

13th-14th MAY 2022

Kuwait Time :3 pm -6.30 pm



## 2 DAY WORKSHOP ON M&A AND PE DEALS STRUCTURING ,DRAFTING AND NEGOTIATION



- SESSION 1. NEGOTIATION OF PE, VC AND M&A DEALS**
- PLANNING AND CONDUCTING AGREEMENT NEGOTIATION – KEY PRINCIPLES OF NEGOTIATION
  - INTEREST-BASED BARGAINING – UNDERSTANDING THE NEEDS OF NEGOTIATING PARTIES
  - RISK SHARING – DETERMINING THE RIGHTS AND OBLIGATION OF PARTIES
  - ARE PES TOUGH NEGOTIATORS? HOW DOES ONE GET THE BEST FROM NEGOTIATING WITH A PE?
  - HOW CAN PES MAXIMISE THE OPPORTUNITY AND GET A GOOD DEAL FOR THEMSELVES
  - COMMON MISTAKES
  - PRE AND POST CLOSING COOPERATION

- SESSION 2. LEGAL ISSUES & DOCUMENTATION**
- COMMON LEGAL ISSUES (PE, VC AND M&A)
  - ENFORCEABILITY & PITFALLS
  - SUBSCRIPTION AGREEMENTS:
  - THINGS TO DO TO ACHIEVE GOOD CONTRACT
  - REVIEW OF ESSENTIAL DOCUMENTS
  - Q&A

- SESSION 3. PE, VC AND M&A DEAL STRUCTURING**
- DEAL STRUCTURING FRAMEWORK
  - FINANCIAL STRUCTURE
  - DUE DILIGENCE
  - VALUATION
  - RISK ASSESSMENT
  - DEBT FINANCING
  - INTERIM LIQUIDITY
  - EVENTUAL EXIT
  - CASE STUDIES

- SESSION 4. TAX STRUCTURING**
- STRUCTURING PRIOR TO ACTUAL INVESTMENT
  - STRUCTURING DURING THE TERM OF INVESTMENT
  - STRUCTURING THE EXIT

**EXPERTS**

LOKESH MALIK | PARTNER | KPMG INDIA  
RAJA LAHIRI | PARTNER | GRANT THORNTON

LALIT KUMAR | PARTNER | J SAGAR ASSOCIATES  
KARAN KALRA | FOUNDER | BOMBAY LAW CHAMBERS



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### EXPERTS



**LALIT KUMAR**  
PARTNER

J SAGAR & ASSOCIATES  
EXPERIENCE: 20 + YEARS

HE HAS SUBSTANTIAL TRANSACTIONAL EXPERIENCE IN ADVISING BOTH INDIAN AND FOREIGN ENTITIES IN SEVERAL COMPLICATED DOMESTIC AND INTERNATIONAL CORPORATE COMMERCIAL TRANSACTIONS INCLUDING PRIVATE AND PUBLIC M&A, PRIVATE EQUITY (ACTED BOTH AS INVESTOR'S AND COMPANY'S COUNSEL), JOINT VENTURES, COMPLEX CORPORATE RESTRUCTURING INCLUDING MERGERS, DEMERGERS, BUSINESS SALE, BUYOUTS, FOREIGN DIRECT INVESTMENT (FDI), OFFSHORE INVESTMENT (ODI) AND CORPORATE AND SECURITIES LAWS ADVISORY.



**RAJA LAHIRI**  
PARTNER

GRANT THORNTON  
EXPERIENCE: 28 + YEARS

RAJA HAS PLAYED VARIOUS LEADERSHIP ROLES IN THE FIRM FROM THE NATIONAL MINDER GROUP TO LEADING THE PRIVATE EQUITY AND VENTURE CAPITAL INITIATIVE, TRANSACTION ADVISORY PRACTICE TO WESTERN REGION MARKET LEADER. HE HAD LED AND ADVISED FOR MORE THAN 250 + DEALS AND HAS ADVISED PRIVATE EQUITY, VENTURE CAPITAL FUNDS, CORPORATES (INDIAN AND INTERNATIONAL)



**LOKESH MALIK**  
PARTNER

KPMG INDIA  
EXPERIENCE: 17 + YEARS

LOKESH HAS EXPERIENCE IN THE TRANSACTION ADVISORY INCLUDING MERGERS, ACQUISITIONS, CARVE OUTS, BUSINESS CONSOLIDATIONS AND RELATED TAX AND REGULATORY MATTERS. HE HAS ASSISTED LISTED AND UNLISTED GROUPS (INDIAN AND GLOBAL) FROM A CROSS-SECTION OF INDUSTRY SEGMENTS IN THEIR RESTRUCTURING STRATEGIES WITH DIVERSIFIED OBJECTIVES OF CONSOLIDATION, VALUE UNLOCKING FOR FUND RAISE, STRATEGIC AND FINANCIAL PARTNERSHIPS, EXIT STRUCTURING INCLUDING END TO END IMPLEMENTATION ASSISTANCE. HE HAS HELPED CLIENTS WITH INNOVATIVE SOLUTIONS ON BUSINESS TAX PLANNING AND OPTIMIZATION INCLUDING ADVISE ON STRUCTURING TAX EFFICIENT INVESTMENT ROUTES



**KARAN KALRA**  
FOUNDER

BOMBAY LAW CHAMBERS  
EXPERIENCE: 15 + YEARS

HIS PRACTICE CENTRES AROUND DOMESTIC AND CROSS BORDER TRANSACTIONS ALONG WITH PROVIDING REGULATORY AND GENERAL CORPORATE ADVICE. ON THE TRANSACTIONS SIDE, HE FOCUSES ON VENTURE CAPITAL AND PRIVATE EQUITY INVESTMENTS, M&A, JOINT VENTURES AND STRUCTURED FINANCE

