

C/M/S/

Law . Tax

# Supporting your business in Ukraine

CMS Cameron McKenna

2012





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Best International Law Firm of the Year (2009-2011)

*Yurydychna Practika Awards*

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# Our people



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## CMS

CMS aims to be recognised as the best European provider of legal and tax services. We combine deep local expertise and the most extensive presence in Europe with cross-border consistency and coordination. CMS has a common culture and a shared heritage, which make us distinctively European.

### European countries

Albania, Austria, Belgium, Bosnia and Herzegovina, Bulgaria, Czech Republic, France, Germany, Hungary, Italy, Luxembourg, The Netherlands, Poland, Portugal, Romania, Russia, Serbia, Slovakia, Slovenia, Spain, Switzerland, Ukraine and United Kingdom.

### Outside Europe

Algeria, Argentina, Brazil, China, Morocco and Uruguay.

## Our Kyiv office

CMS Cameron McKenna opened its office in Ukraine in summer 2007, and gives you access to domestic and internationally qualified lawyers, who combine their understanding of the Ukrainian market with the requirements and expectations of global organisations and investors. We are consistently ranked high in the fields of Corporate and M&A, Commercial, Banking and Finance, and Real Estate by the major international directories such as Chambers Global, IFLR, Legal 500 and others.

Yurydychna Practyka recently awarded us (for the third year in a row) **Best International Law Firm** at their annual Legal Awards 2011 Ceremony. Its latest edition of 'Top-50 law firms in Ukraine' has also ranked CMS Cameron McKenna in Kyiv among the Top 10 leading law firms in Ukraine.

## Range of services

### Practice groups

- Banking and International Finance
- Commercial:
  - Competition
  - Dispute Resolution
  - Employment
  - Intellectual Property
- Corporate and M&A
- Energy, Projects and Construction
- Real Estate
- Tax

### Sectors

- Agribusiness
- Consumer Products
- Energy & Utilities
- Financial Institutions
- Hotels & Leisure
- Infrastructure and Project Finance
- Insurance
- Lifesciences
- Private Equity
- Real Estate and Construction
- Technology, Media and Telecommunications

# Our experience

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## Relevant experience includes advising:

### Corporate and M&A

#### **Nestlé S.A. (Switzerland)**

- acquisition of Technocom LLC, the largest producer of dehydrated culinary in Ukraine under the Mivina brand. This transaction was the first major acquisition by a strategic investor in the consumer products sector in 2010.

#### **A global leader in the production of appliances for home and professional use**

- on the acquisition of a factory and other assets from a Ukrainian white goods manufacturer.

#### **Abris Capital Partners**

- acquisition of a supermarket chain in western Ukraine, which comprises 25 supermarkets.

#### **OTP Bank**

- on the €650 million acquisition of Raiffeisen Bank Ukraine, one of the largest M&A deals in Ukraine.

#### **Erste Bank**

- on the €27.7 million acquisition of a majority stake in Bank Prestige in Ukraine.

### Banking & International finance

#### **EuroHypo AG**

- on its first loan transaction in Ukraine, a loan agreement for over €75 million to refinance the construction of a major office building in Kyiv.

#### **Deutsche Pfadbriefbank AG (former HypoReal Estate Bank AG)**

- on its US\$140 million loan to finance the acquisition of Globus shopping centre, Kyiv.

#### **WestLB**

- in a US\$65 million loan facility for a real estate project.

#### **A major European bank**

- on a US\$68 million financing of a mixed-use (hotel, office, commercial) project in Kyiv, Ukraine.

#### **A leading European bank**

- on a €88 million financing of a shopping mall in Odessa, Ukraine.

### Energy projects

#### **A major EU-based banking institution**

- representing in negotiations and execution of a multimillion EUR Emissions Reductions Purchase Agreement (ERPA) for carbon units (ERU and AAUs) with a Ukrainian seller.

#### **Vestas, one of the world's largest wind turbine manufacturers**

- on various tax, commercial, regulatory and structuring issues of transactions with its Ukrainian customers.

#### **European and Asian investors**

- due diligence of 100 and 250 MW wind power projects in Ukraine and subsequent transactions.

#### **Kulczyk Oil Ventures Limited (arm of one of the largest Polish investment companies - Kulczyk Investments)**

- on the acquisition of Kub-Gas LLC, an independent natural gas producer in Ukraine.
- conducting an analysis of special permits, licensing commitments, and extensive land issues involving four gas fields, located on 26 land plots, and regulatory compliance; advising on construction of wells, rigs and further commissioning procedures.

#### **An energy generation arm of a major Ukrainian oil and gas company**

- on execution and negotiations of an Emission Reductions Purchase Agreement (ERPA) with a major German utility company.

#### **Three world's largest oil & gas companies**

- on the shale exploration projects in Ukraine.

#### **Major oil & gas company**

- on regulatory, commercial, financial and tax issues in connection with restructuring of a multi-million conventional gas exploration project into a billion programme for unconventional gas development.



## Tax

### **A major foreign agricultural trader**

- on the tax impact of the newly adopted Tax Code of Ukraine on the agricultural sector in Ukraine. Advising on tax restructuring of the client's business model in Ukraine in light of the newly adopted Tax Code.

### **A major multi-national company**

- successfully acting in connection with a tax controversy involving appearances before the tax police and in court in a tax criminal case resulting in the release from criminal liability of the client.

### **A large US machinery and equipment manufacturer**

- on tax implications of various aspects of its subsidiaries' operations in Ukraine.

### **A large French cosmetics producer**

- on tax structuring of its distribution business model in Ukraine.

### **A large French wind farm developer**

- on tax structuring of a potential disposal of wind farm projects in Ukraine.

## Property/Infrastructure

### **A Belgian developer**

- on a joint venture to construct a 120,000 m<sup>2</sup> office development on Kyiv's Left Bank.

### **An Austrian/Estonian developer**

- on the acquisition, construction and leasing of a 120,000 m<sup>2</sup> business park and hotel near Boryspil airport and on the development of institutional leases for the leasing of 44,000 m<sup>2</sup> of office premises in Kyiv.

### **European wind farm developer**

- land (including agricultural land) allocation and rezoning issues in relation to a 500 MW, start-up wind farm project on 300 hectares in Zaporizhzhya Oblast, as well as establishment of servitudes and safety zones for electricity lines and wind turbines.

### **A major Ukrainian developer**

- on the on acquisition of a number of properties over 12,000 m<sup>2</sup> and site underlying those properties in the historical part of Kyiv for development of a shopping and office centre.

### **NDI S.A.,**

- an international Polish road developer, on the preparation and execution of concession agreements regarding the construction and operation of toll motorways in Ukraine.



## Commercial

### **A major multinational beverage producer**

- on restructuring distribution relations with local distributor, drafting a distribution agreement.
- multijurisdictional due diligence of the commercial activity of the client in five CEE jurisdictions (Ukraine, Bulgaria, Hungary, Romania, the Czech Republic), managed by CMS Kyiv.

### **Intel Capital and International Finance Corporation**

- acquisition of a stake in a joint venture with a group of Ukrainian investors, for the purpose of constructing and operating De Novo Data Processing Center, the first enterprise class Tier III data centre located in Ukraine.

### **Wizz Air Ukraine Airlines LLC**

- as special Ukrainian law legal counsel on secure delivery of the low cost airline's first aircraft, including on commercial and regulatory matters.

### **A multinational concrete producer**

- in the process of a case on infringement by the client of the competition law of Ukraine.

### **MetLife**

- obtaining merger control and concerted actions approval for the global acquisition of ALICO and on various aspects of the acquisition in Ukraine, including due diligence.

## Dispute resolution

### **Krym Petroleum Company, a subsidiary of a Norwegian oil & gas company Tiway Oil**

- in a complex multi-party ICC arbitration brought by an international drilling contractor under an IADC Daywork Contract. Concurrently two major litigations were brought by an international oil & gas company before Ukrainian courts against the drilling contractor where the former was also successfully represented by CMS.

### **Two major European banks**

- developing and implementing enforcement strategies with respect to non-performing loans, including court litigation. Combined value of claims – over US\$45 million.
- as experts on Ukrainian law issues in an arbitration proceeding under the rules of the Stockholm Chamber of Commerce, brought by a major Italian gas company against a major Ukrainian gas exporter.
- the State of Ukraine in a dispute with a Russian investor before a Moscow Arbitrazh Court. Value – US\$23 billion.
- a major international cement producer in a multi-million dispute over its title to production assets in Ukraine.

# Testimonials

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## Corporate and M&A



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The team is always knowledgeable, prompt and responsive. It offers intelligent suggestions and I have the highest regard for it – I would rate it as superb.

*Chambers Europe, 2011*

CMS Cameron McKenna LLC has one of the strongest corporate teams in the country, benefiting greatly from the highly professional Adam Mycyk and Olexander Martinenko.

*Legal 500, 2011*

They have a really good team, Adam Mycyk and Olexander Martinenko are great lawyers.

*IFLR, 2011*

Olexander Martinenko and Adam Mycyk have been recognised among Top-10 lawyers in Ukraine in 2011 by the ranking, based on peers' poll.

*Kyiv Post, 2011*

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## Dispute resolution



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The 'first class' Olexander Martinenko heads the team at CMS Cameron McKenna LLC, which has been active in major international disputes, particularly in the IP, competition and real estate sector, where Daniel Bilak is recommended.

*Legal 500, 2011*

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## Energy



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Our Energy Projects and Construction (EPC) practice group is a leader in the Ukrainian energy sector and the team has been ranked as a top Energy practice in the country.

*Ukrainian Law Firms, 2009 - 2012*

Olexander Martinenko is recommend as the leading specialist in energy in Ukraine.

*Ukrainian Law Firms, 2009-2012*

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## Real Estate



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CMS has excellent lawyers. They have particular expertise in leases.

*Chambers Europe, 2011*

Daniel Bilak is recommended as a leading expert in Corporate Real Estate transactions in Ukraine.

*PLC Which Lawyer?*

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## Banking & Finance



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'The team at CMS Cameron McKenna LLC has a strong reputation in the market'

*Legal 500, 2011*

Adam Mycyk has been recognised as a leading individual in both Banking & Finance and Mergers and Acquisitions.

*IFLR, 2011*

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## Commercial



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Adam Mycyk and Olexander Martinenko have been constantly ranked in band one for Ukraine in Corporate/Commercial work.

*Chambers Global, 2009-2012*

Olga Belyakova [senior associate in Commercial team] is super and picks up the ball.

*Client feedback, 2010*

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Lawyers >2,800

Cities 49

Countries 30

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Further information about the firm can be found at [www.cms-cmck.com](http://www.cms-cmck.com)

**CMS Cameron McKenna LLP is a member of CMS, the organisation of 10 European law firms providing businesses with legal and tax services in 30 jurisdictions, with 55 offices in Western and Central Europe and beyond.** CMS aims to be recognised as the best European provider of legal and tax services. Clients say that what makes CMS special is a combination of three things: strong, trusted client relationships, high quality advice and industry specialisation. CMS combines deep local expertise and the most extensive presence in Europe with cross-border consistency and coordination.

Further information can be found at [www.cmslegal.com](http://www.cmslegal.com)

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