



FOXMANDAL

INFRASTRUCTURE



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FoxMandal (“FM”), one of India’s oldest and largest full service legal organisation, traces back its origin to Calcutta when in 1896 J K Fox and G C Mandal, joined in partnership to establish one of the first Indo-British law firms by the name of “FoxMandal”. Upto 1984, the firm grew in Calcutta and established itself as a leading law firm in India. In 1984, the management of the firm was persuaded to open an associate office in New Delhi under the name of FoxMandal with local partners based in New Delhi.

The immense success of the firm’s operations in New Delhi was instrumental in establishing other associate offices in India, UK and Bangladesh including Bangalore, Chennai, Dhaka, Hyderabad, Kolkata, Mumbai, Noida, New Delhi, London and Surat. FM is a well-reputed full service law firm presenting an appropriate mix of the necessary legal expertise, industry specialization and commercial acumen. This firm of advocates, solicitors and notaries, comprises of over 150 lawyers with 20 partners and 100 para-legal staff. Our offices situated in all the important regions in India ensure that our clients receive cost-effective, value added and fully integrated services.

Over the years, FoxMandal has been ranked as the top firm in India by various international journals. **Mr. Som Mandal is recipient of Economic Times Excellence in Leadership Award in August 2022.** In the year 2020 “Legal Comprehensive” recognised **Mr. Som Mandal** amongst one of the best “**TOP 100 Lawyers in the world**”. In the year 2019 FoxMandal was awarded “**Times Power Icons**” award for exemplary contribution in the field of “**Global Legal Service**”. In 2018 AI (Acquisition International) awarded FoxMandal Global Excellence Award “**National Law firm of the year 2018-India**”. In 2018 ICFM (Inter Continental Finance & Law Magazine nominated FoxMandal as one of the top 100 leading firms in the world. FM was also acknowledged by “**ACQ5 Law Awards 2017**” for “**National Law Firm of the Year**” for work done across all areas. FM was also acknowledged by “**Who’s Who Legal (WWL) 2016**” and “**Mr. Som Mandal was featured as a top legal consultant in Energy and Mining sector in India**”. FM was recognized by “**Legal 500 magazine 2015 edition**” for work done across all areas. FM was awarded the “**India Law Firm Awards 2014**” for the best **Corporate Commercial Law Firm** by “**India Business Law Journal (IBLJ)**”. FM was featured in “**The lawyers- 2014 Asia**

Pacific 150” amongst “Top 10 Indian law firms”. FM won “Acquisition International M&A award 2014”. FM was awarded the “Disinvestment law firm of the year – India” by Intercontinental finance magazine (ICFM), 2014. FM won the “Acquisition international Dispute Resolution Firm of the Year Award 2013”. The firm won “Intercontinental Finance 2012 Global Award”. FM was awarded the best “Dispute Resolution Law Firm 2012 Finance Monthly Law Awards”. FM won “The Best National Law Firm, 2008” award by the International Legal Alliance Summit & Awards, 2008 at Paris and distinguished during the International Legal Awards Ceremony amongst the leading law firms from 22 countries. We have been awarded the “Employer of Choice, 2008, a response among over 15,000 lawyers region-wide by ALB (Asian Legal Business). FoxMandal has been recognized with “Client Choice Award, 2007” in India from more than 1,300 individual assessments received from corporate counsel worldwide by ILO (International Law Office), the Official Partner to the International Bar Association, for FM stands apart for the excellent client care and the quality of service. It has been awarded for the law firms' ability to add real value to their clients' business above and beyond the other players in the market. Amongst others, we have been adjudged as “The Best Law Firm of the Year” for India in 2006 by IFLR (International Financial Law Review), a Euromoney publication.

The firm’s practice areas includes, banking and finance, (including project finance, capital markets and mutual funds), initial public offerings, insurance, commercial disputes, property law and conveyancing, corporate and commercial law, energy (including coal, oil and gas), mining, telecommunications, intellectual property, partnership, testamentary, air law (including aircraft leasing), shipping, taxation, direct and indirect, and dispute resolution by litigation and arbitration before international and domestic tribunals.

This firm’s strength is its team of experienced and trained lawyers who treasure the value of diligence and knowledge as well as creativity and innovation in addressing their client’s needs. FM aims to offer to its clients, legal advice that meets the clients’ needs and expectations, and in this it has been hugely successful as is evidenced by the firm’s ratings by various international journals.



The Infrastructure practice group at FM

The Infrastructure practice group at FM provides assistance and advice to clients in the railways, roads, bridges, and airports sectors.

The firm has a nationwide practice base and has successfully represented and advised numerous clients in the airports, airlines, railways and road transit sectors. We have advised various stakeholders (owners, developers, governments, investors, lenders, contractors etc.) in the infrastructure sector. The list of infrastructure projects handled by our counsel including negotiated infrastructure projects speaks for the firm's caliber in the said area of work. The experience of the firm with regard to infrastructure projects ranges from acting as a legal adviser to financiers of projects and the preparation and negotiation of the financing documentation, inter-creditor arrangements and trust and retention documents, to the carrying out of due diligence on the project contracts and preparing and negotiating project documentation for stakeholders.

Our services include advice related to structuring of Project Company, tax structures, advice on legal, regulatory and transactional issues at the various stages of project conception and execution. Our counsels provide the client complete legal solutions and advice from pre-qualification stage to bidding, to the tender process to final execution of documents.

An indicative list of our clients in the Infrastructure area is as follows:

1. Advised **Lufthansa** in relation to various documentations including the tender documents and concession agreements with the Bangalore International Airport Limited and the GMR Hyderabad International Airport Limited.

2. **Ministry of Finance, Government of India:** Advised in relation to the finalization of the bid documents in relation to the modernization of the Delhi Airport.
3. **Ministry of Finance, Government of India:** Advised in relation to the finalization of the bid documents in relation to the modernization of the Mumbai Airport.
4. Advised a Company in relation to **Delhi Metro Rail Project**
5. Advised a Company in relation to **Noida Toll Bridge Project**
6. Advised **PDCOR Limited** in relation to **Jalmahal Tourism Infrastructure Project** in Jaipur
7. Advised **Intercontinental Commerce Corp., USA** in relation to financing of their monorail project in India
8. Advised a large **South East Asian Conglomerate** in relation to Highway Projects in India
9. Advised **Tourism Finance Corporation of India** in relation to several of its projects in India
10. Advised a large **American Private Educational Institute**, Sylvan Learning Inc. to set up a private University in India.
11. Advised a **Finance Company** in relation to its Roadway Project in Lucknow
12. **STA Consortium Pte Ltd** in setting up a wholly owned subsidiary in India
13. **IDBI---Consortium, Mumbai International Airport Financing**

14. **Amma Lines** – Reliance, Rewas port project
15. Advised the **Brihanmumbai Electric Supply & Transport (BEST)** in association with TATA Consultancy Services (TCS) on the legal and regulatory aspects of the proposed restructuring of (BEST) broadly categorized into the Institutional Development Strategy (IDS) and Management Information System (MIS) study being conducted on behalf of the World Bank.
16. **Ministry of Finance:** Advised in relation to the finalization of the concession agreement including reviewing of, and rendering of comments on the Concession Agreement, State Support Agreement, the Shareholders Agreement and other related documents in relation to Hyderabad International Airport Limited.
17. **Rural Electrification Corporation Limited (REC):** Advised in relation to Project Finance of a Hydro-electric Mega power project by a consortium of eleven banks and financial institutions lead by Rural Electrification Corporation Limited (REC) of the 1200 MW Teesta III Hydroelectric Project with a loan of Rs 4560 Crores (approximately 1.14 billion \$).
18. **Foskor, South Africa:** Advised in its bid in relation to the disinvestment of Godavari Fertilisers and Chemicals Limited (GFCL).
19. **Indian Oil Corporation:** Advised in the matter of restructuring of Haldia Petrochemicals Limited and conducted process of due diligence and drafted transaction documents.
20. **Indian Oil Corporation:** Advised in its bid process (as member of an international consortium) for the acquisition of TUPRAS, Turkey.
21. Advising and working as the Lender's Counsel on behalf of **Power Finance Corporation Limited** for its various power projects located at Maharashtra.

22. Assisted the Ministry of Finance, Government of India in restructuring of **Dhabol Power Company (ENRON)** *vis-à-vis* settling of lenders' claims and reviving the project.
23. **Aviva Canada:** Advised for setting up its call center operations in India
24. **Posco India Private Limited:** Advised on its participation in the Haridaspur - Paradip Railway Project – specifically advised on the Shareholders Agreement. This is the first railway project by PPP in Orissa.
25. **National Highways Authority of India (NHAI):** Advised on the tender documents and various agreements/contracts.
26. Entire documentation of **Kondapalli Power Project (Lanco Group)** at Andhra Pradesh was handled and finalised by one of our Partners who was then head of the Legal Department of one of the premier financial institutions.
27. **Power Finance Corporation (PFC) -Sasan Ultra Mega Power Project:** Acted as Counsel on behalf of Power Finance Corporation (PFC) regarding the transfer of Sasan Power Project SPV to Reliance Energy.
28. **Power Finance Corporation (PFC) -** Bidding documents. Part of the team involved in the revision of the Standard Bid. Documents (Request for qualification, Request for Proposal and Power Purchase Agreement) being used for preparing the bidding documents for Ultra Mega Power Projects on behalf of Power Finance Corporation. The work involved review of Electricity act, the Governmental policies and discussions with Ministry of Power and PFC.
29. Documentation of the loan sanctioned by Power Finance Corporation to **Jindal Thermal Power Company Limited** (debt-refinancing) entailing vetting and finalisation of Loan Agreement, *Pari Passu* Agreement, Security Trustee and Agent Agreement, Pledge Agreement, Memorandum of Hypothecation, Indenture of Mortgage, Letter of Waiver, Deed of Re-Conveyance, Declaration etc. (Project cost-Rs. 1100 crores).

30. Documentation of the loan sanctioned by Power Finance Corporation to **Maharashtra State Electricity Board** in respect of thermal power station at Beed, Maharashtra entailing drafting of the Loan Agreement, Mortgage Deed / Undertakings, Board Resolution and opinion on the Title Search Report etc. (Project cost -Rs. 400 crores).
31. Documentation of the loan sanctioned by Power Finance Corporation to **Gautami Power Limited** in respect of its combined cycle power project in Andhra Pradesh entailing vetting and finalisation of Loan Agreement, *Pari Passu* Agreement, Security Trustee and Agent Agreement, Pledge Agreement, Memorandum of Hypothecation, Indenture of Mortgage, Letter of Waiver, Deed of Re-Conveyance, Declaration etc. [Project cost: Rs. 1500 crores].
32. Acted on behalf of Power Finance Corporation with respect to documentation of the loan sanctioned by Power Finance Corporation to **Himachal Pradesh Electricity Board** for Hydro Electric Projects in Kashang in Himachal Pradesh.[Project cost: Rs. 769 crore].
33. Acted on behalf of Power Finance Corporation Ltd. in connection with its financial assistance to **Enercon Wind Farms (Rajasthan) Pvt. Ltd.** and **Enercon Wind Farms (Jaisalmer) Pvt. Ltd** for procurement of equipment under Lease finance scheme for setting up wind farms in Rajasthan. [Project cost : INR 115 Crores].
34. Advised project developer on all aspects including the negotiation of the power purchase agreement, initial financing, regulatory and environmental approvals, issues relating to land acquisition and settlement of displaced persons, EPC contracts, vendor credit, insurance and all related issues in the **Maheshwar Hydel Projects for S.Kumars.**
35. Involved in negotiations, power purchase agreements, implementation agreements, State Government guarantees with MPEB for **Essar.**

36. Advised Citibank, the main lender in the Bhilai Project for Citibank / Larsen & Toubro.
37. Acted as Indian counsel for the lenders and advising on all Indian law issues relating to the project including power purchase agreements and financial documents both for foreign currency and rupee financing, devising an appropriate security package in consultation with the developers, Indian legal counsel, drafting and negotiating security documents to conducting detailed due diligence on the project especially with respect to statutory and regulatory approvals including environmental approvals and title to land for **Videocon Power Ltd.**
38. Advised on all aspects, carried out due diligence documentation for **Rural Electrification Corporation, India Renewable Energy Development Authority (IREDA)** with respect to several energy projects as under:
 - Suzlon Green Power Company Limited;
 - Bhomka Power Corporation Limited;
 - Suzlon Windfarms Services Company Limited;
 - Malwa Power Company Limited;
 - Himkailash Hydropower Private Limited;
 - Chamoli Hydro Power Limited; and
 - M.P. Windfarms Limited.
39. Advised Acted for **EPC Contractor** in a fast track Mega Power Project in Andhra Pradesh.
40. **EnBw International GmbH**: advised in relation to its proposed power projects in Andhra Pradesh.
41. Advised **IDFC**, the Financier in relation to Bio-energy Power Project in Lucknow.
42. General advisory role for the **Tata Electrical Companies.**
43. Advised **Southern Energy Asia Pacific** in relation to 3600 MW power project in Orissa.

44. Advised **Octagon Consolidated Berhad** in acquiring 3 major power plant companies in Southern India.
45. Advised **Global Renewable Energy Partners (GREP)** in its Windfarm Project in Karnataka, India.
46. Advised in respect of fuel supply agreement for the **IB Valley Power Project** in West Bengal.
47. Acted for **SIAL SBEC Bio Energy Limited** in respect of a captive cogeneration power plant in U.P.
48. **Power Grid Corp. Of India:** Tala Transmission Project, Advised on the bidding process and the project documentation, carried out negotiations of shareholders agreements, implementation agreements and transmission agreements.
49. **Steel Authority of India Ltd:** Disinvestment of Power Plants at Rourkela, Durgapur and Bokaro, Advising merchant bankers for transaction structure, procedures involved in tenders, drafting of share purchase agreement, shareholders agreement, assignment of business, fuel supply agreement and other definitive agreements. Also supervised the bidding process as legal advisors, reviewed and advised on the agreements between SAIL and NTPC for acquisition of the power plants.
50. **Energy Equity of Australia:** PPN Power Project, Involved in negotiations with Tamil Nadu Electricity Board. Advising
51. **Velcan Energy Holdings (Dubai) Limited** on a Hydro Power Project of upto 100 MW.



You Could Reach Us On:

	Email	Mobile
Bangalore		
Rachitha Hiremath	rachitha.hiremath@foxmandal.com	+91-99019 44550
Ashok Joshi	ashok.joshi@foxmandal.com	+91-96634 05000
Chennai		
Sanjeev Kumar	sanjeev.kumar@foxmandal.com	+91-98840 44022
Yathin Reddy	yathin.reddy@foxmandal.com	+91-98846 56789
Srinath Iyengar	srinath.iyengar@foxmandal.com	+91-99400 45709
Dhaka		
Alamin Rahman	alamin.rahman@fma.com.bd	+880-17130 61213
Hyderabad		
Swati Sinha	swati.sinha@foxmandal.com	+91-98109 70477
Kolkata		
Som Mandal	som.mandal@foxmandal.com	+91-98308 01808
Indranil Rudra	indranil.rudra@foxmandal.com	+91-90733 77516
Biswarup Mukherjee	biswarup.mukherjee@foxmandal.com	+91-78382 13753
Mumbai		
Subrata Sen	subrata.sen@foxmandal.com	+91-98201 55521
Vijay Kumar	vijay.kumar@foxmandal.com	+91-98914 66518
Vandana Mishra	vandana.mishra@foxmandal.com	+91-99200 88351
New Delhi		
Sangeeta Mandal	sangeeta.mandal@foxmandal.com	+91-95999 45323
Mamta Tiwari	mamta.tiwari@foxmandal.com	+91-98100 79469
London		
Som Mandal	som.mandal@foxmandal.com	+91-98308 01808 +44-79609 33497
Surat		
Srinath Iyengar	srinath.iyengar@foxmandal.com	+91-99400 45709