



AQUITAS

DUE DILIGENCE

due diligence

AEQUITAS carries out due diligence of enterprises in connection with most diverse client projects involving purchase of shares and assets, financing of activities and transfer of subsoil use rights.

The firm participated in the due diligence of enterprises of key importance for Kazakhstan economy, including due diligence of Kazakhmys Corporation in connection with its parent company's listing on the London Stock Exchange and due diligence of Shalkiya Zinc Ltd. LLP in connection with its parent company's IPO on the London Stock Exchange.

most representative projects

Due diligence of a local construction company in connection with a project to set up a low capacity oil refinery, and advice on the risks identified in the course of due diligence.

Full due diligence in connection with acquisition of a local subsoil user company by Adelya LTD LLP, a large Kazakh multifunctional company.

Full due diligence of a number of local subsoil user companies in connection with the acquisition of indirect control over them by Xinjiang Guanghui Petroleum Co., Ltd., one of China's largest companies active on the global hydrocarbons market.

Limited due diligence of CorpusGroup Integration LLP providing outsourcing services (integrated solutions in the field of non-core industrial enterprise assets management) in connection with its acquisition by Mitsui & Co.

Due diligence in connection with a contemplated transaction involving acquisition of a Kazakh subsoil user company by a European oil company.

Full due diligence of a Kazakh bitumen-producing company in connection with its indirect acquisition by Gazprom Neft OJSC, a major Russian oil company.

Limited due diligence of Bank TuranAlem JSC (Murabaha Financing) in connection with Calyon Bank's USD 50 million loan.

Due diligence in connection with a major Indonesian oil company's contemplated acquisition of local subsoil user companies.

Full due diligence of Kazakhaltyn JSC Mining and Metallurgical Concern and its subsidiaries.

Full due diligence of JV Akbastau JSC and Karatau LLP in connection with their acquisition by Atomredmetzoloto JSC, Russia's largest atomic company.

Due diligence of a number of companies active in logistics, transportation (including railway transportation) and repair, and companies providing customs broker and temporary warehousing services in connection with their acquisition by major Russian transportation companies.

Full and limited due diligence of a number of other local companies active in the mining and processing sectors in connection with their or their rights' contemplated acquisition by foreign investors.

Due diligence of subsoil user companies from Kuat Holding group in connection with their acquisition by China ZhenHua Oil, a major Chinese oil company.

Full due diligence of Yubileynoye LLP in connection with its acquisition by an investor.

Advice to a foreign investor (China) in connection with the acquisition of a local oil and gas company, and full due diligence of the target company.

Due diligence of Astana-Contract LLP (a large logistics company), Taraz Metallurgical Plant (a major producer of ferromanganese silicon) and a number of subsoil user companies in connection with their acquisition by Kazakhstan Kagazy JSC, Kazakhstan's leading industrial group.

Advice to a foreign investor (Korea) in connection with the contemplated acquisition of a block of shares in a local oil and gas company, and full due diligence of the target company.

Due diligence of Nova Zinc LLP in connection with its affiliate's IPO.

Due diligence of Bank TuranAlem JSC in connection with its USD 3 billion medium-term bond issue program.

Full due diligence performed for Investec Trust (Switzerland) S.A., an international trust company, in connection with its acquisition of a local common minerals mining company.

Due diligence of Bank TuranAlem JSC in connection with USD 375 million bond issue by TuranAlem Finance B.V. against Bank TuranAlem JSC's guarantee.

Advice to foreign investors (Hong Kong) in connection with the acquisition of a local oil and gas company, and full due diligence of the target company.

Due diligence of Kar-Tel LLP, Kazakhstan's second largest cellular operator, and a local major satellite and cable operator, in connection with their acquisition by VimpelCom OJSC, Russia's largest operator.

Due diligence of Highvill Kazakhstan LLP, a local construction company building a residential complex in Astana, in connection with Shinhan Bank's USD 20 million loan.

Due diligence of Halyk Bank JSC in connection with senior and subordinated bond issue by HSBK (Europe) B.V. against Halyk Bank JSC's guarantee.

Special due diligence of Great Wall Joint Stock Investment Real Estate Fund regarding title to a large immovable property (Innova Tower Business Center), including analysis of the legal status of investment real estate funds for General Electric.

Due diligence of Alliance Bank JSC in connection with its USD 150 million bond issue.

Due diligence of Kazakhstan-China Pipeline LLP in connection with KCP Finance B.V.'s USD 300 million bond issue against Kazakhstan-China Pipeline LLP's and China National Petroleum Corporation's (CNPC) guarantees.

Due diligence of two Kazakhstan companies (international airports) in connection with the contemplated acquisition of ownership over shares and their transfer into trust management.



regulatory compliance

The advent of large foreign companies to the Kazakhstani market increasingly brings the term 'compliance' into practice. Although management of legal and compliance risks is still an underexplored domain, **AEQUITAS** has amassed a considerable experience in this area.

The firm practices comprehensive due diligence of companies as to compliance with the external and internal regulatory background.

The firm's lawyers have many times completed full labor due diligence of companies, prepared them for labor inspections and conducted corporate, antimonopoly, anticorruption and other regulatory compliance audit. In order to help the clients comply with the personal data protection requirements, **AEQUITAS** has developed recommendations and a set of documents that are mandatory for all companies, and regularly advises

on applying these documents in the company's day-to-day activities, including in cases of cross-border transfer of personal data.

AEQUITAS's compliance-relevant advice is mostly dedicated to anticorruption matters. **AEQUITAS** lawyers have conducted complex regulatory research into the topical and equivocally interpretable anticorruption issues, including aspects of gift-giving to different categories of governmental officials, payment of expenses in connection with the governmental officials' participation in events, their business travel, meetings with business representatives on matters within their competence, etc.

For several years, firm lawyers have been preparing a comprehensive review of local legislation in the framework of an international comparative antitrust reference book for CIS Legal Counsel Network.

services

Advice on different legislative issues regarding counteraction to the legalization of income and anticorruption matters, compliance with mandatory industry regulatory requirements and procedures and applicable administrative and criminal liability.

Check of companies' activities and internal documentation for compliance with antimonopoly and labor legislation of the Republic of Kazakhstan. Adaptation of internal global operating procedures to local legislation requirements.

Check of the company activities for compliance with industry regulator requirements.

Advice on personal data protection issues, drafting of consents to personal data protection and cross-border transfer; check of documentation as to compliance with the personal data protection legislation.

Client representation in the course of governmental inspections.

Development of recommendations to prevent and eliminate compliance risks.

most representative projects

Advice to Tengizchevroil LLP regarding permissibility for private companies to pay governmental delegation expenses in connection with a top-level intergovernmental meeting.

Documentary due diligence of Coca-Cola Almaty Bottlers operations as to their antimonopoly compliance. In the framework of the project, AEQUITAS lawyers reviewed the company's model commercial contracts and internal documentation governing its operations and conducted interviews with its executives and other employees.

Anticorruption training conducted for Schlumberger employees and subcontractors.

All-round legal support to a major foreign company in the top-ten on the global pharmaceutical market. The more than two-year-long project involved full due diligence of the company's internal and external activities as to their local legislation compliance, including analysis of standard operating procedures, all policies and internal documents governing the company's business and documents formalizing its relations with third parties. The firm's lawyers conducted a comprehensive analysis of legislation and advised the client on various issues of criminal and administrative liability for corrupt offences in the field of medical and pharmaceutical activities and drafted personal data compliance documents specifically tailored to suit the company's business processes. AEQUITAS lawyers also conducted a training for the company management dedicated to personal liability of the corporate control and management body members.

Advice to Sanofi Aventis, Johnson & Johnson and other companies regarding interaction with government officials, including admissibility of their engagement for the rendering of services, gifting, and criminal and administrative liability for corrupt offences.

Antimonopoly and anticorruption compliance of a subsidiary of Zelmer, a large manufacturer of household appliances in the context of a global deal of the brand acquisition by Bosch und Siemens Hausger te (BSH), a German concern. AEQUITAS lawyers worked on the project jointly with the So tysi ski & Szl zak, a Polish law firm.

All-round legal support to Sanofi Aventis LLP in different aspects of its activities, including issues of criminal and administrative liability and corrupt offences in medical and pharmaceutical business; drafting a set of mandatory documents to comply with the personal data protection requirements.

Advice to ExxonMobil, Sanofi Aventis, Schlumberger and other companies on various regulatory issues of personal data collection and processing. AEQUITAS lawyers custom-drafted for each client the personal data protection documents adjusted to each particular company's business processes

Regular integrated analysis of local legislation governing corruption issues for The Boeing Company.

Full labor due diligence of the Kazakhstan subdivision of ExxonMobil. Preparation of a detailed Report on due diligence containing recommendations on labor issues, including those related to foreign labor engagement, "provision of personnel," various labor law issues, HR documentation system, training of employees and preparation of documentation on labor safety and protection. Successful preparation and representation of the company's interests in the course of inspection by a state labor inspector.

Advice to ExxonMobil, Sanofi, Schlumberger, General Electric, Johnson & Johnson, Caterpillar S.A.R.L., Ivanyan & Partners, Itron Inc., ERM Eurasia, Pusch Wahlig Legal, ACCA, Eurasian Group, Mars Overseas Holdings, Inc., Hewlett-Packard and other companies regarding adaptation of global standard employment agreements and different employer's acts to peremptory requirements of the Kazakh legislation; drafting a set of mandatory documents for personal data protection compliance, employee bonus regulations and other internal corporate documents, including job descriptions, staff schedules, orders, regulations, etc.

membership



The Law Society



The British-Kazakh Society



ASSOCIATION OF INTERNATIONAL PETROLEUM NEGOTIATORS



CIS LCN



ratings

“AEQUITAS is very knowledgeable, proactive and has been very helpful in understanding local requirements. The company works with knowledge of the case and clear approaches”.

The Legal 500 2024

“AEQUITAS Law Firm is flexible in its approach and understands the legal and commercial needs of the client. Their lawyers have strong intellectual strength and the ability to find logical solutions”.

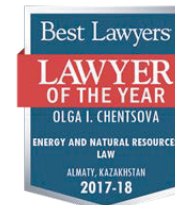
Chambers Asia Pacific 2024

“AEQUITAS worked with great efficiency and well under the proposed budget. They adapt to client needs and complex problems”.

Chambers Asia Pacific 2023

“AEQUITAS is very responsive, flexible and thoughtful with regard to the client's business concerns”.

Asialaw Profiles 2023/24





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