



**Jivesh Chandrayan**

Partner

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New Delhi

**Primary Practice**

International Corporate Advisory

**Secondary Practice**

Commercial Practice & Disputes

**Education**

LL.M., Commercial Law, Cardiff Law School, UK, 2006

LL.B., University of Delhi, 2004

B.A. (Honours), History, University of Delhi, 2001

**Admissions**

Bar Council of Delhi

Delhi High Court Bar Association

**Vocational Training**

Diploma in Intellectual Property Laws, Indian Law Institute, New Delhi, 2005

**Recognitions**

Recommended lawyer by Legal 500 Asia Pacific 2020

**Languages**

English & Hindi

Jivesh is part of the Corporate & Commercial practice group of the firm. He has 15 years of post-qualified experience and specializes in advising Indian and multinational corporations on a host of corporate commercial law matters.

Jivesh is a trusted legal counsel to large business groups and multinational corporations across industry sectors which include Information Technology, IT Enabled Services, Telecom, Fintech, Defence, Renewable Energy, Engineering, Consumer Electronics, Tourism, Medical & Healthcare Services, Mining Services, Clothing & Textile and Real Estate. He has led diverse assignments and high value matters in the corporate commercial sphere in these sectors.

Jivesh's areas of practice comprise advising on domestic and cross border transactions, various corporate regulatory requirements, due diligence, corporate governance and compliance, RBI and FEMA rules and procedures, TRAI governed telecom laws, labour and employment laws, intellectual property, strategic advising on onboarding and exit of top-tier management personnel.

Prior to his association with prestigious HSA Advocates, Jivesh was Partner in one of the leading law firms in India. In the past, Jivesh has also run his own law firm JDS Law chambers having offices in New Delhi, India and Dhaka, Bangladesh. Then, he participated in advising an international donor agency on a comparative study of Bangladesh laws regarding issuance of municipal bonds. He also advised an international MNC intending to venture as an investor on Bangladesh telecom policy and its comparison to India's prevailing telecom laws.

**Representative Matters**

- **Infobip Group**, London headquartered world's largest group in bulk messaging services on a range of Indian laws pertaining to information technology, data privacy, TRAI regulations impacting the India business, transmitting of data as per telecom laws, GST laws, labour and employment laws, representing the client in various contractual recovery matters.
- Advised an established multinational in the energy sector headquartered in Dubai on various employment issues and strategizing CXO level entry and exits of its Indian subsidiaries.
- **Terma A/S**, a major Scandinavian multi-national company in defence and aerospace surveillance on setting up Indian WOS;

and thereafter hand-held the Indian subsidiary on various corporate issue e.g. lease of office space, corporate compliance, HR compliance, employment contracts, employee handbook and policies, later advised on exit strategy of a senior management employee.

- Advised a major multinational in the defence sector on aspects of Integrity Pact in defence procurement related contracts.
- **Linak A/S**, a major multinational in setting up an Indian subsidiary and advising further on handholding on various related compliance issues.
- Advised a major national player on demerger and acquisition aspects of a hospital in the healthcare sector.
- Advised a major fund on its potentially most important acquisition of key assets in the telecom sector.
- Advising clients across industry spectrum on aspects of insolvency claims and NCLT matters.
- **ZTE Telecom**, China headquartered global telecom conglomerate on various telecom laws on importing telecom equipment into India; supplying those along with technical services to various local B2B clients within India. The work involved advising on import/export laws in light of telecom policy, foreign exchange laws, antidumping laws, reviewing of supplier agreements and service agreements, corporate guarantee, labour laws, immigration laws for expatriates employed in India.
- **Huawei Telecom**, another China headquartered global telecom conglomerate on online sale of product insurance services in light of Indian telecom policy and applicable laws.
- **Axiata Group**, one of Asia's largest telecom group on its potential venture into Bangladesh as a foreign investor, similar to its presence in India. The work involved examining Bangladesh telecom laws and a comparative study of their existing venture in India as per the India telecom laws.
- **Aspect.com**, US headquartered information technology company on laws and regulations required for setting up a commercially operated and hosted contact center service facility

(call center) for providing related services to its customers in India. The work involved examining legal provisions on FEMA and telecom related laws including TRAI regulations.

- **Europa TechnoSoft Private Limited**, a pioneering IT company in the field of adaptive computing and education on investments through venture capitalists. The work involved advising the shareholders and the management on corporate re-structuring, transaction documents and related IP rights.
- **Synergy Computer Solutions Intl. Limited**, a US subsidiary information technology & software company on various commercial Agreements entered into with vendors and third parties i.e. EULAs, Reseller Agreement, Non-disclosures/Non-Compete Agreement etc.
- Advised a client on anti-corruption proceedings initiated by the World Bank alleging corrupt practices related to projects executed in India; worked along with a leading US law firm to represent the client before the World Bank anti-corruption committee.
- Advised in a UNDP project regarding issuance of Municipal Bonds in Bangladesh which required comprehensive legal research of municipal laws and drafting detailed legal reports pointing out existing lacunas for strengthening municipal laws through amendment to protect investors' and bond issuers' rights.
- Advised a multinational ExxonMobil, US headquartered world's largest publicly traded international oil and gas conglomerate on inter group company contracts between the US and Indian subsidiaries. The work involved advising on transfer pricing issues and later setting out rights, liabilities and obligations of Indian subsidiary on usage of IP and other know-how of the US major for carrying research/contract research activities within India; an extensive discussion on the various terms and conditions in case of violations.
- **Mylan N.V.**, Dutch headquartered pharma conglomerate on company laws governing relation between Board and Independent Directors and powers of the Board and its Committees to appoint and remove the same.
- Advised Indian Promoters of a leading Indian engineering company in the sale of Promoter shares by Jacobs Engineering, a

major US engineering conglomerate. The transaction involved extensive negotiation and detail review of various share transfer related documents, non-compete agreements, employment contracts of senior management and various corporate legal issues related to the transaction.

- **Falck A/S**, the largest European conglomerate in medical emergency services on drug licensing laws in India, drafting in-house medical consumable policy in light of drug licensing and clinical registration laws in India. In addition, advised on data protection laws for retention and deletion of data received and stored as per the Indian IT laws.
- **Jacobs Engineering**, a US conglomerate on foreign exchange laws for seeking permission from the Reserve Bank of India for an escrow account jointly held with Indian shareholders for indemnity purpose in a share transfer.
- Advised a Dbramante, a European company on foreign exchange laws for conversion of trade credits given as an advance to Indian company (not repatriated to the creditor due to fall of business) into conversion of equity.
- **Gems Education**, Dubai headquartered and the largest education groups in the world on SARFEISI and DRT laws in matters involving loan restructuring to avoid legal action from the creditors.
- **Indian Explosives Limited**, an Indian subsidiary of a major Orica, an Australian mining conglomerate before the NGT in a petition for compliance with environment laws in India.
- **Falck A/S** a major European conglomerate in medical emergency services in a Writ Petition for quashing of FIR under Indian drug laws in the High Court and a Revision Petition before Sessions Court in New Delhi.
- **Bang & Olufsen A/S**, a high end Scandinavian brand in consumer electronics in civil suits for recovery and also defended in a Revision Petition in a criminal complaint before Sessions Court in New Delhi and later in appeal in the Delhi High Court under section 482 CrPC.

- **Inditex**, a major European conglomerate in clothing retail on prevention of sexual harassment laws and represented the same client before Delhi Commission for Women.