**JOB DESCRIPTION**

<table>
<thead>
<tr>
<th>JOB TITLE</th>
<th>Lead, Legal Advisor</th>
<th>GRADE</th>
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<tr>
<td>PILLAR</td>
<td>FSD Africa Investments (FSDAi)</td>
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**ABOUT THE ORGANISATION**

FSD Africa Investments (FSDAi) is the investing arm of FSD Africa, a UK International Development funded regional programme operating in more than 30 countries from its Kenya base, to make finance work for Africa’s future. While FSD Africa supports market development through advocacy, thought leadership, and capacity support, FSDAi makes investments in support of these policy objectives in novel financial instruments, facilities and intermediaries that can accelerate the role of finance in Africa’s green economic growth. As a private company limited by shares, FSDAi’s shareholders include both FSD Africa and the UK’s Foreign, Commonwealth & Development Office (FCDO).

FSDAi uses a range of equity, debt and guarantee-like investment instruments specifically designed to accommodate early-stage commercial risk, drive high market development impact, and generate acceptable risk-adjusted financial returns on investment. Across its portfolio it has invested alongside private capital strengthening Africa’s financial systems to deliver better-quality jobs and economic opportunities, equitable access to basic services, reduction of human vulnerability and inequity, and environmental benefits. With a mandate to take significant investment risk, FSDAi fills an important funding gap by assuming the commercial risk of novel financial solutions that neither development finance institutions nor private investors are prepared to take. In this way, FSDAi assumes the investment risk necessary to drive structural change in Africa’s financial markets.

Please find more details about FSDAi on our website at (http://www.fsdafrica.org/fsdai)

**REPORTING RELATIONSHIPS**

<table>
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<tr>
<th>REPORTS DIRECTLY TO</th>
<th>Chief Investment Officer (CIO)</th>
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<tbody>
<tr>
<td>REPORTS INDIRECTLY TO</td>
<td>FSD Africa Pillar Heads</td>
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<tr>
<td>DIRECT REPORTS</td>
<td>None</td>
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<tr>
<td>INDIRECT REPORTS</td>
<td>None</td>
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**JOB PURPOSE**

FSDAi wishes to engage a seasoned legal advisor with in-depth professional expertise in investments transactions who wishes to apply those skills towards a developmental organisation making finance work for Africa. With direct reporting to the CIO, the Lead, Legal Advisor will lead the investment teams in their engagement with external counsel on legal due diligence and transaction documentation. The scope for the legal advisory role will mainly focus on investment transactions for FSDAi but there is additional scope for legal advisory work to FSD Africa for the grant-related transactions across the pillars. This will be a part-time role.
KEY RESPONSIBILITIES AND ROLE REQUIREMENTS

1. **Leading on legal structuring with the investment teams**
   The Lead, legal advisor will identify the legal scope and requirements for each investment transaction working closely with the investment teams. These will be included in the scope of legal due diligence to be carried out by external legal counsel.

2. **Coordinating the appointment of suitable legal advisors on a deal-by-deal basis**
   The Lead, legal advisor will also be involved in identifying suitable legal counsel, including drafting of TORs, and closely be involved in the procurement process to evaluate bids received from potential legal advisors, including price, deliverable terms etc. This will culminate in the appointment of suitable legal counsel that are fit for purpose at the best possible rate.

3. **Instructing, guiding, overseeing and ensuring efficient delivery of the legal due diligence process, drafting and signing of transaction documentation**
   The Lead, legal advisor will act as the primary contact between FSDAi and the appointed external legal counsel in:
   - Instructing legal requirements of a particular transaction based on the outputs from 1 and 2 above.
   - Guiding, overseeing and ensuring efficient delivery of contracted legal due-diligence and drafting work to make sure that TORs are fully satisfied, delivered in reasonable time, within budget and in line with internal standards/templates.

   The advisor will also review draft transaction documentation in consultation with deal teams which will culminate in preparing final documents ready for signing. The advisor will be responsible for briefing the CIO and CEO on the transaction documents prior to signing.

4. **Monitoring post-closing compliance with transaction documentation and handling any legal matters post-closing**
   The Lead, legal advisor will work closely with the deal teams and the Portfolio Risk Manager to ensure compliance of subsequent terms and conditions, adherence to key investment clauses and addressing reserved matters. The advisor will advise on key portfolio investment matters from a legal perspective, especially if these are likely to have a material impact on FSDAi or its shareholders.

5. **Ad-hoc legal matters from FSD Africa and FSDAi**
   The Lead, legal advisor will be called upon to advise on any other ad-hoc legal matters that relate to FSDAi and FSD Africa from time to time. These could be pillar-specific or grant-specific legal advisory and will involve engagements with FSD Africa pillar heads.

*Carry out any other duties or special assignments as assigned by the Management.*
PERSON SPECIFICATIONS

Qualifications and Education
- Master’s degree (LLM) and 12 years of experience or Bachelor’s Degree (LLB) and 14 years of experience
- Relevant post-graduate qualification in Law with a practising certificate
- Excellent skills in written and spoken English, including drafting and reporting.

Essential Experience, Knowledge and Skills
- 15-20 years’ experience in corporate finance, in a law firm, with different jurisdictions within Sub-Saharan Africa
- Good understanding of English law and matters that are of legal importance in the UK.
- Desire to apply their commercial expertise for developmental/impact purposes.
- Adequate balance of seniority and capacity to engage intensively with FSDAi’ s Investment Managers, the external legal counsel, the investee’s legal teams during due-diligence and FSDAi’ s signatories during transaction closing.

Desirable
- Experience of working in a multi-cultural environment
- Previous experience of working in/with aid-funded projects
- Languages: French, local African languages

COMPETENCIES
Competencies describe the key behaviours that drive success in all of FSD Africa’s roles, regardless of technical specialism. They have been derived from systematic research correlating performance with personal attributes. The table below indicates the level of each competency required for this role:

<table>
<thead>
<tr>
<th>COMPETENCIES</th>
<th>Level 1: Basic</th>
<th>Level 2: Foundation</th>
<th>Level 3: Specialist</th>
<th>Level 4: Senior Specialist</th>
<th>Level 5: Leading Expert</th>
<th>Level 6: Executive</th>
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<tbody>
<tr>
<td>ESSENTIAL FOUNDATIONS</td>
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<tr>
<td>Commitment &amp; Alignment</td>
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<td>Demonstrates commitment to serving our partners and alignment with the values and vision of FSD Africa</td>
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<tr>
<td>Change &amp; Challenge</td>
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<td>Has a strong sense of ownership that leads to learning, self-starting, taking initiative, driving change and leading development</td>
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<td>ACHIEVEMENT COMPETENCIES</td>
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<td>Situational Awareness &amp; Thinking</td>
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KEY RELATIONSHIPS

Internal Relationships
- FSDAi staff
- FSD Africa Staff

External Relationships
- Investees
- FCDO
- Legal Counsel

FINANCIAL RESPONSIBILITIES

Direct Control
- n/a

Indirect Influence
- Legal opinions

APPROVAL PROCESS

Job Holder

Chief Investments Officer

Director HR & Talent Management

Commitment to Equity, Diversity, and Inclusivity:
FSD Africa is committed to building a diverse organization and a climate of equity and inclusivity. We strongly encourage applications from candidates who can demonstrate that they can contribute to this goal.

Equal Opportunity Employer:
We are an equal opportunity employer and value diversity. We do not discriminate based on race, religion, colour, national origin, sex, gender, gender expression, sexual orientation, age, marital status, or disability status. We will ensure that all applicants are provided a fair chance to compete for available job opportunities.