



Hariani & Co., Advocates & Solicitors, is a prominent Indian law firm offering high quality legal services to clients in certain specialised practice areas. Hariani & Co. was founded in 1991, the year of India's economic liberalisation. Today, the firm has a fast-growing team of over 75 legal professionals, offices in three cities in western India, Mumbai, Pune and Goa, and a reach throughout India and abroad.

The firm has a strong industry focus and keeps clients abreast of the latest legal developments in their sectors. The firm's clients include large domestic and international commercial and industrial corporations, banks and financial institutions, film production houses, private equity and VC funds, real estate developers, individuals and entrepreneurs and charitable, medical and educational institutions.

PRACTICE AREAS

- DISPUTE RESOLUTION
- REAL ESTATE AND CONSTRUCTION
- CORPORATE
- CORPORATE FINANCE AND SECURITIES
- START-UPS
- BANKING AND FINANCE
- FOREIGN INVESTMENTS AND REGULATORY COMPLIANCES
- PRIVATE CLIENT PRACTICE
- INTELLECTUAL PROPERTY AND TECHNOLOGY
- MEDIA AND ENTERTAINMENT

Litigation

Hariani & Co. has had a strong litigation practice for over 25 years and is known for having successfully represented clients (including major business houses and high net-worth individuals) in complicated and intricate disputes across the country. The firm has handled civil, commercial, testamentary and criminal matters for clients before fora from the lowest courts in India to the Supreme Court.

The firm's expertise in this practice area includes:

- Advising on pre-litigation strategy including on law and jurisdiction involved
- Advising and representing clients in civil and commercial litigation matters, including in conciliation and mediation proceedings
- Advising and representing clients involved in winding up, corporate insolvency and liquidation proceedings
- Advising and representing clients in constitutional law matters including matters relating to writ jurisdiction
- Advising on issues arising from conflicts of law
- Representing clients in real estate litigation in respect of strategic and commercially valuable properties
- Advising and representing clients in matters related to the enforcement of intellectual property rights, such as patents, trademarks, copyrights, designs and trade secrets
- Representing clients in consumer matters, including before State and National Consumer Disputes Redressal Commissions
- Representing clients before the National Company Law Tribunal and the National Company Law Appellate Tribunal
- Representing clients before the Real Estate (Regulation and Development) Act, 2016 authority and appellate authority
- Representing clients before other statutory tribunals and appellate tribunals
- Representing clients in environmental disputes
- Representing clients including individuals and corporates before enforcement authorities

Arbitration

Hariani & Co. has represented clients in numerous arbitration matters over the years. The firm has appeared for clients in both Indian and international arbitration matters, and in both ad hoc and institutional arbitration matters.

The firm's arbitration experience is widespread, ranging from oil and gas sector disputes to construction disputes, family disputes, foreign investment disputes, corporate disputes and contractual disputes.

In addition, the firm has appeared in various Indian courts in proceedings arising out of arbitration matters. Amongst other things, the firm has applied to the court to seek the appointment of arbitrators, to obtain interim relief for clients in drawn-out arbitration matters and to challenge awards given by arbitral tribunals. The firm has also advised on, and represented clients in, complicated proceedings for the enforcement of arbitral awards in India.

The firm has participated in arbitration proceedings at a pan-India level, and has appeared before the Supreme Court and various High Courts in arbitration-related matters.

Arbitration proceedings in India often occur in conjunction with parallel court proceedings in various courts and specialised statutory tribunals. The firm is well-equipped to handle such matters and provide strategic as well as legal advice to clients, in addition to drafting pleadings and representing clients before tribunals and courts.

Hariani & Co. represents eminent business houses, high net-worth individuals, real estate owners, developers, investors, financial institutions, lenders, real estate funds, consultancies, tenants, housing societies, brokers, purchasers and individuals in diverse real estate transactions. The firm has a strong foundation in advising and representing clients in conventional real estate practice areas such as the sale and purchase of property and conducting investigations into unique and complicated issues relating to property title. Hariani & Co. has handled numerous transactions involving a combination of real estate and corporate structuring. The firm has also successfully represented numerous clients in, and obtained favourable outcomes in, high-stakes litigation in respect of strategic and commercially valuable properties.

Over the years, the firm has also earned a strong reputation for developing innovative structures and assisting clients with documentation and negotiations in this practice area. The firm has the knowledge and capacity to advise clients on both legal and technical issues related to real estate as well as providing strategic support to clients.

Hariani & Co. was the first Indian firm to act in a transaction involving foreign direct investment in the Indian real estate sector at an entity level. It is a pioneer in the emerging field of real estate investment in India and has actively advised on several real estate finance projects. The firm has also represented clients in unique “built to suit” real estate transactions. Hariani & Co. is geared to handle and advise on the challenges to and future transformations proposed in the Indian real estate sector.

The firm's expertise in this practice area includes:

- Acting for clients in transactions involving real estate financing through Non-Banking Financial Companies (NBFCs), funds, real estate trusts, non-convertible debenture / optional convertible debenture structures and inter-corporate deposits
- Advising on the legal and regulatory aspects of foreign investment in the Indian real estate sector
- Advising on suitable structures for real estate funds, trusts (including real estate investment trusts (REITs)) and corporate houses, from a legal, tax and regulatory perspective, and undertaking related documentation
- Structuring joint ventures for real estate development
- Advising on compliance with various central and state laws applicable to real estate project development, such as the Real Estate (Regulation and Development) Act, 2016, Maharashtra Ownership Flats (Regulation of the Promotion of Construction, Sale, Management and Transfer) Act, 1963 etc.
- Working with real estate consultancies from the inception of real estate projects, assisting them with preparing documentation (including information memoranda and various agreements) and advising on legal, technical and regulatory issues relating to the sale and purchase of properties

The firm's expertise in this practice area includes:

- Preparing agreements and other documentation in respect of the financing, construction and development of residential, industrial and commercial premises, including office buildings, IT parks, hotels, shopping malls and serviced apartments
- Conducting due diligence and title verification in respect of the acquisition and disposal of agricultural and non-agricultural lands, structures, buildings, flats, commercial spaces and industrial units across India, issuing title reports and certificates relating to property titles
- Conducting due diligence with respect to properties in real estate investment transactions, including investment through loans, inter-corporate deposits, trusts, funds etc.
- Acting for clients letting or leasing all types of properties, including conducting negotiations, preparing agreements and other documentation
- Representing clients in various types of litigation matters involving real estate
- Structuring and advising on real estate redevelopment projects
- Assisting companies in acquisition of MIDC plots on lease-hold basis
- Assisting companies in acquisition of land for developing modern logistics parks
- Advising and assisting companies in acquisition of land for setting up townships and undertaking layout development under diverse policies of the central and state governments, such as the Special Township Policy, Tourism Policy, Information Technology and Information Technology Enabled Services (IT and ITES) Policy, policies relating to Integrated Industrial Townships etc.

- Assisting companies to undertake infrastructure work, including road and bridge development, port development and power projects (including alternative energy projects)
- Providing inputs on matters related to zoning, land use under various reservations and regulation of land use and allied laws relating to the construction and redevelopment of properties
Advising on taxation and tax-saving measures, in consultation with tax law experts
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- Advising on stamp duty and registration related issues

Real Estate Finance

Hariani & Co. is a pioneer in the emerging field of real estate investment in India. The firm has advised on real estate investments through NBFCs, funds, non-convertible debenture / optionally convertible debenture structures and inter-corporate deposits. The firm has the knowledge, information and resources to advise clients on the legal, technical and strategic issues involved in real estate financing transactions, including real estate investment trusts (REITs). The services provided by the firm include conducting due diligence exercises, providing title reports and documentation, and negotiating and preparing loan, investment, mortgage and other security documents, such as loan or investment agreements, mortgage and hypothecation documents, debenture trust deeds etc.

Real Estate (Regulation and Development) Act, 2016

Hariani & Co. has been involved in the development and adoption of the Real Estate (Regulation and Development) Act, 2016 (RERA) from its early stages. Hariani & Co. provided the government with inputs on the RERA at the policy stage, while the RERA was still being developed.

The firm provides clients with the following RERA-related services:

- Advising developers, owners and housing societies on the RERA registration of their projects, their obligations and liabilities under the RERA, the amendments required to their legal documentation and the changes needed to their project structures
- Advising real estate financiers, including banks and NBFCs, about the withdrawal of receivables and enforcement of mortgages under the RERA and assisting them with project structuring and documentation
- Advising real estate consultancies on their rights and obligations as real estate agents under the RERA
- Advising allottees under the RERA about their rights under the statute
- Advising clients about their options for dispute resolution under the RERA and representing clients before the RERA authority and appellate authority

Redevelopment

The firm regularly works on real estate redevelopment projects, including slum rehabilitation projects. The firm has experience with:

- Acting for clients on the redevelopment of properties leased from the central government, state governments and various government bodies and public entities across the country
- Acting for clients on the redevelopment of properties belonging to cooperative societies
- Assisting with the redevelopment of cessed properties and dilapidated buildings
- Working on specialised slum rehabilitation projects
- Preparing documentation for redevelopment, including development agreements, joint venture agreements, development management agreements, work contracts and agreements among tenant and occupants
- Assisting with proceedings for the summary eviction of non-cooperative tenants and occupants
- Assisting with proceedings before courts, the Slum Rehabilitation Authority (SRA) and the High Power Committee (HPC) of the SRA
- Advising on the formation and registration of cooperative societies

Hariani & Co. has an extremely active and competent corporate practice, advising and acting for clients on a wide range of corporate and commercial law issues.

The firm's expertise in this practice area includes:

- Advising companies on the legal and regulatory aspects of doing business in India
- Advising on various corporate governance issues, including the formation of companies and regulatory compliances
- Advising on foreign investments by and into Indian companies
- Advising companies on and drafting various general commercial agreements, such as employment agreements, consultancy agreements, confidentiality agreements, services agreements, escrow agreements, software development agreements, tender documents etc.
- Advising companies on raising corporate finance, including on equity issues and share transfers and allotments
- Advising on securities law issues
- Assisting companies with mergers and acquisitions
- Acting for companies and parties involved in corporate disputes, including in domestic and international arbitration proceedings, as well as proceedings before various Indian courts and tribunals
- Advising and representing clients involved in winding up, corporate insolvency and liquidation proceedings

Corporate Governance

Hariani & Co. regularly advises companies on their legal, regulatory, operational and compliance issues and represents clients in corporate governance related disputes, including disputes among joint venture partners, shareholder disputes, minority actions etc. More specifically, the firm:

- Advises on the incorporation of companies in India
- Assists clients to structure and set up operations in India
- Advises companies on investments and the formation of subsidiaries abroad
- Advises domestic and foreign clients on setting up joint ventures in India and overseas, including on the inter se rights of parties, and assists clients with this process
- Advises companies on and assists with the drafting of various corporate documents
- Advises companies on an ongoing basis on operational issues, including issues relating to board meetings, shareholders' meetings, directors' rights and duties etc.
- Advises companies on corporate compliance issues
- Advises companies on share transfers and allotments
- Acts for companies, shareholders and directors involved in corporate governance-related disputes

Mergers and Acquisitions

Hariani & Co. advises on both routine and innovative M&A structures. The firm has represented several clients in setting up operations in India. The firm:

- Advises on various structuring issues involved in M&A deals, including determining the type of Special Purpose Vehicle (SPV) to be created, the jurisdiction in which to locate the SPV, the type of instruments etc.
- Performs legal due diligence, with an industry-specific focus (including performing due diligence on the SPV and its assets)
- Assists with drafting and reviewing documentation including term sheets, definitive agreements, non-compete agreements, non-disclosure agreements, escrow agreements, stock swap agreements, employment agreements etc.
- Works with investment banks and accountancy practices to render seamless services to clients
- Advises on legal and compliance issues related to corporate law requirements and securities laws, government approvals and statutory filings

Private Equity

Hariani & Co. is able to represent clients both entering into and exiting from private equity investments. The firm has represented both Indian and international clients making private equity investments into India, and can guide clients through the numerous legal issues surrounding private equity in India, including by:

- Representing developers obtaining private equity funding
- Advising on and assisting with the structuring of SPVs for private equity investments
- Advising on foreign private equity fund investments into companies and SPVs
- Representing developers on share issues to allow the exit of private equity funds

CORPORATE FINANCE AND SECURITIES

Hariani & Co. has represented clients in various corporate finance matters, including corporate financing through loans, private equity investments, venture capital investments and mergers and acquisitions. Over the years, the firm has provided advice on various matters in this area, including issues related to the Foreign Exchange Management Act (FEMA), the Securities and Exchange Board of India (SEBI) etc.

The firm's expertise in this practice area includes:

- Representing developers obtaining private equity funding
- Acting for developers on transactions involving Special Purpose Vehicles (SPVs)
- Representing foreign funds investing in SPVs (engaged in the development of huge land banks)

START-UPS

Hariani & Co. has extensive experience advising start-up companies and new ventures in India. The Hariani & Co. team is able to provide multifaceted guidance to and about new ventures and start-ups, through all the phases of their growth, including their formation, financing, intellectual property etc.

Some of the key areas in which the firm assists start-ups are:

Pre start-up assistance

- Advising on the legal and regulatory aspects of doing business in a particular territory in India
- Advising on various structures tailored to suit start-up operations
- Advising on the incorporation of companies and formation of limited liability partnerships
- Advising on corporate compliances, allotment of shares, share transfers etc.
- Shareholders' agreements
- Employment and other ancillary agreements

Raising finance

- Advising on investments into start-up companies, assisting with negotiations between start-ups and investors, drafting and reviewing documents
- Advising on exit strategies and mechanisms

Ongoing assistance

- Advising on an ongoing basis on general operational issues, including issues relating to board meetings and shareholder meetings
- Advising on the implementation of employees' stock option schemes and related documentation

Protecting intellectual property

- Assisting with the registration of trademarks, copyright and designs
- Providing services relating to computer programs and mobile applications
- Technology transfer agreements
- Software development agreements
- Confidentiality agreements

Hariani & Co. advises on all aspects of banking law, including banking regulations, secured commercial lending, leasing and hire-purchase, the raising of loan finance, loan agreements and negotiations. With appreciable experience in debt recovery litigation, the firm also advises on the enforcement and realisation of security interests.

The firm advises on the structuring and assists with legal due diligence, legal audit, documentation, procedural follow-up and closing for loan and financing transactions. The firm advises on both joint venture and project finance contracts. Hariani & Co. also acts for clients in the following specialised banking and finance sectors:

Prepaid Cards and Other Payment Service Products

Hariani & Co. is a front-runner in this area, advising clients on developing various payment service products, including prepaid cards. The firm has advised numerous clients on the issuance and operation of prepaid cards. The firm has also advised the prepaid international forum in India. The firm provides clients with both transactional and advisory services.

Hariani & Co.'s advisory practice in this area involves advising on legal issues such as anti-money laundering safeguards, Know Your Customer (KYC) norms, combating the financing of terrorism, the Information Technology Act, the maintenance of records in digital format and potential liability.

Hariani & Co. also assists clients with structuring deals for the issuance of prepaid cards, drafting and reviewing agreements for the issuance of prepaid cards, making applications for registration with the Reserve Bank of India (RBI) and ensuring compliance with RBI requirements.

Hariani & Co. has advised clients issuing prepaid cards to various customer groups, customers of overseas hotel chains in India and customers in the shipping industry. In addition to acting for clients issuing prepaid cards, Hariani & Co. also advises on the structuring and issuance of other types of payment service products. For instance, the firm has advised a client on the legal regulations applicable to a mobile application permitting users to transfer money to one another through a messaging platform. The firm also advised on the structuring of the deal, given that foreign companies were involved in the transaction. The firm has also assisted a client with the issuance to persons in India of virtual account numbers to be used to pay travel industry participants worldwide. Further, the firm has advised and assisted companies that issue prepaid gift cards or run loyalty programs for its clients' employees.

Real Estate Finance

Hariani & Co. is a pioneer in the emerging field of real estate investment in India. The firm has advised on real estate investments through Non-Banking Finance Companies (NBFCs), funds, non-convertible debenture / optionally convertible debenture structures and inter-corporate deposits. The firm has the knowledge, information and resources to advise clients on the legal, technical and strategic issues involved in real estate financing transactions, including real estate investment trusts (REITs). The services provided by the firm include conducting due diligence exercises, providing title reports and documentation and negotiating and preparing loan, investment, mortgage and other security documents, such as loan or investment agreements, mortgage and hypothecation documents, debenture trust deeds etc.

Foreign Investment

Hariani & Co. advises international companies on Indian government policies on foreign investment in various sectors.

FOREIGN INVESTMENTS AND REGULATORY COMPLIANCES

There are a number of regulatory and legal requirements for foreign investments in India and by Indians. Hariani & Co. advises overseas and domestic companies on such issues, including on entry strategies into India, and outbound and inbound cross-border transactions. The firm provides a wide range of services relating to the structuring, establishment and operation of public and private companies in India. The firm also advises international companies on government policies on foreign investment in various sectors.

The firm's experience in this practice area includes:

- Advising on joint ventures, and technical and other collaborations in India
- Liaising with various government bodies such as the Reserve Bank of India (RBI) and the Department of Industrial Policy & Promotion (DIPP), Ministry of Commerce on regulatory matters
- Advising clients with respect to government regulations and procedures such as the Foreign Exchange Management Act (FEMA) and regulations and foreign direct investment (FDI) regulations
- Assisting clients to acquire, lease and transfer property in India
- Assisting clients with setting up of branches, liaison offices, project offices and site offices
- Advising clients on government contracts, transfer of technology and licensing, repatriation etc.
- Advising Indian clients with respect to investments, including property investments, outside the country
- Assisting Non-Resident Indians (NRIs) and Persons of Indian Origin (PIOs) with property investments in India

PRIVATE CLIENT PRACTICE

In India, the laws relating to wealth management are extremely complicated and requires consideration of several laws. Hariani & Co. provides practical legal advice to clients mainly consisting of high net-worth individual as well as family-run business houses on private and confidential issues relating to wealth management, distribution and preservation.

The firm assists clients with the formation, registration and governance of private and public charitable trusts, societies and charitable companies.

The firm's experience in this practice area includes:

- Advising on issues such as domestic partnerships, adoption and property settlements for families in India and across the globe
- Advising on the resolution of family disputes, particularly in respect of the division and distribution of family estates
- Advising on structuring the estates of individuals, companies, trusts, societies etc., to make these more tax efficient
- Advising on the maintenance and partition of Hindu Undivided Family (HUF) property
- Advising and assisting clients on the formation and structuring of private and public charitable trusts
- Drafting trust deeds and ancillary documents for the management of trusts by the settlor, trustees, companies, financial institutions etc.
- Assisting with issues related to succession and testamentary disposition of property
- Advising on the inheritance of ancestral property
- Preparation of wills and codicils
- Advising on, filing and obtaining testamentary documents including probates, letters of administration and succession certificates
- Advising and preparation of advanced directives, which consists of a living will and a durable power of attorney or healthcare proxy.

INTELLECTUAL PROPERTY AND TECHNOLOGY

Hariani & Co. provides a wide spectrum of intellectual property services to its clients based in India and abroad.

The firm has advised a number of clients on copyright and trademark laws, and acted in intellectual property licensing matters. The firm has helped several clients to leverage their IP and unlock the value of their intellectual assets in a competitive marketplace.

The firm has special expertise in acting for clients in the entertainment, media and pharmaceutical sectors with respect to intellectual property matters. The firm's expertise in the intellectual property and technology practice area includes:

The firm's experience in this practice area includes:

- Drafting various agreements, such as satellite broadcasting agreements, internet streaming agreements, intellectual property licensing agreements etc.
- Formulating strategies for acquisition and licensing of various intellectual property rights for clients
- Representing clients in proceedings, suits and writ petitions before various courts in India, including the Supreme Court of India, High Courts and district courts, and before various Indian authorities, associations and tribunals, to enforce intellectual property rights and defend against infringement
- Drafting, filing and prosecuting registration applications in respect of copyrights and trademarks, including before the trademark and copyright registry in India
- Conducting due diligence with a specific focus on intellectual property rights, drafting detailed review reports and evaluating the risks, liabilities and opportunities involved for clients with respect to the acquisition and licensing of various intellectual property rights
- Providing legal opinions on complex intellectual property rights-related issues

MEDIA AND ENTERTAINMENT

Hariani & Co. has for the past several years been at the forefront in the practice area of media and entertainment law in India. The firm's media and entertainment practice encompasses films, television, drama, performing arts, publications, sports, gaming, advertising and public relations. The firm's clients include several media houses, film distributors, broadcasters, advertising agencies, actors and other artists.

The firm has been involved in negotiating and drafting all kinds of agreements for the film and television industry. The firm also provides a wide spectrum of services to its clients with respect to copyright and trademark laws. Hariani & Co. has advised several clients on protecting and leveraging their intellectual property.

Hariani & Co. is a leading player in the media and entertainment practice area. The firm's expertise in this practice area includes:

- Drafting, vetting and negotiating all kinds of agreements for the film and television industry ranging from co-production and film financing agreements to talent agreements, agreements related to live events, satellite broadcasting agreements, internet streaming agreements, endorsement deals, co-branding agreements, distribution agreements etc.
- Formulating strategies for the acquisition and licensing of various intellectual property rights for clients
- Providing legal opinions on complex issues relating to broadcasting, licensing, telecommunications, technology and intellectual property
- Representing clients in proceedings, suits and writ petitions before various courts and commissions in India, including the Supreme Court of India, High Courts, district courts and the Competition Commission of India, and before various Indian authorities, associations and tribunals, to enforce intellectual property rights and agreements
- Conducting film and television-related arbitrations before various arbitration tribunals and film associations including the Film Writers' Association, the Association of Motion Pictures and TV Programme Producers (now the Indian Film and TV Producers Council (IFTPC)) and the Indian Motion Picture Producers' Association
- Drafting, filing and prosecuting registration applications in respect of copyrights and trademarks, including before the trademark and copyright registry in India
- Conducting due diligence with a specific focus on intellectual property rights, drafting detailed review reports and evaluating the risks, liabilities and opportunities involved for clients with respect to the acquisition and licensing of various intellectual property rights

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