

# MAHESHWARI & CO.

Advocates & Legal Consultants



[www.maheshwariandco.com](http://www.maheshwariandco.com)

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## ABOUT US

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**MAHESHWARI & CO.** is a full-service law firm providing innovative legal solutions to its domestic as well as international clients. The firm offers a large portfolio of legal services. It has a PAN India presence with offices located at New Delhi, Mumbai, Lucknow and network offices at Bangalore, Hyderabad, Pune, Chennai, Kolkata, Goa and Chandigarh.

The stimulating work environment brings together the best legal brains at **MAHESHWARI & Co.** to take care of the legal needs of our clients. A strong team of lawyers consists of experienced, dynamic, enterprising and innovative legal experts having outstanding academic and professional records.

Under the able guidance of our partners who are leading experts in various areas of law, highest standards of services are maintained and seamlessly delivered to clients. A fair mix of experience and youthful exuberance sets apart **MAHESHWARI & CO.** from other law firms in the country.

An ambition to be the world's leading law firm underlines our business strategy. We strive to achieve this aim through sustained investment in effective technological resources, knowledge management, relation management, communication networking and vast research on recent developments in economic and legal spheres.

We strongly believe that a trusted relationship is built on the foundation of shared values and deep understanding of our clients' needs. Thus, we blend professional expertise with the business objectives of our clients and develop a strong grasp of their businesses before coming up with bespoke solutions.

Our clients view **MAHESHWARI & CO.** as their "partners in growth" as we ensure that they retain their competitive edge in their respective business areas by concentrating on their core competencies, while we take care of their legal issues.

We at **MAHESHWARI & CO.** embrace obligations that extend beyond our client work. We have always understood that business and society are largely interdependent. We, therefore, proactively undertake pro-bono activities such as supporting various social welfare programs, reaching out to orphanages and extending our help to underprivileged children to get primary education on a regular basis. We encourage our people to give back to the society as a way to lead a meaningful life.



## **AREAS OF PRACTICE**

- Corporate Law
- Intellectual Property Matters
- Litigation and Arbitration
- Banking
- Real Estate
- Telecommunication
- Immigration Services
- Information Technology
- Infrastructure Projects
- Pharmaceutical and Healthcare
- Media and Entertainment
- Taxation
- Accounting
- NRI Services
- Employment
- Research

## **CORPORATE LAW**

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### Foreign Collaborations & Joint Ventures:

- Due diligence and feasibility analysis of probable collaborators;
- Searching the best possible technology and financial partners;
- Negotiating and structuring Joint Venture terms & contracts;
- Drafting of joint venture, , collaboration, trade mark license agreements;
- Obtaining necessary approvals from all concerned authorities such as Foreign Investment Promotion Board (FIPB), Director General of Foreign Trade (DGFT), Department of Industrial Policy & Promotion (DIPP), Secretariat for Industrial Assistance (SIA) and Reserve Bank of India (RBI);
- Compliance with all applicable laws and regulations;
- Advice on tax planning

### Insolvency and Bankruptcy

- Matters relating to Insolvency and Liquidation of Companies and LLPs
- Matter relating to Insolvency & Bankruptcy of Individuals and Firms
- Representation before National Company Law Tribunal, Debt Recovery Tribunal and other authorities concerned in matters related to insolvency, voluntary liquidation, bankruptcy and winding up.

## CAPITAL MARKETS

- Initial Public Offer (IPO)
- Bonus Issue & Rights Issue;
- Preferential Allotment;
- Debt Issues;
- American Depository Receipt (ADR) / Global Depository Receipt (GDR) Issues;
- Loan Syndication from banks/financial institutions.

With regard to advisory and assistance in structuring and regulatory matters related to Initial Public Offer, Equity Placements, Rights Issues, debt raisings issues, **MAHESHWARI & CO.** provides detailed assistance in:

- Drafting and vetting of legal papers/prospectus/memorandum of understanding/agreements in the process of bringing out abovementioned issues;
- Carrying out due diligence as a risk containment measure;
- Liaison and coordination with various regulatory authorities such as SEBI, local stock exchanges, registrar of companies and merchant bankers;
- Pre/post issue compliances pertaining to various applicable statutes.

## CORPORATE RESTRUCTURING

- Amalgamation, mergers, de-mergers and reverse mergers;
- Acquisitions & takeovers;
- Reorganization of capital;
- Other modes of restructuring that include:
  - Corporate restructuring, planning and execution;
  - Structuring with a view to make the whole process tax-efficient;
  - Valuation of assets and determination of exchange ratios;
- Liaison and coordination and obtaining approval for the same as and when required by various government bodies such as:
  - Registrar of Companies;
  - National Company Law Tribunal (NCLT)
  - Regional Director, Ministry of Company Affairs
  - Securities & Exchange Board of India
  - Stock Exchanges.

## VALUATION SERVICES

Valuations for:

- M & A transactions
- Internal Evaluations
- Fairness/second opinions
- Joint Venture Valuations
- Restructuring/Reorganizations
- Regulatory Requirements



## MAINTENANCE OF SECRETARIAL RECORDS

- Holding and conducting of statutory meeting of the board of directors, annual general meeting and extra ordinary general meeting of the company;
- Maintenance of 'the minutes' of the meetings of board of directors and general meetings of the company, maintenance of statutory registers such as Register of Mortgages/Charges, Register of Directors and other statutory records of the company under the provisions of The Companies Act, 1956;
- Filing of Balance Sheet, Annual Return and other forms with the Registrar of Companies on a regular basis;
- Liaison with the relevant offices of the Ministry of Company Affairs, Company Law Board Registrar of Companies and other authorities concerned, in respect of various matters pertaining to the affairs of the company;
- Advice on statutory compliances with regard to provisions of The Companies Act, 2013.

## RISK MANAGEMENT

Ensuring good corporate governance services by assisting in :

- Legal compliance with respect to the applicable laws and regulations;
- Formulating and implementing the Code of Conduct and Whistle Blower Policy;
- Developing risk management framework, its reporting and implementation;
- Ensuring compliance with the Board and Audit Committee related procedures;
- Formulating, strengthening and implementing internal control measures;
- Developing the framework for periodic reporting requirements;

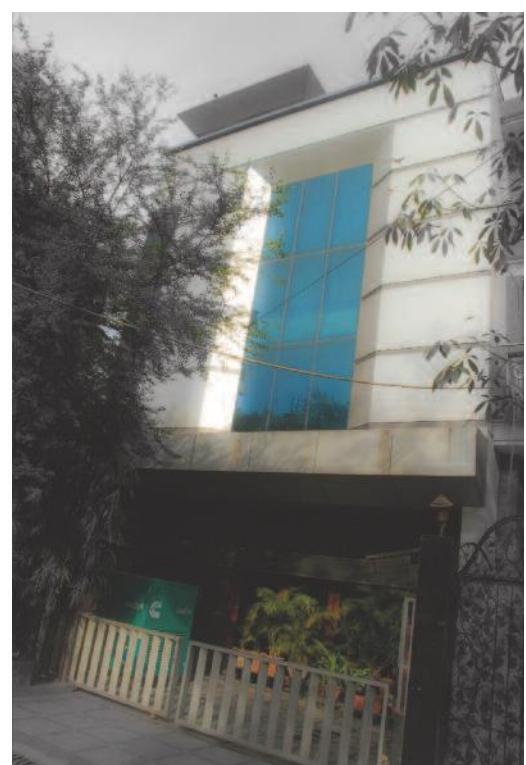
## INTELLECTUAL PROPERTY RIGHTS

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- Patents;
- Trade Marks;
- Copyrights;
- Designs and Trade Secrets;
- Domain Name Registration;
- Geographical Indications;
- Layout designs

The firm offers the following services in different areas of IPR:

- Registration of Patents: conducting research on the availability of the said Patent, drafting specifications and claims, responding to the examiners queries, filing PCT applications, drafting and filing of assignment and licensing agreements including infringement petitions;
- Trademarks: Complying with all the formalities with respect to registration and litigation matters of Trade Marks and Service Marks, including
- Copyrights: Complying with the formalities of getting Copyright and Designs registered with the authorities, giving opinion regarding protection of the copyright and filing petitions of infringement as required;
- Appearance before authorities and/or courts in matters pertaining to filing of applications and removing objections thereof;
- Advising and initiating appropriate legal actions to protect the interest of our esteemed clients and their Intellectual Proprietary Rights. Maheshwari and Co. also provides its clients ongoing counseling to formulate an overall licensing strategy along with a variety of other issues such as:
  - Negotiating and drafting of agreements between buyers and sellers of a particular technology, technology license and transfer agreements of all kinds, distribution agreements, end-user licenses, joint development agreements, framing of policies related to data protection and privacy and licensing agreements;
  - Warranties, indemnities, disclaimers of damages, limitations of liability, enforceability, ownership of intellectual property, export restrictions and license rights.



## LITIGATION AND ARBITRATION

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- Civil Litigation
- Commercial Litigation
- Criminal Litigation
- Domestic Arbitration
- International Commercial Arbitration
- Mediation; and
- Reconciliation
- Family Matters
- Cheque Bounce matters under Negotiable Instruments Act, 1881
- Matters before TRAI and TDSAT
- Consumer Disputes before National, State and District Consumer Courts

## BANKING

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- Project Finance
- Acquisition Finance,
- Structured Finance,
- Securitization
- Leveraged Transactions,
- Debt Capital Market Transactions,
- External Commercial Borrowing
- Debt Restructuring and re-financing
- Regulation and Compliance
- Corporate Debt
- Legal Due Diligence
- Foreign Direct Investment in Real Estate
- Debt Recovery Tribunal(DRT), Debt Recovery Appellate Tribunal(DRAT)
- Criminal Matters
- Recovery Suits
- Compliances



## IMMIGRATION SERVICES

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- Evaluating eligibility for visas/immigration;
- Informing the client about relevant regulations;
- Examining alternative visa options;
- Offering optional strategies;
- Assisting in locating all necessary documents;
- Preparing and submitting the application to the authorities concerned;
- Working with immigration authorities in the destination country.

Set out below is a sampling of visa and Immigration services that it provides to its clients both in India and abroad:

- Independent/Skilled Worker and Business Applications
- Employment Authorization Applications and Extensions
- Validations of Temporary and Permanent Offers of Employment

## INFORMATION TECHNOLOGY

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- Cyber laws related issues like hacking, domain names and other cyber-crimes
- Protecting brands and ideas and leveraging rights in software
- Data protection, confidentiality and information security
- E-Commerce advice and contracts;
- Software Piracy
- Software licensing, development and support and software and website development agreements
- Legal compliance and regulatory advice
- IT related agreements like software license and development agreements, hardware maintenance and system supply agreements, access and beta test agreements, interconnect agreements, broadcasting/ satellite and digital terrestrial agreements, Conditional Access Systems (CAS) agreements, server co-location space agreements, all computer related agreements and commercial agreements;
- Litigation, arbitration and mediation support in technology disputes and site issues.

## TAXATION

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### Direct Taxes:

- International Taxation - Double Taxation avoidance, Inbound Investments, Planning of IPR etc.
- Expatriate Taxation – Understanding the Indian Tax System, Consultancy Before or after arrival in India, Consultancy when you are leaving India, other matters requiring consideration etc.
- Corporate Taxation – ICDS Compliance, protection under Double Taxation Avoidance Agreement, Taxation under Startup, Filing Return etc.
- Transfer Pricing – Consultancy with regards to Applicability & regulation compliances, TP Study report, TP Appeals etc.

### Indirect Taxes:

- Customs – FEMA, Import Compliances, Exemptions, Custom Valuation, etc.
- Service Tax – Consultancy regarding Applicability, registration, periodical compliances, Preventive Matters etc.
- Value Added Tax (VAT) & CST – Opinion on applicability, registration, periodical compliances, Annual Assessment, Audit etc.
- Excise – Applicability, registration, periodical compliances, Legal compliances, Audit etc.
- Goods and Services Tax (GST) – Impact Analysis of GST, Due Diligence, Sector Specific Structuring etc.

### International Trade and Measures:

- Anti-Dumping
- Countervailing

M & Co. also provides taxation advisory, compliance and services related to:

- Transaction Structuring
- Compliance Management Solutions
- Validation of Tax Computations
- Tax Advocacy
- Contractual Negotiations

## EMPLOYMENT & SERVICE

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- Employment Contract
- Human Resource Manuals
- Service Agreements
- Vendor Agreements



## AFFILIATIONS

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The professionals of the firm have the privilege of being members of following organizations/ institutions:

- International Bar association (IBA)
- Union Internationale Des Avocats (UIA)
- International Law Association (ILA)
- Inter Pacific Bar Association (IPBA)
- International Centre for Alternate Dispute Resolution (ICADR)
- Indian Council of Arbitration. (ICA)
- Supreme Court Bar Association
- Delhi High Court Bar Association
- New Delhi Bar Association
- Federation of Indian Chamber of Commerce and Industry (FICCI)
- Confederation of Indian Industry (CII)
- PHD Chambers of Commerce and Industry (PHDCCI)
- Associated Chamber of Commerce and Industry of India (ASSOCHAM)
- Indo French Chamber of Commerce and Industry (IFFCI)
- Indo American Chambers of Commerce and Industry (IACC)
- Swiss India Chamber of Commerce (SICC)
- Indo Italian Chamber of Commerce (IICC)



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**MAHESHWARI & CO.**

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