

THE POWER OF BEING UNDERSTOOD
ASSURANCE | TAX | CONSULTING



RSM Tanzania

Legal Services

About RSM

RSM is a leading global network of audit, tax and consulting firms focused on the middle market, encompassing 120 countries, 810 offices across the Americas, Europe, MENA, Africa and Asia Pacific and more than 43,000 people internationally. The network's total fee income is \$5.74 billion.

As a network, we share skills, insight and resources, as well as a client-centric approach that's based on a deep understanding of our clients' businesses. This is how we empower them to move forward with confidence and realise their full potential.

RSM is a member of the Forum of Firms, with the shared objective to promote consistent and high-quality standards of financial and auditing practices worldwide. RSM is the brand used by our network of independent accounting and advisory firms each of which practices in its own right. RSM International Limited does not itself provide any accounting and advisory services. Member firms are driven by a common vision of providing high quality professional services, both in their domestic markets and in serving the international professional service needs of their client base.



We exist to empower our
clients to move forward
with confidence.

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In today's complex business world, clients require advisers who will challenge the possibilities of legal service delivery and approach matters through an innovative mindset and smarter ways of working. By combining our brand promise The Power of Being Understood with deep business relationships and by recognising client nuances in an ever intensifying legal landscape, we are committed to providing an optimal comprehensive offering.

CAPABILITY STATEMENT– RSM LEGAL

Bespoke Solutions for Your Legal Requirements

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A tailored approach for the middle market

At RSM we understand that clients require high quality legal services with increased efficiencies and collaboration across multidisciplinary teams. Whilst offering specialist expertise and professional advice all under one roof, we also recognise the value of providing a single point of contact to manage and co-ordinate our multifaceted service offering.

RSM legal team is a team of skilled and experienced lawyers who exhibit exceptional judgment and creative problem-solving skills. Most importantly, they are also entrepreneurial in outlook and

approach. This commercial understanding and skill set for advising the middle market distinguish our team from traditional law firms and other marketplace competitors.

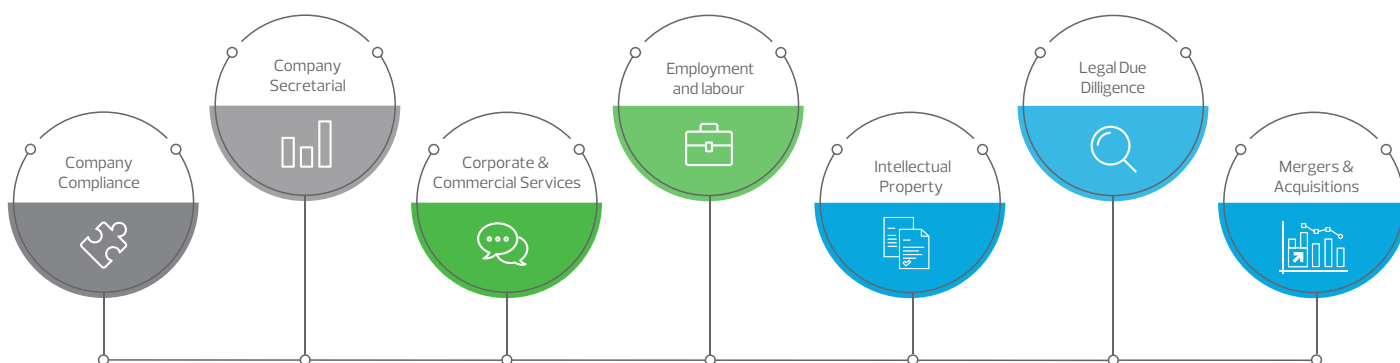
For us, a tailored approach for the middle market means assisting entrepreneurs every step of their business journey. From the early phase (i.e. company incorporation and its financing), to the growth phase (i.e. joint ventures and mergers and acquisitions) and even matters relating to closing down the business.

Our Team

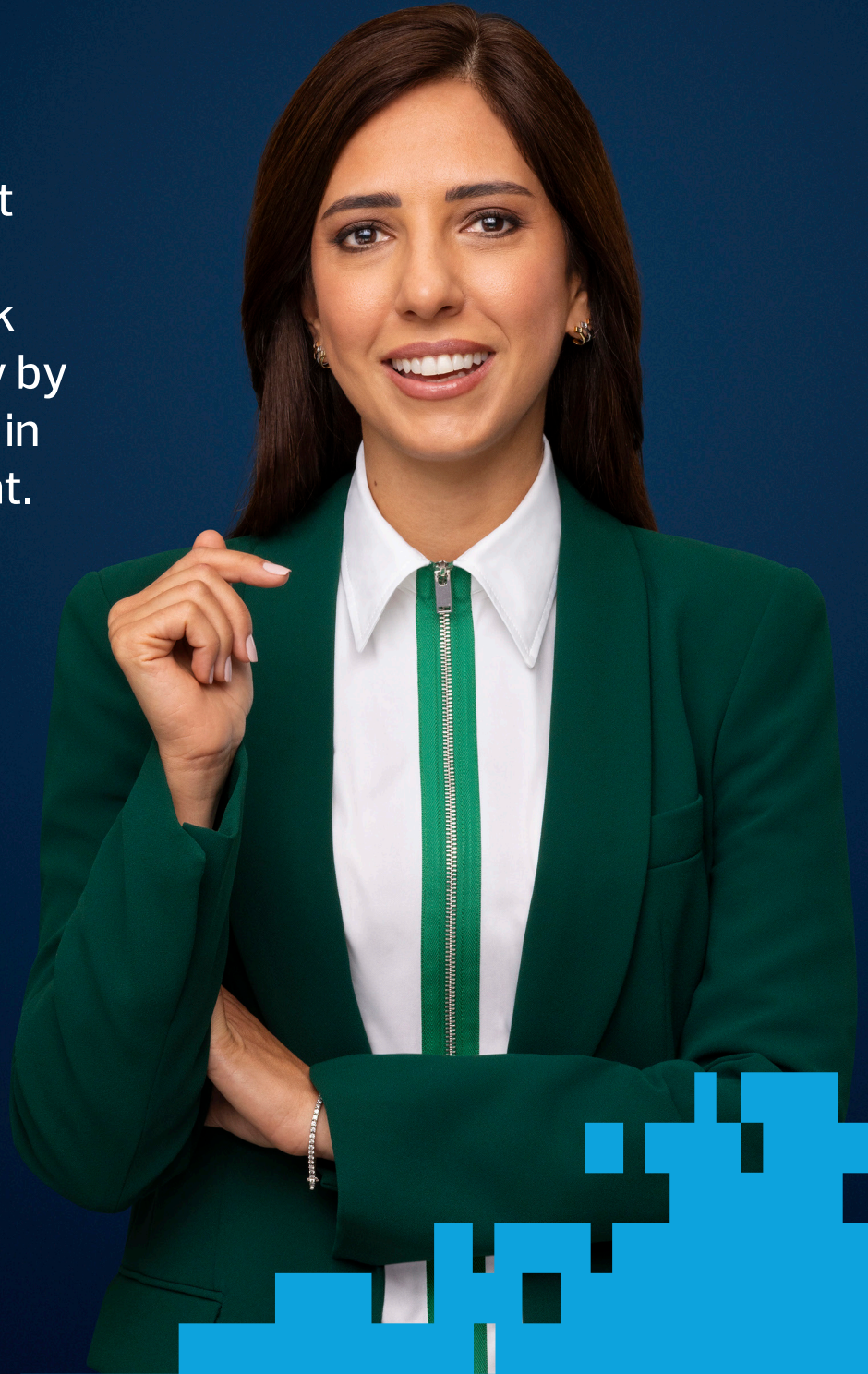
Our legal team is trained to look beyond ordinary legal preparation work and provide the most appropriate legal solutions for your business while always acting with the highest integrity and concern for your reputation. RSM can provide international services through a dedicated and

experienced in-house legal team and close collaboration with legal professionals across all relevant jurisdictions. When required, we call upon other RSM colleagues to provide specialist tax and financial support for client projects.

Our Legal Services



Clients trust
me to help
them unlock
opportunity by
putting risk in
the spotlight.



Helping you move forward
with confidence



Company Compliance

- In the course of doing business an entity is required to be compliant at all times. At RSM, we shall ensure that your entity is aware of local compliance matters.
- **HOW WE CAN ASSIST YOU:**
- Foreign loan registration
- Obtaining general business license from the relevant authority
- Obtaining sector specific license including from the Engineer Registration Board, Contractors Registration Board, Tanzania Bureau of Standards, licenses from Bank of Tanzania, and Tanzania Communication Regulatory Authority
- Obtaining work and residence permit for expatriates
- Processing of all types of visas and passes
- Registration with the Personal Data Protection Commission

Company Secretarial

- We provide company secretarial services to ensure that the company/entity adheres to the local laws.
- **HOW WE CAN ASSIST YOU:**
- Filing of annual returns
- Amending Memorandum and Articles of Association
- Preparation and filing of statutory returns relating to changes of directors, registered office, change of name, increase and decrease of company capital, allotment of shares and debt to equity
- Filing of Ultimate Beneficial Ownership information with the regulator
- Preparation and maintaining of company registers of directors, company secretaries, shareholders, and ultimate beneficial owners
- Preparation of share certificates, and maintaining minute books
- Attending board and annual general meetings (including preparing the agenda, and taking minutes of meetings of the board and shareholders).

Corporate and Commercial Services

- Well-structured and commercially savvy corporate and commercial arrangements are key to the success of your businesses. Addressing potential issues from the start can help you manage your risk and safeguard your interests, as well as avoid any potential penalties or disputes.
- At RSM, our legal advisers will help enhance the value of your business by collaborating closely with you to ensure that you close the all-important deals and are equipped with value adding commercial solutions.

· HOW WE CAN ASSIST YOU:

- Establishing all forms of companies including attending to issues of capitalisation.
- Drafting and registering memorandums of incorporation/articles of association, and drafting shareholder agreements, drafting director, shareholder and committee resolutions.
- Advising on corporate governance issues including the establishment of boards and committees, board charters, terms of reference, rules and codes of conduct.
- Negotiating and drafting all forms of commercial agreements, including all forms of outsourced agreements, distribution and agency agreements, licensing agreements, loan agreements, transport and logistics agreements, lease agreements, land sale agreements, building agreements.
- Negotiating and drafting all forms of commercial agreements relating to financing arrangements and banking agreements.

Employment and Labour

- Your people are your most important asset. However, RSM also understands that the right people should be employed in the right position in order to deliver growth. In addition, the economic shifts, a demand for global mobility and a flexible workforce, plus constant changes to compliance and legislation, mean that employment related challenges for multinational businesses are greater than ever.
- At RSM, our legal advisers can work with you to provide unique solutions across a wide spectrum of employment related matters.

· HOW WE CAN ASSIST YOU:

- Negotiating and drafting all forms of employment contracts, employment policy manuals including specific policies dealing with clients' specific concerns, documentation relating to the disciplinary process
- Negotiating and drafting other employment contracts to include exclusivity, non competition and confidentiality provisions
- Assisting with the structuring of salaries and/or commission structures
- Advising on and dealing with the registration of companies in the social security system
- Undertaking HR due diligence in respect of HR related matters

A tailored approach
for the middle market.



Intellectual Property

- In the world where intellectual properties (trademarks, copyrights, patents, industrial designs) are recognized and protected, we help our clients with registration, renewal, licensing, assignments, change of names, and enforcement of the protection of intellectual properties.

Legal Due Diligence

- Acquiring properties, shares or partnering requires more than the naked eyes and ears. We ensure that we extend our experience in collecting and assessing all available information for an entity to making the right decision before finazing a deal or transaction.

· HOW WE CAN ASSIST YOU:

- Physical verification;
- Obtaining reports from the relevant authorities;
- Review of all entity documents; and
- Advising the best way forward.

Mergers and Aquisition

- Mergers and acquisitions are the cornerstone of the RSM legal service offering. RSM understands the need for businesses to merge or to acquire other businesses, as a mechanism to gain market share, to enter new markets or to invest in new technologies. These transactions become complex where cross-jurisdictional deals are concerned.
- At RSM, our legal advisers can assist you through each stage of the transaction. From deal inception to business integration, we are there to help turn your business growth ambitions into a reality.

· HOW WE CAN ASSIST YOU:

- Ensuring deal execution and delivery
- Post merger integration
- Deal structuring
- Negotiating and drafting all agreements relating to a merger and acquisition, including sale and purchase agreements, joint venture agreements, non disclosure agreements, funding and investment agreements, providing extensive support to the seller or the purchaser on the transaction
- Managing or providing support to the multidisciplinary RSM team on the transaction
- Carrying out legal due diligence in respect of the target entity



RSM experts
give me seamless
advice, wherever
I am in the world.



What clients say about us ★★★★★

"Working with the RSM team has been a truly exceptional experience. From the outset, the quality of service provided has been nothing short of outstanding. The team's professionalism is evident in every interaction, demonstrating a deep understanding of regulatory requirements and an unwavering commitment to excellence. Not only did they ensure that all compliance matters were handled with precision, but the proactive approach has also helped our company anticipate and navigate potential challenges easily."

Pedro Ferreira, Finance Director Airswift Consulting Tanzania Limited

"We are extremely satisfied with the company secretarial services provided by the team at RSM. The team is consistently responsive and effective. We are always confident that projects assigned to them will be executed efficiently and will satisfy the statutory authorities in Tanzania thereby keeping us compliant. We highly recommend their services to any organization seeking reliable and timely company secretarial services."

Zauhar Meghji, Director Tanzania Biscuit Company Limited

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 RSM Tanzania

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