



bharucha & partners

Advocates & Solicitors

GOVERNANCE, ETHICS, & ANTI-CORRUPTION
Practice Profile



About the Firm

Founded in 2008 on immutable principles of professional ethics and excellence, Bharucha & Partners is a full-service law firm, with offices in Mumbai, New Delhi, and Bengaluru in India.

We are a Firm of practitioners, with 11 Partners and over 80 lawyers offering a blend of rich experience, creativity, and the energy of youth. Each of the partners has a proven track record of handling complex commercial transactions or dispute while each associate has a passion for the law and a love for learning. Each associate has been individually groomed and selected as sharing the qualities and vision of the partners and the Firm. The hallmarks which each of our lawyer's share are Commitment to the Profession, Communication and Transparency, and, Conviction and Integrity in our dealings with each other, our clients, counterparts in the profession and, also, and no less importantly, with ourselves.

The Firm caters to a diverse clientele including Fortune 500 companies, multinational corporations, public sector undertakings, banking and financial institutions, government and state authorities, and various not-for-profits. Our clients consistently praise the 'work ethic' of the Firm, the 'timeliness' of our lawyers, and the 'hard-working' team of lawyers that serve 'the best interests of the clients'.

The Firm has been consistently recognised on various platforms like Chambers and Partners, Euromoney, Legal 500, Who's Who Legal, IFLR1000, asialaw, Benchmark Litigation, and India Business Law Journal, to name a few.

Mission

To our clients

We are committed to further your interests: by delivering work product of the highest quality; on time, every time; consistent with high ethical standards; at a reasonable cost; always delivering value.

To our professional colleagues

As our learned friends, we offer courteous and straight dealing.

To our counter parties

Respectful of your legitimate rights, we will not make unreasonable demands while working for the best results for our clients. In a hostile situation, may the best man win and we will work to ensure that the best case for our client is put forward.

Vision

In the 21st century, time is at a premium; competence is said to be a commodity; and loyalty is for sale. We accept none of that.

Organisations and systems make time manageable. Excellence is rare, it cannot be equated with competence.

We have seen the legal profession grow and change with growth. We believe that growth cannot be at the cost of excellence. To the contrary, growth must foster excellence. We will not be part of any system where values or quality may be impaired in the rush to get the deal done.

We have come together based on immutable principles of truth, ethics, and excellence.

We will not compromise.

Growth will be driven by these principles. We will select the right people, groom them, invest in them. We will not just invest money. We will invest our time and our commitment. Some will fall by the way, as they must, but a few will make the grade. Those who share our values and our vision will be partners. They will be lawyers who will succeed in any jurisdiction.

Within ourselves, we have the capabilities of a full-service law firm. We will grow our capabilities to better serve our clients.

We are proud of every member of our Firm, be they professionals, fee earners, or support staff. Each is a flag bearer. We are committed to going forward and each constituent of our Firm is proud to belong to the law firm that delivers excellent value to its clients and enriches the profession.

The Governance, Ethics, & Anti-Corruption Practice

We are one of the few firms in India with a stand-alone Governance, Ethics, and Anti-Corruption Practice which addresses defence and prosecution. We are recognised for our capacity to work together across our Transactions and Disputes Practice Groups to deliver seamless advice and representation to mandates concerning white collar crime.

Our expertise is recognised, and our advice is sought by clients ranging from market participants, to investigating agencies to other practitioners.

The Firm is known for its ability to quickly and comprehensively review facts, including by assisting with reviews and forensic exercises internal to our clients, and to develop innovative and successful strategies to effectively defend and protect our clients. The fact that we appear in-person adds to our capacity to efficiently execute the strategies which we develop.

We engage with clients under various circumstances. In some instances, we are engaged when a client apprehends an investigation or prosecution. In others, we are engaged pre-emptively to review management and operations and help develop and devise protocols which ensure compliance with law and ring fence risks.

Our engagement often commences at the investigation stage before a charge is framed. We help clients to provide relevant information to the investigating agencies with the, often successful, profiective intent to preclude adverse action against our clients. Where prosecution nonetheless commences, the work done at these early stages ensures that our client has a robust and holistic defence in place from the investigation stage.

Of course, we are also engaged after prosecution has commenced and, in some cases, only when an appeal against conviction is preferred.

We are increasingly mandated to help clients implement robust governance and compliance solutions which help them monitor and prevent inadvertent lapses and ring-fencing liability which may inadvertently arise. These mandates extend to compliance advisory, advisory on complex investigations, and for conducting internal investigations. Where required, our lawyers work closely with forensic experts and counsel qualified in other jurisdictions.

In all cases we appear before fora, including trial courts, across India. Our practice model of holistic lawyering ensures that lawyers across practice areas and sector support groups work together seamlessly to provide solutions tailor-made for each client ensuring best-in-class compliance models which do not compromise on the efficiency of client operations.

The Governance, Ethics, & Anti-Corruption Practice Leaders



MP Bharucha, Founder, Senior Partner

MP, as he is popularly known, spearheads the Dispute Resolution Practice at the Firm. MP has been consistently ranked by Chambers and Partners, Euromoney, and Legal 500 as amongst India's leading lawyers, and is known for his strategic vision and depth of knowledge. His vast expertise includes advising and representing clients in matters concerning securities laws and financial regulation, including where action has been initiated for alleged lapses in compliance.



Justin M Bharucha, Managing Partner

Justin is known for his advice on strategic and high-value commercial disputes, especially with helping institutional investors achieve exits in contentious situations engendered by under-performing markets. He works with clients, including institutional investors, to ensure that commercial operations follow a compliance-centric model, and that potential risk is mitigated. He also engages on mandates which require an internal investigation or review of client data.



Sneha Jaisingh, Partner

Sneha is a multi-faceted litigator and has been engaged in a number of cases before various fora including before different High Courts and the Supreme Court. She specialises in commercial litigations and has handled significant regulatory cases, which gives her an edge while handling mandates involving economic offences as she understands the nuances of financial transactions. Sneha services clients across sectors and is recognized for her meticulous attention to detail coupled with sharp tactical insight.



Sonam Gupta, Counsel

Sonam is the lynch pin of the Firm's Governance, Ethics, and Anti-Corruption practice and is recognised as a leading practitioner across India. She has represented corporates, high net worth individuals, and high-ranking public officials in both contentious and non-contentious matters. Her expertise in handling economic offence matters gives her valuable insight into the working of investigative agencies. Having represented clients in some of India's biggest economic offence cases, her strong suit lies in defence strategising and advisory in cases of ongoing investigations and prosecutions involving several jurisdictions and conflicts of law.

Indicative Experience

1. Represented and successfully defended Unitech Wireless (Tamil Nadu) Private Limited in the 2G spectrum case, CBI v. A. Raja, in a trial. The litigation relates to the issuance of 'telecommunications unified access licenses' by the Government of India, allegedly resulting in loss of revenues to the national exchequer ranging from INR 300 billion to INR 17,600 billion.
2. Advising and representing a high net worth individual in (i) prosecutions arising out of the coal block allocation scam initiated by the Central Bureau of Investigation and subsequent appellate proceedings, and (ii) the Directorate of Enforcement proceedings initiated under the Prevention of Money Laundering Act, 2002.
3. Advising and representing an Indian Company and its promoters in the prosecution initiated by the Directorate of Enforcement under the Prevention of Money Laundering Act, 2002 regarding allocation of a coal block under the government route.
4. Advising and representing an international cement company in a criminal complaint against Indian and foreign nationals for economic offences committed across jurisdictions, including India, invoking the extra-territorial jurisdiction provisions of the Indian Penal Code.
5. Advising and representing a liquor manufacturer in the investigations launched by the Central Bureau of Investigation, and the Directorate of Enforcement as regards the irregularities in the framing and implementing of the Excise Policy of NCT of Delhi for the period of 2021-22. The allegations pertain to corruption, kickbacks, and misdeclaration to the Excise Department and money laundering.
6. Advising and representing HNIs in investigations launched by the state police and the Directorate of Enforcement as regards the illegal mining and transportation of stone in the state of Jharkhand.
7. Advising and representing a leading auditing firm in a prosecution initiated by the Central Bureau of Investigation against the erstwhile promoters of DHFL in respect of diversion of funds obtained by DHFL from banks.
8. Advising and representing the BBC Group in proceedings initiated by the Tax Authorities.
9. Advising and representing Gautam Thapar, Avantha Holdings limited, and other promoter entities before various fora including the Securities and Exchange Board of India, Securities Appellate Tribunal, and National Company Law Tribunal with respect to claims made by CG Power and Industrial Solutions limited.

10. Advising and representing private equity funds in investigations and prosecutions launched by the police and Directorate of Enforcement as well as in connected proceedings before various tribunals, High Courts, and the Supreme Court of India under the Foreign Exchange Management Act, 2002 and Prevention of Money Laundering Act, 2002.
11. Advising and representing an erstwhile promoter of Phoenix Group, a global trader of commodities, in cases of mismanagement, siphoning of money, and other penal and civil ramifications across the globe. The Firm is also advising on extradition proceedings, MLATs (Mutual Legal Assistance Treaty), and other such related processes as well as defending the execution of foreign decrees and awards.
12. Advising and representing the former Managing Director of a company engaged in money transfer services, in appellate proceedings under the Foreign Exchange Management Act, 1999.
13. Advising and representing an Independent Director on the Board of a shipping company in ongoing investigations launched by the Central Bureau of Investigation, Directorate of Enforcement, Serious Fraud Investigation Office, Securities and Exchange Board of India, and the Ministry of Corporate Affairs regarding allegations of siphoning of funds through related party transactions.
14. Advising and representing a former Whole Time Director of an Indian group of companies in investigations and inquiries launched by the Central Bureau of Investigation, Directorate of Enforcement, Serious Fraud Investigation Office, and Securities and Exchange Board of India, as well as in proceedings before the National Company Law Tribunal, Allahabad.
15. Advised and represented a leading Non-Banking Financial Company in inquiries initiated by the Ministry of Corporate Affairs regarding alleged financial irregularities and related party transactions uncovered during a special audit by the Reserve Bank of India.
16. Advised and represented the Collage Group, its promoters, and directors before various fora with respect to issues pertaining to economic offences, real estate, and various civil and criminal matters including matters under the Insolvency and Bankruptcy Code, 2016, and consequent restructuring as well as drafting operating policies and procedures.
17. Advising and representing a Director of an Indian Company in prosecution initiated by the Department of Revenue Intelligence (DRI) for exports in violation of Special Chemicals, Organism, Materials, Equipment and Technologies (SCOMET) regulations purporting to have facilitated the Weapons of Mass Destruction Programme of Iraq, and technology regulations under the Customs Act, 1962 and connected proceedings initiated by the Enforcement Directorate under the Foreign Exchange Management Act, 1999.

18. Advising and representing an infrastructure and projects company and its promoters in proceedings initiated by the Reserve Bank of India, Ministry of Corporate Affairs, and Serious Fraud Investigation Office regarding allegations pertaining to siphoning of funds and violations of various provisions of the Companies Act, 2013.
19. Advising and representing Diageo Plc in an appeal that was filed before the Securities Appellate Tribunal and Securities and Exchange Board of India against an order, in Special Leave Petitions filed before the Supreme Court, and Prevention of Money Laundering Act, 2002 proceedings before Special Courts, and assisting a foreign law firm in proceedings before the United Kingdom Courts.
20. Advising and representing the Godrej Group before various fora with respect to diverse disputes relating to white-collar crimes, realty development, consumer matters, Employee Provident Fund claims, and employee disputes.
21. Advised a Chinese Company regarding prosecutions initiated under the Customs Act, 1962 in respect of evasion of Anti-Dumping Duty.
22. Advising and representing CyberTech Systems and Software Limited and its senior management in criminal proceedings before the Bombay High Court.
23. Advising and representing General Atlantic and Elevation Capital with respect to a criminal complaint filed by a competing firm against NoBroker and its directors. The investor / nominee director had been nominated by General Atlantic and Elevation Capital to the Board of Directors of NoBroker Technologies Solutions, a company in which they had invested their respective funds.
24. Advised a multi-national conglomerate in the Directorate of Revenue Intelligence (DRI) investigations initiated against it relating to criminal prosecution under the Customs Act, 1962 which were about to be initiated against its subsidiary in India for evasion of anti-dumping duty and misclassification of imports.
25. Advising and representing a pharmaceutical company in proceedings before the Securities Appellate Tribunal and Securities and Exchange Board of India in relation to its alleged collusion with a second entity to ensure the success of a de-listing offer.
26. Advising and representing Beacon Trusteeship Limited on legal issues arising out of the transactions with KKN Holdings Private Limited and the Radius Estate Projects Private Limited (Radius) with regards to the issue of non-convertible debentures (NCDs) by them.
27. Advising and representing Disc Assets India Limited and its promoters in prosecutions initiated by the Securities and Exchange Board of India and Directorate of Enforcement for violation of Collective Investment Schemes Regulations.

28. Advising and representing a key accused in bail proceedings before the Delhi High Court against allegations of forgery and siphoning of funds in conspiracy with a company engaged in unregistered collective investment schemes.
29. Advising a telecom infrastructure company in investigations launched by the Central Bureau of Investigation alleging siphoning of funds.

Clients

We act for public and private companies, acquirers and targets, financial and strategic investors, banks and financial institutions, boards of directors and promoters. The Firm has an even spread of domestic and international clients across a range of industries.

- Aditya Birla Group
- Adani Group
- Apollo Global Management
- Ameriprise Financial, Inc.
- Axis Bank Limited
- BAE Systems plc
- Badminton Association of India
- Balaji Motion Pictures Limited
- Buongiorno SpA
- Burberry Group plc
- Collage Group
- Curtiss-Wright Controls, Inc.
- Danone S.A.
- Diageo plc
- Edelweiss Comtrade Limited
- Firstsource Solutions Limited
- Flipkart India Private Limited
- Fokker Aerostructures B.V.
- Girnar Software Private Limited
- Grover Zampa Vineyards Limited
- Harris Corporation
- HSBC Limited
- IDBI Bank
- IJM Corporation Berhad
- Imperial Auto Industries Limited
- Indian Broadcasting Foundation
- Indostar Capital Finance Limited
- ISS A/S
- ITC Limited
- JCDecaux Group
- JM Baxi Group
- Johnson & Johnson Private Limited
- Kalaari Capital
- Kalpataru Power Transmission Limited
- Kotak Mahindra Bank
- Larsen & Toubro Limited
- Lucid Colloids Limited
- Luxottica Group SpA
- Macquarie Group Limited
- Marks & Spencer Group plc
- Minnow Films Limited
- Morepen Laboratories Limited
- Next Radio Limited
- NIIF Infrastructure Finance Limited
- Peugeot Citroen S.A.
- Porvair plc
- Rolls Royce plc
- Samsung Group
- Shemaroo Entertainment Limited
- Skyline Radio Network Limited
- Standard Chartered Bank Limited
- Star India Private Limited
- State Bank of India
- Sun TV Network Limited
- Tata Communications Limited
- The Federal Bank Limited
- The Times Group
- Twitter, Inc.
- V-Ships Group
- Vestas Wind Systems A/S
- Vodafone Idea Limited
- Wadhawan Group
- Zostel Hospitality Private Limited

Practice Areas and Sector Support

Practice Areas

- Mergers & Acquisitions
- Commercial Litigation
- International & Domestic Arbitration
- Private Equity / Venture Capital
- Laws of Crime
- Governance, Ethics, & Anti-Corruption
- Banking & Finance
- Project Finance
- Capital Markets & Securities Law
- Employment & Human Resources
- Regulatory & Compliance
- Intellectual Property
- Insolvency Resolution, Restructuring, & Stressed Assets
- Competition & Antitrust
- Direct Tax
- Indirect Tax
- Real Estate
- Private Client
- Social Impact & Policy
- General Corporate Advisory

Sector Support

- Banks & NBFCs
- Defence & Aerospace
- Real Estate
- Energy (Conventional & Renewable)
- Ports & Logistics
- Roads
- Technology, Media, & Telecommunications
- Securities & Financial Markets Intermediaries
- Fintech
- Food & Beverages (including Water)
- Trade (Wholesale & Retail)
- Private Clients

Awards & Recognitions



Bharucha & Partners



M P Bharucha



Alka Bharucha



Justin Bharucha



Vandana Pai



Sonam Gupta



Sneha Jaisingh

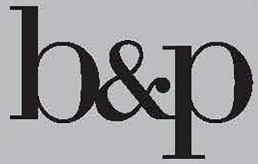




Reviews

- *"Highly qualified team acting on the full range of corporate matters including M&A, foreign direct investment and joint ventures. Provides general corporate advice to major companies, financial institutions and investors on both the sale and purchase sides. Provides support to private equity and venture capital entities as well as target companies on the entire life-cycle of investment and fund issues. Handles fund formation, management buyouts, minority and controlling-stake acquisitions and a range of follow-on transactions. Notable ability in the financial services, telecommunications, logistics and energy sectors."* - Chambers and Partners
- *"They are very thorough, proactive and knowledgeable."* - Chambers and Partners
- *"We receive top-notch partner time. They are realistic in negotiations, which results in the work being handled faster in a more congenial atmosphere."* - Chambers and Partners
- *"They are a competent team, very capable."* - The Legal 500
- *"They are customer centric and respond in detail to points raised or opinion sought. They are not ambiguous in their response."* - The Legal 500
- **MP Bharucha** is lauded by market sources as *"one of the leading lawyers in the country,"* who *"has been on the top of his game for a long time."* Active on a range of commercial disputes, he maintains a particularly high reputation as a litigator in the Mumbai market." - Chambers and Partners
- **Alka Bharucha** *"boasts a stellar reputation in corporate transactions. She is renowned for her expertise in cross-border M&A as well as her proficiency in providing advice on general corporate issues, in particular within the power, telecommunications and banking sectors."* - Chambers and Partners
- **Justin M Bharucha** *"specialises in foreign direct investments in highly regulated sectors. He is regularly active on complex cross-border transactions, utilising his deep knowledge of inbound and outbound M&A."* - Chambers and Partners
- **Vandana Pai** *"commands a strong reputation among market commentators, who praise her excellence in providing assistance with private equity transactions. Her clients are effusive with praise, with one reporting: "She foresees business and legal issues and is very proactive in addressing potential concerns."* - Chambers and Partners





bharucha & partners

Advocates & Solicitors

Mumbai

13th Floor, Free Press House,
Free Press Journal Marg, Nariman Point,
Mumbai 400 021. India

T. +91 22 2289 9300 **F.** +91 22 2282 3900

New Delhi

2nd Floor, Legacy
42, Okhla Industrial Estate III
New Delhi 110019. India

T. +91 11 4593 9300 **F.** +91 11 4593 9399

Bengaluru

COWRKS, Purva Premiere, Residency Road
Bengaluru, Karnataka 560025. India

T. +91 80 4614 5993 **F.** +91 80 4614 5994

E. sr.partner@bharucha.in

W. www.bharucha.in