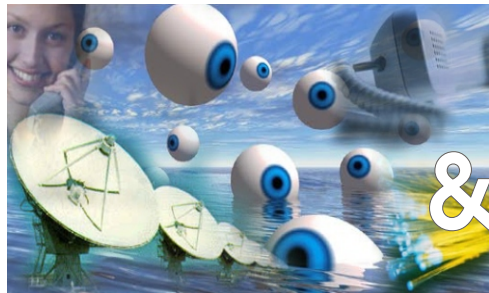


Nishith Desai Associates
Legal & Tax Counseling Worldwide

www.nishithdesai.com

MUMBAI
SILICON VALLEY
BANGALORE
SINGAPORE



**& TELECOMMUNICATIONS
SATELLITE LAW
PRACTICE**

This information booklet is being provided only on request and is not intended to advertise our services or capabilities, or solicit work, in any manner whatsoever. The contents of this booklet are aimed merely at providing more information about our firm to persons who are interested in knowing more about us. This booklet is meant only for the information and use of the person(s) and not for circulation or public dissemination. Further, this information booklet does not, and shall not, create any attorney-client relationship between Nishith Desai Associates and any person(s). Nishith Desai Associates does not assume any responsibility whatsoever for any unauthorized distribution or dissemination of this information booklet or part thereof in any form, or any consequences thereof.

PROFILE OF EXPERTISE

The telecommunications sector in India has witnessed exponential growth and has displayed tremendous potential for the future. With economic liberalization and the resultant entry of private players, this sector has become one of the most attractive and active segments in the Indian market. The Government of India has gradually relaxed the regulatory regime for the telecommunications sector, including the liberalization of foreign direct investments.

Nishith Desai Associates ("NDA") has developed an expertise and niche in this area by capitalizing upon its cross-border specialization. We advise telecommunications companies with respect to their legal, regulatory, and tax issues, on a global and domestic level. The firm provides creative and pragmatic solutions by consciously combining industry knowledge, practical experience, and intensive legal research. The firm is the only non-ISP member of the Internet Service Provider Association of India (ISPAI).

NDA has been rated as one of the leading law firms in India by the Practical Law Company in the area of Telecommunications and Information Technology. It has also been rated as the number one law firm in India in the area of Telecommunications, Media and Technology by the Asia Pacific Legal 500.

Our Telecommunications Practice Group focuses on:

- Advising clients on various structuring issues involved in establishing telecommunications operations in India and overseas, including inward and outward investment regulations, corporate and taxation issues (i.e., tax efficient investment routes), determining the type and jurisdiction of a Special Purpose Vehicle (SPV), etc.
- Advising clients and providing legal opinions on technological and regulatory issues relating to telecommunications services, satellite communication, frequency spectrum, uplinking and down-linking, convergence, interconnectivity, ISPs, VOIPs, unified messaging services, Ku band satellite transponders, etc.
- Drafting, reviewing and negotiating diverse agreements with third party service providers and consumers for the provision of telecommunications services, including Carrier Contracts, Service Level Agreements, Outsourcing Contracts, Equipment/Handset/Hardware Contracts.

- Assisting clients with obtaining Internet Service Provider (ISP), Other Service Provider (OSP) licenses and other licenses from the Department of Telecommunications (DoT).

The firm also focuses on the following areas:

- Advising clients on intellectual property law issues and requirements, including the patenting of telecommunications inventions and technologies.
- Advising clients on securities and corporate law issues, including corporate law requirements, the Takeover Code and other securities laws, mergers and acquisitions, Private Equity Investments, listing and regulatory requirements, government approvals, and statutory filings.
- Performing legal due diligence: NDA's multi-skilled approach enables the firm to carry out legal due diligence with an industry-specific focus in the telecommunications sector.

Experience

- The firm has advised a large Telecom Industry focused Private Equity Fund to make significant Investment in a leading Indian Cellular Service Provider.
- The firm has advised world's leading CDMA Telecom Company on regulatory issues in licensing their technology.
- The firm has advised the International Telecommunication Union-sponsored development fund on its investments and development work in India.
- The firm has advised a global fiber optic carrier company on their taxation issues, contract negotiations issues as well on the regulatory issues regarding International gateway.
- The firm has assisted a Unified Messaging company in developing an entry level strategy and provided advise on telecom related regulations. Further, the firm drafted several agreements, including a technology transfer agreement, service agreement and employee agreements.
- The firm has advised a major telecom company on its investment in an Indian telecommunications services company and also on other relevant corporate law issues.
- The firm has advised several satellite companies on the Indian regulatory regime and the licenses required to use India's C and Ku band satellite transponders for providing

space segment capacity services to broadcasters and data network operators.

- The firm has advised a prominent satellite communications company on its foray into satellite television and radio broadcasting services as well as Internet services.
- The firm has advised several ISPs on ISP regulations and has assisted them in their legal documentation.
- The firm has advised and assisted various Indian companies in obtaining ISP licenses and Other Service Provider licenses from the DoT.
- The firm has advised a metro optical ethernet switch company in negotiating a carrier contract with a leading Indian telecommunications services company.
- The firm has advised a Japanese telecommunications giant with respect to establishing and maintaining its operations and activities in India. The firm has also drafted and reviewed various contracts, including product agreements, service agreements, and employment agreements in connection with this transaction.

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Representative Clients

Asia Satellite Communications Holdings Ltd., Atrica, Europestar, FLAG Telecom, Compunetix Inc., Geodesic Information Systems Limited, Kyocera Wireless Corporation, MEASAT, Mellon India Private Limited, Navin.com, New Skies, Nokia Siemens Networks, Providence Equity Partners, Qualcomm, SingTel, Singtel Optus, Space Systems/Loral, Inc., Telcordia Technologies, Verizon, Virtela Communications Inc., Webaroo Inc, Worldspace Corporation, WorldTel and 4 Interactive .

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