






## Rupinder Malik

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 Gurugram

### Practice Areas

Corporate and M&A

White-Collar and Anti-Corruption

### Sectors

Manufacturing

Services

Telecommunications & Broadcasting

Real Estate

Construction and Engineering

Hospitality, Tourism & Retail

Technology, Media & Sports

Life Sciences, Healthcare and Pharma

Energy

Transportation and EV

### About

Rupinder specializes in General Corporate Commercial; Mergers & Acquisitions; Private Equity; Anti-Corruption and White-Collar Crime investigations practice areas.

Rupinder has extensive expertise in M&A, joint ventures; PE investments, strategic alliances; cross-border investments; restructurings of Indian and international conglomerates. She regularly advises clients on foreign investments and related regulatory issues arising out of their entry in India as well as

matters relating to corporate, employment, information technology and foreign exchange control laws in connection with both inbound and outbound investments.

Rupinder also has an extensive cyber laws and data privacy practice, advising clients across various industries on extant and upcoming Indian technology and data laws. She advises and assists on advisory in relation to IT laws, contractual reviews, data privacy diligence, data flow structuring and various other aspects.

Rupinder also leads a team that advises and assists with compliance and internal investigations in connection with white-collar crimes including issues under the (Indian) Prevention of Corruption Act, 1988, the (Indian) Prevention of Money Laundering Act, 2002, the (US) Foreign Corrupt Practices Act of 1977, the (UK) Bribery Act, 2010, and other local and international anti-corruption laws and sanctions. She has also extensively handled matters in connection with general employment law and workplace policies, code of conduct, Prevention of Sexual Harassment and related issues.

Being recognized as a solution-oriented lawyer, she has a wealth of experience in advising on legal and contractual matters for the successful outcome of a transaction. She has advised on several diverse corporate transactions, including share acquisitions and business transfers across various sectors such as real estate, healthcare, e-commerce, EV, fintech, technology, infrastructure & energy, services and manufacturing.

Rupinder is a member of Executive Committee of JSA. She is also a Chapter Leader of WWCD (Women's White Collar Defense Association), India, which is a coalition of women attorneys and other professionals, globally.

## Experience

Before joining JSA, Rupinder was with Baker McKenzie law firm and has more than 25 years of experience representing a wide variety of industries, businesses, and sectors.

Some key assignments: -

### **Mergers and Acquisitions**

- Advised one of Thailand's most prominent multinational conglomerates of the acquisition of an Indian company specializing in Metaverse, 3D animation, modelling and technology development.
- Assisted SPX Flow Inc. (SPX), a U.S. entity, in India leg of sale of its stake to Lone Star Funds, a U.S. private equity firm. SPX, which makes components for machinery used by industries such as food and beverages, operates its business in India through two subsidiaries.
- Assisted Luminar Technologies in the India leg of its acquisition of the assets of Solfice Research Inc. (which also involved transfer of employees of Solfice's Indian entity to Luminar).
- Assisted and advised in acquisition of 100% stake of Telephonics Corporation from Griffon Corporation by TTM Technologies, Inc., and assisted the purchaser in India-leg of the transaction which involved restructuring of a joint venture named Mahindra Telephonics Integrated Systems Limited.

- Assisted APG Asset Management NV in connection with the establishment of multiple investment platforms with Godrej Properties Limited for investment in real estate residential and commercial projects in India.
- Assisted a leading M&A and private capital advisory firm engaged in advising pharma companies in relation to its acquisition by a global financial services company engaged in providing banking, securities, and financial services.
- Assisted a global IT company in relation to merger of its Indian subsidiary with a global skill mapping and artificial intelligence company.
- Assisted a global software and cyber security company in relation to its merger with a cybersecurity innovator and cloud services company.
- Assisted a leading Indian milk-shakes manufacturer and its promoters in relation to transfer of minority interest of the company.
- Assisted a leading San Francisco based private equity firm in the indirect acquisition of an Indian IT company engaged in development of innovative software and solutions for the Oil & Energy sector.
- Assisted a leading American technology company in the cybersecurity sector on India aspects of merger of a US-based cybersecurity innovator and threat detection platform with a subsidiary of the client.
- Assisted a prominent American software and technology company engaged in development of cloud computing platforms in relation to the India leg of the merger of a US-based skill mapping and talent operating platform with a subsidiary of the client.
- Advised and assisted a public listed automotive company in Thailand in connection with its acquisition of 25.1% of the shareholding in a key operating automotive company in India (awarded the Deal of the Year Award).
- Assisted a private equity fund in connection with its acquisition of shareholding in a renowned hotel chain company in India which operates around 40 hotels.
- Assisted a Swiss cosmetic major in establishing a joint venture with an Indian retail company for sale of its cosmetic products in India and for manufacturing products in India on a toll manufacturing basis.
- Assisted RattanIndia Group in connection with an investment of around INR 90 Million USD by GE Energy to develop solar power projects in India.
- Assisted a Swiss company in its acquisition of majority shareholding in a company engaged in the business of organizing art fairs in India.
- Assisted a Swiss company, manufacturing speciality chemicals used for construction purposes, in connection with 100% acquisition of shareholding in an Indian company engaged in selling, marketing and distribution of chemical products, particularly dielectrics, composites, and adhesives.
- Advised and assisted a reputable US apparel and fashion accessories company in setting up its Indian business and operations.
- Assisted a US media company proposing to offer media content streaming services in India.
- Assisted a US IT/ITes company in relation to merger of its two Indian subsidiaries.

- Assisted a US Company engaged in medical devices with its restructuring activities in India.
- Assisted and advised a real estate fund in a joint venture with the retail development arm of a private equity investor to acquire three retail assets in India for about USD 300 million. The portfolio comprised of 3.5 million square feet across three retail assets developed in three cities of India.
- Assisted a Spanish entity in setting up a joint venture in India for developing, constructing and operating biomass- to-energy facilities.
- Assisted a Dutch Cooperative Fund, in connection with its exit from an Indian entity engaged in real estate business.
- Assisted a Singapore based investment fund in connection with its investment in various Indian entities, engaged in real estate business.
- Assisted a Netherlands based real estate investment fund in connection with its acquisition of a major budget hotel chain in India through its Indian step-down subsidiary.
- Assisted a Singapore based investment fund in connection with its joint venture with an Indian entity.
- Assisted an Indian entity in connection with a private equity investment by an affiliate of GE Financial Services. The Indian entity is engaged in the business of developing and operating solar power projects in Rajasthan, Karnataka, Uttar Pradesh and Maharashtra.
- Assisted a US tech company in its 100% acquisition of an Indian company engaged in the business of providing end to-end IT services to clients in the UK and US.
- Assisted a private investment firm of US, on the India leg of its transaction, in connection with its global acquisition of a business unit of an educational technology company of US.
- Assisted an Indian entity in connection with private equity investment in an Indian entity engaged in the business of teaching music.

### **White Collar and Compliance**

- Conducted investigation at an American software MNC's Indian operations regarding whistleblower allegations covering a wide array of issues, including employee fraud, facilitation payments, overtime manipulation and other such matters with implications across various laws including labour laws.
- Conducted investigation into the Indian subsidiary of a German pharmaceutical company into allegations of vendor collusion and falsification of records which yielded substantive findings of undisclosed conflicts of interest.
- Reviewed an American healthcare company's anti-corruption framework, policies and processes for ensuring the company's FCPA compliant policies would be applicable in India. Also advised a Brazilian renewable energy company on the legal adequacy and efficacy of its compliance and anti-corruption measures and policies in India.
- Advised the Indian subsidiary of a German manufacturing entity in rolling out a country wide consumer reward scheme, while remaining in compliance with relevant anti-corruption laws including extensive review of all commercial documentation.

- Worked closely with the World Bank's Integrity Vice Presidency in monitoring compliance of an Indian energy sector public company over the course of year, continually reviewing, monitoring and assisting in the overhaul and implementation of its compliance framework across 18 subsidiaries in five continents.
- Conducted investigation into whistle-blower allegations at the Indian subsidiaries of a foreign aerospace and defence company in connection with regulatory issues.
- Assisted multiple Europe based infrastructure, manufacturing and railway sector companies in carrying out discreet investigations in their Indian subsidiaries, regarding whistle-blower allegations.
- Assisted a telecom conglomerate in investigating multijurisdictional tax-evasion fraud at their Indian company and identifying reporting requirements.
- Extensively assisted with various aspects of white collar crime related mandates including investigations, inquiries, forensic and cyber audits, review and revision of compliance framework, governance policies and other documentation, negotiation of FCPA / ABAC provisions, conducting extensive anti-corruption and anti-fraud due diligence, money laundering matters, and oversight of forensics, assistance with pre-litigation work including registration of FIRs, coordination and communication with enforcement agencies.

## Seminars and Publications

Rupinder has delivered addresses at various events and webinars in India and various other jurisdictions. Below are some of the recent:

- Panel discussion on '**Good Guidelines: the rudder of an effective investigation**' organized by **Association of Corporate Investigators (ACi)**
- Panel discussion on **diversity and inclusion in the law** organized by Asia Pacific chapter of WWCD.
- Speaker at round table discussions on '**Data Breach & Cyber Security**' and '**Data Retention – The Blind Spot in Your Privacy Program**' organised by **Events 4 Sure**.
- Moderated the topic "**You've been hacked - Principles and Guidelines**" at the **GIR Live: Women in Investigations 2022** held in London.
- Organized and hosted virtual knowledge sharing session **with PwC** on the topic of '**CERT-In Directions, 2022**'.
- Moderated session with EY along with the guest speaker was Ratnaboli Ghorai, Deputy DG at National Informatics Centre and the topic of discussion is "**Responding to Emerging Cyber Risks: Compliance, Data Protection and Legal Implications in the Digital Universe**".
- Moderated the Plenary session I on '**Fraud Risk Management - How to get the formula right?**' at the **CII Conference on Corporate Frauds: Governance and Risk Management**.
- Speaker at the **Annual Women Economic Forum (WEF)** on **Bridge the Gap: G100 - G20 Agenda**.
- Guest lecturer on White Collar Crimes-related aspects at the **National Law University, Delhi**.

Some of the recent articles and quotes are:

- **Revamping India's outdated data laws**, published in The Economic Times.
- **A CERT-In Dominance: Analysing the MeitY's New Cybersecurity Directions**, published in The Economic Times.
- **HIV and AIDS Policy for Establishments 2022**, published in Lexology.
- **India Chapter of the 'ESG Comparative Guide'** published in Mondaq.
- **Draft Digital Personal Data Protection Bill 2022 ("DPDP")** with various media publications.
- **'India's Data Protection Bill – A Step Forward and What Next?'** published in The Outlook.
- **'Rebooting India's IT legal framework: Budget 2023 in the age of ChatGPT'** published in The Economic Times.

## Memberships

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International Bar Association

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Bar Council of Punjab and Haryana

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Supreme Court Bar Association

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## Education

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B.A. Punjab University

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L.L. B, Punjab University

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World Trade Institute, Switzerland (Certificate, Dispute Settlement)

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London School of Economics Political Science (Certificate, Commercial Law)

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Political Science (Certificate, Commercial Law)

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## Languages Spoken

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English

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Hindi

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