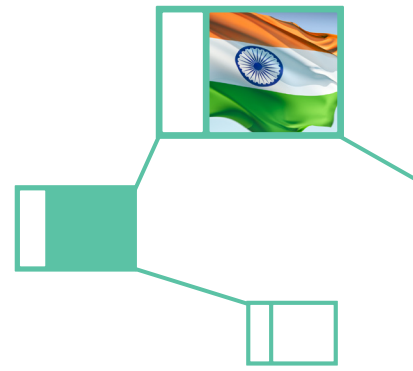


# International mergers and acquisitions involving Indian companies



Taylor Wessing has an international team of corporate mergers and acquisitions experts. We have created a process, specifically for Indian companies, to simplify the steps and documentation involved in international acquisitions, to ensure, as far as possible, that the transaction is smooth, streamlined and cost-effective.

## STEP 1 – Locating a target

We are very well-placed to assist in locating a target for acquisition, whether in India, or otherwise in the UK, Europe, the Middle East and beyond (whether directly or through our network of connections in the marketplace), particularly in our key areas of Technology (including IT / Telecoms, life sciences / pharmaceuticals and media/entertainment),

Automotive, Hotels, Infrastructure & Construction, and Financial Institutions & Services.

We have offices in the UK, Europe, Dubai and China. We are also very well-connected in India to expert Indian lawyers, corporate finance advisers and brokers, whom we commonly use to assist us with locating suitable targets in India.

## STEP 2 – Heads of terms

Our team of expert corporate and tax lawyers commonly assists in planning the structure of a transaction. Involving us at an early stage will enable us to provide you with the advice you need to structure the transaction (including any preliminary due diligence) in the most cost and time effective and tax-efficient manner. We can then reflect that streamlined arrangement in the heads of agreement. We can advise you on what would be typical for a

transaction in a relevant jurisdiction and also what can be done to avoid unnecessary procedures.

We travel to India regularly and will be pleased to meet with you in India, at the outset of a new transaction, to discuss the transaction, the documentation involved and the most efficient process going forward. We are very much aware of the value of face-to-face contact and will be pleased to be present to answer any questions or allay any concerns that you may have.

## STEP 3 – Due diligence

### Acting for the buyer:

We will agree the scope of our due diligence with you in advance, to ensure that it best reflects the transaction, is cost-effective, and saves time and costs on the preparation and negotiation of warranties in the sale documentation later on. We have developed a process that we call "Due Diligence Light", that is designed to save time and costs at this stage.

### Acting for the seller:

We will assist you with the Buyer's request for providing information relevant to the Buyer's due diligence questionnaire. We always aim to agree with the Buyer to use the same information for the warranties in the sale documentation later on, in order to avoid unnecessary duplication and time and costs when agreeing the warranties.

## STEP 4 – The documentation and completion of the transaction

### Acting for the buyer:

We have prepared simplified, short-form documents for use in the transaction, which save significant management time and legal costs, relative to those used by other firms. We will provide regular updates of the time / cost incurred in the negotiation and finalisation of the documents.

We also assist with the commercial and practical issues relevant to absorbing the target into the existing group, including any necessary tax planning and compliance issues.

### Acting for the seller:

We will aim to use our simplified, short-form documents to complete the transaction. If the Buyer sends us its own documentation, we will provide regular updates of the time / cost incurred in negotiation and finalisation of the documents.

We also assist with any post-completion issues that are of relevance to the Seller having sold the target.

## Our team



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## Key acquisitions credentials

### Guggenheim Global Infrastructure Company Ltd

Advising Guggenheim Global Infrastructure Company Ltd on the sale of \$215 million of Indian infrastructure assets to Infrastructure India Plc and the related placing to raise \$52 million. Assets acquired include hydroelectric power plants and logistic operations.

### Times Infotainment Media Ltd

Advising Times Infotainment Media Limited on its acquisition of Virgin Radio Holdings Limited for £53.2 million.

### Omnicom Group Inc

Advising Omnicom Group Inc on the acquisition of Indian company Anthem Communications Private Ltd.

### Aloe Private Equity

Advising Aloe Private Equity on its investment in AlphaPET Ltd to acquire the assets of Polygenta Technologies Ltd and certain intellectual property rights from Petrecycle Ltd.

### Graphite India Ltd

Advising Graphite India Limited on its first acquisition outside India.

### Infrastructure India plc

Advised investment company Infrastructure India plc on their £11 million takeover of AIM listed Indian Energy Ltd.

## About us

Taylor Wessing is a leading International law firm with a single-minded approach: to help our clients succeed.

What makes us different is our forward thinking approach to serving clients. We think creatively about business issues and are constantly looking for new and better ways to add value with truly innovative solutions that help to grow our clients' businesses.

By keeping close to our clients we can proactively identify better ways to help them achieve their ambitions.

Today's world is undergoing fundamental change and that creates the need for intelligent solutions.

Our aim is to be at the forefront of developing those solutions by serving clients in the sectors that we believe are the industries of tomorrow:

- > Technology, Communications and Brands;
- > Life Sciences and Healthcare;
- > Real Estate and Infrastructure;
- > Energy and Environment;
- > Financial Institutions and Services.

With over 750 lawyers in the UK, Germany, France and Belgium, we are able to provide unrivalled support for commercial organisations doing business in Europe across a full range of legal practice areas. We are also strong in the Middle East, India, China and North America. We are driven by where the industries of tomorrow are growing the fastest.

“ Sources say: “*They are to-the-point and very precise; they just confine everything to the relevant topics.*” Omleen Ajimal is head of the firm's India Group. She is fluent in both Hindi and Punjabi and advises clients on both inbound and outbound investment. ”

*Chambers Asia Pacific, 2011*

## Our team



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