



DIBYANSHU

Partner

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Practices:

Energy Infrastructure Resources
Mergers & Acquisitions
Private Equity

Education:

LL.M, Columbia University School
of Law, New York (2009), Harlan
Fiske Stone Scholar
B.A., LL.B (Hons.), National Law
Institute University, Bhopal
(2005)

Professional Affiliations:

New York State Bar
Bar Council of Delhi
Supreme Court Bar Association
Association of International
Petroleum Negotiators
American Bar Association

Dibyanshu is a Partner in the “Energy Infrastructure and Resources” practice group in the New Delhi office. Dibyanshu specialises in advising clients on Corporate Commercial laws, Mergers & Acquisitions and Infrastructure Projects with specific focus on Energy sector.

Dibyanshu has worked on a number of transactions in the Energy Sector (Power and Oil & Gas), Mining Sector and has advised clients on the entire gamut of project development issues in the Infrastructure space including renewable energy projects. His experience includes advising on domestic and cross border investments, entry strategies, transaction structuring, financing and regulatory issues.

Representative Matters:

In his areas of expertise, Dibyanshu has represented and advised the following clients:

- **Total** on acquisition of indirect interest of 23% in EREN Renewable Energy S.A. by subscription to a capital increase for an amount of €237.5 million;
- **Tenaga Nasional Berhad, Malaysia** in its investment of INR equivalent of USD 400 Million in GMR Energy Limited by way of subscription of 30% equity shares;
- **Hanwha Q Cells**, Korea and **Hanwha Energy Corporation Singapore Pte. Ltd.** in their acquisition of equity stake in group SPVs of Azure Power India Private Limited involved in solar projects across Punjab, Uttar Pradesh and Andhra Pradesh;
- **Cairn** on merger of Cairn India Limited into Vedanta Limited for an all-stock consideration;
- **Royal Dutch Shell** on acquisition of BG Group;
- **Avantha Power** in relation to the 100% acquisition of Korba West Power Company Limited by Adani Power Limited from Avantha Power & Infrastructure Limited at an enterprise value of approximately USD 677 million;
- **Torrent Group** on its acquisition of minority stake in Mahesh Gas Limited engaged in laying, building and operating a city gas distribution network in Pune, Maharashtra (excluding MGL areas);



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- **BLP Energy Private Limited** (part of Enel Group, Italy) in relation to its proposed 100% acquisition of a Indian company which holds and operates wind power projects;
- **Inox group** on development of ISTS based wind power projects aggregating to 300 MW in SECI-1 bid, 300 MW in SECI-2 bid and 200 MW in SECI-3 bid;
- **China Southern Power Grid Co., Ltd** in relation to proposed acquisition of a significant minority stake of a company which is developing power projects in India having an enterprise value in excess of USD 1 billion;
- **Orange Renewable Power Private Limited** in relation to tender documents issued by Solar Energy Corporation of India Limited for a project envisaging construction of 200 MW wind power plant in Tamil Nadu and drafting, reviewing and negotiating EPC and O&M agreements to be entered into with Siemens Gamesa Renewable Power Private Limited;
- **Solarpack Corporacion Tecnologica** on EPC contracts, O&M contract and financing in relation to four 15 MW and two 10 MW solar power plants in Telangana;
- **Bharat Heavy Electricals Limited** on engineering, procurement and construction contract entered with Bangladesh-India Friendship Power Company (Pvt) Limited for a project envisaging construction of 2*660 MW Maitree Super Thermal Power Project on turnkey basis at Rampal, Dagerhat, Bangladesh;
- **CESC Limited** in relation to its distribution franchisee and related contracts with JVVNL and JdVVNL for establishment of distribution franchisee in the cities of Kota, Bharatpur, and Bikaner;
- **Torrent Power Limited** on specific issues related to its Gas Sales Agreement with Indian Oil Corporation Limited;
- **Vendanta Limited** in relation to its engagement of an operation and maintenance contractor for a 1980 MW super-critical thermal power plant in the state of Punjab;
- **Niko Resources Limited** on various contractual and joint operating issues with respect to their Indian E&P;
- a large French company on review and analysis of tender documents issued by **Indian Railway Stations Development Corporation Limited** for development of Bijwasan Railway Station, and the proposed development agreement and station facility management agreement for the project;
- **ENI India Limited** on various regulatory, PSC and joint operating issues;
- **Sun Edison** in relation to acquisition of 102 MW of operating plant in India from Spain-based Fersa Energías Renovables, SA;
- **GE Energy** on certain project development issues;



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- **Karam Chand Thapar & Bros. (Coal Sales) Limited** on setting up of a 39.1 MW wind power project at Molgavalli, Andhra Pradesh;
- **TerraForm Global India Private Limited** and its group companies, ESP Urja Private Limited and Azure Power (Gujarat) Private Limited, on the financing availed from Overseas Private Investment Corporation;
- **ONGC Videsh Limited** on issues relating to joint operating agreement(s) and oilfield services contracts for offshore assets in Myanmar;
- **Great Eastern Energy Corporation Limited** on gas sale, purchase agreement and regulatory issues laying building and operating natural gas pipelines;
- **Chevron** on oil and gas regulations in India;
- **Gas Natural Fenosa** on its proposed bid to acquire Gujarat Gas Company including legal/regulatory issues relating to city gas distribution and pricing;
- **Solairedirect** on various issues relating to solar power projects including power purchase agreement and project development agreements;
- **GAIL (India) Limited** in relation to a corporate guarantee of approximately USD 828 million proposed to be granted *vis-a-vis* a guarantee facility availed by Gail Gas Limited (subsidiary of GAIL (India) Limited) from the State Bank of India, in relation to the City Gas Distribution (CGD) Bid;
- **Standard Chartered Bank** and **International Finance Corporation** on issues relating to credit facility of upto USD 750,000,000 to be made available to oil Energy Hydrocarbons Limited for its ongoing projects in Rajasthan including its pipeline;
- **Royal Bank of Scotland Plc** for the Reserve Based Facility (totaling USD 1 billion) for the development financing in the Rajasthan block;
- **Societe Generale** on issues relating to Secured Revolving Reserve Based Finance Facility (totaling USD 550 million) to be made available to Niko Resources;
- **Sensus International** on contract / tender documents relating to revamping of entire water supply system for Pune city issued by Pune Municipal Corporation;
- a large French company on review and analysis of the tender documents issued by India International Convention & Exhibition Centre Limited for selection of operator for India International Convention & Expo Centre at Dwarka, New Delhi;
- **Paras Healthcare Private Limited** in relation to the competitive bidding process for selecting the concessionaire for undertaking the designing, development, implementation, financing, operation and



maintenance of hospital at Dhruwa, Ranchi issued by Heavy Engineering Corporation Limited;

- **Surya Vidyt Limited** on various contractual and regulatory issues relating to its wind projects in India;
- **Bharat Heavy Electricals Limited** on tender documents for a project envisaging construction of gas fired power plant Kaltim Peaker 2, Indonesia having capacity of 100 MW and proposed contract for the project, with PT PLN (Perseo), Indonesia;
- **Bharat Heavy Electricals Limited** on its bid submission for a project by Bangladesh Power Development Board involving conversion of 100 MW Baghabari Gas Turbine Power Plant to 150 MW combined cycle power plant and the 2x35 MW Shahjibazar Gas Turbine Power Plant to 105 MW combined cycle power plant on turnkey basis, and on its contract agreement for the project between Bangladesh Power Development Board;
- **National Oilwell Varco** disinvestment of 76% stake in NOV Sara to Indian promoters, Multiples Private Equity Fund I and Multiples Private Equity Fund;
- a leading transportation company on proposed bid for setting up electric locomotive factory at Madhepura, Bihar and long term procurement and maintenance of electric locomotives; and
- **San Jose India Infrastructure and Construction Private Limited** on project related issues and its joint venture with MEP Infrastructure Developers Limited for participation in six highway projects on Hybrid Annuity Mode.

Publications

Dibyanshu has authored the following contributions:

- **"Renewable Energy 2019- India Chapter"** published by Getting the Deal Through (September 2018);
- **"MNRE Guidelines Amended: Six Months Extension for Commissioning Solar Power Projects"** published by Lexology and Mondaq (September 2018);
- **"Policy Framework for Exploration and Exploitation of Unconventional Hydrocarbons"** published by Lexology and Mondaq (August 2018);
- **"Policy Framework for Streamlining Operations of Production Sharing Contracts"** published by Lexology and Mondaq (July 2018);
- **"Open Acreage Licensing Policy"** published by Lexology and Mondaq (January 2018);
- **"CERC clarifies use of connectivity granted to parent company by subsidiary"** published by Lexology and Mondaq (October 2017);



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- **"Invest & Integrate"** published by Business World (February 2017);
- **"Budget wishlist: Stable fiscal regime in oil & natural gas needed to attract investments"** published by Firstpost (January 2017);
- **"The Solar Boom Marches on"** published by Power Today (December 2016); and
- **"Short Term Power Procurement - Impact on Sector"** published by Power Today (July 2016).