





Founded in 1991, the year in which economic liberalization was introduced in India, Hariani & Co is a prominent full service Indian law firm with a reputation for excellence. It has a young, dynamic and fast-growing team of over 75 legal professionals. The firm has offices in three cities of Western India, Mumbai, Pune and Goa and a reach throughout India and abroad.

The firm's clients include large domestic as well as international, commercial and industrial corporations, banks and financial institutions, film production houses, private equity and VC funds, real estate developers, individuals, entrepreneurs, charitable, medical and educational institutions.

## PRACTICE AREAS

Dispute Resolution, Litigation, Arbitration	Real Estate, Projects, Infrastructure	Hospitality, Leisure	Corporate, Commercial Laws
Banking and Finance	Foreign Investments, Regulatory Compliances	M & A, Private Equity	Securities, Capital Markets
Pharma	TMT/IPR/Film, Media, Entertainment	Family Law And Estate Management	Shipping, Maritime Law

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Hariani & Co. has a strong litigation practice since past 23 years and is known for successfully representing its clients with respect to complicated and intricate matters in this practice area. There is a need for speedy and efficient resolution of international and domestic disputes. Our litigation and dispute resolution team is geared to provide our clients with creative solutions with respect to dispute resolution. Our litigation team is renowned for its practical approach, and has handled major disputes, including the first hostile takeover, prior to the formation of SEBI.

#### ENVIRONMENTAL LAW

In this practice area, Hariani & Co has also been doing its share of work, to protect the environment. We represent our clients before the Forest Bench New Delhi, the National Green Tribunal (NGT), both in New Delhi and Pune, other Environment Departments as well as in Writ Courts. We represent environmental organizations / Citizens Groups in several PILs in court. We also advise and assist our clients in respect of structuring transactions / Joint Venture Agreements for Eco Friendly Resorts, keeping in mind all the environmental norms and guidelines

The firm's expertise in this practice area includes :

- Pre-litigation strategy
- Advising and representing clients in civil and commercial arbitration, conciliation, mediation and litigation
- Advising on issues with respect to enforcement of arbitral awards
- Advising on constitutional issues
- Public Interest Litigations (PILs)
- Advising on the choice of law and jurisdiction clauses to be used in agreements, keeping in view the provisions of the Indian Contract Act, 1872, Code of Civil Procedure, 1908 and the principles of private international law
- Advising on issues arising from the conflicts of law
- Advising on enforcement of intellectual property rights, such as patents, trademarks, copyrights, designs and trade secrets including representing in court some of the major production houses in India.

Our firm's prominent clients in this practice area are K. Raheja Corp., Shapoorji Pallonji, Thackersey Group, Somaiya Group, Lilavati Hospital, Stanchart Bank, Sakuma Exports Ltd., NIKO Group, Pacific Basin Handymax (UK) Ltd. (earlier known as IHX), Wadhawan Group, Excel Entertainment Pvt. Ltd, Arbaaz Khan Production Pvt. Ltd, Tata Steel Ltd., JBCN Education Pvt. Ltd and Alumbra Entertainment Pvt. Ltd.


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Hariani & Co. represents eminent business houses, developers, investors, lenders and individuals in diverse real estate transactions. It has earned a strong reputation for developing innovative structures and assisting clients in documentation and negotiations in this practice area. It's the first firm to implement FDI in the Real Estate sector at an entity level. It is geared up to handle and advise on challenges and transformation proposed in the Real Estate sector in the future. It has represented clients in respect of "built to suit" transactions. Hariani & Co. being a full service law firm is also involved in transactions involving a combination of real estate and corporate structuring. It has also successfully initiated and defended litigation concerning massive properties.

Our firm's expertise in this practice area inter-alia includes :

- Conducting due diligence and title verification in respect of acquisition and disposal of agricultural & non agricultural lands, structures, building, flats, commercial spaces, industrial units on Pan India level. issuing title reports and certificates relating to title
- Documentation in respect of construction and development of residential, industrial, commercial premises including office buildings, IT parks, hotels, shopping malls and service apartment
- Redevelopment of properties belonging to co-operative societies
- Slum rehabilitation projects (SRA)
- Redevelopment of properties having lease from government bodies such as Central Government, State Government, MCGB, MIDC, HUDCO, CIDCO and other government bodies across the country

- Investment, funds, real estate trusts, NCD Structures, inter corporate deposits
- Joint ventures
- Letting, leasing and tenancy of all types of properties
- Setting up townships and layout development under diverse policies of the Central and State Government such Special Township Policy, MIDC, Tourism Policy, IT and ITES Policy etc.
- Due diligence of properties in investment transactions, loan transactions, inter corporate deposits, trusts, funds etc;
- Special Economic Zone projects and their implementation throughout India
- Zoning & regulation of land use
- Assisting companies to undertake road development, setting up wind mill, power projects, ports and other infrastructure work
- Taxation issues
- Advising on legal and regulatory aspects of foreign investment in real estate sector
- Advising on suitable structures for real estate funds, trusts, corporate houses from a legal, tax and regulatory perspective, and undertaking related documentation;
- Advising on stamp duty and registration related issues
- Advising on the structure and customisation of the e-auction platform for sale of land and assisting with the documentation in respect thereof;
- Litigation involving real estate in all the aforesaid sectors.

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Hariani & Co. has handled several high profile transactions in the Hospitality sector. The Hospitality sector is a unique one; it not only requires legal acumen but also needs an in-depth understanding of the actual business operations. The Hospitality sector has two main facets, construction and development of the actual hotel and the management and operation of the hotel. The firm has represented hotel owners as well as operators.

The business of Hospitality involves execution of varied agreements including but not limited to :

- Brand License Agreement and Royalty Agreement.
- Technical Services Agreement
- Hotel Management Agreement
- Master Operating Agreement

While we have our expertise in real estate laws, contractual and commercial laws, which are of paramount importance, our firm also advises clients on labour laws, international and domestic intellectual property rights, international arbitration laws and the prevalent Foreign Policy which aids the structuring of the transaction and general advise that concerns the Hospitality sector.

Our firm's prominent clients in the Real Estate/Hospitality and Leisure practice area are Godrej Properties, Tata Housing Ltd., Dheeraj Realty, IL & FS, Marathon Next Gen Ltd., Panchshil, Vascon, K Raheja Corp., John Deere, Leoni Cables Solutions (India) Pvt. Ltd. amongst others.

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Hariani & Co. has an active and competent corporate practice in a wide range of corporate and commercial laws.

Our firm's expertise in this practice area inter-alia includes :

- Advising companies on legal and regulatory aspects of doing business in India
- Advising on incorporation of companies, share transfers, allotment and corporate compliances
- Assisting clients in structuring and setting up of operations in India
- Advising companies in investment / forming subsidiaries abroad
- Advising companies on various general corporate agreements entered into such as employment, consultancy, confidentiality, services, escrow, software development, finders' fee, tender documents, etc
- Advising companies on an on-going basis on legal and regulatory issues of a general nature, that companies face in their day-to-day operations, including issues relating to the meetings of the board of directors and shareholders
- Advising domestic and foreign clients on setting up joint ventures in India or overseas, including nature of the entity to be set up, the inter-se rights between the parties
- Liaisoning with various regulatory authorities
- Assisting on infrastructure matters mainly in the construction of road and bridges sector, reviewing concession agreement, EPC contracts, tender documents and other related documents
- Representing clients before the Securities Appellate Tribunal.

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Hariani & Co. advises on all aspects of banking law, including banking regulations, secured commercial lending, leasing and hire purchase, the raising of loan finance, loan agreements, negotiation, and enforcement and realization of security interests.

Along with extensive experience in litigation recovery of debts, we also offer guidance on partnerships, agency or distributorship arrangements and insolvency, among others.

The firm offers its services for negotiation of contracts, structuring and routing of funds and documentation, procedural follow-up and closing of transaction related to joint venture and project finance contracts, carrying out legal due diligence and legal audits.

#### Pre-Paid Cards:

Since the inception we have been advising clients in the space and issue of cards and more particularly pre-paid cards. We are active members of, and advocates for the 'Prepaid International Forum, India', consisting of banking and non-banking members. We also advise clients regularly in connection with the 'Global Prepaid Exchange'. We advise clients such as Edenred on the issue of prepaid cards in India keeping in mind anti money laundering safeguards, KYC (know your customer) norms, combating financing of terrorism, the Information Technology Act, maintenance of records in digital format. We have advised on issue and operation of prepaid cards for students, customers of overseas hotel chains in India and clients of the Shipping Industry.

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Hariani & Co. actively advises many overseas and domestic companies on various corporate issues, like entry strategies in India and cross-border transactions, be they outbound or inbound. It provides a wide range of services relating to structuring, establishment and operation of public and private companies in India. We also advise international companies on government policies on foreign investment in various sectors.

We advise on joint ventures, technical and other collaborations in India, liaison with various government bodies such as the Reserve Bank of India and the Foreign Investment Promotion Board (FIPB) on Regulatory Matters and assists them through government regulations and procedures like Foreign Exchange Management Act (FEMA) and its Regulations, Foreign Direct Investment (FDI), FDI approvals from FIPB, setting up of a Branch/ Liaison office, project & site office, industrial licensing, government contracts, transfer of technology and licensing, repatriation etc.



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The M & A division of our firm endeavors to combine its experience and expertise to devise innovative structures for M&A in India and abroad. It has represented several major investment banks and large corporations on setting up operations in India.

**Our firm's expertise in M&A practice area includes :**

- Advising on various structuring issues involved in M&A deals including determining the type of SPV, jurisdiction of SPV, type of instruments etc
- Advising on Securities and Corporate law issues
- Causing legal due diligence with an industry-specific focus

- Documentation such as drafting and review of term-sheet, definitive agreement/s, non-compete agreement, non-disclosure agreement, escrow agreement, stock swap agreement, employment agreement etc;
- Working with investment banks and accountancy practices to render seamless service to our clients
- Undertaken due diligence of the special purpose vehicle and the land (located in various parts of the country) for and on behalf of a fund.
- Advising on legal and compliance issues related to:
  - Corporate law requirements
  - Takeover Code and other securities laws issues
  - Listing and Regulatory requirements
  - Government approvals and statutory filings

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The Corporate team of the firm has been handling various matters including mergers and amalgamations, private equity and venture capital investments, providing advice on various matters including issues covered under FEMA, SEBI etc. In recent years the firm has also been active in the field of securities and capital markets i.e. representing companies for Initial Public Offers, rights issues, equities, etc.

Our firm's past and present corporate clients are Deepak Fertilizers And Petrochemical Corporation Limited, Cipla Limited, Regus, Bangur Group, Sheth Creators Private Limited, US based INC GROUP, Landmark Group, Wadhawan Group, Great Eastern Shipping, Colorcon Asia, Wacker Chemie Pvt. Ltd, Kansai Nerolac, HDIL, HDFC Ltd., amongst others.

Our firm's expertise in this practice area includes :

- Advised and acted in reverse mergers to enable listing
- Represented several developers where a private equity fund has made an equity level investment. Thereafter, actively advising the developer company for it to prepare for achieving an IPO and offering an exit to the fund
- Acted for developers on number of transactions wherein a private equity fund has invested along with the developer into a special purpose vehicle for development of a single project
- Represented foreign funds such as to invest into a special purpose vehicle wherein huge land banks are to be developed through the special purpose vehicle;

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Hariani & Co.'s pharmaceutical practice consists of providing wide variety of legal services such as advising, drafting, negotiating on various domestic and international agreements /arrangements. Our firm has been actively advising its clients such as Cipla Ltd. and Charak Pharma on various corporate/commercial law issues, contracts, including but not limited to, pharmaceutical product/drug/active pharmaceutical ingredients (API) purchases, sales, contract manufacturing, development and supply, distribution, clinical trials, custom house agent, agency, dossier licensing, and other incidental matters.

The firm's expertise in this practice area includes :

- Drafting of international and domestic agreements / arrangement
- Contract negotiations for and on behalf of our client
- Advising clients' on general corporate and commercial laws
- Advising and assisting clients' on dispute resolution
- Advising and giving opinions to clients on Intellectual Property Rights

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Hariani & Co. has for the past several years been at the forefront in the practice areas of media & entertainment law in India. The Media & Entertainment practice at our firm encompasses films, television, drama, performing arts, publications, sports, gaming, advertising and public relations. Our clients include several media houses, film distributors, broadcasters, advertising agencies and actors/artists.

Our firm also provides a wide spectrum of services to its clients based in India and abroad in the field of telecommunication and technology with a special focus on trademark, patent, and design laws and other allied services. We have advised several clients to help them leverage their IP, and unlock the value of their intellectual assets in the current competitive market place.

Our firm has also had the honour of, presenting before the Producer's Guild, in September 2012, the amendments in The Copyright Act, 1957 as also its impact on the Indian Film and Music Industry.

Our firm's list of clients includes some of the major players of the media and entertainment industry in India such as Vishesh Films, Playboy India, Red Chillies Entertainment Ltd., Sohail Khan Productions Pvt. Ltd., Dharma Productions, B.R.Studios, Sanjay Leela Bhansali Films and Excel Entertainment Pvt. Ltd. amongst others. Because of its strong litigation practice our firm has also successfully represented some of the production houses in court, in the event the matter culminates in Litigation. It also represents several prominent Bollywood personalities for their individual matters.

The firm's expertise in this practice area includes :

- Drafting, vetting and negotiating all kinds of agreements for the film & television industry ranging from co-production agreements, talent agreements, film financing agreements, agreements related to live events, satellite broadcasting, internet streaming, endorsement deals, co-branding agreements and distribution agreements, etc.
- Formulating strategies for acquisition and licensing of various Intellectual Property Rights / Copyrights for our clients.
- Representing clients in various proceedings, suits, writ petitions before various courts/ commissions/ tribunals in India including the Supreme Court of India, various High Courts, district courts , Competition Commission of India and various authorities, associations and tribunals for enforcing and defending all kinds of film and copyright infringement, trademark infringement and patent related litigation.
- Conducting film and television related arbitration before various arbitration tribunals and film associations including the FWA, AMTPP, IMPAA, etc.
- Drafting, filing and prosecuting registration applications in respect of copyrights and trademarks including before the trademark and copyright registry in India.
- Conducting due diligence with a specific focus on Intellectual Property Rights, drafting detailed review reports and evaluating the risks, liabilities and opportunities involved to our clients with respect to acquisition/license of various Intellectual Property Rights.
- Providing legal opinions on complex Intellectual Property Rights

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Hariani & Co. assists and advises its client in the process of formation, registration and governance of Trusts, Societies and Charitable Companies. We also assist clients by providing them with reports prepared by the Firm in relation to the various legislations and legal provisions to be complied with, planning of tax structures, etc.

The firm's expertise in this practice area includes:

- Advising on family-related issues such as domestic partnerships, adoption, property settlements for families in India & across the globe and resolution of family dispute in respect of division of family's property
- Advising and assisting clients on formation of trusts and its implications viz. a viz different laws
- Drafting trust deeds and ancillary documents for management of the trust by companies, financial institutions, etc. as trustees
- Advising on structuring the estate of individuals, companies, trusts, society, etc. to make the same more tax efficient
- Advising high net worth individuals on options relating to succession planning, including in relation to preservation of wealth
- Drafting and advising on will, succession and inheritance of ancestral property
- Advising, filing and obtaining, testamentary documents including probates, letters of administration and succession certificates.

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Hariani & Co. is well equipped and experienced to handle the complexity of Admiralty matters, which demand extremely high standards of competency to work within a time bound schedule.

The firm's expertise in this practice area includes:

- Admiralty: Our firm has disposed of several maritime disputes expeditiously and effectively. The Shipping and Maritime Laws division of our firm has a comprehensive understanding of the maritime industry and are well updated with maritime laws. Our firm has advised on various aspects of Admiralty law including ownership of waterfront related property and facilities, maritime insurance matters, etc.
- Arrest of Vessels: Our firm has experience in matters pertaining to arrest of vessels, demurrage and seamen's issues and has been successful in obtaining orders for arrest and release of vessels plying in Indian waters

- Arbitration: We have acted in various arbitration proceedings for our clients specializing in maritime claims;
- Our firm was among the first firms to enforce a mortgage sale of a vessel for an international client;
- Documentation: Our firm has vast experience in drafting legal documents, agreements for various transactions in the maritime industry, including inter alia:
  - Advising in shipping transactions and conducting negotiations and documentation assistance in vessel sale/purchase, business disputes, etc.
  - Drafting shipping documents including bills of lading, service contracts, charter party agreements and contract of affreightment
  - Drafting documents related to providing services for a company engaged in lifting operations of heavy components of goods arriving at different ports
  - Conducting litigation and dispute resolution with reference to charter party agreements and contract of affreightment for cross border agreements

## Mumbai

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