

**JOYDEEP SARKAR**

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**QUALIFICATION/MEMBERSHIP**

- B.A., LL.B (Honours in Corporate Governance) National Law University, Jodhpur (2004-2009).
- Admitted to practice law with the Bar Council of Maharashtra & Goa.

**EXPERIENCE**

**Radisson Hotels (South Asia) Private Limited**

*August 2022-Present*

*Senior Director Legal, South Asia*

As head of legal for South Asia, part of strategic senior leadership team responsible for transaction management, corporate governance, business strategy, global policy integration, law enforcement management and litigation for South Asia for a total of 4 corporate entities and 120 operating properties. Negotiated complex various hotel management agreements across a range of brands with the business development group including brand specific property conversion arrangements. Advised on certain strategic corporate structuring issues, advice on operational matters including negotiating exits and terminations of existing contracts, enforcing payment rights, negotiating contractual breach settlements, overseeing strategic litigation including on key IP matters including strategy, advising on strategic HR issues including terminations and senior level exits and probity issues, handling law enforcement on routine investigation, negotiating settlement plans including with various property owners. Advising on corporate restructuring including on a contentious JV exit. Provide cross-functional support to global teams on South Asia specific issues including enforcing global policies, brand standards, ethics issues, whistle blower complaints, ensuring compliance with corporate governance standards etc as the corporate governance gatekeeper for the region.

**InterGlobe Aviation Limited, Gurgaon (IndiGo)**

*Associate General Counsel*

*September 2014 – July 2022*

Negotiated various commercial agreements relating to asset financing and acquisition (with global investors), non-fund based financing facilities (offshore as well as domestic), aircraft acquisition agreements, payment contracts, master services agreements, product selection and purchase contracts, routine operational agreements etc involving interplay of Indian and foreign laws. Provided cross-functional advice to internal teams (including asset acquisition, finance, tax, regulatory, engineering, treasury and banking) on various complex regulatory and operational issues and liaised with sectoral regulators including the Ministry of Civil Aviation, RBI, authorized dealer banks on contentious issues. Advised relevant stakeholders on recent human resource management issues and de-growth strategy. Independently manage external counsel relationships to drive lower cost, higher quality, and better service including assisting in select contentious litigation matters.

**Select overview of key assignments:**

- Worked on transactions involving asset sale to potential investors (a total deal value of USD 192 million).
- Part of the team working on specific Covid related commercial measures including re-negotiating existing contracts, dispute mitigation advisory, advising on strategies on cash conservation and legal issues therein.
- Part of the deal team negotiating the transaction documents in relation to acquisition of aircraft engines from CFM International SA for 230 new aircraft (valued at approximately USD 20 Billion).
- Negotiated with a non-resident entity for breach of a contract (underlying asset value upwards of USD

80 Million) and advised on mitigation of losses, quantification of indemnity, structuring pay out etc.

- Led multiple aircraft acquisition and financing negotiations on behalf of IndiGo for different type of aircraft under varied structures with foreign law firms representing multiple non-resident counterparties across geographies including coordinating with multiple internal stakeholders and ensuring due closing of transactions.
- Advised on issues related to exchange control, prominently, feasibility of offset options, treatment of various types of discounts, forex utilization, payments for export of services, conflict of laws.

#### **Khaitan & Co LLP, New Delhi**

*Senior Associate*

*May 2011 – August 2014*

Drafted and negotiated various transaction documents, including term sheets, shareholders agreements, share purchase agreements, share subscription agreements, joint venture agreements, business transfer agreements and other agreements ancillary to M&A transactions. Lead diligence exercises for various sectors including education, manufacturing, publishing, cement and logistics.

#### Select overview of transaction experience:

- Advised *promoters of Adhunik Cement Limited* in relation to divesting their shareholding in Adhunik Cement Limited and Adhunik MSP Cement (Assam) Limited to Dalmia Cement (Bharat) Limited.
- Advised *Dalmia group* in acquisition of 100% shareholding in Bokaro Jaypee Cement Limited from Jaypee Associates Limited and Steel Authority of India Limited.
- Advised *Cambridge University Press (Holdings) Limited* in acquiring entire shareholding of Cambridge University Press India Private Limited from the Indian promoters.
- Advised *Konica Minolta Business Solutions India Private Limited* in acquisition of the existing distribution business of commercial printers in India from Monotech Systems Limited.
- Advised *Avtec Limited* in connection with establishing a 50:50 joint venture in the Russian federation for manufacturing gears.
- Advised *Jagran Prakashan* in relation to its investment in Naya Duniya (a leading newspaper publishing company in Indore, Madhya Pradesh).
- Advised *Kintetsu World Express, Japan* in forming a joint venture with Gati Limited to run the business of Express Distribution and Supply Chain.
- Advised *Toyota Financial Services India* in setting up its captive NBFC business in India.

#### **Amarchand & Mangaldas & Suresh A. Shroff & Co., Mumbai**

*Associate*

*July 2009 – March 2011*

As part of the M&A and Financial Regulatory Practice team, conducted legal due diligence exercises and drafted various agreements (such as term sheet, employment agreement, trademark assignment agreement, confidentiality and non-complete agreements, shared services agreements, etc.) ancillary to M&A transactions. Advised and prepared notes and memoranda on various issues including requirement of setting-up of NBFCs and capitalization norms, queries on operational aspects of Mutual Funds, liabilities of directors, related party transactions and inter group loans and advances, regime governing termination of employment and transfer of licenses in a business transfer, etc.

#### **Languages**

Fluent in English, Hindi, Bengali and Assamese