



Atul Pandey

Partner

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Practice/s

Corporate and Commercial
Mergers & Acquisitions
(Domestic and Cross-
Border)
Regulatory
Domestic and Cross-border
Joint Ventures,
Collaborations
Foreign Investment Law
Mergers & Acquisitions
Private Equity (including in
listed companies) & Venture
Capital
Dispute Resolution

Education

LL.B., D.D.U. Gorakhpur
University (2005) (Gold
Medalist)

Professional Affiliation/s

Bar Council of Delhi

Recognitions & Accomplishments:

University Gold Medal for
getting highest mark in the
history of university.

L.M Singhvi Gold Medal in
LL.B

Atul Pandey is a Partner in the Corporate team in the Delhi NCR office. He has been advising on corporate, M&A and commercial issues, regulatory matters including under the Foreign Exchange Management Act, 1999, FDI Policy, overseas investment regime and obtaining approvals, mergers & acquisitions (domestic and cross-border), domestic and cross-border joint ventures, capital markets, private equity investment, labour & employment and trade laws, direct & indirect tax, dispute resolution, banking & finance, and other areas of corporate law practice.

REPRESENTATIVE MATTERS

Mergers & Acquisitions, Joint Ventures and Private Equity

- *BYD Group* on proposed joint venture with an Indian conglomerate for manufacture and sale of automobiles;
- *Grupo Antolin* on divestment of its stake in three Indian companies for an enterprise value of approx. EUR 159 million;
- *Delachaux S.A.* on the Indian law aspects of the sale of its shares in Frauscher Sensor Technology Group GmbH (Austria) to Wabtec Corporation;
- *Arcelor Mittal* on its joint ventures with Dnick Holding PLC, Shivalik Bimetals and Jindal SAW Ltd;
- *Birla Group* on transaction related to technology transfer agreement, equipment purchase agreement and components supply agreement with Slovenian Company;
- *Netchex Holdings* on acquisition of Mesh business: *Jindal Power Limited* on a pooling agreement between Jindal Power Limited and DB Power Limited for various power projects in India. Also provided legal opinions on time to time in relation to the same: *Ministry of Defence, Government of India* on corporatisation of Ordnance Factory board and creation of seven new defence public sector companies;
- *Vodafone Idea* on proposed sale of stake in an Indian company to a UK based fund house;

- *Dixon Technologies* on (i) joint ventures with Bharti Group, Longcheer group and HKC group; and (ii) acquisition of Padget Electronics;
- *SWC Global Fund* on investments in (i) Country Delight as part of its Series D round; (ii) Mudrex as part of its Series A round; (iii) Webengage as part of its Series B round; (iv) Sinecycle Technologies as part of its seed financing; and (v) MeetRecords as part of its Pre-Series A round;
- *Bollore Group* on (i) select India aspects in relation to sale of Bollore Africa Logistics to MSC group; (ii) select India aspects in relation to sale of Bollore Logistics to CMA-CGM group; and (iii) investment in Dakshin Bharat Gateway Terminal, a container terminal operator in Tamil Nadu;
- *Inox group* on their restructuring and amalgamation of Satyam Cineplexes Limited with Inox Leisure Limited;
- *OCL India Ltd and other Dalmia group companies* in connection with their group restructuring and implemented such restructuring;
- *Dalmia Group* in connection with their internal restructuring;
- *CK Birla group* in respect of their internal restructuring;
- *Bharti Airtel* on proposed sale of stake in an Indian company engaged in the telecom digital infrastructure services business;
- *Banneker Partners* on acquisition of Orange Tree Technologies (operator of Mr Milkman platform);
- *Eyelit Technologies* on India leg of the global acquisition of Optessa Software;
- *Africa Global Logistics* (part of Mediterranean Shipping Company group) on India investments;
- *ET Brutus LLC* on sale of Fuse+Media India;
- *India Glycols Limited* on potential sale of assets of its subsidiary;
- *Fun Flips* on sale of its snacks business to the JK group;
- *Clessidra Private Equity SGR* on India leg of the global acquisition of Everton Group, a leading manufacturer of tea and infusions;
- *Promoters of Panacea Biotec Limited* on investment into the listed company from India Resurgence Fund;
- *Classplus* on proposed acquisition of Kaksha, an ed-tech platform;
- *Gaana.com* on proposed acquisition of a music-streaming platform;

- *BLS International* on acquisition of Starfin India, a Government-to-consumer facilitation services company;
- *Cambridge University Press India Private Limited and Foundation e-Learning Private Limited* on their Scheme of Amalgamation;
- *Adventz Group* in connection with a scheme involving demerger (along-with substantial investments in listed and unlisted companies) and merger amongst group companies;
- *Hindustan times group* with their internal restructuring;
- *HT Media group* in respect of acquisition of Radio One through a composite scheme of arrangement;
- *Siemens group* in respect of their internal restructuring, including by way of fast-tracking merger;
- *CDE group* in relation to a cross border merger;
- *Minda group* in respect of the acquisition of Harita group companies through a composite scheme of amalgamation and arrangement; and
- *Fortum group* in respect of their internal restructuring.

Applications with the Reserve Bank of India

- *Jindal Steel & Power*-Advising on RBI application seeking approval for issuance of corporate guarantee(s) for an amount not exceeding USD 1.5 billion for guaranteeing debt of an amount of USD 1 billion being incurred by overseas wholly owned subsidiary by way of bond issuance by the overseas subsidiary;
- *Jindal Steel & Power*-Advising on RBI application seeking approval and obtaining approval for issuance of corporate guarantee(s) for an amount not exceeding USD 1.5 billion for guaranteeing bond issuance being incurred by overseas wholly owned subsidiaries;
- *HCL Infosystems Limited*- advising on RBI application seeking approval/no-objection with respect to outstanding payables and receivables in relation to import transaction;
- *Dharampal Satyapal Group*- Winding up of overseas subsidiary and write off of loan etc-Advised on the transaction and obtained regulatory approval from the RBI for winding up of DS Guinea, wholly owned overseas subsidiary, in Africa and for write off of the capital and loan granted to it by the parent company;
- *Lupin Limited-ESOPs*-Advised on the transaction on various issued connected with FDI policy and obtained regulatory guidance clarification from the RBI in respect of ESOPs granted/ issue of shares under ESOPs to non-resident employees;
- *Navam Capital Private Limited*- Advised and obtained approval on the application for seeking no objection for receiving shares of a

foreign company engaged in non-financial service sector, consequent to a demerger in India;

- *Jindal Photo Investment Limited*- Merger of several NBFC companies- Advised on the transaction and obtained regulatory approval from the RBI in connection with merger/amalgamation of several NBFC Companies;
- *GSMA Services India Private Limited* - Advised on the transaction and obtained regulatory approval from the RBI TO allot and issue shares against the amount received as foreign inward remittance for investing into share capital of the Company from GSM Association, a Verein (Association) organized under the laws Switzerland ("GSMA") (which is presently holding 99.99% (ninety nine decimal nine nine percent) of the equity share capital of GSMA India), beyond the stipulated period of 180 days and for condonation of delay in allotment and issuance of shares to GSMA. We obtained approval without any compounding condition being imposed;
- *Vyome Therapeutics Inc*: Advising on overseas direct investment by multiple Indian shareholders.
- *Jindal Steel & Power*- ODI- Advised on the transaction and obtained regulatory approval from RBI to undertake financial commitment by way of direct investment in form of Equity/loan/corporate guarantee by Jindal Steel & Power Limited to/ for and on behalf of its wholly owned overseas subsidiary Jindal Steel & Power (Mauritius) Limited, Mauritius;
- *Natco Pharma Limited*- Investment through PIS- Advised on the transaction and obtained regulatory approval from the RBI and getting notified the increase in aggregate limit of investment by SEBI registered FIIs and their sub-accounts in the equity share capital of Natco Pharma Limited under the Portfolio Investment Scheme, to up to 31.50% of the equity share capital of the Company;
- *The Hindustan Times Limited*- advising on compliances in respect of overseas investment in Cayman Islands as well as disinvestment of overseas investment in Bermuda;
- *Titagarh Wagons Limited*: advising on creation of charge on domestic and foreign assets in respect of overseas financing facility.
- *Meher Investments Private Limited*- Advised on the transaction and submitted applications to regional branches of RBI- in connection with merger/amalgamation of several NBFC Companies;
- *Confidential listed client*: advising on financial commitment in overseas subsidiaries by an entity under investigation;
- *Digispice Technologies Limited*: advising on compliances in respect of investments in overseas subsidiaries.

- *Entrepreneur First*: advising on the revised overseas investment regime, as well as the issuance of ESOPs to employees.
- *Bokel Investments Ltd* Advised Client and assisted in making application to RBI seeking permission to invest in overseas group investment company;
- *Jindal Steel & Power-ODI*- Advised on the transaction and obtained regulatory approval from RBI for undertaking financial commitment by Jindal Steel & Power Limited by way of issue of bank guarantee in form of 'Stand by Letter of Credit' on behalf of JSPL's overseas wholly owned subsidiary, Jindal Steel & Power (Mauritius) Limited and provision of cash collateral;
- *The Birla Cotton Spinning and Weaving Mills Limited*- advising on overseas investment by Non-Banking Financial Company - Non-Systemically Important Non-Deposit taking Company and obtaining requisite RBI approval for the same.
- *Jindal Steel & Power-ODI*-Advised on the transaction and obtained regulatory approval from RBI for undertaking financial commitment by Jindal Steel & Power Limited by way of issue of corporate guarantee, in respect of foreign currency term loan sanctioned, to JSPL's overseas wholly owned subsidiary, Jindal Steel & Power (Mauritius) Limited;
- *India Fly Safe Aviation Limited*- Advised, drafted the RBI application, coordinated with the Client, AD Bank and the RBI officials and successfully got approval from the RBI in obtaining Buyers' Credit loan facility for import of bombardier aircraft;
- *Jindal Steel and Power*- Advised Jindal Steel and Power (JSPL) on various overseas direct investment related issues and related approvals from RBI etc in connection with its investment in various overseas subsidiaries;
- *Birlasoft Limited*- Advised on obtaining RBI approval for transfer of entire stake consisting of 10 million USD 0.05 in Birlasoft Inc, USA held by National Engineering Limited in favour of Birlasoft Limited;
- *HCL group*: advised on the Foreign Exchange Management (Current Account Transaction) Rules, 2000, and the Master Direction on import of Goods and Services dated January 1, 2016, as amended from time to time, for grant of permission for write off with respect to outstanding payables and receivables in relation to import transactions;
- *Amar Splints Private Limited*- Advised and obtained approval on application in terms of the Master Direction - External Commercial Borrowings, Trade Credit, Borrowing and Lending in Foreign Currency by Authorised Dealers and Persons other than Authorised Dealers, as amended from time to time, seeking permission for de-listing from the Exporters Caution List as updated on the EDPMS issued by Reserve Bank of India on the recommendation from the Allahabad Bank i.e. the AD Bank;

- *Jindal Steel and Power Limited*- advised on receipt of advance against long term exports (for a period not exceeding 10 years) upto an amount of USD 2 billion and to make financial commitment to its overseas wholly owned subsidiaries upto an amount of USD 1 billion from such export advance;
- *Padget Electronics Private Limited*- Advised and obtained two RBI approvals under the Foreign Exchange Management (Current Account Transaction) Rules, 2000, and the Master Direction on Import of Goods and Services dated January 1, 2016, as amended from time to time, for grant of permission for writing off of import payables;
- *Jindal Premium Connections Private Limited*: Advised client and obtained approval in respect of application under the Foreign Exchange Management (Export of Goods & Services) Regulations, 2015, as amended from time to time, for grant of permission to write-off amounts due from overseas subsidiaries and to seek permission for de-listing from the Exporters Caution List as updated on the EDPMS;
- *CDE Asia Limited*: Advised client and obtained approval in respect of application for approval for cross border inbound merger between CDE Asia Limited and Asian Investment Holdings Limited under Regulation 4 of the Foreign Exchange Management (Cross Border Merger) Regulations, 2018;
- *HCL Learning Limited*: Advised client and obtained approval in respect of application under Foreign Exchange Management (Transfer or Issue of Any Foreign Security) Regulations, 2004 \ as amended from time to time, read with Master Direction - Direct Investment by Residents in Joint Venture (JV) / Wholly Owned Subsidiary (WOS) Abroad dated January 1, 2016) to seek approval for write-off of original investment;
- *Confidential client*: advised on obtaining approval from RBI for gifting of shares of an Indian company to a nonresident.
- *DBG Technology (India) Private Limited*: Advised client and obtained approval in respect of application under the Foreign Exchange Management (Current Account Transaction) Rules, 2000, and the Master Direction on Import of Goods and Services dated January 1, 2016, as amended from time to time, for grant of permission for write off of import payables on the IDPMS portal;
- *Differential Technologies Ltd* Advised Client and assisted in obtaining permission of RBI for making overseas investment in a software company in USA and making it a 100% subsidiary;
- *Statestreet HCL Services (India) Private Limited*: advised on application under Foreign Exchange Management (Current Account Transaction) Rules, 2000 read with Foreign Exchange Management (Export of Goods & Services) Regulations, 2015, as amended from time to time, for grant of permission for payment of non-refundable earnest money;

- *Kiwi Investments Ltd., Mauritius* Advised Client on transfer of shares of an Indian company to it on merger of another Mauritius company with it and assisted in obtaining RBI approval for the same;
- *Ascent Private Equity Trust-* Advising client on application to RBI under Foreign Exchange Management (Non-Debt Instruments) Rules, 2019 seeking approval for swap of equity instruments pursuant to a share transfer;
- *Mindtree Limited* Advised in relation to obtaining RBI approval under the FEMA ODI Regulations for capital reduction of Mindtree's overseas subsidiary, Bluefin Solutions Limited ("Bluefin UK") and the step-down subsidiaries (i) Bluefin Solutions Inc, USA (ii) Bluefin Solutions Pte. Ltd, Singapore; (iii) Blouvin (Proprietary) Limited, South Africa and (iv) Bluefin Solutions SDN. BHD, Malaysia in lieu of transfers of business undertaking of the aforesaid subsidiaries as a going concern to the branch offices of Mindtree and subsequent winding up and liquidation of the aforesaid companies (except Bluefin Solutions SDN. BHD) without receipt of any cash consideration by Mindtree in India; and
- *Multiple confidential clients:* advising on several confidential compounding applications before the RBI;

Regulatory matters

- *Confidential Korean Chaebol* – Assisted client in responding to money laundering allegation levelled against representative office;
- *Confidential Indian Media Conglomerate* – Assisted client in ED enquiries in respect of the Panama Papers / Moseck Fonseca data breach issue;
- *Confidential Indian Bank-* Assisted client in responding to ED summons in respect of case registered by homebuyers against the Amrapali Group alleging siphoning off of funds.
- *Confidential Indian steel & power conglomerate-* Regularly assisting the client and its promoters in several matters with the ED over last 7 years;
- *Confidential Indian Industrial Group* - Advising the client in respect of queries raised by the ED in respect of non-compliances relating to import/export transactions;
- *Confidential Indian Healthcare Group:* Advising on ED inquiries in respect of a target healthcare business, which could have an impact on its acquisition by our client;
- *International MNC in the heavy machinery sector* - Advising on responding to inquiries made by the ED. Also advised on preparation of necessary written submissions with the ED in respect of summons received from them;

- *Confidential client*- Advised on preparation of necessary written submissions with the ED in respect of summons received from the ED.
- *Beam Global Spirits & Wine India Private Limited*: Advised on various compliances to be made under extant FSSAI Regulations;
- *Times Innovative Media Limited*: Advising on setting up of food and beverages stalls and compliances to be made theretofore day to day business activities;
- *GD Foods Limited*: Advised on various compliances to be made under as a food manufacture and food retailer as well as extant FSSAI Regulations;
- *Natco Pharma Limited*- Investment through PIS- Advised on the transaction and obtained regulatory approval from the FIPB/DIPP/DEA for increase in aggregate limit of investment by SEBI registered FII and their sub-accounts in the equity share capital of Natco Pharma Limited under the Portfolio Investment Scheme, to up to 31.50% of the equity share capital of the Company;
- *Natco Pharma Limited* -QIP Process- Advised on the transaction and obtained regulatory approval from the FIPB/DIPP/DEA for allotment of securities compliant with the FDI Policy by Natco Pharma to Qualified Institutional Buyers, pursuant to Chapter VIII (Qualified Institutions Placement) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009-(proposed investment was of approximately INR 450 crores);
- *Cadila Ltd- QIP Process*- Advised on the transaction and obtained regulatory approval from the FIPB/DIPP/DEA for allotment of securities compliant with the FDI Policy by Cadila to Qualified Institutional Buyers, pursuant to Chapter VIII (Qualified Institutions Placement) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009-(proposed investment was of approximately INR 5000 crores);
- *Alkem Laboratories*- Initial Public Offering and offer for sale- Advised on the transaction and obtained regulatory approval from the FIPB/DIPP/DEA for transfer of equity shares of the Company to successful Eligible Non-Resident Investors, pursuant to an initial public offering of the Equity Shares of the Company through an offer for sale by certain existing shareholders of the Company in accordance with SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 and other applicable laws and regulations, for a value not exceeding INR 3000 crores;
- *Lupin Limited-ESOPs*-Advised on the transaction on various issued connected with FDI policy and FIPB approval and obtained regulatory approval from the FIPB/DIPP/DEA in respect of ESOPs granted/ issue of shares under ESOPs to non-resident employees;
- *City Football Group*-Advised and obtained approval of Ministry of Sports under Press Note 3 of 2020 seeking prior approval of

government in respect of foreign direct investment from entities which have direct, or indirect beneficial ownership of persons based in China, in relation to an investment by City Football Group ("CFG") in Mumbai City Football India Private Limited.

- The approval requirement was triggered on account of CFG having a single shareholder, CMC Football Holdings Limited, an entity incorporated in Cayman Islands, which held 12.36% stake in CFG (at the time of making the application) and was ultimately beneficially owned by individuals/entities in China (among other non-China incorporated entities).
- *Bank of Baroda* -Advised and obtained approval of Department of Economic Affairs under Press Note 3 of 2020 seeking prior approval of government in respect of acquisition of shares of an Indian company engaged in financial services by a company incorporated under the laws of Hong Kong, pursuant to a scheme of amalgamation.
- *Confidential pharmaceutical client* -Advising and received post facto approval of Department of Pharmaceuticals under Press Note 3 of 2020 in respect of an application seeking approval of government for acquisition of shares of an Indian company by a company having ultimate beneficial ownership from entities based in China.
- *Confidential pharmaceutical client*-Advising and received approval of Department of Pharmaceuticals under Press Note 3 of 2020 in respect of an application seeking prior approval of government for acquisition of shares of an Indian company in the pharmaceutical sector by a company having ultimate beneficial ownership from entities based in China.
- *Confidential Indian Client*-Advised and received approval under Press Note 3 of 2020 in respect of investment by a foreign company having Chinese beneficial ownership in an Indian company engaged in retail trading.
- *Aurobindo Pharma Limited*- ESOPs- Advised on the transaction on various issued connected with FDI policy and submitted applications for obtaining FIPB approval respect of ESOPs granted/ issue of shares under ESOPs to non-resident employees.
- *Natco Pharma Limited*- Investment through PIS- Advised on the transaction and obtained regulatory approval from the RB and getting notified the increase in aggregate limit of investment by SEBI registered FIIs and their sub-accounts in the equity share capital of Natco Pharma Limited under the Portfolio Investment Scheme, to up to 31.50% of the equity share capital of the Company;
- *Meher Investments Private Limited*- Obtained DIPP clarification on a no names basis in respect of "general financing" activities of an NBFC in terms of the FDI Policy;

- *Dharampal Satyapal Group*- Winding up of overseas subsidiary and write off of loan etc-Advised on the transaction and obtained regulatory approval from the various authorities in Guinea, and finally ensured winding up of DS Guinea, wholly owned overseas subsidiary, in Africa and write off of the capital and loan granted to it by the parent company;
- *International Trade and Exhibitions India Private Limited (ITEIPL)*- Advised on the transaction and obtained No-objection/ MIB approval and clarification from the MIB for proposed expansion of the scope of business activities by way of engaging in carrying on the business, India and/or abroad, of printing, publishing and circulating or otherwise dealing in all types of Books, scientific and technical magazines/specialty journals/ periodicals and other publications but not in any manner dealing with news and current affairs;
- *ALSTOM France*- Advised ALSTOM France on "Press Note 1 of 2005" and on incorporating a new wholly owned subsidiary for undertaking transport activities and various metro rail projects, FIPB approval for starting the business in transport sector;
- *Areva France*- Conducted research for Areva France, a nuclear company, for their seminar on Indian legal scenario on various topics eg. Foreign Investment Policy, Policy on Transfer of Technology, Anti-corruption, Damages under contract Act, Bank guarantee, Limitation law, Force Majeure, time as the essence, specific performance, dispute resolution, property law and environmental laws etc.
- *MBDA France* -Advised MBDA France on its contract with Ministry of Defense, Government of India, for construction of Infrastructures dedicated to the Storage and Maintenance of the Mica Missiles.
- *Midwest Group*- Advised Midwest Group on various African laws and assisted them in setting up a company in Guinea, West Africa for the doing the business in mining sector;
- *Monnet Group*-Advised Monnet Group on various African laws and drafted an MOU between Government of Guinea and Monnet Group for carrying out mining activities in the Republic of Guinea;
- *Jindal Photo Limited*-Advised Jindal Photo Limited on issue related to coal block allocation by the Government of India;
- *Jindal Thermal Powertech Limited* -Advised Jindal Thermal Powertech Limited on various tax issues related to exemption from sales tax as capital subsidy;
- *WMS Gaming Inc*- Advised WMS Gaming Inc, a US company on gaming laws in India and also other tax related issues;
- *Lupin Ltd*- Advised, drafted, and assisted various companies i.e., Lupin Ltd, Ipca Laboratories, Agilent Technologies, B&A Ltd, Hospira and other foreign and Indian companies in getting FIPB approval for the purpose of conducting their business in India;

- **Government of Punjab**-Assisting and Advising Government of Punjab in for disinvestment of two companies Punjab Agro Juices Ltd and Puncom Communications Ltd, by conducting due diligence, advising the client on various options of asset sale. Also advising the Global Advisors in related transactions; and
- **WMS Gaming Inc**-Advised WMS Gaming Inc, a US company on gaming laws in India and also other tax related issues.

Mergers & Acquisitions:

- **GlaxoSmithKline Plc (GSK)** - Advised and obtained FIPB approval in relation to a major three-part global transaction between GSK and Novartis AG (Novartis), pursuant to which GSK is forming a consumer health joint venture with Novartis, while at the same time buying Novartis vaccines business and divesting its cancer drugs portfolio to Novartis. The three inter-conditional deals are worth over USD 20 billion. FIPB approval was obtained in respect of five transactions. In respect of FDI in Pharma sector, for the first time, FIPB has given its approval to the non-compete clause in the three-part global agreement, making this a path breaking approval;
- **MacRitchie Pte Ltd (Temasek entity)**: Advised on the transaction and obtained FIPB approval in respect of foreign direct investment and proposed issue and allotment of compulsory convertible preference shares representing 49.99% of the fully diluted post issue share capital of MakeSense Technologies Limited, (an investment holding Indian company owned and controlled by persons resident in India), on a private placement basis to MacRitchie Investments Pte Ltd, a wholly owned indirect subsidiary of Temasek Holdings (Private) Limited, Singapore;
- **Nippon Life** - Advised on the transaction and obtained FIPB approval in respect of proposed foreign direct investment by Nippon Life Insurance Company, a foreign mutual company, by way of secondary acquisition of a 23 percent additional stake in Reliance Life Insurance Company Limited, thereby increasing its aggregate shareholding in Reliance Life Insurance Company from 26 percent to 49 percent, from the existing shareholders Reliance Capital Limited and Viscount Management Services Limited;
- **Cipla Limited**- Advised on the transaction and obtained FIPB approval in respect of proposed foreign direct investment by FIL Capital Investments (Mauritius) II Limited (Fidelity Mauritius), a foreign company, by way of subscription of equity shares and compulsory convertible preference shares, of Cipla Health Limited, a wholly owned subsidiary of Cipla Limited to a maximum extent of 26.11 percent of the paidup equity share capital of Cipla Health Limited on a fully diluted basis for a consideration of INR 1452331848;
- **International Trade and Exhibitions India Private Limited (ITEIPL)**- Advised on the transaction and obtained FIPB approval in terms of Paragraph 6.2.8.3 of the FDI Policy for proposed expansion of the scope of business activities by way of engaging in carrying on the business, India and/or abroad, of printing, publishing and circulating or otherwise dealing in all types of Books, scientific and technical

magazines/specialty journals/periodicals and other publications but not in any manner dealing with news and current affairs;

- ***Mitsui & Co. (Asia Pacific) Pte Ltd***- Advised on the transaction and obtained DIPP clarification/approval in respect of proposed investment in Keimed Private Limited, an Indian company engaged exclusively in the business of wholesale trading of pharmaceutical and medical goods, and with specific reference to whether wholesale trading of pharmaceutical products would fall within the automatic route or would it require approval from the FIPB;
- ***GAIL***- Advised on the Share Purchase Agreement with respect to GAIL's joint venture with ONGC and GSPL for proposed exit.
- Comprehensive due diligence for Sahara Group which involved acquisition of various oil and gas fields for international companies; and
- Comprehensive due diligence for ACWA Power, an international company for water and power projects, which involved acquisition of various companies located in Bangladesh.

Single Brand Retail Transactions and Regulatory Approval and Corporate Advisory:

- ***Ryohin Keikaku Co., Ltd, Japan and Reliance Brands Ltd***-- Muji Single Brand Retail Application- Advised on setting up a joint venture and obtained approval from the DIPP/FIPB/DEA on behalf of Ryohin Keikaku Co., Ltd, Japan, a foreign company incorporated under the laws of Japan and listed on the Tokyo Stock Exchange, for the proposed foreign direct investment in single brand retail sector in India by way of subscribing upto 51% equity shares of a joint venture along with joint venture partner Reliance Brands Limited.
- ***Louis Vuitton Single brand retail matter***- Advised on the transaction and obtained approval from the DIPP/FIPB/DEA on behalf of Louis Vuitton for proposed increase in equity stake of Louis Vuitton Malletier in Louis Vuitton India Retail Private Limited from 51% to 100%; and
- ***Forever Living single brand retail matter***- Advised on the transaction and obtained approval from the DIPP/FIPB/DEA for allowing Forever Living Imports (India) Private Limited to carry out trading of products under the brand "Forever" in single brand retail sector with appropriate prefix or suffix.

Corporate and Commercial:

- Advised and assisted Alstom SA France to develop and market complete range of transport systems, equipment, and services in the Indian market. These include, amongst others, the EMU Coaches, E - Loco, Rolling Stock (for metro railway and the Indian Railway), Third Rail, Power Supply, Telecommunication, Track works etc;

- Advised and assisted Alstom, drafted EPC contracts, and negotiating various metro projects including Delhi Metro. Also assisted in interpretation of clauses and guiding the management on risk factor and its mitigation plan;
- Advised Hoya Medical, a Japanese company and drafted Logistic Service agreement and distributorship agreement;
- Advised and assisted in incorporation of RFS India Ltd, subsidiary of RFS France. Drafted relevant documents and day to day managing the affairs of the newly incorporated Company;
- Advised and assisted in incorporation of Axens India, subsidiary of Axens France;
- Conducted due diligence of Nord Gmbh and assisted in incorporation of Poyry Consulting (India) etc. by drafting, finalising, and vetting various documents required for incorporation;
- Centrica India Pvt Ltd (British Gas Group Company)- Advised on the transaction and successfully concluded termination of three employees through a mutual settlement cum release agreement;
- Centrica India Pvt Ltd (British Gas Group Company)- Advised on the transaction and successfully concluded dispute in respect resignation of an employee through responses to legal notice and rejoinder to the same;
- PUNCOM (Punjab Govt Undertaking)- Advised on disinvestment process and disputes in relation to termination of employment of the undertakings;
- Scientific Games Corporation- Advised on direct and indirect tax issues including change in rules or regulations preventing Scientific Games from shipping our product (EGMs) to the Scientific Games' Pune office for development purposes;
- Dilip Bhalla, NRI- Advised on various direct tax issues and issues connected with NRI's and Black Money Act.
- MSA Security Inc- Advised on various tax issues including import of canines in India and obtained PAN for MSA;
- Sajjan Jindal Group-Advised on various tax issues connected with NRI's and liberalized remittance scheme;
- Regularly assisting leading GAIL on various contracts, agreements etc related to Oil & Gas projects and advising on related investment issues;
- Advised, drafted, and assisted Mahindra and Mahindra for getting the defence industrial license from Government of India for manufacturing of various defence aircrafts and components. Also advised on offset obligations related to the same;

- Advised Mantri Developers and Vaishnavi Finlease Pvt Ltd by review of transaction documents and advice on legal and regulatory issues in relation to investments proposed to be made from time to time in various real estate projects;
- Advised Welspun Group on various African laws and drafted an MOU between Government of Guinea and Welspun Group for carrying out mining activities in the Republic of Guinea; and
- Advised Midwest Group on various African laws and assisted them in setting up a company in Guinea, West Africa for the doing the business in mining sector.

Dispute Resolution:

- Advised Qiagen GmbH, Swiss Company on its dispute with Genetix Biotech under the distributorship agreement and assisted Qiagen through a settlement mechanism. Also advised on various issues related to international commercial arbitration under the distributorship agreement;
- Handling major arbitration for Indiabulls in which disputed is related to foreign arbitral award and its validity under the Indian law; and
- Advised British Gas and Centrica India in its multimillion disputes with the top managerial level employee on various employment related issues and drafted related termination agreements and mutual cum settlement agreement for its senior managerial level personnel and thereafter negotiated on behalf of the Company successfully.

Private client and immigration practice:

- **BC Jindal group:** Advised on private family trusts and other family restructuring;
- **Jaipuria family:** Advised on protection of family assets and internal family restructuring;
- **Jajodia Family (Monnet Group):** Advised on protection of family assets and internal family restructuring;
- **Poddar family:** Advised on protection of family assets and internal family restructuring;
- **SGP Exim Private Limited-** Assisted in acquisition of citizenship for promoter family on account of being an erstwhile overseas citizen of India ("OCI") card holder;
- **Confidential-** assistance in obtaining registration as OCI card holder;
- **Sayaji group-** Assisted in acquisition of citizenship for promoter family of SGP Exim Private Limited on account of being an erstwhile OCI card holder;
- **DKMS group-** assistance in obtaining registration as OCI card holder;

- *Rosy blue group*- assistance in obtaining registration as OCI card holder;
- *EClerx*: advising promoter on surrender of Indian passport and acquisition of OCI card holder; and
- *Confidential*-advised on acquisition of Indian citizenship by way of naturalization.

Publications and Presentations:

- Prepared article on single brand retail trade which was published in Lexology and Mondaq;
- Prepared article on Products- recall, liability, and insurance-India Chapter for Globe Business Publishing Ltd, international publishing house;
- Prepared a Handbook on "Doing Business in Guinea" as a part of West Africa initiative and for developing the African practice of the firm; and
- Updated Handbook on "Doing Business in India" as a part of developing the corporate practice of the firm and to provide sufficient information to foreign investors for making investment in India.