



Ganesh Prasad

Partner

Simal, 2nd floor,
7/1 Ulsoor Road,
Bangalore 560 042, India

T: +91 80 4339 7000

F: +91 80 2559 7452

E: ganesh.prasad@khaitanco.com

Practices:

Corporate and Commercial
Joint Ventures and
Collaborations
Mergers & Acquisitions
Private Equity
Venture Capital
Funds

Education:

B.A. LL.B., University Law
College (2001)
Advanced Diploma in Networked
Centred Computing., NIIT (2000)

Professional Affiliations:

Karnataka State Bar Council
(2001)
Solicitor (NP), Supreme Court of
England and Wales

Ganesh Prasad is a Partner in the Corporate and Commercial practice group in the Bangalore office. Ganesh joined the Firm from Amarchand & Mangaldas & Suresh A. Shroff & Co, Mumbai where he was a partner in the corporate law team.

Ganesh specializes in domestic and foreign venture capital and private equity investments in a variety of sectors, including IT and IT services, financial services, insurance, education, human resource consultancy and real estate development

Ganesh has worked on in several transactions in his practice areas, including structured investments, PIPEs, joint ventures and strategic partnerships, inbound as well as outbound acquisitions, corporate and structured financing across various sectors.

Representative Matters:

General Corporate - M&A:

- Advised **Toshiba Corporation** in its acquisition of power transformer divisions of Vijay Electricals Limited;
- Advising a listed Indian subsidiary of a Japanese MNC engaged in manufacturing motor vehicles in India;
- Advising **TVS Motors** on their IP acquisition from Europe;
- Advised Yahoo! Inc in its investment in Info Network Management Company Private Limited;
- Advised **Barclays Global, London** in its proposed acquisitions in the financial services sector in India;
- Advised **Deutsche Bank, Hong Kong** in its structured financing for investments in the real estate sector in India;
- Advised **Electronic Data Systems** in its acquisition (asset and shares) of Mphasis BFL;
- Advised **Capitaland Group, Singapore** in establishing its joint venture in the real estate sector in India;
- Advised **Google Inc** in structuring its investments into India;



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- Advised **TNT Netherlands BV** in its acquisition of an Indian company through its subsidiary based on earn out structures;
- Advised **Hersheys Corporation** in its joint venture with Godrej Industries Limited;
- Advised **AIG Corporation** on its acquisition of Vivek Hire Purchase Limited and Weizmann Homes Limited;
- Advised **WNS Limited** on its acquisition of Marketics Technologies Private Limited using earn out structures;
- Advised **Siemens A.G, Munich and Siemens Limited, India** on its acquisition of iMetrex through earn out structures;
- Advised **Halliburton Inc** in its acquisition of Surface Well Testing equipments in India;
- Advised **Apar Industries Limited** in its acquisition of Uniflex Cables Limited;
- Advised a Japanese corporate in its corporate restructuring by share swap with a media major;
- Advised **Tata Sons** in a structured financing deal with Standard Chartered Bank; and
- Advised **Thomas Cook UK** in its acquisition of Thomas Cook India.

Private Equity:

- Advised **Baring Private Equity** in its acquisition of Hexaware Technologies Limited;
- Advised **Warburg Pincus** in its investments in Amtek Auto, Continental Warehousing Corporation (Nhava Seva), IMC Limited, ATC Tyres Limited;
- Advised **Kohlberg Kravis Roberts** in some key investments in India;
- Advised **Apax Partners** in its investments in Apollo Limited;
- Advised **Summit Partners** in its divestment of stake in Krishidhan Seeds Private Limited and its proposed investments in India;
- Advised **Multiples Private Equity** in its investments in Milltec Machinery Private Limited and NOV Sara Private Limited;
- Advised **Goldman Sachs** in its investment in Max India;
- Advised **Sequoia Capital** in its investments in Unicon Group, Vasan Healthcare Private Limited, SatNav Technologies Private Limited, Pine Labs Private Limited,



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Manappuram General Finance and Leasing Limited and other Manappuram group companies, Pinelabs etc;

- Advised **Reliance Private Equity** in its investments in VVF Limited, Butterfly Gandhimathi Appliances Limited, Amber Enterprises Private Limited, and its divestment of stake in DTDC Courier and Cargo Limited;
- Advised **Bessemer Venture Partners** in its investment in Shriram EPC Limited;
- Advised **Omidyar Networks** in its proposed investments in India;
- Advised **DE Shaw** in its various investments in India;
- Advised **IDFC Private Equity** in its investment in Deepak Cables Limited;
- Advised **Clearwater Partners** in its investment in Aireff Detox Private Limited;
- Advised **Och Ziff and Credit Asia Capital** in its investment in Sricity SEZ;
- Advised **Kotak Realty Fund** in relation to its real estate financing of Divya Shree Developers and listed NCD's of Adarsh Realty Private Limited;
- Advised **UTI Ventures** in their investment in Laqkshya Media; Pesco BEAM Environmental Solutions Private Limited, Deepak Cables Limited;
- Advised **Samsara Capital** in its investments in India;
- Advised **Norwest Venture Partners** in its investments in Suidhaa Infoserve Private Limited, IDEA, Persistent Systems Limited, Adventity BPO India Private Limited;
- Acted against 3i and GIC in their investments into Mundra Port Limited; and
- Acted against GIC and IDFC Private Equity in their investments into QUIPO Infrastructure Limited.

Technology Law:

- Advised **Epson** on competition law, consumer protection law and other laws governing sale of printers in India;
- Advised **Kendle Inc, USA**, on the establishment of medical back office outsourcing from US hospitals in India and required permissions and licenses to operate in India;
- Advised the **British Broadcasting Corporation** on issues pertaining to data protection and privacy in India;
- Advised and drafted various agreements pertaining to source code licenses, joint software development, escrow



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(with and without verification), software licensing, service level agreements, hardware maintenance etc., to various companies including **Picopeta, Nintendo, Matsushita, Samsung and Sony Corporation**; and

- Advised **Texas Instruments** on encryption and embedded technology issues prevailing in India.

Labour and Employment:

- Advised **American Data Solutions Private Limited** on various employment law issues such as employee contracts, enforcing non-solicit and non-compete agreements, stock option and purchase plans, and termination and retrenchment;
- Advised a Business Process Outsourcing subsidiary of a leading US insurance major on its retrenchment of employees and on labour laws in India;
- Advised the Indian subsidiary of **Nissin Corporation** on the closure of its establishment in Bangalore;
- Advised **EDS, ATC Tyres and WNS** in implementing their global ESOP and ESPP plans as per existing regulations in India;
- Drafting employee handbooks and policies to suit the work culture and specific needs of companies and working closely with the human resources teams of companies to familiarize them with employment law and issues stemming thereof;
- Advised senior management of various companies on employment law and strategies for retrenchment/layoffs; and
- Liaising with the government departments and appearing before the labour courts in matters pertaining to retrenchment/layoffs.

Publications and Presentations:

Ganesh has authored articles in various Indian legal journals. His contributions include:

- **"Investing in India through Non-Convertible Debentures"** published by India Business Law Journal, June, 2013 and IVCA Journal, 2014; and
- **"Enforceability of Options Clarified"** published by India Business Law Journal, November, 2013.