



CM ADVOCATES LLP

BUSINESS ESTABLISHMENT & COMPLIANCE ADVISORY (BECA)



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OVERVIEW

Businesses, investors, multinational corporations, private equity sponsors, and institutions establishing and operating across Africa are increasingly required to navigate complex and evolving legal, regulatory, tax, governance, and compliance environments.

As reflected in the firm's established Entity Set-Up and Establishment framework, these requirements extend well beyond incorporation to encompass corporate structuring, regulatory licensing, ongoing compliance, governance oversight, operational advisory, and long-term risk management.

At CM Advocates LLP, the Business Establishment & Compliance Advisory (BECA) Practice provides integrated, end-to-end legal, regulatory, corporate services, and fiduciary advisory to clients entering, operating, and expanding across Kenya and the wider African region.

We support clients across their full lifecycle—from market entry and establishment to compliance, corporate administration, governance, operations, growth, restructuring, and exit—ensuring that their legal and regulatory frameworks are robust, scalable, and aligned with their commercial and strategic objectives.



OUR APPROACH

The BECA Practice adopts a strategic, multidisciplinary and lifecycle-based approach, consistent with the firm's broader advisory model and aligned with international best practices.

We integrate legal advisory, corporate services, regulatory compliance, tax structuring, governance, and fiduciary oversight into a unified platform, enabling clients to access coordinated and seamless support across all aspects of their operations.

Our approach is characterised by:

- alignment with Kenyan statutory and regulatory frameworks and regulatory authorities
- integration of global governance, ESG, tax, and compliance standards
- structuring for cross-border operations and regional expansion
- proactive risk identification, regulatory navigation, and compliance management
- close engagement with boards of directors, shareholders, investors, and senior management

We act as long-term advisors, supporting clients through their evolution from establishment to operational maturity, regional expansion, and eventual restructuring or exit.

LIFECYCLE ADVISORY MODEL

The BECA Practice supports clients across the full business lifecycle:

Market Entry → Establishment → Compliance → Operations → Growth → Restructuring → Exit

This lifecycle model ensures continuity of advisory, institutional knowledge retention, and consistent alignment between legal, regulatory, and commercial objectives.

CORE SERVICE AREAS

1. BUSINESS ESTABLISHMENT, STRUCTURING & REGISTRATION



We advise on the establishment and structuring of businesses across Kenya and African jurisdictions.

Our services include:

- incorporation of companies, LLPs, branch offices, and foreign entities
- structuring of joint ventures, special purpose vehicles, trusts, foundations, and non-profit entities
- advisory on optimal legal structures aligned with tax, governance, and operational considerations
- preparation and drafting of constitutive documents, including memoranda and articles of association, shareholders' agreements, partnership agreements, trust deeds, and governance frameworks
- regulatory approvals and registrations

2. CORPORATE SERVICES, DOMICILIATION & ADMINISTRATION



We provide comprehensive corporate services aligned with global corporate services and fiduciary standards.

Our services include:

- domiciliation and provision of registered office services
- maintenance of statutory registers, including registers of members, directors, charges, and beneficial owners
- handling of official correspondence, statutory notices, and regulatory communications
- company secretarial services, including annual returns, statutory filings, and regulatory notifications
- preparation of board and shareholder resolutions and minutes
- corporate record-keeping and governance documentation
- liaison with regulatory authorities and company registries

3. BENEFICIAL OWNERSHIP, GOVERNANCE & DIRECTORS' ADVISORY



We provide advisory on corporate governance, transparency, and regulatory compliance obligations.

Our services include:

- identification, verification, and classification of beneficial owners
- preparation and filing of beneficial ownership registers
- ongoing monitoring and compliance with disclosure obligations
- advisory on AML/CFT and transparency requirements
- directors' duties and fiduciary obligations under Kenyan law
- board structuring, governance frameworks, and governance policies
- conflict of interest management and risk mitigation
- advisory on liability, indemnities, and governance best practices

4. NOMINEE & FIDUCIARY SERVICES

We provide structured nominee and fiduciary services in compliance with applicable legal and regulatory frameworks.

Our services include:

- nominee director services (subject to legal and regulatory compliance)
- nominee shareholder arrangements
- fiduciary oversight and governance support
- structuring of ownership frameworks for confidentiality, control, and regulatory compliance

All services are delivered in accordance with applicable beneficial ownership, AML/CFT, and disclosure requirements.



5. REGULATORY, LICENSING & COMPLIANCE ADVISORY



We provide comprehensive regulatory and compliance advisory to ensure businesses operate within applicable legal frameworks.

Our services include:

- licensing and regulatory approvals
- statutory registrations with relevant authorities
- compliance with ongoing regulatory requirements
- corporate governance and compliance advisory
- compliance audits, regulatory health checks, and risk assessments
- development of compliance frameworks and monitoring systems

We also provide specialist advisory in:

- data protection and privacy compliance
- ESG and sustainability frameworks
- regulatory risk management

6. TAX, FINANCIAL STRUCTURING & OPERATIONAL EFFICIENCY

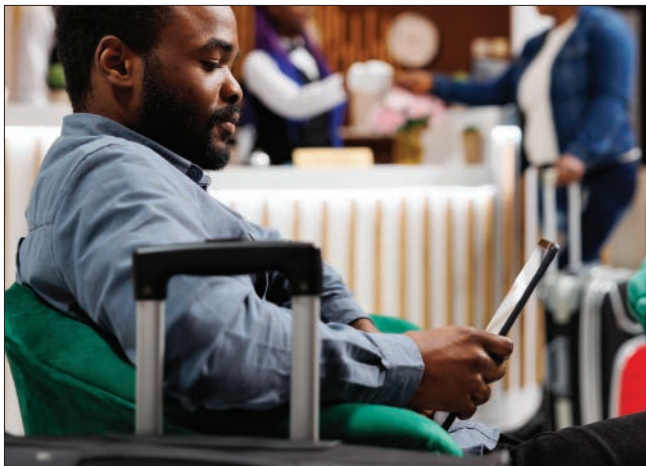


We provide integrated tax and financial structuring advisory tailored to business operations.

Our services include:

- tax planning and structuring
- compliance with income tax, VAT, customs, and other statutory obligations
- tax audits and health checks
- cross-border tax advisory and structuring
- structuring of regional operations and holding companies
- advisory on financial and operational efficiency

7. EMPLOYMENT, IMMIGRATION & WORKFORCE MOBILITY



We provide advisory on employment and immigration matters affecting businesses and their workforce.

Our services include:

- drafting employment contracts and HR policies
- labour law compliance and advisory
- work permits, residence permits, and immigration compliance
- expatriate structuring and workforce mobility planning

8. COMMERCIAL, OPERATIONAL & INVESTMENT ADVISORY



We support the operational and commercial framework of businesses through:

- drafting and negotiation of commercial contracts
- structuring of joint ventures, partnerships, and investments
- banking and financial setup advisory
- real estate acquisition, leasing, and development advisory
- licensing and sector-specific compliance
- intellectual property protection and commercialisation

9. RISK, RESTRUCTURING & EXIT ADVISORY



We provide strategic advisory on risk management, restructuring, and exit.

Our services include:

- legal and regulatory compliance audits
- risk identification and mitigation strategies
- corporate restructuring and reorganisation
- regulatory approvals and compliance for restructuring
- dissolution, insolvency, and winding-up processes
- asset disposals and exit strategies

OUR CLIENTS

We act for a diverse range of clients including multinational corporations, private equity and venture capital firms, foreign investors, start-ups and SMEs, development organisations, and institutions operating across multiple sectors.

VALUE PROPOSITION

CM Advocates LLP offers a one-stop, internationally aligned legal, regulatory, corporate services, and fiduciary advisory platform, delivering seamless market entry, regulatory certainty, efficient corporate administration, robust governance, and long-term business sustainability.

FOR FURTHER INFORMATION

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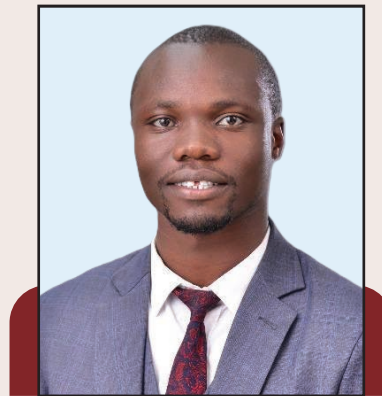
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Our Practice Groups



Real Estate, Banking & Finance (RBF) Practice Group



Corporate, Commercial & Regulatory Advisory (CCR) Practice Group



Dispute Resolution & Appellate (DRA) Practice Group



Civil Fraud, Asset Tracing & Recovery (CFAR) Practice Group



Tax & International Business Advisory (TIBA) Practice Group



Employment, Pensions & Rewards (EPR) Practice Group



Investigations, Compliance & Regulatory Defence (ICRD) Practice Group



Projects, Construction & Infrastructure (PCI) Practice Group



Mining & Extractive Industries (MEI) Practice Group



Energy & Transition Law (ETL) Practice Group



Intellectual Property, Brands & Commercialization (IPBC) Practice Group



Wealth, Estate, Legacy & Lifestyle Advisory (WELL) Practice Group



Industry & Sector-Focused Practices Group



Sustainability, Climate Change & ESG (SCC & ESG) Practice Group



Immigration and Global Mobility Practice Group



Government Advisory, Public Law & Regulatory Litigation (GAVEL) Practice Group

OUR PRESENCE



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