



**V****A** VAISH  
ASSOCIATES  
ADVOCATES  
ESTD. 1971

---

CORPORATE, TAX & BUSINESS ADVISORY LAW FIRM

---

# VAISH ASSOCIATES ADVOCATES

---

We are a full service law firm providing legal services to domestic and international clients for over four decades

## OUR FOUNDER

Late O. P. Vaish  
Designated Senior Advocate

## OUR OFFICES

**Head Office:** New Delhi  
**Branches:** Mumbai & Bengaluru

## OUR PEOPLE

11 Partners  
100+ Associates



## PIONEERING SINCE 1971

---

Set up in 1971, the growth of Vaish Associates Advocates ("the Firm") is a glowing tribute to its founder, Late Mr. O. P. Vaish. His visionary leadership, mentoring and hard work has helped the Firm to emerge as one of the better known law firms in the country. Since its inception, it continues to serve a diverse clientele, including domestic and overseas corporations, multinational companies and individuals.

Presently, the Firm has operations in Delhi, Mumbai, Bengaluru and associates in almost all the major cities in India. With increasing complexity in the modern professional and businesses environment, the Firm is committed to providing high quality, flexible, client focused legal and business advisory services. Every passing year is memorable to us for its challenges, and the multitude of creative solutions that we provide to our clients.

With in-depth knowledge and years of experience in almost all areas of laws and regulations, the professionals at the Firm help create value for any organization.



# TAXATION

With in-depth knowledge and years of experience in almost all areas of law and regulations, the professionals at the Firm help create value for any organisation in the following areas:

## DIRECT TAX

The Direct Tax team comprising lawyers and chartered accountants, many of whom have multiple qualifications, offers a comprehensive array of tax advisory and litigation services for businesses and organisations in various sectors.

The Firm has a dedicated team of experts who are engaged in providing, inter alia, the following services:

- Litigation before all forums (Supreme Court, High Court, Tax Tribunals, and Tax Authorities)
- Advice and consultancy relating to both domestic and international tax issues
- Strategic tax planning
- Transfer Pricing - study, compliance and representation
- Compliance and Regulatory



## DIRECT TAX

In the niche and sought after arena of Transfer Pricing, the Firm has built capabilities to handle the entire gamut of services in relation thereto, right from the stage of compilation of data and preparation of transfer pricing reports to representation before the transfer pricing appellate authorities and courts. We understand the business, accounting and legal intricacies affecting taxation.

The Direct Tax team is widely acclaimed for its ability to find novel solutions to meet clients' needs while addressing the complexities of constantly changing domestic and international tax regimes. We have successfully handled several high profile tax litigation matters both relating to domestic and international taxation and have obtained path-breaking rulings. The Direct Tax team is well known and has, over the years, gained respect of the tax administrators, businesses and judiciary alike, for its competent handling of litigation and providing quality advice across the entire spectrum of direct tax laws.

We have always endeavored to deliver efficient and cost effective services appreciating the specific needs of clients, so as to provide maximum value. As a result, the team continues to serve as trusted tax counsels and advisors to many of India's large industrial houses, and multinational companies for nearly four decades.

The Firm is widely regarded as one of the best in Direct Tax practice in the country and is consistently ranked amongst the top tax law firm in various international rankings / surveys.



## INDIRECT TAX

The Firm's Indirect Tax team is well-equipped and dedicated to render advice and litigate across the entire spectrum of indirect tax laws. The team aims at suggesting practical and innovative solutions to its clients and has expertise in the following areas:

Goods and Services Tax ('GST'), Customs, Service Tax, Central Sales Tax/Value Added Tax ('VAT'), Central Excise, etc. The Firm has a dedicated team of experts who are engaged in providing, inter alia, the following services:

- Litigation before all forums (Supreme Court, High Court, Tax Tribunals, and Tax Authorities)
- Advisory and Consultancy in areas like Banking, Finance, Leasing, Infrastructure, Real Estate, Hospitality, Software, Media and Entertainment, Advertising, Retail Trade, Management Consultancy, Education, Automobile, Auto-ancillaries, Airlines, Shipping Industries, etc.
- Managed Services in the area of Compliance and Regulatory matters on all India basis which includes within its ambit filing of returns, facilitation of audit, refunds under Foreign Trade Policy Schemes, etc.



# CORPORATE PRACTICE

The Corporate team offers services across all stages of development experienced by a corporate entity, right from its inception to dissolution. At the Firm, we follow a unique work ethic. For every transaction, be it Corporate, Real Estate, Regulatory, Labour and Employment, Finance Compliance or others, an efficient team of lawyers and professionals works closely to structure and execute the transaction, thereby providing the client a holistic solution.

## **MERGERS AND ACQUISITIONS (M&A) AND BUSINESS RE-ORGANISATION**

Restructuring transactions require a multi-dimensional strategy involving courts, creditors and shareholders. The Firm has a robust mergers and acquisitions practice with a team comprising of extensive experience in handling prestigious and complex transactions. The team advises on all facets of mergers and acquisitions and related corporate issues, such as conducting legal due diligence, drafting / review of term sheets and conducting negotiations on behalf of investors. Further, the Firm has engaged in advising corporations on regulatory compliance and the interpretation of corporate, taxation and foreign exchange laws. The Firm's lawyers have worked across sectors and are involved in negotiated transactions, including buyouts, mergers, demergers, stock and asset purchase, restructuring and private equity investments.

The Firm has been involved in advising on some of the largest deals in the Indian corporate history. We deliver comprehensive advice to our clients by providing risk averse and tax compliant business solutions in a time bound manner.



# CORPORATE PRACTICE

## The team specialises in the following areas:

- Corporate Re-structuring
- Merger, Demerger and Buyouts
- Debt Re-structuring
- Financial distress remedies
- Cross-border Transactions (to achieve consolidation of holdings, merging hived-off companies as part of corporate restructuring, establishing strategic alliances, expansion of business, besides stock and asset purchases, tender offers and leveraged buyouts)
- Planning strategies for both acquirers and the potential acquisition targets (domestic and cross-border transactions)





## CORPORATE PRACTICE

### FOREIGN INVESTMENT

The team is well-acquainted with the international corporate environment and understands the requirements of both foreign clients and domestic clients engaged in cross-border transactions. The Firm has a dedicated team of specialized professionals offering a range of legal and advisory services, covering all aspects related to foreign investments including the following:

- Inbound and Outbound Investments
- Joint Ventures
- Financial and Technical Collaborations
- Drafting of Distribution and Franchise Agreements
- Cross-border Transactions, etc.
- External Commercial Borrowings (ECB) and Foreign Currency Convertible Bonds (FCCB)

The team also has valuable experience in advising clients in areas like:

- Foreign Exchange Laws
- Regulatory Framework
- Setting up Offshore Business
- Industry Specific Licences
- Employment and Labour Laws governing expatriates
- Joint Ventures/ Strategic Alliances



## CORPORATE PRACTICE

The team has successfully negotiated and drafted joint venture agreements in the nature of share purchase / subscription agreements, shareholders' agreements, etc. and other related incidental agreements. Our expertise lies right from the stage of conducting due diligence till closing of the transaction, including completing of post-closing activities.

### CAPITAL MARKETS

The team enjoys an unmatched client trust in providing services relating to securities laws. It is well-equipped to handle transactions related to Securities Contract Regulation Act, 1956 (SCRA), Securities & Exchange Board of India Act, 1992 (SEBI) along with rules, regulations and guidelines formulated by SEBI and is also well-versed with the international trends in the capital markets.

The practice encompasses all aspects of domestic & international equity and debt offerings, including consultation, advisory and continuous disclosure service in relation to capital markets.



# CORPORATE PRACTICE

The team specialises in the following areas:

- Initial offering and listing of equity shares, debentures, bonds, FCCBs, ADRs and GDRs
- Public offers of equity shares, debentures, bonds, etc.
- Bonus and Rights Issues of equity shares, debentures, etc.
- Private placement, including Qualified Institutional Placement of equity shares, debentures, and other convertible instruments
- Handling open offers with respect to takeover / acquisition of companies

## REGULATORY COMPLIANCES

The team also advises companies on several issues relating to corporate, securities and allied laws and helps clients comply with regulations and procedural requirements under applicable laws.

## CORPORATE SECRETARIAL

The Corporate Secretarial team specializes in providing support, assistance and guidance to companies and its officers to meet their statutory compliance obligations. This ensures that good corporate governance practices are both implemented and maintained.

Our team of experts possess technical and practical knowledge to support companies across a broad spectrum of industry sectors, including domestic and international companies alike. The team's in-depth local knowledge of company secretarial practice allows it to deliver efficient and quality service to new and existing clients.



## CORPORATE PRACTICE

The team's extensive experience helps it ascertain the specific needs of its clients and ensures that corporate secretarial services are delivered in a timely and effective manner.

The team is committed to the highest level of professionalism and ethics, helping organizations meet the essential corporate compliance obligations. The team focuses on the adoption of a proactive approach to ensure its clients are kept up to date with their compliance obligations. The team conducts legal and secretarial due diligence in different areas depending upon the nature of the transaction, namely:

- Venture Capital Investments
- Mergers and Acquisitions
- Cross-border Acquisitions
- IPO / Rights issues
- Overseas borrowings, including FCCBs, GDRs, ECBs, etc.

Additionally, the team regularly undertakes legal compliance health check-ups of companies in varied sectors with the objective of:

- Ascertaining the extent of legal compliance under the applicable Indian laws
- Highlighting the gaps in terms of non-compliance under the applicable Indian laws
- Deciphering the remedial measures for overcoming the deficiencies
- A single consolidated report is subsequently provided dealing with all the legal compliances / aspects that require immediate attention of the management and has an important bearing on the running of the business and liability of the management



# CORPORATE PRACTICE

## OUR SERVICES

### **Incorporation Services**

Setting up of private companies limited by shares, Special Purpose Vehicles, companies limited by guarantee, Limited Liability Partnership (LLP), Not for Profit companies and public companies. Assisting foreign companies with the establishment of liaison offices, branch offices and project offices in India.

### **Annual Compliance Services**

Our annual compliance package for clients provides the certainty required to ensure their annual compliance obligations are dealt with in a timely and efficient manner. Our services include:

- Maintenance of statutory registers and minute books
- Preparation of Annual Returns and filing with the Companies Registration Office
- Obtaining Director Identification Number (DIN); Digital Signature Certificate (DSC) and Know Your Client (KYC) compliances for Directors
- Holding of Board / Shareholders meetings and documentation of the Minutes



# CORPORATE PRACTICE

## **Other Company Secretarial Services/ Transaction Assistance Services**

- Changes in companies' share capital to include - share transfers, share allotments, buy-back and re-organization of share capital including capital reduction
- Fund infusion through rights and preferential issues, compulsory convertible securities
- Change in the objects of the company
- Change in registered office of the company — inter and intra-state changes
- Appointment of key managerial personnel and their remuneration
- Corporate Social Responsibility services
- Liaisoning with authorized dealer bank for obtaining foreign inward remittance certificate and Know Your Client compliances of non-resident investor
- Filings under FEMA with Reserve Bank for issue/transfer of securities under Single Master Form (SMF) on FIRMS portal
- Review of related-party transactions and compliances in respect thereof
- Corporate law due diligence services and company search
- Carry out health checks for companies on their statutory records and compliance history
- Company conversions, name changes and review of constitutional documents
- Provision of registered office facility for our clients
- Compliances under the Limited Liability Partnership Act, 2008



# CORPORATE PRACTICE

## **Advisory Services**

Addressing queries on permitted activities, management structure, audit requirements, applicability of various compliance requirements and any other queries and providing opinions on various matters under the provisions of Companies Act, 2013 and the Limited Liability Partnership Act, 2008.

## **Licenses and registrations**

Procuring registrations such as Permanent Account Number, Tax Deduction at Source, Goods and Services Tax, Provident Fund, Profession Tax, Importer Exporter Code, Shops and Establishments registration, etc.

## **Company Liquidation Services**

End to end services in assisting with the closure of legal entity:

- Winding up
- Strike off

We understand the key corporate issues relating to our clients and act as trusted and valued advisers to support them on a wide range of matters, thus ensuring that our client companies are fully compliant in today's increasingly regulated environment.

Being a full-service firm allows us to use specific strengths of various teams to understand the complex issues faced by our clients.



## BANKING AND STRUCTURED FINANCE

We offer a full spectrum of services in the area of Banking and Finance by actively assisting corporate clients in drafting and reviewing various documents pertaining to all kinds of financial arrangements, including but not limited to equipment supply financing, acquisition financing, raising of non-convertible debentures, external commercial borrowings, term loan and working capital financing, factoring arrangements, securitization, acquiring pools of receivables by way of business transfer, advising on various fund based and fee based banking transactions, SARFAESI proceedings, banking laws and regulations, etc.

Our Firm acts for myriad global and domestic banks, in addition to numerous institutional lenders, multi-lateral development and credit institutions, asset managers, funds, real estate investors, arrangers and corporate borrowers.





## PRIVATE EQUITY

Our Firm provides legal services to Private Equity and Venture Capital funds across the full range of their operations and activities.

**The areas in which we provide legal advice include:**

- Advising on foreign investment issues, corporate and securities markets laws and issues applicable to investments
- Due diligence of prospective investee companies
- Negotiation assistance from term sheet stage till closing
- Documentation and overall transactional support, including working closely with regulators like the Reserve Bank of India (RBI), The Department of Industrial Policy and Promotion (DIPP) and The Securities & Exchange Board of India (SEBI) and
- Advising on exit strategies and implementation thereof



# RENEWABLE ENERGY PRACTICE

The Renewable Energy Practice team has gained extensive experience in advising project owners, developers, contractors and suppliers on project development and related transactional issues across India. The predominant focus of our practice is the wind and solar energy sectors.

The Firm advises not only on the acquisitions of existing and under development projects, but the entire cycle of green field project development.

### **Our services cover:**

- Preparation or review of project development documentation, namely:
- Memorandum of Understanding / Term sheets
- Non-disclosure Agreements
- Engineering Procurement and Construction (EPC) / Turnkey Contracts
- Framework / Facilitation / Umbrella Agreements
- Supply Agreements
- Service Agreements
- Works Contracts
- Power Purchase Agreements
- Wheeling and Banking Agreements
- Acquisition / sale of energy assets
- Acquisition / sale of equity stake in companies
- Acquisition of under development / operational assets, by way of asset sale



# RENEWABLE ENERGY PRACTICE

- Structuring of investments
- Preparation or review of definitive agreements related to such purchase / sale
- Investment/joint ventures in companies within the energy sector
- Due diligence of project, including title diligence with respect to the project land acquired / to be acquired for setting up a project
  - Pre-bid and bidding related assistance to participants in various Government promoted schemes, like JNNSM, state solar policies, etc.
  - Project Finance
  - Direct and indirect tax advice in relation to development of power projects

The Firm ensures that its clients have access to a truly multidisciplinary group of dedicated and experienced legal advisors drawn from its various specialist practice groups. Thus, it offers its clients composite advice on various facets of project development.



# INSOLVENCY AND BANKRUPTCY PRACTICE

The team has expertise advising on restructuring and all aspects of insolvency and bankruptcy including preparation of resolutions and notices; settling of outstanding liabilities; appearances before various authorities, courts, and tribunals.

We advise secured and unsecured creditors on various aspects relating to claims against companies under Insolvency and Bankruptcy Code, 2016 including issues pertaining to enforcing security, representing clients in proceedings for directions and defending the corporate debtor. Our experience enables us to find practical and tailored solutions to the problems of corporate clients and smaller enterprises alike. We tailor our advice to the nature of the dispute and the appetite of the client. If a dispute arises, we help our clients navigate all types of commercial litigation in an effective manner. Our clients range from large multinational corporations to major financial institutions, as also high-profile individuals.



## REAL ESTATE AND CONSTRUCTION

Our Firm advises on all aspects of corporate real estate laws, including cross-border real estate transactions, real estate investment banking, real estate transaction finance, joint ventures and project development, title due diligence and particularly, the areas of general real estate and project finance (including mortgage-based financing, leasing, etc.); structuring of real property holding companies (SPVs), commercial lease agreements and facility management agreements including litigation matters involving real estate and advising on Indian property and related laws pursuant to the Transfer of Property Act, Stamp and Registration laws, Land Revenue laws, and Tenancy laws in several States of India.

Our real estate practice represents developers, investors, lenders, and business users in the acquisition, disposition, development, financing, construction, sale and leasing of real estate. We frequently assist in planning the structure of and negotiating complex real estate transactions, as well as handling the legal analysis and documentation.

Our work spans all types of real estate right from raw land to offices, apartments, retail, industrial, hotels, hospitals to complex mixed-use developments, and has involved projects throughout India.

The team has developed a deep understanding of the real estate business and strives to provide our clients with sound legal and practical solutions. Our clients look up to us to "get the deal done," and we work proactively to resolve issues and close transactions swiftly.



## COMPETITION / ANTITRUST

Increased competition, free flow of goods and services and minimal trade barriers have added importance to issues of competition/ anti-trust laws. The team possesses cross-disciplinary expertise in law, accountancy and economics for advising as well as rendering litigation support on issues of competition law to both domestic and global companies with regard to anti-competitive agreements, abuse of dominance, global mergers and acquisitions.

The team has successfully represented the maximum number of cartel, bid rigging cases in India including filing of leniency applications, merger control filings, economic and competitive analysis of combinations, transactional advisory on merger review process; and regulatory filings before the Competition Commission of India (CCI).

We have advised and successfully represented procurers and suppliers alike in competition law issues arising in tenders for award of supplies and services contracts.

We regularly undertake competition compliance programmes and train executives on antitrust risk management including dawn-raid.

The team spends a considerable amount of time and effort in understanding sector specific issues based on clients' needs. We regularly participate in events and contribute to several reputed journals on matters of Indian competition law and policy. Our team regularly appears before the Director-General (DG) during investigation, CCI during inquiry, the National Company Law Appellate Tribunal (NCLAT) in appeals and before the High Court and Supreme Court.



# CRIMINAL LAW AND WHITE-COLLAR CRIMES

The Firm has a strong litigation practice with its team of experienced lawyers advising clients in the field of White Collar Crimes, Anti Money Laundering, Economic Offences, Income Tax prosecutions, Corporate Crimes, Company Law prosecutions, Black Money related offences, Extradition, Offences relating to Benami Transactions, Cyber Crimes, Fraud, Breach of Trust, Data Theft, Bribery, Corruption and Core Criminal Trials.

We have successfully conducted criminal trials and prosecutions before all forums including Trial Courts and Tribunals, High Courts and Supreme Court of India.



# DISPUTE RESOLUTION PRACTICE

The Firm has an active Dispute Resolution Practice servicing a wide spectrum of domestic and cross border clients at various forums including the Supreme Court, High Courts, Civil Courts, Criminal Courts and regulatory bodies and tribunals including National Company Law Tribunal, National Company Law Appellate Tribunal, Intellectual Property Appellate Board, Securities Exchange Board of India, Securities Appellate Tribunal, Adjudicating Authority - Prevention of Money Laundering Act (PMLA), Appellate Tribunal - PMLA, National and State Consumer Dispute Redressal Commission, Appellate Tribunal for Foreign Exchange, Debts Recovery Tribunal, Board for Industrial and Financial Reconstruction and other fora.

### **Under the alternative dispute resolution practice, we specialise in:**

- Conducting commercial arbitrations under the auspices of International Chamber of Commerce (ICC) and United Nations Commission of International Trade Law (UNCITRAL) rules and structures
- Drafting of arbitration agreements
- Representing clients in statutory and contractual arbitration proceedings according to the Indian Arbitration and Conciliation Act, 1996 and other international arbitration legislations including the ICC rules, LCIA and SIAC rules
- Counseling clients on the mechanisms for dispute resolution available under Indian law





# INTELLECTUAL PROPERTY RIGHTS (IPR)

The Firm has a dedicated Intellectual Property & Information Technology laws division (IP & IT) having a team of experienced lawyers and patent attorneys assisting both domestic and international clients for the protection and enforcement of their IP & IT rights.

The core value of the IPR team lies in the convergence of technical and legal knowledge with regular in-house training programmes leading the team to gain expertise in the following areas:

- Patent Laws
- Trademark Laws
- Copyright Laws
- Industrial Designs
- Geographical Indications
- Plant Varieties
- Layout Designs of Integrated Circuits
- Information Technology & Cyber Laws
- Entertainment/Media Laws & Litigation

In these areas, we offer our clients a full bouquet of services which include:

- Litigation and Enforcement
- Registration
- Patent Filing and Prosecution
- Drafting of Patent Specifications
- Opposition & Rectification
- Assignment and Licensing Agreements
- Renewal of Trade Marks, Patents and Copyrights
- IPR Due Diligence and Search
- Domain Name Dispute Resolution



IPR & IT

LITIGATION AND  
ENFORCEMENT

**Our IPR litigation team is regularly engaged in:**

- Advising on pre-use infringement risks
- Advising on infringement and passing off issues and other matters relating to IP rights in India and abroad
- Initiation, prosecution and defending civil and criminal proceedings in courts in matters related to Intellectual Property and Information Technology
- Conducting criminal raids, search and seizure by police action, IP Enforcement Special Cell and the courts for the prevention of audio, video, software and copyright piracy and enforcement of entertainment and media laws
- Instituting, prosecuting and defending opposition and rectification proceedings



## INFORMATION TECHNOLOGY

Our IT team is actively involved in advising on issues in the field of Information Technology & Cyber Laws.

The team has legal as well as technical expertise in providing advice and solutions for protection against theft of images, theft and secrecy laws, graphics, website designs and content and copyright infringement, domain disputes and domain name recovery, software copyright infringement, internet piracy, cyber-crimes, data protection, information security and secrecy, digital rights management, regulatory and legal compliance, civil and criminal prosecution.

Additionally, the team also acquaints the clients with privacy laws in India and the different ways to ensure the confidentiality of data transferred across borders including General Data Protection Regulation (GDPR) and E-commerce.



# ENTERTAINMENT LAW

The principal area of entertainment law has, within it, aspects related to intellectual property law as it involves trademarks and copyrights related to films, music, etc. Our team specialises in drafting contracts, negotiation and litigation support.

## Our areas of expertise include:

- **Films & Music:** Drafting of agreements, including talent agreements with (screen-writers, film directors, actors, composers, production designers), advising and resolving issues related to title, production and post-production, trade unions, distribution, motion picture industry negotiations and general intellectual property issues especially relating to copyrights and trademarks
- **Television and radio:** Advice related to broadcast licensing and regulatory issues and general intellectual property issues, especially relating to copyright
- **Theatre:** Drafting rental agreements and co-production agreements, and advising on other performance oriented legal issues
- **Multimedia:** Advice related to software licensing issues, information technology law, and intellectual property issues
- **Publishing and Print Media:** Advising on issues related to advertising, author agreements and intellectual property, especially relating to copyright
- **Visual Arts and Design:** Including fine arts, issues of consignment of artworks to art dealers, moral rights of sculptors regarding works in public places and industrial design, issues related to the protection of graphic design elements in products
- The team also assists clients in matters relating to defamation, personality rights and privacy rights issues



# EMPLOYMENT AND LABOUR

Indian labour statutes are archaic, complex, rigid, often over-lapping and most importantly varying from one State to another. Our Firm with its in-depth understanding of various aspects of labour and employment laws insulate business organisations from challenges emerging from these labour law statutes.

Our Firm's wealth of experience in a wide array of issues relating to labour and employment enables us to assist our clients in avoiding distractions of regulatory investigations and employee disputes. Our Firm's strength is in understanding our clients' businesses and in our ability to work closely with them to provide realistic, cost-effective and business-savvy solutions to the human resource and employment problems confronted by them.

## AREAS OF EXPERTISE

Our Firm guides both domestic and international clients through the web of regulatory compliances and legal aspects of employment and labour law. Our extensive experience includes a full spectrum of non-litigation and litigation advice in all types of labour and employment related matters including the following:



## EMPLOYMENT AND LABOUR

- **Advising and Counseling:** We advise employers in all areas of day-to-day personnel practices and employee relations matters, including discrimination and harassment issues, layoffs and plant closures, interpreting and applying employment policies and legal requirements for specific personnel decisions, conducting and supervising internal investigations, counseling on appropriate actions to minimize risk of liability and negotiating and preparing employment contracts and separation agreements. We also assist clients for preparing and enforcing non-disclosure, trade secret, non-solicitation, and non-compete agreements.
- **HR Documentation:** Our Firm's attorneys are familiar with the pitfalls that may arise in HR documentation and therefore our Firm provides speedy and concise advice on a variety of HR documents. Besides our Firm's attorneys are adept in advising as well as drafting:
  - Offer letters, employment agreements for key employees as well as non-key employees
  - Employee Non-Disclosure, Non-Compete and Non-Solicit Agreements
  - HR sharing- Secondment and Deputation Agreements
  - HR policies and manuals
  - Closure Notices and Letters
  - Consultancy Agreements
  - Termination Letters, Severance Letters and Release Agreements
  - Show cause notices
  - Contract Labour Agreements
  - Review of MOU with Trade Unions HR Audit
  - Employee Training Bonds



## EMPLOYMENT AND LABOUR

- **Employee Handbooks / Manuals:** Our Firm's attorneys understand that an employee handbook is not merely a code of conduct but an employee's guide to appreciate organisation's mission, vision, values and work-culture, and assimilate them with employees' personal goals and aspirations. An employee handbook facilitates smooth functioning of the organisation by setting out procedures, rules and regulations for the employees within the organisation in its daily operations including dealing with clients and customers. The employment and labour law practice group at our Firm specializes in drafting crisp and customized employee handbooks to suit the requirements of the clients. The handbook is structured to incorporate precise clauses on standard employment practices including in relation to conditions of service, code of ethics, vacation or leave policies, prohibition of harassment, employment benefits, discipline and grievance redressal, separation, confidential information, usage of organisation's resources including computers / internet, assignment of intellectual property rights, etc.
- **Structuring of Employee Benefits & Compensation:** The key to acquiring new talent and retaining old employees is formulating an attractive remuneration and incentive package which is simultaneously tax efficient for both the employer and the employee. Our Firm's attorneys assist client in formulating such tax-efficient and labour statute compliant compensation packages which are acceptable to both the employer and employee.



## EMPLOYMENT AND LABOUR

- **Stock Options:** We advise clients on structuring their equity-based employee compensation plans to attract and retain best talent. We structure the stock options pursuant to the guidelines / regulations which regulate the issue of stock options by an Indian company or by a foreign company to Indian employees.
- **HR Due-Diligence / HR Audit:** The most important aspect of any M&A transactions is that the acquirer essentially acquires human capital. Our HR audit enables the acquirer to identify key employees, review and assess the level of HR documentation of the target and detect any threats in the form of non-compliances under various central / state labour legislations. Our Firm's attorneys conduct HR audit to deliver positive solutions. Besides HR due diligence for M&A, our Firm assists many clients in undertaking internal HR audit to ensure that they are compliant under various labor statutes and thwart any legislative action for non-compliance. Our Firm has also handled sensitive matters involving allegations such as bribery, corrupt practices, etc.





## EMPLOYMENT AND LABOUR

- **Advising in relation to Transfer of Employment:** Transfer of business undertaking whether by amalgamation, restructuring, sale of business undertaking, assets sale or otherwise involves several issues such as the transfer of employees and their accrued benefits, taking employees and / or trade union into confidence. We advise clients on the various labour laws implications arising out of such transactions and assist clients in structuring such transactions in a manner so that the transfer of employment complies with all statutory requirements and is free from any legal impediments.
- **Disputes and litigation:** We represent employers in administrative and judicial forums in which workplace disputes are redressed. We know how to gauge exposure, manage risks and litigate cost-effectively. We help develop best practice policies to manage personnel effectively, and to reduce the risk of costly and disruptive litigation, but when litigation is necessary, we are aggressive and proactive.



## NON-PROFIT ORGANISATIONS

---

We have expertise in advising clients in the setting up of non-profit entities in the form of societies, trusts and Section 8 companies. We assist in the preparation and filing of applications for registration of the entity with the concerned authority, in seeking exemption from Income Tax authorities, and in obtaining approvals from Foreign Contribution Regulation Authorities for the receipt of contributions from foreign sources.

The team regularly assists non-profit entities in drafting and structuring the rules and regulations for their systematic governance and operation.

## GLOBAL AFFILIATION

---

We are a member of the **World Law Group ("WLG")**, an international affiliation of leading law firms across the world. There are currently 59 WLG member firms located in 89 countries, creating a network of over 18,000 attorneys.

We are a collaborating firm of **Andersen Global** - an international affiliation of leading tax law firms across the world.



## OUR OFFICES

### DELHI:

1st, 9th & 11th Floor, Mohan Dev Building, 13, Tolstoy Marg,  
New Delhi -110001, India

Tel: +91 11 42492525 | Fax: +91 11 23320484

**Key Contacts:** Mr. Vinay Vaish / [vinay@vaishlaw.com](mailto:vinay@vaishlaw.com)  
Mr. Neeraj Jain / [neeraj@vaishlaw.com](mailto:neeraj@vaishlaw.com)

### MUMBAI:

106, Peninsula Centre, Dr. S. S. Rao Road. Parel, Mumbai - 400012, India

Tel: +91 22 42134101 | Fax: +91 22 42134102

**Key Contacts:** Mr. Bomi Daruwala / [bomi@vaishlaw.com](mailto:bomi@vaishlaw.com)  
Mr. Hemant Puthran / [hemant@vaishlaw.com](mailto:hemant@vaishlaw.com)

### BENGALURU:

105 -106, Raheja Chambers, #12, Museum Road, Bengaluru - 560001, India

Tel:+91 80 40903588/89 | Fax:+91 80 40903584

**Key Contact:** Mr. Martand Singh / [martand@vaishlaw.com](mailto:martand@vaishlaw.com)

WWW.VAISHLAW.COM



CORPORATE, TAX & BUSINESS ADVISORY LAW FIRM

[WWW.VAISHLAW.COM](http://WWW.VAISHLAW.COM)