



**Dhir
& Dhir**
Advocates & Solicitors



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About Us

Dhir & Dhir Associates is a full-service law firm founded in 1993 to serve as a single-window provider in a dynamic commercial environment. The firm pursues a philosophy of symbiotic relationships with clients and works as an integral part of the client's team. It partners with lawyers across India to provide legal advisory and expertise across diverse practice areas and industry verticals in the country. It maintains offices in New Delhi, Hyderabad, Mumbai with a representative office in Japan.

The firm specialises in various practice areas such as Restructuring & Insolvency, Corporate/ Commercial Advisory and M&A, Real Estate & Construction Law, Banking and Finance, Dispute Resolution, Litigation & Arbitration, Capital Markets, Technology, Media & Telecommunications (TMT), Infrastructure & Energy, Intellectual Property, Aerospace & Defence, Criminal Litigation, IT, E-Commerce and Outsourcing, Environment Laws, Labour & Employment and Consumer Law.

The partners of the firm inculcate integrity and ethics as the guiding principles of their conduct.

A highly qualified, innovative and experienced team of lawyers, chartered accountants, company secretaries and management consultants seek to achieve the highest standards of services possible to the diversified client portfolio.

The firm represents a myriad client base including business houses, multinational corporations, banking and financial institutions, public sector undertakings, NGOs besides Central and State Governments, ministries and departments etc.

The firm and its partners have been recognized as the leaders in 'Restructuring & Insolvency' and 'Dispute Resolution' and have also been highly ranked for 'Banking and Finance', 'Projects, Infrastructure & Energy', 'TMT', 'Project Finance', 'Capital Markets', 'Corporate/M&A', 'Financial Service Regulatory' and 'Private Equity' in leading legal publications including Chambers & Partners, Legal 500, India Business Law Journal (IBLJ), IFLR1000, Benchmark Litigation and Asialaw Profiles.



ALOK DHIR

Founder and Managing Partner Dhir & Dhir Associates

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EDUCATION

- Graduate in Law - LLB, 1987
- Chartered Accountant (Associate Member of Institute of Chartered Accountants of India since November, 1983, and Fellow Member since March, 1989)
- Graduate in Commerce - B.Com., 1980
- Registered as an Insolvency Professional with Insolvency and Bankruptcy Board of India (IBBI)

MEMBERSHIPS

Bar Council of India | ICAI | INSOL India | SIG24 | INSOL International | PHD Chambers of Commerce | ASSOCHAM | CII | FICCI | SILF | IWIRC India

Alok Dhir, a chartered accountant & a renowned lawyer has extensive experience of four decades in corporate commercial and civil law with special focus on Corporate and Financial Restructuring, Insolvency Laws, Takeovers, M&A, Banking Law, Real Estate, PE transactions, turning around of financially stressed entities in the country and issues related to Asset Reconstruction & Securitization.

He started the practice of insolvency in the early 80s when distress asset advisory was practically unknown in the Indian context. He was a part of the development of and steered the legislative/regulatory changes in insolvency laws with the promulgation of SICA 1985, RDDB & FI Act 1993, SARFAESI Act 2002 and the Insolvency & Bankruptcy Code (IBC) in 2016. In 1985, when SICA was promulgated, he single-handedly assisted the Board for Industrial & Financial Reconstruction (BIFR) in drafting the regulatory framework. His name became synonymous with BIFR as the firm used to handle almost 2/3rd of all cases referred to BIFR.

He is an innovative lawyer having strong legal & commercial acumen. He is a veteran in the industry, providing creative solutions and developing complex structures for achieving resolution for stakeholders in corporate and commercial insolvencies and M&A transactions. He is a leading legal counsel and represents a diverse client base before various Tribunals, Courts, High Courts and Supreme Court of India. He is one of the first few Insolvency Professionals registered under the IBC 2016. He has founded IRR Insolvency Professionals Private Limited which is the first

IPE licensed by the IBBI and also promoted one of the first private sector ARC licensed by RBI which is involved in the acquisition and resolution of toxic assets in India with an exemplary track record.

He is actively involved with regulators and the Govt. in devising mechanisms for Cross Border legislation, Group Insolvency, Personal Insolvency, etc. He is appointed as a member of Working Group constituted to strategize the approach for implementing the IBC and drafting rules and regulation for Corporate Guarantors and Individuals with businesses and also serves as a member of the Grievance Redressal Committee with ICSI Insolvency Professionals Agency. He has been a member of the NCLT Rules Formulating Committee and also co-opted as a member on the National Committee on Dispute Resolution by CII and has been appointed by the Indian Institute of Corporate Affairs (IICA) on the Panel of Experts for the subject relating to Corporate Rescue and Asset Reconstruction.

He has been bestowed with many awards and has received various accolades for his myriad contribution across the field of insolvency laws. He has been consistently recognized as the leading lawyer for 'Restructuring & Insolvency' in the country by most credited rankings for legal services globally including being featured as an exceptional lawyer in 'The A-List: India's top 100 lawyers' by India Business Law Journal. He has also been featured in Forbes India.

He is a prominent authority and often invited as an expert to speak in various conferences, seminars and webinars. He is widely covered in the news of most mainstream media to share his views on ongoing cases and development of the Insolvency laws in the country.





MANEESHA DHIR

Founder and Managing Partner Dhir & Dhir Associates

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EDUCATION

- LLB, 1990, Delhi University
- M.A. (Mathematics), 1986, Delhi University
- B.A. (Hons.) Mathematics, 1984, St. Stephen's college, Delhi

MEMBERSHIPS

- Co-Chair - IWIRC India Network
- Vice President - Women in Law & Litigation (WILL)
- Vice Chairman - Society of Construction Law
- Mediator - Delhi High Court Mediation Centre

Maneesha is a highly reputed litigation lawyer with over three decades of expertise in handling wide range of cases in Commercial litigation, Arbitration (Domestic & International), Corporate Restructuring & Insolvency, Telecom and M&A.

She represents a myriad client base including Business Houses, MNCs, Banks/FIs, PSUs besides Central and State Governments, Ministries and Departments before Supreme Court of India, Delhi High Court and various other Courts, Tribunals and Appellate bodies.

She is widely acclaimed for handling Telecom issues in both regulatory sphere and litigation. She was a Senior Counsel for Department of Telecommunications (DoT), Govt. of India, which grants licenses for various telecom services. She represented DoT in a high profile and complex matter of 3G Spectrum. She was also appointed as Special Counsel by the MCA in the matters of Satyam Computer, Maytas Infra Limited, Maytas Properties Limited, Sahara India before the Company Law Board, Delhi High Court and Supreme Court of India and Office of custodian and MCA in the matter of Ketan Parekh & Companies.

She was also appointed as Standing Counsel of Bharat Sanchar Nigam Limited (BSNL). She advised them on litigation strategies and conducted their matters before TDSAT, Delhi High Court and Supreme Court of India. Apart from this, she advised them on various issues arising out of their interconnection agreements with other telecom operators and regulatory intricacies including impact of various order / direction / regulation by the Licensor / TRAI etc.

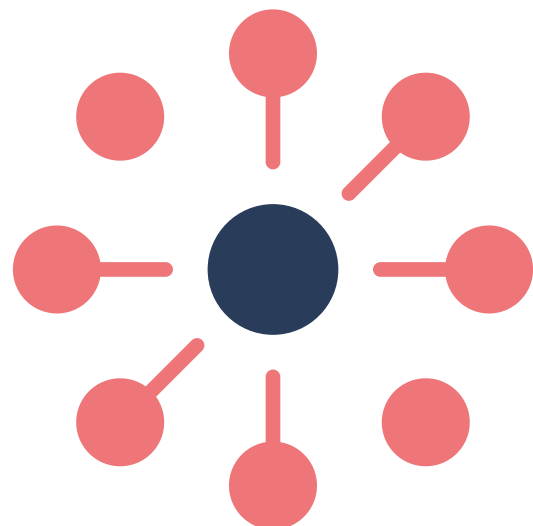
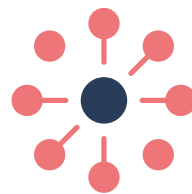
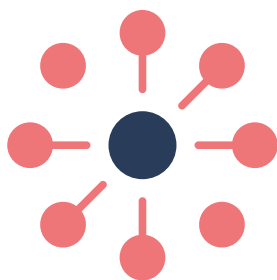
She is a Retainer Counsel with TRAI and has been regularly representing them in matters relating to regulations, licensing and adjudicatory proceedings besides rendering legal opinion on various consultation papers proposed by TRAI.

She served as a member on committee formed for framing rules / regulations relating to National Company Law Tribunal /National Company Law Appellate Tribunal (Adjudicating Authorities) and drafting of Insolvency & Bankruptcy Code 2016 besides many other committees such as Bankruptcy Law Reforms Committee (BLRC) which was formed to draft the structure of new Insolvency & Bankruptcy code, part of the Achutan Committee, which was formed to advise the Government on the Takeover Code of Securities and Exchange Board of India (SEBI) (Substantial Acquisition of Shares and Takeovers). The Bimal Jalan Committee, which was set up by SEBI to examine issues arising from the ownership and governance of Market Infrastructure Institutions (MIIs) and member of the committee to amend Chartered Accountants Act, 1949, Cost and Works Accountants Act, 1959 and Company Secretaries Act, 1980 to strengthen the disciplinary mechanism for regulation of the members of Institutes.

She is a regular speaker at various global conferences on insolvency laws and has conducted many study circles in Delhi High Court on IBC 2016. She has been bestowed with many awards and has received various accolades for her myriad contributions such as 'National Bar Award' by All India Bar Association in recognition of her dedication to the study and practice of Commercial Litigation, 'Woman Lawyer of the Year 2020' Award by Public Diplomacy Forum, ranked amongst India's Top 15 Dispute Resolution lawyers by Asian Legal Business besides being recognized as a leading lawyer by Chambers & Partners, IFLR1000, Legal 500 and AsiaLaw Profiles.

Beyond professional commitments, She supports social causes and conducts pro bono matters. She is an Advisory Council member of Karuna Care Foundation, which aims to build and implement social welfare, healthcare and education projects.

The COVID-19 Advisory Desk



The novel coronavirus COVID-19 pandemic has brought with it several economic and legal challenges in our business world, the need for practical legal advice and guidance for ensuring compliance with the regulatory framework is more important than ever.

Our lawyers are closely monitoring the evolving situations, and we endeavour to provide our clients with the latest regulatory updates and legal perspectives of the various policies, rules, and notifications issued in the wake of COVID-19.

The Updates, Reliefs and Insights sections will be worked upon regularly with the most recent developments across industries and sectors. While the **Updates** will include a repository of various notifications/orders issued by the concerned authorities, the **Reliefs** is a one-stop reference point for all incentives/schemes/revival allowances issued by both the Central and State Governments. Additionally, the Insights will have all forms of featured content developed by the firm ever since the beginning of the COVID-19 scenario.

A dedicated Task Force has been identified within the firm to lead and address all queries that clients may have. We are committed to render the following legal services but not limited to;

- Advising on various issues faced including the enforceability of agreements in view of force majeure/frustration, labour & employment law, formulating policies for rationalization of HR cost including work without pay, reduction/deferment of salaries/wages, retrenchment, SOP for recommencement of operations in offices & factories, disputes relating to leases and revenue sharing arrangement wrt real estate matters.

- Identifying the viability of business & advising on structuring transactions across all sectors
- Advising on various incentives available for specific businesses for relevant states
- Assisting in determining the appropriate jurisdiction for setting up companies /wholly owned subsidiaries/joint ventures /business units and/or facilities
- Advisory related to structuring foreign investments and obtaining approvals/consents/reporting to Reserve Bank of India (RBI), Securities and Exchange Board of India (SEBI) and other Central/State authorities.
- Assisting in identifying distressed assets for takeover and facilitating court/NCLT process for completing the Takeover/M&A
- Comprehensive advice and support in setting up new businesses in India
- Setting up Private Equity Funds and Alternative Investment Funds in accordance with the rules and regulations issued by the Securities and Exchange Board of India
- Expedited approval process and liaison with the central and local government authorities
- Documentation and statutory fees, including stamp duty payable

If you have any questions in the wake of COVID-19, please write to us at advisory@dhirassociates.com





Our Expertise



Environmental, Social, and Governance (ESG)



Dhir & Dhir Associates, for over two decades, has been a full-service law firm advising clients globally. Over and above its vast transactional, regulatory & litigation related legacy, the firm is now geared up to provide its clients niche services to put a robust ESG (Environment, Sustainability & Governance) framework for sustained growth in the coming decades. The need to give clients sustainable development over the coming decade is being asserted at all global business forums, including the World Economic Forum. In India, the firm would be the first to launch this ESG practice with a multi-talented SME group.

Key Practice Benchmarks

- ESG Frameworks empowering entities tap Impact Investing Funds globally
- Reputation Boost
- Pre-Emptive Controls & Risk Mitigation
- Global Compatibility wrt Supply Chain Network
- Robust Policies adhering to Local Jurisdictional Laws
- Competitive Advantages
- Profitability

Key Practice Components

Clients can use these services across all components or only specific components & their business models. The respective elements with their specifics have been detailed further.

- Sustainable Finance
- Corporate Responsibility
- Governance
- Environmental Liability
- Climate Change & Carbon Emissions

- Capital Markets
- Business & Human Rights
- Sustainable Workforce & Labour Issues
- Ownership of Natural Assets

Sustainable Finance

- KYC & AML Checks of customers and third parties globally
- Green/Sustainable Finance from FIs
- Investment Portfolio - Legal Risk Assessment
- Tax Advisory on Green Financing
- Corporate Responsibility
- Statutory & Regulatory mapping of Compliance as per the country's legal framework
- GRI, SDG & NVG (2019) Assessment & Advisory
- Compliance Audit

Governance

Governance becomes an essential tenet of ESG. The following would aid an organization further to benchmark its governance activities at par to global standards.

- Internal Financial Controls assessment
- Governance, Compliance & Risk frameworks
- Audits (Compliance/ Contract/ Litigation/IP)
- Policy Hub Management & alignment with changes in the law
- Review of Code of Conduct as per ESG Practices
- Anti-Bribery & Anti-Corruption assessments
- Whistleblowing support service

- Advisory for non-executive directors & their fiduciary liability
 - Conflicts of Interest disclosure and management of the same
 - Third-party compliance management
 - Board of Directors - Evaluation & Assessment
 - Data Privacy Audit & Advisory
 - Disclosures advisory to SEBI/RBI/Stock exchanges / regulatory bodies
 - White-Collar Investigation & Litigation
-

Environmental Liability

Every company is looking to abide by the laid-out environment laws. The firm works with its clients on the following aspects to de-risk environmental liability;

- Extended Producer Responsibility
 - Pollution assessments as per Federal & State laws
 - Underground water issues
 - Expert legal reports on existing litigations
 - ADR
 - National Green Tribunal & litigations
-

Climate Change & Carbon Emissions

With Global temperatures soaring and India's commitment to Paris Agreement 2015 on climate change, companies in India are seeking support to abide by the nation's commitment towards the same and hence would require niche expertise advisory across;

- Environment Impact Assessments & Clearance from Government Authorities
- Supporting organizations with advisory on Global conventions

- SMEs to help with advisory on reducing carbon emissions as per global conventions
 - Contract reviews for climate change controls
 - ADR & Litigation support
-

ESG - Capital Markets

Capital markets are getting tuned to impact investing. SEBI Has already started its alignment to green bonds.

- Advisory on disclosures to SEBI & RBI on impact investing activities
 - Fundraising
 - Business & Human Rights
 - POSH Advisory & assessments
 - Employment advisory & transaction support
 - Diversity & Inclusion framework as per existing laws
 - Rights of indigenous people if affected by the company operations
-

Sustainable Workforce & Labour Issues

- Screening with third party agencies
- Insider trading controls
- Employment Contracts & negotiations
- Policies for FTEs, retainers & agency workers
- Employment-related ADR
- Immigration compliance in India & Globally
- Employment-related litigation
- Trade Union negotiations
- HR Grievance investigation

- POSH Investigation & representation on the committee
- Training on applicable labour laws
- Third-party audits on labour laws
- Advisory & Training and certification on Diversity & Inclusivity - D&I (POSH Included)
- Assessment of contractor related compliance
- Procurement of registrations & licenses as per labour laws
- Record Retention & Data Privacy issues
- Retaliation actions & Grievances
- Minimum wage & working hours advisory
- OHS (Occupational & Health Safety) investigations & litigations
- KMP Insurance advisory
- Other Insurance advisories
- Privacy issues at the workplace
- Advisory and review of restrictive covenants
- Trade secret protection

Ownership of Natural Assets

More private organizations & individuals own natural assets. Our ESG Practice helps such owners abide by laws, and responsibly run the acquired site's operations.

- Negative Screening
- Advisory & transaction support on the acquisition of such natural assets as per existing laws
- D&I for the workforce to be deployed
- Rights of indigenous people
- Shareholder democracy advisory

- Climate change impacts as per country's laws and global conventions

The above components would have uniformity in approach byways of;

- ASIS Assessment of the elements above on starting of the mandate AS-IS
- Recommendations for Legal Risk Mitigation
- Roadmap for 1-3-5-10 year outlook on ESG Journey
- Change Management in Contracts, Policies, Code of Conduct, Automation of Legal Processes in ESG Continuous Periodic Audits and Reporting to the Board and the Senior Management
- Managed Services for ADR & Litigation on any issues



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