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DISPUTE RESOLUTION PRACTICE

NEWSLETTER

2ND QUARTER 2026

INTRODUCTION

The second quarter of 2026 has produced a rich body of judicial, legislative, and regulatory developments that together illuminate the evolving nature of legal practice and dispute resolution in Nigeria and beyond. This edition of our Dispute's Newsletter examines these developments, offering practitioners and stakeholders a considered analysis of the decisions, reforms, and emerging trends that are shaping the legal landscape.

On the domestic front, the Supreme Court and the Court of Appeal delivered a series of decisions addressing foundational questions in corporate law, tort, land law, limitation of actions, and the jurisdictional boundaries of courts and specialised tribunals. Among the notable holdings, the Supreme Court considered the residual powers of directors under receivership, the duty of care owed by universities to their students, and the continued refinement of jurisdictional principles governing the Federal High Court and specialised tribunals. These decisions reinforce the courts' commitment to doctrinal clarity and procedural rigour.

The quarter also saw significant regulatory activity at the state level, most notably the publication of the Lagos State Cybersecurity Guidelines 2026, which sets out recommended cybersecurity practices for enterprises and government agencies within Africa's largest digital economy.

Internationally, two decisions of the Supreme Court of Canada and one from the High Court of England and Wales merit particular attention. In Canada, the Court addressed the constitutional boundaries of parliamentary privilege and recognised a novel tort of intimate partner violence, marking a significant evolution in both constitutional and tort jurisprudence. In England and Wales, the High Court examined the professional consequences of reliance on artificial intelligence in legal research, reaffirming that the lawyer's duty of accuracy and candour to the court cannot be delegated to technology.

In this edition, we provide a concise but analytical review of these developments, focusing not only on the decisions themselves but also on their broader doctrinal significance and practical implications for legal practitioners, businesses, regulators, and other stakeholders. We trust that this publication will serve as a useful resource for navigating the evolving legal and regulatory landscape.

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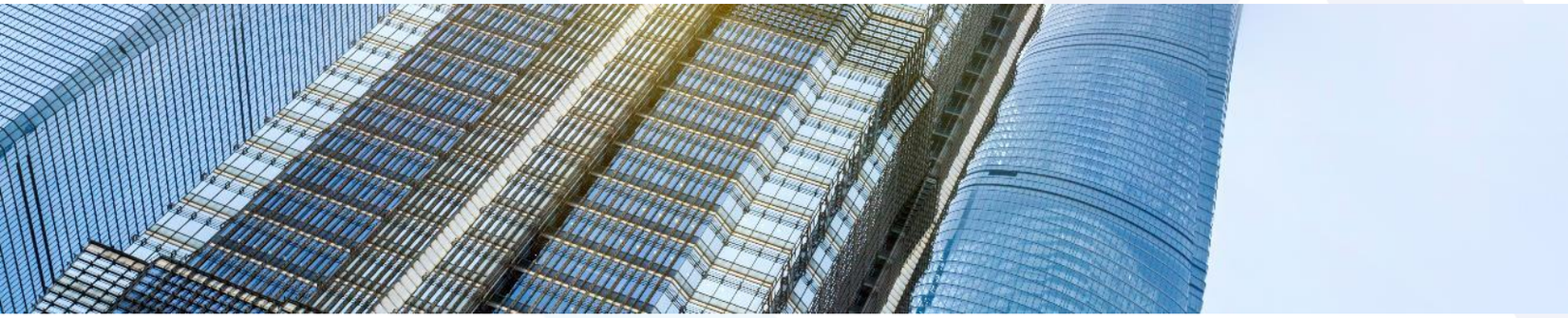

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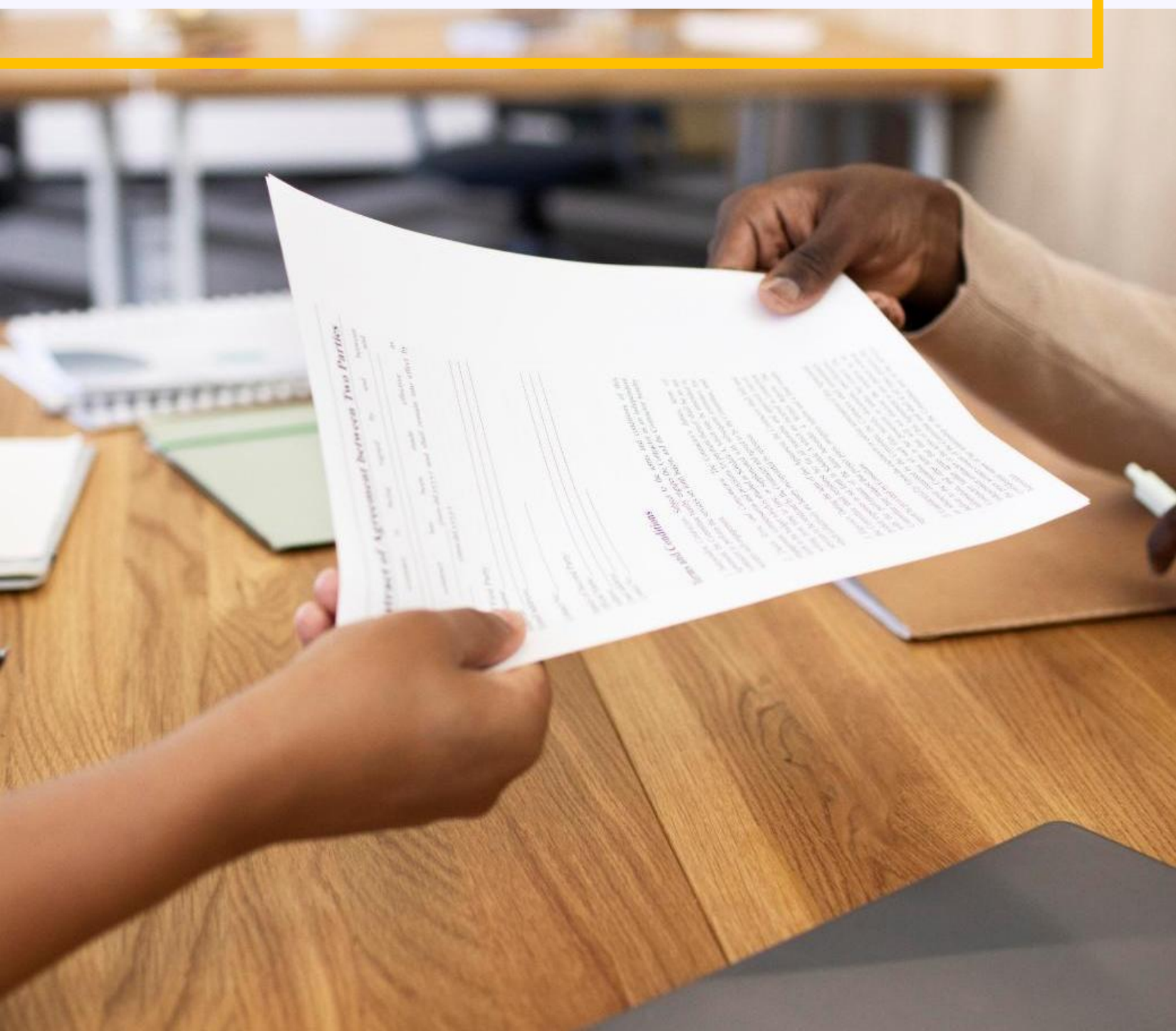


NIGERIA CASES

The appointment of a Receiver/Manager does not displace the corporate personality of a company and does not divest a company's directors of their residual power to institute proceedings challenging the receivership or the underlying debenture – **Neconde Energy Limited v. FBNQuest Merchant Bank Limited & 4 Ors. [2026] LPELR-83567(SC) at 58-61, paras C-A**

Facts of the Case

The 1st and 2nd Respondents (acting as facility and global security agents for a consortium of lending banks) instituted an action by way of Originating Summons at the Federal High Court, Lagos Division, against the Appellant and the 3rd -5th Respondents. The suit sought the construction of the Common Terms Agreement dated 08.12.2022 (the "Global Club Deal") and a Deed of Charge, following an alleged default on facilities totalling US$1,012,608,386.91 and NGN 430,014,064,380.77. The Originating Summons raised eight distinct questions, seeking declarations as to whether the events of default had occurred, whether the 2nd Respondent was entitled to enforce the security and exercise absolute ownership over the charged assets, whether the appointment of a Receiver/Manager and his exercise of powers over OML 42 JV were valid, whether the 2nd Respondent could take over the Appellant's 45% interest in OML 42, whether the personal guarantees given by the 4th and 5th Respondents were enforceable, and whether the lenders were entitled to perpetual injunctive relief and remittance of all proceeds of sale.

Prior to the substantive suit, the 2nd Respondent appointed Mr. Abubakar Sulu-Gambari, SAN, as Receiver/Manager out of court by a Deed of Appointment dated 21.08.2025, which was duly registered with the Corporate Affairs Commission. In the course of the proceedings before the Federal High Court, an ex parte mareva injunction was initially granted restraining the Appellant and 3rd-5th Respondents from dealing with the charged assets. Following a reassignment of the case to Hon. Justice D. E. Osiagor, the trial judge held that the ex parte order had lapsed after 14 days in the absence of a subsisting order on notice. The 1st and 2nd Respondents appealed that decision to the Court of Appeal, and during the pendency of the appeals, a dispute arose regarding the proper legal representation of the Appellant. The board of directors of the Appellant instructed a legal team led by Chief Wole Olanipekun, SAN, to defend the company and challenge the validity of the receivership. Conversely, the Receiver/Manager purported to appoint separate counsel (Ame Ogie, Esq.) to represent the company.

The Receiver's counsel filed an application to disqualify Chief Wole Olanipekun, SAN, and his team, arguing that because the Appellant was under receivership, the board of directors was entirely divested of its authority, leaving the Receiver/Manager with the exclusive power to appoint counsel. The Court of Appeal in its ruling, upheld this application and disqualified the Appellant's chosen counsel. Aggrieved, the Appellant appealed to the Supreme Court.

Two separate preliminary objections were raised. The 1st and 2nd Respondents argued that the appeal was interlocutory and incompetent for want of prior leave under Section 21(2) of the Supreme Court Act. Separately, the counsel appointed by the Receiver/Manager contended that the grounds of appeal were grounds of mixed law and fact, requiring mandatory leave under Section 233(3) of the Constitution.

Issues for Determination

The principal issues considered by the Supreme Court were: (x) whether the lower court's ruling on legal representation constituted a final or interlocutory decision for the purposes of determining the requirement of leave to appeal; (y) whether the grounds of appeal were grounds of law simpliciter or mixed law and fact; and substantively (z) whether, having regard to the nature of the claims before the trial court, the Court of Appeal was right in holding that only the Receiver/Manager possesses the legal authority to appoint counsel to represent the Appellant, to the exclusion of the Appellant acting through its board of directors.

Decision of the Court

On the preliminary objections, the Supreme Court, in a unanimous judgment, dismissed both objections. As to the first objection, the Court applied the "nature of the order" test from *Bozson v. Altrincham UDC* [1903] 1 KB 547 (as endorsed in *Ebokam v. Ekwenibe & Sons Trading Co. Ltd* (1999) LPELR-993 (SC)) and held that although the ruling arose from an interlocutory application, it conclusively determined the distinct, collateral question of legal representation, leaving nothing further for adjudication on that issue. The court below had become *functus officio* on the point, and the decision was therefore final, not interlocutory within the meaning of Section 21(2) of the Supreme Court Act. As to the second objection, the Court individually examined each of the 8 grounds of appeal and concluded that all raised pure questions of law, encompassing constitutional interpretation, statutory construction, jurisdictional complaints, and fair hearing challenges and were therefore grounds of law simpliciter. Consequently, no leave was required under Section 233(3) of the Constitution, and the appeal was competent as of right.

On the substantive issue, the Court exercised judicial restraint, expressly confining its analysis to the narrow question of legal representation so as not to prejudge issues still pending before the lower courts. The Supreme Court allowed the appeal and set aside the disqualification of the Appellant's counsel. In reaching its decision, the Court first set out the doctrinal framework governing charges and receivership, explaining the distinction between fixed and floating charges and the legal effect of the appointment of a Receiver/Manager. Relying on *Intercontractors (Nig.) Ltd v. N.P.F.M.B.* (1988) 2 NWLR (Pt. 76) 280 and *Nigerian Bank for Commerce & Industry v. Alfijir (Mining) Nig. Ltd* (1999) 14 NWLR (Pt. 638) 126, the Court emphasised that the appointment of a Receiver/Manager does not dissolve the company, extinguish its juristic personality, or annihilate its corporate existence. While a receivership ordinarily displaces the directors' control over the *charged assets*, this restriction is not absolute. The apex Court held that the board of directors retains residual powers to protect the corporate entity in matters falling outside day-to-day asset management, specifically where the validity, propriety, or very foundation of the receivership itself is being challenged.

Secondly, the Court observed that the Receiver was appointed by the 1st and 2nd Respondents, who are the Appellant's direct adversaries in the litigation. To allow a receiver to control the legal representation of a defendant company in a suit challenging his own *vires* would create an absurd conflict of interest and undermine the adversarial system, effectively letting a plaintiff dictate its opponent's defence. The Court concluded that because the Originating Summons questioned whether the conditions precedent for enforcing the security had arisen, the action went to the foundation of the receivership and fell outside the exclusive authority of the Receiver/Manager under Section 556(1) and (3) and the Eleventh Schedule to the CAMA 2020. Therefore, the Appellant's board of directors retained the residual capacity to instruct counsel of their choice to challenge it.

Brief Comment

This decision is a significant contribution to Nigerian insolvency and secured transactions jurisprudence. It clarifies that the appointment of a receiver/manager does not completely extinguish the powers of a company's board of directors. While a receiver assumes control over the company's charged assets and business, the board retains a residual authority to take steps necessary to protect the company's legal existence and challenge the validity of the receivership or the underlying security where appropriate.

The decision also reinforces the constitutional guarantee of fair hearing. To hold otherwise would permit a receiver, appointed by a secured creditor, to determine the legal representation of the very company challenging the receivership, thereby creating an obvious conflict of interest and undermining the integrity of the adversarial process. The judgment therefore strikes an important balance between protecting the enforcement rights of secured creditors and preserving a company's ability to contest the legality of the enforcement process through counsel of its own choice.

NIGERIA CASES

Section 18(2) of the Companies and Allied Matters Act, 2020 (as amended), which permits a single person to form and incorporate a private company, applies to all private companies whether incorporated before or after the commencement of CAMA 2020 — **Corporate Affairs Commission v. Primetech Design and Engineering Nigeria Limited & Anor (CA/ABJ/CV/1226/2024).**

Facts of the Case

The 1st Respondent, Primetech Design and Engineering Nigeria Limited, was incorporated under the Companies and Allied Matters Act, 1990 ("**CAMA 1990**") as a private company with two shareholders — the 2nd Respondent, Julius Berger Nigeria Plc, and one Martin Brack. By a share transfer instrument dated 25.04.2022, Martin Brack transferred all of his shares in the 1st Respondent to the 2nd Respondent, thereby making the 2nd Respondent the sole shareholder of the 1st Respondent. The share transfer was approved by the 1st Respondent's Board of Directors.

Following the transfer, the 1st Respondent notified the Appellant, the Corporate Affairs Commission ("CAC"), and requested that it update the Companies Registration Portal ("CRP") to reflect the 2nd Respondent as the sole shareholder. The CAC refused to approve and accept for filing the share transfer instruments, contending that section 18(2) of CAMA 2020 ("CAMA 2020"), which permits a single person to form and incorporate a private company, applies only to private companies incorporated on or after the commencement date of CAMA 2020 (7.08.2020) and does not extend to companies incorporated under the repealed CAMA 1990. The CAC further relied on section 571(c) of CAMA 2020, which provides for winding up where the number of members is reduced below two, in support of its position.

The Respondents instituted an Originating Summons at the Federal High Court, Abuja Division (Suit No. FHC/ABJ/CS/665/2023), seeking declarations that section 18(2) of CAMA 2020 applies to all private companies regardless of their date of incorporation, that the CAC's refusal was ultra vires and unlawful, and consequential orders directing the CAC to accept the share transfer instruments and update its records. In its judgment delivered on 30.07.2024, the Federal High Court (Hon. Justice Obiora Atuegwu Egwuatu) resolved all three questions in favour of the Respondents and granted all five reliefs sought. Aggrieved, the CAC appealed to the Court of Appeal.

Issues for Determination

The focus of this review is whether section 18(2) of CAMA 2020, which permits a single person to form and incorporate a private company applies to all private companies, including those incorporated before the commencement of CAMA 2020, or is restricted to companies incorporated on or after 7.08.2020.

Decision of the Court

The Court of Appeal, in a unanimous decision delivered on 10.06.2026, dismissed the appeal and affirmed the judgment of the Federal High Court in its entirety.

The Court upheld the trial court's reasoning that section 18(2) of CAMA 2020 is plain, clear and unambiguous in its terms, permitting one person to form and incorporate a private company. The Court endorsed the trial court's purposive analysis, noting that the innovation introduced by section 18(2) of CAMA 2020, permitting single-shareholder private companies would be rendered nugatory if confined solely to companies incorporated after 7.08.2020, while private companies incorporated under the repealed CAMA 1990 remained perpetually subject to the minimum two-shareholder requirement of a statute that had ceased to exist.

Brief Comment

This decision of the Court of Appeal provides much-needed appellate clarity on a question of significant practical importance to corporate practice in Nigeria. Since the enactment of CAMA 2020, the CAC's restrictive interpretation of section 18(2) had created considerable uncertainty for private companies incorporated before 7th August 2020 that wished to restructure their shareholding to take advantage of the single-shareholder innovation. The CAC's position effectively perpetuated the repealed minimum two-shareholder requirement of CAMA 1990, creating a two-tier regime that disadvantaged pre-existing private companies, an outcome plainly inconsistent with the comprehensive repeal effected by section 869(1) of CAMA 2020.

By affirming the Federal High Court's purposive and holistic construction of CAMA 2020, the Court has established a uniform rule: section 18(2) of CAMA 2020 applies to all private companies, regardless of when they were incorporated. This aligns Nigeria with widely accepted international corporate practice, where single-shareholder private companies are a standard vehicle for commercial activity.

For practitioners advising on group restructurings, intra-group share transfers, and joint venture exits, the decision removes a significant regulatory impediment. Private companies incorporated under CAMA 1990 may now confidently restructure their shareholding to a single-member company, where commercially desirable, provided the applicable provisions of CAMA 2020 governing share transfers and corporate filings are duly complied with.

NIGERIA CASES

Universities owe their students a duty of care in the conduct of their academic affairs, and university autonomy does not preclude judicial intervention where academic decisions are tainted by negligence, bias, or other misconduct – **Victor v. F.U.T.A. [2026] 8 NWLR (Pt. 2044) 33.**

Facts of the Case

The appellant, Mr. Adebayo A. Victor, instituted an action against the respondents, namely the Federal University of Technology, Akure (FUTA) and its Registrar, before the Federal High Court. He sought an order directing the respondents to re-mark certain courses he had offered during his degree programme in Mechanical Engineering in the Faculty of Engineering of the 1st respondent University, through independent assessors, and thereafter issue him his correct transcripts and certificate.

The appellant contended that the respondents had awarded him a lower Cumulative Grade Point Average (CGPA) than his actual scores warranted, and had consequently and erroneously classified his degree as a Second Class (Lower Division) rather than a Second Class (Upper Division). He applied for the remarking of ten courses, namely MEE 202, MEE 301, MEE 302, MEE 305, MEE 307, MEE 308, MEE 309, MEE 311, MEE 312, and MEE 352, contending that a proper assessment of his scripts would have resulted in the award of a Second Class Upper Division.

The appellant also claimed compensation for the losses he allegedly suffered as a consequence of the incorrect classification, including the loss of the Nigeria Agip Exploration 2010/2011 International Postgraduate Scholarship Award for a fully funded Master's programme in the United Kingdom, emotional distress, financial hardship, and several years of uncertainty. Notably, throughout the proceedings from the Federal High Court to the Supreme Court, the appellant conducted his case in person without legal representation.

The Federal High Court granted the appellant's claims in part, specifically granting prayers 5 and 7 of the reliefs sought. The court directed the respondents to re-mark the appellant's scripts in the affected courses through external examiners and to issue him a final result and transcripts reflecting the remarked results. The court further awarded the sum of ₦500,000.00 as general damages.

Dissatisfied with the judgment, the respondents appealed to the Court of Appeal, while the appellant cross-appealed on the quantum of damages, contending that the award was inadequate. The Court of Appeal dismissed the respondents' appeal in its entirety and allowed the cross-appeal in part, awarding the appellant ₦200,000.00 for success on the cross-appeal and ₦50,000.00 as costs.

Issues for Determination

The principal issue before the Supreme Court was whether, in the circumstances of the case, the award of ₦500,000.00 as general damages was manifestly inadequate and whether the appellant was entitled to enhanced compensation in accordance with the principle of restitutio in integrum. In resolving that issue, the Court also considered the nature and scope of the duty of care owed by universities to their students and the circumstances in which academic decisions may attract judicial intervention.

Decision of the Court

The Supreme Court allowed the cross-appeal in part. The Court held that universities owe their students a duty of care in the conduct of their academic affairs. The Court explained that this duty encompasses both legal and ethical responsibilities to ensure that students are treated fairly, objectively, and in accordance with transparent and credible academic procedures. While recognising that matters of academic judgment ordinarily fall within the autonomy of universities, the Court held that such autonomy does not confer impunity. Consequently, where academic decisions are tainted by negligence, bias, procedural unfairness, or other misconduct resulting in foreseeable harm to a student, the courts are entitled to intervene.

Applying these principles, the Court found that the respondents had breached the duty of care owed to the appellant, thereby causing him prolonged emotional distress, financial hardship, and the loss of educational and professional opportunities. The Court held that the award of ₦500,000.00 made by the trial court was wholly inadequate and merely perfunctory in the circumstances. Reaffirming that general damages must constitute fair and reasonable compensation for the injury suffered and should give practical effect to the principle of restitutio in integrum, the Court increased the award of damages to ₦18,000,000.00. It also awarded the appellant ₦2,000,000.00 as costs of the litigation, subject to a deduction of any sums previously paid pursuant to the judgments of the lower courts.

Brief Comment

This decision is a significant addition to Nigerian jurisprudence on the legal obligations owed by educational institutions to their students. By recognising that universities owe a duty of care in the conduct of academic affairs, the Supreme Court affirms that institutional autonomy is not a shield against judicial scrutiny where academic decisions are tainted by negligence, procedural unfairness, bias, or other misconduct. While courts will remain reluctant to interfere with matters of genuine academic judgment, they will intervene where the integrity of the decision-making process itself is called into question.

The judgment is equally important for its treatment of damages. The Supreme Court made it clear that compensation for breaches of this nature should not be merely nominal or perfunctory. By substantially increasing the damages awarded, the Court reaffirmed that the principle of restitutio in integrum requires compensation that meaningfully reflects the loss, hardship, and foreseeable consequences occasioned by the wrongful conduct.

More broadly, the decision reinforces institutional accountability within Nigeria's tertiary education sector. It serves as a reminder that universities, although vested with academic discretion, remain subject to the ordinary principles of tort law and may be held liable where the exercise of that discretion falls below the standard of care required by law.

NIGERIA CASES

For long possession to qualify as evidence of ownership of disputed land, the party relying on such possession must establish a root of title from which the possessory acts derive – **Ajoku & Anor v. Dike & Anor [2026] LPELR-83859(CA).**

Facts of the Case

The appeal arose from a dispute over title to a parcel of land situate at Rumuosita Village in Obio/Akpor Local Government Area of Rivers State (the **"Npokocha land**"). Both parties sought declarations of title to the disputed land before the trial court. The Appellants, who were Claimants at the trial Court, sought damages for trespass while the Respondents, as Defendants, sought an order of perpetual injunction restraining the Appellants from interfering and obstructing the Respondents from the use and possession of the Npokocha land.

The trial Court found that the traditional history relied on by the parties was inconclusive. Furthermore, the trial Court held that the reliance on long possession by the parties was unsubstantiated as they did not back this claim with alternative root of title from which possessory acts flow. Accordingly, it dismissed both parties' claims for declaration of title to the land.

The trial Court however found that the evidence presented by the Respondents sufficiently established their possession of the disputed land. Accordingly, judgment was entered in their favour, and the trial Court granted the injunctive reliefs sought in respect of the trespass complained of. Dissatisfied with the decision of the trial Court, the Appellants appealed to the Court of Appeal.

Issues for Determination

Whether the trial court was right in dismissing the Appellants' claim for declaration of title on the ground that they failed to establish their title to the disputed land.

Decision of the Court

The Court of Appeal held that the trial Court was right in dismissing the Appellant's Claim given that the evidence on traditional history which the Appellant adduced was inconclusive. The Court restated the principle of law that in proving title to land through traditional history, it is not sufficient for a party to merely state that the land was founded by an ancestor, it is mandatory to state how the land was so founded, which was not done by the Appellants in this case.

The Court further held that the trial court was right in declining to place reliance on the parties' evidence of long possession, having found that neither party had established a root of title from which such possessory acts could derive. The Court reiterated the hornbook law that for long possession to qualify as ownership, the party seeking to rely on such long possession must succeed in establishing his root of title to the land. Thus, such acts of long possession must flow from a party's root of title in order to qualify as ownership and cannot by themselves establish ownership of the land.

The Court reaffirmed that mere occupation or long-term use of land does not create ownership rights where the occupier lacks a valid title. Acts of possession undertaken without legal entitlement remain acts of trespass and cannot, without more, be relied upon to establish a superior claim to the land.

Brief Comment

This decision reinforces a fundamental principle of Nigerian land law that long possession is evidential of title but is not itself a source of title. The Court of Appeal reaffirmed that acts of possession derive their legal significance from the root of title from which they flow. Accordingly, where a party fails to establish that root of title, evidence of long possession loses its probative value as proof of ownership and cannot sustain a declaration of title.

The judgment also underscores that long possession cannot defeat or displace a superior claim of ownership. Acts of occupation or ownership undertaken without lawful title do not mature into ownership merely by the passage of time; once the pleaded title fails, such acts are stripped of their evidential value and may amount to acts of trespass against the true owner.

For practitioners, the decision serves as an important reminder that evidence of long possession should be pleaded and presented as corroborative of a recognised root of title, rather than as a substitute for it, especially where there exists an adverse claim to the land.

NIGERIA CASES

Acknowledging receipt of a demand letter is not an acknowledgment of debt: negotiations do not stop the limitation clock –

Anchor-Maric (Nig.) Ltd v. Gov. of Bayelsa State & Ors [2026] LPELR-83887(CA).

Facts of the Case

The Appellant, a construction company, was awarded a contract by the Bayelsa State Tenders Board in December 2007. It executed the project and was issued certificates of project execution in 2008 and 2009, including a Final Payment Certificate dated 06.03.2009. Notwithstanding this, the outstanding sum of ₦104,355,421.86, comprising unpaid balances and unreleased retention sums, remained unpaid.

On 08.03.2013, the Appellant wrote a demand letter to the Respondents seeking payment of the outstanding sums. By a letter dated 1.07.2013, the Office of the Chief of Staff to the Governor acknowledged receipt of the demand and informed the Appellant that the matter was "receiving attention" and that the Government would revert in due course.

On 14.08.2014, the Appellant commenced an action before the High Court of Bayelsa State claiming, amongst other reliefs, the sum of ₦104,355,421.86 being outstanding payments and unreleased retention, together with interest. The Respondents challenged the jurisdiction of the Court on the ground that the action was statute-barred under section 16 of the Limitation Law of Bayelsa State, having been commenced more than five years after the cause of action accrued.

The Appellant contended that the Respondents' letter of 1.07.2013 constituted an acknowledgment of debt within the meaning of sections 28 and 29 of the Limitation Law and consequently revived the cause of action and recommenced the limitation period. The trial Court rejected this contention, upheld the preliminary objection, and dismissed the suit for want of jurisdiction. Dissatisfied, the Appellant appealed to the Court of Appeal.

Issues for Determination

One of the central issues before the Court of Appeal was whether the suit was statute-barred and whether the trial Court was right to dismiss the action for want of jurisdiction, particularly having regard to the Appellant's contention that the Respondents' letter dated 01.07.2013 amounted to an acknowledgment of debt capable of reviving the cause of action.

Decision of the Court

The Court of Appeal dismissed the appeal and affirmed the decision of the trial Court. The Court held that the Appellant's claim was founded on contract and was therefore subject to the five-year limitation period prescribed by section 16 of the Limitation Law of Bayelsa State. The Court held that the cause of action accrued upon the issuance of the Final Payment Certificate on 6.03.2009, at which point the outstanding sum became due. Consequently, by the time the action was commenced on 14.08.2014, the limitation period had already expired.

The Court further held that although sections 28 and 29 of the Limitation Law recognise that an acknowledgment of debt may create a fresh cause of action and restart the limitation period, such acknowledgment must be in writing and must contain a clear, unconditional, unambiguous, and unequivocal admission of liability.

Applying these principles, the Court found that the Respondents' letter of 1.07.2013 merely acknowledged receipt of the Appellant's demand letter and stated that the matter was receiving attention. The letter made no reference to any debt and neither admitted liability nor recognised the existence of any indebtedness. The Court observed that a statement that a matter is "receiving attention" conveys neither a positive nor a negative assertion regarding liability. Accordingly, the letter did not constitute an acknowledgment of debt capable of reviving the claim or restarting the limitation period.

The Court further observed that negotiations between parties do not suspend or stop the running of time for limitation purposes. The only exception recognised in the authorities is where there has been an admission of liability during negotiations and all that remains is the fulfilment of the agreement. Where negotiations do not result in a settlement or an admission of liability, the period spent negotiating cannot be excluded in calculating limitation periods.

Brief Comment

This decision reinforces the commercial policy underpinning limitation statutes that legal rights must be asserted within the time prescribed by law and should not remain indefinitely contingent upon ongoing negotiations. By drawing a clear distinction between an acknowledgment of liability and mere engagement in settlement discussions, the Court discourages reliance on informal correspondence as a substitute for timely legal action.

The judgment also reflects a judicial preference for certainty in commercial transactions. Parties seeking to preserve a cause of action cannot safely assume that routine exchanges, assurances that a matter is "receiving attention," or other conciliatory communications will interrupt the running of time. Unless there is a clear and unequivocal admission of liability, the limitation period continues to run unabated.

From a practical perspective, the decision serves as an important reminder that negotiations and litigation are not mutually exclusive. Commercial parties should ensure that settlement discussions are conducted with due regard to applicable limitation periods and, where necessary, commence protective proceedings to avoid otherwise meritorious claims being defeated on purely procedural grounds.

NIGERIA CASES

A company's incorporation may be established not only by its certificate of incorporation but also by a duly certified Corporate Affairs Commission (CAC) company search report - **Sodeinde v. World Mission Agency Inc. [2026] 4 NWLR (Pt. 2033) 1.**

Facts of the Case

The Appellants commenced an action against the Respondent at the High Court of Ogun State, seeking declaratory and injunctive reliefs in respect of a parcel of land situated within the Gbalefa Peninsula in Ado-Odo/Ota Local Government Area of Ogun State. In response, the Respondent, without filing a statement of defence, filed a Notice of Preliminary Objection challenging the competence of the suit on the ground that the Respondent lacked juristic personality and was therefore incapable of being sued. The Appellants opposed the objection by filing a further counter-affidavit and exhibited a Corporate Affairs Commission (CAC) search report purporting to establish the Respondent's registration status. However, although the search report was stamped as a Certified True Copy, there was no evidence that the prescribed certification fees were paid.

In its ruling, the trial Court held that, by virtue of the applicable Rules of Court, demurrer proceedings were no longer permissible and that the Respondent ought to have filed a statement of defence before raising the objection on juristic personality. The trial Court consequently dismissed the Preliminary Objection. Dissatisfied with the decision, the Respondent appealed to the Court of Appeal.

The Court of Appeal held that there was no evidence that the exhibits relied upon by the Appellants, including the CAC search report, were properly certified in accordance with section 104 of the Evidence Act 2011. It further held that the trial Court was wrong to rely on those documents in dismissing the Preliminary Objection. Consequently, the Court of Appeal allowed the appeal, set aside the ruling of the trial Court, and struck out the suit for failure to establish the Respondent's juristic personality. Dissatisfied with the judgment of the Court of Appeal, the Appellants further appealed to the Supreme Court.

Issues for Determination

The sole issue for determination before the Supreme Court was whether the Court of Appeal erred in striking out the plaintiff's suit in the absence of any evidence of the defendant's juristic status having regard to the fact that the trial Court entertained the defendant's preliminary objection challenging its suability, raised in limine, without the filing of a statement of defence.

Decision of the Court

The Supreme Court held that the issue of a party's juristic personality is a fundamental jurisdictional question that may be raised at any stage of proceedings, including by way of a preliminary objection before the filing of pleadings. The Court rejected the trial Court's conclusion that the respondent was required to file a statement of defence before challenging its juristic status and affirmed the settled principle that objections touching on jurisdiction are not constrained by procedural rules abolishing demurrer proceedings. Accordingly, the Court held that the trial Court was wrong to dismiss the preliminary objection on the ground that no statement of defence had been filed.

On the substantive issue, the Court reiterated that only a natural or artificial person recognised by law can sue or be sued. Where the legal personality of a company is challenged, the burden rests on the party asserting incorporation to establish that status. The Court reaffirmed its earlier decisions that a certificate of incorporation is the primary evidence of incorporation of a Company. The Court agreed with the Court of Appeal that the documents relied upon by the appellants to establish the respondent's juristic personality, particularly Exhibits J01–J04, were public documents that were not properly certified in accordance with sections 104 and 105 of the Evidence Act. As such, the documents lacked evidential value and could not be relied upon to prove the respondent's incorporation or legal existence. Finding no basis to interfere with the Court of Appeal's decision, the Supreme Court affirmed the judgment striking out the suit for failure to establish the defendant's juristic existence and consequently dismissed the appeal.

In his concurring judgment, Agim, JSC further clarified that, in addition to a certificate of incorporation, an original or properly certified company search report issued by the Corporate Affairs Commission (CAC), containing the company's registration details and bearing the CAC's verification stamp, constitutes prima facie evidence of a company's incorporation or registration. His Lordship reasoned that it would be absurd to disregard such a document merely because the certificate of incorporation was not produced. However, he noted that in the instant case, the company search report (Exhibit J04) was not properly certified in line with sections 104 and 105 of the Evidence Act 2011, as there was no evidence of payment of the prescribed certification fees. Consequently, while a duly certified CAC search report is an acceptable means of proving incorporation, Exhibit J04 could not be relied upon for that purpose because it did not satisfy the statutory requirements for certification.

Brief Comment

This decision is significant for clarifying the evidential means by which a company's incorporation may be established. While the certificate of incorporation remains the primary evidence of incorporation under CAMA, the Supreme Court has clarified that a duly certified Corporate Affairs Commission (CAC) company search report may equally constitute prima facie evidence of a company's incorporation. The decision reflects a pragmatic approach to corporate proof by recognising the evidential value of official records maintained by the CAC and provides litigants with greater flexibility in establishing a company's legal existence where the certificate of incorporation is not readily available.

Equally important is the Court's emphasis that this flexibility does not dilute the strict evidential requirements governing public documents. A CAC search report will only possess evidential value where it is properly certified in accordance with sections 104 and 105 of the Evidence Act. The decision therefore underscores that while the range of admissible evidence has expanded, strict compliance with statutory certification requirements remains indispensable to proving corporate status before the courts.

NIGERIA CASES

Where the legislature confers exclusive jurisdiction over a particular subject matter on a specialised tribunal, disputes falling within that statutory remit must be commenced before that tribunal to the exclusion of regular courts - **U.B.N. Plc v. S.E.C. [2026] 8 NWLR (Pt. 2045) 277 at 303, paras. C-E; 309, paras. B-C.**

Facts of the Case

The respondent, Securities and Exchange Commission (SEC), commenced proceedings before the Investments and Securities Tribunal (IST) against the appellant and several other parties, alleging violations of the Investments and Securities Act 2007 and the SEC Rules. The SEC contended that the appellant, Union Bank of Nigeria Plc, a public company and licensed bank, procured foreign loans amounting to over ₦30 billion and utilised the funds, through its subsidiary and a third-party intermediary, to purchase its own shares. According to the SEC, the transactions were designed to create a false and misleading appearance of active trading in the appellant's shares and constituted market manipulation contrary to the provisions of the Investments and Securities Act ("ISA").

In response, the appellant denied the allegations and challenged the jurisdiction of the IST. It argued that the dispute concerned matters of corporate governance, directors' fiduciary duties, board resolutions, and the internal management of the company, which fell within the exclusive jurisdiction of the Federal High Court under section 251(1) of the Constitution and CAMA 2020. Notwithstanding the objection, the IST assumed jurisdiction and, after considering the parties' cases, held that the appellant's conduct amounted to market manipulation in breach of the ISA. The IST consequently granted the reliefs sought by the SEC.

Dissatisfied with the decision, the appellant appealed to the Court of Appeal, contending, among other things, that the IST lacked jurisdiction to entertain the action. The Court of Appeal dismissed the appellant's jurisdictional challenge and affirmed that the Investments and Securities Tribunal possessed the requisite statutory jurisdiction to determine disputes arising from alleged violations of the ISA. Still dissatisfied, the appellant further appealed to the Supreme Court.

Issues for Determination

Whether the Court of Appeal was right in holding that the IST had the requisite subject matter jurisdiction under sections 284 and 294 of the Investment and Securities Act 2007 to entertain and grant the reliefs sought by the respondent against the appellant.

Decision of the Court

The Supreme Court held that the Investments and Securities Tribunal (IST) possessed the requisite jurisdiction to entertain and determine the respondent's claims. The Court reiterated the settled principle that jurisdiction is determined by the claimant's originating processes and the reliefs sought therein. Upon examining the respondent's claims, the Court found that the gravamen of the action was the alleged manipulation of the capital market through the unlawful purchase of shares, the creation of a false appearance of active trading, and breaches of ISA and the SEC Rules.

The Court rejected the appellant's contention that the dispute concerned matters of corporate governance, directors' fiduciary duties, board resolutions, and the internal management of a company, which would fall within the jurisdiction of the Federal High Court. The Court held that although the impugned transactions may have incidentally touched on issues regulated by CAMA 2020 the substance of the respondent's complaint related to alleged violations of capital market laws. Accordingly, the dispute fell squarely within the specialised jurisdiction conferred on the IST by sections 284 and 294 of the ISA.

The Court further held that the IST is a specialised tribunal established to adjudicate disputes arising from the operation and regulation of the capital market. By virtue of sections 284 and 294 of the ISA, the Tribunal enjoys exclusive jurisdiction over matters arising from the administration and enforcement of the Act. Consequently, where a dispute falls within the exclusive jurisdiction conferred on the Tribunal by the ISA, the jurisdiction of other courts, including the Federal High Court, is excluded.

In reaffirming this principle, the Court stated that where a statute creates a specialised forum for the determination of disputes relating to a particular subject matter, that forum must be utilised to the exclusion of all others. The Court noted that the National Assembly had deliberately removed capital market disputes from the jurisdiction of the Federal High Court and vested exclusive jurisdiction over such matters in the IST. Therefore, the fact that the transactions in question involved a bank, shares, corporate governance issues, or the internal affairs of a company did not alter the essential character of the dispute as a capital market matter.

Accordingly, the Court held that the respondent's claims were wholly capital-market-related and fell within the exclusive jurisdiction of the IST. The appeal was consequently dismissed, and the decisions of the IST and the Court of Appeal were affirmed.

Brief Comment

This decision reinforces a fundamental principle of jurisdiction: where a statute creates a specialised adjudicatory body and vests it with exclusive jurisdiction over a particular subject matter, litigants must approach that forum to the exclusion of the ordinary courts. This reflects a broader legislative policy of assigning specialised disputes to specialised tribunals, much like certain election petitions, which the Constitution and the Electoral Act commit exclusively to election tribunals rather than the High Courts or the Federal High Court.

One of the principal rationales underlying the establishment of specialised tribunals is to ensure that disputes requiring particular expertise are determined by bodies possessing the institutional competence and procedural framework best suited to those disputes. By assigning defined subject matters to such adjudicatory bodies, the legislature also promotes consistency, efficiency, and the coherent development of jurisprudence within those specialised fields. The decision is therefore commendable for giving effect to this legislative design and preserving the integrity of specialised dispute resolution mechanisms.

FOREIGN CASES

Parliament's constitutional authority to define parliamentary privilege under section 18 of the Constitution Act, 1867 includes the power to limit existing privileges by ordinary legislation, provided such limitations do not fundamentally undermine Parliament's constitutional role – **Alford v. Canada (Attorney General), 2026 SCC 14.**

Facts of the Case

In 2017, Parliament enacted the National Security and Intelligence Committee of Parliamentarians Act (“NSICOP Act”) to establish a statutory committee of parliamentarians ("the Committee") mandated to oversee Canada’s national security and intelligence apparatus. Notably, while the Committee is primed to be composed of members of Parliament and senators, the Committee is a statutory body within the executive branch, not a parliamentary committee.

Section 11 of the NSICOP Act prohibits Committee members from disclosing, outside defined exceptions, any information obtained in the course of their Committee work that a government department is taking measures to protect. Further, section 12 provides that no member or former member may claim immunity based on parliamentary privilege in proceedings for a contravention of section 11(1), and that statements made in Parliament are admissible as evidence in such proceedings.

Professor Ryan Alford, a law professor, challenged the constitutional validity of section 12 on the ground that it impermissibly curtails the privilege of freedom of speech in Parliament on the basis that it is a privilege of constitutional status and that any such limitation required a formal constitutional amendment under Part V of the Constitution Act, 1982, rather than ordinary legislation. The Ontario Superior Court upheld this challenge and declared section 12 ultra vires. The Court of Appeal for Ontario reversed that decision, and the matter proceeded to the Supreme Court of Canada.

Decision of the Court

The Supreme Court of Canada dismissed the appeal by a majority of eight to one, holding that section 12 of the NSICOP Act was validly enacted pursuant to section 18 of the Constitution Act, 1867.

The Court held that section 18, read in its historical and constitutional context, confers upon Parliament the authority both to supplement and to limit its parliamentary privileges from time to time by ordinary legislation. This authority is subject to three constraints only: (x) Parliament may not grant itself privileges exceeding those of the British House of Commons at the time of the grant; (y) section 18 cannot be exercised in a manner that would fundamentally undermine Parliament's function as a Westminster-style legislature; and (z) section 18 must be used consistently with other constitutional provisions expressly relating to the functioning of Parliament. The text of section 18, which speaks of Parliament's power to "define" its privileges "from time to time", contains no express floor precluding limitation of existing privileges. The Court further held that section 12 represents a narrow limitation to the extent that it attaches only to information obtained by members through their voluntary participation in the Committee and does not restrict parliamentary debate more broadly.

However, Côté J., dissenting, agreed with the majority's three-part framework but concluded that section 12 failed the second constraint. In Côté J's .'s view, section 11's prohibition is not confined to national security information but extends to any information a government department takes measures to protect, thereby delegating to the executive the power to determine the permissible scope of parliamentary speech. Paired with section 12's conferral of criminal enforcement jurisdiction on the courts, without any parliamentary mechanism to intervene, the combined effect constitutes a double delegation that fundamentally undermines the separation of powers and Parliament's institutional independence in a manner unprecedented in any Westminster democracy.

Brief Comment

This decision is a significant contribution to the jurisprudence on parliamentary privilege and constitutional interpretation. It clarifies that where a constitution expressly empowers the legislature to define its own privileges "from time to time", that authority may, depending on the constitutional text, extend not only to enlarging those privileges but also to limiting them by ordinary legislation, provided such limitations do not impair the legislature's constitutional role. The decision therefore illustrates the importance of grounding questions of legislative privilege in the specific constitutional framework from which those privileges derive.

The decision is equally instructive for its recognition that parliamentary privilege is not an end in itself, but exists to preserve the effective functioning and institutional independence of the legislature. The majority's insistence that Parliament's power to define its privileges remains subject to constitutional limits ensures that legislative autonomy is balanced against the broader constitutional structure, while the dissent highlights the constitutional risks that may arise where the executive is afforded excessive influence over the scope of legislative privilege.

From a Nigerian perspective, the decision should be approached with caution. The constitutional and statutory framework governing legislative privileges in Nigeria differs materially from that considered by the Supreme Court of Canada, particularly because the Canadian Court's reasoning turned on the interpretation of section 18 of the Constitution Act, 1867, which expressly empowers Parliament to define its privileges "from time to time". The absence of an equivalent constitutional provision formed a central plank of the Court's reasoning. Accordingly, while the decision offers useful comparative insight, its applicability within the Nigerian constitutional framework would necessarily depend on the interpretation of Nigeria's own constitutional and statutory provisions governing legislative privilege.

FOREIGN CASES

A new tort of Intimate Partner Violence exists where coercive and controlling conduct within an intimate relationship deprives a partner of dignity, autonomy, and equality, and existing torts are inadequate to redress the distinctive harm occasioned by such abuse - **Ahluwalia v. Ahluwalia [2026] SCC 16**

Facts of the Case

The parties were married for approximately sixteen years. Throughout the marriage, the husband engaged in sustained and varied forms of abuse against the wife, including physical assaults, humiliation, intimidation, emotional and psychological abuse, sexual coercion, isolation from family members, and financial control. The conduct was not merely episodic but constituted a pattern of coercive and controlling behaviour aimed at dominating the wife and depriving her of autonomy.

Following the breakdown of the marriage, the husband instituted divorce proceedings. The wife accepted the divorce and sought various family law remedies, including sole decision-making authority for the children, child and spousal support, and property-related reliefs. She also claimed damages for the abuse she suffered. The trial judge recognised a novel tort of family violence and awarded her compensatory, aggravated, and punitive damages. In the alternative, the trial judge held that the same damages could be justified under the existing torts of assault and intentional infliction of emotional distress.

The Court of Appeal set aside the recognition of the new tort, holding that the existing torts were sufficiently flexible to address the abusive conduct and that there was no need to create a new cause of action. Dissatisfied, the wife appealed to the Supreme Court of Canada.

Issues for Determination

The principal issues before the Court were whether the common law should recognise a new tort and whether existing torts sufficiently addressed coercive control within intimate relationships.

Decision of the Court

By a majority, the Supreme Court allowed the appeal in part and recognised a new tort of Intimate Partner Violence. The Court held that intimate partner violence is not confined to isolated acts of physical or psychological abuse but encompasses all abusive conduct by which one intimate partner coerces and controls another, thereby depriving the victim of dignity, autonomy, and equality within the relationship. Such conduct includes physical violence, psychological abuse, financial control, isolation, surveillance, manipulation, intimidation, and sexual coercion.

The Court observed that while existing torts may address discrete incidents of violence or emotional harm, they do not adequately capture the qualitatively different injury arising from coercive control. In particular, existing torts fail to remedy the cumulative deprivation of autonomy and the subordination of one partner to the will of another, which are distinctive features of intimate partner violence.

The Court formulated three elements of the new tort: (x) The abusive conduct must arise in an intimate partnership or its aftermath; (y) The defendant must have intentionally engaged in the impugned conduct; and (z) Viewed objectively and cumulatively, the conduct must constitute coercive control that deprives the victim of dignity, autonomy, and equality within the relationship. The Court emphasised that the plaintiff need only establish that the defendant intentionally engaged in the impugned conduct; proof of a subjective intention to dominate or control is unnecessary. Once coercive control is established, the harm associated with that conduct flows from the wrongful conduct itself and need not be separately proven as consequential damage

Applying these principles, the Court found that the husband's conduct amounted to a sustained pattern of coercive control that overwhelmed the wife's free will and rendered her an unequal partner in the marriage. Consequently, the wife established the elements of the new tort of intimate partner violence and was entitled to damages on that basis.

Brief Comment

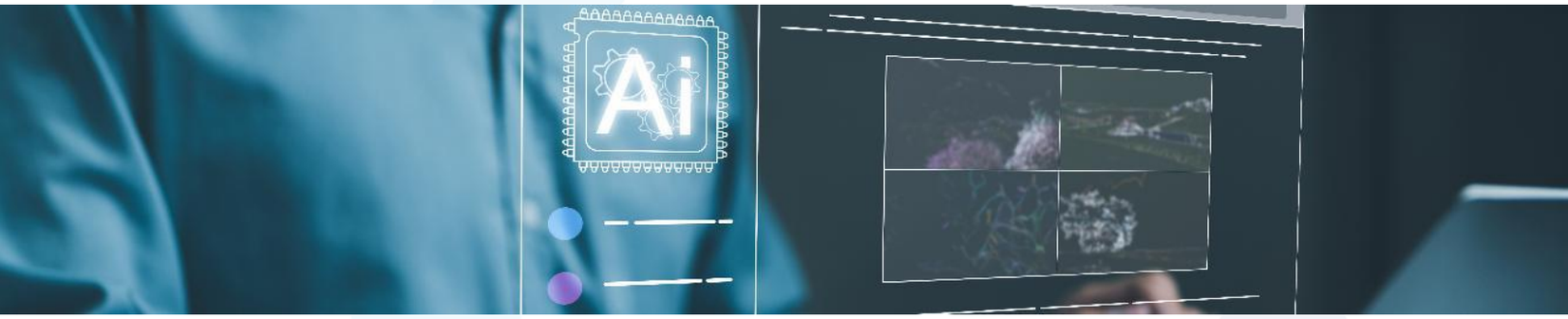
This decision marks a significant development in Canadian tort law. By recognising a distinct tort of intimate partner violence, the Supreme Court moved beyond treating domestic abuse as a series of isolated incidents and instead recognised coercive and controlling conduct as a unique civil wrong that undermines a victim's dignity, autonomy, and equality. The judgment also demonstrates the capacity of the common law to evolve where existing causes of action no longer adequately address the realities of contemporary social harm.

Under Nigerian law, there appears to be no judicially recognizable standalone tort analogous to that established in Ahluwalia. Victims of domestic abuse ordinarily rely on traditional causes of action such as assault, battery, false imprisonment, and intentional infliction of emotional distress, where applicable, while the Violence Against Persons (Prohibition) Act 2015 principally provides criminal sanctions and protective remedies rather than an independent civil cause of action for coercive control.

Although Nigerian courts have not yet recognised such a tort, the reasoning in Ahluwalia may provide persuasive comparative authority in an appropriate case. As Nigerian jurisprudence continues to develop in the area of gender-based violence and the protection of human dignity, the question whether sustained coercive and controlling conduct should attract independent civil liability may, in time, require judicial consideration.

FOREIGN CASES

Where a lawyer relies on AI-generated legal content without verification, the resulting presentation of false legal material to the court may constitute a prima facie breach of the duty not to mislead the court, even absent a finding of dishonesty – **Cork & Anor v Smith [2026] EWHC 1199 (Ch).**



Facts of the Case

The case arose from a block transfer application before the High Court of Justice, Business and Property Courts of England and Wales, Insolvency and Companies List. The application sought the replacement of insolvency office-holders and included a request that the outgoing office-holder be granted release from liability.

The applicants' solicitors, Pinsent Masons LLP, filed a letter dated 30.03.2026, asserting that the power to grant such release was expressly contained in Rule 12.37(5) of the Insolvency (England and Wales) Rules 2016. The letter purported to quote the provision, stating that the Court could make provisions concerning the replacement of office-holders, including the release of outgoing office-holders and handling of ongoing proceedings.

The quoted provision, however, did not exist. Upon reviewing the cited rule, the Judge found that Rule 12.37(5) contained no such power and that the words attributed to the rule could not be found anywhere in the Insolvency Rules. The Court subsequently queried the legal basis for the asserted power and requested an explanation from the solicitors.

It emerged that the solicitor responsible for the drafting had relied on an AI tool during the research process. The AI had generated the purported wording of Rule 12.37(5), but it had repeatedly warned the solicitor that the output required verification against authoritative legal sources before being relied upon before the Court. Despite these warnings, the solicitor did not independently verify the provision before filing the correspondence. Following the Court's query, further correspondence was sent attempting to explain that the quoted text was a "summary conclusion" derived from various provisions rather than a direct quotation. However, the Court found that the wording used in the original letter presented the text as a statutory provision and that the subsequent explanation appeared to be an attempt to justify the error after the fact.

The Court therefore considered whether the conduct disclosed a potential breach of the professional duty not to mislead the court and whether further regulatory action was warranted.

Issues for Determination

The Court considered the following issues: (x) Whether the use of AI-generated legal content, which was subsequently relied upon in correspondence to the Court without independent verification, amounted to a prima facie breach of the lawyer's duty not to mislead the Court; (y) Whether such a breach required proof that the lawyer acted dishonestly, or whether reliance on inaccurate information despite clear warnings and a failure to verify could independently constitute professional misconduct; and (z) What consequences should follow where legal professionals rely upon AI-generated legal research or drafting without appropriate human oversight.

Decision of the Court

The Court held that lawyers remain personally responsible for the accuracy of materials placed before the Court, irrespective of whether such materials were generated by artificial intelligence, obtained from another person, or produced through other research methods. The Court emphasised that AI is merely a tool and cannot replace the lawyer's professional obligation to verify legal authorities and ensure that submissions made to the Court are accurate.

The Court noted that AI systems may produce convincing but entirely incorrect legal statements, including fabricated authorities or quotations. Accordingly, lawyers who use AI for legal research have a professional obligation to check the accuracy of the output against authoritative sources before relying upon it in professional work. This obligation applies equally where a lawyer relies on research conducted by another person.

The Court found that the solicitor had been expressly warned by the AI tool itself that the purported statutory quotation required verification. Despite those warnings, no verification was undertaken before the material was presented to the Court. The Court considered that failure to check the accuracy of the legal proposition to be inexcusable. It observed that if the rule had been checked and the inaccurate wording was nevertheless presented to the Court, it would have been difficult to conclude that the lawyer honestly believed the accuracy of the submission.

However, the Court distinguished between dishonesty and a breach of professional duty. It did not make a final finding that the lawyers acted dishonestly. Rather, it held that there was, at minimum, a prima facie case of breach of the duty not to mislead the Court and the duty not to waste judicial resources. The Court considered that a lack of proper care, failure to verify, and reliance on AI-generated material despite warnings could independently establish such a breach even without proof of deliberate dishonesty.

The Court declined to pursue contempt proceedings, noting that such proceedings would require further consideration of the lawyers' evidence and rights. Instead, it considered publication of the judgment as a public admonishment and referral to the Solicitors Regulation Authority (SRA) to be the proportionate response.

Brief Comment

This decision represents an important judicial examination of the interaction between artificial intelligence and professional responsibility in legal practice. The significance of the judgment lies not in restricting the use of AI by legal practitioners, but in reaffirming that technological tools cannot replace the lawyer's independent professional judgment, duty of accuracy, and obligation of candour to the Court.

Nigerian courts are likely to adopt a similar approach if confronted with a comparable issue. The Nigerian legal profession already recognises that counsel bears personal responsibility for the accuracy of legal authorities, statutory provisions, and submissions presented before the Court. A lawyer cannot avoid responsibility by attributing an error to a research assistant, legal database, junior counsel, or an artificial intelligence tool. AI-generated materials would likely be treated in the same manner as any other secondary source of legal information, requiring proper verification before reliance.

Accordingly, a Nigerian court would likely hold that the use of AI in legal research or drafting is not, by itself, improper. However, where a practitioner relies on AI-generated content without conducting reasonable verification, such conduct may amount to a breach of the lawyer's professional duty not to mislead the Court under Rule 32 of the Rules of Professional Conduct, even in the absence of deliberate dishonesty.

The likely determining factor could be whether the practitioner exercised the level of diligence expected of a reasonable legal practitioner. Nigerian courts would likely distinguish between an inadvertent error arising despite reasonable verification efforts and a failure to verify information that is readily capable of confirmation. The latter may constitute professional negligence or misconduct, especially where inaccurate authorities, fabricated quotations, or non-existent legal provisions are presented to the Court.

The judgment therefore serves as a timely reminder for Nigerian practitioners that while AI may significantly improve efficiency in legal research, drafting, and analysis, its outputs must be critically reviewed and independently verified.

LEGISLATIONS & REGULATIONS

LAGOS STATE CYBERSECURITY GUIDELINES 2026

On 19.04.2026, the Lagos State Government published the Lagos State Cybersecurity Guidelines 2026 (the "**Guidelines**"). This framework demonstrates the State's commitment to securing its rapidly expanding digital economy, as it hosts an ecosystem that boasts a $15.3 billion startup value and over 20 million active internet users[1].

With the National Information and Technology Development Agency (NITDA) reporting that Nigeria loses over $500 million annually to cybercrime[2], with Lagos being one of the country's most digitally active commercial centres and therefore particularly exposed to cyber risks, these Guidelines are a timely intervention. They build upon three robust legislative frameworks: (x) the Cybercrime (Prohibition and Prevention) Act 2024[3], (y) the Nigeria Data Protection Act (NDPA) 2023[4], and (z) the National Security Policy and Strategy (NSPS) 2021[5]. However, for organizations operating in Lagos, the immediate question is not just what the Guidelines say, but how they alter the legal and compliance landscape.

01 THE GUIDELINES AND ITS TAILORED APPROACH FOR STAKEHOLDERS

The Guidelines outline actionable cybersecurity practices categorized by organizational size and function. Whilst aligning closely with global best practices, they provide a localized roadmap for:

(X) SMALL AND MEDIUM ENTERPRISES (SMES): The focus is on foundational security, with recommendations on the implementation of Multi-Factor Authentication (MFA), Regular Software Patching, and Routine Data Backups. While not novel or revolutionary, the Guidelines reinforce that simple, consistent approaches remain highly effective against the majority of low-level cyber threats.

(Y) MEDIUM AND LARGE ENTERPRISES (MLES): At this section, the recommendations scale up in complexity, focusing heavily on Identity and Access Management (IAM) and Business Continuity Planning (BCP). In data-heavy sectors like banking, IAM mitigates internal and external breach risks by enforcing strict, role-based access privileges. Meanwhile, robust BCP frameworks ensure swift disaster recovery and minimized downtime. For many MLEs, particularly those operating in highly regulated or data-intensive sectors, these practices increasingly represent operational baselines.

(Z) MINISTRIES, DEPARTMENTS, AND AGENCIES (MDAS): A standout recommendation for the public sector stakeholders is Third-Party Risk Management (TPRM), which requires comprehensive due diligence before onboarding vendors. While policing supply chain risk is vital, it is worth noting that MDAs must also look inward. Many agencies still handle sensitive public data via physical, paper files or use legacy passwords on public networks. A TPRM framework is excellent, but it must be paired with stringent internal modernization.

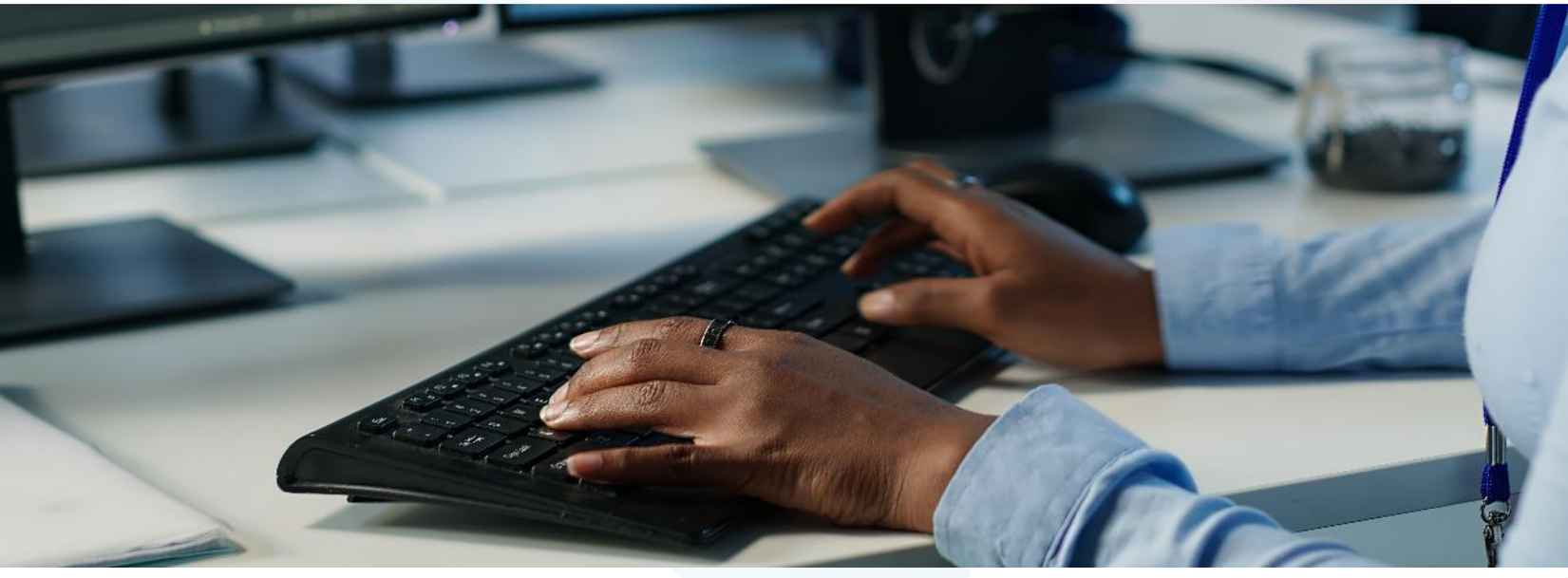
1. Lagos State Ministry of Innovation, Science, and Technology, 'Lagos Cybersecurity Guide' < https://lagosstate.gov.ng/cybersecguide >accessed 9 June 2026.
2. ibid
3. Cybercrime (Prohibition, Prevention, etc) (Amendment) Act 2024
4. Nigeria Data Protection Act 2023
5. Office of the National Security Adviser, 'National Security Policy and Strategy' (Federal Republic of Nigeria 2021)

02 THE CONSEQUENCE FOR NON-COMPLIANCE

Although non-compliance with the Guidelines does not itself attract statutory sanctions, the practices they prescribe may inform the standard of reasonable cybersecurity governance expected of organisations. Consequently, where a cyber incident occurs, failure to implement such measures may be relevant in assessing compliance with obligations under applicable legislation, including the Cybercrimes Act and the Nigeria Data Protection Act, and may also be relied upon as evidence in establishing negligence where a duty of care exists.

03 THE REAL VALUE: ESTABLISHING THE STANDARD OF CARE

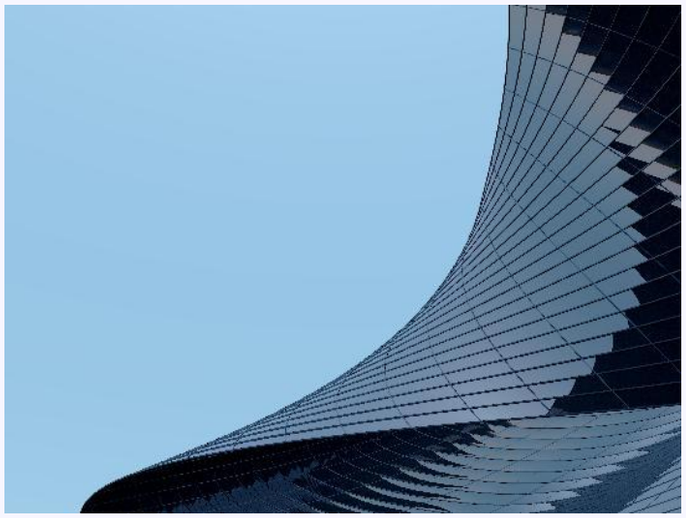
The true legal significance of the Guidelines may lie not in direct enforcement, but in their potential to influence the standard of reasonable cybersecurity practices within Lagos State. In the event of a cyber incident, regulators, investigators, or litigants may increasingly look to the Guidelines as persuasive evidence of appropriate cybersecurity measures. Even though the Guidelines are not directly binding, complainants and regulators may leverage them to measure the extent of corporate misconduct. Non-compliance could be weaponized against an organization where it is noted that by non-implementation, an organization was negligent and fell below the commercial standard of care expected of a digital stakeholder.



04 CONCLUSION AND PRACTICAL STEPS FOR BUSINESSES

Although the Guidelines do not carry the force of law in the same manner as the NDPA or the Cybercrimes Act, they may influence the evolving cybersecurity expectations applicable to organizations operating in Lagos. Businesses would therefore be well advised to treat the Guidelines as a practical compliance framework rather than a purely aspirational document. By aligning their cybersecurity practices with these recommendations, organizations may improve both their operational resilience and their ability to demonstrate reasonable conduct in the event of a cyber incident.

CONCLUSION



The authorities featured in this edition reflect a legal landscape that continues to evolve through careful judicial refinement. Across diverse areas of law, the appellate courts have clarified the scope of existing principles, resolved areas of uncertainty, and reinforced the importance of procedural discipline, statutory interpretation, and institutional accountability. Collectively, these decisions provide valuable guidance for litigants, legal practitioners, businesses, and public institutions navigating an increasingly complex legal environment.

The comparative decisions from Canada and other foreign jurisdictions similarly demonstrate how the law continues to respond to novel constitutional and private law questions while remaining anchored in established legal principles. Although not binding in Nigeria, such authorities offer useful perspectives that may, where appropriate, inform the future development of Nigerian jurisprudence.

As always, practitioners should remain attentive not only to the outcomes of these decisions but also to the broader principles they articulate. It is often these principles, rather than the facts of the individual cases, that shape litigation strategy, transactional practice, and the continued development of the law.

The Lagos State Cybersecurity Guidelines 2026, while advisory in nature, represent a commendable effort to promote cybersecurity best practices across the public and private sectors in Nigeria's most digitally active state. Their practical impact will depend on the extent to which stakeholders adopt them voluntarily and the degree to which federal enforcement frameworks are brought to bear.

Taken together, these developments underscore the continuing evolution of both procedural and substantive law in response to changing institutional, technological, and societal realities. For practitioners, regulators, businesses, and public institutions alike, the challenge will increasingly lie not merely in understanding the law as enacted, but in anticipating how courts will interpret and apply these emerging legal frameworks in practice. We hope this edition provides useful insight into these developments and their practical implications.

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