Our horizons are as broad as your business vision.
Architects of well-designed legal solutions that make business sense.
Success in business today requires a combination of big picture thinking, and an ability to deal meticulously with the detail.

At Bowman Gilfillan, we believe that an appreciation of the big picture, formed by defining ideas, needs to be backed-up by a clear understanding of the detail, the execution of which is vital in managing risk and successfully turning an inspired vision into business headlines.

Bowman Gilfillan is one of Africa’s premier corporate law firms, employing over 310 specialised lawyers and a total staff of some 550.

Our firm is recognised for professional legal services of the highest calibre. We draw on our unique knowledge of the African business environment, and in-depth understanding of the socio-political climate, to advise clients on a wide range of technical legal issues.
African Expertise, Global Presence

A combination of local expertise and international presence has seen Bowman Gilfillan attract many high-profile clients both in South Africa and around the world. Investment banks, industrial conglomerates, financial institutions, governments and state authorities are amongst the clients who depend on us to handle their legal affairs.

Our firm has the advantage of operating as part of a global network of commercial and corporate law attorneys. As a member of Lex Mundi, the leading association of independent law firms in the world, Bowman Gilfillan works in close association with more than 160 international member firms and 21 000 lawyers globally.

Many of our partners belong to the International Bar Association.

Pro Bono

In June 2003, Bowman Gilfillan formally established its Pro Bono programme, and to date, our practitioners have contributed approximately 62 200 hours of their time to pro bono matters, at an average contribution of approximately 31 hours per practitioner per year. The value of that time at billable rates is approximately R55 million.

Our approach to corporate law is fresh and innovative. With a century of experience to draw on, we help our clients manage the risks inherent in bringing high stake deals home – safely, smoothly and with uncompromising professional diligence.
Bowman Gilfillan Africa Group provides legal services across Africa, through its offices in South Africa, Kenya, Tanzania and Uganda. We also have a best friends relationship with a leading law firm in Nigeria.

The strength and depth of all the Group’s practice area, geographical and sector specific teams are utilised to provide clients with the highest standards of service. In the cross-border arena the Group has extensive experience in the resources, energy, infrastructure, financial institutions, telecoms and fast moving consumer goods sectors.
No matter the industry, we have the expertise to take care of the details.
Our focus is on our clients and their companies, without losing sight of the bigger picture. As such, we have the skills and understanding to advise on a wide range of issues affecting modern business in all its forms. Our extensive practice areas include:

**CORPORATE**
- Banking and finance
- Bankruptcy and restructuring
- Capital markets and securities
- Competition
- Commercial property
- Construction and engineering
- Corporate and commercial
- Financial services and investment management
- Healthcare and pharmaceutical
- Mergers and acquisitions
- Mining, resources, energy and environment
- Project finance, infrastructure development and public/private partnerships
- Private equity
- Public and regulatory
- Tax
- Technology, media and telecommunications

**LITIGATION AND ALTERNATIVE DISPUTE RESOLUTION (ADR)**
- Litigation
- Forensics, white collar crime
- Mediation, arbitration and ADR

**EMPLOYMENT**
- Benefits (pensions, healthcare and incentive schemes)
- Employment law

**MARITIME AND TRANSPORT**

**REAL ESTATE AND CONVEYANCING**
Bowman Gilfillan has been a leader in the South African market for corporate law services for over a century. We have played a significant role in the integration of our local marketplace into the rapidly changing global arena.

We have been involved in many of the country’s ground-breaking corporate transactions. The market’s recognition of Bowman Gilfillan as a leading corporate law practice is attributable to our extensive local and international client base and our depth and breadth of expertise.

Bowman Gilfillan’s corporate department is at the heart of our practice and now makes up the major portion of our firm. Our extensive local and international experience, the exceptional legal skills and training of our lawyers at all levels of seniority combined with our commitment to service excellence and hard work, means that we’re able to provide our clients with an effective means to capitalise on opportunities and overcome challenges in all sectors of the economy.

Our lawyers are fully aware of the need for legal advice and legal structures to be compatible with the needs of modern commerce, industry and finance.

Corporate, commercial and financial services constitute the major part of our practice. South Africa’s reintegration into international markets has dramatically changed the face of our economy and the way business is conducted. Bowman Gilfillan has anticipated and is reflecting these patterns of change.

We have been involved in several of South Africa’s ground-breaking corporate and financial transactions, and advise listed and unlisted domestic and international corporations, banks and financial institutions, light and heavy industrial firms, state-owned enterprises and government departments. This has given us a strong foundation from which to advise domestic and international clients in all sectors of the economy, including building, engineering, financial services, information technology, manufacturing, mining and energy, pharmaceuticals and transport.

Our lawyers continually review our service standards against the benchmark of the service expectations of multinational clients. At the same time, we strive to ensure that the solutions we provide are cost effective. Our size, resources, combination of breadth of skills, communications, facilities and geographic spread enable us to handle the largest and most time-critical transactions when required.

Bowman Gilfillan’s highly rated, resourceful and pioneering banking and finance practice provides sound advice in relation to the full range of banking and finance transactions.

Our multi-talented lawyers are highly regarded for their excellence, broad experience and versatility. We work on the most difficult, demanding and innovative local and international deals and provide the highest quality of service to all types of clients including leading local and international financial institutions, corporate and investment banks, corporates, state-owned entities, regulatory bodies and governments.

We specialise in complex finance transactions and have extensive knowledge of leveraged and acquisition finance, structured finance, capital markets, project finance, property (real estate) finance, minerals and resource finance, insolvency and restructuring, derivatives, securitisation and preference share finance.

We execute challenging and novel transactions with innovation, enthusiasm and commercial pragmatism and advise clients who are at the forefront of their markets. Our work is high profile and intellectually demanding. In addition, the practice area extends to bilateral and syndicated loans, guarantee and security issues and regulatory matters, including the establishment of banks in South Africa and the carrying on of lending and investment banking activities within South Africa and Sub-Saharan Africa. Our team is constantly at the forefront of developments in the banking and finance field and is a market-leader for innovation, documentation standards and best practice (including advising on ground-breaking black economic empowerment financing structured).

Our banking and finance practice is one of the largest and broadest based practices among the major South African law firms. Fully integrated with our Insolvency, Tax and Capital Markets practices, the members of this practice group routinely work with other lawyers in the firm to handle many of the largest and most complex financings, debt restructurings and work-outs and development of sophisticated financial products. With around 60 lawyers dedicated to the practice area we are able to field dedicated and appropriately staffed teams for the largest and most demanding transactions. We are well-known for our ability to close complex transactions in record-time. Our depth of expertise also enables us to provide advice across the entire capital structure of a transaction (from working capital facilities to hedging; equity financing to mezzanine debt).

In addition, our team includes a number of lawyers who are admitted as Solicitors in the Senior Courts of England and Wales allowing us to provide seamless advice on English law governed financings across Sub-Saharan Africa supported by our affiliate offices in Nairobi, Kenya; Dar Es Salaam, Tanzania; Kampala, Uganda and our network of correspondent lawyers with significant banking and finance experience in the major Sub-Saharan African jurisdictions.

Partners in our banking and finance practice (including Lionel Shawe ranked in Band 1 by Chambers and Partners and as a Leading Lawyer by IFR1000 and described by Chambers and Partners as the “best banking, loans and acquisitions lawyer in the country”) are consistently rated among the highest qualified lawyers in their fields in South Africa by Chambers & Partners, Who's Who Legal, Best Lawyers, IFR1000 and Legal500. While many of our lawyers have highly specialised skills in diverse banking and finance practice areas (some specialisation is inevitable in response to the demands of clients), we encourage in our banking and finance lawyers as broad an experience as possible. We believe this approach makes for better lawyers who advise clients imaginatively and in a solutions-driven manner. Our clients also appreciate our up to date knowledge of the market.
Our expertise covers all areas of banking and finance, including:

- Acquisition financing
- Agribusiness law
- Asset finance (including aircraft and rail finance)
- Banking and finance tax
- Banking regulation
- Commodity finance
- Cross-border finance
- Debt capital markets
- Debt factoring
- Debt restructuring and insolvency
- Derivatives and OTC trading
- EDC Export credit finance
- Equity capital markets
- Exchange control regulation
- Financial services
- General lending
- Hedge funds

High-yield debt
Infrastructure finance
Investment management
Islamic finance
Leveraged finance
Mining and resource finance
Preference shares
Project finance
Property finance
Public private partnerships (PPP)
Renewable energy
Securitisation
Secure and unsecured facilities
Subordinated debt
Structured finance
Structured products
Syndicated loans
Trade finance

Bankruptcy and restructuring

Liquidation or insolvency (referred to in some jurisdictions as ‘bankruptcy’) has not lost its place as a mechanism for recovery of debt, but has evolved into a sophisticated tool of commercial strategising and restructuring.

Our expertise covers all aspects of insolvency ranging from:

- Applications to liquidate companies and close corporations
- Advising on voluntary winding-up as part of a group re-structuring
- Judicial management
- Schemes of arrangement
- Conducting interrogations and forensic investigations
- Proof of claims
- Potential implications of insolvency on commercial transactions
- Advice in regard to sequestrations (personal bankruptcy matters)

We represent numerous investment and commercial banks, trust companies, insolvency and business rescue practitioners and major multi-national and local corporations operating in South Africa and abroad.

Capital markets and securities

In recent years, Bowman Gilfillan’s capital markets team has advised local and international investment banking and corporate clients and major state-owned entities on some of the largest and most innovative debt and equity capital market transactions in South Africa and abroad.

We provide a full range of services for issuers, arrangers, dealers, exchange sponsors and underwriters in offerings of debt and equity-related products, including securitisations, corporate bond issues, hybrid bond issues, credit linked note programmes, structured note programmes, high yield stand-alone bond issues, domestic medium term note programmes, euro medium term note programmes inward listings, initial public offerings and subsequent offerings. We have the most extensive experience on advising, novel and complex debt and equity instruments, and in the design and execution of derivative and structured products.

We are consistent market leaders when it comes to understanding and keeping abreast with the developments in the South African capital markets legal, regulatory, financial and corporate governance framework.

In addition, Bowman Gilfillan has been involved in a number of ground breaking Black Economic Empowerment (BEE) transactions, and has acquired specialised knowledge in the funding requirements and options available to such companies. We look forward to continuing to play an active and leading role in the context of BEE development in South Africa.

Our local knowledge and expertise in capital markets is one of many reasons why Bowman Gilfillan is the advisor of choice for many of the local and international issuers.
Bowman Gilfillan is a leader in the field of competition law and has been consistently included in the GCR 100, a ranking of the world’s top 100 competition law firms.

The competition practice group comprises 20 lawyers, including internationally recognised leaders in the field. We have significant depth of experience in, and knowledge of, most sectors of the South African economy.

A key differentiator is our commitment to understanding our clients’ businesses so that the legal advice that we provide aligns with their strategic and commercial objectives. We adopt a practical solutions orientated approach. We are praised by our clients for “our wealth of experience”, “excellence”, understanding of their business, “tenacious yet careful approach” and “very practical, commercially orientated advice”.

The practice group has been at the forefront of developments in competition law since the inception of the Competition Act and provides a full range of competition law services including in relation to: merger control, cartels, abuse of dominance and other restrictive practices.

Members of the practice group are regular contributors to local and international competition law publications and participate in the special committees on competition law of the law societies of the Cape and Northern Provinces.

We have been involved in various competition law matters in other African countries and are increasingly growing our experience in competition law regimes across Africa. We recently hosted an Africa competition law seminar, which was the first of its kind, where representatives of competition authorities and legal counsel from around Africa shared their experiences and views on the objectives for competition law in Africa. Representatives from the COMESA Competition Commission in Malawi and from competition agencies in Kenya, Namibia, South Africa, Swaziland, Zambia and Zimbabwe participated, together with local counsel from more than 11 African countries, including Egypt, Botswana, Kenya, Malawi, Namibia, Swaziland, Uganda and Zambia. Our publication on competition law in Africa was launched at this successful event.
A consistently changing environment. Consistent expert guidance.
Commercial property

Commercial property law does not merely involve the acquisition of land through ownership or lease. It has become far more complex than that.

Commercial property law and property finance requires a thorough understanding of various aspects of our law, including:

- Land acquisitions and disposals
- Company mergers and acquisitions
- Leases
- Construction and engineering
- Property development
- Due diligence investigations
- Taxation
- Property finance
- Fractional ownership
- Personal and Praedial servitudes
- Financial structuring of real estate transactions
- Assisting non-resident purchasers and sellers of property in South Africa, including Reserve Bank and lending approvals
- Real estate sub-divisions
- Planning, development and registration of sectional title schemes, retirement villages, recreational estates and golf course estates
- Commercial real estate re-organisation
- Planning and structuring of share block, time-share, real estate syndications and fractional ownership schemes
Construction and engineering

Our Construction law group partners have an in-depth understanding of issues pertaining to the construction and engineering environment. Drawing on Bowman Gilfillan’s various practice areas, including our Africa group, the practice group delivers practical insight and solutions efficiently and cost-effectively.

Our services and areas of specialisation include:

- Advice on project specific insurance requirements and exposure
- Advice on Standard Form Contracts (including FIDIC, NEC, JBCC and other standard forms recommended for use by the Construction Industry Development Board and the Built Environment professions)
- Drafting of project specific contracts
- Advice on applicable legislation, including the Construction Regulations 2003, the Built Environment professions legislation and regulations and the Construction Industry Development Board legislation and regulations
- Construction and engineering sector mergers, acquisitions and disposals, and due diligences
- Construction and engineering claims, and dispute resolution
- Development leases
- Advice on environmental impact assessments, water, waste and rehabilitation in construction, and appeals and reviews of decisions of environmental authorities
- Advice on local zoning requirements and developmental legislation and appeals to decisions on developmental, town planning and zoning matters

Corporate and commercial

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Our expertise include:

- Africa Group
- Asset-based finance
- Aviation and aircraft finance
- Bankruptcy and restructuring
- Capital markets and securities law
- Commercial contracts and joint ventures
- Commercial property
- Competition
- Construction and engineering
- Corporate and commercial
- Corporate finance
- Cross-border transactions
- Due diligence investigations
- Empowerment transactions
- Environment, natural resources and climate change
- Exchange control
- Healthcare and pharmaceutical

Information technology
- Insolvency and corporate recoveries
- Insurance and re-insurance
- IPOs and listings
- Mergers and acquisitions
- Modernisation of company law and corporate governance
- Mining, resources, energy and environment
- Oil and gas
- Outward and inward investment
- Privatisation and restructuring of state assets
- Project finance, infrastructure development and public/private partnerships
- Public and regulatory law with commercial implications
- Securities transactions (including public offerings)
- Securitisations
- Taxation
- Technology, media and telecommunications
Financial services and investment management

The Financial Services and Investment Management group is part of Bowman Gilfillan’s Banking and Finance practice group and provides high quality legal advice to domestic and international clients on the legal and regulatory aspects of financial services and investment management.

The Financial Services and Investment Management group offers legal advice in relation to all legal aspects of investment management and financial services. We regularly advise a broad range of clients on all aspects of South African regulatory work as it pertains to financial services and investment management. This includes advising domestic and foreign banks on South African banking law, and providing specialist advice on structured products, derivatives and the development of Islamic investment products.

Our group is recognised in the South African financial services and investment management. This includes advising domestic and international clients on South African legislation and regulations affecting investment funds, investment/asset managers and investors.

Drafting and negotiating investment management agreements, custody agreements, investment advisory agreements and dealing agreements

Custodial arrangements, including STRATE rules

Derivative transactions including making successful representations to various industry bodies on Islamic finance particularly on the structuring of Islamic compliant financial products

Securities trading and securities lending arrangements

Reviewing prospectuses

Private placement memoranda

Subscriptions for interests in investment funds and negotiating side letters in relation to such subscriptions

Legal due diligence exercises in relation to investment management and investment funds

The investment of pension fund assets

Tax law in relation to investment funds, structuring of financial products and investors

Drafting legal opinions on the South African regulatory regime as it relates to financial services and investment management.

The sub-practice group has a particular competence in dealing with the Financial Services Board (the regulator responsible for regulating financial services, including approving the operation of foreign domiciled investment funds in South Africa).

Healthcare and pharmaceutical

The Bowman Gilfillan healthcare and pharmaceutical practice has wide experience in the area of healthcare and pharmaceutical law and regulation.

Our clients include 2 of the listed private hospital groups, one of the world’s largest mutual indemnity associations and a number of multinational and local pharmaceutical companies supplying products in a variety of therapeutic categories. We advise on all aspects of the law including:

General regulatory issues

Product registrations

Professional negligence

Product liability

Clinical trial registration and compliance

Promotional material and disputes

Medical schemes and employee benefit issues

Copyright and trade marks

Patent drafting

Patent prosecution and litigation

General corporate and commercial litigation for healthcare and pharmaceutical clients

Compulsory/voluntary licensing

Pricing regulations

Competition law

Supplier injuries

Distribution agreements and procurement arrangements (including within other African countries)

Parallel importation/product diversion

Constitutional and administrative law issues surrounding pharmaceuticals and healthcare

Mergers and acquisitions

Our M&A practice group provides top quality legal advice on all aspects of public and private mergers and acquisitions (M&A) transactions.

Our group comprises over 20 senior lawyers who are widely recognised as the leading individuals in South Africa’s M&A field. They have advised local and international clients for many years. The group includes a number of dedicated and dynamic junior lawyers who specialise in mergers and acquisitions. In addition, lawyers from other practice groups are routinely involved in M&A.

The group has been involved in a number of prominent mergers and acquisitions in South Africa. We have acted for the South African attorneys for many international financial institutions and corporates in respect of the South African and African aspects of multinational mergers and acquisitions. We regularly advise leading international law firms and merchant banks on the South African and African legs of international transactions.

Over the years, we have successfully defended and initiated a number of highly publicised hostile takeovers. In recent times, we have been involved in the structuring and implementation of complex Black Economic Empowerment (BEE) transactions. The M&A practice group has considerable expertise in the fields of privatisation and public-to-private transactions and has been involved in numerous transactions where shareholders have become more active in the management of their companies.

We have strong expertise in cross-border transactions and we have a large multi-national client base. Our experience covers virtually every sector, including mining, banking, construction, telecommunications, brewing, information technology, energy, pharmaceutical, healthcare, manufacturing and transport.

We have acted for government departments and their agencies in the private and public sales of various entities to achieve privatisation. We also have particular expertise in BEE transactions, having acted for the various parties involved in many significant transactions, including major shareholders, financiers, BEE consortia and target companies.

Our experience, breadth and depth of skills at all levels of seniority, and our good relationships with relevant regulators and government agencies, enable us to play an effective role in our clients’ advisory teams.
Mining, resources, energy and environment

This practice area covers a wide range of specialist disciplines of growing importance, both in South Africa and across the continent. We act for a number of mining firms in several jurisdictions. Our work includes applications for prospecting rights and mining rights, all the environmental aspects of establishing and operating a mine, as well as advising on long term off-take and supply agreements. We are also involved in the acquisition and disposal of mining businesses, and the funding arrangements around these transactions and new mining projects. In the South African context we have been involved in a number of significant BEE transactions in the mining sector.

As the long term demand for Africa’s resources grows, we expect a significant increase in mining and resources work across the continent, both in South Africa and in our other African offices.

The energy practice area at Bowman Gilfillan is one of the most experienced practices in the country’s energy sector, and has dealt with both renewable and non-renewable energy projects.

A major focus of our work in recent times has been in relation to the SA Government’s renewable energy programme for solar, wind and bio-thermal energy projects. We have established several dedicated teams working in different areas. Our team advises the Government, multiple teams are assisting developers and operators on bid submission and evaluation, while further teams provide detailed advice in relation to the funding for these projects. We expect that this programme will be rolled out on an extended basis and that this will be a major source of work in the future. These kinds of projects are also taking off across the continent and we are well placed to service clients who want to establish plants in other African countries.

Eskom is a major client and we are involved in all aspects of its business, ranging from advice on the construction of new power stations to negotiating coal supply agreements for the supply of coal to those stations.

We also have over fifty years experience in the oil and gas industry. The practice group has a unique knowledge base covering the full legal spectrum of energy and related matters for both emerging and established clients. Our specialist knowledge in the oil and gas industry is supplemented by our capacity to draw on an established network of multi-disciplinary experts so as to meet the varied needs and requirements of our clients.

We have advised Sasol and other energy businesses on multiple aspects of their businesses, with an excellent understanding of the regulatory environments in which these businesses operate, be it natural gas, oil refining or the retail of energy products. All of these disciplines in our group are backed up by support from our team of experienced environmental lawyers, long recognised as market leaders in the field.

Project finance, infrastructure development and public/private partnerships

The group was established several years ago to focus our developed skills on an area of the economy in which our clients have become increasingly involved.

Project finance, infrastructure development and public/private partnerships (PPP) is an area that we anticipate will continue to grow, with the selection by government of PPP transactions as one of its primary instruments for stimulating economic development and job creation in South Africa. We have been involved, over the past few years, in numerous project finance and PPP transactions, advising lenders, borrowers and concession companies. Our experience in those transactions has made it increasingly clear that the needs of our clients are for complete dedication to the transaction on the part of the team advising, rapid turnaround times and clear and concise advice on the risks and benefits of these complex legal arrangements.

Private equity

Bowman Gilfillan is widely regarded as one of the premier corporate law firms in Africa with highly experienced corporate lawyers in its private equity practice area.

Private equity and venture capital houses, investors, management, banks and financial institutions, throughout Africa and internationally, find our advice and solutions both efficient and dependable. Our private equity team has extensive experience and capacity to advise on and execute all stages of private equity, including on fund formations and structuring, investment transactions, investment management, restructuring and exits from investments.

Our private equity team recognises the importance of, and consistently delivers, excellent legal advice that encompasses timely, commercially sound, practical and, where appropriate, innovative solutions, by working closely with resident experts on mergers & acquisitions, banking and finance.

Tax, financial regulatory, insolvency and other specialist areas within the firm on the relevant aspects of any transaction.

Through our Africa practice, our clients execute private equity investments, restructurings and exits, in full reliance of our capacity, legal expertise and our understanding of the South African investment market.

Working with our various practice areas, we have the expertise to advice on:

- The formation of funds, structuring of funds (including feeder and parallel funds and investment arrangements), fund raising and investing in funds
- Financial services regulatory including: financial services and advisory legislation, exchange control regulation, regulatory approvals, exemptions, notification and licensing approvals
- Tax and regulatory optimisation of acquisition and investment structures
- Venture capital investments: investments through equity investments and other instruments (convertible or preferred security)
- Private equity investments: management buy-outs, leveraged buy-outs, secondary investments or replacement capital, mezzanine capital (subordinated debt or preferred equity securities) and Black Economic Empowerment (BEE) transactions
- Exits from investments: (IPO’s, secondary investments, trade sales, buy-backs)
- Financing of private equity transactions, including through preference shares, senior and mezzanine debt, other forms of debt or equity financing or a combination of both (convertible instruments), as well as security arrangements arising from such funding
**Public and regulatory**

South African public law has been transformed since the transition to democracy and the introduction of the new Constitution and its Bill of Rights. The Constitution is the supreme law. The validity of legislation, and of acts performed by organs of state and by certain private bodies, depends on their compliance with the Constitution and with common-law and statutory rules of administrative law.

In particular, legislation must conform to the fundamental rights entrenched in the Bill of Rights, and all administrative action must be lawful, rational and procedurally fair.

Bowman Gilfillan has extensive experience in advising corporate clients and governmental bodies on the interpretation and application of laws and administrative action. We regularly represent clients in proceedings before statutory bodies that regulate diverse areas of economic and social activity, such as the:

- Competition Commission and Tribunal
- Financial Services Board
- Telecoms Regulation Panel
- Independent Communications Authority of South Africa
- Human Rights Commission
- Pan-South African Language Board
- Medicines Control Council
- Health Professions Council
- Commission on the Restriction of Land Rights (the Land Claims Commission)
- Department of Health’s Pricing Committee
- Various gaming and gambling regulatory bodies

**Tax**

Our tax law practice area provides quality specialised legal services. We work closely with our corporate, banking and finance and commercial lawyers to provide integrated commercial and tax advice and deliver efficient tax solutions.

We frequently provide tax advice to a diverse spectrum of clients, including retail and investment banks, South African and international listed and unlisted companies and high net-worth individuals. We also regularly liaise with and make representations to the South African Revenue Services (SARS) on issues relating to new legislation, obtaining directives and dispute resolution.

The constantly changing nature of the field of tax law, caused by new decisions of our courts and regular changes to South Africa’s tax legislation, creates a need for access to specialised and professional tax advice. The Bowman Gilfillan tax law department offers a wide range of services.

We provide specialist advice on:

- The tax structuring of mergers and acquisitions, capital market and other commercial transactions
- Assistance with SARS audits and queries, alternative dispute resolution and tax litigation
- Tax due diligence investigations
- Debt restructuring
- Tax structuring of Black Economic Empowerment transactions
- Structuring of private equity funds and private equity transactions
- Exchange control
- International tax, in-bound and out-bound investments, cross border transactions
- Transaction taxes
- Capital gains tax
- Secondary tax on companies and the new dividends tax
- Mining tax
- Mining royalties
- Commercial property transactions
- Structuring and restructuring of groups of companies in South Africa
- Employees’ tax and Value Added Tax (VAT)
- Formation and tax registration of charitable and public benefit organisations
- Share incentive and other employee incentive schemes and related tax issues
- General tax opinions and advice
- Customs, excise and international trade related aspects of imports, exports and local manufacturing of goods
- Anti-dumping, countervailing and safeguard duties.
Technology, media and telecommunications

Bowman Gilfillan’s Technology, Media and Telecommunications (TMT) group has extensive experience in advising and acting for clients in the telecommunications and broadcasting sectors.

The TMT group acts for various telecoms clients in mergers and acquisitions in the communications sector and provides general regulatory advice on telecommunications and broadcasting issues. The group also advises clients on technology and outsourcing contracts and data protection and compliance.

The TMT group works closely with lawyers from Bowman Gilfillan’s corporate M&A, commercial practice areas. Lawyers in the TMT group are up-to-date with the most recent regulatory developments in the telecommunications and broadcasting sectors and are able to assist clients who require specialist advice in these areas, both in the context of particular transactions and in the context of their general regulatory obligations. Through our offices in Kenya, Tanzania and Uganda and our relationships with other firms in Africa through our Africa Group, the group is well placed to provide advice in relation to pan-African, multi-disciplinary transactions.

Practitioners in the group are familiar with the range of technologies used to provide telecommunications and broadcasting services including wireless, fixed-line, satellite, digital terrestrial and Internet Protocol services.

You think challenge. We’ll think legal solutions that make business sense.
LITIGATION AND ALTERNATIVE DISPUTE RESOLUTION

Litigation

Our attorneys are proactive in conducting and resolving disputes in the best interest of our clients. We place much emphasis on the need to assist clients efficiently and as expeditiously as we possibly can. Our diverse litigation practice serves many of the Bowman Gilfillan group’s regular clients, in addition to those who exclusively seek our litigation capabilities.

Our Litigation department is a full service department with significant depth and covers all areas of litigation. We are proud to be regarded as one of the pre-eminent litigation teams in the country. Although we’re based mainly in Johannesburg and Cape Town, we are instructed by large national clients to represent them throughout the Republic of South Africa and other African jurisdictions.

Our team offers a high degree of specialisation within the various units that make up our dispute resolution/litigation department, ensuring that clients get the best expertise when it comes to managing their specific needs. Our commercial litigation specialists are well placed to analyse commercial litigation disputes and identify creative solutions that prevent disputes from escalating to the point where they have to be resolved by a court. If court-based litigation is ultimately unavoidable, our approach is to try to resolve any disputes in a cost-effective manner, aimed at generating results that are commercially appropriate to our clients’ needs.

We render professional, quality legal advice across most areas of law, and our team of lawyers have particular experience in banking, construction and engineering, mining, insolvency and debt recovery, IT, medical malpractice, insurance, forensic services and white collar crime, tax, aeronautics and other general commercial fields. We advise clients on the protection of confidential business, technical, scientific and research information. We have worked closely with clients in regard to disputes before regulatory bodies like the Johannesburg Stock Exchange (JSE) and the Securities Regulation Panel (SRP).

With the development of the firm’s Africa Group, we’re able to offer a broad scope of legal services to support our litigation and arbitration lawyers in proceedings elsewhere in Africa.
Due to factors such as globalisation, unprecedented technological development and increasing sophistication of business systems, economic crime, and in particular fraud, continues to represent a significant business risk to enterprises.

Recent catastrophic corporate failures across the globe arising from fraudulent and corrupt practices illustrate the need for highly specialised forensic services that provide enterprises with expeditious and affordable solutions for their fraud-related problems. The public sector’s need for forensic accounting services has also shown significant growth, with a very active drive by National Government to hold public entities to account, as required by the Public Finance Management Act and the Municipal Finance Management Act.

As a result, the prevention, detection and investigation of economic crime has become a highly specialised discipline that requires a multi-disciplinary approach by experts in the fields of law, accounting, investigation and computer forensics.

The Team
Bowman Gilfillan’s Forensic and White Collar Crime Team possess the capacity, skills and experience to deliver a one-stop quality service to its clients and to create an environment where fraud and corruption is timeously, detected, dealt with effectively and eradicated. The team is headed by three directors who are all practising attorneys and who collectively have more than 40 years experience in forensics. The directors are supported by a balanced team of lawyers and other specialists that enable the practice area to provide the full range of forensic services to private and public sector clients. Two of our directors have been appointed to the National Anti-Corruption Task Team and to the Executive Committee of the Association of Certified Fraud Examiners in South Africa respectively, and members of our team are Certified Fraud Examiners, and members of the Compliance and Ethics Institutes of South Africa.

Our services
We have an impeccable record in the detection, identification and conviction of the perpetrators of economic crime, and also provide extensive compliance advice to clients as well as legal assistance with the commercial consequences of economic crime, including the recovery of losses suffered by our clients as a result of these crimes. We undertake all financial, commercial and criminal investigations professionally and efficiently while maintaining confidentiality and the highest ethical standards. As a forensic practice in a law firm, our clients enjoy the benefit of legal professional privilege.

Mediation, Arbitration and Alternative Dispute Resolution
The commitment that we give to clients is to identify and pursue the most effective means possible of avoiding or resolving disputes.

Alternative Dispute Resolution (ADR) refers to a wide range of processes that may be called upon to give effect to this commitment. ADR processes include arbitration (in its various forms), judicial appraisal, expert determination, ombudsman services, mediation, neutral fact-finding, early neutral evaluation, mediation (in its various forms), executive tribunals, independent interventions, assisted stakeholder dialogue, brokered talks, independent review, and relationship building. ADR is flexible, and specific processes can be designed to suit complex disputes in almost any situation in which conflict or disputes may arise. Our dispute resolution lawyers believe that where there is willingness to resolve a dispute or to take the necessary steps to prevent a dispute from arising, there is always a process that can be found or designed that is suitable to achieve that end. The key is to identify a process that is likely to be most effective, particularly in time and cost, to achieve the desired objective.

Mediation is a key ADR process. Surprisingly, in South Africa it has been used mainly in labour disputes, matrimonial disputes, community disputes and political disputes. While mediation has flourished in these areas, with the result that South Africa has produced some of the foremost mediators in the world, little progress has been made to date in putting the process to use in commercial disputes. But that is now changing fast, with Bowman Gilfillan at the forefront of the establishment and growth of commercial mediation as a process that is central to the resolution of complex commercial disputes. Bowman Gilfillan dispute resolution lawyers have driven the introduction of internationally accredited training of commercial mediators (by CEDR, the leading ADR body in the UK and arguably in Europe) and the establishment of a panel of commercial mediators. A Bowman Gilfillan partner is co-chair of the African Mediation Association, an independent association of mediation bodies across the continent. The outstanding success of mediation in resolving complex commercial disputes, including cross-border or multi-jurisdictional disputes, is indicative of the important role it will play on the South African dispute resolution landscape.

Arbitration has been a popular method of resolving disputes particularly in the employment, construction and engineering sectors. A number of the directors of the firm are members of the Association of Arbitrators and have significant expertise in domestic arbitrations. The firm is also becoming more involved in international arbitrations. On account of the time which it takes to get to trial as well as the appeal procedures involved, arbitration is regarded as a speedy and effective means of resolving disputes.

Employment Law
Bowman Gilfillan is one of South Africa’s leading employment law firms, and has the largest employment law practice of its kind in South Africa. The firm has a number of well known and internationally recognised lawyers in its employment law practice group and has significant experience in, and knowledge of, all areas of employment and employee benefits law.

The practice group comprises of over 48 lawyers (including 20 partners and 28 other fee earners) based in Johannesburg and Cape Town. Former alumni of the practice group have, and are currently serving as, judges in the Labour Court, Labour Appeal Court and the Constitutional Court and a number of the practice areas’ current partners have in the past been requested to act as judges in the Labour Court and on the panel of various tribunals and forums.

Members of the practice group are regular contributors to employment law publications, and publish books and articles on a wide range of employment law issues, provide training nationally and internationally, and present lectures in their fields of expertise in a variety of forums.

Our practice group, which represents, amongst others, state-owned enterprises, local government institutions, development corporations as well as major listed and unlisted domestic and international corporations, benefits schemes, bargaining councils and employers organisations, has been at the forefront of employment law in South Africa for many years and has been involved in the development of employment law jurisprudence.

Collectively, our team of employment lawyers offers a breadth and depth of expertise and knowledge in the fields of employment law and employee benefits which we believe is unmatched by any other firm in South Africa. We are in a strong position to continue our tradition of being leaders in this field.
services for product suppliers.

administrators, consultants, boards and industries, including funds, asset managers, the pension, healthcare and investment in disciplines such as tax, employment law, field, supported by a number of specialists Our benefits partners are leaders in their established of its kind in South Africa.

employee benefits. It is the largest and most of the law governing pensions and the forefront of the rapid transformation Our Benefits practice group has been at

incentive schemes)

benefits (pensions, healthcare and

State and in more than 125 countries. Employment Law Alliance (ELA), we have the capability and resources to handle all of your employment and labour law needs in every US

representative of the Employment Law Alliance, Bowman Gilfillan is the exclusive South African
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network of labour and employment lawyers. Our benefits partners are leaders in their field, supported by a number of specialists in disciplines such as tax, employment law, forensic services and incentive management.

They advise participants from all parts of the pension, healthcare and investment industries, including funds, asset managers, administrators, consultants, boards and services for product suppliers.

This practice area focuses on:

- Effective fund governance and administration including transfers, curatorships and liquidations
- Advising on Reg 28 interpretation and compliance, and other regulations, directives and similar
- The effective resolution of disputes that arise in relation to retirement funding, medical insurance, life and disability benefits and incentive remuneration, contracts for benefits vehicles and service providers
- Advising service and product providers regarding their own regulatory, compliance obligations and contracting
- Drafting rules, amendments, policies, linked policies, administration agreements, investment mandates, professional indemnity claims and managed healthcare contracts
- Dispute resolution: mediation, arbitration, litigation in all forums (pension funds, Adjudicator, FSB Appeal Board, Medical Schemes Appeal Board; Labour Court, Equality Court, High Court and various ombuds)
- Representations to registrars, tribunals, FSB, CMS, Parliament, SARS and NEDLAC
- Owing diligence into administration, evaluations, financial statements, rules, minutes, and pension and medical plan transfers, commercial (IMAs) advice and drafting involving transfer of fund memberships, substitution of employers, indemnity against improper use claims and transfer of licences

Forensic legal services

We advise and represent employers, retirement funds, medical schemes, administrators, other service providers and members in relation to pension surpluses, the conduct of trustees, post-retirement medical subsidies and stakeholders’ rights generally.

We also act for local and foreign banks in shipping finance transactions, including ship and mortgage registration.

Our expertise covers a comprehensive range of maritime legal services, including:

- Arrest
- Bills of lading
- Cargo claims
- Charter parties
- Carriage of goods
- Commodities litigation
- Customs and excise
- General average
- Hull and cargo insurance
- International sale of goods
- Freight forwarding
- Incoterms
- Maritime casualties (collisions, fire, grounding and salvage)
- Marine resources
- Mortgage foreclosures and judicial sales
- P&I
- Personal injuries
- Pollution
- Road haulage
- Salvage and stowaways
- Shipbuilding and repair
- Ship sale and purchase
- Ship and mortgage registration
- Shipping finance

In case of emergency, the Maritime and Transport Department is available 24/7 on +27 21 480 7920.

In addition, and with the assistance of Bowman Gilfillan’s large network of firms in Africa and the firm’s offices in Kenya, Tanzania and Uganda, the practice area is well positioned to assist clients with obtaining; and co-ordinating, employment related advice in relation to countries throughout Africa.

Bowman Gilfillan is the exclusive South African representative of the Employment Law Alliance, the world’s largest and most important network of labour and employment lawyers.

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- Marine resources
- Mortgage foreclosures and judicial sales
- P&I
- Personal injuries
- Pollution
- Road haulage
- Salvage and stowaways
- Shipbuilding and repair
- Ship sale and purchase
- Ship and mortgage registration
- Shipping finance

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REAL ESTATE AND CONVEYANCING

We understand and appreciate the value of real estate - either as an integral part of an organisation’s commercial interests, or as an individual’s most prized possession – their home. This appreciation underpins our corporate philosophy in terms of property and conveyancing services. We build lasting relationships with our clients through delivering excellent service.

Our property and conveyancing services are comprehensive, including: the acquisition and development of residential and commercial property, advising on the implementation of deceased and insolvent estate property transactions, planning and development of sectional title schemes and retirement villages, and the establishment of golf courses and recreational developments, among others. Our clients include major domestic and international banking and financial institutions, listed and unlisted corporations, property developers and consultants, commercial and residential real estate agents, all of whom rely on Bowman Gilfillan’s Real Estate and Conveyancing Services practice for expert advice.

Estates and trusts

Bowman Gilfillan considers estate planning, with due consideration of tax implications, a fundamental concern in asset protection. Bowman Gilfillan has entered into a joint venture agreement with Maitland Trust for the provision of trust and estate services. Through Maitland Trust, we handle the liquidation and distribution of deceased estates, the creation and setting up of inter vivos trusts, the administration of trust assets and the drafting of wills and estate planning.

In addition, Maitland Trust can advise clients on the administration of their financial affairs in consultation with stockbrokers, tax consultants and other financial advisors.
Client-centric attention, industry recognition.
For more than twenty years, Chambers and Partners have published the leading directories of the legal profession.

Their reputation is based on the independence and objectivity of their research. Chambers has more than 150 full-time researchers who interview thousands of lawyers and their clients around the world. This intensive, continuous research identifies the world’s leading lawyers and law firms – those which perform best according to the criteria most valued by clients.
The following lawyers have been recommended by Chambers and Partners:

- Jonathan Lang – Corporate/Commercial
- Daryn Webb – Projects & Energy
- Lionel Shawe – Banking & Finance
- Lionel Shawe and Casper van Heerden – Capital Markets: Debt
- Ezra Davids – Capital Markets: Equity
- Jean Meijer, Derek Lotter, Robert Legh and Tamara Dini – Competition/Antitrust
- Ezra Davids, Jonathan Schlosberg, Carl Stein, Robert Cohen and Rudolph du Plessis – Corporate/M&A
- Tim Gordon-Grant and Miles Carter – Dispute Resolution
- John Brand – Dispute Resolution: Mainly Mediation
- Daniel Pretorius and Craig Kennedy – IT & Telecommunications (1)
- Daniel Pretorius and Livia Dyer – Media & Broadcasting
- Anton Barnes-Webb and Daryn Webb – Projects & Energy
- Wally Horak, Alan Keep and Lionel Shawe – Tax

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PLC WHICH LAWYER? RANK BOWMAN GILFILLAN TIER 1 IN CAPITAL MARKETS, COMPETITION/ANTI-TRUST, CORPORATE/M&A, ENVIRONMENT, LABOUR AND EMPLOYMENT

LEGAL 500 RANK BOWMAN GILFILLAN TIER 1 IN BANKING AND FINANCE, COMPETITION, CORPORATE/M&A, DISPUTE RESOLUTION, LABOUR AND EMPLOYMENT, PROJECTS AND INFRASTRUCTURE, SHIPPING

IFLR 1000 RANK BOWMAN GILFILLAN TIER 1 IN CORPORATE M&A AND COMPETITION/ANTI-TRUST
Accolades

PRINCIPAL OFFICERS ASSOCIATION (POA) IMBASA YEGOLIDE AWARDS 2012

POA awarded Bowman Gilfillan the title Law Firm of the Year for the work done by our pension law team on behalf of retirement fund and others including government over the past year.

ILO CLIENT CHOICE AWARDS 2011

The ILO Client Choice Awards recognise those law firms around the world that stand apart for the excellent client care they provide and the quality of their service.

Bowman Gilfillan was selected the exclusive winner of the overall award for South Africa in 2011, 2008, 2006 and 2005.


WHO’S WHO LEGAL – SOUTH AFRICAN LAW FIRM OF THE YEAR 2010

Bowman Gilfillan also won this award in 2009 and 2008. In judging these awards Who’s Who Legal studies nominations made by clients and fellow professionals.

PLC WHICH LAWYER? AWARDS – SOUTH AFRICAN LAW FIRM OF THE YEAR 2010

The PLC Which Lawyer Awards are particularly prestigious as the clients choose the winners. Based on PLC’s research of the market, they identify the highest ranked firms in each region. They approach general counsel with the list and ask them to vote for their winner (they are also free to choose firms from outside the list). The winner is the firm receiving the most votes from the 5 500 general counsel canvassed globally.
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*Member
Lex Mundi
World Ready

Lex Mundi is the world’s leading network of independent law firms with 250 office locations in 100 countries worldwide.