

MAITRAYI JAIN

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EDUCATION

GEORGETOWN UNIVERSITY LAW CENTER

Washington D.C.

Master of Laws in International Business and Economic Laws | GPA: 3.65

May 2023

Honors and Awards: Dean's List | Merit Scholar (partial tuition, merit based scholarship)

Positions: Research Assistant- Prof. Jonathon Zytnick; Research Assistant- Prof. Anupam Chander; Fellow- Center on Transnational Business and the Law (Profs. Don S. De Amicis & David Stewart)

Courses: Structuring Private Equity Transactions (A), International Business Transactions (A), Intro to Contracts (A), Capital Formation for Startups, Energy Problems Seminar: Climate Change and Other Energy Issues (B+)

NATIONAL LAW INSTITUTE UNIVERSITY (Top Tier Law School in India)

Bhopal, India

B.A. LL.B. (Hons.), First Class Honors | GPA: 71.9 % (A grade) | Class Rank: 11 out of 105 students

May 2018

Activities: Senior member, NLIU Alumni Affairs Cell; Member, Centre for Business and Commercial Laws; Member, People United for Law Education and Rehabilitation

EXPERIENCE

LAPIS INDIA CAPITAL (Advisor to International Private Equity Funds)

Mumbai, India

In house Legal Counsel

January 2021 – June 2022

- Advised foreign investors and asset managers on strategic, business-oriented legal issues relating to complex cross-border transactions and disputes, private Mergers and Acquisitions (M&A), joint ventures, corporate governance, and devising/implementing cost-effective dispute resolution strategies.
- Advised asset managers in structuring and setting up onshore and offshore funds and marketing their securities to institutional investors. Analysed law on enforceability of put options and exit mechanisms assuring fixed internal rate of return.
- Drafted and reviewed term sheets and other transaction documents including investment agreements, share purchase agreements, escrow agreements, corporate guarantees and pledge agreements; conducted due diligence exercises; coordinated transaction executions and closings; and negotiated with counter parties and opposing counsel.
- Advised foreign investors on end-to-end dispute resolution strategy (Shareholder and Joint Venture disputes) including drafting and reviewing notices, pleadings; alternate guerrilla tactics; negotiations and settlement discussions; execution and enforcement of domestic and international awards.

CYRIL AMARCHAND MANGALDAS (Tier 1 Corporate Law Firm in India)

Mumbai, India

Associate

July 2018 – October 2020

- Advised domestic and international clients on strategic business-oriented legal issues on complex domestic and cross-border transactions and commercial disputes.
- Drafted term sheets and transaction documents including investment agreements, share purchase agreements, escrow agreements and corporate guarantees; conducted due diligence exercises; coordinated transaction executions and closings; and negotiated with counter parties and opposing counsel.
- Drafted financing documents including loan agreements, pledge agreements, deeds of hypothecation, indentures of mortgage, inter-creditor agreements, security trustee agreements and supplementary escrow agreements; conducted financial diligences; coordinated transaction executions and closings; and negotiated with counter parties and opposing counsel.
- Engaged in business development activities with potential clients to gauge client requirements and strengthen client relationships.

OTHER INFORMATION

Bar admissions: Bar Council of India (March 2019); Sat for the New York State Bar Exam (July 2023).

Languages: English (fluent), Hindi (fluent), Marathi (Beginner)

Publications: Crowdfunding - an emerging alternative source of finance, lex witness magazine, July 2016 (co-authored); Redressal mechanism for competitors against misleading advertisements, Vol. 4 No. 3 International Journal of Educational Studies (2017) (co-authored); SC refuses unilateral appointment of single arbitrator, May 5, 2020 (co-authored); Mediation: the Future of Dispute Resolution, June 25, 2020 (co-authored); Advertisement to Misleading Advertisement | Horlicks v. Zydus Wellness Products, June 30, 2020 (co-authored).

Interests: Avid reader, budding master chef and fitness enthusiast. Dedicated to the cause of educating underprivileged children.

DEAL SHEET

Transactional Work

- Advised Lapis Investment Managers on setting up onshore and offshore funds and on the regulatory requirements for marketing securities in the United States. Prepared detailed note on potential structures and regulatory requirements for establishing funds in India and requirements under the US securities for sending marketing material to institutional investors.
- Advised foreign investors in their disinvestment and exit from investee companies (including Neelkamal Realtors, Marine Drive Holdings, Janapriya Townships, Ansal Townships, Shree Ram Urban Infrastructure, Wondervalue Developers, HBS Auto SEZ, Rare Townships). Responsibilities involved drafting transaction documents including terms sheets, share purchase agreements; and advising on dispute resolution strategies in multi-million/ multi-billion-dollar arbitrations, insolvency claims and civil suits. Specific emphasis on receiving maximum value for the investment. Specifically sought enforcement of rights of investor and put options holders in arbitrations and insolvency proceedings. Closely coordinated with multiple parties, adjudicating authorities and regulatory authorities. Intricate involvement in completion of the deal allowed for the provision of more commercially focused advice due to better understanding of the business.
- Advised Essel Infraprojects in the disinvestment of four of its transmission assets for USD 395 million (approx.). As the only junior associate, provided assistance with drafting transaction documents and resolutions. Solely responsible for execution and closing. Participated in several negotiations for finalization of documents. Coordinated with clients, multiple project parties and various internal departments.
- Advised and represented Adani Ports and SEZ Limited (*one of the largest global infrastructure conglomerates*) in its acquisition of Krishnapatnam Port Company Limited for USD 1.71 billion (approx.). The deal was recognized as one of the biggest M&A deals in India for the year 2020. Conducted off site key issues litigation diligence and advised on structuring of the transaction. Represented Adani in tri-patriate negotiations. Extensive contact with clients, counter-parties and opposing counsel.
- Advised State Bank of India (*the largest commercial bank in India*) and Axis Bank in refinancing and additional financing of USD 1.31 billion (approx.), for the expansion of Kempegowda International Airport, Bengaluru. One of the biggest project financing deals in 2019-2020. Drafted security documents, ancillary documents and resolutions approving borrowing of money and creation of security. Participated in complex and lengthy negotiations. Coordinated with lenders, borrowers and security trustee on a regular basis.
- Represented State Bank of India in the financing of Vadodara Kim Expressway. Worked closely with the clients as the sole associate on the matter. Responsibilities involved drafting financing documents and security documents; advising clients on legal and commercial aspects of the transaction; and assisting with execution and closing, specifically for creation and perfection of security interest.
- Conducted internal due diligence exercise for 35 group entities of ReNew Power (one of India's largest renewable energy companies). The diligence was fast paced with short timelines. Coordinated and worked with various internal departments to successfully complete the diligence exercise and produce a key issues report.

Other Work

- Represented Masdar Energy (UAE) in its insolvency claim of USD 111 million (approx.) against Siva Holdings. Advised an inexperienced client on legal and commercial aspects of Indian insolvency laws; attended meetings of the committee of creditors; reviewed and negotiated resolution plans.
- Advised a resident individual in India in setting up a software company in the United States. Prepared advisory notes and responded to client queries. Coordinated with the authorized dealer bank in India to understand the practical aspects of the foreign exchange management regime in India.
- Represented a Dubai based client in a mediation conducted under the London Court of International Arbitration Rules, 2014. The disputes arose between members of a family with assets in Dubai, Texas (USA) and India including shares of private companies, immovable properties, intellectual properties and interest in a partnership firm. Drafted mediation settlement agreement and ancillary documents required to implement the terms of settlement. Attended conferences and briefed arguing counsels on behalf of the client. Closely worked with counsels and counter parties in Dubai, United States and several internal departments.
- Advised and represented an industrial automation company and its promoters in disputes with its shareholders. Drafted pleadings to be filed before company law court, attended conferences and briefed counsels. Obtained a favorable order upholding the rights of the company and its promoters.