Finance and Securities

GRATA International’s Finance & Securities Group is a leading legal counsel in the area of capital markets, project finance and infrastructure projects development and financial transactions in Central Asia and in Kazakhstan in particular.

Our aim is to become a leading finance practice in the legal market. This means that GRATA International’s Finance & Securities Group aims to set the standard for legal support in capital markets and in general for the finance sector, to online monitor the needs of our clients and to provide them with individualised legal solutions in order to help them carve out a leading market niche.

The ability to provide legal services which offer value for money and our understanding of the local cultures of Central Asia are some of our strengths.

We are proud that our clients, the largest local and international banks and companies from different industry sectors, have trusted GRATA International’s knowledge and expertise for more than 20 years now.

GRATA’s Finance & Securities Department has established effective cooperation with financial regulators, as well as with local and international stock exchanges, investment banks, international law firms and consultants, which allows us to provide clients with the best-in-class solutions for their needs.

Our services:

- Aircraft, Maritime and Railcar Finance & Leasing;
- Bank and Corporate Lending;
- Banking & Insurance Disputes;
- Bond Offerings;
- Derivatives;
- Financial Services Regulation;
- Foreign Direct Investments;
- Mergers & Acquisitions;
- Debt Restructuring & Insolvency;
- Initial and Secondary Public Offerings;
- Insurance;
- Islamic Finance;
- Project Finance & PPP;
- Securitisation.
Articles:

Overview of the current energy mix, and the place in the market of different energy sources  (This article was first published in GLI – Energy 2021)

Kazakhstan: First steps to becoming a regional hub for Islamic finance

Kazakhstan: Corporate M&A 2020 (Originally published here)

Recalibration of public–private partnership policy in Kazakhstan – what to expect?

Kazakhstan Data Breach

Industries

- BANKING & FINANCE
- CONSTRUCTION & INFRASTRUCTURE
- INDUSTRY & TRADE
- PHARMACEUTICALS & HEALTHCARE
- TECHNOLOGY, MEDIA & TELECOMMUNICATIONS
- TRANSPORT

Recognition

Belarus
Kazakhstan

**Chambers & Partners, Band 2, 2017-2019**

"The firm has an intimate understanding of the local environment and issues that arise. They regularly act for international clients and are well versed in undertaking cross-border transactions."

**Chambers & Partners, Band 2, 2020**

“They’ll give us workable advice that we can take to negotiations”. “Responsive and very thorough”.

Kyrgyzstan

**Chambers & Partners, Band 2, 2020**

“They’ll give us workable advice that we can take to negotiations”. “Responsive and very thorough”.

**Pravo 300, 2021, II group**
Mongolia

IFLR 1000, Tier 3, 2019

Russia

Leading Lawyer 2020
Vyacheslav Khorovskiy

Experience

Azerbaijan

- Executed share pledge agreement as in accordance with legislation of the Republic of Azerbaijan in a transaction between one of the European banks (lender) and a group of companies with a subsidiary in Azerbaijan. Issued a legal opinion for the share pledge transaction. Registered the pledge in the Republic of Azerbaijan. Acted as a local council of the lender/pledgee;

- Acted as local legal counsel to the consortium of Islamic Banks in connection to multi-million unsecured complex Loan Transactions under Murabaha;

- Acted as local legal counsel to one of major Middle Eastern Bank in connection to multi-million unsecured Loan Transactions under Master Murabaha;
Advised as local legal counsel for large European Financial Institution in connection to multi-million unsecured Loan Transactions provided to a number of Azerbaijani banks;

Advised on issuance of USD 30 million EuroBonds by one of the Banks in Azerbaijan with foreign capital participation;

Advised a large Japanese Bank on acquisition of an interest in a loan and facility arrangement involving “Baku-Tbilisi-Jeyhan” main export pipeline as a security. Conducted due-diligence and prepared a number of memorandums, advised on effectiveness and due registration of respective land and facility mortgage agreements etc;

Provided legal opinion, advised on financing, employment, environment, licenses/permits, antitrust, security, SOCAR consent, legal/practical risks, tax, foreign exchange, drafted documentation, writing formal requests, issued legal memos and formal legal opinion etc;

Provided a major Russian Bank with a legal opinion on requirements of Azerbaijani laws applicable to suretyship agreements (as a security) in connection with debt financing, provided advice on legal capacity of an Azerbaijani individual to enter into a suretyship agreement;

Provided a Swiss investment banking company with legal advice on rules and regulations for cross-border banking and investment activities (including loans and deposits offered by foreign finance institutions) in Azerbaijan;

Acted as a legal counsel to a German bank in connection with a loan agreement to be concluded with an Azerbaijani company under an international export finance transaction, conducted compliance check of the loan agreement with Azerbaijani laws, reviewed Conditions Precedent documents, issued a capacity legal opinion;

Issued a legal memorandum on a settlement agreement compatibility with the debt-restructuring plan as a matter of Azerbaijani law and an opinion (addressed to a Russian bank) that an Azerbaijani bank has the legal capacity to enter into the settlement agreemen;

Acted as a legal counsel for foreign investment banks in connection with accession of a local company as a guarantor to GBP 60 million facility agreement;

Provided an Italian infrastructure fund manager with a legal memorandum on marketing requirements and restrictions under the laws of Azerbaijan applicable to private placement, reviewed private placement memorandum from Azerbaijani law perspective.

Belarus

Advising one of the largest Latvian investment fund with the specialization in the sphere of real estate investing on lending for Belarusian construction companies;

Advising a foreign company, the owner of the payment system, on the procedure for conducting banking operations, including those related to making transfers using bank payment cards, the procedure for cash withdrawal from bank payment cards by trade and service organizations, as well as related requirements for combating laundering of incomes gained by illegal means, financing of weapons of mass discretion and terrorist activity;

Advising a foreign provider of solutions on the receipt and processing of electronic payments in the field of Internet commerce on the regulation of the conduct of such activities in Belarus;

Preparation of a memorandum on approaches to the acceptable content of advertising and the possible procedure for conducting advertising campaigns for an American company - the owner of the money transfer system;
Advising Russian Export Center JSC (REC) on the development of governmental support non-commodity (non raw materials) exporters in Belarus. Providing legal support of financing of different projects with participation of Russian producers, suppliers;

Advising leasing company of a Belarussian resident, member of the largest Russian holdings on the different legal matters. Providing comprehensive support for the activities of the Client;

Providing legal support in buying and selling shares in the statutory fund, advising investors on the takeover of a national micro-lending company;

Advising banks and their clients on the complicated issues in the spheres of real estate and foreign trade, laws in other jurisdictions of GRATA International presence (20 countries);

Due diligence of the financial activity of the Belarussian Forex Company, member of the famous international brand. Drafting the compliance of the Client’s activity with the EU and Belarussian regulations on the anti-money laundering;

Advising a Belarussian forex company on issues related to attracting clients from China;

Legal support of transactions on the provision of intra-group loans by a foreign company to a subsidiary, consulting on the accounting of loan amounts as part of costs (expenses), support in registering an agreement and submitting information on received funds to comply with currency control;

Preparation of a legal opinion for Russian bank with a comparative analysis of the requirements for foreign exchange transactions in Belarus, including the prohibitions and restrictions when a resident receives a loan from a non-resident bank;

Advising a Polish manufacturer of paints and varnishes on the payment of quarterly and annual bonuses to Belarussian distributors: assessing tax risks, formulation of proposals for the legal formalization of payments;

Structuring transactions between parent and subsidiary companies on debt offset and restructuring, as well as the corporate governance system;

Legal support in a transaction for the sale of shares of a Belarussian bank for a total amount of over USD 11 million;

Advising an entity providing services in the field of agro eco-tourism on the organization of settlements with consumers (individuals and legal entities) through the website;

Advising a large European dairy producer on the issue of granting company’s shares to employees, as well as the procedure for registering shares as foreign securities under Belarussian law.

Georgia

Accompanying during the IPO of an energy company;

Advising one of the largest international companies providing financial services on the compliance of their products with the requirements of the Laws of Georgia;

Advising one of the largest international banks in the process of providing loan facilities to the local financial institutions;

Advising a client in the process of entering into aircraft operational lease agreements with a local company;

Advising a client on possible tax implications of employee stock purchase plans.
Kazakhstan

- Advising European Bank for Reconstruction and Development on USD 15 million financing of two Kazakh gold-mining companies wishing to acquire new mining machinery;
- Advising China Development Bank on a USD 1.8 billion syndicated secured loan facility to Beineu - Shymkent Gas Pipeline LLP to finance a gas pipeline project in Kazakhstan;
- Advising China Development Bank on a USD 4.7 billion syndicated secured loan facility to Asia Gas Pipeline LLP to finance a gas pipeline project in Kazakhstan;
- Advising bank RBS and JSC «Sberbank CIB» as arrangers and dealers on the USD 500 million drawdown under USD 680 million Global Medium Term Note Programme of JSC Samruk-Energo;
- Advising BNP Paribas, Citigroup Global Markets Limited, HSBC Bank plc, «VTB Capital» as Managers on USD 3.5 billion Euro Medium Term Note Programme of Eurasian Development Bank;
- Advising BNP Paribas on a secured USD 100 million syndicated facility to Eastcomtrans LLP;
- Advising Samsung C&T and KEPCO on their investments in the Balkhash Power Plant (debut Independent Power Producer project in Kazakhstan with total value USD 4 bn.) where GRATA, among other things, drafted and negotiated with the Government of Kazakhstan an unprecedented international treaty between Kazakhstan and South Korea (signed in 2011);
- Advising «EuroChem», where GRATA, among other things, drafted and negotiated with the Government of Kazakhstan unprecedented host government agreement between the Republic of Kazakhstan and a foreign investor;
- Advising Credit Suisse, UBS Investment Bank and Visor Capital as Joint Global Coordinators and Joint Bookrunners, Renaissance Capital as Joint Bookrunner and Halyk Finance as Co-Manager on the public offering of JSC KCell, the largest cellular service provider in Kazakhstan, including on the listing of GDRs on LSE and shares on Kazakh stock exchange;
- Advising International Finance Corporation on its investment on USD 25 million in the Eurasia Real Estate Development Company (Eurasia RED) to build a premium-class retail center in Almaty;
- Advising Astana Finance, a large Kazakh financial services company, on USD 2 billion debt restructuring.

Kyrgyzstan

- Advising the International Finance Corporation on the financing of a toll road implementation project;
- Advising the Open Society Foundation on the refinancing of a new campus project for the American University of Central Asia;
- Advising a major Russian investment bank on financing the construction of a gold processing plant at the second largest gold deposit in Kyrgyzstan;
- Advising the EBRD on funding from «Centerra Gold Inc.» in the amount of USD 150 million in pledges of the subsidiary «Kumtor Gold Company» and «Kumtor Operating» Company and conducting a detailed due diligence audit of the subsidiaries for the availability of all necessary permits for operating activities;
- Advising a group of foreign private investors in connection with the acquisition of blocks of shares in a Kyrgyz bank. Full
due diligence of the bank and obtaining the preliminary consent of the National Bank for the purchase of shares;

- Advising the EBRD on the reform of capital markets legislation in the Kyrgyz Republic. Participate in assessing local legal and regulatory frameworks to prioritize and provide recommendations for necessary reforms;
- Advising a US multinational financial services corporation on doing business and making a legal assessment of the potential implications of amending payment system legislation in the Kyrgyz Republic;
- Advising one of the leading international money transfer operators and a technology company on the introduction of new money transfer services in the Kyrgyz Republic, including the use of electronic money;
- Advising an American licensed money transfer operator on business, payment system registration and reporting requirements for the National Bank of the Kyrgyz Republic;
- Successful registration of the money transfer system operator in the register of the National Bank of the Kyrgyz Republic;
- Advising JSC «Roseximbank» on opening a fixed-term credit line in favor of the Russian-Kyrgyz Development Fund;
- Advising the Export-Import Bank of China on financing in favor of a Chinese-Kyrgyz gold mining company for the construction of infrastructure at one of the gold deposits in the Kyrgyz Republic;
- Advising the Agricultural Bank of China on financing in favor of TAN DEM LLC to launch a plant for the production of bimetallic aluminum radiators in the free economic zone (FEZ) of Bishkek;
- Advising Tianjin Cement, on financing the construction of a cement plant in southern Kyrgyzstan;
- Advising Burford Capital on the collateralization of assets in Kyrgyzstan for financing provided to an international investor to arbitrate against the government of Kyrgyzstan;
- Advising ACDI / VOCA on all legal issues regarding the establishment of the first Western-style private equity fund in Kyrgyzstan;
- Representing JSC «Bank CenterCredit» in a dispute over real estate in Kyrgyzstan worth over USD 50 million;
- Advising the China Development Bank on a USD 120 million loan to a gold company for the purpose of financing a gold mine, as well as due diligence;
- Advising China Development Bank on a USD 16.3 million loan to a gold mining company to finance the construction of a hydrometallurgical plant, as well as due diligence;
- Consulting on a regular basis large global financial development institutions such as the European Bank for Reconstruction and Development (EBRD), International Finance Corporation (IFC), Asian Development Bank (ADB), China Development Bank (CDB), as well as international banks, investment funds and private companies on various types of financing provided to leading banks and large industrial enterprises in Kyrgyzstan, Kazakhstan and Tajikistan;
- Advising JSC «VTB Bank» on financing the construction of the Jerooy mine, the second largest gold deposit in Kyrgyzstan;
- Advising Tianjin Cement on financing the construction of a cement plant in southern Kyrgyzstan;
- Advising the European Bank for Reconstruction and Development on a draft securities market law reform in Kyrgyzstan and Tajikistan, which aims to reform the legal and regulatory framework to accelerate the growth of capital market activity, various financial instruments and financial infrastructure in the two countries;
- Advising Nonghyup Bank (South Korea) on the sale of a portfolio of mortgages issued to a Korean development
company for the construction of a large residential complex in Bishkek, Kyrgyzstan. Advising Sucres & Denrées, the world’s largest sugar conglomerate, on financing sugar production by a sugar monopoly in Kyrgyzstan;
- Advising the European Bank for Reconstruction and Development on financing a company providing water supply and sewerage services to residents of the city of Kant in Kyrgyzstan in order to modernize the city’s water and sewerage network;
- Advising «Deutsche Bahn» on all local legal issues and due diligence in the acquisition of a Kazakh logistics company with a business network in Central Asia, the Caucasus and Russia;
- Advising Burford Capital on the collateralization of assets in Kyrgyzstan for financing provided to an international investor to arbitrate against the government of Kyrgyzstan;
- Advising the Eurasian Development Bank on the functioning of investment funds in the Kyrgyz Republic;
- Advising ACDI / VOCA on all legal issues regarding the establishment of the first Western-style private equity fund in Kyrgyzstan;
- Advising the Eurasian Development Bank (EDB) on financing the purchase of coal by the national electricity grid of Kyrgyzstan;
- Representing JSC «Bank CenterCredit» in a dispute over real estate in Kyrgyzstan worth over USD 50 million;
- Advising the International Finance Corporation on the legal aspects of implementing a toll road project in Kyrgyzstan;
- Advising Citibank N.A. on enforceability and other issues related to the conclusion of an ISDA framework agreement with a counterparty in Kyrgyzstan;
- Advising the Open Society Foundation, an international grant network founded by business tycoon George Soros, on funding provided to the American University of Central Asia for the greenfield construction of a central campus in Bishkek;
- Advising Demir-Halk Bank (Nederland) N.V. on a syndicated loan provided to a Turkish development company for the construction of the Bishkek Park shopping center in the capital of Kyrgyzstan.

**Russia**

**Moscow:**

- Advising a major international construction company in relation to its tender guarantee issuance facilities in the amount of USD 200 million from major Russian banks;
- Acting for a major Chinese development finance institution as its Russian counsel in relation to a loan facility to a Russian state controlled bank in the amount of approx. USD 1.7 billion;
- Acting for a major Chinese development finance institution in relation to a loan facility to a leading Russian private bank in the amount of approx. USD 31 million;
- Assisting a major Chinese development finance institution with a loan facility in the amount of approx. USD 1.6 billion to a Russian state banking corporation where proceeds of the facility will be on-lend to a Russian borrower to finance a natural gas project, a methanol and nitrogen fertilizer plant in the Far East of Russia;
- Advising a Russian HNWI on a mezzanine loan in the amount of USD 15 million to a Delaware company to finance...
completion of a residential property in New York;

- Advising a major Chinese state owned bank on a RMB 2,000,000,000 (USD 308.7 million) working capital loan to a Russian state controlled bank.

### Tajikistan

- Advising China Development Bank in relation to financing the construction of an oil refinery plant in Tajikistan for USD40 million;
- Advising on a regular basis major global development finance institutions such as European Bank for Reconstruction and Development, International Finance Corporation, Asian Development Fund, China Development Bank, as well as international banks, investments funds, and private companies on various financing instruments advanced to leading banks and major industrial enterprises in Kyrgyzstan, Kazakhstan and Tajikistan;
- Advising EBRD on capital markets law reform project in Kyrgyzstan and Tajikistan, which goal is to reform the legal and regulatory environment to boost modern capital market activities, instruments, and infrastructure in two countries;
- Advising trustees of Sparekassen Lolland A/S, a bankrupt Danish bank, on matters related to aircraft mortgage in Tajikistan;
- Representing Sidel, a major global provider of PET solutions for liquid packaging, in committing the first ever protest of a promissory note in Tajikistan to recover payments from an equipment purchaser in Tajikistan.

### Uzbekistan

- Advising the client on general issues of Uzbek legislation, conducting legal audit in relation to target companies, assisting in creating a financing and security structure in the framework of the first direct Islamic lending to the private sector in Uzbekistan with the Islamic Corporation for the Development of the Private Sector;
- Structuring and implementation of a share acquisition transaction for a group of Russian investors in Uzbekistan;
- Advising and representing DEG in connection with a US $ 17 million investment project involving private capital in two manufacturing companies in Uzbekistan;
- Representing the interests of leading international financial institutions on a number of large investment projects involving the private sector and debt restructuring in Uzbekistan;
- Advising international financial institutions, including ADB, EBRD and IFC, on projects in Uzbekistan involving a combination of loans and investments in shares of Uzbek banks;
- Conducting a legal audit of banks in Uzbekistan in transactions for the purchase of shares with the participation of foreign elements;
- Advising a major Dutch bank on the security of a syndicated facility to finance working capital in relation to the cotton trade and related costs to cotton traders in Central Asia;
- Advising a leading Russian bank on Uzbek law in a cross-border secured transaction related to working capital financing for an oil and gas service company;
- Advising Barclays Bank PLC on regulatory issues related to the conclusion of derivative transactions with the Central
Bank of Uzbekistan;

- Advising the Asian Development Bank on a number of projects involving multi-million dollar direct investments, in particular, in the areas of banking and refinancing;
- Advising a major Chinese state-owned bank on project finance and security for the US $3 billion Turkmenistan-Uzbekistan-Kazakhstan-China cross-border gas pipeline;
- Advising the Korea Development Bank as the main lender in connection with the financing of the construction, operation and maintenance of a textile factory in the Namangan region of Uzbekistan in the amount of USD $6.5 million;
- Advising the Islamic Corporation for the Development of the Private Sector in the amount of USD $17 million on financing the construction of a gas pumping station at the Dengizkul gas field in Uzbekistan.

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Local Knowledge for Global Business

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