





TEAM CORPORATE PROFESSIONALS





ABOUT CORPORATE PROFESSIONALS

Corporate Professionals (CP), a group of dedicated, research oriented and skilled professionals is pioneer in delivering innovative and distinguished corporate business solutions through a unique model of integrated legal and financial consulting services since 2003.

Within the group, is nestled a boutique law firm, rendering quality services in the field of Company Law, Insolvency Law, Securities Laws & FEMA, Corporate Restructuring, Corporate Taxation, Global Business Setup, Compliance Management, Documentation, and Regulatory Approvals.

The Group also offers Investment Banking, Transaction Advisory, Valuation and Business Modelling services through Corporate Professionals Capital Private Limited, a SEBI Registered (Category-I) Merchant Banker.

The Group with its focus on serving the clients with utmost efficiency, integrates its knowledge and expertise with Information Technology to customize the products, and offers path breaking solutions to meet their business strategies. The Group has expertise in dealing with complicated transactions and has completed more than 7000 assignments of over 1000 Corporate Houses, comprising both domestic and multi-national companies. High Integrity and confidentiality in dealing with clients and assignments undertaken is deeply inculcated in the team.



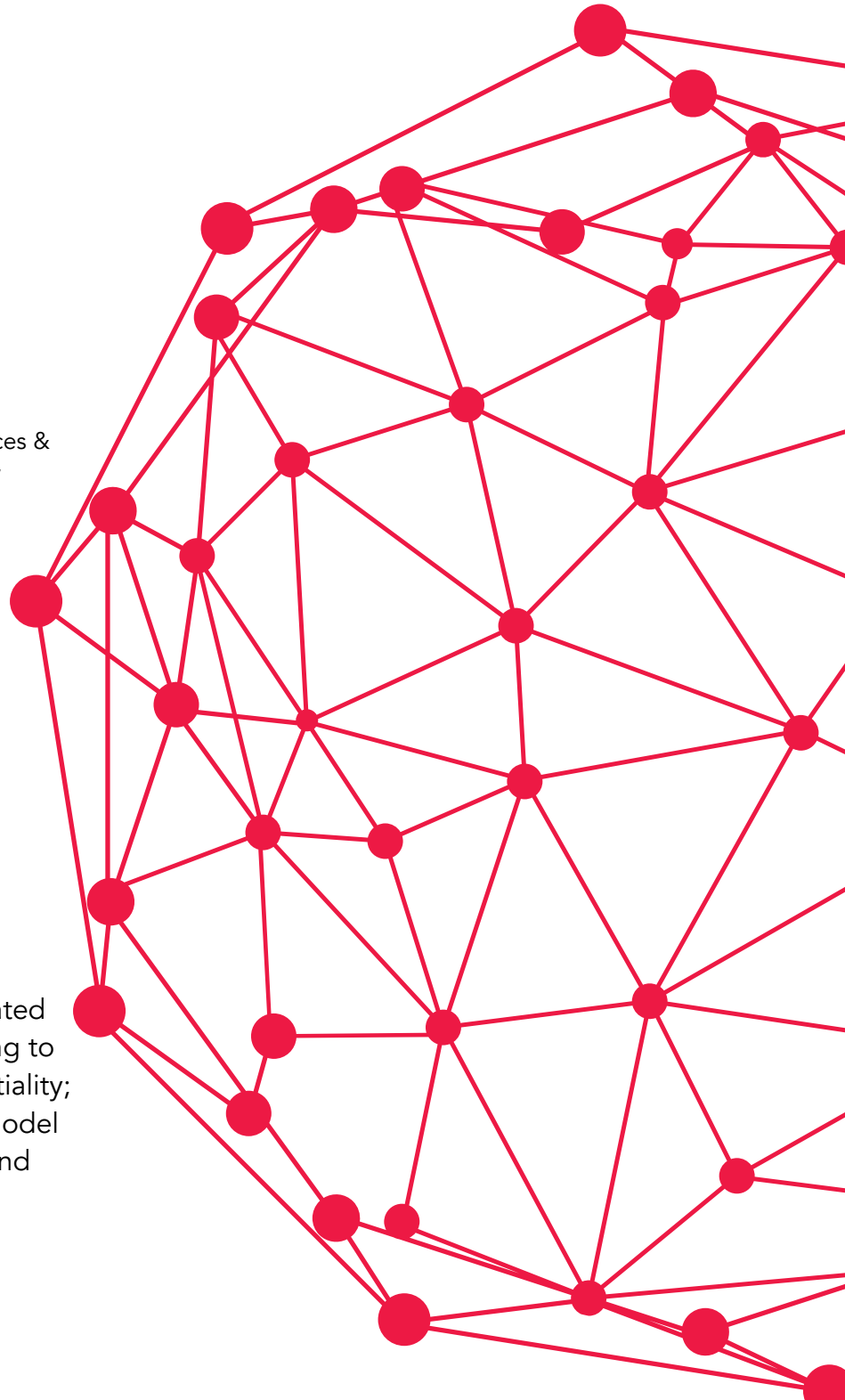


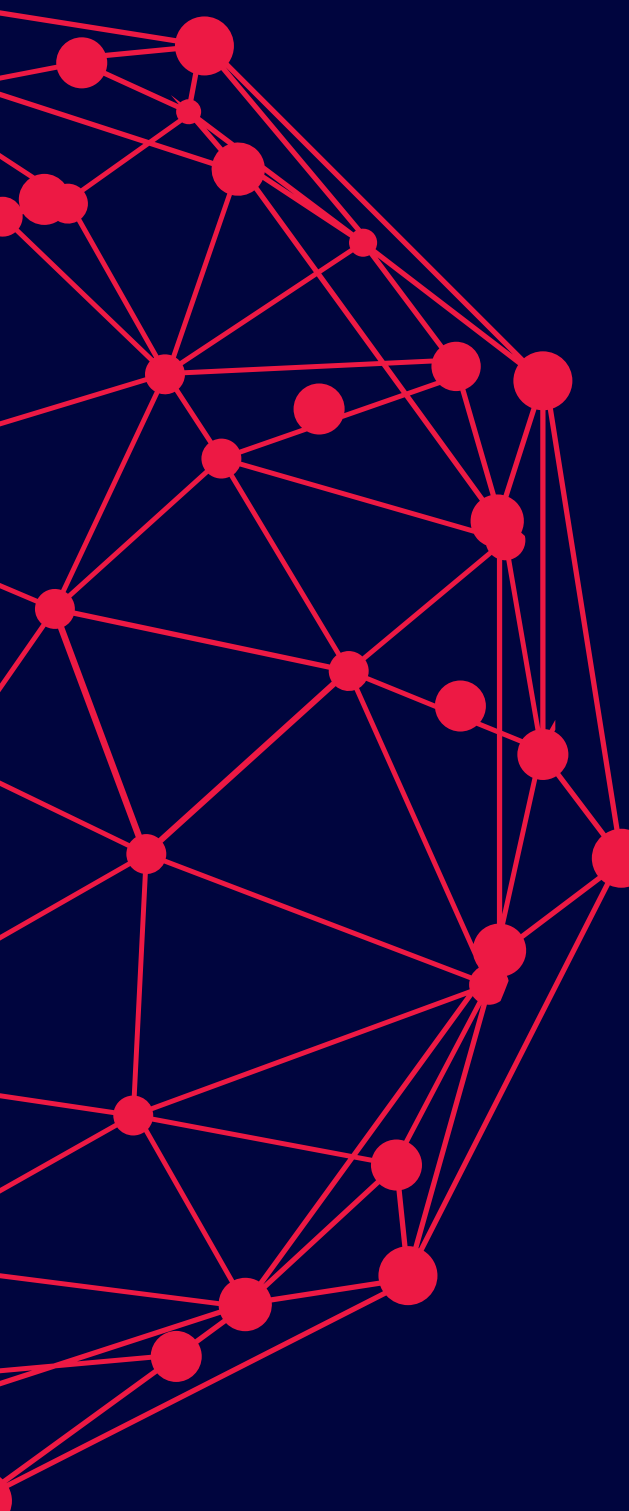
Our Vision

"To be a leader in providing Value Added Services & Innovative Business Solutions across the globe."

Our Mission

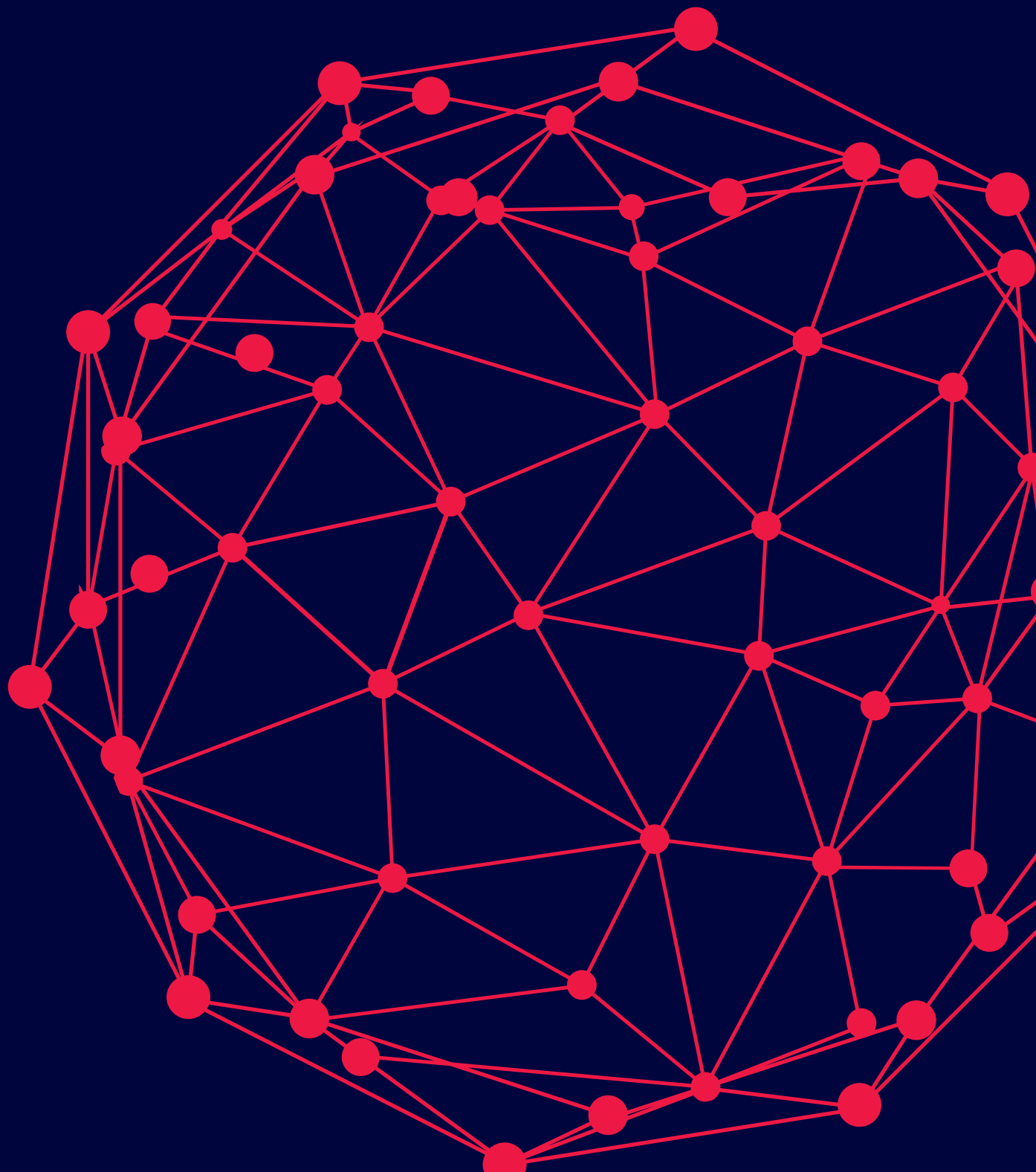
"To provide services based upon the stated and unstated needs of clients conforming to professional ethics, integrity & confidentiality; through our Collaborative Commerce Model to ensure simplicity, cost effectiveness and efficiency along with excellent quality."





Why us

- Client centric approach
- Proficient solutions to complex problems
- Ethical business practices
- Transformational Leadership
- Dedicated and motivated team
- Leveraging innovation in products and services
- Research driven approach
- Technology led strategies





OUR SERVICES AT A GLANCE

- **Transaction Advisory Services**
 - » Mergers, Acquisitions and Transaction Advisory
 - » Insolvency Resolution Services
 - » Valuation & Biz Modelling
 - » Capital Market Services
 - » ESOP Advisory and Management
- **Legal and Regulatory Advisory Services**
 - » Company Law Advisory
 - » Securities Law Advisory
 - » Forex Law Advisory
 - » Competition Law Advisory
 - » Tax Law Advisory
 - » India Entry Services & Business Setup
 - » Global Business Setup
 - » Corporate Litigation & Representations
 - » Risk, Assurance & Due Diligence
 - » Documentation & Drafting



OUR SERVICES

TRANSACTION ADVISORY SERVICES

MERGERS, ACQUISITIONS AND TRANSACTION ADVISORY

Our Team, with outstanding credentials and right blend of corporate legal and finance professionals has successfully advised and managed over 400 Mergers, Demergers, Acquisitions, Takeovers and Corporate Restructuring Transactions of Corporate Houses operating in different sectors such as Infrastructure, Real Estate, Auto Components, Capital Goods, Power, Finance and Investments, NBFC, Broking, Pharmaceuticals, IT and ITES, Iron & Steel, Metals, Steel Products, Plastic Products, Sugar, Textiles, Consumer Goods, Capital Goods, Mining, etc.

The Team provides end to end solutions for all kinds of M&A and corporate restructuring transactions viz., need analysis, planning & strategy making, business valuations, documentation and regulatory approval support to ensure successful transaction closing. The Team has developed the website “www.takeovercode.com winner of TATA-NEN Hottest Startups Award 2008”, which is an up-to-date knowledge hub that gives opportunity to the users to stay in touch with all happening in the world of Takeovers.

Key Offerings

- Mergers & Amalgamations;
- Demergers & Hive Offs;
- Company and Business Acquisitions;
- Takeover Open Offer;
- Slump Sale & Asset Sale;
- Deal Structuring, Negotiation & Joint Venture Advisory;
- Business Restructuring and Financial Re-engineering;
- Pre & Post Approvals for Corporate Restructuring/Capital Restructuring;
- Group Reorganization & Succession Planning;
- Cross-Border M&A Transactions.



INSOLVENCY RESOLUTION SERVICES

Corporate Restructuring has always been a niche area at CP and hence since the inception of the Insolvency & Bankruptcy Code in December 2016, it has dedicated a research oriented multidisciplinary team of professionals for its Insolvency Resolution Practice. The team, with its immense experience in revival and restructuring of companies, within this short span of time has successfully advised more than 25 corporate insolvency resolution process. The Team has developed the website www.insolvencycode.com and has come out with a publication 'Compendium on Insolvency and Bankruptcy Code, 2016.'

The Team with a panel of Insolvency Resolution Professionals aims to provide comprehensive services to all the stakeholders viz. Corporate Debtors, Financial Creditors, Operational Creditors and Resolution Professionals and Resolution Applicants under insolvency resolution processes.

Key Offerings

- Planning and Strategy making relating to Insolvency Resolution;
- Advising and assisting Resolution Professionals in resolution process management;
- Due Diligence of Corporate Debtor;
- Handling and managing Litigations relating to Insolvency resolution process;
- Advising, filing claims and representing on behalf of Operational and Financial Creditors;
- Formulation & Implementation of Resolution Plans and Control Transition Support;
- Assistance in managing liquidation process;
- Voluntary Liquidation Services.
- Deal Assistance & Investment Planning
- Advising on Distressed Assets Opportunities;



VALUATION & BIZ-MODELLING

Our dedicated and research oriented Team, functioning under Corporate Professionals Capital Pvt. Ltd., a SEBI Registered (Cat-I) Merchant Banker, provides complete Valuation Solutions. The Team with more than 12 years of focused Valuation practice created a niche by executing 850 Valuations, worth USD 25 billion for clients of international repute in different context and across varied industries including Auto & Auto Components, Capital Goods, Chemicals, Construction Materials, Consumer Durables, e-commerce, FMCG, Financial Services, Healthcare & Pharma, Hotels, Industrial Machinery, IT Software, IT Hardware, Media, Metals and Mining, Paper, Power and Renewable Energy, Real Estate, Retail, Telecom, Textiles, Transportation and Infra etc.

Our team regularly does research and publishes articles and case studies on varied valuation issues and sectoral trends. We are empaneled with BSE and NSE as an Independent Valuer for valuation of exclusively listed companies (ELCs) on Dissemination Board (DB) for providing Exit Opportunity to the Public Shareholders, GAIL (India) Limited for valuation of its Start-up portfolio companies and with Power Finance Corporation Ltd. (PFC) for Valuation of different projects.

The website www.corporatevaluations.in, dedicated to Business Valuation in India and our latest publication on “Business Valuations in India - beyond the numbers”, India’s first comprehensive book on Valuation under the new regulated regime, Foreword for which has been written by Mr. Mark L. Zyla, Chairman, Standards Review Board, International Valuation Standards Council (IVSC), exhibit Team’s deep understanding and proficiency on the subject.

Key Offerings

- Business Valuation;
- Share Valuation;
- Derivative / Options Valuation;
- M&A Valuation and Swap Ratio;
- Brand Valuation;
- Fairness Opinion;
- Insolvency / Bankruptcy Valuation;
- ESOP and Sweat Equity Valuation;
- Regulatory Valuations (RBI, Income Tax, Companies Act, SEBI, IBC);
- Registered Valuer Services;
- Financial Reporting Valuation (IND AS);
- Property Plant and Equipment Valuation;
- Business Modelling Services.



CAPITAL MARKET SERVICES

Our excellently positioned Team assists the listed companies in planning and structuring their further issuance of securities, advising on listing related issues, representing and obtaining pre and post approvals and clearances from the Stock Exchanges/SEBI, and provides a back end support for undertaking complete corporate actions in a devised manner.

The Team follows a holistic approach in advising its clients and develops sound strategies. The Team has handled over 500 listed conglomerates and delivered successful results.

Key Offerings

- Issue Management-IPO/FPO/SME/Rights/Debt/QIP Issuances, etc.;
- Pre & Post Approvals–Fund Raising-Equity/ Preference Capital/ Debentures;
- SEBI Approvals & Exemptions under Securities Laws;
- Listing of Non-Convertible Debentures;
- Direct Listings-listings without IPO;
- Delisting Services–Reverse Book Building/ Small Company Delisting;
- Buy Back of Equity Shares;
- Revocation of Suspended Companies;
- Advisory and Assistance;
- International Listing Advisory.

ESOP ADVISORY AND MANAGEMENT

Our ESOP Advisory Team, a “360 degree ESOP SERVICE PROVIDER” offers one stop solution on all ESOP’s requirements encompassing Legal, Taxation, Regulatory and Management support. To ensure continuous and distinct services at the client’s doorstep, the team has developed ‘ESOP GUARDIAN’, a web-based comprehensive system for managing and administrating ESOPs and has also developed a website www.esoponline.in. The team has designed equity based compensation plans for more than 400 companies across 26+ different industries all over India within a short span of 4 years.

Key Offerings

- Planning/Documentation/Designing of Equity Based Compensation/Sweat Equity Plans;
- ESOP Implementation & Management;
- Accounting and Valuation;
- Regulatory Compliance Support;
- Advisory and Assistance;
- ESOP Trust Services.



LEGAL AND REGULATORY SERVICES

COMPANY LAW ADVISORY

The Companies Act 2013 has ushered in a new era of corporate governance, transparency and investor activism. We have emerged as one of the leading organization having in-depth knowledge and expertise of the entire subject. The highly experienced and knowledgeable team focusses on turning business complexities into simplicities by ensuring compliances, reporting and governance, thereby allowing our clients to concentrate on their business.

The Team also offers complete bouquet of services related to Companies Act, 2013 under one roof to various companies including PSUs, MNCs, listed and unlisted companies right from advisory till execution of required actions. The sectors served by the Team include Aerospace, Media, Power, Manufacturing, FMCG, Infrastructure, Real Estate, Electrical, Medical Instruments, Pharma, Auto Ancillary, Information Technology, etc.

Our bestselling publications on Companies Act, 2013, Mobile app named as Companiesact.in and website developed on Companies Act, 2013 viz. www.companiesact.in truly reflect our team's in-depth research skills and understanding of the subject.

Key Offerings

- Corporate Secretarial Services;
- Transaction Advisory & Assistance;
- Legal Opinions;
- Advisory and Process Implementation on all corporate actions including related party transactions, loans and investments, fund raising, change in Board of Directors etc.;
- Compliance Audit & Governance Audit;
- Corporate Compliance Management;
- Representations before Registrar of Companies, Regional Director, Official Liquidator, Ministry of Corporate Affairs & National Company Law Tribunal, National Company Law Appellate Tribunal and other forums.



SECURITIES LAW ADVISORY

Our specialized Team in Securities Laws provides wide-ranging legal and transactional advisory services to Listed Companies, Investors and SEBI Registered Intermediaries viz. Stock Brokers, Fund Houses, Private Equity Players, etc. The Team also provides a single-point solution platform to all market intermediaries, listed companies and investors to deal with varied complex issues arising out of varied SEBI Regulations and Regulatory actions and also offers precautionary advice to avoid fallbacks. The Team has successfully handled more than 500 transactions of Listed Companies, Registered Intermediaries and other market players.

Key Offerings

- Advisory and opinion;
- Securities Law Audit;
- SEBI Investigation, Inspections and Adjudications;
- Representations before Member, Adjudication officer and committees including Stock Exchanges Committees;
- Compounding & Settlement Advisory;
- Appeals before Appellate Tribunal;
- Intermediary Registration;
- Registration and Advisory for AIF; REITS InvITs and other Funds etc.;
- Handling Investment related issues of Investors including FPIs, AIFs, FVCFs, Family Offices and HNIs etc.

FOREX LAW ADVISORY

With our specialized team, we aim to advise and assist our clients in understanding the complexity of law, devising the Investment Structures, obtaining necessary Regulatory Approvals, Audit & Assurance and meeting the Compliance & Reporting Requirements. The focus remains in devising best transaction structures and advising on a range of legal issues from pre-investment to post investment operations.

Besides, the team has also conceptualized and developed the only website providing advisory and solutions on Foreign Exchange Laws of India, viz. www.femaindia.in

Key Offerings

- Transaction Advisory on inbound and outbound investments, external commercial borrowing, acquisition or transfer of immovable property, remittance;
- Legal Opinions;
- Audit and Assurance;
- Regulatory Approvals- RBI, DIPP, Industry Regulator;
- Compliance and Reporting;
- Compounding Services;
- Representations & Appeals.



COMPETITION LAW ADVISORY

Competition is omnipresent and free and fair competition is one of the most important pillars for the development of markets and balanced economic growth. Competition laws are a specialized field requiring not only legal expertise but also deep commercial and financial insight.

Our team comprising legal and financial professionals have developed expertise in advising on all issues arising under the law including Combinations or M&A transactions, abuse of dominance, cartelization etc. Also strong tie-ups with experts in the field and varied industry help us serving our clients better.

Key Offerings

- Advisory and Opinions;
- Approvals from the Commission in case of Combinations;
- Legal representations and handling cases of abuse of dominance and cartelization;
- Review and advisory on the agreements and collaborations attracting competition.

TAX LAW ADVISORY

Our highly acclaimed and richly experienced team of professionals specializes in Indian Income Tax and procedures of the Indian Legal System. Dedicated to corporate tax planning and implementation, the team counsels Companies, Firms, High Net worth Individuals and others on highly complex taxation matters.

Key Offerings

- Corporate Tax Planning & Management;
- Domestic & Cross Border Deal- Tax Structuring & Planning;
- Tax Appeals before Commissioner (Appeals), ITAT, High Courts & Supreme Court;
- Search & Survey Proceedings;
- Tax Assessment & Representation before Settlement Commission, Dispute Resolution Panel and Authority for Advance Ruling;
- Transfer pricing and international taxation appeal matters;
- Handling Complex tax issues with respect to Joint Ventures, collaborations, etc.



INDIA ENTRY SERVICES & BUSINESS SETUP

India's attractiveness as an investment destination is growing every year and businesses across globe are keeping an eye to set-up their operations in India. Our dedicated team assists organizations in understanding Indian regulatory framework and provides them adequate support in setting-up of their operations in a smooth manner. We provide comprehensive business set-up solutions to entrepreneurs from outside and within India, right from advising the suitable business form till obtaining of all required approvals/licenses needed to kick start operations.

Key Offerings

A. Business Setup

- Advisory on Best Business Model;
- Registration of Company/LLP/ Foreign Branch /Liaison Office;
- Statutory pre-setup Regulatory approvals from RBI, DIPP, SEBI etc.;
- Business and Tax licenses & approvals;
- Advisory on regulatory environment including Foreign Investments;
- Business Search Reports;
- IPR Registration.

B. Business Support

- Corporate Secretarial;
- Accounting & Payroll Processing;
- Compliance Management;
- Statutory & Voluntary Audit.

GLOBAL BUSINESS SETUP

Indian dynamism, entrepreneurship and enthusiasm is seeking new horizons across the globe. Presence of the business abroad is one of the most important part of the Business Expansion Policy now-a-days. Globalization is the aim of every business organization but this requires certain rules and regulations to be taken care of. In all your legitimate endeavors across the globe, we offer credible services relating to the setting up of business outside India in accordance with the applicable laws prevailing in India along with the rules and regulations of the local laws of the host country.

Key Offerings

- Identification of the suitable territory outside India taking into consideration the purpose of the proposed business setup;
- Advisory on the legal configuration of the business;
- Registration of the name with the authorities of host country;
- Incorporation of the business entity with the authorities of host country and preparation of ancillary documents;
- Assistance on remittance of funds and opening of bank account with foreign bank;
- Registration with the tax authorities of host countries;
- Acquisition of industry specific license from the authorities of host country.



CORPORATE LITIGATION & REPRESENTATIONS

Our dedicated team of professionals includes lawyers, Company Secretaries, Chartered Accountants, Insolvency Professionals with expertise and experience across Industries. Having dealt with over 1000 cases, the Team hones the skills of effective drafting and representing before courts, quasi-judicial bodies/Tribunals/Forums viz. NCLT, NCLAT, SAT, ITAT, CCI, DRT, Appellate Tribunal for Foreign Exchange. We also provide services in the area of Alternate Dispute Resolution and render strategic solutions to the disputes at hand.

Key Offerings

- Oppression and Mismanagement;
- Corporate Insolvency Matters;
- Mergers and Corporate Restructurings through Tribunal process;
- Class Action Suits;
- Alternate Dispute Resolution and Arbitrations;
- Commercial litigations;
- Other Corporate Litigations.

RISK, ASSURANCE & DUE DILIGENCE

Our Specialized Team comprising legal and financial professionals employ multi-disciplinary approach in analyzing the transaction and industry related risks, commercial and financial viabilities, prospective growth and future contingencies, tax implications and work to deliver the most efficient report with possible solutions and suggestions. The Team has successfully carried due diligence for companies engaged in varied sectors including pharma, electrical, auto-ancillary, education, infrastructure, real estate, energy, NBFC, etc.

Key Offerings

- Due Diligence for Public Issue;
- Due Diligence for Takeover & Acquisitions;
- Due Diligence for Joint Ventures and Investments;
- Due Diligence for Forex and Overseas Transactions;
- Due Diligence for Fraudulent Transactions;
- Legal and Compliance Due Diligence;
- Financial Due Diligence;
- Labour Laws Due Diligence;
- Due Diligence for any other Commercial transactions.

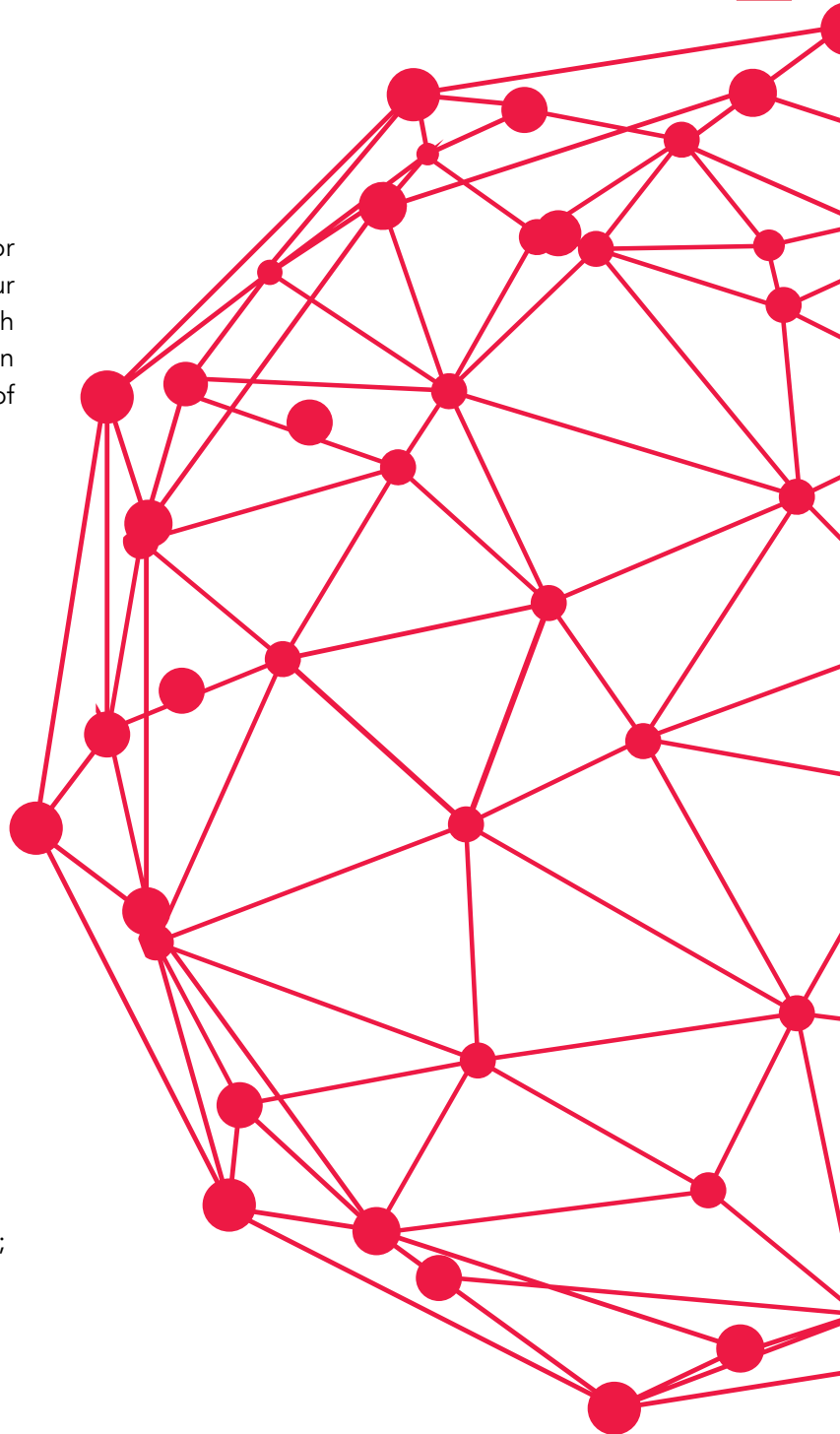


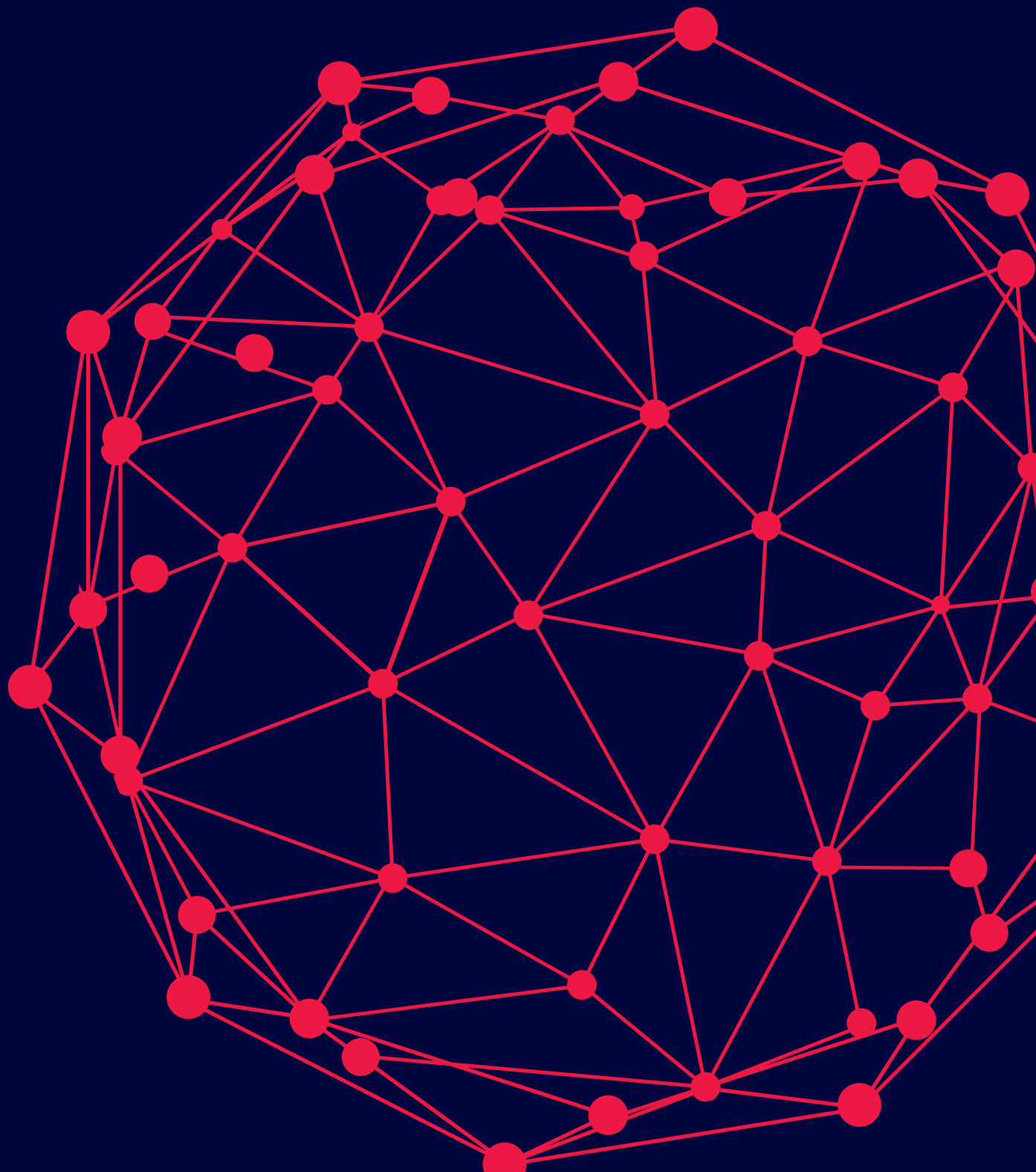
DOCUMENTATION & DRAFTING

The effective legal documentation is imperative for smooth functioning and growth of the business. Our Team understands the industries and sectors in which the business operates and applies years of experience in preparation of effective documentation and drafting of binding contracts amongst the parties.

Key Offerings

- Joint Venture Advisory, Negotiations and Drafting of Definitive Agreements;
- Share Purchase/Share Subscription/ Shareholders' Agreements;
- Business Purchase; Asset Purchase; Slump Sale Agreements;
- Drafting of Memorandum & Articles of Association;
- Drafting Prospectus, Information Memorandum, Letter of Offer etc.;
- Secured and Unsecured Loan Agreements; Securitization Agreements; Debenture Agreements;
- Trust Deeds & Trusteeship Agreements;
- Technology Transfer and Technology Sharing Agreements;
- IPR Licensing/ Assignment Agreements;
- Employment Contracts;
- Non-Disclosure and Confidentiality Agreements;
- Non-Compete Agreements;
- Other Service/ Business/ Commercial Agreements.







Our Products

Our Products provide Customized Solutions and are designed specially to cater to variety of subjects, laws and processes to meet different requirements of corporates in one go. The innovative and specialized products have numerous to offer for each end. It is our USP to provide comprehensive services to fulfill the stated and unstated needs of our clients with our unique products.

Corporate Value Enhancer

Unlocking your hidden treasures

“Corporate Value Enhancer” is one of the most innovative and multi-disciplinary financial product which provides customized solutions while strategizing and implementing Value enhancement and Wealth maximization framework for Public Companies with low valuation but high growth potential. It is also apt for creating right value for companies planning to tap capital market/raise Funds.

The product is broadly targeted for three classes of Business:

- (i) Closely held business with great growth potential;
- (ii) Companies planning to tap capital market for funds requirement; and
- (iii) Companies already listed but with low market capitalization as compared to peers.



Financial markets are inherited with volatilities and there is no assurance of returns on investments. Notwithstanding expert qualification and immense experience, it is common to face challenge while deciding upon any proposed Investment and post Investment vis-à-vis valuations, disclosures, transparency, governance, growth and action plans, whether to exit, when to exit etc.

“Corporate Investment Protector” is designed especially for Strategic Investors, PE Funds, High Net-worth Investors, Alternate Investment Funds and Venture Funds etc. to assist them in all life cycles of Investment.

The Product assists the investors at various levels of Investment broadly on the following:

- To carry out Pre Investment Valuations, Due Diligence; analysis of market perception of the Company; Promoters & management and Agreements and other documentations.
- During the Investment, it keeps a track of Company's growth and value; checks statutory compliances and those promised under Agreements; and aims at ensuring Transparency & good Governance practices.
- Importantly it may assist the decision to exit and timing & valuations for exit.
- In cases wherein investor faces issues like Poor Governance; breach of Investment terms by promoters; clash of investor-investee interest; scams and frauds, the product can assist the Investor in strategizing and legal preparations and representations.



Corporate Governance, is the most important factor for any organization. Success of any business depends upon the extent to which transparent and ethical governance practices are imbibed in its culture and systems. Today, value of an organization is derived from the level of corporate governance. A profitable organization, how big it is, will never attract investors' confidence, if it lacks in governance.

We help organizations in understanding the importance of a well-defined corporate governance framework. Our team closely works with companies in implementing best governance practices considering the nature of the business and sector in which they operate.

“Corporate Governance Mentor” is useful for listed and unlisted companies as it helps in –

- Assessing current CG practices being followed in the organization;
- Implementing effective systems & practices in the Governance Framework.

This product has been used for assessment of ASSOCHAM's last two years Corporate Governance Awards.



IT BASED PRODUCTS



With the business affairs getting more complex and regulatory laws more tightened, adhering to all the applicable laws, rules and regulations, for a company to operate in a compliant manner has become a necessity. Developed keeping in mind such diversified needs of companies, “INSILYSIS” provides a centralized infrastructure for monitoring and preventing *Insider Trading* related activities in a company by its connected persons or by persons having direct or indirect access to unpublished price sensitive information. It helps the companies to comply with the SEBI ‘Prohibition of Insider Trading Regulations , 2015 ‘ in an efficient and effective way by ensuring that all the regulatory disclosures, compliances and approvals required as per law are made in time. It allows you to announce window open / re-open period, annual / half yearly holding statements, pre-dealing approvals, post dealing updates, reporting with the stock exchanges, documentation, disclosures, etc. It captures information into a central database allowing you to generate all reports required for Insider Trading at a click from one single location.



“ESOP Guardian” is a Specialized Software designed especially to take care of all the database management needs pertaining to ESOPs of any Company-be it listed or unlisted. As the name suggests, it is a Guardian of the Company's ESOP Scheme(s) and Employees availing the same. It is a simplified software and easily understandable even to all- Management as well as Employees. It is a smart way of managing complete ESOP data by a company. It is a tool for the Employees to view and manage their ESOP Portfolio and for the Management to keep a track of all the ESOP transactions. Being Online, it is accessed just at a Click.



“CompanyWiki” is an innovative product that provides information on companies registered under various jurisdictions across the globe on matters like incorporation details, management, financial position, shareholders, regulatory actions, ownership structure etc. We source data from regulatory filings, analyze and present the same in a customized form which helps in faster decision making in situations like acquisition, joint venture, investigation etc. Our expert team understands the requirement of clients and delivers the best suited information in a turnaround time.



TECHNO-LEGAL VENTURES



www.companiesact.in

Launched at the hands of Ms. Renuka Kumar, Joint Secretary, Government of India, Ministry of Corporate Affairs in the year 2013, companiesact.in is first of its kind portal to extensively provide unmatched resources of legal research on the Companies Act, 2013. The website not just showcases extensive and in-depth research work on the new law but also acts as a platform for discussing various opportunities/ issues/ problems for professionals and corporates.

The Site is useful both for corporates and professionals. The site contains latest updated legislations constituting sections, rules, notifications, research articles, presentations on intricate issues, ready reckoners, calculators, Q & A section, Classroom series, etc.

It acts as single reference window for all ins and outs of Companies Act, 2013. With its innovative features, the website offers a completely new way of reading and understanding the law; thus contributing to make the transition period from old law to new law much simpler for its stakeholders.



www.insolvencycode.com

Unveiled at the hands of Dr. M. S. Sahoo, Chairperson, IBBI in the presence of Hon'ble Mr. Justice M.M. Kumar, President NCLT on 30th August, 2017, insolvencycode.com is a dedicated knowledge portal for new Insolvency and Bankruptcy Code. Through this site, we are providing research based comprehensive information on Insolvency & Bankruptcy Law.

The Site is useful for stakeholders including insolvency professionals, companies, investors, creditors, etc. The Site has Real Time Updated information on Insolvency Law. Besides the texts of Code, Rules, Regulations, Circulars and Notifications, all critical judgements of Supreme Court, NCLAT, NCLT benches with synopsis, Information Cafe with several in house written analytical articles, Presentation & Infographics, all major news have coverage at one place. It also contains a section on procedures under the Code.



www.takeovercode.com

Launched at the hands of Mr. C. B. Bhavé, Chairman, SEBI in 2008 and winner of "TATA NEN - Hottest Start-up Award 2009", "Frenching India Top 100 Business Idea Award", takeovercode.com is the first of its kind interactive web-portal for providing information and solutions of complexities involved in the Indian Takeover Regulations. It is the first techno-legal venture of Corporate Professionals.

The Site is useful for Promoters, Companies, Merchant Bankers, etc. The site, with customized pages for various stakeholders, has Real Time Updated information on Indian takeover Law, huge knowledge inventory, all critical judgements of Supreme Court, SEBI and SAT with synopsis, several analytical articles, interactive discussion forum and several useful calculators to understand implications of Law.



www.corporatevaluations.in

Launched in the year 2012, corporatevaluations.in is the first and only web portal dedicated to Business Valuations in India. The site is a one stop repository for Business Valuation and provides insights into various valuation concepts, practical issues, news and trends. Managed by expert valuation professionals, the site also contains 'Ask an Expert' Section.

The Site is helpful for investors, shareholders and professionals. The site contains Online Valuation calculator, Research articles, case studies and presentations.

Updated news on valuation are also hosted on the site regularly to make it an effective clients' service knowledge base.



www.startbizindia.in

startbizindia.in, launched in 2009, offers comprehensive contents and services to any entrepreneur whether resident or non-resident, who is looking to set-up Business in India. Apart from setting-up, it offers useful contents on how to grow and if required, close any business. The Site is useful for entrepreneurs. The Site has following features:

- In-depth knowledge on setting-up business in India;
- Research Articles on nature of the business to be set up;
- Comprehensive information on the registrations and licenses required;
- Useful tools to access quick information.



www.esoponline.in

Launched in the year 2011, esoponline.in is a one stop solution that provides detailed information on the law, implementation strategy and the governance of Employee Stock Options in India.

This Site is useful for all companies, private or public, willing to reward their human capital with the ownership in the form of employee stock options. The Site provides all information related to ESOP's such as applicable laws, frequently asked questions, research based articles and regulatory updates.



FEMAIndia.in

www.femaindia.in

femaindia.in is destined to be your advisor for one of the most complex laws in India, i.e., FEMA, 1999 and rules and regulations made thereunder. It is the only website designed to provide comprehensive solutions for the foreign exchange transactions involving person resident in India and implementation strategy.

The Site is useful for Persons Resident in and outside India including both Corporates and other Business Houses, Non-Resident Indians and Overseas Citizens of India.

The Site, besides containing the text of the Act, Rules, Regulations, Circulars and Notifications, aims to provide necessary real time information on any change in the law and its impact on the business industry. Under the Q & A section user can inquire and seek replies to their questions on the law, the process to be followed and the activities to be undertaken in a particular transaction. The most interesting section of the website is the 'Calculator' designed to determine the limits and the eligibility criteria of investments in or outside India.

OUR RESEARCH PUBLICATIONS

- **Business Valuation in India-beyond the numbers-** Launched by Shri G.N. Bajpai, Former Chairman, SEBI in presence of Shri Makarand Lele, President-ICSI and Officials from International Valuation Standards Council (IVSC) and International Institute of Business Valuers (iIBV)
- **Compendium on The Insolvency and Bankruptcy Code, 2016-** Launched at the hands of Hon'ble Mr. Justice M.M. Kumar, President NCLT in presence of Dr. M.S. Sahoo, Chairperson, IBBI
- **Companies Act 2013 along with Rules & Forms, Edition- 2017** -A Best seller on Companies Act 2013
- **Companies Act 2013** - An Integrated Section wise approach, Edition 2016-Released by Shri Tapan Ray, the then Secretary to the Government of India, Ministry of Corporate Affairs
- **India Business Set-up Guide**
- **SEBI Takeover Code – Compendium of Queries AND**
- **SEBI Takeover Code – Compendium of Open Offer-** both Released by Dr. M. S. Sahoo, the then Whole Time Member, SEBI
- **Depositories Law, Practice & Procedures-**Released by Shri D.R. Mehta, the then Chairman, SEBI
- **Guide to Depositories.**



FOUNDER

Mr. Pavan Kumar Vijay



Mr. Pavan Kumar Vijay, Founder and Managing Director, Corporate Professionals holds a Master's degree in Commerce, degree in law and is a Fellow Member of the ICSI. He possesses over 26 years of experience in Capital Markets & Financial Services. Before founding Corporate Professionals in 2003, he was the Managing Director of BLB Limited, a biggest Corporate Stockbroker (specializing in arbitrage) of the time. He has the distinct honour

of becoming one of the youngest President of the Institute of Company Secretaries of India (ICSI) in the year 2003.

Mr. Vijay has richly contributed towards working of various committees set up by the Central Government, Regulatory Authorities, Professional bodies, Chambers of Commerce and Industry and Social Organizations, etc. Presently he has been nominated as Chairman of Secretarial Standards Board of the ICSI (5th consecutive term); Chairman, Company Law and Corporate Governance Committee of PHD Chamber; Chairman, Core Group for Vision New ICSI-2022 (2nd consecutive term), that besides formulating the Vision New ICSI-2022 also restructured the new CS curriculum. He has also been nominated for 5th consecutive as Chairman of M&A National Council of ASSOCHAM. He is actively contributing towards social causes and is a Trustee of Consumer Education and Research Centre (CERC), Ahmedabad and an Executive Member of Prays Social Welfare society, Faridabad.

He has immense interest in IT and IT related products and is a great believer of use of information technology in financial

and legal services for simplification of procedural works and improving quality and efficiency in delivery of services. His approach is evident from various IT Ventures of the Group including www.takeovercode.com which was awarded the 'TATA NEN Hottest Startups Award 2008', for being the most innovative business model.

Mr. Vijay has delivered over 450 lectures on Corporate Restructuring, Financial Structuring, Corporate Governance, Company Law, Securities Law, Mergers & Acquisitions, Takeovers, Fund Raising, etc. He has appeared on various TV news channels in panel discussions, talk shows and interviews, etc. and is quite active on various social media sites.

He is also a prolific writer and has authored/co-authored eight books; several articles; research papers; and reports. His recent best seller books are "Companies Act, 2013", "Companies Act, 2013 and Rules & Forms", "Rules and Forms under Companies Act, 2013" and "Companies Bill 2012. His other widely acclaimed publications are "SEBI Takeover Code", Depositories Law, Practice & Procedures', Guide to Depositories.

His passion towards acquiring and sharing knowledge has driven him to countries like USA, UK, Russia, Europe, (France, Austria, Italy, Netherlands, Switzerland, Belgium) Middle East (Dubai, Abu Dhabi), East Asia (Singapore, Malaysia, Thailand) and Scandinavian Countries (Sweden, Denmark, Norway, Finland, Netherland) & Latin America (Costa Rica) Indonesia and Bhutan.

MENTORS

Dr. R. K. Agarwal



Dr. R. K. Agarwal, a Fellow Member of the ICAI and ICSI is also an Associate Member of the ICAI-CMA. In addition, he possesses M.Com, MBA, LL.B., LL.M and Ph.D. degrees.

Dr. Agarwal has over 30 years of standing as a practising Chartered Accountant and holds comprehensive experience of handling Income Tax Survey, Search and Seizure Cases, Tax Planning & Strategic

Business Planning for Corporates.

Dr. Agarwal has been associated with the academic activities of the Institute of Chartered Accountants of India (ICAI) and represented its various committees. He was also a member of Accounting Standard Board, of ICAI. He has also been associated with the Institute of Company Secretaries of India (ICSI) and has represented various committees of its Northern India Regional Council (NIRC) He was elected as Chairman NIRC-ICSI in the year 2003. He was also elected as President of Faridabad Income Tax Bar Association in the year 2000. Presently he is the Co- Chairman of Company Law and Corporate Governance Committee of PHD Chamber.

Dr. Agarwal is a visiting faculty at various management institutes and has appeared at various news channels for discussions/analysis on Union Budget and professional topics. He has written a book on "Taxation of Real Estate Developer and Joint Development Arrangements with Accounting Aspects" and co-authored a book on "Income Tax Search and Seizure". He has also written several articles and made presentations on Taxation, Tax Audit, Accounting Standards, Strategic Planning and Economic Analysis etc., at various seminars organized by the professional institutes and Trade Chambers.

Dr. Rakesh Gupta



Dr. Rakesh Gupta, a Fellow Member of the ICAI, ICSI is also an Associate Member of ICAI-CMA. He is Gold Medalist in his LL.B examination and holds Master's degree in Law and management. He has also done Ph.D. in "Corporate Governance and Business Ethics". He practised as Chartered Accountant from 1984-2000, before he was appointed as a Member of Income Tax Appellate Tribunal (ITAT) in the year

2000, when he was 37 years of age.

Dr. Gupta resigned from ITAT and resumed his practice as an advocate representing income-tax cases before various High Courts and the Hon'ble Supreme Court of India. He has over three decades of rich experience in tax and business advisory matters. He represents U.P. Government in Supreme Court of India as a Special Counsel.

Dr. Gupta is an eloquent speaker and has addressed several seminars and workshops on legal and practical topics relating to Income Tax and has co-authored a detailed commentary on 'Law Relating to Search and Seizure'. He has been contributing articles in various professional magazines, writing columns in newspapers and making appearances on various television channels.

Dr. Gupta has widely travelled abroad and in the recent past attended on invitation a conference on International Tax for updation of UN Model Tax Convention at United Nation's Head Quarters at New York, USA.



Dr. Sanjiv Agarwal



Dr. Sanjiv Agarwal, a Fellow Member of the ICAI and ICSI is also an Associate Member of ICOSA London (UK). He also holds post-graduate degree in Accountancy and Business Statistics and has done his Ph.D. in "A Conceptual Approach to Corporate Governance: Preparation for Global Interface".

Dr. Agarwal has over 30 years of experience as a Practicing Chartered Accountant in Service Tax, Advisory & litigation practice, Goods & Service Tax advisory & implementation issues, Corporate Laws, Corporate Governance and Financial Services. He is the founder Chief Editor of Service Tax Counsellor, a weekly e-newsletter on service tax since 1999 and GST Counsellor, a fortnightly e-newsletter launched in 2015.

Dr. Agarwal was Chairman NIRC-ICSI in the year 1999. He had been a SEBI nominated director on the Board of Jaipur Stock Exchange Ltd. and JSEL Securities Ltd. and independent director on the Board of State Bank of Bikaner & Jaipur. Central Government had nominated him as member on the Working Group constituted for suggesting changes in Companies Act in 2002-03. He was nominated as a Member of Secretarial Standards Board (SSB) of the ICSI for four terms. He was also a member of Indirect Tax Committee of ICAI in 2009-10. Presently he is on the board of few companies/ corporations including Government companies and is also a Member of Expert Advisory Board of the ICSI.

Dr. Agarwal is an active participant and speaker at Seminars and Conferences organized by ICAI, ICSI and Apex Chambers. He is also a visiting faculty at various Management Institutes and Banks. He is a regular contributor of articles and has to his credit a large number of published articles in various professional journals, websites and economic dailies on various subjects including Service Tax, Goods and Service Tax (GST), Corporate Laws, Banking and Corporate Governance. He has authored/ edited over twenty-five books.

Mr. P Nagesh



Mr. P. Nagesh is a renowned Corporate Lawyer with over 26 years of experience in Corporate Laws, Advisory and Litigation. He started his practice as a litigation lawyer and gained wide experience in corporate matters during his professional career. He is a research oriented person and has represented wide-ranging and complicated nature of corporate cases before the Supreme Court of India, Delhi High Court and NCLT. He had also represented complex cases before the erstwhile Company Law Board, BIFR and MRTP Commission amongst others. He is rendering legal services to many companies on retainer-ship basis.

Mr. Nagesh is Vice Chairman of NCLT Bar Association and Member Company Law & Corporate Governance Committee of PHD Chamber of Commerce and Industry. Earlier he was Vice President of CLB Bar Association. He has also been a guest speaker at programmes organized by professional bodies and Chambers.



Mr. Ashwani Taneja



Mr. Ashwani Taneja a Member of the ICAI, ICSI and ICAI-CMA also holds B.Com (Hons.), LL.B and LL.M degrees and diploma in DISA from ICAI. He has to his credit more than 25 years of experience. He practiced as Chartered Accountant during the year 1995-2006 in the fields of Tax Planning, Litigation, Business Advisory, Due Diligence and audit of different segments of business organizations.

Mr. Taneja, a former Member of the Income Tax Appellate Tribunal (ITAT), in the year 2006 switched over to advocacy and practised as Lawyer, with a strong focus on appellate side of Income Tax Law, he appeared before Income Tax Appellate Tribunal, High Courts and Supreme Court of India till 2015.

In the year 2015, when he was appointed as a Member of ITAT till 2017, before resuming his practice once again as Lawyer, he authored / co-authored more than 2000 judgements dealing with large variety of issues of Domestic as well as International Tax for numerous types of taxpayers.

Mr. Taneja is a prolific speaker on various issues pertaining to income tax and has delivered lectures and talks at various forums across the country. He has given many interviews on TV Channels on union budgets and various developments that keep taking place in country in the area of policy making and administration of income tax law.

Mr. Taneja has widely travelled abroad and on invitation attended a conference on International Tax for updation of UN Model Tax Convention at United Nation's Head Quarters at New York, USA. He was also invited by Chief Justice of Tax Court of Canada for membership of International Association of Tax Judges, Canada (IATJ) and became member of IATJ in the year 2017 and also participated in their Global Tax Conference held at Helsinki (Finland).



OUR TEAM

Partners

Mr. Mahipal Gupta



Mr. Mahipal Gupta is a Law Graduate and a Fellow Member of ICSI. He has to his credit over 36 years of experience and presently he is heading Group's Mumbai office. He has dealt with all kind of matters in Corporate Laws, Due Diligence, Merger/ Amalgamation/ Takeover, etc.

Mr. Gupta has also successfully handled IPOs, FPOs, PE deals, Private Placements, Debt/Loan Syndication, etc. He also holds extensive experience in dealing with Capital Market Intermediaries, Stock Exchanges, SEBI, ROC, RD, CLB, Department of Company Affairs, Official Liquidator etc.

Mr. Gupta has widely travelled abroad to render professional services.

Ms. Anjali Aggarwal



Ms. Anjali Aggarwal, a Fellow Member of the ICSI has to her credit 16 years of experience in Stock Exchange and SEBI related matters. She is an integral part of the Group for last 12 years and is presently the Partner & Head of Capital Markets Team of the Group. She has been instrumental in Planning & Structuring various types of further allotments and listing related issues, obtaining SEBI's Exemptions, Stock

Exchange approvals and other clearances. She is innovative and methodical in her approach for providing value added services to the clients. Prior to joining Corporate Professionals, she had worked with RPG Group and Delhi Stock Exchange.

Ms. Aggarwal has served diverse sectors viz., Microfinance, Hospitality, Pharma, Travel & Forex, Jewelry, Electronics, Telecom, Education, Sugar, Food, etc. and provided end to end solutions to their business requirements. She has travelled extensively PAN India and also overseas for business generation and Client meetings.

Ms. Aggarwal has guided her team in developing www.esoponline.in an online venture of the Group. She has been the guest speaker at the professional development programmes organized by ICSI, IICA and appeared on Television shows. She has co-authored CP's bestselling books on Companies Act, 2013 and has written various articles and quotes, which have been carried in financial dailies, business magazines and e-papers etc.

Mr. Manoj Kumar



Mr. Manoj Kumar, a Member of the ICSI, possesses around 14 years of experience in M&A, Transaction Advisory and Investment Banking. He is Partner & Head of the M&A, Insolvency and Transaction Advisory Team of the Group.

Mr. Kumar, with his exceptional financial skills coupled with in-depth corporate legal knowledge, has conceptualized and managed around 400 mergers/ demergers, acquisitions, takeovers, corporate restructuring, sick companies and insolvency resolution transactions involving listed and unlisted companies in various sectors and industries such as Infrastructure, Real Estate, Auto Components, Capital Goods, Power, Finance and Investments, NBFC, Broking, Pharmaceuticals, IT and ITES, Iron & Steel, Metals, Steel Products, Plastic Products, Sugar, Textiles, Consumer Goods, Capital Goods, Mining, etc. He is the leader of the team managing two very interactive knowledge portals of the Group— www.takeovercode.com and www.insolvencycode.com.

Mr. Kumar is a Member of National M&A Council of ASSOCHAM, Insolvency law Committee of PHD CCI and Company Law & Corporate Governance Committee of PHD CCI. He has addressed numerous programmes organized by various forums such as ASSOCHAM, ANMI, CKF, ICSI, ICAI, IICA, NALSAR Law University, JIMS, Apeejay of School of Management, etc. He is also a prolific writer and co-authored books on the Companies Act, 2013, Insolvency & Bankruptcy Code, 2016 and Business Valuation. His research orientation is evident from several articles written by him on topics relating to mergers, demergers, takeovers and insolvency resolutions. His quotes and comments are regularly carried in all major financial dailies, e-papers and business magazines.

Mr. Kumar has travelled multiple times to UK and UAE and also to Sri Lanka and Thailand for business assignments and conferences.



Ms. Deepika Vijay Sawhney



Ms. Deepika Vijay Sawhney, a bachelor of law is also a Member of the ICSI. She is a Partner & Head of Securities Law and Transaction Advisory Team of the Group and has played a major role in its overall development since inception. She possesses 14 years of experience which covers Securities Law Advisory, rendering solutions in complex corporate transaction, Corporate Drafting, Deal Negotiations, Due Diligence and

Research on diverse legal issues.

Ms. Sawhney has provided more than 300 legally sound advices on various complex transaction, issues related to Securities Law and documentations to Listed Companies, Investors and Capital Market Intermediaries like Stock Brokers, Fund Houses, Private Equity Players, etc. She is leading the innovative proprietary product of the Group "Corporate Investment Protector".

Ms. Sawhney is a Member of Delhi High Court Bar Association. She has contributed several articles and quotes in financial dailies, e-papers and business magazines and is a co-author of CP's bestselling book "Companies Act, 2013".

Mr. Ankit Singhi



Mr. Ankit Singhi, holds a bachelor's degree in Law, Commerce and Membership of the ICSI. He has to his credit 13 years of experience in providing advisory in Corporate Laws, Due Diligence, Acquisitions, IPO, Corporate Governance, Foreign Exchange laws and Setting up of Business, etc. He is a Partner and Head of Corporate Affairs Team of the Group and plays a pivotal role in rendering value added services to

a good number of big and medium listed and unlisted clients.

Mr. Singhi possesses sound IT knowledge and has been instrumental in successfully conceptualizing and creating innovative websites for the Group, viz. www.llponline.in; www.startbizindia.in; www.femaindia.in; www.companiesact.in; and www.companywiki.in.

Mr. Chander Sawhney



Mr. Chander Sawhney, a seasoned professional is a Fellow Member of ICAI and ICSI, besides being a Registered Valuer – ICAI-RVO. He possesses post qualification experience of over 12 years in Investment Banking, specializing in Business Valuations, Transaction Advisory and Corporate Deals.

He is a Partner & Head of Valuation & Deals Department of Corporate Professionals Capital Pvt. Ltd., a SEBI Registered Merchant Banker (Cat-I), headquartered at New Delhi and has been providing sophisticated and robust Valuation and Deal advisory to his clients.

He has led and executed 850 Valuations (worth 25Bn\$) including Business, Shares, Derivatives, M&A and Intangible valuations for eminent clients covering 25 Industries.

He is a member of National M&A Council of ASSOCHAM, member - Task Force (ICSI RVO) on Educational Course for Valuation of asset class 'Securities or Financial assets' and also a Certified Valuer - ICAI. He has addressed several Valuation and M&A conferences and seminars organized by ASSOCHAM, PHD, IICA, ICAI, ICSI, VC Circle, Headstart Delhi, Rotary Club Delhi, CKF, i-Deals Network and MBA Institutes. He recently participated in an International Panel discussion on "Need for Regulation of the Business Valuation Profession" organized by the International Valuation Standards Council (IVSC) at the Business Valuation Summits, 2018. He has also contributed numerous Articles on Business Valuation, Valuation under IND-AS, Startup Valuation, Sweat Equity Valuation, Registered Valuer, Impairment Charge, GAAR, Tax treatment on sale of Unlisted shares etc. including many quotes, which have been published in leading financial daily and business magazines.

Since the early days of his profession, he has focused on undertaking research on debated valuation issues and sectoral trends in India including international valuation standards and best practices on this subject. He is the Co-Author of the book – Business Valuation in India – beyond the numbers and is also the face behind the web portal in the unstructured field of Business Valuations viz. www.corporatevaluations.in.

Mr. Sawhney has gained significant international exposure as he has travelled overseas to United Kingdom, Spain, Singapore, Dubai and Australia and have dealt with International clients and Professionals across the globe in connection with Valuation and Transaction matters.



Ms. Mohini Varshneya



Ms. Mohini Varshneya, a Master of Commerce and Fellow Member of the ICSI possesses nearing 14 years' experience. Presently she is heading ESOP Division of the Group and providing end to end solutions for all kinds of share based employee benefit plans to over 150 Companies comprising Listed, Unlisted, Startups and MNCs. Earlier she was dealing in Securities Law and providing complete solution to

client companies, which included planning, restructuring, getting complex Listing approvals, managing further issues, delisting, revocation of suspension and compliance management.

Ms. Varshneya was instrumental in developing Group's website www.esoponline.in and product ESOP Guardian, a Web based Application to manage ESOPs, which is running successfully in various Clients' group companies.

Ms. Varshneya has been the guest speakers at various programmes organized by ICSI and has contributed several articles and quotes in financial dailies, e-papers and business magazines.

Executives/Sr. Associates

Mr. V. K. Aggarwal



Mr. Vinod Kumar Aggarwal (M.Com), Ex Director of Studies and Research and Ex Principal Director, Academics, Professional Development and Publications of ICSI had also held the positions as Dean, ICSI-Centre of Corporate Research and Training, Navi Mumbai, Officiating Secretary and Principal Advisor to ICSI. He possesses rich and diverse experience of over 45 years with forte in Company Law. Presently is heading the Research

Division of the Group.

Mr. Aggarwal was Member of various committees/ Expert Groups set up MCA, SEBI, IGNOU and other bodies and had been closely associated with the Government of India in framing the Companies Act, 2013 and the Limited Liability Partnership Act, 2008 and the rules made thereunder. He has delivered lectures at various forums and authored numerous articles, research papers and books.

Mr. Maneesh Srivastava



Mr. Maneesh Srivastava, MBA in Finance and a Fellow Member of the ICSI, possesses over ten years working experience in investment banking industry with focus on regulatory and business valuation for a variety of purposes. He has dealt with valuation in a number of sectors and has strong managerial skills. Mr. Srivastava is a learned speaker and delivered lectures at various forums like ICSI, IBS, IMT,

MDI, IMI, etc.



Mr. Karan Gandhi



Mr. Karan Gandhi, B.A. LL.B., B.Com. and a qualified Company Secretary, possess over nine years working experience. He has been dealing with Corporate and Commercial laws – Restructuring, transactions and specializing in insolvency and bankruptcy laws. He is a Member of Bar Council of Delhi and also a Member of Delhi High Court Bar Association.

Mr. Gandhi assisted in developing CP's website www.insolvencycode.com. He has co-authored the book 'Compendium on Insolvency and Bankruptcy Code, 2016'

Mr. Sameer Verma



Mr. Sameer Verma, PGDM in International Business, BBA and Member of the ICSI, possesses 7 years of experience in managing Equity and Business Valuation portfolio, financial modelling and budgetary analysis of various listed and unlisted companies with hands-on experience in preparation of business decks and investor presentations.

Mr. Verma assisted in developing CP's website on www.corporatevaluations.in and also our latest publication on Business Valuation in India-beyond the numbers.

Mr. Nitesh Latwal



Mr. Nitesh Latwal is a Commerce and Law Graduate and Member of the ICSI. He has to his credit 7 years of experience. He has been mainly dealing with Corporate Advisory, Opinions, Streamlining the Complexities in Transactions. He has also been conducting Compliance Audit covering all laws including Industrial & Labour Laws, etc.

Mr. Suman Kumar Jha



Mr. Suman Kumar Jha, a Law graduate and Member of the ICSI possesses nearing 6 years' experience in corporate restructuring and corporate legal matters. He manages Merger and Transaction Advisory of various listed and unlisted companies and helps his team in preparation of different type of complex and composite schemes of arrangement. He is a Member of Bar Council of Delhi and is regularly

appearing before the National Company Law Tribunal.

Mr. Jha has done extensive research on various issues related to corporate restructuring, e.g., Stamp Duty, Direct and Indirect Taxation and the scope of Corporate Restructuring. He has delivered lectures at training programmes organized by ICSI and has written articles on Mergers & Acquisitions.



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