



Operationalisation of the Single African Air Transport Market (SAATM) – Support to the African Civil Aviation Commission (AFCAC)



EXPERT – VIVIEN CHAPLIN

Director, Cliffe Dekker Hofmeyr Inc.

CURRICULUM VITAE

With over 20 years' experience, Vivien is a corporate lawyer advising on local and cross-border mergers and acquisitions, company law, corporate governance issues, and drafting specialised commercial contracts. Her experience includes advising companies across various industries on mergers and acquisitions (including the structuring, due diligence and drafting of all transaction documents), Black Economic Empowerment (BEE) transactions and advice, Employee Share Ownership Plans (ESOP), and corporate restructures.

Vivien assists her clients on all aspects of setting up and doing business in South Africa, including BEE, corporate governance, and Companies Act compliance as well as specific regulatory advice in the mining, aviation, IT, film, industrial, and logistics sectors. Vivien also assisted major mining companies with the drafting of high value long-term supply and offtake agreements and many large companies with the drafting of their standard form and bespoke agreements for all steps of the supply chain, as well as corporate documents such as shareholders' agreements, memoranda of incorporation, committee charters, and resolutions.

In addition, Vivien provides training on BEE, corporate governance, procurement, and supply chain contract drafting to private and public companies. She regularly speaks on these topics at conferences and has published numerous articles on corporate law and BEE developments. Vivien has also assisted several non-profit organisations in the education and health sectors.

She has a specific interest in the aviation sector and has worked closely with aviation clients, providing comprehensive legal support and strategic guidance. She has a deep understanding of the industry's unique challenges and opportunities, and she has advised clients on aviation-related compliance and provides strategic business advice. With a passion for the aviation sector and a strong legal background, Vivien is dedicated to delivering practical and effective solutions to her clients in the aviation industry.

Aviation Focus

- Regulatory compliance, leasing and transactions.
- Negotiating and drafting aircraft purchase agreements, aircraft lease agreements; maintenance contracts

Education

- Registered with the **Legal Practice Council**



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- **BA/LLB**, University of Cape Town
- Year of admission as an **Attorney: 2000**

Project Activities:

- Advised National Treasury itself (or the underwriters) in respect of all the South African National Treasury's bond issuances on the international capital markets from 2003 to 2009.
- Advised Transnet on the unbundling of SAA and SA Express from Transnet including all PFMA advice, assisting on the drafting of the empowering legislation
- Advised on the disposal of the SAA interest in Air Tanzania and various aircraft finance transactions.
- Spent a one-year secondment at SAA dealing with all aviation regulatory, governance, contractual and aircraft finance transactions
- Assisted FedEx to commence air cargo operation in South Africa, attaining its FOP
- Assisting USC Cargo in its purchase of 7 Airbus and various spare engines and APUs from SAA
- Assisting the BRP of Mango in the process to find a new strategic investor (ongoing)
- Acted as the corporate legal advisor to Safair since 2005, in its various restructurings from its sale by Imperial Group up to Safair Operation's BEE transaction and establishment of its passenger air service, FlySafair and all Flysafair's corporate transactions since that date.
- Appointed by the Department of Public Enterprises from mid-2011 to 2014 to advise on all South African Companies Act issues, including drafting and negotiating MOIs for each of the DPE-managed SOCs (Eskom, Transnet, Denel, SAA, SAX, Safcol, Alexkor etc).
- Assisted the South African Reserve Bank by drafting the amendments to the Banks Act to consider the 2008 Companies Act
- Various transactions and corporate governance training on the Companies Act and the PFMA for the PIC and Eskom
- Assisted ACSA in an audit and review of the regulatory matrix affecting ACSA and drafting the ACSA MOI
- Assisted Eskom in the conversion of its ZAR60bn loan into equity and ancillary equity transactions with the DPE

