



## Trisheet Chatterjee

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### Practice Areas

Corporate

Finance

Disputes

### Sectors

Manufacturing

Real Estate

Transport & Logistics

Construction and Engineering

Hospitality, Tourism & Retail

Technology, Media & Sports

### About

Trisheet's practice encompasses diverse areas of Corporate Commercial laws with a specific focus on Cross Border Mergers & Acquisitions, Joint Ventures, Corporate Restructuring and General Corporate Advisory. He also takes the lead in the Indo-Japan practice of the firm and has been representing several large Japanese corporations in relation to their India related investments and projects.

He has represented several multi-national and domestic companies in the cross section of industries and his transaction advisory role includes the entire spectrum starting from strategic legal advice on structuring of the transaction, legal due diligence, drafting of transaction documents, negotiations and closing of transactions. In all the transactions that he works on, he endeavors to provide legally workable solutions for his clients.

In the area of General Corporate Advisory, Trisheet regularly advises clients on their day-to-day legal issues on Companies Act, Foreign Exchange Regulations, Contract Law, SEBI Regulations and other commercial laws. He also has the expertise of drafting variety of commercial and operational

agreements. He also provides strategic legal advice to clients in relation to their restructuring plans, fund raise, expansion plans, corporate governance issues and compliance issues.

## Experience

In his early years of practice, Trisheet was involved in several litigation and arbitration matters where he appeared before multiple courts and tribunals across India.

Some indicative assignments in the aforesaid areas handled by Trisheet are as follows:

- Advised Mannoh Industrial Co. Ltd., Japan, a technology leader in automobile gear shift level assemblies, in its joint venture with Lumax Auto Technologies Limited.
- Advised Shiroki Corporation, Japan, an affiliate of Toyota Motor Corp. and a leading global player in interior and exterior components for automobiles, on different aspects of its joint venture with Technico Industries Limited.
- Advised Education Media & Publishing Group Holding BV, on sale of its 50% shareholding of S. Chand Harcourt (India) Private Limited to S. Chand and Company Private Limited and its affiliates.
- Advised Asahi Glass Co. Ltd., Japan, in its proposed funding of an Indian listed company through the route of issuance of participatory notes, NCDs and rights issue.
- Advised Sumitomo Forestry Co. Ltd., in its 26% acquisition of Space Wood Furnishers Private Limited, one of the largest manufacturers of modular kitchens and furniture in India.
- Advised Genpact, one of the major Business Process Outsourcing companies in the Indian leg of its acquisition of media and business research firm, Empower Research, LLC.
- Advised GlobalLogic US, a leader in software R&D services in the Indian leg of its acquisition of Rofous Software, a product and content engineering company.
- Advised Corning Inc. USA., which is the world leader in the manufacture of optical fibre, in their 50:50 Joint Venture with Finolex Ltd.
- Advised Vilmorin & Cie, a French agricultural biotech major in their strategic investment in a Bangalore based agricultural biotech company. The investment in the target company was made through an affiliate of the French company. The assignment involved drafting and structuring of the transaction documents and assistance in achieving successful closure of the transaction. Also provided assistance to the aforesaid company in exiting from the joint venture company in Bangalore by acquiring stakes of the latter and its affiliates in the project.
- He was part of the team advising Centurion Bank of Punjab in its merger with Bank of Punjab.
- Advised Hat Pin Plc, a UK listed company engaged in the business of human resources in its acquisition of an Indian company engaged in the same line of business, in cash and stock swap deal of INR 570 million.
- Advised Weatherford International Inc., USA, which is one of the largest global providers of innovative mechanical solutions, technology applications and services for all phases of oil and gas developments, regarding acquisition of 100% stake in the joint venture, which is engaged in the

business of designing and manufacturing of wide range of all welded construction V-wire screen for solid liquid separation, media retention, classification, de-watering and various other processes.

- He was part of the team advising Posco, a Korean steel major in setting up a green field steel project and related infrastructure in India.
- He was part of the team advising Centurion Bank of Punjab in its amalgamation with Lord Krishna Bank.
- He was part of the team advising the world's leading retail chain shops for establishing their presence in India through the joint venture route.
- Advised Weatherford International Inc., USA, in their acquisition of shares of an Indian company engaged in the business of manufacture of a constituent required for oil drilling, through its affiliate.
- He was part of the team advising Lehman Brothers in its investment in DLF Group Companies.
- Advised Punj Lloyd Limited in its investment in Air Works India (one of the oldest aircraft maintenance firms in India) whereby it picked up 33% stake in Air Works. This was the first deal of its kind in India's general aviation sector.
- Advised Weatherford International Inc., USA, in the Indian leg of the transaction involving their global acquisition of ACS Laboratories.
- Advised Pacifica Companies, a US based real estate developer for setting up various real estate projects all over India. The work involved structuring the transactions in accordance with and by optimizing the investment parameters already available in India. Additionally conducting legal due diligences and title checks, drafting of the joint venture agreements, joint development agreements, agreements to sell and sale deeds, assisting the clients in negotiations and structuring the Escrow arrangements were also included.
- Advised Yum Restaurants, the company that owns the brands "KFC" and "Pizza Hut", in majority of their leasing arrangements for setting up their food outlets across India.
- Advised Menzies Aviation Plc, a leading aviation company in drafting, negotiating and representing them in relation to their Indian joint venture for operating and maintaining the cargo handling services at the green field airport built in Hyderabad.
- Advised TB Wood's Inc., an US company, being a leading designer and manufacturer of mechanical power transmission equipment for industrial control, in their 100% acquisition of the Indian joint venture company from the other shareholders and subsequent divestment of electronic product line to Vacon.
- Advised Minova International Ltd., the world's leading provider of products, services and solutions for overcoming the challenges of controlling roof and strata in underground environments including manufacturing of resin capsules and injection chemicals in their 100% acquisition of the Indian joint venture company from the Indian promoters.
- Advised and assisted the largest tyre maker of the world, Michelin group, in drafting Design and Engineering Consultancy and Assistance Contract on the lines of FIDIC model. The assistance was rendered in respect of Michelin's proposed tyre plant in Chennai which is expected to be operational by 2012. The proposed investment in the tyre plant is expected to be in the range of INR 4,000 crore.

- Advised a Greek multinational company which is a prominent player in the drip irrigation business, in their proposed transaction involving acquisition of majority stake in an Indian company which is engaged in the same line of business. The transaction offered challenges in respect of the legal structuring of the deal since complex issues of BIS licensing, foreign investment in SSI unit and sale of assets were involved. Scope of work included conducting legal due diligence, drafting and negotiating share subscription and shareholders agreement, asset transfer agreement, trade mark license agreement and technology license agreement.

## **Memberships**

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Bar Council of West Bengal

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## **Educational Programmes**

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B.S.L., LL.B., Symbiosis Law College, University of Pune (2002)

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Certificate course in Business Management - Symbiosis Institute of Business Management, Pune.

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LEAP – Management Development Programme conducted by Management Development Institute, Gurgaon (one of the top 10 Management Schools of India).

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## **Languages Spoken**

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English

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Hindi

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Bengali

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