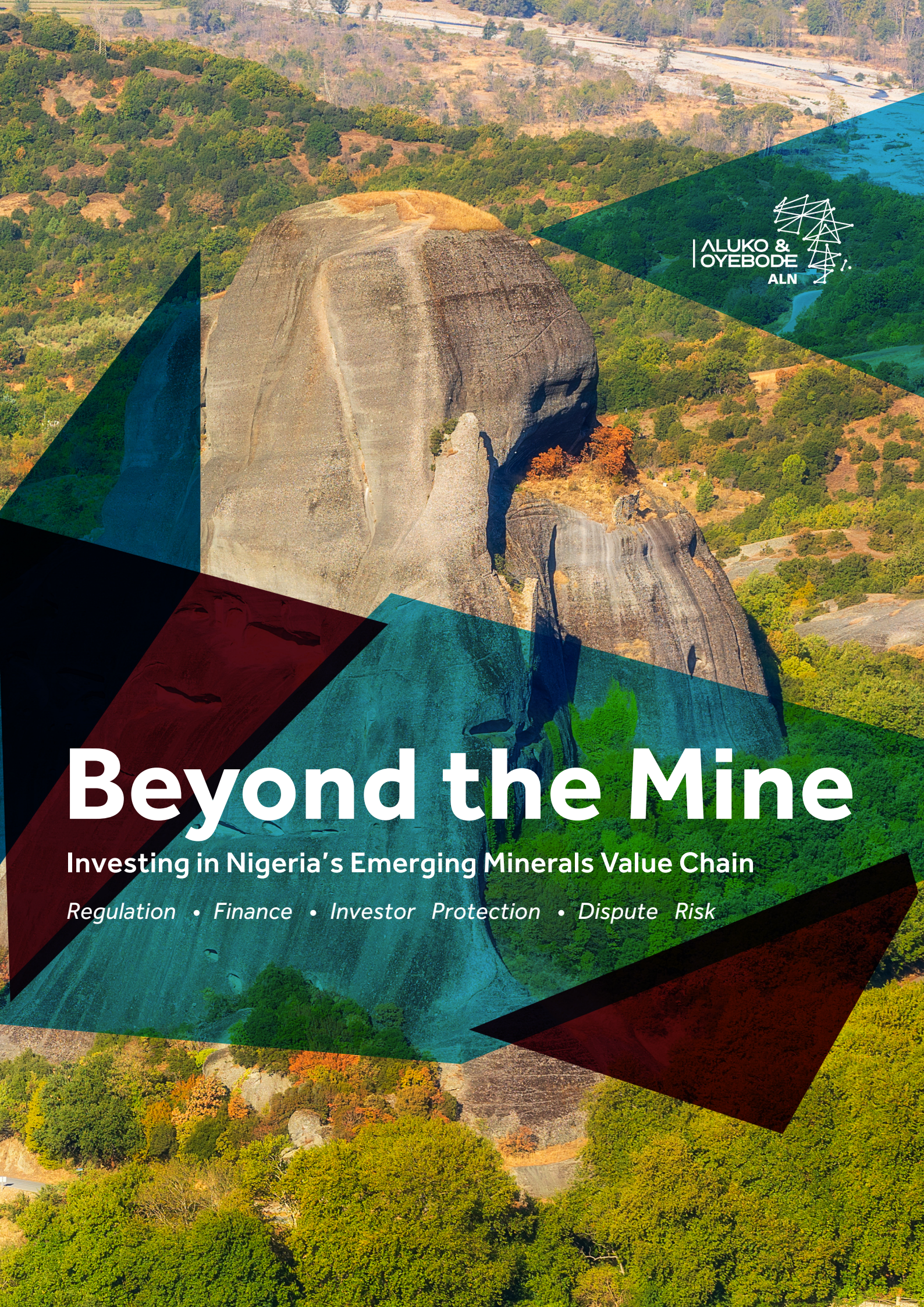



# Beyond the Mine

## Investing in Nigeria's Emerging Minerals Value Chain

*Regulation • Finance • Investor Protection • Dispute Risk*

Nigeria's emerging minerals and mining sector operates at the intersection of investment promotion and legitimate public objectives, including resource development, community interests, environmental protection and wider economic development of the country. The proposition for mining investors is changing. Policy is increasingly focused not simply on extracting minerals, but on retaining more value through processing, infrastructure and regional value chains.

The recently signed Continental Integration and Economic Assurance Declaration (CIEAD) in New York appears to reinforce that direction. Its full text, however, has not yet been publicly released. For now, investors should treat CIEAD as an important policy signal, not as a published rulebook, and focus on the commercial implications of the themes emerging from the New York discussions.

Four questions matter now: Can the project operate profitably under the emerging value-addition model? Can the expanded project be financed? How should the investment be protected? And where are disputes most likely to arise?

## 1. Operations – The Mine Is No Longer the Whole Project

Nigeria's mining sector remains principally governed by the Nigerian Minerals and Mining Act 2007 (the "**Act**") and the Nigerian Minerals and Mining Regulations 2011. The framework covers mineral titles, environmental obligations, community relations and the development and operation of mines.



Current policy increasingly favours beneficiation and local value addition before critical minerals are exported. How that applies to a particular project may depend on its mineral title conditions, approved work programmes and undertakings. The Act does not currently prescribe a general value-addition threshold; however, proposed amendments to the Raw Materials Research and Development Council legislation would, if enacted in their current form, introduce a generally applicable 30% value-addition requirement before raw materials may be exported.

The commercial implication is that a lithium, tantalite or other critical-minerals project should be stress-tested against the processing and value-addition requirements that may apply to it over its life. Feasibility work should examine applicable project requirements, the availability and cost of power and water, processing technology and options (including joint ventures with existing processors), transportation capacity, product specifications and the compatibility of offtake arrangements with alternative processing scenarios.

As policy and legislation continue to develop, investors should therefore distinguish carefully between requirements that may already apply to a particular project and generally applicable measures that may emerge.

## 2. CIEAD: An Emerging Regional Consideration

Public accounts of the September 2026 African Minerals Strategy Group (AMSG) High-Level Roundtable in New York indicate that CIEAD is intended to support greater continental cooperation around minerals, including coordinated projects, regional infrastructure and processing investment. Discussions at the Roundtable also addressed themes such as strategic mineral corridors, regional processing and policy coordination.

The opportunity is significant. Not every mineral-producing country can economically replicate every stage of a processing chain. Regional infrastructure and processing arrangements could permit African value addition to occur where energy, technology, scale and logistics make it most competitive.

As a declaration, CIEAD is best understood as setting policy direction and recording commitments for governments to implement, rather than as a source of directly applicable obligations. Any harmonised licensing, fiscal, ESG or beneficiation requirements would need to be adopted through national legislation, regulations, bilateral or regional arrangements, or project agreements; in Nigeria, a treaty-level commitment would also require domestication under section 12 of the 1999 Constitution. The more useful question for an investor today is what regional integration could mean if these themes are translated into such concrete measures.

Investors will need to model the project as a value chain, not merely as a mine, and stress-test its economics against alternative processing requirements and both domestic and regional infrastructure options before committing capital.

## 3. Financing the Mineral Ecosystem

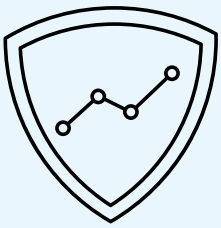
Mining is capital-intensive well before first revenue. Exploration, resource definition, feasibility studies, permitting and development all require risk capital, often before reserves and project economics can be established with confidence. Processing and cross-border logistics add further capital needs and dependencies.

Financing strategy should be built into project design from the outset. Lenders and investors will test the quality of the resource and feasibility work; the security and duration of mineral rights and permits; access to power, water, transport and processing; credible offtake and revenue assumptions; and whether construction, price, foreign-exchange, political, community and regulatory risks are allocated to parties able to manage them. They will also assess the proposed capital structure, security package, insurance and the project's capacity to service debt under downside scenarios.

Nigeria's response to the early-stage funding gap includes the Solid Minerals Development Fund's partnership with Africa Finance Corporation, intended to combine development funding with technical support to move projects towards bankability. Public support is most effective when it addresses risks the market cannot yet price efficiently (such as geological data, early-stage studies and enabling infrastructure), rather than substituting indefinitely for private capital.

Regional cooperation, including proposals discussed around CIEAD, could improve project economics through mineral corridors, shared processing facilities and coordinated infrastructure. But shared infrastructure can also create dependencies that lenders must be able to price and manage. A project reliant on a third-party railway, power source, processor, port or cross-border regime is only as bankable as its access rights and the remedies available if that link fails.

Legal bankability analysis must therefore sit alongside technical and financial feasibility. Key questions include whether access and capacity rights are binding and durable; whether construction, commissioning and service standards are enforceable; what happens if infrastructure is delayed, interrupted or unavailable; who bears additional costs arising from border or regulatory disruption; and whether step-in rights, alternative routes, processors or markets are available. These issues should be reflected in the project contracts, financing documents and downside model, not left to be resolved after financial close.



*Governments can improve bankability by supplying reliable geological data, coordinating permits, enabling shared infrastructure and applying clear, predictable rules. The objective should be to reduce avoidable risk and crowd in private capital, not to transfer commercial risks wholesale to the public sector.*



## 4. Investor Protection

Mining investments are long-term and exposed to changes in law, regulation, markets and operating conditions. Effective protection starts with understanding the rights available to the investor and the limits of those rights, while recognising the State's authority to regulate in accordance with applicable law.

A practical protection strategy has three connected elements:

### Due Diligence and Continuing Compliance

First, verify the asset and the obligations that attach to it. Due diligence should confirm title validity, boundaries, priority and duration; identify competing claims and renewal conditions; and map work-programme, payment, reporting, environmental, closure and community obligations, including the grounds on which rights may be suspended, revoked or otherwise impaired.

Compliance is not a post-entry administrative task. Investors should maintain a project-level system for tracking statutory and licence obligations, deadlines, approvals and undertakings. A failure can jeopardise mineral rights, trigger financing or contractual consequences and weaken the investor's position in any later dispute.

### Project Contracts and Risk Allocation

Second, contracts should allocate key risks expressly and consistently across the project documents. This includes construction and completion, infrastructure access, offtake, price and currency exposure, change in law, force majeure, termination, compensation, security enforcement and step-in rights. The provisions should work together across the concession or licence arrangements, joint venture, offtake, infrastructure and financing documents, rather than leave gaps or conflicting remedies.

### Investment Treaties and Investment Structure

Third, foreign investors should assess whether an investment treaty applies before choosing the investment structure. Depending on its terms, a treaty may provide protections relating to expropriation, treatment standards, discrimination, transfers and investor–State arbitration. Coverage should be verified against the treaty text, the investor's nationality, the investment's ownership and the applicable temporal requirements; it should not be assumed from the presence of a foreign holding company.

Treaty planning is an entry-stage exercise, not a remedy to be improvised once a dispute is foreseeable. A late restructuring may fail to secure protection and may be challenged as abusive. In any event, treaty protection does not exempt an investor from generally applicable law or from the obligations governing its project.

Before committing capital, investors should conduct a protection audit covering domestic law, mineral rights, compliance, project contracts, ownership structure,

applicable treaties and dispute-resolution options.

For governments, predictable rules and transparent, efficient administration are themselves forms of risk reduction. They strengthen investor confidence and reduce avoidable disputes without limiting the State's legitimate regulatory authority.

## 5. Dispute Risk – Design for the Dispute in Advance

Mining projects combine government regulation, long-duration capital, geology, volatile commodity prices, financing costs, infrastructure dependencies, operational performance, contractual arrangements, community interests and environmental impacts. Disputes are therefore a foreseeable project risk and should be managed like geological, construction or financing risk. When difficulties arise, their causes may lie in one or several factors including regulatory and value addition requirements, shared infrastructure or regulation across several jurisdictions, community disruption and ESG issues.

A single government measure can potentially generate regulatory proceedings, contractual claims, domestic litigation and treaty claims. Poorly coordinated dispute clauses can produce parallel proceedings over substantially the same controversy.

Major projects should therefore undertake a dispute-architecture review before execution. Dispute clauses across mineral services agreements, infrastructure arrangements, financing documents, offtake agreements and government support arrangements should work together rather than against one another.

Multi-tiered mechanisms: senior-level negotiation, structured mediation or other amicable processes followed where necessary by arbitration, can create opportunities to solve problems before positions harden. Investors and governments should also maintain disciplined contemporaneous records of regulatory engagements, licence compliance, assurances, project economics and the reasons for government decisions. That discipline can prevent disputes and materially improve either side's position if a dispute becomes unavoidable.

## 6. CIEAD: What Should Investors, Financiers and Government Do Now?

For the moment, CIEAD's immediate importance is principally as a policy signal. Its signing indicates high-level political interest in a more coordinated African minerals strategy and in moving beyond extraction toward processing, infrastructure and integrated value chains.

What it does not yet provide to the market, at least publicly, is a text against which investors can identify precise legal commitments, implementation mechanisms or enforceable rights. Those questions should remain open until the instrument is published and, where necessary, translated into domestic legislation, regulations,

bilateral arrangements or project agreements.

## 7. Key Takeaways

**INVESTORS:** Re-test proposed projects against the emerging value-addition environment. Confirm title and all applicable project conditions; map processing, power and logistics requirements; model a range of regulatory and commercial scenarios; examine community and ASM exposure; establish the appropriate investment structure; maintain robust compliance systems; and negotiate risk allocation before capital is committed.

**FINANCIERS:** Look beyond the mine. Where repayment depends on processing plants, power, corridors, offtakers or cross-border infrastructure, treat each component as part of the bankability analysis and build appropriate contingencies into the financing package.

**GOVERNMENT:** Clear regulation, efficient administration, reliable geological information, coordinated permitting, infrastructure development, credible dispute-prevention mechanisms and, speedier dispute resolution in courts can reduce uncertainty and support sustainable investment.

The next generation of Nigerian mining projects is likely to be shaped increasingly by the economics of the wider minerals value chain. The winners will be those who structure the project around that reality.

**Note on CIEAD:** *This article reflects publicly available statements and reported themes arising from the September 2026 AMSG High-Level Roundtable. As at the date of writing, the full text of CIEAD has not been publicly released. References to its possible implications are therefore framed as potential developments rather than statements of verified legal obligations.*

**General disclaimer:** *This publication is general market commentary only. It does not address the facts or legal position of any particular investment, mineral title, investor, government measure or dispute, and should not be understood as expressing a view on the interpretation or application of Nigerian law, any contract or any investment treaty to particular circumstances. Specific legal advice should be obtained for individual projects and transactions.*

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