



MURANOV, CHERNYAKOV & PARTNERS
LAW FIRM



ABOUT THE FIRM

Founded in 2003, Muranov, Chernyakov and Partners is presently among the leading law firms in Russia, with over 35 highly qualified attorneys and lawyers based in Moscow.

SPECIALIZATION

- Litigation
- International commercial arbitration
- Corporate law / M&A
- Competition (antimonopoly) law
- Bankruptcy and restructuring
- Intellectual property
- Private international law
- International trade law
- Applications to the Constitutional Court of the Russian Federation
- Labor law
- Tax law
- Mediation

WE ARE RECOMMENDED BY



PARTNERS



Alexander Muranov
Co-Managing partner
Attorney
Email: a.muranov@rospravo.ru



Dmitry Chernyakov
Co-Managing partner
Attorney
Email: d.chernyakov@rospravo.ru



Nikolay Stepanov
Partner
Attorney
Email: n.stepanov@rospravo.ru



Maxim Platonov
Partner
Attorney
Email: m.platonov@rospravo.ru



Oleg Moskvitin
Partner
Attorney
Email: o.moskvitin@rospravo.ru

3

SOME OF OUR CLIENTS

Energy & Natural Resources

- PJSC Transneft
- PJSC Rosneft Oil Company
- PJSC Rosseti
- PJSC FGC UES
- PJSC MOESK
- PJSC IDGC of Siberia
- PJSC IDGC of the North-Western region
- PJSC IDGC of the Center
- PJSC IDGC of the South
- PJSC Gazpromneft
- JSC Transnefteprodukt
- Oil & Gas Company Stroytransgaz-oil
- LLC Industrial group Generation

IT/ Telecommunications

- PJSC Rostelecom
- Osnova Telecom
- Loral Space & Communications
- SAGA Telecom

Retail

- PJSC Detsky Mir
- X5 Retail Group

Financial Institutions

- Gazprombank
- Belinvestbank
- TransCapitalBank
- UCP Investment Group
- Rabobank
- CB YAR-Bank
- Deutsche Bank
- AIG Private Bank
- Renaissance Insurance Group Ltd
- TransCreditBank
- IFC Metropol
- Euroins Insurance Group
- Investment Funds NCH Advisors, Inc.
- Penta Investments

Real Estate & Constructions

- Shopping and leisure center Tverskoy
- Central Universal Department Store
- Capital Partners
- VEB Engineering
- Fudes Construction
- DTZ

Logistics / Shipbuilding

- Novorossiysk Commercial Sea Port
- Nordic Yards Wismar GmbH

OUR FIRM IN LEGAL RANKINGS

The professional level and quality of services of the experts of our practices are recognized by such international and Russian legal ratings as **Chambers Global, Chambers Europe, Legal 500, Best lawyers, Право.ru-300.**

For the fourth year in a row we are ranked in band 1 of the Dispute resolution Domestic mid-market Russia category in Chambers Europe rating.



Muranov, Chernyakov and Partners

SOME OF OUR AWARDS IN 2020



Highly ranked in:
Dispute resolution



Highly ranked in:
Russian arbitration: mid-market
corporate dispute resolution
International commercial
arbitration
Competition (antimonopoly) law



Highly ranked in:
Dispute resolution
International arbitration
Arbitration and mediation
Appellate practice
Civil rights law
Insolvency and reorganization law
Competition (antimonopoly) law

We are also recommended as
Lawyer of the year
in the appellate practice category



Highly ranked in:
Dispute resolution
Competition law
Restructuring and insolvency

5

OUR LITIGATION AND INTERNATIONAL COMMERCIAL ARBITRATION PRACTICE

Our practices in the sphere of litigation and international commercial arbitration are considered among the best in Russia. The firm was established with the principal focus on court proceedings, and the quality of our services in these areas is traditionally high.

Our attorneys and lawyers take part in the proceedings in commercial courts and courts of general jurisdiction of all levels, including the Supreme Court of the Russian Federation, have significant experience of handling cases nearly in all well-known international arbitration centers, including the ICAC at the Chamber of Commerce and Industry of the Russian Federation, ICC, SCC, AAA, SIAC, represent the clients' interests in the Constitutional Court of the Russian Federation.

We provide our clients with the services in the following spheres:

- Litigation;
- International commercial arbitration;
- Alternative dispute resolution;
- Enforcement proceedings;
- Recognition and enforcement of foreign court judgments in Russia.

The professional level and quality of services of our experts from the litigation and arbitration practices were recognized by the leading international and Russian legal ratings, such as: **Chambers Global, Chambers Europe, Legal 500, Who's Who Legal, Best Lawyers, Pravo.ru-300.**

SOME EXAMPLES OF OUR EXPERIENCE IN THE SPHERE OF LITIGATION

- Providing all-round legal assistance in order to restore the legitimate rights and interests of PJSC Transneft violated by bad faith actions of PJSC Sberbank selling to PJSC Transneft the derivative financial instrument which caused losses to the latter in the amount of 66,4 bln. roubles, including: searching for and implementation of the legal mechanism of defence of the company's interests; preparation and submission of a claim to court; representing the company's interests in the arbitrazh court in the case No. A40-3903/2016 "Transneft vs. PJSC Sberbank" on challenging (invalidation) of the currency option with a barrier condition and application of consequences; support of the legal proceedings, preparation of opinions in support of PJSC Transneft by the leading experts in the fields of law, economy and finance. The dispute between the parties was settled on an out-of-court basis on mutually beneficial conditions and, accordingly, the proceeding in the court of the cassation instance was terminated;
- Protecting the interests of PJSC Rosseti, M.M. Saukh, O.V. Shatokhina and other defendants against the claim of the minority shareholders of PJSC IDGC of Center (Lankrenan Investments Limited, Protsvetanie Holdings Limited, Jenhold Limited, Jamika Limited and Prosperity Capital Management SICAV) on joint recovery from the defendants of 872,265,526.78 roubles of losses (the case of the Arbitrazh court of Moscow No. A40-226105/16-138-1307) filed in the interests of PJSC IDGC of Center. The claims against the defendants were dismissed to the full extent;
- Representing the interests of JSC Transneft-Ural in the case No. A40-24579/17 for recovery from the group of companies Yuzhuralzoloto of the losses amounting to around 300 mln. roubles caused by the threat of a technological catastrophe as a result of operation of long-distance oil pipelines in Chelyabinsk region. In the course of consideration of this case an amicable agreement was reached and the losses were compensated in full;
- Protecting the interests of PJSC IDGC of the South against the claim of the minority shareholders of PJSC IDGC of the South (Lankrenan Investments Limited, Protsvetanie Holdings Limited, the Prosperity Cab Fund, Prosperity Russia Domestic Fund Limited and Prosperity Capital Management SICAV) for invalidation of the corporate resolutions and two supplemental issues of the company shares (the case of the Arbitrazh court of Rostov-on-Don region No. A53-15746/17). The claims were dismissed to the full extent.

SOME EXAMPLES OF OUR EXPERIENCE IN THE SPHERE OF LITIGATION

- Representing a Russian horeca company located in Yaroslavl against a large Chinese contractor in the case pursuant to the client's claim to recover the penalties and damages which arose out of the contract with the Chinese contractor which failed to build a multilevel parking facility (the case of the International Commercial Arbitration Court at the RF CCI). The claim was satisfied in full;
- Representing a large Russian motor vehicle production company against the claim of a Hungarian contractor to recover the contractual debt in the amount of approximately EUR 29 million (the case of the International Commercial Arbitration Court at the RF CCI). Representing the same client in the counter-claim in the same proceedings on return of the tooling worth approximately EUR 0,6 million and recovery of the penalty. The hearings have been held, the award has not been rendered yet, but we anticipate that the arbitral tribunal will reject more than 90% of the opponent's claims and satisfy the client's counter-claim;
- Ensuring protection of the client's interests (a major investment group on the Russian stock market) as the shareholder of a company (a large-scale retailer on the Russian market) which incurred losses as a result of actions of the controlling person not being its shareholder. Development and preparation of the legal position, choice of the optimum method of defence and subject of the claim, collecting the necessary evidence to prove the actual control, representing the client's interests for further recovery of losses from the said controlling person. The fact of control was determined by the court of the first instance whereby the parties settled their relations;
- All-round legal assistance to a major Russian oil company for development of the concept of attack on the joint venture created by two other oil companies to prevent the unlawful transfer of the key strategic asset of one of these companies to the newly established one, including implementation of the developed defensive measures, inter alia, in the course of the arbitration proceedings and with the use of minority shareholders of the company — former owner of the asset, as well as by applying to the regulating public authorities of the Russian Federation. As a result of implementation of the project the client's interests were successfully defended.

SOME EXAMPLES OF OUR EXPERIENCE IN THE SPHERE OF LITIGATION

- Representing one of the largest banks in the Urals and Siberia in the case pursuant to its claim on invalidation of the 555 motor vehicles pledge agreements concluded between another bank, JSC Peresvet, and a certain legal entity which pretended to be the owner of the said 555 motor vehicles. The claim of the client was satisfied in the three instances in full;
- Representing the interests of OJSC Metallurgical Plant Elektrostal in the Supreme Commercial Court of the Russian Federation in the case against OJSC RZD for recovery of losses of 77 mln. roubles caused by the loss of valuable cargo;
- Representing the interests of OJSC NK Rosneft and its affiliates in courts of various levels on the issues of Russian and international law;
- Representing the interests of OJSC Gazprombank and its affiliates in courts of various levels, including the representation of interests in the Constitutional Court of the Russian Federation in connection with a multi-million acquisition of assets in the oil and gas sector in Russia;
- Representing the interest of the Russia's leading telecommunications operator and long-distance telephony provider Rostelecom in a number of disputes concerning striking off the Register of dominating entities, contestation of decisions and orders issued by the anti-monopoly authority;
- Representing Farimex Products, Inc., a minor shareholder of Russian OJSC VimpelCom, in a USD 1,7 billion dispute against Telenor and Altimo, major shareholder of OJSC VimpelCom;
- Representing the interests of Arooj Holdings Limited in the precedent case of recovering USD 1 million of legal costs from an international retail company Billa in favor of our client;
- Representing the interests of OJSC AK Transnefteproduct in the Constitutional Court of the Russian Federation with a request to consider the article 79 of the Federal Constitutional Law on the Constitutional Court of the Russian Federation, in terms of its compliance with the Constitution of the Russian Federation;
- Advising Deutsche Bank on various aspects of procedural law in a dispute concerning investment in strategic companies;
- Successful preparation of a complaint to the Constitutional Court of the Russian Federation to the benefit of Gazpromneft OJSC (represented by its subsidiary Zapolyarneft LLC);
- Representing the interests of OJSC Rosgazifikatsiya in the largest matter of recovery of damages from OJSC Gazprom caused by loss of shares of OJSC Gazprom.

SOME EXAMPLES OF OUR EXPERIENCE IN THE SPHERE OF INTERNATIONAL COMMERCIAL ARBITRATION

- Representing the interests of Rosneft Oil Company in international commercial arbitration courts as well as in state courts of various instances, including Great Britain, Netherlands, USA, France;
- Legal support of a British investment fund in the arbitration proceedings aimed at regaining control over a Russian subsidiary;
- Representing the interests of OJSC Ryazan Metal Ceramics Instrumentation Plant being a debtor in the case on enforcement of the award of the German Arbitration Institute (DIS), including in the Presidium of the Supreme Arbitration Court of the Russian Federation. Preparing a complaint to the Constitutional Court of the Russian Federation for checking compliance of Article 246 of the RF Commercial Procedure Code with the Constitution of the Russian Federation;
- Representing the interests of one of the largest global telecommunication companies Loral Space & Communications Inc. which sought recovery of funds in the cases on recognition and enforcement in the Russian Federation of the awards of international commercial arbitration — the London Court of International Arbitration (LCIA) for the amount of approximately USD 10 mln.;
- Representing the interests of PJSC Rosgazifikatsiya to defend it from the enforcement in Russia of the awards of the London Court of International Arbitration in 12 cases under the disputes arising out of the Kyoto Protocol for the total amount of over USD 110 mln.;
- Representing the interests of the Moscow city Golf Club in an arbitration in SCC Arbitration in Sweden;
- Consulting the Russian distributor of the Japanese automobile products due to preparation for the arbitration proceeding with a Japanese counterparty in the Arbitration Institute of the Stockholm Chamber of Commerce: analysis of the actual situation, forming the legal position and development of the optimum method of defence of the client's interests;
- Preparation of a legal opinion to be submitted to the Stockholm Arbitration Institute in the case on recovery by a Russian oil company from a foreign oil company of the losses incurred due to failure to perform the contract, for the total potential amount up to several hundreds of USD millions, on the issues of Russian constitutional law, corporate law, subsurface use law (contractual law and period of limitation), private international law. Participation in 2-week hearings in Stockholm as an expert in Russian law.

COMPETITION LAW AND TARIFFS

We consult clients on the issues of competition (antimonopoly) law in various industries, including insurance, banking, energy, transport, mass media and telecommunication industries.

The competition (antimonopoly) practice of our firm was recommended by the well-known international legal rating **Legal 500** for 2017-2020, also individually pointing out **Oleg Moskvitin** (head of the competition practice).

According to the rating of **Kommersant publishing house**, in 2018 our practice was recognized the leader in the sphere of energy (tariff) disputes. In 2020 our law firm was named among the winners of the rating in the “Competition (Antimonopoly) Law” category.

The Russian rating **Pravo.ru-300** recommended the “Antimonopoly Disputes” practice in 2018.

According to popular edition **Best Lawyers**, in 2017-2019 **Oleg Moskvitin** was included into the short-list of the best Russian lawyers in the “Competition (Antimonopoly) Law” category.

We render services in the following spheres:

- Representing the clients’ interests in courts under antimonopoly cases and, in the event of consideration of such cases by the antimonopoly bodies, in all regions of the country, in the Central Office of the Federal Antimonopoly Service of Russia;
- Challenging and defending in antimonopoly bodies and courts of public procurements, procurements of state companies, other subjects of 223-FZ, inclusion into the Register of Bad Faith Suppliers;
- Challenging and defending the tariff decisions in the Federal Antimonopoly Service of Russia and in courts.
- Representing the clients in economic disputes in courts connected with application of the competition laws (determination/refutation of affiliate relations, inclusion into a group of persons, etc.);
- Consulting on application of the competition laws in various fields;
- Preparation and submission of the antimonopoly notices and petitions.

SOME EXAMPLES OF OUR EXPERIENCE IN THE SPHERE OF COMPETITION LAW

- Representing the interests of PJSC Rostelecom in twenty court disputes on challenging the resolutions and directions of antimonopoly bodies, including appeals against such resolutions and directives under which the company was required to change its commercial policy in the territory of one federal circuit and several regions;
- Defending the interests of major Russian companies (PJSC Rostelecom, etc.) in the course of consideration by the Federal Antimonopoly Service of Russia and territorial antimonopoly bodies of the cases on violation of competition law. Giving advice to a number of Russian companies in the course of proceedings in the antimonopoly bodies;
- Successfully representing the interests of PJSC Federal Grid Company of Unified Energy System in the cases on challenging the penalties in the amount of 250.144.128 mln. roubles imposed on the company by the Federal Antimonopoly Service of Russia due to the alleged abuse of rights on the electric power transmission market, as well as on challenging the resolutions and directives of the said body;
- Defending major Russian companies from illegitimate demand of the Federal Antimonopoly Service of Russia to disclose quite important, confidential information;
- Consulting and defending the interests of a number of Russian companies (LLC Headhunter, etc.) in courts and antimonopoly bodies in terms of their defence from unfair competition and improper advertising;
- Defending the interests of PJSC Moscow United Electric Grid Company in 8 disputes, including the disputes with the Department of Economic Policy and Development of Moscow and the Federal Antimonopoly Service of Russia (courts of general jurisdiction and commercial courts) due to understatement of the company tariffs by 24.4 and 8.7 bln. roubles;
- Legal consulting of Gazprombank (joint-stock company) which concluded a deal for beneficial ownership of 50.97 % shares in the electric company OJSC MOESK, in respect of compliance with the antimonopoly restrictions and prohibitions in the electric power sector;
- Consulting a number of Russian companies on antimonopoly requirements and conclusion of contracts for disposing of the government-owned property on a competitive basis.

SOME EXAMPLES OF OUR EXPERIENCE IN THE SPHERE OF COMPETITION LAW

- Defending the interests of PJSC Interregional Distribution Grid Company of Siberia in the court disputes on recovery from the budget of Krasnoyarsk region and the Republic of Buryatia of the losses caused by introduction of artificially lowered tariffs for the electric power transmission services for the branches Krasnoyarskenergo and Buryatenergo (loss – 1.6 bln. roubles.) . In particular, the claim for recovery of over 24 bln. roubles of losses in favor of Krasnoyarskenergo was prepared on the basis of the competition (antimonopoly) law (which was violated by introduction of such tariffs). The dispute was settled by amicable agreement concluded by initiative of the authorities of Krasnoyarsk region.
- Defending the interests of PJSC Rostelecom in the dispute on challenging the resolution and directive of the Federal Antimonopoly Service of Russia in respect of different prices set by the company for the Internet access service in the territory of the Far East of Russia. In case of compliance with the directive of the Federal Antimonopoly Service of Russia PJSC Rostelecom would have been forced to considerably lower the tariff for the Internet access service in the entire territory of the Far East and would have incurred many millions of losses.
- Analysis of potential risks of being held liable for violations of the Russian competition (antimonopoly) law when launching new business activity and developing the existing one by request of Russian and foreign clients;
- Consulting a number of Russian companies on the antimonopoly requirements and conclusion of the contracts for management of state property on a competitive basis;
- Successfully defending the interests of Russian companies in the disputes on unfair competition. As an example, the case of LLC Headhunter — defence of the company in the proceeding heard by Dagestan Division of FAS on violation of the competition law No. 39/2015 as a result of illegal use by the local company of the trademarks owned by LLC Headhunter – «hh.ru» and «Headhunter», as well as illegal use of the corporate (commercial) name – LLC Headhunter. After consideration of the case the violation was put an end to, and the client’s interests were fully defended; defence of the right holder from illegal use of the database through circumvention of the technical means of protection of the exclusive rights. Preparation of a legal opinion regarding this issue.

BANKRUPTCY AND RESTRUCTURING

Our experience of the bankruptcy and restructuring projects allows us to solve various tasks: from the local ones (separate disputes, preparing for and participation in negotiations, etc.) and consulting on certain complicated issues to the all-round support of the bankruptcy procedure in order to reach the set goal.

We have extensive experience of solving tasks on the part of various participants of the bankruptcy procedures: bankruptcy creditors, administrators, debtors and their controlling persons. Our expertise in the litigation sphere allows us to adjust to the performance of various tasks.

Our partners' network allows us to propose to the creditors the nominees to positions of the administrators who meet the qualification and other requirements of a specific project. Many of our partners-administrators have their teams which may be promptly engaged for resolution of different tasks.

We and our partners have dealt with all principal categories of debtors, including developers, financial (credit) organizations, unitary enterprises, etc.

In 2019-2020 the bankruptcy practice of our firm was recommended by the well-known international legal rating **Legal 500**, also individually pointing out **Maxim Platonov** (head of the practice).

According to popular edition **Best Lawyers**, in 2019 **Maxim Platonov** was included into the short-list of the best Russian lawyers in the "Insolvency and reorganization law" category.

In 2018 the bankruptcy practice was recommended by the leading Russian legal rating **Pravo.ru-300**.

Head of the bankruptcy practice **Maxim Platonov** has been included in 2017-2018 into the lawyers' individual rating of the Legal Business supplement to **Kommersant publishing house** in the "Bankruptcy" category.

SOME EXAMPLES OF OUR EXPERIENCE IN THE SPHERE OF BANKRUPTCY AND RESTRUCTURING

- Defending the client's interests in the case on bankruptcy of the oil terminal being constructed in the Far East, with the subsequent termination of the bankruptcy proceeding against the enterprise. Development and realization of the position on the part of the creditor, the debtor and the receiver;
- All-round defence of the debtor – oil producing and refining company in the bankruptcy cases, including contestation of the deals which gave rise to the debt, as well as development and implementation of the strategy aimed at restructuring of the debt on conditions being acceptable to the debtor;
- Representing the interests of JSC Hotel Company in the course of consideration of the claims of administrator LLC City Hotel for invalidation of the deals concluded by LLC City Hotel with JSC Hotel Company;
- Legal support of the bankruptcy of LLC DTZ on the part of the debtor: one of the creditors in a bankruptcy proceeding filed a claim to the foreign founder of the Russian subsidiary (LLC DTZ) which had gone bankrupt, in order to recover from the said founder the outstanding debt of the debtor. Thanks to the legal advice and support of Muranov, Chernyakov and Partners, the debt of LLC DTZ was not recovered from the foreign founder of LLC DTZ ;
- Representing the interests of JSC BTA Bank as a creditor in a number of bankruptcies of corporate borrowers – developers (with the amount of debt being \$15-160 mln.): contestation of transactions, disqualification of the receivers, contestation of the fabricated accounts payable, etc.;
- Representing the interests of CJSC UrengoiGeoResurs as the creditor in the cases on bankruptcies of the debtors (CJSC NordServis, CJSC Sibtrans, LLC NGS, LLC Western-Siberian Drilling Company);
- Consulting GPB Bank (JSC) on restructuring of debt of Mechel group of companies;
- Consulting GPB Bank (JSC) on the bankruptcy of Nemansky pulp and paper plant;
- Representing the interests of GPB Bank (JSC) in courts of all levels (twice in the Presidium of the Supreme Arbitration Court, preparing a complaint to the Constitutional Court of the Russian Federation for review of the case due to newly discovered facts) in the case on unlawful liquidation of CJSC Nedra Bodaybo (CJSC Chelyabinsk Commercial Enterprise) and infliction of losses on GPB (JSC).

SOME EXAMPLES OF OUR EXPERIENCE IN THE SPHERE OF BANKRUPTCY AND RESTRUCTURING

- Consulting GPB Bank (JSC) on the possibility of inclusion of its claims, which arose after invalidation of the deal by court, into the register of claims of Joint-Stock Commercial Bank National Capital creditors undergoing the bankruptcy procedure, and subsequent application to the Constitutional Court of the Russian Federation;
- Representing the creditors' interests in the case on bankruptcy of LLC Invertor-Stroy;
- Consulting LLC VEB-Engineering on certain issues of bankruptcy of OJSC Baykalsky TSBK (VEB is the principal creditor);
- Consulting the Dutch bank CJSC CB Rabobank on creation of the additional security of the credit facility for the amount of around 40 mln. Euros, restructuring of debt and variants of the situation development in the event of commencement of the bankruptcy procedure. Consulting the Dutch bank CJSC CB Rabobank as one of the creditors during the bankruptcy procedure of a major industrial holding LLC Bely Fregat;
- Representing the interests of LLC Boskalis in the case on bankruptcy of LLC Corporation INZHTRANSSTROY (one of principal general contractors who participated in the construction of the Olympic infrastructure in Sochi), the client's claims were included into the register of the creditors' claims in full (243 mln. roubles);
- Representing the interests of GPB Bank (JSC) in the Constitutional Court of the Russian Federation in the course of challenging constitutional nature of paragraph 5 Article 50.40 of the Federal Law "On Insolvency (Bankruptcy) of Credit Establishments" on the order of satisfaction of the creditors' claims due to non-inclusion of the claims, which arose after invalidation of the deal by court, into the register of claims of Joint-Stock Commercial Bank "National Capital" creditors undergoing the bankruptcy procedure;
- Representing the interests of a Russian company in the case No. A40-226041/15 under the claim of the bankruptcy administrator (Deposit Insurance Agency) for invalidation of the bank transactions carried out by LLC CB Vityaz immediately before the revocation of the said bank's license;
- Defending the interests of the management company Gazprombank – Asset Management in the case on recovery of 3.5 bln. roubles which would have gone bankrupt had the claim been satisfied.

CORPORATE LAW/ M&A

We give legal advice on the issues of corporate law, represent the clients' interests both in Russia and abroad in the spheres of mergers and acquisitions, corporate restructuring. Our lawyers advise Russian and international corporations as well as public authorities on a broad range of corporate matters.

We provide our clients with the services in the following spheres:

- Mergers and acquisitions;
- Joint ventures;
- Due diligence;
- Corporate governance and internal control;
- Corporate restructuring;
- Privatization.

The practice was recommended by **Pravo.ru-300** rating for 2018.

Some examples of our experience:

- Preparation of a legal opinion for GPB Bank (JSC), which concluded a deal for the acquisition of shares in a major electric power company for trust management, in respect of compliance with the antimonopoly prohibitions and prohibitions in the electric power sector;
- Defending the client's interests in the course of restructuring of Russian Joint-Stock Company Unified Energy System of Russia to prevent dilution of its stake in the authorized capital during accession of regional grid companies to PJSC Federal Grid Company of Unified Energy System;
- Consulting Mail.Ru Group, the leading player of the Russian segment of the Internet (Runet) in terms of visitors per month and a large Internet-company, as well as its resources Mail.ru Agent, ICQ, Odnoklassniki.ru, V Kontakte and others, on a broad range of corporate issues, including preparation of Mail.ru Group for IPO in November 2010;
- Structuring the business of SET-Holding group of companies.

SOME EXAMPLES OF OUR EXPERIENCE IN THE SPHERE OF CORPORATE LAW

- Legal support of the restructuring of relations between shareholders of a group of companies holding quotas for catching Kamchatka crab;
- Preparation of a corporate agreement under a large project (construction of a bridge across Amur river on the border of Russia and China) for the Russian investment fund;
- All-round legal support of the M&A transaction for the sale of a block of shares in a joint-stock company – major Russian manufacturer of automated systems for management of uninterrupted technological processes;
- All-round legal support of the restructuring of ownership of the company - major Russian manufacturer of modern communication systems;
- Consulting a major Russian bank on restructuring of debt of Mechel group of companies;
- Consulting PJSC Rostelecom on the reorganization through the accession of interregional communication companies thereto;
- Consulting OJSC Svyazinvest in respect of its merger with PJSC Rostelecom;
- Consulting one of the largest Cyprus banks in connection with the acquisition of a major shareholding in the parent company of a Russian bank worth over 50 million Euros.;
- Consulting the Korean company Incheon Airport on the issues of the Russian law in the context of a transaction for the acquisition of shares in the company owning Khabarovsk airport;
- Consulting the international insurance group EuroIns Insurance Group on potential acquisition of a Russian insurance company, including due diligence;
- Legal support of making corporate amendments to CJSC SAGA Inc., optimization of the ownership structure;
- Legal opinions of the transactions for purchase and sale of stakes in limited liability companies.

SOME EXAMPLES OF OUR EXPERIENCE IN THE SPHERE OF CORPORATE LAW

- Preparation of a legal opinion for a major Swiss bank on the procedure of transfer of the right of ownership of the participatory interests in the company-client and on what person should be deemed beneficial owner of the company at a specific moment;
- Handing over the register of shareholders of OJSC TDTS Tverskoy to a professional registrar;
- Handing over the register of shareholders of CB Rosprombank to a professional registrar, holding general meetings of shareholders and meeting of the board of directors;
- Legal consulting of LLC Emerson on corporate issues;
- Due diligence of four Russian companies for the subsequent acquisition of their assets and productions facilities. In the course of the due diligence the legal analysis of the real estate items, production machines and equipment, employment agreements with the employees and intellectual property items was made;
- Legal support of transactions for acquisition by a large Russian oil company of over 100 production facilities in 11 regions of Russia, including due diligence of these facilities;
- Preparation of a legal opinion on restructuring of an agricultural holding for a natural person;
- Consulting on the available methods of significant reduction of the stake of a minority shareholder and/or buyout thereof by request of majority shareholders of a company;
- Consulting a major Russian bank in light of multi-million acquisition of oil and gas assets in Russia, including due diligence of these objects;
- Preparation of a set of legal and organizational measures necessary for successful privatization of the energy assets of a regional company (steam power plant).

TAX LAW

Our attorneys and lawyers have significant experience of advising on the tax issues and give advice both to foreign organizations and Russian enterprises on a wide range of issues of the Russian and international tax law. In addition to our litigation experience, we also give first-class tax advice.

We provide our clients with the services in the following spheres:

- Consulting on the Russian and international taxation issues;
- Tax inspections protection;
- Tax dispute resolution;
- Analysis of the tax consequences of transactions;
- Tax planning and optimization of the tax burden.

In particular, presently we are implementing a number of projects for arrangement of the cadaster value of the land plots and constructed objects (buildings, premises) thus optimizing the land tax and the organizations' property tax payments.

Some examples of our tax law experience:

- Judicial protection of the rights of the taxpayer, LLC Industrija XXI, in a superior tax body which resulted in recovery of the VAT in the amount of 350 mln. roubles through an extrajudicial procedure;
- Judicial protection of the rights of the Moscow office center owner, LLC Industrija XXI, in the case on unlawful additional charge of the property tax (imposition of additional tax on the property of the organizations in Udaltsov-Plaza business center);
- Implementation of a non-standard project for repayment of the amount of excessively charged property tax (90 mln. roubles) to a major industrial enterprise;
- Representing the interests of CJSC NPO UrengoiGeoResurs in tax and court bodies in connection with the contestation of the field tax inspection results which resulted in the imposition of additional taxes on the company.



CONTACT DETAILS

Muranov, Chernyakov & Partners Law Firm

Address: Bld. 6, 23 Denisovsky Lane, Moscow, 105005, Russian Federation

Tel: +7 495 783 7450

Fax: +7 495 795 0390

<http://www.rospravo.ru>