



Attorney investigations

BGP Litigation is a law firm specializing in legal investigations and risk management consulting

Management's and beneficiaries' awareness of certain aspects and risks of the transactions and projects being delivered allows avoiding many conflicts:

- The information about the counterparty collected in a timely manner and completed internal investigation enables minimizing possible losses.
- Quality informational and analytical support makes it possible to build the necessary defense line and to identify the sensitive zones of opponents if a conflict is inevitable.

The accomplishment of such tasks is possible if a multi-disciplinary approach is used: the identification and collection of evidence in respect of fraud episodes or unscrupulous practices of counterparties require competencies in several branches of law. The distinctive peculiarity of BGP Litigation is a combination of legal and economic expertise. The fact that the firm employs salaried qualified lawyers and specialists with experience in economics, finance, and investment allows offering customers an integrated approach in issues such as legal investigation and risk management advice.

Legal investigation is necessary in the following instances:

- Conflict with partners, counterparties, or other persons: shareholder dispute, debt conflict, asset right dispute, shareholder and management dispute.
- The preparation and implementation of business or significant business asset purchase or sale transaction.
- The availability of information or suggestions about abuses by employees, partners, or third parties, criminal wrongdoings in respect of the client or the client's company.
- Claims on the part of law enforcement agencies or fiscal authorities.

INTERNAL INVESTIGATIONS

- Determination of the chronology and circumstances of events, identification of participants.
- Detection of abuses and violations, criminal acts against customers or their companies.
- Collection of materials and evidences by requesting documents, certificates and other information, interviewing individuals (with their consent), processing public information sources and databases.
- Preliminary damage assessment.
- Preliminary criminal legal assessment (qualification) of investigated events and circumstances.
- Analysis of actions of the customer, its employees or other persons according to applicable laws.
- Advices on the legal position.



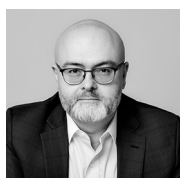
DUE DILIGENCE SUPPORT

- Due diligence of counterparties: business reputation, controlled companies and assets,
- Key partners and counterparties, current financial position and solvency, involvement in conflicts and legal proceedings.
- Analysis of information provided by counterparties, verification of its accuracy, consultation with experts and market participants to confirm any available information, if needed.
- Determination of company or asset history.
- Identification of risks and development of management recommendations.

SEARCH FOR ASSETS

- Search for assets of opponents and debtors in Russia and abroad, including deliberate concealment of assets by changing their ownership structure or registration of nominees.
- Determination of the current and previous ownership structure of identified assets.
- Development of the position on possible foreclosure of assets and/or challenging transactions involving the assets.

Key persons:



Alexey Akhuba

Partner, Attorney —
Dispute Resolution,
M&A and Corporate
Restructuring

Selected projects

RUSSIAN BANK GROUP

BGP Litigation team conducted a due diligence of the former administration and beneficiaries of a sanitized bank. The analysis revealed numerous schemes and unfair practices used by the bank for several years to bypass regulations, conceal information on the current condition of the bank's capital and withdraw several billion rubles. Detected violations included, but were not limited by, the following:

- accounting of assets at a higher cost;
- illicit withdrawal of claims;
- fictitious loans to borrowers
- manipulations with pledges
- crediting of related parties;
- fictitious employment.

Analysis results formed the basis for the correction of the bank's strategy for debt collection, challenging a number of transactions and protection of legitimate interests.

INVESTMENT COMPANY

Representing the interests of a group of private investors in negotiations on the acquisition of control over an oil refinery worth more than **5 billion rubles**. The team of the company collected information about the plant, which allowed to establish the actual state of affairs at the refinery and to refute the economic model proposed by the seller.

NON-STATE PENSION FUND

Consulting services of the NPF in connection with the assumption of violations and unfair behavior of the fund's partner in a large development project of more than **3 billion rubles**. The results of the investigation allowed to form a bargaining position and adjust the strategy of the work of the NPF on the project.

GROUP OF PRIVATE INVESTORS

The firm acted as legal counsel and a representative of the group of private investors in negotiations for the purchase of control of a refinery. The firm's team gathered information in respect of the refinery, which enabled ascertaining the actual state of affairs at the refinery and disproving the economic model offered by the seller. In reliance upon a totality of collected information, investors adjusted their view of the target and adopted a decision not to effect a transaction.

MAJOR RUSSIAN DEVELOPER

The firm's lawyers conducted an internal investigation (the claims amounted to more than **RUB 6 bn**) to determine the nature and causes of a corporate conflict between the developer and its development project partners. The firm's specialists established the transaction chronology, identified negotiation participants, determined major events and circumstances that resulted in the conflict. The output was recommendations proposed on reducing the developer's risks.

DEVELOPMENT COMPANY

The firm gathered information in respect of the corporate seller (bank) as part of comprehensive support for the investment transaction for the purchase of an asset under construction worth about **5 billion rubles**. Checked were the seller's goodwill, the identity of controlled assets, financial standing, status in conflict episodes, as well as the history of purchase of target rights. The analysis resulted in the radical change of the suggested transaction structure and the development of mechanisms for extra protection of the buyer's interests.

ENGINEERING CORPORATION

Comprehensive work to identify the assets of the debtor and related persons in Russia and abroad in order to strengthen the position of the creditor company in the case of a collection of more than **1 billion rubles** in debt. The information gathered became the basis for a court ruling on the imposition of interim measures on the assets of the debtor and its beneficiaries, including outside Russia.

Comprehensive Business Protection

The firm BGP Litigation was founded in 2006. The firm is currently employing over 70 lawyers, litigation and criminal attorneys, as well as tax and investment experts. Experience of the Team enables the firm to work efficiently on global projects that require simultaneous support of a significant number of parallel proceedings at various levels and in multiple jurisdictions.

BGP Litigation team has a full range of competencies necessary to protect the interests of the clients, including the coordination of negotiations, support in Russian and cross-border courts, bankruptcy cases and arbitration proceedings, restructuring of the business, international tax advice, support of tax disputes and criminal law defense of business and beneficiaries.

A significant part of the implemented projects has a substantial cross-border element, which includes support during international arbitration disputes and courts, coordination of assets recovery and obtaining of interim measures in various jurisdictions. Global focus, together with Russian presence, allows the firm to find the most effective and cost-efficient solutions for the protection of clients.

Our Practices



Dispute Resolution

Support for complex disputes in Russia and cross-border proceedings



Bankruptcy

Clients' representation in bankruptcy cases, including major cross-border disputes, as well as levying execution upon assets in the Russian Federation and abroad



M&A and Corporate Restructuring

Comprehensive support of M&A transactions, corporate restructuring, and special situations projects resolution



International Arbitration

Client's representation in international commercial arbitration proceedings mainly focusing on complex cross-border disputes



Family Law

Support of family, inheritance and housing disputes, as well as in their settlement by way of mediation



Life Sciences & Technology

Comprehensive support of businesses on all issues of legal regulation of the healthcare industry. Regulatory and transaction support of life science companies



Tax Disputes

Identification and reduction of tax risks, support for field and desk tax audits



International Tax Planning

Analysis of the existing asset holding structures concerning the tax efficiency and potential risks



Antitrust/Competition

Representing clients during antitrust disputes, public procurement, within the frames of the advertising law and the investment in strategic enterprises law



White Collar Criminal Defense

Represents clients in criminal proceedings, with a particular focus on white collar matters and in criminal proceedings against public interests



Attorney investigations

Detection of violations and abuses on the part of the employees, partners, contactors, analysis of the company's risks (projects and transaction)



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