



## Nitish Goel

Partner

Max Towers  
7<sup>th</sup> & 8<sup>th</sup> Floors  
Sector 16B, Noida  
Uttar Pradesh 201 301  
India

M: +91 95555 43838  
E: [nitish.goel@khaitanco.com](mailto:nitish.goel@khaitanco.com)

### Practices:

Corporate & Commercial  
Mergers & Acquisitions

### Education:

B.A., LL.B. (Hons.),  
West Bengal National University  
of Juridical Sciences, Kolkata  
(2013)

Qualified Company Secretary –  
Professional (2012), Institute of  
Company Secretaries of India  
(ICSI)

### Professional Affiliation:

Bar Council of Delhi  
Institute of Company Secretaries  
of India (ICSI), India

Nitish Goel is a Partner in the Corporate and Commercial practice group in the NCR office. He specialises in corporate law and has extensive experience in handling M&A transactions (domestic and international), joint ventures, foreign investments, corporate restructuring, and general corporate advisory.

Nitish has extensive experience in shareholder disputes and white-collar investigations. He has advised clients across a range of sectors including logistics, telecoms, automobiles, renewable energy, chemicals, and technology.

### Representative Matters:

In his areas of expertise, Nitish has advised and represented several prominent clients which include:

#### Mergers and Acquisitions & Joint Ventures

- **Space Teleinfra Private Limited** on the sale of 100% shareholding by the existing shareholders to Tower Infrastructure Trust (backed by Brookfield, GIC and British Columbia) for total consideration of INR 9 billion (USD 121 million) and additional milestone-based consideration;
- **FRIWO Group**, a German manufacturer of e-drive solutions on its joint venture with Minda Industries Limited to manufacture and supply various electric vehicle components in the Indian subcontinent;
- **Gateway Distriparks Limited**, a leading multi-modal logistics company on the sale of its stake in Snowman Logistics Limited (SLL) to Adani Logistics Limited for a total consideration of approximately USD 41 million and consequent open offer to public shareholders of SLL;
- **Gateway Distriparks Limited**, a leading multi-modal logistics company on divestment of Chandra CFS and Terminal Operators Private Limited;
- **Mitsui & Co. Ltd.** on the acquisition of majority shareholding of Bharat Insecticides Limited, an agro-chemical company in India;
- **Groupe Soufflet**, a French F&B company on its acquisition of Indian companies in the malting business;

- **National Engineering Industries Limited** on the offshore acquisition of Kinex Bearings, a Slovak company through its wholly owned European subsidiary;
- **Acme Group** on the investment in its solar power project by Denmark's state-owned fund IFU and United Nations Office for Project Services, a subsidiary organ of United Nations for a total consideration of approximately USD 20.5 million;
- **LiquidHub, Inc.**, a portfolio company of ChrysCapital Advisors LLP, on its acquisition of 77.60% stake in Annik Technology Services Private Limited;
- A **German manufacturing company** in the packaging sector on the acquisition of the stake of their joint venture partner in India;
- A **US based multi-national company** on the acquisition of the manufacturing undertaking of an Indian company and subsequent amalgamation of the acquired entity into the parent Indian entity;
- **Dalmia Bharat Group** on investment in CoinTribe Technologies Private Limited by Sabre Partners, a private equity fund;
- A **CK Birla Group company** on the acquisition of stake in AVTEC Limited (a CK Birla Group company) from Warburg Pincus, a private equity fund;
- A **KKR-backed global education firm** on the acquisition of the stake of their joint venture partner in India;
- A **fintech startup company** on **transfer** of shares held by promoters to its key managerial personnel and adoption of ESOP Plan;
- **Dr GSK Velu** on sale of his stake in Metropolis Healthcare Limited, one of India's leading diagnostic chains, to KKR;
- **Alkem Laboratories Limited** on (i) acquisition of all identified assets from a French drug manufacturer; and (ii) disposal of identified assets to the Indian arm of a Spanish drug manufacturer; and
- **HgCapital** on multiple transactions involving indirect acquisition of Indian subsidiaries of global targets; and

#### Corporate Restructuring

- **Gateway group** on the internal corporate restructuring exercise by way of a reverse triangular merger;
- **JK Group** on the internal corporate restructuring of the group's investment holding companies;
- A **leading British telecom provider** on the internal group restructuring of its Indian entities;
- **JK Paper Limited** on a scheme of arrangement for transfer of its lime kiln undertaking to a group company;

- **SREI Infrastructure Finance Limited** on a scheme of compromise and arrangement of Deccan Chronicle Holdings Limited, as a secured creditor; and
- A **real estate developer** on hiving-off commercial buildings that have been developed in an IT/ITES SEZ project to multiple SPVs through a scheme of demerger and subsequent monetisation of the buildings by strategic sale of the SPVs to a private equity firm.

#### Banking and Finance

- A **non-banking financial company** on the disbursement of INR 40 crore to finance the acquisition of 50% shares of an education services company from its existing shareholders;
- A **non-banking financial company** on the expected disbursement of INR 10 crore to an education services company for refinancing its existing indebtedness; and
- An **Indian private bank** on the declassification of the promoters and transfer of shares held by the erstwhile promoters to their relatives.

#### Commercial Contracts

- **Harley Davidson Motor Company** on the commercial arrangements with Hero MotoCorp Limited for appointment of Hero MotoCorp as Harley's exclusive distributor in India and licensing Harley's brand and the right to exclusively manufacture small displacement range motorcycles;
- A **gaming company** negotiating commercial contracts with software developers; and
- A **travel company** negotiating a franchise agreement with its franchisees.

#### India Entry

- A **French IT / ITeS company** on setting up operations in India;
- A **US legal workflow and workspace technology company** on setting up operations in India;
- A **major German car manufacturer** on setting up payment systems in India; and
- An **Australian security services company** on setting up operations in India.

#### Shareholder Disputes

- A **leading UK exhibitions company** on its dispute with the joint venture partner in India and subsequent exit from the joint venture;
- A **medical professional** in his dispute with the joint venture partner for the construction of a hospital;

- A **French ophthalmic optics company** on its dispute with the joint venture partner in India; and
- A **US conglomerate** on its dispute with the joint venture partner in a glass manufacturing unit in India.

#### White Collar Crime

- A **leading Indian power producer** on an investigation by enforcement directorate, central bureau of investigation and income tax department in an alleged financial scam;
- A **AUK based multinational company** on investigation of its Indian employees pursuant to a whistle-blower complaint; and
- A **Dubai-based leading real estate developer** on investigation against its joint venture partner in India.

#### **Publications and Presentations:**

Nitish has authored the following contributions:

- **"How to do private M&A better"** published by Lexology;
- **"Why disclosure letters are crucial in M&A deals"** published by VCCircle;
- **"Testing the waters: Structuring JV transactions in times of COVID-19"** published by ET CFO;
- **"Impetus to Public M&A in Distressed Companies through relaxations to SEBI regulations"** published by Legal Era;
- **"Closing the deal is not the finish line: Navigating post-closing integration"** published by Mondaq;
- **"How price adjustment, earn-out provisions can help buyers and sellers in M&As"** published by VCCircle;
- **"Due diligence during COVID-19: Key risks buyers must assess before signing M&As"** published by VCCircle;
- **"Key Changes in the Consolidated FDI Policy of 2016"** published by Mondaq and Lexology;
- **"Sports Broadcasting and Copyright Issues"** published by the Journal of Telecommunications and Broadcasting Laws;
- **"The Ministry of Corporate Affairs Comes to the Rescue of Non-Executive Directors – A Welcome Move"** published by Company Cases;
- **"Supreme Court on Public Accountability: A case for Good Governance"** published by Supreme Court Journal;
- **"Regulating Media Houses: SEBI gets tough on Private Treaties"** published by SEBI and Corporate Laws;

- **"MCX hits SEBI Roadblock: End of the Road?"** published by Company Cases; and
- **"Corporate Social Responsibility: Shift from voluntary to mandatory"** published by Company Cases.