

2026/163 OF 04 MAI 2026
DECREE No. _____ OF _____
to transform "Energy of Cameroon" into a
State-owned corporation.-

THE PRESIDENT OF THE REPUBLIC,

Mindful of the Constitution;

Mindful of the revised OHADA Uniform Act relating to Commercial Companies and Economic Interest Groups, adopted in Ouagadougou, Burkina Faso on 30 January 2014;

Mindful of Law No. 2011/022 of 14 December 2011 governing the electricity sector;

Mindful of Law No. 2017/011 of 12 July 2017 to lay down the general rules and regulations governing public corporations;

Mindful of Decree No. 2011/408 of 9 December 2011 to organize the Government, as amended and supplemented by Decree No. 2018/190 of 2 March 2018;

Mindful of Decree No. 2018/355 of 12 June 2018 to lay down common rules applicable to contracts awarded by public corporations,

HEREBY DECREES AS FOLLOWS:

CHAPTER I
GENERAL PROVISIONS

Article 1: (1) "Energy of Cameroon", abbreviated to "ENEO Cameroon S.A." is, with effect from the date of signature of this decree, transformed into a State-owned corporation, with the State as sole shareholder.

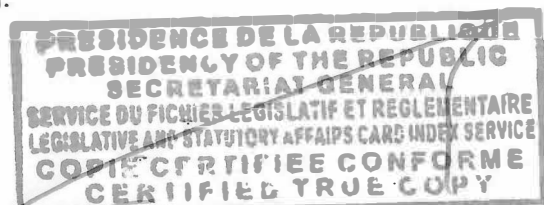
(2) "ENEO Cameroon S.A" shall henceforth be referred to as Société Camerounaise d'Electricité (Cameroon Electricity Corporation), abbreviated to "SOCADEL" and hereinafter referred to as "SOCADEL".

Article 2: (1) Notwithstanding the provisions of Article (1) above, the shareholding of SOCADEL may be opened up to other public or private entities.

(2) The organization, functioning and share capital of SOCADEL, as well as the conditions for obtaining shares in said capital, shall be laid down in its Articles of Association.

Article 3: (1) SOCADEL shall have a legal personality and financial autonomy.

(2) It shall be headquartered in Douala. However, the headquarters may be transferred to any other location within the national territory by resolution of the Board of Directors, duly approved by the General Meeting.



(3) SOCADEL branches, offices or representations may be set up within the national territory by resolution of the Board of Directors.

CHAPTER II **CORPORATE PURPOSE**

Article 4: The mission of SOCADEL shall be to carry out in Cameroon and abroad:

- all activities relating, directly or indirectly, to the production, distribution, import and export, purchase, sale and use of electric power;
- all legal, civil, commercial, industrial, movable and immovable property transactions that may be directly or indirectly related to its corporate purpose and to any other similar or related purposes likely to promote directly or indirectly, including through the acquisition of shares in existing companies or the creation of new companies to expand or develop its corporate purpose.

Article 5: The concession agreement, together with its specifications, drawn up by the State for the benefit of "ENEO Cameroon S.A" shall be transferred to SOCADEL, subject to taking into account new or specific elements.

CHAPTER III **SUPERVISORY AUTHORITY, MANAGEMENT AND PERFORMANCE MONITORING**

Article 6: (1) SOCADEL shall be under the technical supervisory authority of the ministry in charge of electricity.

As such, the technical supervisory authority shall ensure that resolutions of the Board of Directors comply with laws and regulations, as well as sector policy guidelines.

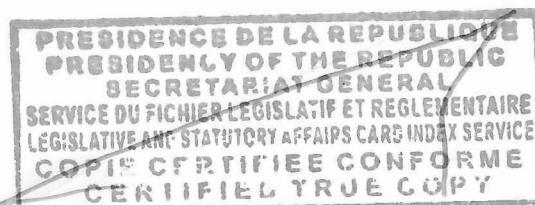
(2) SOCADEL shall be under the financial supervisory authority of the ministry in charge of finance.

As such, the financial supervisory authority shall ensure that resolutions of the Board of Directors with a financial impact, the sustainability of financial commitments and the overall coherence of SOCADEL performance plans are in line with sector programmes.

Article 7: The General Manager of SOCADEL shall forward to the technical and financial supervisory authorities all documents and information relating to company activities, in particular, financial statements, the auditor's report and activity reports.

Article 8: (1) The technical and financial supervisory authorities shall, in conjunction with the Board of Directors, monitor SOCADEL's performance.

(2) The minister in charge of electricity and the minister in charge of finance shall, each in his own sphere, submit an annual report on SOCADEL's situation to the President of the Republic.



CHAPTER IV **MANAGEMENT BODIES**

Article 9: SOCADEL shall be managed by 3 (three) bodies as follows:

- General Meeting;
- Board of Directors;
- Management.

CHAPTER V **GENERAL MEETING**

Article 10: The General Meeting shall be composed as follows:

Chairperson: the representative of the minister in charge of finance.

Members:

- one representative of the Presidency of the Republic;
- one representative of the Prime Minister's Office;
- one representative of the ministry in charge of electricity;
- one representative of the ministry in charge of economy.

CHAPTER VI **BOARD OF DIRECTORS**

Article 11: The Board of Directors of SOCADEL shall be composed as follows:

- one personality appointed by the President of the Republic;
- one representative of the Presidency of the Republic;
- one representative of the Prime Minister's Office;
- one representative of the ministry in charge of electricity;
- one representative of the ministry in charge of finance;
- one representative of the ministry in charge of economy;
- the General Manager of the National Electricity Transmission Company (SONATREL);
- the General Manager of the Electricity Development Corporation (EDC);
- one elected staff representative.

Article 12: The missions, organization and functioning of the bodies referred to in Articles 9, 10 and 11 above shall be laid down in the Articles of Association.



CHAPTER VII

STAFF

Article 13: (1) As a priority, SOCADEL shall be made up of staff of the defunct ENEO Cameroon.

(2) Notwithstanding the provisions of subparagraph (1) above, SOCADEL may employ:

- personnel recruited directly;
- civil servants on secondment;
- State employees governed by the Labour Code.

(2) The personnel listed in paragraph 1 above must have profiles suitable to the positions they occupy.

(3) The instruments governing SOCADEL and the labour laws, shall apply to civil servants on secondment and State employees placed at the disposal of SOCADEL throughout the period of their employment, subject to the provisions of the General Rules and Regulations Governing the Public Service and special regulations relating to retirement, advancement and end of secondment.

CHAPTER VIII

FINANCIAL RESOURCES

Article 14: The resources of SOCADEL shall be derived from:

- remuneration for services rendered and proceeds from service provision, in particular the sale of electricity to households and businesses;
- parafiscal taxes instituted by the laws in force;
- State financing granted under contracts or programmes concluded between the State and SOCADEL;
- any other financial resources allocated by State authorities;
- gifts and legacies.

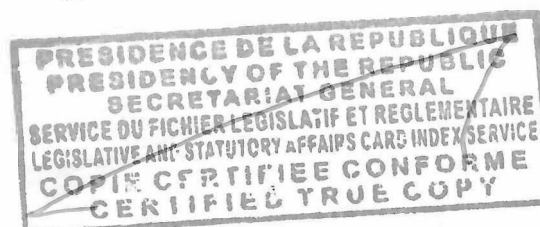
Article 15: The financial resources of SOCADEL shall be public funds, subject to control by the relevant State bodies. However, they shall be managed in accordance with private accounting rules.

CHAPTER IX

PROPERTY ASSETS

Article 16: Movable and immovable assets and rights, as well as all equipment and technical facilities belonging to "Energy of Cameroon" (ENEO CAMEROON S.A), shall remain the property of SOCADEL.

Article 17: Assets forming part of public property and national land, as well as assets in the private property of the State transferred to SOCADEL in accordance with the law governing State property, shall maintain their original status.



CHAPTER X CONTRACTS

Article 18: (1) SOCADEL shall not be subject to the provisions of the Public Contracts Code.

(2) However, SOCADEL shall be liable to the common provisions applicable to public corporate contracts.

(3) A resolution of the Board of Directors shall lay down conditions for the organization and functioning of the internal tenders board.

CHAPTER XI MISCELLANEOUS, TRANSITIONAL AND FINAL PROVISIONS

Article 19: A decree of the President of the Republic shall approve the Articles of Association of SOCADEL.

Article 20: This decree shall be published according to the procedure of urgency and inserted in the Official Gazette in English and French.-



Yaounde,

04 MAI 2026

