

DEAL STREET – RAGHAV KAPOOR

2011-2018 (7 years PQE)

CORPORATE COMMERCIAL | MERGERS AND ACQUISITION

(TOP 5 MATTERS) *

- 1. Hero MotoCorp** 2012

Client: Two-wheeler Original Parts Manufacturer

Transaction: Matter involving drafting distributorship agreements, vendor agreements and non-compete agreements for the largest two-wheeler manufacturer in the world for expanding business in Nigeria.

<https://www.thehindubusinessline.com/companies/hero-motocorp-to-enter-nigeria-this-month/article8337268.ece>
- 2. Dole Fruits & Vegetables India Private Limited** 2012

Client: Dole Food Company, Inc

Transaction: Matter involving setting-up Dole Food's business in India. Dole Food is an American agricultural multinational corporation and is the largest producer of fruit and vegetables in the world, operating with over 300 products in 90 countries.
- 3. Cinema Exhibition Company** 2011

Client: Cinema Exhibition Company (Mexican Holding Company)

Transaction: Matter involving due diligence on the Indian subsidiary of Mexico's biggest cinema exhibition company with 738 cinema theatres across 17 countries.
- 4. Taraori Rice Mills Private Limited** 2013

(holding company for Olam's India Rice milling unit)

Client: Olam International Limited

Transaction: Matter involving due diligence to facilitate Olam Group to sell of Olam's Indian rice mill unit for \$14.5M to Spanish firm Ebro Foods.

<https://www.olamgroup.com/news/all-news/press-release/olam-international-sells-its-basmati-rice-milling-facility-in-india-to-ebro-foods.html>
- 5. Automotive Components Ltd. – Gasket Division (Faridabad)** 2011

Client: Manufacturers of Automotive Components.

Transaction: Matter involving due diligence on the Gasket Division of India's leading manufacturer of Gaskets & Heat Shields, Forgings, Suspension Systems & Modules, Anti Vibration components and Hoses.

* all the matters listed above are clients of the firm and work was performed as a part of a team. The details provided are only indicative of the list of clients and work undertaken and in no way represent the firm. All information presented here is available in public domain.

COMMERCIAL DISPUTES RESOLUTION | ARBITRATION

COMMERCIAL DISPUTES | HIGH COURT (TOP 10 MATTERS)

- 1. Micromax Informatics Ltd.& Anr. v. Shenzhen Oneplus Technology** 2014 Delhi High Court

Client: Cyanogen/ Nishith Desai Associates (Delhi & US)

Dispute: Contractual dispute, Cyanogen Mod already had arrangements with Shenzhen OnePlus Technology in over 16 jurisdictions, except in India, where Cyanogen entered arrangement with Micromax Informatics Ltd. for development of software. This was challenged by Shenzhen as breach of contract encompassing misuse of intellectual property.

<https://indiankanoon.org/doc/110089952/>
<https://economictimes.indiatimes.com/tech/hardware/delhi-high-court-lifts-ban-on-sale-of-oneplus-handsets/articleshow/45632247.cms>
- 2. Wipro v. State of Punjab & Anr.** 2017 P&H High Court

Client: Wipro Limited / J. Sagar Associates (Delhi Office)

Dispute: Contractual dispute; Wipro had won the bid for a 5 years e-techno-contract, floated by the State of Punjab, to develop and launch software across the state. Government of Punjab, through its state arm, Excise and Taxation Technical Services Agency (ETTSA) terminated the Masters Services Agreement on breach of condition-precedent. Wipro launched a civil writ against ETTSA challenging termination on grounds of unfair termination.

<https://indiankanoon.org/doc/68681480/>
<https://www.firstpost.com/business/biztech/punjab-selects-wipro-for-tax-management-solutions-1883481.html>
- 3. Invoyn Sverige Ab v. The Designated Authority &Anr.** 2016 Delhi High Court

Client: D.A. (Union of India)

Dispute: Invoyn Sverige challenged the Mid-Term Review by Designated Authority based on Anti –Dumping Regulations enforced in India.

<https://indiankanoon.org/doc/79759830/>
- 4. Mahindra & Mahindra & Ors. v. Competition Commission of India (writ petition)** 2014 Delhi High Court

Client: Mercedes Benz India Pvt. Ltd. /briefed by AZB & Partners, Noida
Dispute: The CCI in its order had imposed a penalty of Rs2,554 crore on 14 Original Equipment Manufacturers (OEMs) for failing to sell spare parts in the open market. Petitioners challenged the constitutional validity of some of the sections of the Competition Commission of India Act, 2002 (CCI).

<https://www.livemint.com/Companies/bWtOy8trSbY2ksgUspovM/Mahindra-Tata-Motors-challenge-provisions-of-Competition-Ac.html>

5. HCL v. State of Punjab 2016 P&H High Court

Client: HCL India (Legal Team)
Dispute: HCL challenged State of Punjab's order blacklisting HCL from its list of service providers without giving proper hearing.

6. Vasan Healthcare Pvt. Ltd. v. GE Capital Services India (FAO (OS) (COMM) 12/2016) 2016 Delhi High Court

Client: Vasan Healthcare
Dispute: Vasan had taken a loan facility from GE Capital, amounting to INR 100 Crores, for financing medical equipment's. The agreement had cross-default clause and cross-security inter-se all transactions (i.e. default under one agreement would be deemed to be a default under all agreements). 70 % payment outstanding had been returned and balance 30 % alongwith interest had been claimed by GE Capital and GE had brought out a claim under section 9, Arbitration and Conciliation Act, 1996.

<http://www.mylegaladvisor.in/vasan-health-care-pvt-ltd-vs-ge-capital-services-india-on-24-may-2016/>

<https://zegal.in/judgement/vasan-health-care-pvt-ltd-vs-ge-capital-services-india-delhi-3935/>

7. Kuldip Singh v. Banarsee Das & Ors. (execution petition) 2015 Delhi High Court

Client: Legal Heir to Kuldip Singh (Smt. Dipti Bansal)
Dispute: Parties entered into an Agreement to Sell, in 1980 and a fraction of the payment amount was paid and the balance amount was to be paid at the time of entering the sale deed. Thereafter, before proceeding to

enter the sale deed as planned other legal heirs to the property started claiming their right over such property. This was an appeal against the execution petition presented by the Decree Holder.

<https://indiankanoon.org/doc/194218942/?type=print>

8. M/s Sunshine India Pvt. Ltd. v. Bhai Manjit Singh (HUF) & Ors. [C.S. (OS) No.2501/2011] 2016 Delhi High Court

Client: Bhai Manjit Singh (HUF)

Dispute: The case concerned an interim application filed by the Plaintiff for obtaining permit to raise construction on the suit property (in possession) pending decision in the suit for specific performance seeking performance of Agreement to Sell.

<https://indiankanoon.org/doc/148560379/>

9. Sankalp Consumer Products Pvt Ltd v. PepsiCo India Holdings Pvt Ltd & Ors. 2016 P&H High Court

Client: PepsiCo India / J. Sagar Associates, Delhi Office

Dispute: Petition filed against PepsiCo by Sankalp for an alleged claim which was ultimately settled.

10. Tigers Worldwide Pvt. Ltd. v. Mals Cargo Pvt. Ltd. 2015 Delhi High Court

Client: Mals Cargo

Dispute: In this winding-up petition, Cargo Expert Promotion Council had nominated Mals Cargo (Respondent) as its freight forwarding agent and handed over the goods to Tigers Worldwide (petitioner) for delivery, however goods never reached the desired destination. Tigers Worldwide filed for criminal complaints against Mals Cargo for cheating and fraud.

ALTERNATE DISPUTES RESOLUTION | ARBITRATION | PRE-ARBITRATION

(TOP 5 MATTERS)**

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| 1. | Ravinder Kumar v. M/s DSC Ltd. &Ors | 2018 |
| Client: | DSC Ltd. (In-house team) | Justice R.
Bhalla (retd.) |
| Dispute: | Matter relating to construction company regarding payment of disputed work orders raised upon the DSC Ltd. and its group companies. | |
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| 2. | Shiv Shankar Construction Co. v. DSC Ltd. | 2018 |
| Client: | DSC Ltd. (In-house team) | Justice
V.K. Jhanji
(retd.) |
| Dispute: | Construction dispute regarding outstanding payments under construction contracts against invoices raised upon DSC Ltd. without completion certificates and disputed work orders. | |
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| 3. | Smt. Shakuntla Educational & Welfare Society &Ors. v. SE Investments Limited | 2015 |
| Client: | Smt. Shakuntla Educational & Welfare Society, M/s Galgotias Hotels & Resorts Private Limited, M/s Galgotia Publications Private Limited. | Justice
R. C. Chopra
(retd.) |
| Dispute: | Society failed to repay the loans in terms of the loan agreements entered into between the parties. The Guarantors failed to discharge the liability, loans carried an interest at the rate of 26% p.a. flat, to be paid in 23 equal monthly instalments (EMIs) and a late fee of INR 2 per thousand per day was also payable. | |
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| 4. | Tycoon Events & Promotions Pvt. Ltd. v. Paras Build Tech India Pvt. Ltd. & Ors. | 2016 |
| Client: | Landowners (Mr. Jaspal Singh & Mr. Kamaljeet Singh) | Justice A.
Kumar (retd.) |
| Dispute: | Under Tripartite Agreement and Collaboration Agreement, among Paras Build Tech ('Developers'), Tycoon Events and Promotions ('Licensee-cum-Operator') of the 'Paras Downtown Square Mall' Chandigarh ('Mall'/ Premises) and the Land Owners (Respondents 2 & 3), the land owners were to receive income/ profits to the extent of their shares and also receive License Fee. Dispute among the Licensed Operator and | |

Developer over payment of fee and maintenance charges payable under separate agreements and collaboration agreements.

- 5. Frick India Pvt. Ltd. v. MP MSME Facilitation Council & Ors.** 2015
Client: Frick India (In-house team) & Vaish Associates, Delhi MP MSME Facilitation Council (FC)
Dispute: The case involved whether Micro, Small, Medium Enterprises Development Act, 2006 (MSME Act) was applicable to outstanding claims under the work contract for Maintenance of air conditioning / refrigeration plant. Frick India was formed in 2002 before the MSME Act 2006 had come into force (before 2006).

The Madhya Pradesh (MP) MSME Facilitation Council had issued orders depriving Frick India payments due under agreements for services despite issuance of Completion Certificate. Respondents had filed Entrepreneur Form (EM) before District Trade & Industries Centre, Jabalpur, without work acknowledgement.

**Matters mentioned above are available in public domain as all these matters were before court. Care has been taken for client privacy.

CORPORATE DISPUTES RESOLUTION | INSOLVENCY & BANKRUPTCY CODE

NATIONAL COMPANY LAW TRIBUNAL

(TOP 10 MATTERS)***

- 1. Core Logistic Pvt. Ltd. v. Netizen** 2018 Mumbai Bench
Client: Core Logistic (direct client dealing) (contentious)
Dispute: Section 9, Insolvency and Bankruptcy Code, 2016 (Operational Creditor)
- 2. Pankaj Oswal v. Oswal Agro Mills & Ors.** 2018 Chandigarh Bench
Client: Pankaj Oswal / J. Sagar Associates, Delhi (contentious)
Dispute: Oppression and Mis-management

3.	Sunrise14 A/S Denmark v. Muskaan Power Infrastructure Ltd.	2016	Chandigarh Bench
Client	Maersk/ J. Sagar Associate, Mumbai		(contentious)
Dispute	Section 7, Insolvency and Bankruptcy Code, 2016 (Financial Creditor)		
4.	Adecco India Pvt. Ltd. v. Yusen Logistic (India) Pvt. Ltd.	2018	Chandigarh Bench
Client	Adecco India, Bangalore		(contentious)
Dispute	Section 9, Insolvency and Bankruptcy Code, 2016 (Operational Creditor)		
5.	Royal Bank of Scotland (RBS) Services India Pvt. Ltd. (transferor) & MWM Services India Pvt. Ltd. (transferee)	2018	Chandigarh Bench
Client	Shardul Amarchand Mangaldas (SAM), Delhi		(Non-contentious)
Dispute	S. 230 of Companies Act, 2013 (Scheme of Demerger);		
6.	E.I. Dupont India Pvt. Ltd. and Performance Specialty Products (India) Pvt. Ltd.	2018	Chandigarh Bench
Client:	Shardul Amarchand Mangaldas, Delhi		(Non-contentious)
Matter:	S. 230 of Companies Act, 2013 (Amalgamation)		
7.	Covidien Healthcare Pvt. Ltd. and India Medtronic (Transferee)	2017	Chandigarh Bench
Client:	J. Sagar Associates, Delhi		(Non-contentious)
Matter:	S. 230 of Companies Act, 2013 (Amalgamation)		
8.	InterContinental Hotels Group (Transferee) and IHG IT Services	2017	Chandigarh Bench
Client:	J. Sagar Associates, Delhi		(Non-contentious)
Matter:	S. 230 of Companies Act, 2013 (Amalgamation)		
9.	Reduction of Equity Share Capital of Bharti Telecom Ltd.	2018	Chandigarh Bench
Client:	AZB & Partners, Noida		(Non-contentious)
Matter:	Application under S.66 of the CA 2013		

10. **Amulin Hydropower Pvt. Ltd. (transferor) & Emini Hydropower Pvt. Ltd. (Transferor), Mihundon Hydropower Pvt. Ltd. (Transferor) & Lara Sumda Hydropower Pvt. Ltd. (Transferor), Sumte Kothang Hydropower Pvt. Ltd. (Transferor) & Purthi Hydropower Pvt. Ltd. (Transferor)**
With
Reliance CleanGen Ltd. (transferee)
- Client:** Reliance CleanGen Ltd. / KPMG Mumbai 2018 Chandigarh Bench
Matter: S. 230 of Companies Act, 2013 (Amalgamation) (Non-contentious)

***Apart from the above, I have represented clients for stakeholder disputes and revival of defunct companies matters before the National Company Law Tribunal.

COMMERCIAL DISPUTES | SUITS | COMPLAINTS

DISTRICT COURT & CONSUMER FORUMS

(TOP 5 MATTERS)

1. **Radian Technologies Pvt. Ltd. v. Wipro GE 2017 District Court, Chandigarh**
Healthcare Pvt. Ltd.
- Client:** Wipro GE Healthcare (legal team)
Dispute: Contractual dispute seeking compensation for wrongful termination and losses incurred.
2. **ACME Medical Service Pvt. Ltd. v. Wipro GE 2017 District Court, Chandigarh**
Healthcare Pvt. Ltd.
- Client:** Wipro GE Healthcare (legal team)
Dispute: Contractual dispute seeking compensation for wrongful termination and losses incurred for directly supplying medical equipment to the medical authorities.
3. **Suzuki Motorcycle India Pvt. Ltd. & Anr. v. Nagana 2016 District Court, Gurugram**
Roadlines.

Client: IFFCO-Tokio General Insurance (Legal team)/ Plaintiff No. 2)

Dispute: An agent was entrusted with carrying out transportation of goods from Mumbai to Gurgaon, and these goods were delivered in damaged condition. Decree for recovery of the amount towards the value of goods along with penalty and interest were prayed for by way of the said suit.

4. Richi Rich Agro v. State Bank of India and Ors. 2018 District Court Gurugram

Client: Qatar National Bank (in-house team)/Defendant No. 5

Dispute: Richi Rich Agro had contracted to sell an ascertained quantity of rice and the buyer had issued a letter of credit for the said purpose. The letter of credit was to be active only after receipt of Performance Bond for 10% of the Letter of Credit, subsequently the buyer sought amendment in the performance guarantee submitted by the complainant. The defendant later asked the Qatar National Bank to furnish the Central Tender Committee Notification, stating the non-compliance of the supplied quantity or specifications as per guarantee terms and conditions. Failing to furnish the same, the defendant denied payment to the complainant and the same was pressed in this case.

5. Core Logistic Pvt. Ltd. v. M/s Oshnic Crop ScienceLtd. & Ors 2017 District Court, Chandigarh

Client: Core Logistic Pvt. Ltd.

Dispute: Bulk Cheque bouncing cases filed against defaulters in Madhya Pradesh

INTELLECTUAL PROPERTY I CORPPORATE ADVISORY

(TOP 5 MATTERS)

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| 1. | States of India – ‘Basmati’ Geographical Indication (GI) | 2018 |
| Client: | State of Punjab (India) | IPAB |
| Case: | <p>Indian States including State of Madhya Pradesh claimed status of Basmati growing area (some districts of MP) and claimed GI tag. Intellectual Property Appellant Board (IPAB) directed GI Assistant Registrar, IP to grant GI Tag based on scientific studies conducted by the Agricultural and Processed Food Products Export Development Authority (APEDA).</p> <p>7 Indian states the GI tag including the States of Punjab, Haryana, Uttarakhand and Himachal Pradesh granted the GI tag of basmati. The matter is still highly disputed.</p> <p>https://www.brecorder.com/2019/01/11/464986/gi-law-and-basmati/
https://www.thehindu.com/news/national/delhi-hc-lifts-centres-curbs-on-gi-tag-for-basmati-rice/article26974290.ece</p> | |
| 2. | Domestic company trademark violations | N.A. |
| Client: | Leading cosmetics and SPA services provider in State of Punjab | 2018 |
| Case: | Leading cosmetics and SPA service provider had entered into Franchise Agreements across state of Punjab. Misuse of Trademarks. | |
| 3. | Advisory for setting-up hotel in Himachal Pradesh | N.A. |
| Client: | Howard Johnson Hotels | 2017 |
| Case: | Advised on state & local laws for setting up a hotel in the Indian State of Himachal Pradesh. | |
| 4. | Legal Advisory for pan – India Operations of a tech-start-up | N.A. |
| Client | Aamazing IT Design | 2018 |
| Case: | Provided end to end legal services as an of-counsel to the tech-start for all its operations, hiring and employment documents, policy and standards, representing management for employment issues and advising on risk mitigation strategies for day to day operations. | |
| 5. | Legal Advisory for pan – India Operations of leading Logistic Co. | N.A. |
| Client: | Core Logistic Pvt. Ltd. | 2018 |
| Case: | Provided legal services and advisory for Pan India operations for the leading logistic company, based out of Chandigarh. | |