

SAMUEL FISAYO ODELEYE

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## PROFESSIONAL SUMMARY

An experienced lawyer & a corporate finance and transaction advisory Professional offering advice on compliance and legal procedures and a wide range of associated matters, supporting PE firms, DFI and strategic investors on major transactions across Africa. My industry experience cut across numerous sectors including oil and gas, FMCG, industrial markets, FinTech's amongst others. I have been involved in several transactions assisting clients with local and international capital raise advisory, transaction structuring and support, valuation, vendor and buyer due diligence, business planning & feasibility studies amongst others.

## PROFESSIONAL EXPERIENCE

PRICE WATERHOUSE COOPERS, Lagos, Nigeria

Associate Trainee, Deals Advisory

April 2021 – till date

- Due Diligence --Work with teams on conducting vendor and buyer due diligence on various deals
- Team member in various financial valuation of business in a deal such as capital raise and valuation of financial asset for client
- Business Plan and Feasibility study report -- Draw up business plan for client and prepare feasibility study report for business opportunities for clients
- Investment Teasers and Proposals – Preparation of invitation to treat documents for potential deals such as spin-off, acquisitions, capital raise and proposal for the business unit for potential business opportunities.
- Executed a project providing financial advisory for the loan agreement between an international Bank and a West African Oil and gas institution.
- Worked with a team to perform a financial due diligence on acquisition of majority equity shares to the ownership of an OML asset
- Managed and provide compliance and contractual advice for several Oil mining Agreement for the purchase of oil mining assets from a Global oil Conglomerate
- Team Member in the Vendor Due Diligence of a lending FMCG Company in Nigeria
- Executed projects providing financial advisory, forensic and business restructuring services to clients in private and public sector in Nigeria
- Provided fund structuring and financial advisory service to a firm on the establishment of a project development fund for infrastructure projects across various sector in Nigeria
- Performed a valuation of an investors stake in gas company for financial reporting purposes
- Provided capital raise support services to a manufacturing company looking to expand its factory in Nigeria
- Provided a sell side advisory to a cosmetics company looking to sell a stake in its firm to a global private equity company.

### Selected Transaction Experience

Provision of Financial Due Diligence Services for a Loan agreement between an Afreximbank and Azikel Oil and Gas company for the Completion of an Oil and Gas Refinery

- Analysed the borrower's financials statements and prepared a due diligence report outlining the key deal issues and all other non-quantifiable issues that will affect the transaction's financial, commercial, and operational rationale.
- Prepared benchmarking refinery analysis of the target against its peers and the industry average.
- Reviewed the Contractual agreements including Project offtake agreement, EPC agreement, Operation and Maintenance agreement, Engineering Consultant agreement amongst others.

Provision of Vendor Due diligence Services for an FMCG Company in Nigeria

- As a member of a team of 3, I coordinated the balance sheet section of the financial statement including segmentations of the various products to derive highest selling products.
- Assisted in reviewing and updating the business plan, investor FAQ's and fundraising documents
- Identify key risk issues that could have an impact on project delivery and advised management accordingly.

MKOBO MICROFINANCE BANK, Lagos, Nigeria

Compliance Officer/ Of counsel

January 2021 – till date

- Team lead in the capital raise, recapitalization and Increase of bank capital of the bank,
- Draft and review legal agreements, Memorandum of Association, Partnerships, Service Agreements, Offer letters
- Draft and reviewed the Privacy policy, data policy, cookies policy
- Providing Legal advice and direction for the Creation of the Company's digital bank
- Regulatory Compliance duties like filing of documents to all regulatory bodies including CAC and CBN
- Secretarial duties
- Research and updates all required legal materials needed by the Managing Director
- Advice and Research on Fintech Regulations and Compliance for the digital bank

PISTIS PARNERS LLP, Lagos, Nigeria

Associate

January 2020 – December 2020

Member of Corporate & Commercial Department (Company Secretarial, Governance Compliance and Investigations, Fintech) and Litigation Department.

- Conducts legal and general research on cases and prepares memorandums and legal opinions for clients.
- Drafts and files statements of claim, reply briefs, motions, and other court documents.

- Assisted in providing legal advice to a Russian company on its collaboration with a Nigerian contractor, undertook the review of the Memorandum of Understanding for compliance with Nigerian law and drafted a Third-party agreement contract.
- Assisted in providing legal advisory service to a multinational deep drilling contractor on taxation and business advisory under Nigerian law
- Reviews contracts and represents small businesses in contractual and other commercial litigation matters.
- Provided legal advisory services to a multinational oil and gas company with obtaining the necessary consent from the Federal Energy Regulatory commission. This includes reviewing and updating the mode operations to commensurate with the laws in Nigeria.
- Assisted in providing dispute resolution services for a multinational deep drilling contractor with respect to Tax regulatory practice in Nigeria.
- Prepares Minutes of Meetings of Board of Directors' meeting as well as Annual General Meeting; sent out notices for the Board of Directors' meetings.
- Research and updates all required legal materials needed for the firm and its partners.

#### SKILLS

- Research and critical thinking skills, Financial statement analysis, Strong organizational and project management skills, Excellent analytical/management/ communication and negotiation skills, Excel proficiency, PowerPoint Proficiency, drafting skills, First rate technical skills, Ability to work well in both a team and individually.

#### EDUCATION AND PROFESSIONAL QUALIFICATIONS

- BODY OF BENCHERS, Abuja, FCT, Nigeria Call to Bar Certificate (admitted as a Barrister and Solicitor of the Supreme Court of Nigeria) November 2019.
- NIGERIAN LAW SCHOOL, Lagos, Nigeria
- UNIVERSITY OF LAGOS, Lagos, Nigeria

#### LEADERSHIP AND EXTRACURRICULAR ACTIVITIES

- ICT (COMMUNITY DEVELOPMENT SERVICE) Volunteer, November 2019 – September 2020
- INITS Initiative, Yaba Volunteer, August 2018 – date -Involved in the Dangote Foundation Programme for Widows and Education for Underage girls in Various Communities.