



Gide Loyrette Nouel  
International Law Firm



2011

## THE RUSSIAN FEDERATION

Algiers  
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## Russia

### Gide Loyrette Nouel Russia

Building on more than 15 years of experience in the Russian Federation, Gide Loyrette Nouel (GLN) has developed unique expertise as legal and tax counsel to investors and international institutions in all areas of Russian and international business and financial law, especially as it applies to foreign investors. GLN opened its Moscow office in 1993 and its Saint Petersburg office in 2009. It currently has 55 members of staff including more than 35 lawyers and legal consultants whose working languages include Russian, English, French, Spanish and German. All members of the team are equally capable of satisfying the expectations of their international clients while coping with the cultural and legal realities in Russia. GLN Russia can assist clients anywhere in Russia, and in most of the former Soviet states with, where required, the assistance of a network of local legal agents with whom it has established long-standing relationships.

The Firm has also created close working relationships with Russian government authorities, in particular the Ministry for Economic Development, the Ministry of Transport, the Finance Ministry, the Ministry of Justice, the Federal Antimonopoly Service, the Russian Central Bank, and numerous local government authorities (in Moscow, the Moscow Region, Saint Petersburg, Kaliningrad, etc.). It has on several occasions advised the State and Russian regional authorities in devising and implementing new laws and regulations.

### Expertise and Core Practice Areas

#### Mergers & Acquisitions

We advise our clients on each stage of the cross-border and domestic M&A process in relation to Russian and overseas targets (both public and private companies) starting from deal structuring advice (including tax structuring aspects) and due diligence through negotiating term sheets and confidentiality arrangements, FAS and Strategic Industries Committee clearances, voluntarily or mandatory offers and squeeze-outs, drafting and negotiating share purchase agreements and shareholders agreements, acquisition finance issues, to assistance at deal signing and closing.

#### Joint Ventures and Private Equity

Our lawyers advise public and private Russian and overseas investors and venture capitalists on the full range of issues surrounding the formation of joint ventures and start-ups in Russia, whether structured through a Russian legal entity or an offshore SPV, including structuring and regulatory issues, tax aspects, debt restructuring and financing issues, LBOs and shareholders' agreements.

#### General Corporate Law and Restructuring

We regularly assist our clients in setting up new group companies, joint ventures, subsidiaries, branches and representative offices, restructuring of groups and, more generally, in all operations relating to companies' corporate governance.

#### Projects

GLN advises clients on energy and infrastructure projects, public-private partnerships (PPP), concession agreements, privatisations and project financings in all sectors including roads, airports, railways, bridges, tunnels, housing and utilities, power, oil and gas. We act on a regular basis for international and Russian banks, ECAs, multilaterals, project companies, sponsors, as well as federal, regional and municipal authorities.

# Russia



*"Gide Loyrette Nouel's 'superb team responds quickly and provides appropriate advice.'"*

EMEA Legal 500 2010  
Russia/Banking & Finance

*"Gide remains a leader in this area."*

Chambers Europe 2010 - Russia/PPP

*"[...] the practice's local know-how remains undisputed, and its predominantly cross-border instructions spread throughout Europe and beyond."*

Chambers Europe 2010  
Russia/Corporate and M&A

## Gide Loyrette Nouel Vostok

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**Gide Loyrette Nouel**

## Banking

GLN advises arranging banks, lenders, credit enhancers, sponsors and borrowers on international financings across every industry. We cover financing through all sectors - from trade and pre-export, equity, property and acquisition financing to public sector finance. The Firm has extensive experience in cross-border lending, representing both leading foreign banks and investment-grade Russian borrowers in term and revolving loans. We act for clients in trade and pre-export finance transactions, project finance and real estate facilities. We advise on complex security structures covering all types of security interests over a wide variety of assets including receivables, shares, soft commodities, bank accounts, real estate and immovables.

## International Capital Markets

With the ability to offer our clients a truly global service through a single integrated platform, we advise on a full range of international capital markets, derivatives and structured finance transactions in the Russian market including public and private securities transactions and listings; structuring, regulatory and documentation aspects of derivatives and structured products transactions; true sale and synthetic securitisation; and investment and financial services regulation in Russia.

## Real Estate

GLN has experience in all aspects of real estate and construction law. Our lawyers advise clients on transactions with real estate assets, leases, due diligence on real estate assets and rights, privatisation of plots of land and financing. The Firm's expertise extends to handling issues of land use, construction, town-planning and zoning regulations and connections to utilities systems.

## Taxation, Currency Control and Customs Law

We advise clients on a whole range of international and Russian tax issues. The tax team works in close co-operation with the Paris and London offices on complex international tax matters. GLN also regularly assists clients on exchange control and customs law issues.

## Competition Law

The Firm has lengthy experience in competition law. Thus, we regularly work on notifications to the Russian antitrust authorities on various corporate deals and business operations. In addition, we assist in drafting agreements on distribution and consumer law.

## Intellectual Property

Our specialists advise on various issues of intellectual property law, in particular, on trademarks and counterfeiting issues.

## Employment Law

The team advises major international groups on the organisation of work and on all aspects of labour relations.

## Dispute Resolution

GLN regularly represents clients in various commercial disputes either at the pre-litigation stage or in the course of court proceedings.

*"Top European banks value the commitment and expertise offered by the firm."*

Chambers Europe 2010 - Russia/Banking & Finance