



MAYER | BROWN

Regional Overview

AFRICA

Our Track Record in Mining





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*Mayer Brown is a high-profile international law firm with a distinguished mining practice across Africa..*

CHAMBERS GLOBAL, PROJECTS & ENERGY, AFRICA-WIDE

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## OUR AFRICA PRACTICE

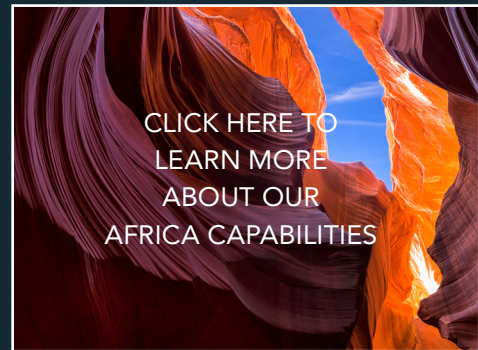
We have a **dedicated Africa practice group** and have worked on deals **in more than 35 countries** throughout the continent. We offer our clients practical experience, technical skills and commercial knowledge of the various African markets, cultures and languages as well as an understanding of the challenges and rewards that exist when doing business in Africa. These services are provided by lawyers who are qualified in a broad cross-section of jurisdictions and who have the ability to work in several languages including **English, French, Arabic and Portuguese**.

### WHAT WE OFFER

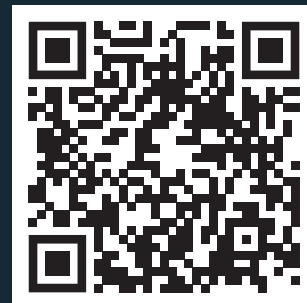
The African continent provides a wealth of opportunities both to clients seeking to expand their operations and to new entrants to these countries. Our Africa specialists support clients with an interest in African jurisdictions and have proven experience in addressing and resolving issues as they arise. We have a comprehensive track record in both **common and civil law jurisdictions** throughout Africa, working on transactions across a wide range of industries in addition to advising on disputes which may occur.

We are able to support clients in all aspects of their projects and operations in Africa, offering:

- An internationally qualified team with experience of working on a range of matters in Francophone, Anglophone, Lusophone and other jurisdictions;
- The firm's fully integrated skills in key areas such as real estate, project finance, international arbitration, M&A, joint ventures, capital markets, international banking, tax, mining, power & renewables, oil and gas, LNG, telecoms and infrastructure;
- Global coordination throughout our Mayer Brown offices across the Americas, Asia and Europe to provide seamless communication and prompt action regardless of where parties are located;
- Tried and tested project management skills to ensure that both on-site and remote support on African projects is delivered effectively; and Close relations with local counsel throughout the continent.



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## OUR MINING CAPABILITIES

### TOP TIER MINING PRACTICE

Mayer Brown is one of the **world’s leading international law firms** with a well-established track record of involvement in **project finance transactions, listings, mergers and acquisitions** as well as **joint ventures in the mining and metals sector**. The global mining and metals team is recognised in the leading independent legal directories.

### CRITICAL MINERALS EXPERTISE

The mining team also remains **at the forefront of new innovative technologies** in the EV / Battery metals sphere with a strong track record in projects involving nickel, cobalt and lithium. This is supplemented by various thought leadership articles and videos that we have produced on this subject matter.

### CORE COMPETENCY

**The mining and metals industry is a core business area for us.** Decades of advising the sector have given us an in-depth understanding of the industry’s unique characteristics. Lawyers in our global mining and metals practice have extensive experience of the day-to-day legal, financial and operational issues faced by mineral producers, refiners and those who provide finance to the industry.

### CORE COMPETENCY

We pride ourselves on **providing efficient, no-nonsense, cost effective advice**. Many of our professionals have either worked in-house or been on secondment to our mining clients around the world and so understand a company’s need for clear communication and business-ready solutions.

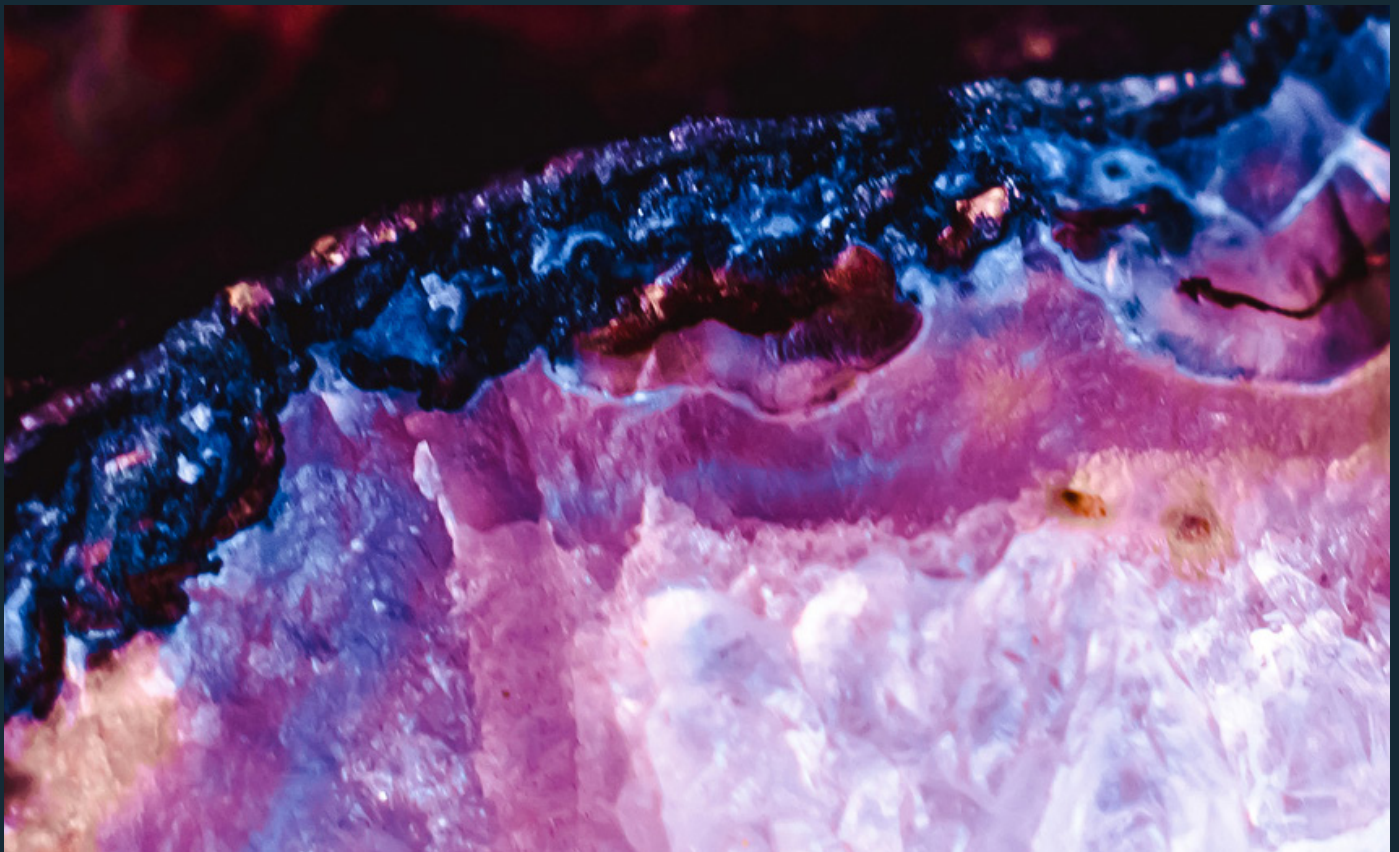
### VERSATILITY AND EXPERIENCE

This enables us to get **straight to the heart of what our clients need** and for the assistance we provide to be given with a full appreciation of real and practical industry concerns. No matter how complex the deal or remote the operation, our mining team is likely to have worked on a similar assignment, in a similar geography before and will therefore be familiar with the issues that have to be resolved.

## CRITICAL MINERALS

As momentum increases toward achieving net zero, one aspect of the commitment to fight climate change and reduce carbon emissions that has attracted less attention is the extent of the dependence on critical minerals in the energy transition. For example, the International Energy Agency (“IEA”) notes that producing an electric vehicle (“EV”) requires seven times more kilograms of critical minerals—lithium, cobalt, nickel, copper, manganese, and graphite—than producing a conventional car.

Mayer Brown is at the forefront of the energy transition in the critical minerals sphere. We have dedicated lawyers with deep knowledge of and experience in this field who can help clients navigate the regulatory complexities in this important area of the energy transition.



## REPRESENTATIVE EXPERIENCE

### LITHIUM, COBALT NICKEL, COPPER, MANGANESE AND GRAPHITE

- A leading US Development Financial Institution in relation to a loan for the redevelopment of a lithium mine in the Karabib district in Namibia, as well as intercreditor arrangements with the lenders to a related processing plant in **Abu Dhabi**.
- Eastern and Southern African Trade and Development Bank (TDB) on its role as mandated lead arranger, and various other lenders, on a syndicated US\$600 million copper and cobalt development financing facility for Trafigura in the **Democratic Republic of Congo (DRC)**.
- African Eagle Resources in the negotiation of project documentation for the Dutwa nickel project in **Tanzania**.
- The Lenders on a senior debt facility for the development, construction costs and working capital for the Munali nickel mine in **Zambia**.
- Discovery Metals on the project financing of the Boseto copper mine in **Botswana**.
- The lenders including Afreximbank in connection with a facility to First Quantum, a Canadian mining company relating to the refinancing and development of copper and gold mines in **Democratic Republic of Congo (DRC), Zambia and Mauritania**.
- Nevsun Resources (now Zijing Mining) on its project financing of the Bisha zinc-copper mine in **Eritrea**.
- The lenders including Afreximbank on the US\$350 million financing of the Kansanshi copper project in **Zambia**.
- Xiangguang Mining Holdings Limited on its proposed acquisition of copper assets in the **Democratic Republic of Congo (DRC)**.
- Africa Finance Corporation (AFC) in connection with its investment to acquire approximately 45 per cent of Nouvelle Gabon Mining (NGM), a company holding two major manganese concessions in Gabon and subsequent acquisitions.
- A leading US Development Financial Institution on a financing of the expansion of the Syrah Balama graphite mine in Mozambique.

### WEST AFRICA

- A leading local bank in relation to the financing of the Kiaka Gold Project in **Burkina Faso**.
- Coris Bank on the English Law intercreditor agreement relating to its US\$96 million financing of the Bombore Gold Mine in **Burkina Faso** owned by Orezone Gold Corporation, the leading Canada-based gold exploration and development company.
- The lenders, including Societe Generale and BNP Paribas on the financing and development of Roxgold Inc.'s Yaramoko gold project in **Burkina Faso**.
- Africa Finance Corporation (AFC) as lender on a US\$20.5 million bridge facility and a US\$20 million term loan facility for the acquisition of the Bonikro gold mine in Cote d'Ivoire. The structure of the deal required taking security over assets in various jurisdictions including **Singapore, Mauritius and Côte d'Ivoire**.
- Ecobank, a leading Pan-African financial institution in connection with the arrangement of a US\$170 million facility to be made available to Société des Mines de Lafigué for the construction and development of the Lafigué Mine Project in **Cote d'Ivoire**.

- **The Republic of The Gambia** in an ICSID Arbitration initiated by the subsidiary of a mining company in a dispute related to the termination of a mining license in that country including before an ad hoc Committee (ICSID Case No. ARB/09/19).
- A PRC Sovereign Fund on a US\$200 million term loan facility to China Hongqiao Group Limited in connection with the import of bauxite from the **Republic of Guinea**.
- Nedbank in connection with project financing of Bel Air bauxite mine in Guinea. Mayer Brown also advised a mining equipment financier in relation to Societe Brute Guinea equipment financing in **Guinea**.
- **Government of Guinea** in drafting its mining regulation related to the financial provision of the rehabilitation, closure and post-closure of mining activities.
- The arrangers in relation to a senior debt facility made available to Bea Mountain Mining Corporation in relation to the New Liberty gold project in **Liberia** which benefitted from ECIC cover and subsequent restructuring.
- A suite of project contracts for a mining development and operations business with assets in **Mali**.
- Rubis International Limited, in connection with the establishment of a mining joint venture in **Mauritania** with Indonesia's Bumi Group relating to a large iron ore project and resulting in the change of control of the Mauritania SPV.\*
- Sphere Minerals (now Glencore) on a joint venture with SNIM, the national mining company of the **Government of Mauritania** to develop an iron ore mine in Mauritania including negotiating infrastructure contracts for rail, port and power facilities.
- China Minmetals Corporation in the drafting and negotiation of an offtake agreement in relation to its Guelb el Aouj iron ore project in **Mauritania**.
- A leading US Development Financial Institution and an export credit agency on the review and negotiation of project documents (and amendments) and on the debt financing for the Dasa Uranium mining project in **Niger**.
- Africa Finance Corporation (AFC) on the amendment of a US\$21 million stream facility and US\$54 million credit facility to fund Thor Explorations' Segilola Gold Project in **Nigeria**. The stream was closed in April 2020, while the facility closed and funding took place in November 2020, gold production started in early 2021.
- The mandated lead arrangers on the refinancing of an existing US\$430 million syndicated revolving facility and extension of a new US\$370 million syndicated senior secured bridge term facility with Endeavour Mining in connection with its acquisition of Teranga Gold Corporation which operates a gold mine in **Senegal**, Endeavour Mining's fourth mining asset.
- Toro Gold (now Resolute Mining)
  - on the sale of its entire share capital to Resolute Mining Limited for US\$300 million. Toro's flagship asset, the low-cost, high-margin Mako Gold Mine located in eastern Senegal, becomes Resolute's fourth mining facility; and
  - on the financing project capital costs incurred in the construction and commissioning of the Mako Gold Project in Senegal.



**EAST AFRICA**

- Oryx Management on its funding to KEFI Minerals plc in relation to the development of the Tulu Kapi gold mine in **Ethiopia**.
- Yara International on the procurement of tenders to undertake the development of the Dallol Potash Project in **Ethiopia** on an EPCM basis, including advice on the drafting of an EPCM with an EPC hybrid form of contract.
- Nevsun Resources (now Zijing Mining) on its project financing of the Bisha zinc-copper mine in **Eritrea**.
- The lenders including FMO, DEG and Proparco in connection with the financing of the Kwale Mineral Sands project in **Kenya**.
- African Eagle Resources in the negotiation of project documentation for the Dutwa nickel project in **Tanzania**.
- The borrower in connection with the US\$115 million UFK backed project financing of the niobium project in **Tanzania**.

**NORTH AFRICA**

- KfW Development Bank in connection with the development of an 88,000 tpa magnesium smelter in Suez, **Egypt**. The project was sponsored by Magnesium International Limited and Amiral Corporation, with loan guarantees provided by the European Investment Bank.
- An African Development Financial Institution and an African export credit agency on a US\$738 million syndicated debt facility for the construction and operation of a 500,000 ton per year merchant grade Phosphoric Acid production plant with an associated sulphuric acid unit connected with a phosphate mine in **Egypt**.

**CENTRAL AND SOUTHERN AFRICA**

- An investment fund to the joint venture on the development of a diamond mine project in **Angola**.
- Discovery Metals on the project financing of the Boseto copper mine in **Botswana**.
- A syndicate of lenders including Afreximbank and Africa Finance Corporation (AFC) on a US\$220 million senior secured project financing facility for the underground expansion and ongoing operations of the Karowe diamond mine in **Botswana**.
- Eastern and Southern African Trade and Development Bank (TDB) on its role as mandated lead arranger, and various other lenders, on a syndicated US\$600 million copper and cobalt development financing facility for Trafigura in the **Democratic Republic of Congo (DRC)**.
- Xiangguang Mining Holdings Limited on its proposed acquisition of copper assets in the **Democratic Republic of Congo (DRC)**.
- A Swiss off-taker on the first project financing and off-take agreement in relation to the US\$840 million Kouilou Potash project in **Republic of Congo** (Congo-Brazzaville) developed by MagIndustries, a Canadian mining company.
- Africa Finance Corporation (AFC) in connection with its investment to acquire approximately 45 per cent of Nouvelle Gabon Mining (NGM), a company holding two major manganese concessions in **Gabon** and subsequent acquisitions.
- A leading US Development Financial Institution on a financing of the expansion of the Syrah Balama graphite mine in **Mozambique**.
- Riversdale Mining Ltd (a wholly owned subsidiary of Rio Tinto) on the development of the Benga Coal Project in **Mozambique**, including drafting the CHPP (coal handing and preparation plant) construction, operation and maintenance agreements.\*



- African Legal Support Facility (ALSF), an organisation hosted by the AfDB on the review of mining legislation including conducting a capacity building workshop in **Namibia**.
- A leading US Development Financial Institution in relation to a loan for the redevelopment of a lithium mine in the Karabib district in Namibia, as well as intercreditor arrangements with the lenders to a related processing plant in **Abu Dhabi**.
- The lenders including Afreximbank on the US\$350 million financing of the Kansanshi copper project in **Zambia**.
- The Lenders on a senior debt facility for the development, construction costs and working capital for the Munali nickel mine in **Zambia**.
- A PRC Sovereign Fund on a US\$200 million equity investment in Baiyin International Investment Limited, a subsidiary of Baiyin Nonferrous Group Co., Ltd on certain platinum mining project in **South Africa**.
- One of the largest steel producers in the world on a major arbitration in relation to its mineral rights in **South Africa**.

#### MULTI-JURISDICTIONAL AFRICA

- The lenders including Afreximbank in connection with a facility to First Quantum, a Canadian mining company relating to the refinancing and development of copper and gold mines in **Democratic Republic of Congo (DRC), Zambia and Mauritania**.
- The mandated lead arrangers on the refinancing of a US\$350 million revolving credit granted to Endeavour Mining, a multinational mining company that owns and operates gold mines in **Cote d'Ivoire, Burkina Faso, Mali and Senegal**.
- Centamin, as borrower in a US\$150 million senior secured sustainability-linked revolving credit facility (with a US\$50 million increase option) arranged by Bank of Montreal, Nedbank Limited, HSBC Bank plc, ING Bank, a branch of ING-DiBa AG who are all lenders. Centamin operates gold mines in **Egypt and Cote d'Ivoire**.
- A mining equipment financier on a range of projects across **Guinea, Cote d'Ivoire, Burkina Faso and Gabon**.

\*Denotes matter advised by lawyer prior to Mayer Brown.





*The team draws on its global network to support clients across Anglophone, Francophone and Lusophone Africa.*

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## ABOUT MAYER BROWN

Mayer Brown is an international law firm, positioned to represent the world’s major corporations, funds and financial institutions in their most important and complex transactions and disputes.



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## ABOUT MAYER BROWN

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