

**Introducing Goltsblat BLP**  
The first Russian international law firm

**GOLTSBLAT | BLP**



## Contents

Welcome note from Andrey Goltsblat .....	01
About GBLP .....	02
The team: Goltsblat BLP partners .....	04
Representative client list .....	06
Services and deals by practice .....	07
Legal support for foreign direct investment projects in Russia .....	08
Corporate / Mergers and Aquisitions.....	09
Dispute resolution.....	10
Real estate and construction .....	11
Finance .....	12
Tax .....	14
Customs and international trade .....	15
Competition and anti-trust .....	18
Intellectual property / IT .....	19
Commercial .....	20
Employment, pensions and benefits .....	22
Corporate recovery and restructuring.....	23
Bankruptcy .....	24
Environmental.....	25
Public-private partnership / infrastructure.....	26
Product liability .....	27
Industry experience .....	28
Automotive industry .....	30
Healthcare and pharmaceuticals .....	31
About Berwin Leighton Paisner .....	32





## Welcome note

Dear Friends,

Since we started in 2009, we have grown significantly and have advanced a long way. With this new edition of our firm's brochure, we would like to share with you our recent developments, significant achievements and accomplished projects.

To meet client expectations and market realities, we have been strengthening our capabilities in key existing sectors and developing our services for new growth markets. The firm saw considerable growth across all the main practice areas during 2010, especially in Corporate work, Finance, Litigation and Real Estate. Our employment, tax and customs, automotive and pharmaceuticals practices have also grown substantially.

The demand for our English-law capability is increasing by the month. We plan to enhance these capabilities further and to develop Banking & Finance related services, Property Finance, M&A, PPP/ Infrastructure, and others - to cope with the global recovery.

With over 90 lawyers, we are big enough to provide comprehensive legal support for any complex transaction, yet small enough to care about each and every client.

Yours sincerely,

**Andrey Goltsblat**  
Managing Partner of Goltsblat BLP

## About GBLP

Goltsblat BLP is the first Russian international law firm and was established at the beginning of 2009 as a result of a merger between one of the biggest teams of Russian lawyers\* and a major UK law firm, Berwin Leighton Paisner (BLP).\*\*

Goltsblat BLP is a unique offering on the Russian legal market, because of its widely recognised local law capabilities and strong English law-related capabilities, which are in increasing demand by the firm's clients.

The core of the firm is formed by a well-established Russian team with exceptional local law capabilities, extensive knowledge of the local markets and over 15-years' practical experience.

Today, with a team of over 90 Russian and English-qualified lawyers based in Moscow, Goltsblat BLP is one of the biggest international law firms in Russia/CIS.

In the early 1990s, the team of lawyers were among the first in Russia to serve major international companies entering the Russian market. We are proud still to be providing legal support for many of them. About 70% of our client base consists of major international companies operating on the Russian market. This experience and our in-depth knowledge of Russia's legal system, as well as its social, economic and political processes and the local culture and mentality, help us understand the expectations and concerns of foreign investors in Russia. The firm's client base also includes a large proportion of major national companies both operating in Russia and investing globally.

Goltsblat BLP provides assistance with any legal needs a business might have, ranging from handling complex transactions, including ones of a cross-border nature, to day-to-day operational legal support on corporate, commercial, real estate, tax, customs, finance, competition, employment and IP-related matters.

English lawyers in the office provide English law finance, corporate finance, real estate and infrastructure advice, working closely with BLP's London and other offices in Abu Dhabi, Brussels, Paris and Singapore.

---

>90

Russian and English qualified lawyers in our Moscow office.

>70%

of our client base consists of major international companies operating on Russian market.

\*Partners and lawyers from Pepeliaev, Goltsblat & Partners, one of the most highly regarded Russian law firms at that time.  
\*\*For more information about Berwin Leighton Paisner, please see page 32.

The firm's key areas of expertise include:

- Legal support for foreign direct investment projects in Russia
- Corporate/M&A
- Dispute resolution
- Real estate and construction
- Finance
- Tax advice/tax litigation
- Customs and international trade
- Competition and anti-trust
- Intellectual property/ IT
- Commercial
- Employment, pensions & benefits
- Corporate recovery & restructuring
- Bankruptcy
- Environmental
- Public-private partnership/infrastructure
- Product liability

**Awards:**

**International Office of the Year**  
The Legal Business  
Award 2010 (Legal 500)

**Client Service Award**  
Chambers Europe  
Awards for Excellence  
2010

**Best Law Firm in Russia**  
2010 ILO Client Choice  
Award

“  
*Never-before-seen Anglo-Russian law firm that is already one of the biggest in Moscow.*”  
Legal Business Awards 2010

“  
*Clients choose this firm for its “reliability, a business-oriented approach and a capacity to build solid professional relationships.”*  
Chambers Europe 2011

“  
*Their strong team leads the way on the domestic scene, thanks to a profound understanding of local issues and client-oriented culture.*”  
Chambers Europe 2010



## The team

Goltsblat BLP consists of 90 lawyers, including 16 partners, and has a total staff of approximately 120.



**ANDREY GOLTSBLAT**  
Managing Partner of Goltsblat BLP,  
Senior Partner Corporate,  
M&A and Investment Projects  
info@gbplaw.com



**SIMON ALLAN**  
Partner,  
Head of Banking and Finance  
simon.allan@gbplaw.com



**OLEG KHOKHLOV**  
Partner,  
Banking and Finance  
oleg.khokhlov@gbplaw.com



**ANTON SITNIKOV**  
Partner,  
Head of Corporate/ M&A  
anton.sitnikov@gbplaw.com



**ANTON ROGOZA**  
Partner,  
Corporate/ M&A  
anton.rogoza@gbplaw.com



**IAN IVORY**  
Partner,  
Head of Corporate Finance - English Law  
ian.ivory@gbplaw.com



**EKATERINA DEDOVA**  
Partner,  
Corporate/ M&A  
ekaterina.dedova@gbplaw.com



**VITALY MOZHAROWSKI**  
Partner,  
Real Estate and Construction  
vitaly.mozharowski@gbplaw.com



**YURI CHERNOBRIVTSEV**  
Partner,  
Real Estate and Construction  
yuri.chernobrivtsev@gbplaw.com



**EVGENY TIMOFEEV**  
Partner,  
Head of Russian/CIS Tax Practice  
evgeny.timofeev@gbplaw.com



**ANDREY SHPAK**  
Partner,  
Tax  
andrey.shpak@gbplaw.com



**VLADIMIR TCHIKINE**  
Partner,  
Customs and International Trade  
vladimir.tchikine@gbplaw.com



**RUSTAM KURMAEV**  
Partner,  
Dispute Resolution  
rustam.kurmaev@gbplaw.com



**ELENA TRUSOVA**  
Partner,  
IP and Dispute Resolution  
elena.trusova@gbplaw.com



**OLEG ARKHIPOV**  
Partner,  
Dispute Resolution  
oleg.arkhipov@gbplaw.com

## Representative client list\*

Goltsblat BLP currently has over 500 clients, about 70% being major multinationals operating on the Russian market, including 23 Fortune 500 companies. The firm's client base also includes a large proportion of major national companies both operating in Russia and investing globally.

We continue to act for and maintain strong relations with new and established clients, including:

- AIG Global Real Estate Investments (Russia)
- Aker Solutions
- Alcoa
- Alfa-Bank
- AMT&C Group
- AstraZeneca
- Barilla
- Barclays Bank
- Baring Vostok Capital Partners
- Brunswick Rail Leasing
- Caterpillar Financial
- Central Partnership
- Chrysler Russia
- Coca-Cola
- Danone
- Deutsche Bank AG
- Dorma
- Efes
- EBRD
- Fleming Family & Partners
- Guardian
- Harry's
- International Financial Club
- Johnson & Johnson
- Immoeast
- KASA-AKFEN
- Kia Motors
- Kimberly-Clark
- Komatsu
- Kronospan
- Lafarge
- Leader

“  
A no-nonsense, client-oriented approach that you see from an international firm.”

Chambers Global 2010

- LG International Corp.
- Linstow
- Magna International
- Mars
- Matra Petroleum
- Merck
- Mitsubishi Motors Corporation
- Multon
- NALCO
- Nike
- Nissan / Russia
- Nord Stream AG
- Orangina Schweppes
- Oriflame
- Panasonic Russia
- P&G
- Philips
- Prysmian S.p.A.
- Quinn Group
- Rising Star Media
- Rolf
- Roxtec RU
- RusBrand
- RUSNANO (Russian Corporation of Nanotechnologies)
- Saint-Gobain
- Sanofi-Aventis
- Scania
- Shell
- Sick AG
- Sistema-Hals
- Solae / DuPont

\* All names are disclosed with the clients' permission.



---

23

Fortune 500 clients.



- St. Petersburg International Mercantile Exchange
- Teva
- Tommy Hilfiger
- TomTom
- Unilever Rus
- Volkswagen Group
- William Grant & Sons
- Yamazaki Mazak (Russia)
- Zanten
- 20th Century Fox

## Legal support for foreign direct investment projects in Russia (FDI)

Goltsblat BLP lawyers have unique and practical experience of providing comprehensive legal support for FDI projects in Russia since the early 1990s. We assist big multinational investors in structuring and implementing complex investment projects from ground level to day-to-day operational legal support.

Our services include:

- Selection of a region / municipality
- Selection of a site
- Negotiations with regional / municipal authorities
- Corporate / M&A aspects
- Acquisition of the selected site
- Construction contracts
- Registration of title to the facilities erected
- Import and installation of equipment
- Post-investment and day-to-day operational legal support
- Legislative work

### Representing clients in dealing with authorities

Goltsblat BLP lawyers have unique experience on the Russian market in dealing with federal, regional and municipal authorities at all levels.

Specific expertise includes:

- Representing clients on projects involving federal authorities
  - negotiating the terms of investment agreements with the Russian Government
  - dealing with authorities on projects of national importance financed out of the federal budget
- Representing clients within FIAC (Foreign Investment Advisory Council under the supervision of the Prime Minister of Russia)
- Representing clients in dealing with regional and municipal authorities
- Tax and tariff negotiations with federal and regional authorities

“  
 Managing partner **Andrey Goltsblat** operates at the top of the market, often alongside governmental bodies, and commands unanimous respect.”

Chambers Europe 2010

For further information about our expertise in this area, please contact:

**Andrey Goltsblat**  
 info@gbplaw.com

Recent deals
Comprehensive full scale support for <b>Mars Inc.</b> projects in Russia, including construction of six plants in three Russian regions and asset acquisitions.
Comprehensive full scale support for <b>Kimberly-Clark</b> in its project for constructing a manufacturing complex in the Moscow Region.
Comprehensive advice to <b>Nissan Motor</b> on construction of a car assembly plant in St. Petersburg.
Comprehensive advice to <b>Lafarge Cement</b> on construction projects for industrial facilities in five Russian regions.
Comprehensive advice to <b>Saint-Gobain</b> on industrial facility construction projects in four Russian regions.
Comprehensive full scale support for <b>Kronospan</b> in a construction project for a timber processing facility in the Moscow Region.
Comprehensive full scale support for <b>Oriflame</b> on plant construction projects in the Moscow Region and the construction of a global distribution centre and service centres in Russian regions.

## Corporate and Mergers and Acquisitions

The Corporate/ M&A practice of Goltsblat BLP/ Berwin Leighton Paisner Corporate consists of more than 230 lawyers, the majority being based in London and Moscow. We also have corporate lawyers based at our Paris, Singapore, Brussels and Abu Dhabi offices. In Russia, it is one of the biggest corporate teams, with substantial experience of mid-to-large-scale cross-border and other complex transactions.

Specific expertise includes:

- Mergers and acquisitions
- Corporate (re-)structuring
- Divestments, including non-core asset disposals
- Private equity
- Initial and secondary public offerings (IPOs and SPOs)
- Corporate finance
- Acquisition finance

“  
...flourishing M&A practice.”  
Chambers Europe 2010

- Due diligence
- Corporate governance
- Business set-ups, corporate reorganisation and winding-up
- Joint ventures, strategic alliances and consortia
- Securities / capital markets
- Competition and anti-trust
- Corporate dispute resolution
- Insolvency / bankruptcy
- Corporate pension plans

For further information about our expertise in this area, please contact:

**Andrey Goltsblat**  
info@gbplaw.com

**Anton Sitnikov**  
anton.sitnikov@gbplaw.com

**Ian Ivory**  
ian.ivory@gbplaw.com

**Anton Rogoza**  
anton.rogoza@gbplaw.com

**Ekaterina Dedova**  
ekaterina.dedova@gbplaw.com

Recent deals
Advised <b>Mars Inc.</b> on the US\$ 23 billion acquisition of Wrigley and supported its post-acquisition integration/ restructuring.
Advised <b>Sberbank of Russia</b> on its acquisition of 25%+1 share in Detskiy Mir - Center, the largest children's goods retail store network in Russia (deal value is RUR3.4bn).
Advising <b>Sberbank of Russia</b> in relation to Sportloto Joint Venture with Russkoye Loto Group. Sportloto LLC is an official operator of state loteries, organized by the Ministry for Finance of the Russian Federation.
Advised <b>Sistema-Hals</b> on its acquisition of the controlling stake in CiTer Invest B.V. for the development of Plot 11 of the Moscow City International Business Center (construction of a multi-level tower and a transportation hub with the total area of 230 000 sq.m.).
Represented the Seller on the sale of the majority shareholding in <b>FES Group</b> , a crop protection product distributor, to Arysta LifeScience, a leading global provider of crop protection products.
Advised <b>Tomsk Refining AB</b> on disposal of 100% of shares in Tomskneftepererabotka LLC and TD Tomskneftepererabotka LLC.
Advised <b>Magna International</b> on the planned acquisition of the Russian and CIS part of Opel and related businesses from General Motors Corporation.
Advised and represented <b>St. Petersburg International Mercantile Exchange</b> on setting up of its Branch in Singapore.
Acted for <b>Onexim Group</b> in relation to acquisition of APR Bank (now MFK Bank).
Acting for a <b>big brewery group</b> on its corporate restructuring project in Russia.
Acting for <b>KASA-AKFEN</b> on a corporate project in Moscow and separately in relation to financing matters.
Providing complete support for acquisition of Rybinsk ElectroKabel by <b>Prysmian S.p.A.</b>
Acted for <b>LG International</b> on its investment projects in the Russian coal-mining industry.
Advising <b>AMT&amp;C Group (Advanced Magnetic Technology &amp; Consulting Group)</b> in relation to its joint venture project with a Russian state corporation and providing complex support to the client in expanding its regional business.
Advised <b>Farallon Capital Management and PineBrige Investments (formerly AIG Capital Partners)</b> on acquisition of Geotech Oil Services Company Limited, a big Russian oil services holding.
Advised <b>Baring Vostok Capital Partners</b> on several equity investments in Russian companies.
Advised <b>RUSNANO</b> on several equity investments in Russian companies.
Advised <b>EBRD and UFG Private Equity</b> on investments in Russian Towers, a Russian telecommunications services company.

## Dispute resolution

### Our team

- is one of the biggest litigation teams in Russia, with 33 trial lawyers based in Moscow: 2 Partners and 12 lawyers engage exclusively in litigation and 3 Partners and 15 lawyers who provide mostly specialised litigation support (customs, tax, labour, IP and consumer disputes)
- the international team consists of over 180 trial lawyers at the firm's offices in London, Moscow, Brussels, Paris, Singapore and Abu-Dhabi
- has well-established working relations with over 100 preferred law firms, located in all regions of Russia and the CIS, as well as in over 65 other jurisdictions around the world, which have for many years acted as our reliable partners in jurisdictions where our clients need assistance
- has been consistently top-ranked by The Legal 500 EMEA 2010 and Chambers Global 2010 for several years running

- efficient assistance to clients with proceedings to enforce judgments at all stages (e.g., tracing and seizure of debtors' assets in Russia and other countries, recognition and enforcement of foreign judgments and international arbitral awards)

For further information about our expertise in this area, please contact:

**Rustam Kurmaev**  
rustam.kurmaev@gbplaw.com

**Elena Trusova**  
elena.trusova@gbplaw.com

**Oleg Arkhipov**  
oleg.arkhipov@gbplaw.com

### Services and experience

- representing clients in courts of all levels, including the Supreme Arbitration Court, the Supreme Court and the Constitutional Court of the Russian Federation
- strongest position in domestic litigation - representing clients in courts in almost all Russian regions and in the CIS
- international commercial arbitration (ICC, LCIA, SCC, AAA, the Singapore International Arbitration Centre, ICAC, etc.)
- disputes with regulators and criminal defence for business (the Federal Anti-monopoly Service, the Prosecutor's Office, the Chamber for Patent Disputes, etc.)

>372

cases, worth around USD 1.2 billion, handled in the last year, with 91% being won.

“  
...an impressively high  
success rate... ”  
Chambers Global 2010

#### Recent deals

Represented **Brunswick Rail Leasing** in its dispute with Mechel over termination of a wagon lease agreement and recovery of USD 21 million debt. The numerous court and arbitration cases around this dispute were settled on terms favourable for our client.

For **Caterpillar Financial**, we successfully handled over 40 disputes, worth millions of US dollars in aggregate, relating to recovery of leased out vehicles. The cases were complicated by a need to manage lawsuits and enforcement proceedings in dozens of Russian courts located in different regions, from Kaliningrad to Sakhalin.

Advised **ING Bank** in a USD 36 million international commercial arbitration claim against the RTM Group. The complexity of the case involved combining, into a single set of proceedings, claims against the borrower and against a dozen of its guarantors in the absence of their consent to be involved as parties to one case

Successfully represented **Panasonic Russia** in its dispute against its former landlord that had illegally detained the client's property after termination of the lease agreement.

Advised and acted for **Central Partnership** as part of the pre-trial resolution of a dispute over rights to the Match Point motion picture.

Successfully acted for **IKEA** in a dispute over a land plot.

Successfully represented **Scania** in connection with two litigations against its former dealer for recovery of a substantial debt deriving from supply contracts.

Defended the interests of the **2x2 TV channel** against accusations by the Prosecutor's Office of advocating extremist activities in connection with broadcasting the cartoon South Park.

Representing the interests of **VOLKSWAGEN Group Rus** in a series of disputes associated with termination of dealership agreements, recovery of debt and seizure of over 350 luxury cars.

## Real estate and construction

Property-related projects are often non-core business for many of our clients. We help them navigate through unfamiliar and complicated matters to find a viable solution. The resources and practical experience accumulated by our real estate team over many years furnish a solid foundation for our clients, providing them with quality legal services in the commercial real estate area. In addition to our established legal expertise, we have developed innovative management systems and sophisticated information systems, enabling us to implement complex engagements effectively.

The Goltsblat BLP / Berwin Leighton Paisner Real Estate & Construction Practice consists of over 230 dedicated and experienced lawyers, including 32 partners, working from our offices in Moscow and London, as well as Paris, Brussels, Singapore and Abu Dhabi. It is one of the biggest practices in Russia and the United Kingdom.

“  
...a great choice for Russian  
real estate work.”  
Legal 500 EMEA

“  
Its <GBLP's> diverse practice  
has been key to its success in the  
recession, balancing know-how on  
property finance and restructuring  
with investor mandates and  
infrastructural projects.”  
Chambers Europe 2010

### Specific expertise includes:

- Asset acquisition and disposal
- Greenfield / brownfield projects
- Development and redevelopment
- Construction /reconstruction
- Infrastructure and utilities
- Law making
- Leases
- Asset management
- Privatisation /public tenders
- Due diligence
- Agricultural and forest land use and transactions
- Zoning and public procedures
- Subsoil use matters
- Permits and licences
- Litigation in real estate

For further information about our expertise in this area, please contact:

**Vitaly Mozharowski**  
vitaly.mozharowski@gbplaw.com

**Yuri Chernobrivtsev**  
yuri.chernobrivtsev@gbplaw.com

Recent deals
Advised <b>Nord Stream AG</b> on the legal aspects of construction of the Russian component of the submarine gas pipeline. Matters advised on included international law, environmental aspects, re-categorisation of forest and agricultural land, liaisons with government authorities, permission documentation, construction, permits, authorisations and licences.
Supported <b>Sistema-Hals</b> in a number of complex multi-jurisdictional projects, including major development projects in St. Petersburg and Sochi.
Provided comprehensive legal support to <b>Efes Brewery, Coca-Cola, Danone, Guardian Industries, Kimberly-Clark, Kingfisher, Komatsu, Kronospan, Lafarge, Magna, Mars, Oriflame, and Saint-Gobain</b> for various Greenfield industrial development projects in different regions. Matters advised on included acquisition of land plots for development, forest and farm land re-zoning, liaisons with authorities, public procedures, regulatory issues and licences, design and construction, environmental, project financing, infrastructure and utilities, litigation and legislative work in the federal, regional and municipal Parliaments.
Acted for <b>Alfa Bank, Motorola, Nike, Nissan, Philips, Procter &amp; Gamble, Sanofi-Aventis, SGS, Toyota Bank, VimpelCom, and Volkswagen</b> on office lease projects to accommodate their respective national headquarters. Matters advised on included negotiation, review and coordination of draft contracts and legal due diligence.

## Finance

Combining our Moscow-based English and Russian finance law expertise, we provide comprehensive advice on all aspects of banking and finance transactions, including real estate finance, asset finance, structured finance, leveraged finance, PPP and infrastructure project finance and derivative products for banks and borrowers based both internationally and domestically.

### Specific expertise includes:

- Real estate investment and finance
- Asset finance
- Project finance
- Acquisition finance
- Securitisation and capital markets
- Leveraged finance
- Structured finance
- Trade finance
- General banking

For further information about our expertise in this area, please contact:

**Simon Allan**  
simon.allan@gbplaw.com

**Oleg Khokhlov**  
oleg.khokhlov@gbplaw.com

**Anton Sitnikov**  
anton.sitnikov@gbplaw.com

**Anton Rogoza**  
anton.rogoza@gbplaw.com

**Mirshod Aliev**  
mirshod.aliev@gbplaw.com

Recent deals
<b>A major Russian bank:</b> advised a major Russian state bank (as syndicate member) on its participation in USD 2 bln syndicated loan.
<b>A major Russian bank:</b> advised a major Russian state bank (as syndicate member) on its participation in USD 700 mln syndicated loan.
<b>A major Russian bank:</b> advised a major Russian state bank on RUB 1,9 bln guarantee.
<b>AKFEN Group:</b> currently advising AKFEN Group, a listed Turkish developer (as a borrower) on USD 100 mln debt and equity investment arranged by EBRD and IFC.
<b>Mars LLC:</b> advised Mars LLC (as borrower) on RUB 6 bln syndicated facility arranged by Rabobank (Ireland).
<b>Mars Inc:</b> advised Mars Inc. to arrange US\$200mln credit facility from UniCredit Bank to finance the restructuring programme.
<b>LG International:</b> advising LG International on its investment projects in the Russian coal mining industry, including due diligence reviews, structuring advice, bridge financing and security thereto.
<b>Guardian Industries:</b> advised Guardian Industries on receiving a RUR 4.3bn loan facility from the EBRD.
<b>Transnefteproduct:</b> advised Transnefteproduct in relation to financing and contractual arrangements for its multimillion pipeline construction project Sever financed by a number of commercial banks and financial institutions including EBRD.
<b>Yakutugol:</b> advised Yakutugol, one of Russia's biggest coal-mining companies, on various aspects of attracting a USD 75 mln facility from a major Japanese bank.
<b>EBRD:</b> advised EBRD on providing financing to European Bearing Corporation (EBC) to refinance EBC's existing debt of approximately USD 170 million.
<b>EBRD:</b> advised EBRD on a second amended and restated multi-currency loan of EUR 12,500,000 to Huhtamaki SNG LLC.
<b>EBRD:</b> advised EBRD on a EUR 60 million loan facility to JSC Sibur - Russian Tyres.
<b>EBRD:</b> advised EBRD on providing financing to EnergoMashSpetsStal in an amount of approximately USD 79 mln.

“

Clients appreciate the lawyers' straightforward and commercial approach, with one giving them the ultimate client accolade: 'Their advice saved us a lot of money!'

”  
Chambers UK, 2009

## Tax

The Goltsblat BLP / Berwin Leighton Paisner Moscow Tax Practice provides practical advice in relation to foreign direct investment projects in Russia, with special focus on those industries where significant foreign investment has been made over the last 15 years - primarily the consumer goods (including food, beverage, personal and household goods), real estate, automotive, pharmaceutical and oil & gas industries.

Tax considerations (especially as they relate to the initial investment) often significantly impact the form and viability of contemplated transaction or investment. Our advice is always integrated with the legal, regulatory and other aspects which helps in delivering practical and commercially viable solutions to problems.

### We are experienced in:

- Advising on the appropriate form of establishing a business in Russia;
- Drafting investment agreements with regional authorities aimed at securing regional tax concessions;
- Tax efficient structuring of all sorts of agreements between the Russian subsidiary and its Russian customers and suppliers / contractors, including of the construction contracts for building manufacturing and retail facilities in Russia and corresponding negotiations with contractors;
- Tax efficient optimisation and reorganisation of existing Russian structures, with particular emphasis on preserving net operating losses and other tax and customs attributes;
- Recovery of input VAT (including early recovery prior to start of VATable operations), especially on construction-related projects, including claims resulting from deficiencies in documentation at the contractor level;
- Assistance in all stages of tax disputes, from tax and customs audits, to subsequent appeal procedures, as well as defending the clients in courts, with our tax lawyers having experience in representing clients in more than 250 tax litigation cases at all court levels, including the Russian Supreme Arbitrazh Court.

“  
A sizeable team with a  
considerably elevated profile.”  
Chambers UK

For further information about our expertise in this area, please contact:

**Evgeny Timofeev**  
evgeny.timofeev@gbplaw.com

**Andrey Shpak**  
andrey.shpak@gbplaw.com

**Vladimir Tchikine**  
vladimir.tchikine@gbplaw.com

### Recent deals

**A European cement manufacturer** - extensive tax and customs support and advice on the structuring of the EUR 100m+ construction for a new manufacturing facility in Kaluga, Russia including support in negotiations and in drafting of the construction contract with the supplier.

**A European construction glass manufacturer** - drafting documentation securing local tax concession for expansion projects in two Russian regions.

**Mars** - extensive ongoing tax assistance to and their Russian subsidiaries in relation to their distribution activities in Russia aimed at tax-efficient structuring of the client's advertising, promotion and distribution activities in Russia, including adaptation of distribution agreements, structuring of the distribution of point-of-sale materials (POSM) and justifying a no-VAT status of bonuses paid to retailers.

**A Russian project company** of a major European property developer - complex tax litigation claiming more than USD 20 mln in VAT that was refused for recovery by the tax authorities based on.

**A Russian subsidiary of a European construction materials manufacturer** - complex tax litigation claiming more than USD 5 mln in VAT for which the tax authorities unlawfully refused to grant tax refund.

**A major operator of an oil and gas exploration project on the Russian continental shelf** - advice on the strategy for recovering of more than USD 100 mln in input VAT.

**A Russian subsidiary of a major global furniture retailer** - defending in a tax case aimed at recovering input VAT on what the tax authorities claimed to be a "bad faith" supplier - an area where the courts tend to favour the tax authorities.

Assistance in VAT structuring of another possible **oil and gas exploration project on the Russian continental shelf**, valued in excess of USD 10 billion for the **foreign partner** in the project, aimed at minimising potential Russian VAT costs and thus improving the financial viability of the project.

## Customs and international trade

Our specialist team has extensive customs litigation experience and has won 98% of its cases. We provide advice on recovery of overpaid customs duties and classification of goods, including import licensing, IP and customs valuation, and exchange controls.

We also help our client draft numerous foreign trade agreements to ensure their compliance to Russian customs and foreign exchange control regulations and practice.

### Specific expertise includes:

- International trade in goods, works and services:
  - International trade contracts
  - Customs clearance of imported/exported goods
  - Identification of the most advantageous customs treatment
  - Goods classification in observance of the Russian Commodity Classification for Foreign Trade
  - Drafting the requisite documents for obtaining provisional BTI (Binding Tariff Information) decisions
  - Customs preferences
  - Certification of goods
  - Import licences and quotas
  - Export control issues
  - Foreign exchange regulation and control in the Russian Federation

- Inclusion of IP assets (trade marks) in the Customs Register of IP assets
- Determination and confirmation of customs value:
  - Structure of the customs value of imported goods
  - Royalties and the licence payments in the customs value of imported goods
  - Transfer pricing
- Legal representation of clients before the customs, foreign exchange and judicial authorities:
  - Challenging unlawful decisions issued by the customs authorities
  - Recovering overpaid/over-collected customs duties, excise taxes and VAT charges
  - Confirming benefits
  - Challenging adjusted customs values and goods BTI decisions
  - Representing clients in administrative cases instigated for violation of the customs and exchange legislation
  - Providing legal support with respect to antidumping investigations

For further information about our expertise in this area, please contact:

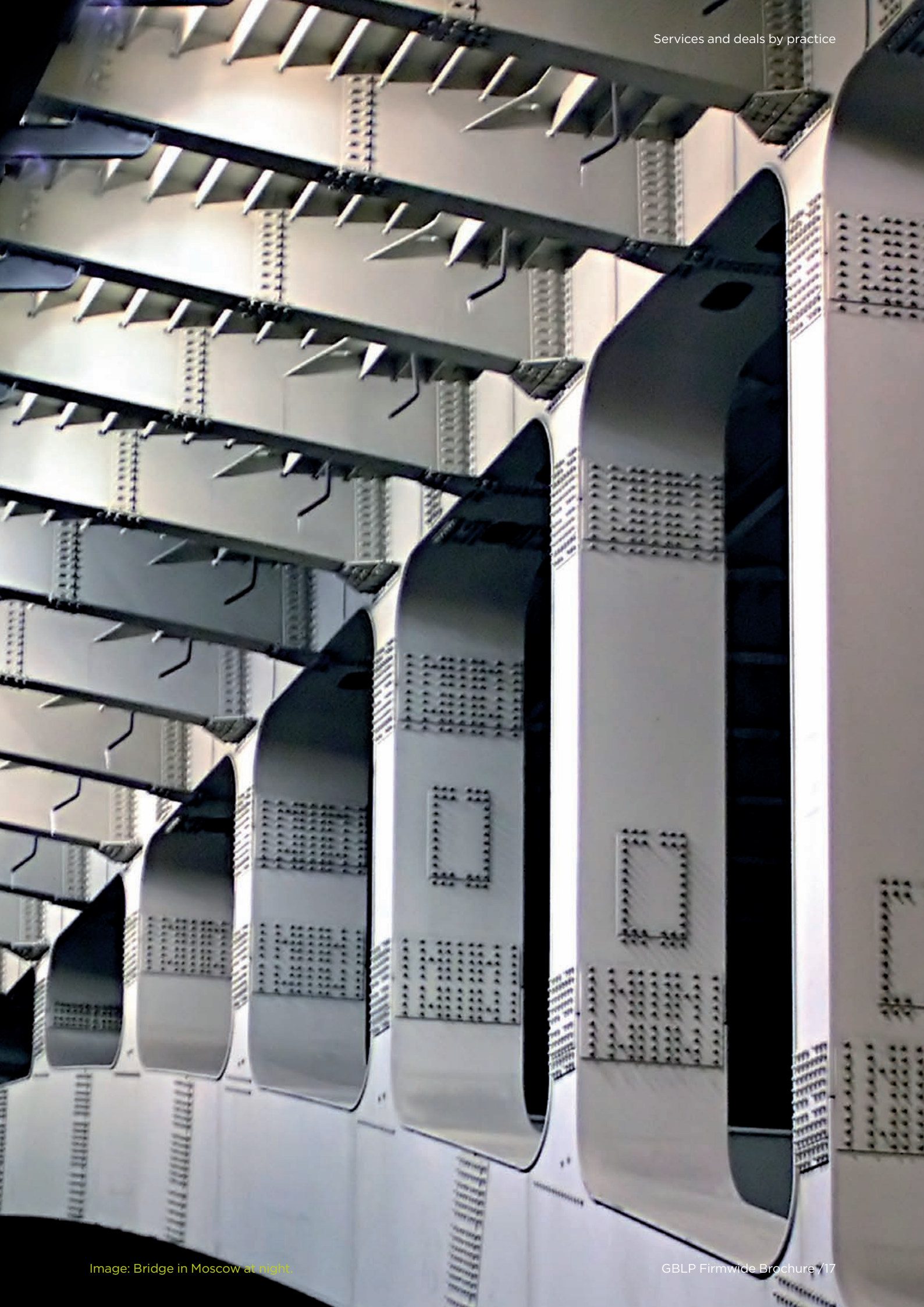
**Vladimir Tchikine**  
vladimir.tchikine@gbplaw.com

Recent deals
Advising <b>20th Century FOX</b> on the structure of the customs value of imported films, in particular: should the royalty due for projection of movies in cinemas be included in the customs value of imported films? As a result of a lengthy litigation, the customs authorities lost and effectively repaid all excessively collected duty to client.
Representing a <b>major international FMCG &amp; food manufacturer</b> in a dispute with the customs over inclusion of royalty payable for use of a trade mark in the customs value of goods marked with the trade mark. The case was won on the material grounds that the customs had failed to prove that payment of the royalty was a condition of sale of branded goods for export to Russia.
Successful representation of a <b>major USA chemical company</b> and the world's leading tire manufacturer in disputes with the customs over classification of imported goods.
Successful assistance to <b>Shell</b> in the course of its corporate reorganisation in Russia: the task was to ensure uninterrupted imports of various petroleum products to Russia in spite of a series of compliance issues related to the company's organisational form.
Advising a number of major companies, including <b>Alcoa, Barilla, Guardian, and Mars</b> , on importing equipment as an in-kind contribution to charter capital, providing legal support with respect to customs clearance of imported goods and assisting with preparation of the requisite documents for obtaining customs duty and VAT exemptions.
Extensive support for and structuring of investment by <b>Mitsubishi Motors</b> in a joint venture in Kaluga, including support in Kaluga, Russia, ensuring eligibility for the special importation regime applicable to foreign motor manufacturers.
Advising and representing the interests of <b>major multinational agricultural equipment manufacturers</b> within the framework of a special protection investigation conducted by the Ministry for Industry and Trade of the Russian Federation for the purpose of introducing special protective duties on grain combine harvesters imported into Russia.
Representing the interests of <b>William Grant</b> on matters relating to inclusion of its trade marks in the Customs Register of IP assets and liaising with the customs authorities in order to terminate imports of counterfeit goods.
Full legal support for projects involving signing of investment agreements on supplies to the Russian Federation of vehicle parts for industrial assembly covered by the Russian legislation envisaging exemption from or reduced customs duties. The agreements were signed between <b>Mitsubishi Motors</b> and <b>Nissan Motor</b> and the Ministry for Economic Development of the Russian Federation.

“

Their strong team leads the way on the domestic scene, thanks to a profound understanding of local issues and a client-oriented culture. GBLP's diverse practice has been key to its success in the recession, balancing know-how on property finance and restructuring with investor.”

Chambers Europe 2010



## Competition and anti-trust

The Goltsblat BLP / Berwin Leighton Paisner Competition Practice includes experts in Moscow, London and Brussels, each with extensive expertise in practical application of competition law and an in-depth knowledge of businesses and competition, particularly in automotive, energy, consumer goods, retail trade, pharmaceutical, telecommunications, banking and financial sectors.

We have successfully represented both Russian and international organisations before the competition authorities in Russia and Europe. In Russia, we also work closely with the Federal Antimonopoly Service to improve Russian competition law. On the basis of this experience, we help our clients identify and preclude anti-trust risks through internal antitrust audits, practical training, restructuring and preparation of commercial policies.

### Our services include advice and representation in relation to:

- Commercial agreements and arrangements with respect to their compliance with competition law
- Business models (restructuring) and commercial policies, with particular emphasis

on competition law

- Application of the rules governing abuse of dominant position and restrictive agreements
- Competition investigations and disputes with competitors, suppliers and buyers of goods and services over competition law violations
- Merger control and related strategic matters, including obtaining clearance from the authorities
- Application of the rules on unfair competition
- Public procurement, assisting bidders
- Various matters concerning tender procedures
- State aid
- Natural monopolies

For further information about our expertise in this area, please contact:

**Nikolay Voznesenskiy**  
nikolay.voznesenskiy@gbplaw.com

**Anton Sitnikov**  
anton.sitnikov@gbplaw.com



A standalone competition practice highly valued by the clients. ”

Global Competition Review 2010

Recent deals
<b>Danone, Mars and other major FMCG producers</b> - representation of clients' interests in the central and territorial departments of the Federal Antimonopoly Service in cases concerning presumed agreements and/ or concerted actions, daily advice on antitrust matters in development of agreements, marketing and advertising campaigns.
<b>Novorossiysk Grain Terminal</b> - represented the client in a litigation case challenging a Russian anti-trust body accusation of violation of competition laws.
<b>A Russian subsidiary of a major international bank</b> - representation before a territorial department of the Federal Antimonopoly Service of Russia in relation to cooperation with insurance authorities and appraisers.
<b>A major producer in the construction materials industry</b> - representation of the client's interests in communication with the Federal Antimonopoly Service, advice on pro-competitive pricing and marketing policy, and a general compliance programme.
<b>Major global FMCG producers</b> - competition compliance audit, risk assessment, elaboration of a new distribution system for the leader of the sector.
<b>A leading global car manufacturer</b> - supported the client during an antitrust dawn-raid, advised on preparation of dealership contracts, including antimonopoly aspects of distribution relations, on structuring business processes and avoiding antitrust risks.
<b>A major trade network</b> - represented the client against Russian FAS allegations of supplier coordination, provided defence against arbitral interpretation of the law by the antitrust authority and carried out a series of anti-trust trainings.
<b>Major producers of pharmaceuticals</b> - advised on liaising with the antimonopoly authorities, carried out anti-trust trainings and advised on various matters concerning tender procedures.
<b>Advised a leading software and legal database supplier</b> on optimising the corporate structure to ensure its compliance with the antitrust law requirements. Antitrust compliance was the only restructuring incentive.
Represented <b>VimpelCom</b> in a dispute with the Russian Federal Anti-monopoly Service (FAS) on a charge of concerted actions by the so-called Big Three mobile operators.
<b>A leading banking institution</b> - advised the client on structuring a joint venture with a major Russian company, which included, among other things, a non-compete agreement for preliminary disclosure to the Russian FAS.

## Intellectual property/IT

We have one of the strongest IP practices in Russia. Our broad-based team includes IP, trade mark/patent attorneys and litigators, who provide non-contentious and dispute resolution services.

### Specific expertise includes:

- IP / IT Dispute Resolution;
  - IP / IT dispute resolution, including proceedings in all Russian national courts
  - Disputes with the Federal Anti-monopoly Service relating to protection of IP rights
  - IP litigation in the UK courts, at UK and European trade marks offices and major domain name dispute resolution panels
  - Arbitration, mediation and other forms of alternative dispute resolution
  - Trade mark, service mark and patent-related disputes at the Chamber of Patent Disputes of the Russian Patent Office (Rospatent)
  - Domain name disputes
  - Negotiations and settlements involving IP rights
  - Copyright and Internet-related litigation, arbitration and mediation
  - IP licensing and franchising disputes
  - Disputes regarding confidential information and trade secrets
  - Disputes relating to advertising law violations
  - Anti-piracy initiatives
- IP / IT Consulting;
  - Due diligence of IP assets
  - Advising on and implementing intra-group IP structuring to safeguard IP ownership and maximise revenues for tax purposes or in preparation for a disposal
- Looking at IP protection from the point of view of investors and of companies looking to attract investment
- Advising on IT
- Drafting and negotiating IP licence agreements, alienation of IP rights agreements, franchising and assignment (including corporate support)
- Import, export and distribution of goods
- Advising software distributors, resellers and software developers on IP and commercial law, protection of copyright and know-how
- Drafting software development agreements and software licence agreements
- Legal support for Internet business and advice on Russian Internet law
- Assisting our clients with implementation of internal IT policies and intra-group IT charges
- Advertising (including on the Internet) and labelling
- IP / IT Registration:
  - Registering, prosecuting and maintaining trade marks, patents for inventions, utility models and industrial designs and managing international portfolios of these rights
  - Applying for registration, modification and termination of franchise agreements, licence and assignment agreements
  - Conducting preliminary and comprehensive trade mark and patent searches
  - Registering trade marks with the customs authorities exercising control over imports
  - Preparing and filing documents for software and domain name registrations

“  
a very solid, client oriented  
value-for-money IP practice.”  
The Legal 500 2010

For further information about our expertise in this area, please contact:

**Elena Trusova**  
elena.trusova@gbplaw.com

Recent deals
Acted for the famous Dutch architect <b>Erik Van Egeraat</b> in several arbitration cases in Moscow and Stockholm relating to disputes over debt collection and compensation of more than USD 4.3 million for infringement of copyright to the Capital City and Barvikha Hills architectural projects.
Advised <b>Mars LLC</b> and <b>Mars Inc.</b> on various IP matters, including patents, know-how, copyright and trade mark licences.
Advised <b>TomTom</b> , a Dutch producer of navigation equipment entering the Russian market, on compliance with Russian IP and personal data laws.
Protected the rights of several <b>leading international companies in fashion, cosmetics and motor industries</b> in court disputes over unlawful use of trade marks in domain names by Russian cyber-squatters.
Protected <b>Philips</b> in a case initiated by the Russian Federal Antimonopoly Service regarding circulation of improper advertisements.
Acting for <b>TechnoNIKOL</b> before state arbitration courts, the Russian Patent Office (Rospatent) and antitrust authorities in litigations involving protection of rights to trade marks and over validity of trade mark registration.
Representing a <b>world's leading Internet services and search tools provider</b> in a dispute over dissemination of defamatory information returned in search results, with the plaintiff subsequently withdrawing its lawsuit.
Advised a <b>major multinational pet food manufacturer</b> on implementation of a global franchise agreement in Russia and its registration with Rospatent.

## Commercial

We advise our clients on Russian and international commercial law, including drafting and negotiating distribution agreements, leasing, antimonopoly regulations, public procurement contracts and supply, agency and other commercial contracts.

### Specific expertise includes:

- International sale of goods (import and export transactions)
- International product distribution (building a distribution network, developing distribution agreements, exclusivity and pricing)
- Cross-border logistics (freight-forwarding agreements, agreements on international goods carriage, storage)
- Agency, franchising and marketing (legal advice and contract negotiation)
- Insurance and re-insurance arrangements
- Concession agreements (comprehensive legal support)
- Public procurement (tender documentation)
- Leasing transactions (structuring, concluding, amending or terminating leasing contracts)

- Debt restructuring (structuring, minimising credit and legal risks, collateral)
- Licensing/certification
- Internal policies, including anti-money laundering, anti-corruption rules
- Mobile payments
- E-commerce (online stores, electronic payment systems)
- Aircraft transactions (comprehensive legal support)
- Outsourcing
- Law drafting

For further information about our expertise in this area, please contact:

**Alexander Smirnov**  
alexander.smirnov@gbplaw.com

**Denis Balakin**  
denis.balakin@gbplaw.com

“  
The team’s strength is complemented  
by an ever-increasing profile in  
commercial law.”

Chambers Global 2010

Recent deals
Development of Russia-wide distribution systems for <b>BenQ, J&amp;J, Nike and other leading FMCG manufacturers</b> , including incentive systems, paperwork systems and rebate payment.
Performed day-to-day support for <b>Mars LLC</b> in re-conclusion of supply contracts with all major nation-wide retailers to ensure conformity with the requirements of the Federal Law “On Trade Regulation” and maximum protection of the client’s commercial interests.
Advised <b>one of the biggest utility companies</b> in Russia regarding its contractual relations with customers.
Provided support for an international telecommunications company in its relations with a <b>Russian bank</b> regarding payment of debt under a letter of guarantee.
Development of an internal anti-money laundering policy for an <b>American-based multinational corporation</b> that designs and sells consumer electronics, communications technology and services.
Advised a leading <b>air transportation services provider</b> on the regulations in Russia regarding operations of foreign air carriers, including general commercial, lease, and aviation regulations.
Provided support for <b>Philips</b> on the legal structuring of online sales, compliance with consumer protection law and advertising in creating and operating its corporate online store.
Advised <b>export guarantee agencies</b> dealing with projects in Russia on surety and re-insurance matters.
Legal support for a transaction involving supply of equipment cartridges to Ukraine and Kazakhstan by <b>Epson</b> . To enable the deal, we engaged the services of our preferred local law firms.
Due diligence of lease agreements for <b>Brunswick Rail Leasing</b> and elaboration of an opinion on contractual risks.
Advised a <b>major Russian bank</b> on implementation of mobile payments regulations in Russia.

“

Their focus on market convergence has impressed clients, who add that 'the firm's real strength is in the technical aspects. ”

Chambers UK

“

... this team is especially well known for dealing with regulatory matters... ”

Chambers Europe



## Employment, pensions and benefits

We have the biggest labour practice team in Russia, with extensive experience in consulting and settling disputes. Our areas of advice include internal restructuring, staff reduction and redundancy projects, employee benefits, corporate pension planning, outsourcing, health and safety, and employment regulations and work permits for foreign individuals.

### Specific expertise includes:

- Advice on everyday labour matters
- Labour and pension aspects of M&A transactions
- Restructuring of employment relations and redundancies
- Due diligence of employment paperwork
- Development of all types of agreement and internal regulations
- Salaries and bonuses
- Hiring of top-managers (advice, mediation and judicial defence)

- Supplementary incentive programmes, share option plans
- Corporate pension plans
- Labour dispute resolution in and out of court
- Support during audits by government authorities, judicial defence
- Outsourcing and outstaffing
- Relations with trades unions, collective bargaining negotiations
- Industrial safety
- Material liability, damages
- Protection of confidential information
- Investigation of labour conflicts (whistle-blowing)
- Personal data
- Employment of foreign citizens

For further information about our expertise in this area, please contact:

**Arthur Abouzov**  
arthur.abouzov@gbplaw.com

**Inna Kachalova**  
inna.kachalova@gbplaw.com

“  
This well-staffed employment department has made its name by focusing on contentious cases, and clients have responded with resounding applause for the firm’s ability to assess clients’ risks.”

Chambers Europe 2010

Recent deals
Advised <b>Mars</b> on its employment matters in Russia, including post-merger employment advice: supporting Mars in Russia, Ukraine, Belarus and Kazakhstan in a global outsourcing transaction between Mars and Wrigley on transfer of IT services; strategy development; full legal documentary support (agreements between companies, transfer of employees, advice on all related employment issues), including cross-border transfers covering Russia, Ukraine, Belarus and Kazakhstan, each of which has its own set of employment regulations; advised on additional pension schemes, the possibility of transferring allocated pension amounts and the rights of transferred employees and helped structure the compensation and benefit package replacing some existing benefits. Immigration issues were also involved.
Full support in all matters relating to union operation for <b>Danone, Volkswagen Group Rus, Direct Group</b> . Communication with union leaders, participation in collective bargaining agreements and successful representation of clients in litigations relating to union activities.
Advised Russia’s <b>biggest generating company</b> on payment of “golden parachutes” to the General Director and members of the Management Board (by request of the Sintez Group).
Successful representation of the interests of <b>JSC Mosenergo, JSC Sheremetyevo International Airport, Mars, Kronospan, Thomson Reuters, Quattro Gemini, Danone, Kimberly-Clark</b> in labour litigations relating to unfair dismissal and provision of additional guarantees.
Successful representation of the interests of one of the <b>biggest transportation companies</b> in a labour dispute brought by a former General Manager on the grounds of unfair dismissal. We succeeded in protecting the client’s interests in court and won a counter-claim for compensation for damage caused by illegal actions on the part of the General Manager.
Successful mediation of labour disputes for <b>Kia Motor Rus, Weatherford, Yum! Restaurants, Mars, STS Media, 20th Century FOX, Goodyear</b> , and other clients of the firm.

## Corporate recovery and restructuring

We have many years' experience of working closely with financial advisors, corporate management and shareholders and authorities in implementing various financial recovery models.

For further information about our expertise in this area, please contact:

**Andrey Goltsblat**  
info@gbplaw.com

**Ian Ivory**  
ian.ivory@gbplaw.com

**Anton Sitnikov**  
anton.sitnikov@gbplaw.com

**Anton Rogoza**  
anton.rogoza@gbplaw.com

### Specific expertise includes:

- Assistance in transforming bilateral borrowing / lending arrangements into syndicated loan / credit arrangements
- Restructuring collateral and other security instruments
- Support for non-core asset disposal programmes
- Corporate governance as part of debt restructuring
- Advice and assistance in setting up joint ventures, alliances and consortia
- Corporate restructuring
- Business exits
- Corporate finance, including bonds and convertibles
- Insolvency / bankruptcy

### Recent deals

Advised a prominent **US hedge fund** on various debt restructuring matters following failure by our client's partner to fulfil its obligations to our client under a put option. Advised our client on various insolvency matters in connection with its portfolio.

Advised a major **Russian producer of building materials** on restructuring its debt obligations and reorganising its corporate structure. The engagement mostly consisted of comprehensive advice on different bankruptcy-related procedures.

Acted for one of the biggest **real estate developers in Russia**, on restructuring its joint venture development financing facility with a major western bank and its intra-group funding arrangements with its joint venture partner.

## Bankruptcy

Applying their successful experience of supporting company bankruptcy procedures in a variety of businesses, our lawyers help clients evaluate correctly the likelihood of problem debtors paying off their debts, choose the best way to resolve a problem debt situation and achieve maximum satisfaction of creditor claims during debtor bankruptcy procedures.

### Specific expertise includes:

- Gathering of public information on debtors and their financial status
- Arranging and co-ordinating comprehensive assessment of problem debtors
- Developing measures to prevent bankruptcy
- Advising on bankruptcy problems
- Initiating debtor bankruptcy proceedings
- Assessing the justification for creditor claims
- Drafting applications for inclusion on the creditors' register
- Representing debtors and creditors before state arbitration courts and other state authorities and in negotiations with bankruptcy participants
- Holding creditors' meetings and sittings of creditors' committees and representing both debtors and creditors at these meetings and committees
- Appealing against actions of court-appointed administrators (insolvency officers)
- Invalidation of debtors' suspicious transactions aimed at moving away their assets
- Initiating criminal investigations into the actions of bad faith debtors and acting for creditors during criminal proceedings

For further information about our expertise in this area, please contact:

**Andrey Goltsblat**  
info@gbplaw.com

**Elena Trusova**  
elena.trusova@gbplaw.com

Recent deals
Acted for <b>Mars</b> in litigation over inclusion of our client's claims in the creditor claims register.
Representing <b>VOLKSWAGEN Group Rus</b> in several bankruptcy procedures to have its claims entered on the list of creditors' claims and at creditors' meetings. Our Client's claims have been fully included on the list of creditors' claims.
Representing <b>Caterpillar Financial</b> in a dispute with a bankruptcy officer to withdraw property from the bankruptcy estate.
Acting for <b>Aeroplex</b> in a dispute regarding inclusion of its claims on the list of KrasAir creditors. Our Client's claims have been fully included on the list.
Acted for a <b>major cosmetics firm</b> creditor of the Arbat Prestige retail network during the latter's bankruptcy.
Represented a <b>major personal hygiene product manufacturer</b> in the bankruptcy proceedings against the Banana Mama retail network.
Represented a <b>creditor</b> during the bankruptcy of OAO Tabachnaya Fabrika Omskaya, resulting in our client's debt being acquired by third parties on terms beneficial to the client.

## Environmental

Our experience is based on in-depth knowledge of environmental laws and regulations. We provide legal support for companies in various industries and spheres of business, focusing on environmental regulations that might impact on their activities. Our experts have considerable experience of advising on the regulatory and administrative framework for environmental and sanitary issues including permitting procedures, waste management and remediation and performance of environmental legal due diligence.

We provide legal services on a wide range of environmental issues in the spheres of construction, industrial operations, subsoil use and development, supply and transportation, land, forest, water and other natural resource use and protection, air pollution, continental shelf development, sanitary/other zoning/limitation, matters concerning specially protected areas, and resolution of various legal issues arising from projects impacting on the environment.

### Specific expertise includes:

- Large scale infrastructure projects
- Environmental licensing and permits
- Development projects
- Land and groundwater contamination
- Brownfield site remediation
- Waste management
- Air pollution
- Water quality
- Sanitary compliance
- Nature conservation
- Nuisance
- Producer responsibility
- Climate change
- Environmental prosecutions
- Enforcement notices

For further information about our expertise in this area, please contact:

**Vitaly Mozharowski**  
vitaly.mozharowski@gbplaw.com

**Ekaterina Goudina**  
Ekaterina.goudina@gbplaw.com

Recent deals
Advised <b>Nord Stream AG</b> on environmental matters related to construction of the Russian part of the gas pipeline, including environmental impact assessment, Espoo Convention implications, marine and forestry use and remediation, and other regulatory matters.
Advised <b>Alcoa, Coca-Cola, Danone, Guardian Industries, Kimberly-Clark, Komatsu, Kronospan, Lafarge, Mars, Nissan Motor, Pushkino Logistic Park, and Saint-Gobain</b> on industrial development projects, including legal support for permitting procedures, environment impact assessments, public hearings, environmental prosecution, water/ air/ soil contamination and remediation issues, historical contamination matters, liaisons with the authorities, subsoil matters, licences and permits.
Advised an <b>international company</b> on minimising the risks relating to acquisition of a piece of land polluted with hazardous substances and on the need and the procedure for soil remediation.
Advised a large number of <b>industrial producers</b> on waste management, including hazardous waste.
Carried out <b>due diligence</b> on numerous environmental and waste management compliance projects.

## Public-private partnership / infrastructure

We have substantial experience of all aspects of PPP and infrastructure projects, ranging from corporate and tax structuring to construction, financing and regulatory issues. Our extensive experience of interaction with public authorities and our legislative drafting background allow us to support our clients in projects of any complexity, including cross-border ones.

For further information about our expertise in this area, please contact:

**Simon Allan**  
simon.allan@gbplaw.com

### Recent deals

Acted for a **consortium** bidding for the "Moscow - St. Petersburg toll motorway from Km. 15 to 58" (Stage 1) and "A new access to the Moscow Ring Road from the M1 Federal Highway " projects.

Represented **Sheremetyevo International Airport** before a consortium of banks in a USD 222 million project for reconstruction of one of the terminals. Areas advised on included corporate, securities, real estate, tax, finance, antitrust and public tenders.

Participated in drafting laws regulating the preparations for and holding of the **2014 Winter Olympics in Sochi**, including condemnation and allocation of land plots, infrastructure, construction, environment, town planning and zoning, financing, corporate and immigration.

## Product liability

The Goltsblat GBLP division specialising in customer protection laws is one of the strongest and most experienced in Russia. The division's specialists have extensive experience in representing and advising multi-national corporations and major Russian companies on all aspects of customer relations.

### Specific expertise includes:

- Advising on customer protection laws
- Advising on neighbouring laws
  - Goods marking
  - Provision of information about goods (services)
  - Processing of customer personal data
  - Certification
  - Legal support for promotional campaigns and advertising events
- Handling claims and representing clients in court
- Legal support during enforcement proceedings
- Drafting and implementation of amicable settlements with customers
- Drafting of contracts with customers to provide maximum protection for the client's rights and interests
- Advising on how to prepare instructions and other supporting documents for goods in order to ensure their compliance with the customer protection laws
- Representing manufacturers in negotiations with customers

Our specialists provide major Russian and foreign companies with legal assistance in customer relations in the following industries:

- Industrial, household and telecom equipment manufacturing (Vaillant, Daikin, Epson, Legrand)
- Snack foods, pet foods and other food products (Mars, Hortex, Multon, Royal Canin, Tchibo)
- Pharmaceutical, cosmetics and hygiene goods manufacturing industries (Johnson&Johnson, Kimberly-Clark, Oriflame)
- Vehicle manufacturing and sales industry (Nissan, Infiniti, Volkswagen, Audi, Skoda, Mitsubishi Motors)

Recent deals
Advising on goods-related information to be provided in supporting documents and on packaging, including in CIS countries ( <b>Daikin, Legrand, Mars, Hortex, Dole</b> ).
Advising on conditions and restrictions arising in connection with issuing goods warranties, including additional (extended) guarantees ( <b>Volkswagen, Skoda, Audi</b> ).
Advising on the specifics of selling used cars, including the features of their warranties ( <b>Volkswagen, Skoda, Audi</b> ).
Advising on how to hold promotional campaigns ( <b>GoodYear</b> ).
Comprehensive support within the scope of claim-handling work and during court disputes with customers ( <b>Nissan, Infiniti, Volkswagen, Skoda, Audi</b> ).
Providing advisory services on customer claims ( <b>Vaillant, Mars</b> ).
Advising on proper procedures for processing customer personal data ( <b>BP, Nissan</b> ).

## Industry experience

In our experience, in order to offer our clients the best legal advice, a deep understanding is needed of their industry. Over the years, we have worked with major clients in a wide range of industry sectors, including:

- Agricultural producers
- Airlines and aircraft
- Automotive
- Aviation
- Banks
- Building materials
- Chemicals
- Construction
- Education
- Energy and natural resources
- Financial institutions
- FMCG
- Food
- Healthcare
- Hotels
- Industrial production
- Infrastructure
- Insurance
- IT
- Leisure and entertainment
- Media, advertising and broadcasting
- Mining and metals
- Oil and gas
- Pharmaceuticals
- Postal services
- Retail
- Telecommunications
- Transport

The depth and breadth of our industry experience and our detailed, specialist understanding of specific sectors from the commercial, legal and regulatory standpoints, are attributes our clients value highly.

For further information about our industry experience, please visit our website [www.gblplaw.com](http://www.gblplaw.com)

“  
...strong knowledge, especially  
in the industrial sector.”

PLC Which Lawyer 2009

“

...deep knowledge and  
understanding of the local issues.”

Legal 500 EMEA



## Automotive industry

Goltsblat BLP/Berwin Leighton Paisner lawyers have extensive experience in rendering legal support to the automotive industry in the Russian Federation and Europe, assisting with incorporation, development, restructuring and protection of manufacturing companies, their assembly and distribution divisions, dealership chains and service organisations, as well as the financial arms of car manufacturers, lenders and insurers that are part of the automotive business.

### Our services include advice on and legal support for:

- development of automotive industry business models, corporate business structuring, growth and expansion through M&A
- setting up complete cycle and assembly facilities, liaisons with government and municipal authorities
- anti-monopoly law issues, anti-monopoly examinations and initiation of cases on competition law violations
- building up and developing dealership networks, development, modification and termination of dealership, distribution and leasing agreements
- environmental, sanitary and nature conservation aspects of the operations of manufacturers and other entities involved in the automotive sector
- trade mark registration, patenting, licensing and other agreements, combating counterfeits
- employment restructuring, staff reduction and job elimination, interaction with trades unions, legal due diligence of labour law compliance by automotive businesses, identification and mitigation of possible risks;

corporate pension plans

- localising manufacture of spare parts and SKD units, including set up of joint ventures, car manufacturers' trade mark and know-how protection, marketing and distribution
- customs matters, preferential customs treatment of SKD importation and vehicle imports
- tax planning and tax restructuring, legal advice on all aspects of taxation in the Russian Federation and other European countries
- financing of distribution networks and dealerships, long- and short-term loans and ensuring repayment of borrowings
- land, real estate and construction matters for the automotive business: lease of office and warehouse premises, testing tracks, trial grounds and training centres
- consumer relations (eg legal assessment of marketing campaigns, customer loyalty programmes, personal data processing and storage, claims handling and representation in customer disputes)
- pre-trial settlement and comprehensive defence in court disputes on all kinds of legal action, enforcement proceedings, preventing unfair business practices in the automotive industry

For further information about our expertise in this area, please contact:

#### Vladimir Tchikine

vladimir.tchikine@gbplaw.com

#### Nikolay Voznesenskiy

nikolay.voznesenskiy@gbplaw.com

### Recent deals

**Magna International** – advice on the anticipated acquisition of Opel's business in Russia and other CIS countries from General Motors.

**Nissan Motor** – legal support for car assembly plant construction, including legal advice on agreement with the Federal Government and Federal Customs Service, investment agreement with the City of St. Petersburg, customs and tax incentives, land lease and construction matters, licences and permits, environmental and sanitary compliance.

**Komatsu** – legal support for construction of a plant, with legal advice covering investment agreement with the regional and municipal authorities, customs and tax incentives, land lease and purchase matters, construction matters, licences and permits, environmental and sanitary compliance.

**VOLKSWAGEN Group Rus** - representing the interests of the client in a series of disputes associated with termination of dealership agreements, recovery of debt and seizure of over 350 luxury cars.

**Caterpillar Financial** - we successfully handled over 40 disputes, worth millions of US dollars in aggregate, relating to recovery of leased out vehicles. The cases were complicated by a need to manage lawsuits and enforcement proceedings in dozens of Russian courts located in different regions, from Kaliningrad to Sakhalin.

**Scania** - successful representation in connection with 2 litigations against its former dealer for recovery of a substantial debt deriving from supply contracts.

**A major German car manufacturer's Russian subsidiary** – legal advice to the client on development of dealership contracts, including on antimonopoly and other regulatory matters in distribution relations, elaboration of contract templates for different levels of car sales and maintenance

**A leading Korean car manufacturer** – acting for the client before the Russian Federal Antimonopoly Service on exclusive car-manufacture licensing agreements.

**VOLKSWAGEN Group Rus** and other major car manufacturers / distributors – legal advice on development of client management and service systems and successful representation of the clients in handling consumer claims in courts and support in out-of-court settlements.

## Healthcare and pharmaceuticals

Goltsblat BLP specialists provide comprehensive legal support for both standalone projects and routine operations of pharmaceutical companies, manufacturers of medical devices and equipment, healthcare products and cosmetics, pharmacy chains and retailers.

This depth in field has enabled the firm to take its healthcare expertise to an international level, resulting in major instructions from key market players.

### Specific expertise includes:

- Organisation of the pharmaceuticals production process, liaisons with government and municipal authorities and bodies.
- Construction and lease of manufacturing facilities, warehouses and office premises
- Building up of a distribution network, development of distribution agreements, handling of exclusivity and pricing matters
- Comprehensive legal assistance for arranging clinical trials
- Regulatory legal aspects
- Legal issues associated with medication assignment (donations, provision of samples, etc.)
- Specifics of advertising
- Trainings on legal aspects of promoting medications (OTC and prescription medicines), antitrust matters, etc.
- Customs issues for health care and pharmaceutical companies
- Legal aspects of relations between medical representatives and doctors
- Requirements on quality and safety
- Manufacturer's (seller's) liability in retail sales
- Liability for any harm caused to health by medications
- State purchases, including the participation procedure, pricing, contesting the results and preparing tender documentation
- Advice on anti-monopoly control
- Personal data protection as part of pre-clinical and clinical trials
- Litigations

For further information about our expertise in this area, please contact:

**Nina Belozertseva**  
nina.belozertseva@gbplaw.com

Recent deals
Advised <b>AstraZeneca</b> on applicability of the firm's global marketing policy and the terms and conditions of its standard distribution agreement in Russia; advised on applying outsourcing models for operations in Russia.
For <b>Johnson &amp; Johnson</b> , developed a complete product distribution system for Russia, in particular, elaborated provisions on bonuses and discounts, drafted distribution agreements and developed a document management system for the client.
Advised <b>Teva</b> on development of incentive schemes for business partners
We acted for a <b>major German pharmaceutical company</b> in a series of patent disputes relating to the client's inventions initiated under statements of claim filed by companies producing generic medications.
Advised <b>Sanofi-Aventis</b> on re-export of medicines.
Advised <b>Pfizer International LLC</b> on the specifics of liaising with Russian antitrust authorities.
Advised <b>Dr. Reddy's Laboratories</b> on trainings on the antimonopoly legislation and legal aspects of medicine promotions; relations between pharmaceutical companies and medical (pharmaceutical) workers.
Provided advice to a <b>major foreign producer</b> of medical devices and equipment, hygiene products on aspects of importing medical devices and equipment, licensing patentable items, trade marks and know-how; conducted seminars for the client's sales and marketing personnel on advertising medications and medical devices.

## About BLP

Today's world demands clear, pragmatic legal advice that is grounded in commercial objectives. Our clients benefit not just from our excellence in technical quality, but also from our close understanding of the business realities and imperatives that they face.

Our people are prized for their legal talent and renowned for being personally committed to helping clients succeed. It's a distinct BLP quality. This award winning approach is redefining the way legal services are delivered. With experience stretching across more than 20 industry sectors and over 100 countries worldwide, you will get the expertise and business insight you need, wherever you need it.

### Key facts:

- Winner of five UK Law Firm of the Year awards in eight years.
- The only firm to win The Lawyer award twice.
- Highest overall grading in Top Legal Employers for the last three years.
- Expertise in more than 67 legal disciplines.
- Over 700 lawyers across six countries.
- More than a third of the firm's business has an international dimension.
- In the last two years, BLP has helped clients or completed work in 118 countries.
- Clients across more than 20 industry sectors include more than 50 FTSE 350 companies and seven of the world's top ten banks.
- Winner of five UK Law Firm of the Year awards in eight years.
- Real Estate Law Firm of the Year 2009.
- Best Tax Team of the Year 2009.
- Leveraged Finance Adviser of the Year 2009.

## Goltsblat BLP



## BLP



**London**

Adelaide House, London Bridge,  
London EC4R 9HA, United Kingdom  
Tel: +44 (0)20 3400 1000

**Abu Dhabi**

Al Bateen Towers, Tower C6,  
Office C504, 34 Bainunah Street,  
Abu Dhabi, United Arab Emirates  
Tel: +971 (0)2 652 0300

**Brussels**

Square de Meeûs 38-40,  
B-1000 Brussels, Belgium  
Tel: +32 (0)2 792 20 11

**Moscow (Goltsblat BLP)**

Capital City Complex  
Moscow City Business Centre,  
8 Presnenskaya Nab., Bldg.1,  
Moscow, 123100, Russia  
Tel: +7 (495) 287 44 44

**Paris**

112 Avenue Kléber,  
75116 Paris Cedex 16, France  
Tel: +33 (0)1 53 65 28 00

**Singapore**

9 Raffles Place  
#24-01, Republic Plaza  
Singapore 048619  
+65 6571 7300

## Getting in touch

When you need a practical legal solution for your next business opportunity or challenge, please get in touch.

Moscow (Goltsblat BLP)  
Capital City Complex  
Moscow City Business Centre,  
8 Presnenskaya Nab., Bldg.1,  
Moscow, 123100, Russia  
Tel: +7 (495) 287 44 44  
Fax: +7 (495) 287 44 45  
e-mail: [info@gbplaw.com](mailto:info@gbplaw.com)