducting a full legal due diligence into the project and project company and reviewing the suite of power purchase and other agreements.
- On the construction of a hydroelectricity power plant in the upper Orange River, Namibia, which includes settling the definitive heads of agreement between the parties involved and providing regulatory and legal advice regarding the project.
- An international investor with regards to two 5 MW solar plants to be built in Okatope, Namibia.
- An international solar asset development firm in respect of a solar plant to be erected at a local cement plant and advising on the registration of a notarial lease over the project site.
- On the corporate restructuring of a renewable energy off-taker and service provider group within the Southern African region, including conducting a red-flag legal due diligence on the Namibian subsidiary.
- A commercial bank on and attended to the drafting of the transaction documents for the asset finance of mining equipment in excess of NAD 300 million.
- One of Namibia's largest financial institutions on the acquisition of a wealth management group. This included advising on the applicable transaction documents and all regulatory matters.

Credentials

Professional Qualifications

- University of Stellenbosch (South Africa): BComm Law (1999); LLB (2001); LLM Mercantile Law (2003)

- Admitted to the High Court of Namibia (2004)

Recognitions

- Ranked as leading lawyer in *Chambers Global* every year since 2006
- Ranked in *Legal 500*

Membership

- Law Society of Namibia

Insights

DLA Piper Africa, Namibia Awarded the PMR.africa Diamond Arrow Award of Excellence for 2022

16 March 2023

DLA Piper Africa, Namibia awarded 2021 PMR.africa Golden Arrow Award of Excellence

14 June 2022

DLA Piper Africa, Namibia (ESI) has been awarded the 2021 PMR.africa Golden Arrow Award of Excellence for promoting economic growth and development in Namibia.

Namibia: Horizon Scanning 2022

18 January 2022

DLA Piper Africa, Namibia (ESI) bolsters corporate and commercial capability with the appointment of Dr Meyer van den Berg

23 April 2021