



**GRATA**  
INTERNATIONAL

Local Knowledge  
for Global Business

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# Corporate and M&A

GRATA International's M&A and Corporate Law practice is one of the largest in the CIS. We have received awards from leading international rankings such as Legal 500 and Chambers & Partners.

Our lawyers have extensive experience in advising on topical and problematic issues of corporate legislation in the countries where GRATA International is present.

The firm's portfolio includes over a hundred successful mergers and acquisitions, including landmark cross-border deals. Our M&A support includes a full range of services, from due diligence to registration of rights to acquired shares / shares and assets. We would especially like to note the strongest expertise of GRATA International on obtaining regulatory approvals required for M&A transactions.

Another key specialization of our lawyers is the creation of joint ventures with foreign participation: in this area we represent the interests of the largest corporations in the world.

Experience of GRATA International in the field of corporate governance deserves special attention. We successfully advise our Clients on protection of shareholders' rights, structure and function of boards, accountability and liability of top managers and controlling shareholders, information disclosure, corporate governance in family owned business and SOEs, etc.

## Services:

- ▶ advising on corporate law matters and M&A;
- ▶ structuring and support of M&A;
- ▶ preparing the Share Transfer Agreements;
- ▶ obtaining regulatory approvals in M&A;
- ▶ creating Joint Ventures; preparing Shareholders' Agreements;
- ▶ legal Due Diligence; Background Checks;
- ▶ corporate dispute resolution;
- ▶ incorporation of companies, opening of branches and representative offices;
- ▶ reorganization, transformation, and liquidation of companies branches and representative offices;
- ▶ changing CEOs, charter capital increase/decrease, registered address change, and other corporate procedures;
- ▶ preparing Constituent Documents, Regulations, Rules, and other internal documents;
- ▶ preparing trust agreements in relation to participatory interests/shares;
- ▶ advising on Corporate Governance; Corporate Secretary Service;
- ▶ obtaining Business Identification Numbers, Individual Identification Numbers;
- ▶ opening bank accounts, obtaining Digital Signature.



## Industries

[CONSTRUCTION & INFRASTRUCTURE](#)

[INDUSTRY & TRADE](#)

[MINING](#)

[PHARMACEUTICALS & HEALTHCARE](#)

[TECHNOLOGY, MEDIA & TELECOMMUNICATIONS](#)

[TRANSPORT](#)

## Recognition

### Azerbaijan



#### Legal 500, Tier 3, 2020

Placed in Tier 3 for its expertise in legal matters related to corporate law

## Belarus

CHAMBERS  
— AND PARTNERS —



### Chambers & Partners, Band 3, 2019

Ranked Lawyer - Dmitry Viltovsky. His practice spans corporate and M&A transactions, and he is also active assisting international clients with issues related to market entry. Market sources describe him as a "very open and communicative person".

### Pravo 300, 2021, II group

## Georgia



### Legal 500, Tier 3, 2019

'Always a pleasure to work with these professionals'.

'Deep knowledge of the peculiarities of corporate and commercial law'.

'Highly knowledgeable'.



### Legal 500 EMEA, 2021, Tier 3



### Legal 500, Tier 3, 2023

"Supportive and attentive team"

## Kazakhstan



### Chambers & Partners, Band 2, 2017-2019

"The firm has an intimate understanding of the local environment and issues that arise. They regularly act for international clients and are well versed in undertaking cross-border transactions."

### Legal 500, Tier 2, 2019

GRATA International advises on large-scale M&A transactions and has a strong record in the Oil and Gas sector. As a recent example, the team assisted Total with its acquisition of Maersk Oil.

### Chambers & Partners, Band 2, 2020

"They'll give us workable advice that we can take to negotiations".  
"Responsive and very thorough".



### Legal 500, Tier 1, 2020

The researchers gave special attention to the team's expertise in handling M&A projects for major international banks, investment firms and oil&gas corporations.



### Asia-Pacific, Asialaw Profiles 2021

The team of GRATA International was ranked among the best firms in Kazakhstan and placed in the highest tiers - "outstanding" and "recommended" in General Business Law, Energy, Oil&Gas, Construction

### Pravo 300, 2021, III group

### Legal 500 EMEA 2021, Tier 1

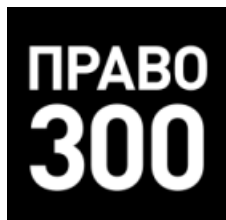
## Kyrgyzstan



### Chambers & Partners, Band 2, 2020

"They'll give us workable advice that we can take to negotiations".

"Responsive and very thorough".



### Pravo 300, 2021, I group



## Mongolia



**IFLR 1000, Tier 3, 2019**

## Russia



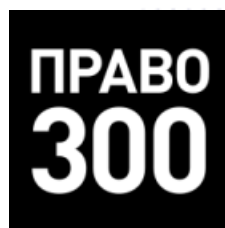
**Legal 500, Tier 3, 2019**

'Provide excellent support and know the commercial market very well'.



**Legal 500, Tier 3, 2020**

GRATA's St. Petersburg corporate practice, headed by Vladimir Komarov and Oleg Shevtsiv achieved recognition for its experience in general corporate matters, corporate structures, business strategies and investment issues.



**Pravo 300, 2020, II group**



**Legal 500 EMEA, 2021, Tier 3**

## Uzbekistan



**IFLR 1000, Tier 1, 2017-2019**

**Pravo 300, 2021, II group**

## Experience

### Armenia

- ▶ Advised on the acquisition of the shares of one of the leading medical and pharmaceutical institutions of Armenia by ensuring compliance with the newly introduced anti-corruption regulations;
- ▶ Advised on the acquisition of the shares of one of the leading gold products manufacturers of Armenia by attracting loans against the pledge of the shares by the acquirer;
- ▶ Advised the client on the establishment of a joint venture that is an innovative enterprise operating in the field of medical services and pharmaceuticals;
- ▶ Advised a globally active investment company on the Armenian tax consequences of debt investments by a Dutch and Luxembourg fund to private banks based in Armenia;
- ▶ Advising foreign and local legal and physical entities on legal matters of establishing and evolving business in Armenia;
- ▶ Advising a big Armenian pharmaceutical institution on alienating 33% of shares where way too many players are included by ensuring that corporate processes are carried out correctly;
- ▶ Advising a Russian leading microelectronics company to alienate its Armenian daughter company's shares to another Russian company by successfully gaining a special permit from the state authority within the shortest terms to be able to close the deal;
- ▶ Advising Japanese global logistics provider with 60 years of expertise in freight forwarding and transportation on the legal matters of performing the carriage of goods by rail mainly from China to several destinations through Armenia;
- ▶ Advising one of the largest payment-processing corporations worldwide on banking regulations of Armenia on offering and exploitation of cyber front Solutions;
- ▶ Advising the Armenian branch of a Chinese state-owned hydropower engineering and construction company that is constructing the nationwide North-South roadway corridor on running the day-to-day business including representing the client's interests in criminal and civil courts;
- ▶ Advising an Armenian branch of an international pharmaceutical company on their daily activities through various



corporate structures, corporate governance practices, management options, and shareholder arrangements;

- ▶ Advising an international audio electronics company on relocating business from Russia to Armenia;
- ▶ Advising a Swedish multinational networking and telecommunications company on starting a business in Armenia.

## Azerbaijan

- ▶ Advised two Big Four companies on the list of documents required to change the shareholders of their companies in Azerbaijan, prepared drafts of all documents required for signing share purchase and sale agreements and registered shareholder change in the state register of the Republic of Azerbaijan, represented the interests of the client before the relevant state bodies and notaries of the Republic of Azerbaijan;
- ▶ Advised a global recruiting agency on the change of shareholders of its subsidiary in Azerbaijan and antitrust filing requirements, prepared a list of documents required for the transaction and the stages of the transaction, assessed whether the transaction was subject to merger control, obtained a letter of consent from the antimonopoly authority for the implementation of the proposed transaction and registered shareholder change in the state register after the transaction closing, represented the interests of the client before the relevant state bodies and notaries of the Republic of Azerbaijan;
- ▶ Advised a foreign oil company on acquisition of a participation interest of Azerbaijani national oil company under a PSA in relation to gas field in the Republic of Azerbaijan; Conducted legal due diligence, advised on employment, environment, licenses/permits, antitrust, security, legal/practical risks, reviewed material contracts and provided the client with a Due Diligence Report;
- ▶ Established a branch of a large construction company, represented in seven (7) countries, which operates on the liberated territories of the Republic of Azerbaijan; advised the client on tax consequences of activities, obtained a construction license, as well as provides monthly legal support on labor law issues and preparation of contracts with counterparties;
- ▶ Established subsidiaries of a Russian agriculture company and Kazakhstan software company in Azerbaijan, one of which is engaged in the wholesale of grain, seeds and oilseeds, and the other in software development and a payment terminal;
- ▶ Provided a legal opinion on the establishment of a company to be engaged in paper manufacturing, advised on other corporate issues, including applicable tax regime, foreign exchange control, employment and migration matters;
- ▶ Provided a legal opinion on the establishment of a company providing cloud services and software, advised on other corporate issues, including applicable tax regime, foreign exchange control, employment and migration matters and licenses and permits requirements;
- ▶ Advised a major UK-based energy service company as to their transfer of business in Azerbaijan to another major international business player;
- ▶ Established a subsidiary of Aramco Overseas Holding in Azerbaijan, advised on PSA tax regime in the country, on employment laws, immigration laws, contracts etc.;
- ▶ Advised ONGC Videsh (India) on acquisition of the stake in ACG and BTC;
- ▶ Advised a large Chinese company on acquisition of a participation interest under the Agreement "On the Exploration,

- Development and Production Sharing for the Absheron Offshore Block in the Azerbaijan Sector of the Caspian Sea”;
- ▶ Advised a European oil company on acquisition of a participation interest under the Agreement "On the Exploration, Development and Production Sharing for the block including the Padar Area and the adjacent prospective structures in the Azerbaijan Republic". Conducted due diligence and prepared legal opinion, advised on financing, employment, environment, licenses/permits, antitrust, security, SOCAR consent, legal/practical risks, tax, foreign exchange, drafting documentation, writing formal requests, issued legal memos and formal legal opinion, etc.;
  - ▶ Advised a European oil company on acquisition of a participation interest under the Agreement "On the Exploration, Development and Production Sharing for the block including the Mishovdag and Kelameddin deposits in the Azerbaijan Republic";
  - ▶ Advised on Azerbaijani law matters / acted on behalf of an Asian oil company on a multi-million transaction related to acquisition of a participation interest under the Agreement "On the Exploration, Development and Production Sharing for the offshore Block, including the Inam prospective structure in the Azerbaijan sector of the Caspian Sea”;
  - ▶ Advised a major confectionery manufacturer on corporate, tax and labor aspects of opening a representative office in the Republic of Azerbaijan;
  - ▶ Advised a regional cargo carrier on antitrust matters and obtained acquisition clearance from state regulators;
  - ▶ Advised a major multinational company in the production of consumer goods on the compliance of activities with antitrust laws and successfully represented its interests in the antitrust authority;
  - ▶ Acted as a local legal counsel in a cross-border merger project and successfully represented the Globalink company before the state Antitrust authorities and obtained consent of the latter for the project;
  - ▶ Advised a German telecommunication company on a number of matters and conducted pre-merger Due Diligence in Azerbaijan;
  - ▶ Advised and supported the acquisition by a foreign investor of controlling participatory interest in a large service company in Azerbaijan;
  - ▶ Acted as a local legal counsel of Rolls-Royce in Azerbaijan in sale of its Energy Gas Turbine and Compressor business to Siemens;
  - ▶ Advised a US multinational manufacturer of networking equipment on liquidation and deregistration of its Branch in Azerbaijan;
  - ▶ Provided legal support to a Turkish company in liquidation of the Company’s subsidiary in Azerbaijan after acquisition of its business by a different company;
  - ▶ Advised a local Representative Office of a foreign oil company on liquidation and deregistration in Azerbaijan;
  - ▶ Advised Optilan (UK) Limited, a subcontractor of a major oil company in Azerbaijan on corporate aspects of dissolution, incorporation of an LLC and transfer of assets from a liquidated enterprise;
  - ▶ Advised a Swedish telecommunication company on a number of matters and conducted Due Diligence of the target company (M&A project) in Azerbaijan;
  - ▶ Advised a UK telecommunication company on regulatory matters in Azerbaijan;
  - ▶ Advised a European company acting as a Global Distribution System on various corporate matters, including various commercial, corporate and regulatory matters, and immigration law in Azerbaijan;

- ▶ Advised a French telecommunication company on various commercial, corporate and regulatory matters (including reorganization through merger) and immigration law in Azerbaijan.

## Belarus

- ▶ Representing the Buyer during purchasing of a plant owned by a European group of companies. The deal included support in concluding SPA, IP transferring agreement, equipment supply agreement and negotiating with the Seller. The deal value is more than 10 000 000 EUR. The team also participated in the support of the new investor's entry to the purchased plant (including preparation of the plan for the entry, obtaining a permission of antimonopoly regulator for implementing the deal, drafting the SPA);
- ▶ Advising the client on the acquisition of shares of Brest Beer OJSC, such as obtaining a decision of the authorised state bodies of Belarus on the sale of shares, deal structuring, drafting the share purchase agreement, drafting and negotiating the settlement agreement with creditors (the amount of investments in OJSC under the deal - more than 8 million euros);
- ▶ Advising the client (a large IT company) on cooperation with an investor, including the development of a project plan for investor's entry into a joint business, drafting a shareholders agreement, advising on taxation issues considering the legislation of Belarus and the United States, supporting the process of DD of the organisation in Belarus and abroad; Advising a large Belarusian diversified energy enterprise on the creation of a holding company, preparing legal documents and recommendations on the holding's activities;
- ▶ Legal support of registration of a major developer of web-based software in Belarus, structuring of the process of obtaining the status of a resident of Belarus High Tech Park by the created legal entity;
- ▶ Advising an international corporation on registering a cryptocurrency exchange in Belarus and on the possibilities of obtaining the status of a cryptocurrency platform operator, obtaining the status of a resident of the High Tech Park;
- ▶ Representing the interests of a Russian investor in the acquisition of control packet of shares in sewing enterprises in the process the privatisation of state property in Belarus;
- ▶ Support of European retailers in the process of entering the Belarusian market on a turn-key basis: starting from registration of legal entities to opening stores and full legal support of their activities;
- ▶ Representation of the buyer in the process of acquisition of a majority stake in a Belarusian company - seller of children's clothing (including legal DD, obtaining approval from the antimonopoly authority, deal structuring, etc.);
- ▶ Representation of the interests of a private Belarusian investor in the process of entering the mushroom business: conducting a DD of a Belarusian company, structuring a stake acquiring deal, representing a client during negotiations (total deal amount - USD 600 000);
- ▶ Representing of interests of a Russian company in entering the Belarusian market: opening a subsidiary, supporting the conclusion of an investment agreement to organise the production of nonwoven fabrics (total deal amount - USD 2 million), legal support of the real estate purchase;
- ▶ Drafting of a shareholder agreement for an IT company - resident of Belarus High Tech Park with the use of English law institutions to attract a foreign investor (total deal amount - USD 1 000 000);
- ▶ Advising a Belarusian engineering and manufacturing company (medical equipment manufacturer) on acquisition of

Chinese company's stocks of additional' issue;

- ▶ Advising a large international pharmaceutical company from the Netherlands on the opening and support of the current activities of the Representative Office, judicial formalization of labor relations, , on the sale of property;
- ▶ Legal support of a large international pharmaceutical company in the process of liquidation;
- ▶ Preparation of a comprehensive opinion for an international American law firm on the application of Belarusian bankruptcy law (specifically on the application of economic insolvency regulations);
- ▶ Advising a large Belarusian holding company, a manufacturer of ground-based urban electric vehicles, on its entry into the UK and Poland market (preparation of legal opinions on legal capacity);Advising a major children's toy manufacturer in Belarus on creating a holding company and changing its corporate governance structure;
- ▶ Advising a major French dairy manufacturer on the granting the company's stocks to employees, specifically on the compliance with the requirements of currency, tax and labor legislation;
- ▶ Legal support of the reorganisation in the form of spin-off of a large Belarusian construction company - resident of the Minsk free economic zone;
- ▶ Advising an international financial corporation on the possibility of giving gifts to officials of Belarusian companies;
- ▶ Legal support of transactions of shares in the statutory fund of commercial organisations in the process of registration, reorganisation and liquidation of companies.

## China

- ▶ Advising China Rising Energy International on the acquisition of a stake in the Kazakh oil company Tenge Oil & Gas;
- ▶ Advising Zhongman Petroleum and Natural Gas Group on M&A matters;
- ▶ Advising China Railway on the legal form of a Kazakhstani permanent establishment, preparation of corporate documents, registration of a permanent establishment in Kazakhstan, consultations on obtaining the necessary permits and licenses;
- ▶ Advising China Machinery Engineering Corporation on the legal form of a Kazakhstani permanent establishment, preparation of corporate documents, registration of a permanent establishment in Kazakhstan, consultations on obtaining the necessary permits and licenses;
- ▶ Advising China Construction on the legal form of a Kazakhstani permanent establishment, preparation of corporate documents, registration of a permanent establishment in Kazakhstan, consultations on obtaining the necessary permits and licenses;
- ▶ Annual legal support for the activities of China National Electronics Import & Export Corporation in the Republic of Kazakhstan on corporate law issues;
- ▶ Advising China National Technical Import & Export Corporation on the form of legal presence in Kazakhstan, drafting corporate documents, registration of permanent establishment in Kazakhstan, consulting on obtaining necessary permits and licenses;
- ▶ Advising Beijing Urban Construction Design & Development Group Co on corporate issues, including a form of legal presence in Kazakhstan, registration of legal entities in Kazakhstan, and on necessary permits for Design activities in

Kazakhstan;

- ▶ Due diligence of CITIC Construction assets in Kazakhstan and the Russian Federation;
- ▶ Advising private oil and gas Company Jereh Group on corporate issues, including registration of legal entities in Kazakhstan;
- ▶ Advising China ENFI Engineering Corporation of Metallurgical Corporation of China (MCC) on corporate structuring of activity, obtaining work permits, registration of permanent establishment, and applying for construction and design licenses;
- ▶ Advising Beijing Institute of Geological & Prospecting Engineering on corporate issues, including the form of legal presence in Kazakhstan, registration of legal entities in Kazakhstan, and necessary permits for geological activities in Kazakhstan;
- ▶ Advising Xiamen Tungsten Company, the largest Chinese tungsten market company, on the acquisition of tungsten deposits in Kazakhstan, including Due Diligence of the project and target, SPA/SHA negotiation;
- ▶ Advising Beijing Etrol Technologies Co on a potential acquisition of Kazakhstan company, including Due diligence of the project and target company;
- ▶ Advising China Power International Co., Ltd on investment in the share of a Kazakh company in relation to 100MWt wind power project development, including DD of Target Company, Legal environment Report, reviewing of Corporate documents for closing;
- ▶ Advising Chinese company on investment in the share of a Kazakh company Eneverse Kunkuat LLP in relation to 50 MWt Solar Power Plant project development, including DD of Target Company, Legal Environment Report, reviewing of Corporate documents for closing.

## Cyprus

- ▶ Acquisition of Digitally Inspired LTD (UK) by Intelias, expanding footprint in the UK, adding to existing locations in Ukraine, Poland, Germany, United States, Bulgaria, Croatia, Spain, Portugal, Colombia, India, and United Arab Emirates. Our office, performed the Due Diligence Procedures and the official filings at the Registry;
- ▶ Acquisition of TRNG Egg production unit, Kiev, Ukraine, through acquisition of Cyprus Holding Company;
- ▶ Acquisition of PPB Beer Factory Lviv, Ukraine through acquisition of Cyprus Holding Company;
- ▶ Acquisition of Valars Agro Plc, following enforcement of a pledge for the benefit by Deutsche Bank AG;
- ▶ Corporate Finance and Capital markets transactions with value of more than EUR 2 billion in banking, agricultural and industrial sector;
- ▶ Legal consultation for the issuance of Eurobonds, and IPO listings the London Stock Exchange (AIM) and Warsaw New Connect;
- ▶ Consultation and assistance for credit facilities from international banking institutions, Due diligence procedures and corporate restructuring;
- ▶ Counseling international arbitration cases under LCIA and the UNCITRAL rules recognition/ enforcement of awards in Cyprus.

## Georgia

- ▶ Providing legal support to different multinational companies in the process of registration of representative offices in Georgia;
- ▶ Providing legal support to an international pharmaceutical company in the process of liquidation of a branch;
- ▶ Support of large international companies in the process of changing the managers of local representative offices;
- ▶ Providing legal advice and support to Kazmunaigas in the process of selling shares in its Georgian subsidiary;
- ▶ Advising a large multinational company on employee stock options plan;
- ▶ Support of one of the largest development companies in the process of reorganization, working on the new articles of association and corporate structure of the company;
- ▶ Providing advice and corporate regulations on avoidance of conflict of interest and compliance requirement for corporate management of non for profit organization – one of the largest beneficiaries of USAID;
- ▶ Representing the interests of a major investor in the hospitality business on corporate issues in local courts;
- ▶ Legal support in the process of the acquisition of shares, including conducting Corporate Due Diligence, in a local company owning a gambling license and a casino in Georgia.

## Kazakhstan

- ▶ Advising CITIC Bank on acquisition of controlling interest in Altyn Bank;
- ▶ Advising Korean National Oil Corporation in the sale of its subsidiary in Kazakhstan;
- ▶ Advising Total SA on the local regulatory aspects of its USD 7.45 billion acquisition of Maersk Oil;
- ▶ Advising the second major Indian Bank – Punjab National Bank – in its acquisition of Kazakh Dana Bank;
- ▶ Advising International Finance Corporation on the acquisition of the 12% shares in Bank CenterCredit and provision of subordinated loan;
- ▶ Advising China Investment Corporation, a Chinese sovereign investment fund, on acquisition of GRD's representing 11% of shares of KazMunayGas Exploration and Production JSC, a London-listed oil and gas company;
- ▶ Advising UniCredit Group in the USD 2.3 billion acquisition of ATF Bank, one of the largest Kazakh banks;
- ▶ Advising Kookmin Bank on the acquisition of a 23% stake in Bank Center Credit, one of the largest Kazakh banks, for USD 634 million;
- ▶ Acting on the USD 100 million proposed acquisition of a Kazakh bank by a London-based Bank, including the conduction of due diligence;
- ▶ Advising underwriters of an IPO in Great Britain and Kazakhstan of the Eurasian Natural Resources Corporation for USD 2.6 billion;
- ▶ Advising a major Australian uranium mining company on its acquisition of a leading Kazakhstani nuclear company;
- ▶ Representation of Borealis A.G. in Joint-Venture matters of a world-scale polyethylene project in Kazakhstan (amount of investment USD 6.5 billion);
- ▶ Representation of Baker Hughes in creation of a Joint Venture in Kazakhstan;
- ▶ Representation of ENKA in the creation of a Joint Venture in Kazakhstan;



- ▶ Representation of Dietsmann in creation of a Joint Venture in Kazakhstan;
- ▶ Representation of a foreign investor in creation of an industrial waste export trading company in UAE.

## Kyrgyzstan

- ▶ Advising AAEngineering on doing business in Kyrgyzstan, prepared a complex memorandum on general and specific issues of corporate law, customs law, labour law, tax law, environmental protection, construction standards, etc.;
- ▶ Advising Kazakhstani gas company on reorganization of three subsidiaries in the Kyrgyz Republic;
- ▶ Advising a major German railways operator on acquisition of 100% shares of the local logistics company. Representing interests of one of the leading mobile operators in court on dispute re. sale of 100% of shares of a local mobile operator (in the course of the special administration procedure);
- ▶ Advising a group of foreign private investors in connection with acquisition of a stake in the Kyrgyz bank, including full legal due diligence of the target company and obtaining the National Bank's preliminary consent for the purchase of the bank's shares;
- ▶ Advising University of Applied Sciences Zwickau on establishing a partner university in the Kyrgyz Republic. Drafting corporate documents and conducting all necessary activities for state registration of the university in the Kyrgyz Republic;
- ▶ Advising EPAM Systems Inc. on establishing a subsidiary on the territory of the Kyrgyz Republic. Providing legal services to the local company on all legal questions related to its activity;
- ▶ Advising Remote, a global HR company, on establishing a subsidiary on the territory of the Kyrgyz Republic;
- ▶ Advising Tegeta Motors on establishing the subsidiary on the territory of the Kyrgyz Republic.

## Moldova

- ▶ Consulting and assisting the client in a PPP with the Ministry of Health on providing dialysis services on the territory of Republic of Moldova;
- ▶ Representing and assisting the client (a big company from Poland specialized in sugar production) in the process of purchasing the enterprise as a unique patrimony complex;
- ▶ Representing and assisting the shareholder (a legal person from England - specialized in TV and media) in SPA transaction for transfer of the shares from a large and famous TV from Moldova;
- ▶ Consulting of a major Romanian construction company in the Construction Projects with a leading building material and construction solutions company in Moldova serving the construction industry producing cement, aggregates, and construction solutions used in building projects;
- ▶ Consulting of a leading Moldovan Construction company in connection with a PPP project with Leova Municipality and The Council of Europe Development Bank (CEB), regarded as one of the most complex integrated greenfield project developed in Moldova to date. The value in excess of EUR 3,5 million;
- ▶ Consultancy of a leading Dental Practice from Moldova in drafting and implementing the strategy for the restructuring

of various companies within the group, assistance in acquisition of finance with Private Equity investors from EU.

## Mongolia

- ▶ Incorporated various foreign invested companies in sector of foreign trading, luxury jewelry, bitum production, heavy equipment maintenance and repair service, laboratory services of mining commodities, information technology, telecommunication, English training service provider etc.;
- ▶ Incorporated foreign company's representative office in Mongolia in pharmaceuticals, lab equipment trading, heavy mining equipment manufacturer etc.;
- ▶ Advised on article of association on matter of shareholder change, director's competence change, address change, registered capital change etc.;
- ▶ Drafted shareholders agreement, share transfer agreement and rights transfer agreement of foreign invested limited liability company in mining sector, foreign trading, construction industries;
- ▶ Advised and registered share transfer transactions of the information technology, construction, foreign trading, English training service provider etc.;
- ▶ Advised on various commercial agreements including equipment sale and purchase agreement, service agreement, consulting service agreement, repair and maintenance;
- ▶ service agreement, distribution agreement, office and workshop leasing agreement, subcontractor agreement, hire agreement, mediation agreement etc.;
- ▶ Drafted and issued due diligence report of mining companies;
- ▶ Drafted legal memo on incorporation of legal entity and rep office in Mongolia;
- ▶ Assisted on obtaining toxic chemical license on importing and using in Mongolia;
- ▶ Assisted on obtaining workplace and toxic chemical storage permission;
- ▶ Advised on requirement and need of environmental impact assessment report;
- ▶ Advised on medicinal/pharmaceuticals advertising law of Mongolia;
- ▶ Advised on personal, organizational privacy laws of Mongolia;
- ▶ Advised and revised in corporate anti-corruption case;
- ▶ Drafted debt transfer agreements for ZTE and its customers;
- ▶ Advised on various question on donation, gift, benefits for government officials;
- ▶ Advised on fraud case of the Executive director of the company;
- ▶ Advised on obtaining tobacco product wholesale and retail licenses in Mongolia;
- ▶ Advised on preventing conflict of interest in public procurement;
- ▶ Advised on bankruptcy and insolvency proceedings;
- ▶ Advised on taxi service regulation in Mongolia;
- ▶ Advised on incorporation foreign invested company, taxation obligations and permitting requirements in foreign trading and warehousing activities to the subsidiary of Russian state owned company;
- ▶ Assisted on registration of the foreign invested companies in Mongolian in the advertising sector from the US and IT sector from Russia;



- ▶ Assisted on registration of representative office of the US company in Mongolia, assisted on registration of Director and address of the Rep office;
- ▶ Advised and assisted on registration of the Permanent establishment of Kazakhstan company and its taxation obligation;
- ▶ Advised on various multinational companies in regards with personal privacy regulations of Mongolia.

## Russia

### Moscow:

- ▶ Providing for establishment of a subsidiary of a European manufacturer of plastic products;
- ▶ Providing for establishment of a joint venture with Italian and Kazakhstani founders, development of a corporate agreement;
- ▶ Advising an international group of companies (medical services) in connection with reorganization of its business in Russia and structuring a joint venture with a Russian partner;
- ▶ Representing a major investment fund in connection with the acquisition of a stake in a Russian broadcasting company (i.e., preparing and negotiating the shareholders' agreement, reviewing and negotiating other transaction documents);
- ▶ Representing an investment fund in connection with its joint venture with a Russian construction holding (preparing and negotiating shareholders agreement, pledge and loan agreements and guarantees as well as preparing and reviewing corporate approvals);
- ▶ Advising a private equity fund in connection with the acquisition of shares of a Russian bank (i.e., preparing the sale and purchase of the shares and share pledge agreements);
- ▶ Advising a private equity fund in connection with the sale of participatory interests in a Russian LLC (reviewing and negotiating the transaction documents).

### Samara:

- ▶ Representing the interests of a Russian company, the leader in Russia in the production of construction materials, in structuring an investment transaction with a large foreign investor from China;
- ▶ Representing one of the leading Russian companies in the field of crowdlending in terms of developing the internal legal structure of the business and harmonize the investment transactions with investors;
- ▶ Protection of the interests of the principal in the case of cartel in the market supply of medicines for public hospitals;
- ▶ Successfully conducted several dozen partnership sessions between business owners in different jurisdictions, including with the participation of beneficiaries resident of unfriendly countries.

### Rostov-on-Don:

- ▶ Legal support in the acquisition by Louis Dreyfus Vostok of an uncompleted grain transshipment port terminal in the Rostov Region;
- ▶ Inspection of agricultural enterprises in the South of Russia for a large international agricultural holding RZ AGRO

before their acquisition;

- ▶ Providing support for the establishment of a subsidiary of a well-known pharmaceutical company BASF, including the establishment of a representative office in the South of Russia;
- ▶ Providing support for the establishment and accreditation of a representative office of a foreign company;
- ▶ Providing legal assistance on a permanent basis to a large international company engaged in maritime transportation and agency activities, including expanding its presence (opening branches) in the largest Russian ports in the Far East, Sakhalin and Kamchatka. Support for making deposits to the property of a Russian subsidiary company. Support of corporate procedures related to the change of company Directors. Support of transactions for the purchase and sale of shares of a Russian subsidiary company;
- ▶ Providing legal assistance to large Turkish company uh Cimento Sanayi Anonim Sirketi on support and negotiation of purchase and sale transactions of port facilities in the South of Russia and shares in a Russian company;
- ▶ The majority participant of the Russian company regularly financed the activities of a subsidiary of the Russian company (LLC), providing him with loans in foreign currency on the basis of a revolving loan agreement. Consultations and support were provided for the set-off of the monetary claims of the majority participant against the participant's additional contribution to the authorized capital of the subsidiary. Consultations were provided on tax issues regarding the offset of monetary claims. All the documents were prepared for the implementation of the specified procedure (a request for repayment of the loan, an agreement on the offset of monetary claims). Documents were prepared for Preparation of all documents for holding a general meeting of LLC participants to make a decision on the offset of monetary claims, a decision to increase the authorized capital of the LLC, a decision to approve amendments to the charter of the LLC in connection with the increase in the authorized capital;
- ▶ A foreign legal entity operating in an unfriendly state, which owned 3 subsidiaries of Russian companies, including 2 manufacturing enterprises, decided to leave the Russian market and sell Russian subsidiaries to a Russian buyer. Consultations were provided on the preparation and execution of transactions for the purchase and sale of shares in the authorized capitals of 3 LLC. On behalf of the seller, as part of the preparation of the purchase and sale of shares in subsidiaries (M&A) and Due diligence by the buyer, a search, classification and preservation of all corporate documents of subsidiaries (decisions of the sole participant, decisions of the boards of directors, including the increase in the authorized capital of Russian subsidiaries) was carried out;
- ▶ Legal services were provided to represent the interests of the largest agricultural enterprise in the Rostov region in a large corporate conflict that arose as a result of a hereditary dispute after the death of the founder and the main shareholder, which was used by unscrupulous persons to intercept the management of the enterprise, the withdrawal of assets, as well as obtaining ownership of large land (sown) areas. Consulting on corporate governance issues. Representing the interests of the principal in courts on numerous corporate disputes. Consultations on corporate governance issues were provided. Legal services were provided to represent the interests of the principal in courts on numerous corporate disputes.

## St Peterburg:

- ▶ Advising a major oil and gas company on sanctions restrictions and advising on reorganisation procedures for its

foreign subsidiaries;

- ▶ Advising a Russian pulp and paper industry leader on setting up a joint Swiss-Azerbaijani venture.
- ▶ Establishment of a Russian-Turkish joint venture for one of Rosatom's largest suppliers for construction of a nuclear power plant in Turkey;
- ▶ Supporting the reorganisation of the Russian representative office of a major trading and industrial company with an estimated annual turnover of EUR 200 million;
- ▶ Advising on setting up Russia's first closed-end unit investment fund worth EUR 5 million in litigation finance;
- ▶ Advising on reorganisation of an Austrian holding company, a major supplier of equipment and materials for food production and packaging, whose assets in Russia were valued in excess of USD 28 million, including: analysis and calculation of potential profit from proposed merger of Austrian food holding company subsidiaries in Russia;
- ▶ Advising in connection with the sale of a Russian subsidiary company to a major Dutch manufacturer of air conditioning, ventilation and heating systems for civilian ships, naval vessels and offshore platforms;
- ▶ Assistance in setting up a subsidiary company of one of Russia's largest real estate developers. The company was set up to implement a major construction project;
- ▶ Reorganising the structure of subsidiaries and associates of a famous French chocolate products brand registered in Russia. Development of a strategy and action plan for structuring corporate ownership (between non-residents and residents);
- ▶ Amending the corporate ownership structure of the autonomous non-commercial organisation Great Arctic Regatta Water Recreation Industry and Coastal Areas Development Agency, as well as advising on other corporate law matters;
- ▶ Representing one of the owners of a major construction company in connection with a corporate conflict;
- ▶ Advising in connection with the sale of a major natural energy monopoly company;
- ▶ Establishing a subsidiary company in the Republic of Turkey providing innovative technologies for the electronics industry to the domestic and foreign markets, with the goal of expanding production and streamlining logistics;
- ▶ Advising on sale of a subsidiary's stake in a major Israeli cosmetology equipment manufacturer.

## Tajikistan

- ▶ Advising the American company Tetra Tech ES, Inc. on the state registration of its Branch in Tajikistan (as well as preparing a memorandum) and supporting the state registration of its Branch in Tajikistan;
- ▶ Advising the American company "ABT ASSOCIATES INC." on changing the director of their representative office in Tajikistan, preparing all the necessary documents and supporting the entire process of changing the director;
- ▶ Advising the European company Open Society Foundations on the liquidation of its representative office in Tajikistan;
- ▶ Conducting due diligence of documents of Gold Mountains (H.K.) subsidiary International Mining Company Limited in Tajikistan (subsidiary - TBEA DUSHANBE MINING INDUSTRY LIMITED LIABILITY COMPANY);
- ▶ Conducted due diligence on documents of a subsidiary of Huaxin Cement Co., Ltd. in Tajikistan (Chinese company);
- ▶ Advising the Kyrgyz company Softskills LLC on the state registration of its subsidiary in Tajikistan and supporting the state registration of its subsidiary in Tajikistan;

- ▶ Legal due diligence of documents of Central Asia Mining CO LTD, a Chinese company, in Tajikistan;
- ▶ Advising Yummy Group, a Russian company, on issues related to business organization and customs issues in Tajikistan;
- ▶ Advising "TBEA" OJSC, a Chinese company, on the registration of a legal entity and liquidation of their Representative Office in Tajikistan;
- ▶ Maintenance of state registration of a branch of "TRAKTEBEL ENGINEERING", a French company, in Tajikistan;
- ▶ Support of liquidation and advising on tax and labour issues in the process of liquidation of the Representative office of "WILO SE", a German company, in Tajikistan;
- ▶ Advising Epirok Central Asia LLP on issues related to the organisation of business in Tajikistan;
- ▶ Legal due diligence of documents of LLC "SP Zarafshon" (a Tajik-Chinese mining company);
- ▶ Advising Mogo Finance on the requirements of the laws of Tajikistan regarding starting a business;
- ▶ Legal due diligence of documents of a Tajik subsoil user company for DeHeng Law Firm;
- ▶ Advising ALRUD Law Firm on various issues in Tajikistan and conducting legal due diligence of documents of LLC TPK-Tajikistan;
- ▶ Advising KANGDA LAW FIRM on the Agreement on Public-Private Partnership in Tajikistan on the built, operation and transmission of high-voltage power lines in Tajikistan;
- ▶ Advising Clyde & Co on organizing a Chinese company in Tajikistan through establishing a representative office: preparing a memorandum;
- ▶ Advising Huawei, a Chinese company, on labor issues in Tajikistan;
- ▶ Support liquidation and tax advice in the process of liquidation of the branch office of the American company "Baker Hughes" in Tajikistan;
- ▶ Support of liquidation and tax advice in the process of liquidation of the branch office of "GE Grid GmbH", a German company, in Tajikistan;
- ▶ Support of liquidation and tax advice in the process of liquidation of the Representative office of the French company "Alstom Holding" in Tajikistan;
- ▶ Advising China Xinjiang Agricultural Investment Company "New Silk Road Zhongtai LLC" and conducting Due diligence of documents in relation to two subsidiaries in Tajikistan - ZAO Zhongtai-Dangara Sin Silu Textile and ZAO Zhongtai-Khatlon Sin Silu;
- ▶ Advising ABC International Holdings Limited, a Chinese company, on organizing a business in Tajikistan and setting up a subsidiary in Tajikistan;
- ▶ Advising the European Bank for Reconstruction and Development on the issues of conducting Due diligence of documents of the Landlord of the Bank in Khujand and the preparation of a rental agreement;
- ▶ Advising and preparation of memorandum for Italian Company "SIDEL S.p.a" on Promissory Note and pledge legislation of Tajikistan, including preparation and registration of Pledge agreement;
- ▶ Registration of a branch office of the Indian company Jyoti Structures Limited in Tajikistan;

Advised ZTE Tajikistan on re-registration in connection with the replacement of the Director and the change of legal address.

## Turkmenistan

- ▶ Analysis on establishment, structuring and restructuring of the business in Turkmenistan for representatives of companies from U.S.A., Europe, Middle East, Russia and CIS, as well as East Asia;
- ▶ Consulting on establishment of the business in the territory of Turkmenistan for representatives of small and medium enterprises in the form of IE, ES, JSS.

## UAE

- ▶ Acting on two assignments to carry out corporate restructure for two large corporate entities in Dubai;
- ▶ Acting on assignment to establish a mobile device trading entity in Dubai;
- ▶ Assisting a French entity in de-registering and liquidating branch in the Emirate of Fujairah;
- ▶ Representation of a foreign investor in creation of an industrial waste export trading company in UAE.

## Ukraine

### Corporate:

- ▶ Development of corporate structure for entering the Ukrainian market;
- ▶ Consulting on restructuring of distribution model in Ukraine to increase business efficiency and prevent legal risks;
- ▶ Consulting related to the ownership structure for Ukrainian company and implementation of the new structure for entering the Ukrainian market;
- ▶ Consulting on securitization of key assets in Ukraine and implementation of security measures from outside threats;
- ▶ Analysis of business structure to identify tax and legal risks. Development of ownership structure to ensure operational and tax efficiency for attracting outside financing;
- ▶ Consulting on group restructuring (change of the holding company in Ukraine) and transfer of shares to the new shareholder for further engagement of outside financing;
- ▶ Restructuring of distribution model in Ukraine, that allowed to decrease expenses and mitigate historical regulatory and operational risks;
- ▶ Consulting on business restructuring, support with transfer of operational activities on new company and liquidation of old ones.

### M&A:

- ▶ Legal and tax due diligence of local logistics company. Transaction support for the buyer, including transaction structuring;
- ▶ Legal and tax due diligence of local petroleum company for the buyer;
- ▶ Legal and tax due diligence of Ukrainian subsidiary for further sale to the investor;

- ▶ Legal due diligence of Ukrainian subsidiary for further sale to the investor;
- ▶ Legal and tax due diligence of key assets for further sale;
- ▶ Legal and tax intelligence review of business of Ukrainian partner for further acquisition.

## Uzbekistan

- ▶ Assisting the leading Japanese natural resources company in negotiations with the Government of Uzbekistan of the terms and conditions of the project on exploration of uranium deposits in Uzbekistan. Assisted with drafting and negotiations of the Production Sharing Agreement, Exploration Agreement and a Resolution of the President. Managing the process of obtaining of exploration licenses, permits and land allotments. Advising the client on Production Sharing Agreements laws, including legal analyses of provisions on recoverable and non-recoverable expenses, commercial discovery, proving reserves and their consequent state registration, stability provisions, taxation, customs, licensing, IRR, cost product, profit product, export of product, dispute resolution, access to resources, and other matters (the "Best Energy and Natural Resources Deal of the Year" by the China Business Law Journal Awards 2016);
- ▶ Advising a leading Italian company in drafting and negotiations of a Joint Venture Agreement with the National Holding Company "Uzbekneftegaz" on establishment in Free Industrial Economic Zone "Navoi" a joint venture on production of modern heating and hot water systems;
- ▶ Advising a leading Spanish high-speed train manufacturer on incorporation of a subsidiary in Uzbekistan and providing day-to-day legal assistance;
- ▶ Carrying out full legal due diligence of the largest telecom operator in Uzbekistan in connection with upcoming corporate acquisition of the operator;
- ▶ Conducting full legal due diligence of the largest beer brewer in Uzbekistan for a leading Turkish beer brewing company with the view of corporate acquisition;
- ▶ Conducting due diligence checks on Uzbek banks in equity purchase transactions involving foreign elements;
- ▶ Due diligence of local representative office activities for an Indian pharmaceutical company, advising on transfer of business issues;
- ▶ Carrying out legal due diligence for the largest state owned Russian gas corporation on the shareholders' ownership rights over three gas booster stations worth over USD 500 million and their potential transfer to the subsidiary of the National Holding Company "Uzbekneftegaz";
- ▶ Carrying out full scale legal due diligence of the leading Uzbekistani online advertisement source with view of corporate acquisition;
- ▶ Carrying out full scale due diligence of the telecommunications operator and manufacturer of telecommunications equipment. Areas of focus: corporate structure, real estate, judicial proceedings, licenses and authorizations, employment issues, compliance with anti-monopoly rules, compliance with customs regulations, intellectual property issues;
- ▶ Carrying out full scale due diligence of Angren cement plant. Areas of focus: corporate structure, real estate, judicial proceedings, licenses and authorizations, employment issues, compliance with anti-monopoly rules, compliance with

customs regulations, intellectual property issues;

- ▶ Carrying out legal due diligence of an Uzbek subsidiary of the Chinese oil and gas service providing company. Areas of focus: corporate structure, real estate, judicial proceedings, licenses and authorizations, employment issues;
- ▶ Advising a leading US (Fortune 100) in drafting and negotiations of a Joint Venture Agreement with the National Holding Company "Uzbekneftegaz" on establishment in Free Industrial Economic Zone "Navoi" a joint venture on production of compressed natural gas stations;
- ▶ Acting for a leading Chinese construction equipment manufacturer and assisting in drafting and negotiations of a Joint Venture Agreement with the Uzbek Railways on the establishment of a joint venture on production of modern hydraulic excavators, drafting and negotiating a Trademark and Tradename license Agreement and Technology license agreement;
- ▶ Advising and acting for the sponsors' consortium consisting of a major Malaysian national petroleum corporation and a South-African private corporation on Investment Agreement with Uzbekistan Government, Joint Venture Agreement with Uzbekneftegaz, and bankability aspects for construction, maintenance, and operation of the GTL Plant in worth USD 3.5 billion;
- ▶ Advising a Singapore multi-industry corporation on acquisition from Government of the Textile Plant, negotiating and drafting the Joint Venture Agreement with the National Bank of Uzbekistan, advising, drafting and negotiating USD 88 million Investment Agreement with Uzbekistan Government aimed for construction and operation of first textile factory using high-end compact technologies capable of producing fiber of highest quality. Drafted and registered with the Central Bank of Uzbekistan three Facility Agreements worth approximately USD 70 million;
- ▶ Acting for a world-leading engineering company on establishment of the Joint Engineering Center in Uzbekistan, drafting and negotiating Joint Venture Agreement with Uzbekistan project institutes in petroleum and heavy industries, negotiating and drafting the Investment Agreement with Uzbekistan Government to receive individual tax and customs incentives;
- ▶ Structuring and implementing an equity purchase transaction for a group of Russian investors in Uzbekistan;
- ▶ Advising and acting for DEG in connection with USD 17 million investment project involving private equity in two production companies in Uzbekistan;
- ▶ Representing a leading Korean electronics manufacturer at Uzbek antitrust and law enforcement authorities against fake TV and vacuum cleaner importers and retailers in Uzbekistan;
- ▶ Representing a leading German pharmaceutical company at Uzbek antitrust authority and economic court against producers and retailers of counterfeit pharmaceutical products in Uzbekistan;
- ▶ Representing the largest German construction materials manufacturer at Uzbek antitrust authority, economic court and law enforcement authorities against producers and retailers of counterfeit construction materials in Uzbekistan;
- ▶ Advising a group of companies based in Israel, the USA and the UK on tax obligations and emergence of permanent establishment in Uzbekistan in relation to a long term EPC contract in the telecommunications industry (USD 40 million project);
- ▶ Advising a leading Russian EPC company on issues related to taxation in Uzbekistan, including registering, reporting and de-registering of permanent establishment in Uzbekistan;



- ▶ Advising a leading Japanese mining and exploration companies on issues related to taxation in Uzbekistan, including registering, reporting and de-registering of permanent establishment in Uzbekistan;
- ▶ Advising an Italian based engineering company on tax implications (permanent establishments and taxation under Double Tax Treaties) in relation to EPC contract for construction of the Gas-To-Liquid plant (over US\$ 1 billion. project);
- ▶ Advising a leading European cement manufacturer in negotiations with the Uzbekistan Government of the terms and conditions of exploration licenses and project on construction of USD 500 million cement plant in Uzbekistan;
- ▶ Agreement with the leading Uzbek manufacturer and retailer of pharmaceuticals and medicines on establishment of a joint venture company on production of pharmaceutical and medical appliances in Uzbekistan;
- ▶ Advising a leading US pharmaceutical company on general corporate and commercial law matters in connection with establishment of a manufacturing joint venture with the Uzbek Government;
- ▶ Advising a leading German pharmaceutical company in establishment of the local presence in Uzbekistan and providing day to day assistance on legal matters;
- ▶ Advising a leading Indian pharmaceutical company in establishment of the local presence in Uzbekistan and providing day to day assistance on legal matters;
- ▶ Advising a UK based international insurance company on the sale of its shares and exit from a local joint venture;
- ▶ Advising and implementation of acquisition of shares owned by the largest Uzbek wireless internet operator's shareholder in the Netherlands based investment company. Carrying out anti-monopoly clearance of the transaction. Registering the transaction with Uzbekistani Ministry of justice;
- ▶ Advising and providing practical assistance to a German manufacturer of tractors in relation to purchasing share in a plant for production of tractors. Drafting all purchase documents, registration of the transaction with Uzbekistani Ministry of justice;
- ▶ Structuring sale of 92 % of shares in a large juice manufacturing company owned by Uzbek legal entities, holding 26 % share in the local juice market. Transaction has been completed successfully, anti-monopoly permission was obtained in due course;
- ▶ Advising and providing practical assistance to an Indian automobile spare parts manufacturer on sale of its 100% owned Uzbekistani subsidiary to a foreign buyer. Carrying out anti-monopoly clearance and state registration of the transaction;
- ▶ Advising on breaches of anti-monopoly regulations in the course of a proposed restructuring of a local IpTV company;
- ▶ Advising a large German business advisory and consultancy company on compliance with local anti-monopoly rules in relation to the proposed purchase of 100% shares in a local business consultancy company;
- ▶ Full legal due diligence of Uzbek subsidiary of Chinese based international telecommunications equipment manufacturer, preparation of a company for a large scale financing transaction;
- ▶ Full due diligence of Uzbek subsidiaries of UAE based international transportation company, preparation of all participating target companies to an international take over by a German transportation company;
- ▶ Full due diligence of a cement plant located in Tashkent region for the purposes of identifying legal and commercial risks, a work performed in favour of a potential Russian based investor;



- ▶ Full due diligence of an Uzbek construction materials manufacturer located in Tashkent for the purposes of identifying legal and commercial risks; a work performed in favour of a potential Turkish based investor;
- ▶ Full due diligence of a major Uzbek beef manufacturer located in the Tashkent region for the purposes of identifying legal and commercial risks; a work performed in favour of a potential European based investor.

## Key contacts



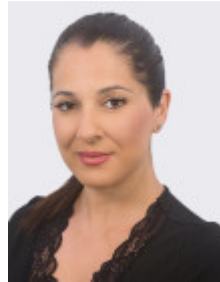
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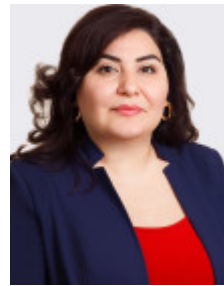
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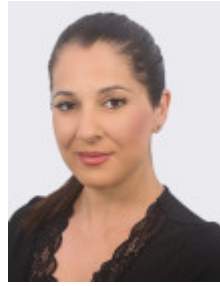
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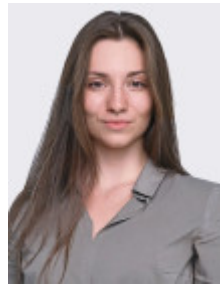
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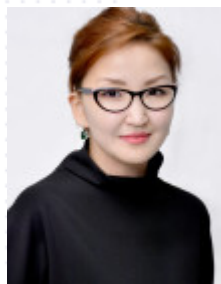
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