

Telecommunications Law

STATEMENT OF CAPABILITY

2011

Nishith Desai Associates

Legal & Tax Counseling Worldwide

Mumbai • Silicon Valley • Bangalore • Singapore • Basel • New Delhi

Nishith Desai Associates (NDA) is a research based international law firm with offices in Mumbai, Bangalore, Silicon Valley, Singapore, Basel and New Delhi. We specialize in strategic legal, regulatory and tax advice coupled with industry expertise in an integrated manner. We focus on niche areas in which we provide significant value and are invariably involved in select highly complex, innovative transactions. Our key clients include marquee repeat Fortune 500 clientele, of which over 60 per cent are US corporations.

Core practice areas include International Tax, International Tax Litigation, Litigation & Dispute Resolution, Fund Formation, Fund Investments, Capital Markets, Employment and HR, Intellectual Property, Corporate & Securities Law, Competition Law, Mergers & Acquisitions, JVs & Restructuring, General Commercial Law and Succession and Estate Planning. Our specialized industry niches include financial services, IT and telecom, education, pharma and life sciences, media and entertainment, real estate and infrastructure.

Our Tax, Investment Funds and Technology-Media-Telecom (TMT) practices have been consistently ranked in tier 1 by Legal 500, while Chambers & Partners have ranked us # 1 for Tax, TMT and Real Estate - FDI. We've received honorable mentions in Asian - Counsel Magazine for Alternative Investment Funds, International Arbitration, Real Estate and Taxation for the year 2010. We have been adjudged the winner of the Indian Law Firm of the Year 2010 for TMT by IFLR. We have won the prestigious "Asian-Counsel's Social Responsible Deals of the Year 2009" by Pacific Business Press, in addition to being Asian-Counsel Firm of the Year 2009 for the practice areas of Private Equity and Taxation in India. Indian Business Law Journal listed our Tax, PE & VC and Technology-Media-Telecom (TMT) practices in the India Law Firm Awards 2009 as also Legal 500 (Asia-Pacific) that has ranked us #1 in these practices for 2009-2010. We have been ranked the highest for 'Quality' in the Financial Times – RSG Consulting ranking of Indian law firms in 2009. The Tax Directors Handbook, 2009 lauded us for our constant and innovative out-of-the-box ideas. Other past recognitions include being named the Indian Law Firm of the Year 2000 and Asian Law Firm of the Year (Pro Bono) 2001 by the International Financial Law Review, a Euromoney publication. In an Asia survey by International Tax Review (September 2003), we were voted as a top-ranking law firm and recognized for our cross-border structuring work.

Our research oriented approach has also led to the team members being recognized and felicitated for thought leadership. Consecutively for the fifth year in 2010, NDAites have won the global competition for dissertations at the International Bar Association. Nishith Desai, Founder of Nishith Desai Associates, has been voted 'External Counsel of the Year 2009' by Asian-Counsel and Pacific Business Press and the 'Most in Demand Practitioners' by Chambers Asia 2009. He has also been ranked No. 28 in a global Top 50 "Gold List" by Tax Business, a UK-based journal for the international tax community. Nishith Desai is listed in the Lex Witness 'Hall of fame: Top 50' individuals who have helped shape the legal landscape of modern India.

Our Telecom Expertise

Nishith Desai Associates ("NDA") has developed a niche in the Telecommunications domain by capitalizing upon its cross-border specialization. We advise 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. Other accolades for the TMT sector include:

- Chambers & Partners has ranked us # 1 for TMT.
- IFLR: Winner of Indian Law Firm of the Year 2010 for Technology-Media-Telecom (TMT).
- Awarded by Indian Business Law Journal - India Law Firm Award 2009 for Telecom-Media-Technology practices.
- Ranked No. 1 by Asia Pacific Legal 500 in Telecom Law.
- Among PLC's recommended firms for Telecom.
- Nishith Desai, Founder of Nishith Desai Associates, voted 'External Counsel of the Year 2009' by Asian-Counsel and Pacific Business Press.
- Nishith Desai, Founder, ranked No. 28 in a global Top 50 "Gold List" by Tax Business, a UK-based international tax journal.
- Vaibhav Parikh, Partner at Nishith Desai Associates has also been acknowledged as a 'Highly Recommended Lawyer' for Outsourcing, Telecom and IT.
- Ranked highest on 'Quality' in a recent Financial Times-RSG Consulting survey of Indian law firms.
- Listed in the Asian Legal Business Watch list of 'Top 10 Firms to Watch in 2009'.
- Recognized by Chambers and Partners as the 'Most In-Demand Practitioners'.

Scope of Services

Our Telecom Practice Group focuses on:

- Advising clients on various structuring issues involved in establishing and investing into telecommunications operations in India, including inward and outward investment regulations, corporate and taxation issues (i.e., tax efficient investment routes).
- Advising clients and providing legal opinions on techno- legal and regulatory issues relating to telecommunications services, security issues, satellite communication, frequency spectrum, 3G and BWA Spectrum, up-linking and down-linking, convergence, interconnectivity, Internet Service Providers ISPs, Other Service Providers (OSPs), VOIPs, unified messaging services, Ku band satellite transponders, Headend in the Sky (HITs) etc.

- Drafting, reviewing and negotiating diverse agreements for the provision of telecommunications services, including Carrier Contracts, Service Level Agreements, Outsourcing Contracts, Equipment Contracts, Turnkey contracts and various subcontracting arrangements.
- Assisting clients in obtaining licenses and registrations for the provision of telecommunication services such as Internet Service Provider (ISP) license, Other Service Provider (OSP) registration and other licenses / registration from the Department of Telecommunications (DoT).
- Advising clients with respect to government tenders, spectrum auctions and policy level issues in the telecom space including advocacy.

The firm also addresses the following legal aspects in the sector

- 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.
- NDA's multi-skilled approach enables the firm to carry out legal due diligence with an industry-specific focus in the telecommunications sector.

Representative Clients

We have advised a host of large multinational and Indian companies, some cited below

- A large Telecom Industry focused Private Equity Fund to make significant Investment in a leading Indian Cellular Service Provider.
- A leading global CDMA technology provider on regulatory issues in licensing their technology.
- The International Telecommunication Union-sponsored development fund on its investments and development work in India.
- A global fiber optic carrier company on their taxation issues, contract negotiations issues as well on the regulatory issues regarding International gateway.

- 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.
- A major telecom company on its investment in an Indian telecommunications services company and also on other relevant corporate law issues.
- 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.
- A prominent satellite communications company on its foray into satellite television and radio broadcasting services as well as Internet services.
- Several ISPs on ISP regulations and has assisted them in their legal documentation.
- Various Indian companies in obtaining ISP licenses and Other Service Provider licenses from the DoT.
- A metro-optical ethernet switch company in negotiating a carrier contract with a leading Indian telecommunications services company.
- 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.
 - Atrica Inc
 - Asia Satellite Communications Holdings Ltd.
 - Compunetix Inc.
 - Europestar Ltd.
 - FLAG Telecom
 - Four Interactive Pvt. Ltd.
 - Geodesic Information Systems Limited
 - Kyocera Wireless Corporation
 - MEASAT
 - Mellon India Private Limited
 - Navin.com
 - New Skies
 - Nokia Siemens Networks
 - Providence Equity Partners
 - Qualcomm Inc
 - SingTel,
 - SingTel – Optus
 - Space Systems/Loral Inc.
 - Telcordia Technologies Inc.
 - Veraz Networks Pvt. Ltd.
 - Verizon
 - Virtela Communications Inc.
 - Webaroo Inc.

- Worldspace Corporation
- WorldTel
- BNY Mellon

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