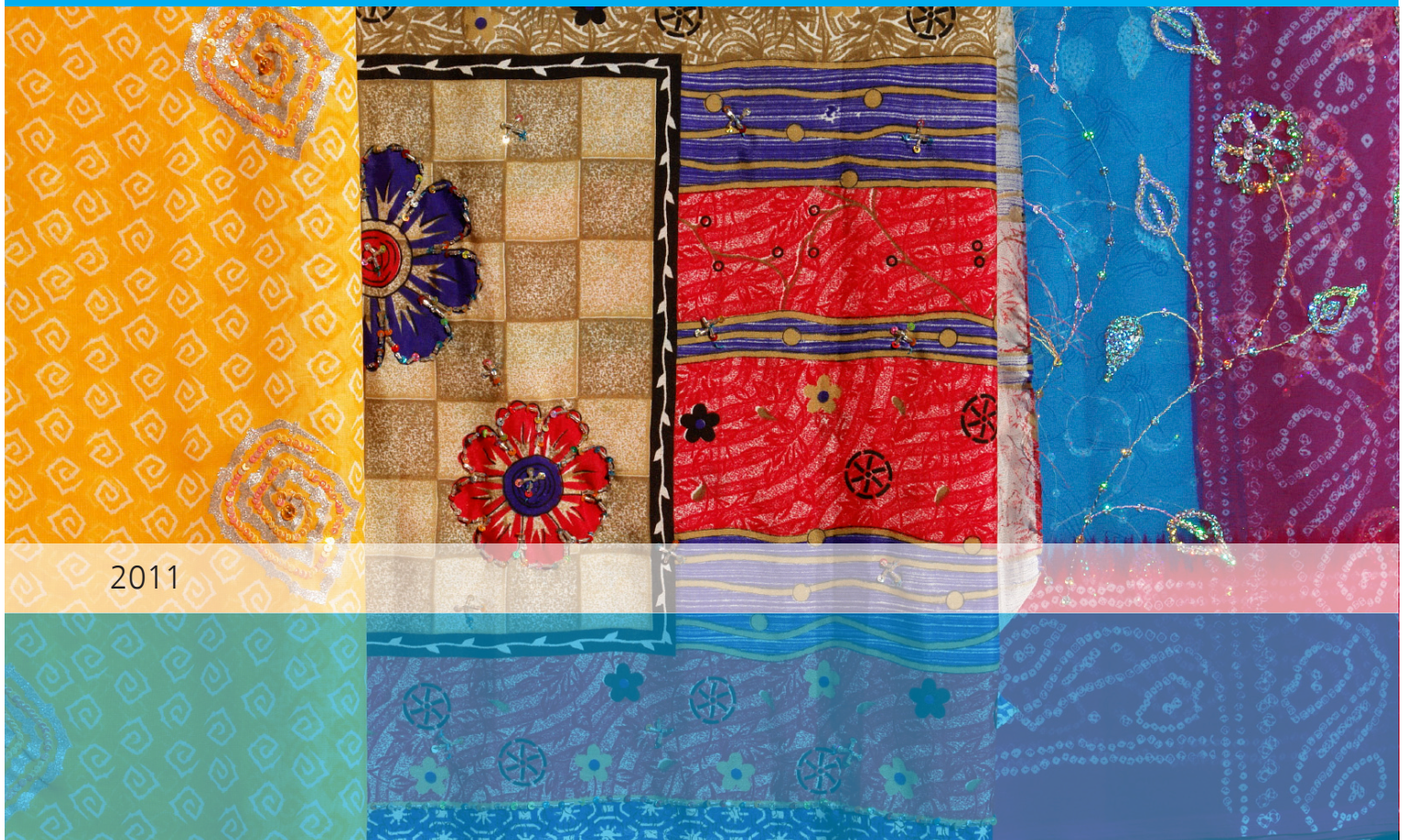


MALLESONS STEPHEN JAQUES

# Our India practice



2011



India may be a new area of understanding for many businesses, but not for Mallesons Stephen Jaques. We have long been assisting clients around the world on their India-related matters through our international network.

Our India practice group brings together a multidisciplinary team of lawyers who are knowledgeable about advising as international counsel on India matters and market leaders in their areas of expertise. The team includes 20 partners and is backed by a 900 lawyer platform based across our offices in Asia, Australia and Europe.

We assist clients (as international counsel) in the areas of:

- corporate and commercial (including joint ventures, private equity and foreign direct investment)
- mergers and acquisitions
- banking and finance
- capital markets
- energy and resources
- infrastructure
- international arbitration
- investment funds
- projects, construction and environment
- telecommunications, media and technology
- competition/anti-trust
- climate change and clean energy.

#### Case study

Mallesons acted for one of the world's largest brewers in its acquisition of a global premium branded beverage company in India. The acquisition involved a sale of shares in a Mauritian holding company, as well as the transfer and licensing of certain trade marks and intellectual property rights. The transaction, which involved a competitive tender, spanned 5 jurisdictions and as a result complex cross-border corporate, intellectual property and tax issues arose.

Mallesons co-ordinated and implemented multi-jurisdictional advice. Australian-law governed agreements were drafted to take account of Indian intellectual property requirements.

India was a strategically significant investment opportunity for our client and the transaction enabled it to consolidate its position in that growing market.

Ranked as a leading international law firm for India infrastructure work

India Business Law Journal, 2009

Ranked as a 'Significant Player' for India-related work

India Business Law Journal, June 2008 - 2009



## Why Mallesons?

### Track record

- We have an established track record advising multinational companies and financial institutions doing business in India. Our experience extends to advice on outbound investments and cross-border capital raisings by Indian companies.
- We are able to cater for the different needs and business objectives of our clients ranging from foreign investors entering the market for the first time to clients with long-established operations in India.

### Familiarity with India

- Our experience has given us a strong and in-depth understanding of India's unique operating and legal environment.
- We are in tune with the latest market practice and cutting-edge legal structures. We also closely monitor regulatory and market developments in India to assist our clients to manage their future risks. One of our partners is a co-chair on the International Bar Association's Working Group on Indian merger law reform.

### Local law firm relationships

- We have established good working relationships and have considerable experience in instructing top domestic law firms and leading legal experts across a wide range of areas.
- Our approach ensures that our clients have access to the best people and best advice for their India-related transactions. We have a proven ability for combining our cross-border expertise and client corporate knowledge with local counsel's expertise and connections to offer an integrated service.

### Efficient and effective project management

- As international/transactional counsel on cross-border transactions, we take the lead in project management to ensure that the transaction is conducted to a high standard. We provide a one-stop-shop for centralising multi-jurisdictional advice and managing local counsel efficiently.
- We have the resources to deliver cost-effective project management and handle complex matters.
- We invest significantly in technology and can pass the advantages of that investment onto you to deliver legal services quickly and efficiently.

## Our experience

Our team's experience is wide ranging and includes advising:

Client	Transaction
<i>Corporate and Commercial</i>	
Orica	Buyout of the outstanding 51% interest in Indian Explosives Limited, and 30% interest in Initiating Explosives Systems India Pty Ltd.
SabMiller	Acquisition of Foster's business in India.
Strides Arcolab	Acquisition of 43.9% interest in Australian company Genepharma Australasia Limited in consideration for the sale of its Singaporean subsidiary and other businesses to Genepharma Australasia.
<i>Banking and Finance</i>	
Asian Development Bank	Structured financing for an Indian mining company.
Deutsche Bank	Steel financing programme with off-take receivables supported by QBE credit and political risk insurance.
Financier	Acquisition and financing of multiple planes for low cost Indian carrier.
GE Consumer Finance	Standardisation of consumer finance documents used in India to international standards.
HSBC	Non-recourse project financing of the construction and development of a wind farm in the State of Maharashtra, India.
Lead arrangers	Senior debt financing for the leveraged buyout of GE Capital International Services, the first LBO completed in India.
<i>Capital Markets</i>	
BNP Paribas	Offer of equity-linked products by NBFC (non Banking Financial Corporation) in India.
Joint lead managers	Regulation S offering of JPY13 billion 1.43 per cent notes in Indian Railway Finance Corporation Limited.
Joint lead managers	US\$200 million international bond offering by National Thermal Power Corporation.
<i>Energy and Resources</i>	
Coal mine participant	Review and negotiation of the coal supply arrangements for the ownership and operation of the Bhadravati coal mine.
Project company	Acquisition of a stake in the development of the Balagarh 500MW power station in West Bengal.
Wind turbine manufacturer	Operation of a wind farm in India and advice on the split contractual structure to comply with local tax and licensing regulations.
<i>Infrastructure, Projects and Construction</i>	
China Light and Power	Development of the greenfield GPEC II power project in India.
Leighton	Establishment of the Leighton Asia / Emaar (Dubai) joint venture construction company in India, jointly owned with Indian and Middle East parties.
Macquarie	Bids for the concessions for the renewal and expansion of Delhi and Mumbai Airports.
Powergen	Development of several independent power projects in India.
Sponsor company	Development of 3960MW Hirma Power Station project.

<i>International Arbitration</i>	
Confidential client	Two international arbitrations against an Indian company under LCIA Rules, governed by English law.
<i>Investment Funds</i>	
AMP Capital and AMP Life	Establishment of and capital raising for the US\$100 million Infrastructure Fund of India, LLC.
International investment bank	Establishment of an Indian Real Estate Fund domiciled in Cayman Islands and Singapore.
Macquarie	Establishment of an Indian infrastructure fund for Macquarie.
<i>Telecommunications, Media and Technology</i>	
Genpact	Outsourcing agreement with Westpac.
Microsoft	Co-ordinating the localisation of Microsoft's volume licensing agreements for use in India.
Microsoft	Assisting with the preparation of multiple submissions to government on proposed amendments to India's Information Technology Act made by industry bodies such as USIBC and NASSCOM and by our client.
Multiple IT businesses with operations in India	Advice on NASSCOM's proposed self-regulatory privacy/data protection scheme for Indian IT and business process outsourcing companies.
Strides Arcolab	Generic drug sourcing agreements internationally and for the Asia-Pacific region.
Telstra	Renegotiation of its joint venture for Telstra Modi, a cellular operator in the Calcutta/ Kolkatta circle, negotiating the refinancing of Telstra Modi and the sale of its interest in Telstra Modi.
Telstra	Sale of its interest in Telstra V-Com, an Indian VSAT operator.



## Contacts

### How do we get started?

We are keen to help you develop your business in India. Please contact us with any questions that you may have. We look forward to fulfilling your requirements and exceeding your expectations.

For partner profiles and further information refer to our people at [www.mallesons.com](http://www.mallesons.com)

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