



Soumya Kanti De Mallik

Partner

soumya.demallik@hsalegal.com

(+91) (11) 6638 7000

New Delhi

Primary Practices

Projects & Infrastructure
Corporate M&A

Education

LL.B

Admissions

Bar Council of Delhi

Recognitions

Recommended lawyer by Legal
500 Asia Pacific 2020

Languages

English, Hindi & Bengali

Recognitions

Recommended lawyer by Legal
500 Asia Pacific 2020 rankings

Soumya is part of the Corporate & Commercial and Projects, Energy & Infrastructure practice group of the firm. He has over 15 years of experience and has been engaged with some of the major projects in the urban development space. He is currently advising on all the industrial corridor projects being implemented by Government of India through NICDIT (National Industrial Corridor Development and Implementation Trust), and on smart city projects.

For the past 3 years, Soumya has been advising the World Bank and various Government agencies on urban development projects – legal and regulatory framework and implementation perspectives, drafting of new legislations, and advising on the appropriate contractual and institutional structures to implement the large scale projects, which include the Amravati capital city project, the national industrial corridor projects and the Smart Cities Mission (launched by the Urban Development Ministry).

In the ports/airports sector, Soumya advises Government agencies and private parties on development of ports/airports on PPP basis, and during the development and construction phases of the project.

Soumya has authored several articles on areas in contract law, project infrastructure, Smart Cities, immigration and employment laws, for various Indian and international legal publications.

Prior to joining HSA Advocates, Soumya has worked with Amarchand Mangaldas Suresh A. Shroff & Co. (now Shardul Amarchand Mangaldas & Co.), New Delhi, Rajah & Tann, Singapore, Luthra & Luthra Law Offices, New Delhi and AZB & Partners, Mumbai.

Representative Matters

- **DS Global Private**, on its proposed acquisition of majority stake in the share capital of French Bakery Pvt Ltd.
- **DS Global Marketing Pte. Ltd (DSGM)** on sale of 50% shareholding in their Swedish JV entity, to a leading global tobacco manufacturing company.
- **DS Limited**, on acquiring around 11 to 18% of the share capital of Laliq group, Switzerland through a direct purchase from the controlling shareholder, participation in the rights issue and a private placement of shares.
- **Assystem Engineering and Operational Services SAS, France** on

investment structures and options to participate in the Jaitapur Nuclear Power Project (proposed to be one of the largest nuclear power generating stations in the world) as a part of the consortium led by EDF, France.

- **DMICDC (Delhi Mumbai Industrial Corridor Development Corporation Limited) and NICDIT**, in developing the industrial township/node, related trunk infrastructure and specified strategic projects in the state of Andhra Pradesh, as a part of the Chennai-Bangalore Industrial Corridor Project.
- **Marche Retail Private Limited**, on licenses and approvals, setting up of new stores, lease and rental agreements, agreements with suppliers, tax related matters, employment related matters and all other legal assignments of the Company.
- **Forsyth Infrastructure Technologies Inc**, on the Indian leg of global acquisition of HP Inc - Hawkeye Pedershaab, USA and its group entities by Forsyth Capital Investor LLC, Forsyth Infrastructure Technologies Inc. and its related entities.
- **Vizhinjam International Seaport Ltd.**, in the bidding process and reviewing and finalizing the draft concession agreement based on the model concession agreement of the Planning Commission of India. Advised the Authority on selection of the concessionaire, the independent engineer, and the safety consultant. Providing the Authority ongoing support and assistance in monitoring and execution of the Project in terms of the project agreements, which includes advising the Authority on interpretation and implementation of the provisions of the Concession Agreement, drafting opinions, memorandums, correspondence, responses to Concessionaire on diverse execution issues from time to time, and other support, assistance and transaction advisory on issues arising under the Concession Agreement and related to the project
- **National Capital Region Transport Corporation Limited**, on legal and institutional framework for the land value capture instruments identified for servicing of debt for the regional rapid transport system (RRTS) being implemented in the four states of Delhi, Uttar Pradesh, Haryana and Rajasthan.
- **Delhi-Mumbai Industrial Corridor Development Corporation Limited (DMICDC)**, on structuring and framework issues for setting up the relevant legal entities in the separate states that will develop the respective industrial cities under the Chennai-Bangalore Industrial Corridor and the Amritsar-Kolkata Industrial

Corridor projects, being developed in the lines of the Delhi-Mumbai Industrial Corridor project. Drafting several framework and transactional documents in respect of the early bird projects and other trunk infrastructure projects, assisting in negotiations and execution of documents with State level nodal agencies and generally advising DMICDC on an ongoing basis.

- **DMICDC**, on drafting of framework agreements and the state support agreement for development of a green field airport in Alwar, Rajasthan.
- **DMICDC**, on drafting of Shareholders Agreement, AoA and MoA of the SPV for the development of Global City in Manesar Bawal Investment Region in the State of Haryana as part of Delhi - Mumbai Industrial Corridor.
- **DMICDC**, on drafting the Shareholders Agreement, AoA and MoA for Integrated Multimodal Logistics Hub Project in the State of Haryana as part of Delhi - Mumbai Industrial Corridor.
- **The World Bank**, with the conceptualisation and drafting of the model documents required to effectively implement the Smart Cities Mission of the Ministry of Urban Development, Government of India, examining the existing urban sector legal and institutional framework relevant for the smart city projects and providing implementation guidance for the SPVs envisaged under the Mission.
- **The World Bank**, on legal framework relating to land acquisition, environment and agricultural labour laws in relation to the Bank supported Amaravati Sustainable Capital City Development Project.
- **The Government of Goa**, on bidding process, drafting the concession agreement, responding to queries from bidders, evaluation of bids at the RFQ and RFP stages and execution of the concession agreement, in respect of development of a new greenfield airport in North Goa. Also advising the Authority and concessionaire on issues relating to and arising as a result of suspension of environmental clearance for the Goa airport. This assignment requires significant legal, technical and strategic advice to effectively deal with the consequences of the order of the Hon'ble Supreme Court and implement the next course of action.
- **Mihan India Limited**, a joint venture between AAI and Maharashtra Airport Development Company Limited, on review

of the draft concession agreement, for up-gradation, modernization operation and maintenance of Dr. Babasaheb Ambedkar International Airport, Nagpur through PPP on DBFOT basis.

- **Shanghai Urban Construction (Group) Corporation, China (SUCG) and Shanghai Tunnel Engineering Co. Ltd, China (STEC)**, on bidding for several prestigious projects in India including packages under the Mumbai Metro Project, Pune Metro Project and the Delhi MRTS Projects, drafting pre bid agreements and consortium agreements and related transaction/legal advisory services. Separately rendering day to day legal advisory services in areas of employment and immigration laws, intellectual property laws, civil litigation matters, tax matters and corporate-commercial matters, as retained legal counsels to all of their group entities in India.
- **Gujarat International Finance Tec-City Ltd.**, responsible for establishing, managing and operating the ICT infrastructure in GIFT city, on amending and restating the implementation services agreement and the service contract for the ICT infrastructure and services.
- Advised a major Indian FMCG group on sale of 50% shareholding of its Swedish joint venture entity manufacturing Swedish snus and white tobacco products, to a British American Tobacco group company.
- Assisted **Hawkeye Pedershaab Inc.**, USA entering into a 50:50 joint venture arrangement with an Indian company, for manufacturing concrete pipe machines. Work included drafting and negotiating the shareholders agreement, license agreement, supply agreement and rendering assistance for corporate compliances, including drafting corporate resolutions and amending the articles of the JV company.
- Advised a NYSE listed financial/risk advisory services company on acquisition of 49% stake in an Indian insurance broking company and entering into a joint venture arrangement with the Indian promoters. Work included drafting and negotiating the share purchase and shareholders agreement and assistance in obtaining regulatory approvals for the transaction.
- Advising on acquisition of 74% shareholding in a company operating premium French pastry and bakery chain.

- Advised a major Indian FMCG group on its proposed 50:50 joint venture arrangement with a leading Danish gum base manufacturer. Drafted and negotiated the joint venture agreement, the manufacturing and supply agreement and the IPR license agreement.
- Advised **Prudential Financial Inc., USA**, on exit of the Indian partner from its life insurance joint venture company in India, and entry of a new Indian partner in the JV company. Work included transaction structuring, drafting termination agreements, shareholders agreement, distribution agreement and other transaction documents. Rendered assistance in obtaining regulatory approvals, for the transfer of JV company's shares.
- Advised a US chemical company on its proposed acquisition of assets of a major bromine chemicals company in India through slump sale process.
- Assisted **India Property Fund, Mauritius (managed by US based Vornado Realty Trust and TCG)** on its investments in an Indian real estate company. Advised on legal and regulatory aspects of development and financing of real estate projects and drafted the joint development agreement, the retention account agreement and the security trustee agreement.
- Advised **Fraser and Neave group, Singapore**, on its acquisition of 74% stake in an Indian real estate company for SGD 30 million. Conducted and coordinated the due diligence on the Indian company and project; drafted the shareholders and share subscription agreements.
- Advised a multinational beverage manufacturing company on its new business venture of manufacturing orange and mango juices in India. Advised on applicable Indian laws and drafted the memorandum of understanding between the parties to the venture.
- Advised HP Inc., USA and its India JV entity, on various manufacturing and license agreements and on legal issues arising out of the on-going activities in respect of its India JV entity.
- Assisted GE Capital Services India on sale of its commercial vehicles and construction equipment loan portfolios aggregating to INR 11,000 million to Shriram Transport Finance Company Limited. Drafted the assignment agreement, the interim services agreement, power of attorneys and other ancillary documents.

- Assisted an Indian non-banking financial company on sale of home loan portfolio aggregating to INR 1500 million. Drafted the assignment agreement, the services agreement and the escrow agreement.
- Advised Indiana University Bloomington, USA, on visa related queries with regard to its law student overseas internship programme, and on day to day activities of its affiliate India entity.
- Assisted a major US bank on drafting and negotiating the loan agreement, the security trustee agreement, the deed of mortgage, the developers agreement, the trust and retention account agreement and other ancillary documents for a proposed lending of USD 72.5 million to an Indian real estate company, for development of IT Park in India.
- Advised a major Indian company on its proposed investment in a SEZ project. Advised on regulatory issues, reviewed the concession agreement provided by the state government, drafted the state support agreement and negotiated the transaction documents with government officials.
- Advised an Indian company on technology and IT contracts, software license and services agreements and IT support services contracts.
- Advise Indian and foreign companies on provisions of Indian Companies Act 2013, incorporation of new companies, appointment of directors and key employees, issues under the Indian exchange control regulations and other laws.