



Representative credentials

# Corporate & Commercial

# About HSA

The legal profession is changing rapidly in light of market disruption, changing client expectations and technological developments. Established in 2003, HSA's focus on continuing evolution has enabled us to constantly adapt to emerging market dynamics and deliver consistent value to clients.

We are a full-service law firm that prides itself on combining knowledge, experience and expertise to create outcome-oriented solutions and ensure our clients stay ahead of emerging opportunities and risks. Our areas of expertise include Projects, Energy & Infrastructure; Banking & Finance; Restructuring & Insolvency; Corporate & Commercial; Regulatory & Policy; Defence & Aerospace; Dispute Resolution; Environment, Health & Safety; Real Estate; Securities & Capital Markets; Technology, Media & Telecommunications; Taxation and Investigations.

We are a law firm built around people. We embrace collaboration while advising our clients and assemble teams of experts to bring the right talent to address every client issue. Our belief in delivering legal advice that recognizes each clients' strategic goals and business requirements allows us to offer pragmatic and implementable support across our platform of practices and sectors.

We measure our success by the service we provide to clients, irrespective of the size, scope and scale of the matter at hand. We are a team of 30+ partners and over 150 professionals based out of four offices across India's major cities – Delhi, Mumbai, Bangalore and Kolkata.

# Corporate & Commercial practice

## OUR SERVICES

- End-to-end support during domestic and cross-border M&A transactions
- Strategic alliances, inbound and outbound investment and disposal transactions
- Negotiating and establishing optimal commercial arrangements
- Representation on commercial disputes and hostile corporate litigation/settlements
- Expert counsel to Boards on role, duties, disclosures, governance, risks and accountability
- Group reorganization and share capital reconstruction
- Legal compliances and audits

## HSA ADVANTAGE

- Experienced team with proven proficiency across a range of transactional activities including M&A, scheme of arrangement, business and asset transfers, demergers, joint-ventures & strategic alliances, buyouts, reduction of capital, buy-back of shares, stock swap arrangements and corporate reorganization
- Cross-practice transaction teams that draw upon specialist support from a range of practice areas and sector groups, in order to deliver outcome-oriented solutions
- Efficient use of technology and knowledge management tools to deliver incremental value



# Practice highlights

The following list is indicative of the depth and breadth of our capabilities in Corporate & Commercial practice area.

## **ALTRAN**

On its acquisition of Aricent, including its subsidiaries established in multiple global jurisdictions

## **ACME SOLAR HOLDINGS**

In divesting shares of project companies having operated solar assets in the states of Andhra Pradesh aggregating to 160MW/193.5MWp

## **DS LIMITED**

On the acquisition of minority 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

## **EQUIS ASIA FUND, SINGAPORE**

On its equity investment transactions in a portfolio of 193 MW hydro energy projects in Sikkim, India

## **ELECTRA EVENTS & EXHIBITIONS**

On the incorporation of a wholly owned subsidiary in India for the Dubai based company engaged in the business managing and undertaking events and exhibitions

## **FIRST DATA CORPORATION**

On its transaction with Yes Bank for the acquisition its ATM sites across India and on the collaboration for taking over Yes Bank's on-site and off-site ATMs

## **HERO ELECTRONIX**

On the part-acquisition of a strategic stake in a leading semi-conductor engineering services company –Tessolve Semiconductor

## **HINDUSTAN POWER PROJECTS**

On the regulatory aspects in the sale of solar power assets held by 18 SPVs to Macquarie Infrastructure and Real Assets as part of the asset management arm of Macquarie Group

## **NEUBERGER BERMAN EQUITY FUNDS**

in a transaction in the National Stock Exchange of India

## **I SQUARED CAPITAL SINGAPORE**

On the acquisition of the entire sub-sea cable business of Reliance Communications spread around fifty thousand km across Asia, Europe, Middle East and USA

## **ICICI VENTURE**

In a multi-layered transaction through which Qube Cinema will demerge its business of providing technology solutions and services in the film, video and audio domains, including digital cinema advertising, into Qube Digital Cinema

## **MARCHE RETAIL**

On conducting comprehensive legal audit on the business operations. Under retainership arrangement, advised on day to day legal issues

## **OSTRO ENERGY (ACTIS GP, LLP)**

On the sale of Ostro Energy by ReNew Power Ventures in a deal valued at USD 1.66 billion

## **OMRO SEA ACQUISITIONS (SINGAPORE) AND OMRO (CAYMAN ISLANDS)**

On the acquisitions of JVS Engineers and JVS Industries - a leading global oil & gas production and drilling equipment manufacturing company

## **RENEW POWER VENTURES (RENEWABLE ENERGY PLATFORM FOR GOLDMAN SACHS)**

On the acquisition of three wind projects with a collective capacity of 133.6 MW located in Karnataka, Gujarat and Rajasthan

## **ROYAL GROUP, UAE**

In a primary investment in Coldrush Logistics, a leading logistics and cold supply company in India

## **SMARTWORKS COWORKING SPACES**

On an investment of USD 25 million from Lisbrine Pte, against issuance of compulsorily convertible preference shares

## **TARKETT SA, FRANCE**

On setting up a branch office in India including advising on various entry options and obtaining necessary approvals

## **TATA POWER COMPANY**

On the sale of its Strategic Engineering Division to Tata Advanced Systems, WoS of Tata Sons, as a 'going concern' on a slump sale basis by way of a scheme of arrangement through NCLT

## **TSI, AUSTRALIA**

On its joint venture with Securitrans India to set up a joint venture company in India

## **VISAKHAPATNAM PORT TRUST, PARADIP PORT TRUST, JAWAHARLAL NEHRU PORT TRUST AND DEENDAYAL PORT TRUST**

On the proposed acquisition of Government of India's shares in Dredging Corporation of India

## **VPS HEALTHCARE**

On the acquisition of controlling stake in Fortis Healthcare Ltd., along with interest in SRL Diagnostics and RHT Health Trust, Singapore



# Our credentials

Please see below exhaustive list of matters handled by HSA and its attorneys in Corporate & Commercial practice area.

## **AB VOLVO GROUP, SWEDEN**

On the acquisition of Urmila Investments & Securities, an NBFC, through its group companies' Volvo Holding Sverige AB and Volvo Financial Services AB

## **ACCOR INDUSTRIES, SRI LANKA**

On its joint venture with Snacking, Sri Lanka in relation to establishing a manufacturing plant in Sri Lanka

## **ADANI PROPERTIES**

On the acquisition of 23.5 shareholding by Adani Properties in MIAL from Bid Services and ACSA Global

## **AECOM ASIA SINGAPORE**

On the proposed acquisition in India of a target company

## **ALLIANZ CLIMATE SOLUTIONS GMBH**

For its Renewable Energy Focus Private Equity Fund, on its equity investment transaction in India in a 21.6 MW electrical generation biogas-based projects in Southern India

On an equity investment transaction in a portfolio of solar power projects under development in Gujarat, Rajasthan, and a wind project

## **ALTRA INDUSTRIAL MOTION**

On the indirect acquisition of GKN Land Systems

## **AMERASIA VENTURES CORPORATION**

On its proposed project for the setting up and operation of a large-scale facility of semiconductors in Southern India on 2200 acres of land, to be allocated for the project

## **APOLLO GROUP**

On its joint venture transaction with DHI Group, Greece on its joint venture in India for hair transplantation services

## **ASSET RECONSTRUCTION COMPANY OF INDIA**

On conducting legal due diligence and on acquisitions of various portfolio of non – performing assets

## **ATHA GROUP**

On structuring of investment into the Project SPV which is developing a solar power project in Tamil Nadu

On acquisition of 50 MWac Solar Power Project, developed by Gale Solar farms, at Dhule District in Maharashtra, India

## **ABU DHABI NATIONAL ENERGY COMPANY**

On acquisition of Jaypee Hydro power projects - the 1,091 MW Karcham – Wangtoo HEP, Kinnaur District, HP and the 300MW Baspa II HEP hydroelectric powerplant located in the Kinnaur District of Himachal Pradesh, India

Investment in a coal-fired power project in Karnataka

## **ACME SOLAR HOLDINGS**

On the potential acquisition by CLP of ACME's solar assets

In relation to an investment by KKR in the Acme group

## **ADHUNIK POWER AND NATURAL RESOURCES**

Investment by India Infrastructure Fund, a domestic venture capital fund registered with Securities Exchange Board of India/IDFC Project Equity as well as the investment by IL&FS

## **ALTAVISTA, SINGAPORE**

On setting up a joint venture company with Rising Straits Holding Company (RSH), Singapore, for developing an India focused real estate online platform [www.doorkeys.com](http://www.doorkeys.com).

## **ALCUMUS & PARTNERS**

On establishing a domestic venture capital fund in India

## **AMBOOTIA TEA EXPORTS**

On setting up of a joint venture in tea & beverage business in Rajasthan, India. The scope of work included drafting of the joint venture agreement, the technical collaboration agreement and ancillary documents

## **AMPLUS ENERGY SOLUTIONS**

On structuring and drafting of term-sheet to be entered into by the Client with the land aggregator and a land bank SPV, for acquisition of the SPV, in Andhra Pradesh

On reviewing and negotiating captive power documents proposed to be entered into by the Client with ACC for setting up an exclusive 50 MW captive power project

## **ASCENDI GROUP, SGPS SA**

In relation to their proposed shareholder's agreement with an Indian joint venture partner for incorporating a special purpose vehicle for implementation of an NHAI concession

## **A MAJOR FRENCH ENGINEERING AND SERVICES COMPANY**

On structuring and negotiating contractual relationships with JV partners, other suppliers and NPCIL, advising on the civil nuclear liability regime relating to Operator's right of recourse, liabilities of suppliers and risk allocation related issues, all in relation to the proposed 9,900 MW Jaitapur nuclear power project

### **AUTOSTRADE INDIAN INFRASTRUCTURE DEVELOPMENT**

On the acquisition of equity stakes in two large road projects in India owned by Reliance – one in Pune - Satara 6 laning project (Target: PS Toll Road) and the other in Delhi - Agra 6 laning project (DA Toll Road)

### **ARCTECH SOLAR**

Undertook comprehensive legal due diligence and audit in relation to listing of its parent entity in China

### **AUROMA LOGISTICS (ALPL)**

And its promoters in relation to a sale of 90% of the shares of ALPL to Pro Connect Supply Solutions (a subsidiary of Reddington Group)

### **AVIC INTERNATIONAL RENEWABLE ENERGY COMPANY**

Acquisition of 49% of the share capital of Madhav Solar (Karnataka) from WAA Solar

### **AVANTOR PERFORMANCE MATERIALS INDIA (AVANTOR INDIA)**

Full transaction support and undertaking legal due diligence of target business on its acquisition of the Biomed Division of Wipro, Alved Food & Pharm

Establishment of its entire European holding company structure for its acquisitions in Europe and USA

On its proposed acquisitions of several target companies in USA, Europe, specifically Italy, Spain, and France, including engaging international counsel to advise on local law issues

Full transaction support on in its acquisition of Bremer Pharma GmbH, Germany

### **AV FUEL INDIA HOLDING LLC**

Full transaction support on its proposed joint venture in India with Bharat Star Services for providing fixed based operations across several Indian airports

### **AVIGO CAPITAL**

A Mauritius based Private Equity Fund, in a transaction involving its second round Series C investment in Maharana Infrastructure and Professional Services

### **AFINITAS INC (ERSTWHILE FORSYTH TECHNOLOGIES INC)**

On acquisition of 50% stake of India JV entity, as part of India leg of the global acquisition of business of HP Inc., and its group entities by Forsyth Capital Investor LLC, Forsyth Infrastructure Technologies, and its related entities

### **AVIGO VENTURES INVESTMENTS**

Assisted in selling its entire stake held in Rinac India to Modular Coldrooms, India

### **BATA INDIA**

On providing full transaction support on its technology know-how and trademark licensing arrangement with Wolverine Inc (owner of the brand 'Hush Puppies') for India

### **BAKER & MCKENZIE**

On the applicability of the plastic waste ban rule to Caterpillar's shipments of aftermarket products imported into India and the manufacturing facility located at Tamil Nadu

### **BHARTI INFRA TEL**

Advise on current business processes and models, and provision of services related to telecom tower and related infrastructure and suggesting legal and contractual structures to create efficiencies and optimize the services related to passive infrastructure of the tower companies and supply of electricity to operating companies

### **BANDELIER S.A. AND FINEX LIFESTYLE WORKS**

Collaboration with The Board of Control for Cricket in India for manufacturing, marketing and selling The Indian Premier League official watches

### **BBF INDUSTRIES**

Opinion on whether an Indian company can make an investment in a foreign joint venture company, established in the UK

### **BEYOND LUXURY GROUP**

Assisted one of the largest luxury watch wholesale and retail companies in India on the investment by Pegasus Blue Star Fund, USA in the group

### **BHILWARA GROUP**

Acquisition of a 51 MW hydropower generation project in Nepal

### **BHALLA BUSINESS SERVICES**

Overseas direct investment in BA Testing and Engineering JVC wherein the client will purchase 49 shareholdings from the counter party

### **BSCPL INFRASTRUCTURE**

Along with other shareholders in relation to sale and transfer of road assets (NH 59, 86 KM single toll plaza, 10 lanes Godhra to Gujarat/MP border) held through BSCPL Godhra Tollway to IDFC Alternatives

### **BRIDGE GAP ENGINEERING (INDIA)**

On various contracting matters under Indian law including protecting technology on primary abatement measures for control of NOx emission in Indian Cement Plants

### **BSCPL INFRASTRUCTURE**

On the sale and transfer of road asset (Muzaffarpur - Sonbarsa Section of National Highway number 77 from km 2.800 to km 89.000 (approx. 86.20 km) in Bihar under NDHP III) held through North Bihar Highway to Ingen Capital Group

On the sale and transfer of 100 shareholding of North Bihar Highway and Mokama Mumger Highway to Ingen Infra Emerging Market Fund, and Ingen Capital Group

### **BTB MARKETING**

On their complete exit transaction wherein, the existing Investor is Mayfield, FVCI, who would be exiting the Client in favour of the new investor. HSA also advised them on a smaller primary investment round, in addition to the exit transaction, by the same buyer

### **CACHECO**

In a cross-border M&A transaction in for purchase of majority stake of an Indian company.

### **CAPITAL MANAGEMENT ADVISORS**

On the establishment of Murdoch University (Australia) Offshore International Study Centre in Delhi/NCR, India

### **CIPHER NIPPON INVESTMENTS**

On revising the Franchise Agreement to be executed between the parties for granting a non-exclusive right to conduct the franchised business

### **CLIMATE CHANGE INVESTMENTS II S.A. SICAR**

On sale/divestment of its equity stake in Suryachakra Power Corporation, Hyderabad

### **CLSA CAPITAL**

On its investment in Equitas Microfinance and Resonance Eduventures

### **C.K. JAIPURIA GROUP**

Making angel round investment in the Taptap Meals which is engaged in the business of developing a mobile application 'NOW' for the localized logistics industry which shall be used for an on-demand 2-Wheeler taxi service and food delivery services

Investment by the private equity arm of Standard Chartered Bank Group in the group companies of the CK Jaipuria group engaged in Pepsi bottling operations

Investment by Motilal Oswal Private Equity Advisors and Beacon India Private Equity Fund in the group companies which are engaged in Pepsi bottling operations

Joint venture with Asia Pacific Breweries, Singapore (the Singapore based arm of Heineken NV). Also, advised on the setting up of the JV's first Greenfield manufacturing project in Andhra Pradesh and on the proposed acquisition of a beer brewing and manufacturing facility owned in Rajasthan

Acquisition of Sagar Ratna Hotels and Swagath, entities engaged in the business of owning, operating and managing south Indian restaurants in Northern India

On the transaction pertaining to the sale/divestment of its shareholding in the joint venture company set up in India with Asia Pacific Breweries (APB – the Asia Pacific arm of Heineken BV)

On the transaction pertaining to the sale/divestment of its shareholding in Creambell Ice Creams, to RJ Corp (Ravi Jaipuria Group)

Full transaction support including undertaking the due diligence of the target companies involving the acquisitions in Sri Lanka of the entire share capital of Keells Restaurants, the franchise for Yum! Restaurants for owning, operating, managing and running 17 Pizza Hut outlets across Sri Lanka and Maldives as well as the entire share capital of Crescat Restaurants (Private), the franchise for Deli France Singapore for Sri Lanka owning, operating, managing and running 4 Deli France outlets across Sri Lanka

### **CRESCENT FOUNDRY COMPANY**

On conducting compliance under foreign direct investment regulations for a proposed joint venture between the companies

### **CLP GROUP**

On acquisition of 3x33 MW run-of-the-river Hydropower Project located in Uttarakhand

### **CLEAN TRADE GROUP, USA**

On setting up of a wholly owned subsidiary in India, obtained necessary approvals including from the Registrar of Companies and continues to advise them on all their day-to-day legal and corporate matters in India

On setting up of a wholly owned subsidiary in India, obtained necessary approvals including from the Registrar of Companies (ROC) and continues to advise them on all their day-to-day legal and corporate matters in India

### **COORS BREWING COMPANY D/B/A MOLSON COORS INTERNATIONAL**

On acquisition of the majority shareholding of Mount Shivalik Breweries

### **COASTAL GUJARAT POWER**

In providing support in the bidding process, and acquisition of a USD 4.25 billion, 4000 MW UMPP, India's first UMPP from Power Finance Corporation for Tata Power

### **CRYOBANKS INTERNATIONAL INDIA**

On drafting, negotiating, and finalizing the Commercial License Agreement and the Laboratory Management Services Agreements and advising on related FDI regulations in India, on its tie-up with Cryobanks International Inc, USA to undertake the business of collecting, processing, and storing umbilical cord blood

### **COFIDES ENTITIES**

In relation to forming a joint venture company - South East U.P. Power Transmission Company with Isolux Corson Power Concessions India and the Mainpuri Power Transmission for the development, ownership, design, construction, operation and maintenance of transmission system consisting of 765 KV S/C Mainpuri Bara line with 765/400 KV AIS at Mainpuri, Uttar Pradesh

### **DEMAG CRANES AND COMPONENTS INDIA**

Structuring in an acquisition of a crane manufacturing company in India

### **DEUTSCHE BANK**

Structuring and undertaking legal due diligence of holding company and project companies for its structured equity investment into a leading power and infrastructure company in India

### **DIXON TECHNOLOGIES**

And its promoters on the investment by India Business Excellence Fund/Motilal Oswal Group in the company

### **DHFL PRAMERICA ASSET MANAGERS**

On reviewing the Letter of Intent and the Service Agreement to be entered into between the Member and the Company in relation to a property (to be occupied by the Member) for 140 headcounts/workstations in Birla Centurion, Pandurang Budhkar Marg, Worli, Mumbai

### **DOIT MEDIA AND ENTERTAINMENT**

In the subscription of shares of GBN Media. Also advised and drafted the supplemental agreement for guaranteeing the minimum return over the investment of DOIT

### **DUET HOTELS INDIA**

On acquisition of Dawnay Day Hotels in India on certain aspects of the transaction, providing transaction support and advising on management team agreements

### **DONEAR INDUSTRIES**

On acquisition of 100% shareholding in Grasim Bhiwani Textiles from Grasim Industries

On acquisition of 100% shareholding of OCM from WL Ross, a US fund

### **DS GLOBAL MARKETING PTE.**

On the sale of 50% shareholding in their Swedish JV entity, to a leading global tobacco manufacturing company

On a cross border transaction for purchase of a significant minority stake of a Swedish listed entity from its promoter entity

### **EDELWEISS CAPITAL/KMC CONSTRUCTIONS**

Investment in a company engaged in construction and development of projects on Build-Operate-Transfer basis

### **ETERNIS FINE CHEMICALS (PART OF MARIWALA GROUP)**

The client is one of the top ten specialty chemicals and flavors and fragrances manufacturing companies in the world and we assisted in the proposed acquisition of 100% stake in the share capital of entire manufacturing facility in a fine chemical manufacturing facility in Maharashtra and Singapore

### **EXICOM TELE-SYSTEMS**

On its acquisition of AEG Power Solution

### **EDUCOMP RAFFLES GROUP**

Joint venture transaction with Asian Med School, for setting up a state-of-the-art medical college and hospital in North India

### **EMCO ENERGY**

On acquisition of Unitech Power Transmission Company

On acquisition of Signet Solar GmbH, a subsidiary of Signet Solar Inc, USA

On sale of the power generating arm of transformer maker to GMR Energy

### **EMBEE SOFTWARE**

On providing full transaction support in relation to sale of 100 shares of Embee Software and its shareholders

### **EMERALD SALES & SERVICES INDIA**

On acquisition of the retail business of Wah Restaurants under the brand-name 'Birdy's', on a slump sale basis

### **FARMERS WIND POWER RESOURCES**

On divestment of majority holding (74%) by the promoters/existing shareholders group to United Telecom and its group companies

### **FIRST DATA CORPORATION**

On setting up of various entities in India, including its wholly owned subsidiary, First Data (India), First Data Support Services etc. Also advised all First Data Group Companies on their day-to-day operational, secretarial, and corporate law related matters

On its transaction with ICICI Bank for the acquisition of the entire merchant acquiring the business of ICICI Bank, and also on the collaboration for setting up ICICI Merchant Services, a joint venture between First Data Corporation and ICICI Bank

### **FLAMINGO TOURS APS**

On the incorporation of India company and in drafting the Shareholders Agreement and General Corporate Advisory post incorporation

### **GANGES SECURITIES**

On advising and drafting an application to be filed in the National Company Law Tribunal, Allahabad for the redemption of preference shares

### **GAMMA PIZZAKRAFT (OVERSEAS-CK JAIPURIA GROUP)**

On its majority acquisition by Sapphire Foods India (Samara Capital) of Gamma Overseas and its Indian subsidiary and Sri Lankan subsidiaries (holding franchise rights for Yum/Pizzahut (North India, Sri Lanka, Maldives) and Deli France (North India, Sri Lanka, Maldives)

### **GO GREENEOT (ENERGY OF THINGS)**

In investment to be made by Shell India Markets of INR 1.4 crores and provided full transaction support including review of the Shareholders agreement drafted by Shell India and negotiating commercial positions in favour of Go GreenEOT (Energy of Things)

### **GOLDMAN SACHS**

On its investments in five Indian companies and its exit from Cafe Coffee Day

### **GREAT INDIAN RESTAURANT COMPANY**

On the private equity investments by General Catalyst Partners USA and others in the company

### **GV MINES MINERALS & METALS**

On review of the various compliances made under the Companies Act and mining laws in connection with certain corporate restructuring undertaken in the companies

### **HARRIS CORPORATION, USA**

On setting up of a wholly-owned subsidiary in India to engage in the business of undertaking marketing and providing support services to various range of hardware telecommunications equipment and related equipment

### **HARBIN AIR CONDITIONING**

On setting up of the project office in New Delhi. The main purpose of the project office shall be to execute the project awarded to Harbin, China, by Bharat Heavy Electricals

### **HESTER BIOSCIENCES**

On the acquisition of Innoves Animal Health

### **HONG KONG JINYUAN INTERNATIONAL DEVELOPMENT**

Acquisition of a majority stake in Jajpor Cements in Orissa in respect of cement grinding facility being developed by Sabash Group

### **HERO FUTURE ENERGIES**

On setting up two joint ventures with Business Research International Corporation Inc. (BRIC), the first was 80:20 JV between BRIC and Hero respectively, for establishing, developing, operating and managing a 50 MW solar power generation plant in Bangladesh and the second was 10:90 JV between BRIC and Hero respectively, for establishing, developing, operating and managing a 100 MW solar power generation plant in Bangladesh and sale of electricity generated therein to the Power Division of Bangladesh

### **HEMENDRA ARAN/ARANCA**

On their investment through equity and debt in Spiro Lifecare (investee company) in the following manner: INR 8 Crores towards equity shares of the investee company and INR 65 Crores towards debt in the investee company

On their investment through equity and proposed debt in Spiro Healthcare

### **HDFC**

Structuring and drafting, negotiating and finalising the transaction documents for its investment in an investment advisory company based out of India; and for a registered venture capital fund proposing to invest in the education sector

### **HONDA TRADING CORPORATION, JAPAN**

On various issues involved in the incorporation and setting up a wholly-owned subsidiary in India including obtaining several approval

### **HUNGRY HUMPTY**

On the franchise agreement to be entered into by Hungry Humpty with Tommy Miah for setting up of retail food chains in India

### **ICICI VENTURE**

On acquisition of RFCL by US-based Avantor Performance Materials Holdings, an affiliate of New Mountain Capital LLC

On acquisition of Vetnex Animal Health (animal health business of RFCL) by Pfizer Pharmaceuticals

### **ICICI MERCHANT SERVICES**

On review of JV Documents and Business Transfer related agreements entered between ICICI Bank and First Data in year 2009

### **IMC PLC**

A leading Australian Mining Consortium, for the latter's proposed acquisition of gold mines (Kolar Gold Fields) from Bharat Gold Mines in Karnataka

### **ICICI VENTURE FUNDS MANAGEMENT**

On divestment of 100% share sale of Finest Procuring Solutions which in turn holds 100% shareholding of Bremer Pharma GmbH, Germany

On acquisition of RFCL by US-based Avantor Performance Materials Holdings an affiliate of New Mountain Capital

On acquisition of Vetnex Animal Health (animal health business of RFCL by Pfizer Pharmaceuticals)

### **INNOVES ANIMAL HEALTH**

On its equity raising in India from private equity players in Europe in the animal health and veterinary pharma space

### **INTERBREW INTERNATIONAL BV, BELGIUM (INBEV)**

Joint venture to manufacture, brew, produce, market and sell beer in the entire territory of India

### **INVEST INDIA MICRO PENSION SERVICES**

And its promoter group on its equity investment transaction with KfWBankengruppe and by the Michael & Susan Dell Foundation

### **I SQUARED CAPITAL, SINGAPORE**

On acquisition of entire fiber network of Aircel Group and enterprise business in accordance with the IBC

On acquisition of two power transmission companies in Rajasthan owned by GMR Group

### **INBEV INDIA INTERNATIONAL**

On its entire Indian operations, all collaborations and tie-ups in India, acquisitions of breweries and bottling operations, including brewing facilities in Goa, Haryana, Karnataka, Andhra Pradesh, Madhya Pradesh

### **INOX WIND**

In relation to divestment of stake in 5 SPVs which are awarded 50MW Wind Project each (5x50 MW) by Solar Energy Corporation of India Ltd in State of Gujarat under the Scheme for setting up of 1000 MW ISTS-Connected Wind Power Projects

### **ITOCHU TEXTILE MATERIALS (ASIA)**

On its strategic exit from Patspin India, currently listed on both the BSE and NSE

### **IQIYI INC**

A leading online video streaming platform on various structures for setting up India operations, legal and regulatory framework and queries on employment, IP and tax laws

### **ITRIANGLE INFOTECH**

Preparing Techno Legal Agreements, Business, Trade & Commercial advisory, service support, Human Resource documentation, Corporate M&A and transactional work

### **JAFCO ASIA (A SINGAPORE BASED FUND)**

On its investment in Si2 Microsystems

### **JAMSHEDPUR CONTINUOUS ANNEALING AND PROCESSING**

On certain queries relating to issue and redemption of preference shares and buy-back under the Companies Act, 2013

### **JAIPRAKASH ASSOCIATES**

On the transaction with Formula One Administration for the setting up and staging of the FIA Formula One World Championship in India for the years 2010 to 2014 in India

### **JINDAL STEEL AND POWER**

Acquisition of majority stake in two companies within the same group and operating a pellet plant and an operating mining asset in Orissa

### **JOYO TECHNOLOGY**

Establishment/incorporation by KWAI of a business entity in India, and provision of advice and support as may be required by KWAI and the aforesaid entity (post-establishment/incorporation) for conduct of their business in India

### **JSW INFRASTRUCTURE**

In the investment by Eton Park Capital Management LLP for a 10% stake in JSW's ports business

### **JMC CONSTRUCTIONS (EPC ARM OF KALPATARU)**

On its joint venture arrangement with CEC and Brahmaputra Infrastructure

### **JYOTI INTERNATIONAL FOODS**

On providing full transaction support for an equity investment transaction with India Value Fund

### **KARAM CHAND THAPAR GROUP (KCT)**

On reviewing, negotiating and finalizing Leading Agreement entered between KCT Renewable Energy and GE India Industrial for listing down the broad level commercial understanding between the parties relating to supply, installation and servicing for 23 units of wind turbine generators at Andhra Pradesh

On divestment of 100% stake of KCT Renewable Energy (KCTREPL), owning three fully operational wind power projects with a total capacity of 103 MW in the State of Andhra Pradesh, in one of the biggest deals in renewable energy sector this year. ReNew Power Ventures a Goldman Sachs backed company, acquired a 100% stake of KCTREPL

On the acquisition of entire paid-up share capital of Active Securities from Emaar MGF Land

On acquiring entire paid up share capital of Active Securities from Emaar MGF Land

### **KALPATARU RETAIL VENTURES**

On reviewing/amending draft Term Sheet, PPA, LLP Agreement and other related documents

### **KEC INTERNATIONAL**

Advised on queries under the Micro, Small and Medium Enterprises Development Act, 2006 regarding payments to MSMEs, retention of amounts, applicability of the Act

### **KATRA HOLDINGS/RAMESH VANGAL GROUP**

On acquisition/collaboration with Mohan Meakin for beer and Indian made foreign liquor

### **KETTLEBOROUGH VENTURES LLP**

In relation to their investment transactions



### **KINOBEO SOFTWARE (MYDALA.COM)**

On the Private Equity investment by Bennett, Coleman and Co. and HT Media through hybrid instruments

### **LAVA INTERNATIONAL**

In relation to an IPO, where BCCL has invested in the Company by way of acquisition of CCPS and Equity Shares by BCCL

On a private equity investment in Lava by Unic Memory Technology (Hong Kong)

On the investment of USD 30 million by UNIC Memory Technology (Hongkong) in Lava International by subscription to CCPS

### **LANCO GROUP**

On sale of its entire shareholding in Udupi Power Corporation (2X 600 MW imported coal-based power project) to Adani Power

### **LEMON TREE HOTELS**

In relation to setting up of several business hotels in India

On a private equity investment by Warburg Pincus and separately by Shinsei Bank Japan and Kotak Realty Fund in the company

### **LENNON AGRITECH**

In closing of seed funding round and assisted in drafting the Share Holders Agreement and Share Subscription Agreement pursuant to the terms of a term sheet

### **L&T FINANCIAL SERVICES**

On various aspects pertaining to the insolvency proceedings of Essar Steel before the National Company Law Tribunal

### **LOUIS DREYFUS ASIA, SINGAPORE**

On acquisition of a coffee curing and plantation business in Southern India

### **LUXMI TEA**

On a joint venture between the parties for acquisition of certain tea estates in Rwanda, Africa

### **MAURYAN CAPITAL ADVISORS**

In the establishment of a private equity fund based in Mauritius and Cyprus

### **MOSER BAER GROUP**

On a private equity investment of USD 100 million in the company by an international investor, based out of Europe. Also assisted on its proposed acquisition of hydropower projects in Nepal

### **MORGAN STANLEY**

On its initial and follow-on investments in Janalakshmi Financial Services

### **MERCK & CO**

On sale/disposition of the veterinary pharma manufacturing facility located in Pune, Maharashtra

### **MOBYCY**

On their venture capital fund raising

### **MOLDEX COMPOSITES (PART OF THE HERO GROUP)**

On acquisition of 26% equity stake of MCT Engineers, which is engaged in the business of manufacture and supply of carbon composite components

### **MB POWER**

In preparing the transaction documentation for shared facilities for land & Infrastructure at Anuppur with respect to 2x660 MW Power Project

### **MOHUN BAGAN ATHLETIC CLUB (MBAC)**

On an agreement with Mc. Dowell & Co. for setting up a joint venture company United Mohun Bagan Football Team (JV). Both parties are equal shareholders in the JV. HSA was involved with the exit formalities since MBAC wanted to exit the JV due to default of the counter parties in fulfilling their obligation

### **NARBHERAM VISHRAM (PARTNERSHIP FIRM OF THE ATHA GROUP)**

On the acquisition of solar power plant of 10 MW owned by Bhadresh Trading Corporation by way of a slump sale agreement

### **NEUBERGER BERMAN EQUITY FUNDS**

On acquisition of minority stake in National Stock Exchange of India from Norwest Venture Partners X FII – Mauritius'

### **NICDC AND NICDIT**

On developing the industrial township/node, related trunk infrastructure and specified strategic projects in the states of Andhra Pradesh, Karnataka, Kerala and Tamil Nadu as a part of the Chennai-Bangalore Industrial Corridor Project

### **NVR INFRASTRUCTURE SERVICES**

On acquisition of solar power projects by way of acquiring holding companies

### **NETERWALA GROUP COMPANIES**

On drafting of the Business Arrangement Agreement – termination of agreements and couching the revised commercial understanding of the parties pertaining to payment of commissions

### **NOVATEC SOLAR GMBH**

On setting up of a wholly owned subsidiary in India to engage in the business of solar power project development and equipment supply

On its entire portfolio of equity investments proposed to be made in India, including on its in-organic growth initiatives

### **NSL CONSOLIDATED**

On their proposed acquisition of three iron ore blocks in the states of Goa and Karnataka in India

### **NCUBE PLANNING AND DESIGN**

In the subscription of shares of Petra Asset and Facility Management and also advised and drafted the employment agreements for key personnel of Petra Asset and Facility Management

### **OBEETEE**

On structuring and advising on the proposed private equity investment in Obeetee

### **OCUS SKYSCRAPERS REALITY**

In relation to handing over of operations of 100+ key service apartments along with associated facilities/amenities, namely, restaurant, gym, spa, swimming pool and conference rooms to IntelliStay Hotels, operated as 'Mango Suites Select' in Ocus' premier property Ocus – 24K (Sector 68, Gurugram). HSA was involved in drafting, vetting and negotiating the Agreement for Ocus

### **ONTOGENY CAPITAL**

In the establishment of a private equity fund in Delaware, USA with a focus on private equity investments in the infrastructure sector in India

### **ORIENT CERAMICS**

On acquisition of a majority interest in Bell Ceramics, including advising on related Takeover Code related matters

### **OBS GROUP**

On drafting Share Purchase Agreement, Shareholders' Agreement for the transaction with the prospective client to acquire 67 percent of Evolve LLC

### **OLIVE BAR & KITCHEN**

Investment made by Aditya Birla Private Equity – Sunrise Fund (food and beverages)

### **ORANGE POWERGEN**

On advisory services for a 100 MW wind project, in Madhya Pradesh and transfer of name to ReGen

### **OSTRO ENERGY**

On the acquisition of two 30 MW solar power projects in Karnataka

On the acquisition of 100% of the share capital of Fermi Solarfarms (wholly owned by Canadian Solar Energy Holding Singapore 2 Pte. (CSEHS2)) which is developing, constructing, and operating solar projects of 4x20 MW in the state of Maharashtra, India

On the acquisition of 100% of the total issued, subscribed and paid-up share capital of Prathamesh Solar farms which owns a 50MW solar power project in Telangana

On the acquisition of 100% of the total issued, subscribed and paid-up share capital of four project companies which collectively own 60MW solar power projects in Rajasthan

On the acquisition of 100% of the total issued, subscribed and paid-up share capital of Gale Solar farms which owns a 50MW solar power project in Maharashtra

### **PANTHEON CORPORATION**

On its equity investment transaction in a power project in North India

### **PEASS INDUSTRIAL ENGINEERS**

On the merger of Sitaman Industries into Peass Industrial Engineers under Sections 230-232 of the Companies Act, 2013

### **PLATINUM OIL & GAS**

On their diverse legal and regulatory transactions in several jurisdictions in addition to India, i.e. West Africa, Middle East, Canada and Southern Australia and Georgia

### **PODAR ENTERPRISES**

On a joint co-operation/collaboration agreement with 'Cricket Australia'

### **POWER WIND GMBH, GERMANY**

On a joint venture/collaboration transaction in India for the manufacture of wind turbines

### **PRICEWATERHOUSECOOPERS**

On stamp duty issues arising on the lease agreement executed by the client in respect of its office in Kolkata

### **PRAGATI INDIA FUND**

On an equity co-investment with ACCION International in Saija Finance, a micro finance NBFC, engaged in the business of providing micro finance loan products to the rural poor in North India

### **QUIPPO TELECOM INFRASTRUCTURE**

Acquisition of diverse mobile telephony transmission towers and related assets and equipment

### **RENEW POWER VENTURES**

On the acquisition of 100% share capital of Skerion Green Power, which has project SPVs as its subsidiaries, operating wind assets in the states of Andhra Pradesh and Karnataka

On the acquisition of 60 MW wind power projects located at District, Jaisalmer Rajasthan, which is owned and operated by India Power Corporation, on a slump sale basis

On the acquisition of a 100% equity stake of Waaneep Solar, which owns and operates a 50 MW Solar Project in Madhya Pradesh and a 25 MW Solar Project in Andhra Pradesh

On the acquisition of 100% equity stakes of three solar assets with a collective capacity of 30 MW owned by Jakson Power in the state of Rajasthan and Uttar Pradesh

On the acquisition of a 100% equity stake of Molagavalli Renewable which has been allotted a 46 MW (23X2 MW) wind power project located at Kurnool, Andhra Pradesh

On the acquisition of 100% equity stakes of four companies owned by Vikram Solar, namely Lexicon Vanijya, Symphony Vyapaar, Star Solar and Sungold Energy, owning four 'commissioned' solar power projects totaling 30 MW in the state of Rajasthan

On the acquisition of 100% of the total issued, subscribed and paid-up share capital of Shruti Power Projects which owns a 12 MW, wind power in Gujarat.

Acquisition of 100% of the total issued, subscribed and paid-up share capital of Helios, which owns a +/-180MW wind power project in Andhra Pradesh.

### **RAAS CAPITAL (INDIA)**

On the acquisition of a majority controlling interest, in a housing finance company

### **RAVI JAIPURIA GROUP (RJ CORP)**

On the acquisition of the Kolkata (Eastern Indian) bottling and distribution operations of Pepsi, including providing full transaction support

On a joint venture/collaboration with Walt Disney USA for setting up a chain of Walt Disney merchandise outlets in India

On an equity share transaction with Cryobanks International in the stem cell banking and research area, including providing full transaction support

On its joint venture in Uganda, Africa for undertaking dairy management services in Africa

On its tie-up with Costa Coffee, UK for setting up Costa Coffee outlets in India

### **REMY COINTREAU INTERNATIONAL**

On its exit from the joint venture company established with Sula Vineyard

### **ROTORK PLC**

Advised on the potential exposure for foreign suppliers under the nuclear liability regime in India vis-à-vis civil liabilities/ damages. Advice on structuring distribution and supply contracts for products/ equipment to be used in nuclear installations

### **REMY MARTIN, SINGAPORE**

On its joint venture with Sula Wines to establish a manufacturing facility for grape-based brandies in India

### **RIVERBANK DEVELOPERS AND RIVERBANK HOLDINGS**

On its equity investment by K2 Commercial in the share capital of Riverbank Holdings

### **SANSERA ENGINEERING**

Setting up a group captive solar project in Karnataka and infusing capital aggregating to 26% of the partnership interest in the LLP for contracting approx. 20.4 million units of electricity from the group captive power project

### **SBI CARDS**

Joint venture company of SBI and GE Capital USA, on its joint venture with Tata Sons for launching a white label credit card under the 'Tata' brand name and setting up, running, operating and managing a loyalty program for the Tata's

### **SIGULER GUFF (AVIGO VENTURE INVESTMENTS AND METMIN)**

Divestment of their majority equity stake in Rinac India

### **SITAMAN INDUSTRIES AND PEASSS INDUSTRIAL ENGINEERS**

Acquisition of 51% shareholding of Saurer AG in Peass Industrial Engineers by Sitaman Industries

### **SOLENERGI POWER, MAURITIUS**

In relation to a proposed 250 MW REWA solar project

### **SQUARE WOOD PROJECTS**

Drafting of MOU for the development of a housing project in Rajarhat, West Bengal over 50 bighas of land under the affordable housing scheme

### **SREI ALTERNATIVE INVESTMENT MANAGERS**

On drafting of a shareholder's agreement for the proposed acquisition of 75% stake in SAIML, based out of Singapore. SAIML proposes to render investment advisory services

### **SREI INFRASTRUCTURE FINANCE**

On the legal vehicle to be used for carrying out the proposed charitable activities and drafting charter documents for Section 8 Company

### **SS LOOTAH GROUP**

On setting up of a wholly-owned subsidiary in India and advising the said Indian subsidiary on an on-going basis

### **SUEZ ENVIRONMENT INDIA**

Joint venture with SPML Infra for carrying out improvements and O&M of the water distribution system for Bangalore Water Supply and Sewerage Board

### **SUPA STAR FOODS**

Documentation relating to Investment in Supa Star and consolidating the shareholding of three companies by Share Swap arrangement

Offering 24.31% of its shareholding to various NRIs, HNIs and professionals

### **STATKRAFT INDIA**

Joint venture with Bharat Light and Power for setting up a holding cum operating company for developing solar power plants in India

### **STATKRAFT INDIA AND TATA POWER**

Acquisition of the 60 MW Tidong hydro-power project in Himachal Pradesh from NSL Renewable Power

### **STERLING AND WILSON SOLAR**

On the authority and enforceability of warranty bond for the 50 MW solar photovoltaic power project to be in Benban, Egypt

### **STERLITE TECHNOLOGIES**

Borrowing from State Bank of India etc., to East North Interconnection, for setting up transmission project in eastern states of India

### **SULA SHIPPING & LOGISTICS**

In its transaction with Jindal SAW to acquire 26% equity in a restructured Jindal ITF for operating the company as a transshipment as global logistics services/solutions company

### **SUZLON GROUP**

Investment in setting up a turbine manufacturing facility that was being set up in China

### **SVENSKA DESIGNER HOTELS**

On providing full transaction support for setting up of hotels in India

### **SHAPOORJI PALLONJI AND CO**

On issuing a legal opinion (authority and capacity) for setting up of a solar photovoltaic power project by the Clients through their subsidiary located in Sultanate of Oman

### **SKS POWER GENERATION CHHATTISGARH**

On its majority stake sale to the Global Ventures/Blackstone Capital Partners in its 1320 MW thermal power project in Chhattisgarh

### **TATA POWER RENEWABLE ENERGY**

On the acquisition by TPREL of 100% equity stake in Indo Rama's operating 30 MW wind assets in Maharashtra. Also, assisted in the acquisition of NuPower Renewables, NuPower Wind Farm, and EchandaUrja

### **SAKAE HOLDINGS, SINGAPORE**

JV in India for setting up 'Sakae Sushi' chain of restaurants. Indian JV partner, TCI Global Logistics

### **SAMTEL ENGINEERING & SOURCING SOLUTIONS**

Sale of 100% stake of Samtel to Laans Portfolios and Global Economic Advantage

### **SANRAI MED CORP**

Incorporation and setting up of a wholly owned subsidiary of the US based company in India

### **SECURITAS GROUP**

The client is one of the largest security services companies in the world on the proposed acquisition of the security services business of a real estate major in India

### **TATA REALTY AND INFRASTRUCTURE**

On the acquisition of three NHAI concessions

### **TATA POWER**

On the acquisition of an equity stake in an SPV which holds licenses for establishing and operating hydropower projects in Nepal

On the acquisition of SenokoPower, Singapore

On various corporate law related matters pertaining to its investment in Bumi – a leading Indonesian mining and infrastructure conglomerate

### **THE TATA POWER COMPANY**

In relation to transfer of its defence undertaking vide a slump sale to Tata Advanced Systems pursuant to a scheme filed before the NCLT, Mumbai and NCLT, Hyderabad

### **TIMES GROUP/BENNETT, COLEMAN & COMPANY**

Investment in the share capital of the Mid-day Multimedia

### **TOSHIBA CORPORATION, JAPAN**

Setting up of its proposed steam turbine generator manufacturing facilities in Hazira, Gujarat and Chennai, Tamil Nadu

### **TOYOTA TSUSHO CORPORATION**

Initial investment and follow-on financing for the Sakra World Hospital in Bangalore, India

### **TRIL- TATA REALTY & INFRASTRUCTURE**

On 100 acquisition of shareholding of Dhule Palesner Tollway from Sadbhav Infrastructure Project, through a bid process. HSA was involved with due diligence, documentation and closing

On 100 acquisition of shareholding of Bijapur-Hungund Tollway from Sadbhav Infrastructure Project, through a bid process. Scope of work includes diligence, documentation and closing

### **TITAN COMPANY**

On filing of Cess under BOCW Act and responding to notice received in relation to building works in Ambience Mall

### **THE CHARTERED INSTITUTE OF MANAGEMENT ACCOUNTANTS, UNITED KINGDOM (CIMA UK)**

In the transformation of CIMA India into the Association, post CIMA UK joint venture with the American Institute of Certified Public Accountants (AICPA) and formation of the Association of International Certified Professional Accountants (the Association), as CIMA UK has 3 liaison offices in India

### **TRANSACTION SOLUTIONS INTERNATIONAL (TSI)**

On acquisition of a majority equity stake by CX Partners LLP and CX Capital Management

On acquisition of 75.11% shares of Transaction Solutions International (India) from, Mauritius an investment vehicle of CX Partners, a private equity fund

On acquisition of 75.11% shares of Transaction Solutions International (India) (TSI India) from Urania, Mauritius an investment vehicle of CX Partners, a private equity fund. The acquisition is proposed to be done by TSI Australia through its Mauritius subsidiary

### **TIMES INTERNET**

On the private equity investment by Westbridge Capital/Sequoia Capital in the Company

### **US INDIA CLEAN ENERGY FINANCE**

On its existing business model for delivering solar rooftops and for raising funds for its business via crowdfunding

### **UTTAM GROUP**

In relation to transfer of its assets and business of medical and industrial gases to BOC India/The Linde Group

### **VAMM INTERNATIONAL**

In a transaction involving acquisition of a strategic minority stake in Bangalore based Nivaata Systems and also the acquisition of a strategic minority stake in Mysore-based Skanray Technologies from its Promoter

### **VERINT SYSTEMS (INDIA)**

On restructuring of the company with respect to splitting of the security division and the enterprise solutions division business divisions and operations in India

### **VICINAY MARINE, SPAIN**

On a joint venture transaction in India with Indian Chain for manufacturing shipping chain

### **VICON IMPERIAL**

Reviewed and negotiated the transaction documents for divestment of 51 stake in a SPV (that owns the 'The Gateway Hotel' in Raipur) to Sayaji Hotels

### **VOLVO ASSET FINANCE**

Joint venture with Volvo Eicher Commercial Vehicles

### **VANGUARD GROUP**

For rectification of records/transactions conducted at India level with respect listed shares in India

### **VISA STEEL**

On a joint venture agreement to be entered into between the parties for construction of a railway siding in Kalinganagar, Odisha to be utilised in common by the parties

### **WALSONS SERVICES/ SECURITAS INDIA**

On strategic investment in the share capital of the Company by Securitas AB, Sweden

### **WELSPUN INFRATECH**

Acquisition of a majority stake in the concessionaire who is undertaking the development of a modern bus terminal at Baramunda, Bhubaneswar

### **WMI CRANES**

On the entire stake sale of WMI Cranes to KoneCranes Finance Corporation

### **WADHAWAN WEALTH MANAGERS**

On share capital issue/transfer – LGT's overseas entity is the acquirer. Also assisting in drafting/reviewing SPA, SSA, SHA, Restatement of AoA, disclosure letters etc.

### **WELSPUN GROUP**

Investment in an Indian concessionaire – public transport utility

### **YASH RAJ FILMS**

On its joint venture for the purpose of production, procurement, and exploitation of certain IPRs

### **ZOOM ENTERPRISES**

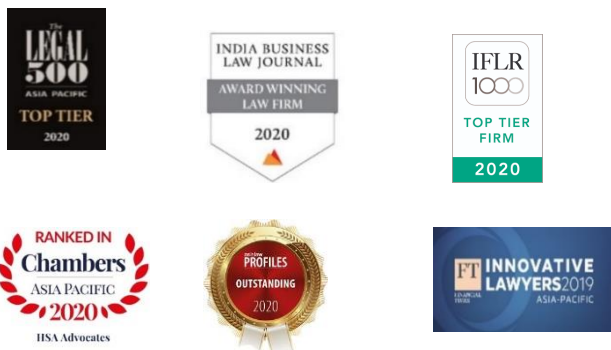
In ascertaining the Significant Beneficial Owners (SBO) of Zoom Enterprises under section 90 of the Companies Act, 2013 read with the SBO Rules

# HSA at a glance

## Full-service capabilities



## Global recognition



## Pan-India presence

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