

*Making Business
Decisions Easier*

PE, VC & Start-Up Investment Transactions



Contents

- About India Juris
- Practice at a Glance
- Snapshot
- Services for Investors
- Post Investment Services
- Start-Up Portfolio Analysis & Reporting
- Services for Start-Ups & Founders
- References
- Pro bono Initiatives
- Locations

About India Juris

ABOUT INDIA JURIS

25⁺
Years

50⁺
Lawyers

5
Offices

350⁺
*Transactions
Annually*



VENTURE
INTELLIGENCE

*Ranked No.1 by
venture intelligence
for maximum no. of
PE transactions
Jan - June 2024*

INDIA JURIS is a leading international full-service law firm from India, which has earned reputation over the years advising on complex transactions and dispute resolutions to Banks, Financial Institutions, Creditors, Multinational and Domestic Corporates, Private Equity, Venture Capital, Hedge Funds and HNIs on various legal matters across all sectors.

Practice at a Glance

PRACTICE AT A GLANCE

Corporate & Commercial

Due Diligence, Commercial Law Advisory, Cross Border Transactions, Technology Transfer, company formation, business set-up.

Merger & Acquisitions

Merger Scheme, restructuring, Takeovers, negotiations, Share Swapping, Share Pledging and corporate advisory.

Private Equity & Venture Capital

Portfolio, PPM, Term Sheet, Registration of Foreign & Domestic Venture Capital Fund, Fund set-up & advisory, SEBI and IFSCA ,GIFT City regulatory services.

Registrations / approvals

Registrations and Approvals with authorities (FIPB, RBI, SEBI, SEZ, STPI, EOU).

Sports Law

Sports Governance, Doping, Advertising, Broadcasting & Sponsorship Regulation, Gaming, Betting & Fixing and Data Protection.

JV & Foreign Collaboration

Joint-Venture Agreements, Shareholders Agreements, Foreign Collaboration, Foreign Investment laws.

Tax, DTAA & Tax planning

Direct & Indirect Taxes (Domestic and International), Corporate Taxation, ESOP taxation, Excise & Custom Duty.

Banking & Finance

Developing new financial products, legality & validity, Debt & Equity Financing, Setting up NBFC's, FII, FVCI, repo and reverse repo transactions.

Employment & Labor International

ESOPS / Incentive Plans, Employment Contracts, HR manual, litigation & legal advisory.

Real Estate, Hotel/ Tourism

Acquisitions, Real Estate Funds and transactions, Title verification, Lease, residential and commercial projects. Development Agreements

Insolvency & Bankruptcy

Acting IRP / RP / Liquidator, CIRP process advisor, Drafting & implementing Resolution Plans, Litigation - NCLT / NCLAT / SC.

Capital Markets

IPO, SME Listing Mutual Funds, Institutional Investments, QIP, ADR/GDR ECB, FCCB & Euro Issue.

Antidumping

Anti-dumping, Countervailing & Safeguard measures, Monitoring post-verification activities and Advisory on relevant antidumping law & practice

Power & Infrastructure

Power, Oil & Gas, PPP, Highways, Airports, Railways, Power Purchase, Fuel supply, EPC and BOOT projects.

Mining

Mining lease, Exploration, Marketing Rights, Drilling contracts, Licenses and Approvals, Environment and Labour.

Patents and Trademarks

Registration, Renewal, Investigation, Licensing, Franchising, Enforcement & Litigation.

Arbitration & Litigation

Domestic & International Commercial Arbitration and Litigation at all levels and forums.

Environmental Law

Environmental Audit, Compliance & permits, pollution and contamination liabilities, claims, complaints.

Education

Setting higher Education Institutions, Private Universities, Collaborations, Approvals, Structuring & India entry

Insurance

Litigation & Corporate advisory, Subrogation matter, JV & India entry roadmap, FDI.

Practice Snapshot

PRACTICE SNAPSHOT

1000+
Start-ups

500+
Investors

350+
Transactions/p.a.

25yrs +
expertise

1bn +
Startup valuation

200+
LDD/p.a.

Services for Investors

SERVICES FOR INVESTORS (1/4)

India Juris is a leading law firm in Private Equity, Venture Capital and Start-up investment transactions in India. The firm has advised many PE / VC Funds, Angel Funds and Networks, Angel Investors and HNIs in their investments in target company and start-ups. The firm provides 360-degree and end-to-end handling services including the following in this space

FUND SET-UP

- Setting up CAT-1, CAT-2, and CAT-3, AIF / Fund
- Foreign Investments in Funds / AIF
- Overseas investment by Funds / AIF
- Fund Structuring & taxation aspects
- Solving Fund contributors / investors queries
- SEBI Compliances and Fund Governance
- Setting up Angel Network, Accelerator and Incubator
- Terms of Association of Mentors with Incubators
- Agreement between Angel Investors & Incubators
- Terms of Nominee Director representing Networks
- Structuring working model among Start-ups, Founders, Incubators, Fund Arrangers and Seed Investors

INVESTMENT TRANSACTIONS

- Conducting Legal Due Diligence of target companies.
- Drafting and negotiating Term Sheet, Share Subscription & Shareholders Agreement on behalf of Investors / Funds.
- Structuring the Investment Transactions
- Selection of Instrument for making Investment
- Assistance on Valuation and tax Impact
- Exit and Risk Assessment, Analysis & Evaluation
- Conditions Precedent Compliance & Certification
- Drafting and Amending Articles of Start-up as per SHA
- Investor / Founder / Start-up Dispute Resolution
- Designing Exit Policy

SERVICES FOR FOREIGN INVESTORS & GIFT CITY FUNDS (2/4)

The firm has advised and helped many investors and clients in structuring and setting up Fund in GIFT City regulated by IFSCA. The firm provides 360-degree, end-to-end handling services including the following, to the clients till the successful formation of the Fund.

FUND SET-UP IN GIFT CITY

- Structuring & Setting-up of Funds in GIFT City
- Structuring & Setting-up of Fund Management Entity in GIFT City
- End-to-End support till the commencement of operations
- Drafting of PPM, Contribution Agreements, Investment Manager Agreement
- Advising on IFSCA regulations and processes
- Fund & FME compliance in GIFT City
- SEZ compliances and reporting
- Fund Taxation

INVESTMENT TRANSACTIONS

- Conducting Legal Due Diligence.
- Drafting and negotiating Term Sheet, Share Subscription & Shareholders Agreement, SAFE notes, convertibles and preferred subscription of various jurisdictions
- Structuring the Investment Transactions
- Selection of Instrument for making Investment
- Assistance on Valuation and tax Impact
- Conditions Precedent Compliance & Certification
- Drafting and filing of investment intimation of each transaction with the IFSCA

Post Investment Services

POST INVESTMENT SERVICES (3/4)

1. Standardizing the **Conditions Precedent** (“**CP**”) completion process as per SSSHA and certification for release of funds
2. Completion of **Closing Items** as per SSSHA, including:
 - * Amendment of Articles (AOA), * Allotment of shares, * Issuance of Share Certificates, * regulatory filings post funding
3. Legal guidance on appointment and liabilities of **Director or Observer** of Investor nominee in the Start-up.
4. Advising on the **unforeseen situations** posed by Start-ups in due course post investment and legal resolution of the same
5. Advising on Reserved Matters as per SSSHA, **when to give consent or dissent or waiver**.
6. Advising on how and when, to exercise **Pre-emptive Rights, ROFR,, Tag Along Rights** in subsequent rounds.
7. Advising **on triggering of Anti-Dilution** in subsequent rounds of funding and exercising the same, if applicable.
8. Vetting of investment agreements for **subsequent round of funding** keeping in view the legal rights of Investor.
9. **Negotiating Investor rights** with next round of investors.
10. Resolving the **legal queries** of Investor with respect to next rounds of funding.
11. Advising and providing guidance on best possible **ways to exit** from the Start-Up.
12. Exit related **legal documentation** for Investors
13. Advising on Liquidation event and **liquidation preference distribution** as per SSSHA.
14. Alerting Investor about **potential risk assessment** and taking appropriate steps to secure the same, in the Interest of Investor.

Portfolio Analysis & Reporting

STARTUP PORTFOLIO ANALYSIS & REPORTING (4/4)

1. Taking **information and reports** from Portfolio Start-ups as per SSSHA
2. Preparing **quarterly / bi-annual portfolio analysis report**, covering achievement or missing of milestones, advising course of action.
3. Ascertaining whether **investor consent** is being taken by Start-up on reserved matters or otherwise, wherever required as per SSSHA.
4. Whether appropriate **exit opportunities** were informed to Investor by the Founders or the Start-Up.
5. Informing the increase or decrease in the **valuation** of the Start-up, since investment.

Services for Start-Ups

SERVICES FOR START-UPS & FOUNDERS

Large number of Start-Ups, Founders and Entrepreneurs are advised and supported by India Juris every year. We advise them on various issues including the following

- Incorporation of Private Limited Company
- Statutory Registrations
- Legal Compliances and Audit
- IPR Registration and IPR Due Diligence
- Preparing Start-up for Raising Investments
- Negotiating with Investors
- Valuation Proposition
- Co-founder Agreements and Dispute Settlement
- Building Healthy and Investor Friendly Cap-table
- Term Sheet and Shareholders Agreements
- Negotiations with investors and structuring of deal
- Alteration of Articles as per final SHA
- Filing Forms with MCA
- Issuances of Shares; Guidance on stamp duty
- Agreement with Employees, Vendors, Payment Gateways, Disclaimers, Privacy Policy, Terms of Use, Channel Partners, Non-disclosure, Non-competition
- Creating ESOP pool and Implementing ESOP
- Registration, Transfer/Assignment, Protection and Enforcement of Intellectual Property Rights (Trademarks, Patent and Copyrights)

REFERENCES

REFERENCES



REFERENCES



REFERENCES



REFERENCES



REFERENCES



BIDDANO
TRANSFORMING
HEALTHCARE



farmtheory

KahaniBOX



Codingal



PRO-BONO INITIATIVES

PRO-BONO INITIATIVES



Under IJ500 program India Juris helps 500 eligible start-ups annually on first-come first basis, by providing free legal services. T&C apply, Refer program document on our website before applying



Embark is the Accelerator program run by India Juris, which is free for start-ups and Entrepreneurs T&C apply, Refer program document on our website to apply.

PITCH DAY

Startup - Investor Networking

India Juris conducts a physical Pitch Day event every month, which provides opportunity to start-ups and entrepreneurs to present before Investors and great mentors. They get to network with each other over High Tea. The participation is free for all community.

FUND=CONNECT

Connecting Global Funds with Indian Funds

There are many global investors and Funds, who wish to deep dive into Indian Economy and invest. Fund Connect is the pro-bono initiative, where we help to connect global investors and Funds with Indian AIFs, so that they can explore investing in Indian AIFs.

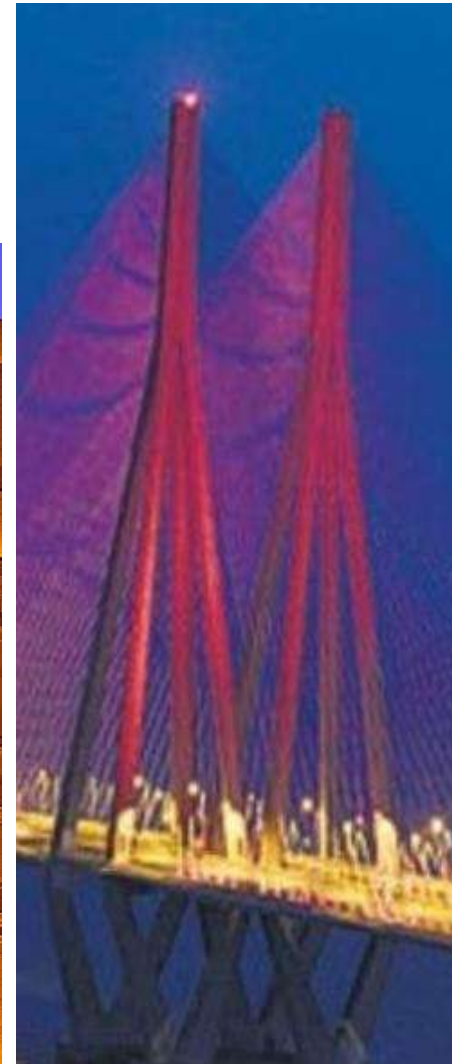
LOCATIONS

LOCATIONS

F-116, Lajpat Nagar-1
New Delhi -110024
Ph: +91-11-49873283
E: newdelhi@indiajuris.com



NEW DELHI



MUMBAI

Technopolis Knowledge Park,
5th Flr, Mahakali Caves Road
Chakala, Andheri (E)
Mumbai- 400093
E: mumbai@indiajuris.com

Bizzhub Aspire Center, #36,
1st Flr 80ft Road, Ejipura,
Koramangala, Bengaluru-34
E: bengaluru@indiajuris.com



BENGALURU



GURUGRAM

434-435, 4th Floor
Vipul Trade Centre, Sec-48
Sohna Road, Gurugram
Ph: +91-124-4385072
E: gurgaon@indiajuris.com

Unit No. FF38
Pragya Accelerator Block-15,
Zone-1, Rd No-11, GIFT City,
Gandhinagar– 382355 Gujarat
E: giftcity@indiajuris.com



GIFT CITY

*Making Business
Decisions Easier*

www.indiajuris.com

Advising fortune 500 clients
from across the globe on their
most complex transactions
and disputes

