



PROWIS

C O R P O R A T E

SECRETARIAL, LEGAL, FINANCIAL AND BUSINESS ADVISORY SOLUTIONS



PROWIS LEGAL PROFILE

Prowis Corporate provides innovative legal solutions to its domestic as well as international clients. Prowis offers a large portfolio of legal services to its esteemed clients. Prowis Legal Team comprises of Advocates-on-Record, competent paralegal staff and Advocates. Our Team represent clients before the Supreme Court of India, various High Courts, National Consumer Disputes Redressal Commission, State Consumer Disputes Redressal Commission, Monopolies and Restrictive Trade Practices Commissions (MRTPC), Debt Recovery Tribunal, Debt Recovery Appellate Tribunal, Company Law Board, Telecom Disputes Settlement Appellate Tribunal (TDSAT), District Courts and other judicial and quasi-judicial bodies.

Prowis will always create and implement innovative and effective methods of providing cost-effective, quality representation and services for our clients and will continue to meet and strive to exceed the expectations of our valued clients.

Prowis will strive to achieve its mission through sustained investment in effective technological resources, knowledge management, relation management, communication networking and vast research on recent developments in economic and legal spheres. We strongly believe that a trusted relationship is built on the foundation of shared values and deep understanding of our clients' needs. Thus, we blend professional expertise with the business objectives of our clients and develop a strong grasp of their businesses before coming up with bespoke solutions.



OUR TEAM PROFILE

CS P. SRIRAM, M. A. (C.S.), F. C. S.

A Post Graduate in Corporate Secretaryship, a Gold Medalist, Rank Holder from University of Madras, Fellow Member of Institute of Company Secretaries of India and has a aptitude of achieving end results on Complete Corporate Solution.

Specialized in various arenas of law with specialization in Corporate Laws, Joint Ventures & Strategic Alliance, Capital Markets, Merger & Acquisitions and Corporate Restructuring. He has experience in different areas of corporate and commercial laws, Incorporation of a Company in India or abroad, Foreign Direct Investment, Secretarial audit and compliances, Due Diligence of Companies, liaison with various government and non government authorities and agencies such as Reserve Bank of India, Director General of Foreign Trade (DGFT), Ministry of Corporate Affairs Company Law Board (CLB) and Regional Directors (RD).etc.

He also has good command over conveyance, drafting, and interpretation of various type of contract/agreement and is specialized in drafting and vetting of Joint Ventures, Shareholder Agreements, Scheme of Amalgamation, Mergers, De-merger.

Handled several Public Issues from 2000 to 2011 and providing IPO services like Legal Due Diligence, Drafting of Prospectus, Liasoning with lead managers, Registrars to the issue, Bankers, Merchant bankers and getting approval from Stock Exchange / SEBI / ROC & RBI. He has been working in close proximity with various departments of the Government for corporate compliances including procurement of licenses for client companies. He has considerable experience of appearing before the Company Law Board



ADV. R. INBARAJU B.A. B.L

A lawyer by profession and consultant of our company, he handles all corporate matters, litigation and advisory practice at Tamil Nadu. He has been practicing for the last seven years in the areas of Civil & Criminal cases. He has comprehensive understanding of Indian civil and criminal laws and has handled cases relating to various Acts viz., Land Acquisition, Education, Local Authorities, Labour Laws, Banking Laws, Negotiable Instrument Act, Constitutional Laws, Hindu Religious and Charitable Endowments Act, Juvenile Act, Industrial Disputes Act, Drugs & Cosmetics Act, Employees State Insurance, Provident Fund, etc.

Inbaraju is also responsible for examining opinion and identifying points of law contained within the opinions in different areas of corporate and commercial laws & practice and is specialized in drafting and vetting of Joint Ventures, Term Sheets, Shareholder Agreements and other Commercial Agreements specializes in vetting, conveyance, drafting, and interpretation of various type of contract/agreement such as collaboration, joint venture, consortium, Sale Deed, Lease Deed, Memorandum of Understanding, Builder Buyer Agreement, General Power of Attorney, Special power of attorney & other Legal Document Analyzing.

He has experience conducting legal due diligence and assisted the corporate to assess their business proposals, investment decisions by identifying possible legal issues associated with the business acquisitions and takeovers and thus enable the clients in taking informed decision.

He has handled corporate litigation, including prosecution related to economic offences, winding-up matters, matters under Negotiable Instruments Act and appears before various courts and tribunals. He has proficiently handled cases before High Court of Chennai, various District Courts, Company Law Board, Industrial Tribunals, Administrative Tribunals, Debt Recovery Tribunal, Arbitration Proceedings and Consumer Forums and advises clients on varied matters, including acquisitions, mergers & amalgamations, joint venture collaborations, inbound and outbound investments, real estate transactions and arbitration.

CS NITHYA PASUPATHY B.A; B.L , A.C.S

Ms. Nithya Pasupathy, Bachelor of Law from Dr. Ambedkar Law University, Chennai and an Associate Member of the Institute of Company Secretaries of India, since December 2008. She started her career as a Management Trainee in M/s. Integrated Enterprises (India) Limited, Registrar & Share Transfer Agent. She carries with her an experience of four years in secretarial practice. Before joining the Firm, she was the Company Secretary of M/s. Aditya Birla Money Limited and M/s. Zylog Systems (India) Limited.

During the Course of her employment, she has handled various key responsibilities that include Conducting Board meetings, Shareholders Meeting, ensuring compliance of provisions of Companies Act, 1956, stock exchange requirements, Preferential Issues, GDR, Share transfer / Dematerialization of shares. She has been involved in fund-raising with multiple banks / Financial Institutions. She was also a part of the Investors Relations team that actively liaisons with stock market analysts. She was also playing a vital role in liasoning with Stock exchanges, SEBI and other statutory authorities.

AREAS OF PRACTISE

LEGAL PROCESS OUTSOURCING & DOCUMENT MANAGEMENT

Prowis has pioneered that radical shift in focus, metamorphosing the Legal Back Office into a seamlessly integrated Legal Process Outsourcing unit that functions in tune with your Company's long-term vision and business goals. We are fully capable of delivering the most sophisticated legal support services at very competitive pricing.

From litigation support to transaction support; legal research to document management; we offers a complete range of legal support services, structured and tailored to meet your specific needs. We act as your virtual partner - providing superior professional talent to support your legal team; working proactively to deliver the best results; and endeavoring to comply with your methodology in order to ensure similar quality parameters.

While we offer total legal research solutions, all relevant data/information is maintained in a suitable electronic format and a comprehensive database is created to provide you with instant availability of all your documents, so that you may have quick and easy access to most accurate information, and make better informed decisions while saving on time, money, and human resources.

Our concept of Web portal & Web-based document hosting help our clients work together via secure extranet/intranet. Our secure LAN, WAN, or Web access will enable our clients to instantly access critical information about past and current transactions.

AUDIT SERVICES

Prowis offers Compliance Audit Services. Our expert legal professionals visit your factory, office, plant or R&D centre to map applicable legislative compliances based on your business, location and regulatory regime. Our comprehensive reports, broken down to processes and responsibilities of process owners offer you a detailed view of your compliance status, gaps if any and the risk accrued to your organisation as a result of non-compliances with solutions to manage the risks.



LEGAL DUE DILIGENCE (LLD)

Due diligence is the science of proving the negative. Due Diligence is the process of investigating all the information that is pertinent to an issue. The careful investigation is necessary to ensure all the material information pertinent to the issue. The performance of those actions that are generally regarded as prudent, responsible and necessary to conduct a thorough and objective investigation, review and/or analysis.

We have solutions that combine experience, subject matter knowledge and deep industry expertise. Prowis offers mobilize resources to assess your issues and develop a plan of action to discreetly and cost effectively manage your situation while sustaining public credibility during challenging times. Prowis provides a complete due diligence report to its Clients who are looking for enhancing organizational efficiencies. The analysis includes a complete report which discovers all risks and implications regarding a decision to be made.

Prowis Legal Team undertakes due diligence exercise of business, legal and financial affairs of corporate bodies and helps clients to assess business proposals, identify possible legal problems, thus help clients in taking informed corporate decisions.

Regardless of the situation, while entering into business contract with other company & individuals can expose an organization/ company to a myriad of complex situation. Today, virtually all businesses are in some way affected by global enterprise. Prowis ensures strategic legal advice that helps its clients seize and maximize the available opportunities while also managing and minimizing the risks.

Prowis Team believes with its experience, risk can be narrowed down to the minimum. The risk management formula designed by our team includes an initial check-up of your business partner before entering into a business relationship with them. With a Comprehensive legal due diligence of your partner , Prowis will be able to spot what you can expect while entering into such contract. That's why a business/ legal audit may generally be necessary to determine which legal and structural issues the enterprise faces. Our Experience will help our client foresee many of the potential pitfalls and to develop plans to prevent them.

COMMERCIAL LAWS

Commercial law practice involves advising and drafting of various commercial agreements, contracts, business deals, negotiations, MOU, trading transactions. Getting the right type of commercial contract in place is critical to any business activity, particularly if your transaction is complex or high risk. Prowis Team of lawyers advise and act on a broad range of commercial matters and contractual arrangements ranging from strategic transactions to all aspects of daily operations.

As a brief our commercial law practices and services includes the following:

- ✓ Drafting and vetting of national and International trade and business agreements
- ✓ Representing and advising clients in different trade and business negotiations, transactions,
- ✓ Drafting and advising of sale /purchase/ Lease/ Hire of properties and assets
- ✓ Drafting and advising of sale commercial loans and credit agreements
- ✓ Drafting and advising of leasing and financing, loan agreements
- ✓ Drafting and advising of license agreements,
- ✓ Drafting of Trade Arrangement and Technology Transfers
- ✓ Commercial dispute resolution and opinion.



CORPORATE RESTRUCTURING

Prowis provides consultancy and implementation route for strategy formulation and implementation for companies and stakeholders, conducts due diligence, drafts relevant agreements and schemes, including taking approval for the scheme of arrangement or reconstruction from the relevant court of law or the designated authority for the purpose.

The firm deals in the following areas of corporate restructuring:

- ✓ Amalgamation, mergers, de-mergers and reverse mergers;
- ✓ Acquisitions & takeovers;
- ✓ Reorganization of capital;
- ✓ Other modes of restructuring that include:
 - ✎ Corporate restructuring, planning and execution;
 - ✎ Structuring with a view to make the whole process tax-efficient;
 - ✎ Valuation of assets and determination of exchange ratios;
 - ✎ Liaison and coordination and obtaining approval for the same as and when required by various government bodies such as:
 - Registrar of Companies;
 - Company Law Board;
 - Official Liquidator;
 - Regional Director, Ministry of Company Affairs;
 - Securities & Exchange Board of India;
 - Stock Exchanges.

LITIGATION SUPPORT SERVICES :

Litigation Law Covers the Process of bringing and Pursuing a Lawsuit and Encompasses the entire Procedure. A law Suit is a case or controversy authorized by law, to be decided in a court of Justice, brought by one person or Entity against another person or Entity for the Purpose of enforcing a right or redressing a grievance.

Prowis offers litigation support services to organisations to manage and control the effectiveness and cost of their litigation through effective systems. Our highly experienced experts in this field to give the benefit and support to our client. Our team are always Ready to help to our client and Preparation of litigation strategy or court and Tribunal related document. We are a renowned law firm and hold expertise in providing highly credible Litigation Services to our clients.

Our associate lawyers have considerable knowledge and experience to contest litigation on behalf of our clients, involving various kind of disputes like employment & service matters, personal injuries claims, criminal trials & appeals and consumer disputes in an effective manner. Their long experience in law practice has helped us in providing best of our legal services. Our Strong litigation team to provide services in the area of corporate. Our strong team of lawyers are well trained to deal with any kind of litigation matter.

The following main area we can provide ligation service :-

- ✓ Civil
- ✓ Corporate
- ✓ Criminal.



The litigation services offered by us cover following nature of disputes :-

- ✓ Commercial Contract Disputes
 - ✓ Family and Matrimonial Matters
 - ✓ Succession Disputes
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- ✓ Matter relating to will and properties
 - ✓ Property and rent disputes.
 - ✓ Banking and Insurance Disputes
 - ✓ Cases relating to dishonoring of Cheques U/S 138 Negotiable Instrument Act.
 - ✓ Employment and Service Matters
 - ✓ Monetary Claims
 - ✓ Consumer Disputes
 - ✓ Enforcement of Legal and Fundamental Rights under Writ Jurisdiction

Disclaimer : The rules of the Indian Bar Council prohibit law firms from advertising and soliciting work through communication in the public domain. This website is meant solely for the purpose of information and not for the purpose of advertising. Prowis does not intend to solicit clients through this website. We do not take responsibility for decisions taken by the reader based solely on the information provided in the website. By visiting this site the visitor acknowledges that the information provided in the website (a) does not amount to advertising or solicitation and (b) is meant only for his/her understanding about our activities and who we are.

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