

DANILOV  
& PARTNERS



**BIG LAW.  
FLEXIBLE FIRM.**



Danilov & Partners offers one of the most experienced and dedicated teams of international attorneys qualified to advise under Russian, English, US and Singapore law.

### **Big Law. Flexible Firm**

Clients increasingly seek nimble firms that can deliver quality legal advice faster and on a tighter budget than ever before. We created Danilov & Partners in 2014 with this idea in mind.

Our 'Big Law. Flexible Firm' philosophy is reflected in everything we do. For the D&P team, we pick bright and experienced international attorneys from top universities and leading international firms. We provide top-notch, big law experience without the hassle of big firm rigidity and bureaucracy. A smaller firm platform allows us to respond quickly to clients' needs while guaranteeing a high quality service.

### **Cross-border transactions at the heart of our business**

In five years since the firm's inception, we have helped clients successfully complete deals with an aggregate value of over US\$20 billion. We have advised on mergers and acquisitions, joint ventures, private equity, blockchain transactions, construction projects and assisted with regulatory and antitrust issues in Russia, USA, Europe, Middle East, Southeast Asia and Africa.

Because of our international background, we are able to bridge the gap that often exists between Russian clients and their international counterparties in cross-border transactions and equally provide international expertise on purely Russian domestic projects.

In addition to foreign law qualified lawyers in our Moscow office, we work closely with leading international law firms from all over the globe.

### **Corporate and M&A**

We advise on a variety of corporate transactions including mergers and acquisitions, shareholder arrangements and corporate restructuring. Our expertise covers a wide spectrum of issues — from deal structuring, due diligence, drafting and negotiating transaction documents, legal support in raising finance to obtaining antimonopoly and governmental permissions and assisting with deal closing.

### **Antitrust and Regulation**

We advise our clients on potential competition-law impact of corporate transactions and obtaining antimonopoly and governmental approvals for investments in strategic sectors. Our lawyers help clients mitigate the risks and consequences of infringing antitrust regulations. We also advise on general regulatory issues including financial market regulation.

## **PRACTICE AREAS**

Antitrust and Regulation  
Bankruptcy  
Capital Markets  
Corporate  
Corporate Finance

Digital Economy  
Dispute Resolution  
Equity Crowdfunding  
Infrastructure Projects  
Mergers and Acquisitions  
Private Clients

## Infrastructure Projects

We have substantial experience in drafting, negotiating and executing engineering, procurement and construction (EPC) contracts in energy and infrastructure sectors. We are able to do so in an efficient and expedient manner while at the same time making sure the clients' interests are fully protected.

Our experience includes successful negotiations with such contractors and licensors as Toyo Engineering (Japan), TechnipFMC (France), Wison (China), Univation Technologies (USA), Cryogenic Gas Technologies (USA) and KBR Technology (USA). We have also advised Russian companies on infrastructure projects outside Russia. We are able to provide a full range of legal services for infrastructure projects and represent both project sponsors and contractors.

## Corporate Finance

Our lawyers advise on a wide range of finance transactions, from straightforward bilateral loans to highly structured transactions, project finance, capital markets transactions, repos and derivatives. We bring together top-notch international deal expertise, commercial awareness and detailed knowledge of a rapidly changing regulatory landscape.

## Private Clients

Our team advises high net worth individuals on all aspects of their business, personal and family wealth, and has the experience to deliver the level of service that private clients demand. Our lawyers are well equipped to counsel on the issues connected with equity investments and financial products, as well as in managing local professional advisers across a variety of jurisdictions.

## Dispute Resolution

We represent the interests of our clients in Russian state commercial courts, courts of general jurisdiction of all levels in all regions of Russia as well as in international arbitration. Our team has diverse experience — from commercial disputes and disputes with state authorities to corporate conflicts and complex bankruptcy litigation.

## Digital Economy

Reflecting our firm's philosophy and our entrepreneurial nature, we quickly react to the changes on the market and new needs of our clients. We were amongst few firms in the world to start advising on Initial Coin Offerings (ICO) and blockchain projects. In 2018, we were recognized as one of the top three Russian ICO legal advisors (second place by number of deals) by Legal Insight Magazine. We also provide legal advice to startups and financial institutions utilizing innovative technology in their business.



## SECTORS

Energy and Natural Resources  
Financial Services  
Industrial  
Infrastructure  
Private Equity

Pulp and Paper  
Real Estate  
Retail  
Telecommunications  
Transport and Logistics

# PROJECTS

## **Cross-border / Energy / M&A**

- ◆ Advising a world's leading provider of technology for oil and gas industry on its acquisition of a stake in a Russian manufacturer of spare parts and drilling rigs.
- ◆ Advising one of the largest international oil and gas service companies on the sale of its operational assets to a Russian state-owned energy company.

## **Cross-border/ Energy and infrastructure / Corporate and M&A**

- ◆ Representing LUKOIL in an M&A transaction involving its retail fuel division, including providing escrow services in addition to the legal advice.
- ◆ Advising two different clients (1) on a consortium formation and tender in connection with the construction and operation of a pipeline in South Asia; and (2) on the tender process for an oil refinery construction in Africa.
- ◆ Advising a large Russian private oil company in amending and restating the agreements with a top international investment bank represented by a leading international firm.

## **Cross-border / Oil services / Antitrust and merger control**

- ◆ Advising oilfield services company, Baker Hughes, on the Russian merger and antitrust aspects of its massive US\$32 billion merger with GE to create an industry giant spanning oilfield services, equipment manufacturing, and technology.

## **Infrastructure Projects / Energy**

- ◆ Advising a large Russian private oil company on a US\$2.3 billion gas project at Yarakinskoe oil and gas condensate field, including its cooperation with Toyo Engineering Corporation (Japan) on the construction of an ethylene plant.
- ◆ Advising a major Russian independent oil company on an EPSS (design, manufacturing, equipment supply and site services) agreement with a hi-end producer of helium equipment for the construction of a liquefied helium production facility.

## **Banking and finance**

- ◆ Advising a borrower on the extension of a term loan facility secured by mortgage of real estate and respective due diligence of real estate assets.
- ◆ Representing a party providing finance to a Russian manufacturing group in the preparation of transaction documents, equity financing, share transfer and security documents under English and Cypriot law (with the involvement of a Cypriot counsel).

## **Russia / Logistics / Private equity**

- ◆ Assisting Era Capital (formerly Marsfield Capital), a Russian US\$1 billion private equity fund on the establishment of a joint venture to build and manage Port Vera, a 20 million ton marine coal terminal in the Russian Far East.

## **Russia / Dispute / Bankruptcy**

- ◆ Representing the creditors in the bankruptcy of a Russian beer factory. We were successful in assisting our clients to recover half the debt due to them. This was an excellent outcome as the usual recovery rate is substantially lower.

## **Russia / Dispute / Debt recovery**

- ◆ Successfully challenging a debtor's (defendant's) transaction that sought to asset strip real property worth over US\$2 million. The debtor is a famous Russian interior designer who tried to avoid debt repayment to our client. The case is notable for being a quite rare example of challenging a debtor's transaction in Russia without initiating a bankruptcy procedure.

## **Cross-border / Digital Economy / Token sale**

- ◆ Over the past 12 months, we have advised on the token sales of CRYPTO20, Qurrex, Rega and Crypterium along with some ongoing projects like Sambanx and Incremint.

## KEY CONTACTS



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Corporate Finance, Corporate and M&A,  
Projects in Asia

The  
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2019

**CHAMBERS**  
AND PARTNERS

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