

**DANIIL KULIKOV**

Address: 123060, 2-135 Raspletina St., Moscow, Russia

Tel.: +7 (916) 631 0196

E-mail: [danila.kulikov@gmail.com](mailto:danila.kulikov@gmail.com)

**Extensive consulting and in-house M&A and Finance transactions management skills**

**Deep understanding of laws of England and Wales**

**Substantial experience in conducting negotiations**

**1. Work Experience**

**K Capital** (Independent Family Office / PE Fund)

Moscow, Russia

***Head of Legal*** (as a single position, with modular subordination of lawyers from portfolio companies)

December 2016 – Present

- **Coordination of Russian market launch of several international brands** (creation of JVs and Russian operational companies, coordination of commercial partners, contractors, consultants and third parties (vendors and manufacturers), negotiating **DMRFAs**, drafting and negotiating **CAs** and **SHAs**, **EPC** contracts);
- **analysis and optimization of corporate structure and management** of main group of companies (both domestic and foreign (**Cyprus, BVI, Gibraltar, Luxembourg, Poland, Germany, UK**) companies, foundations and trusts), which allowed to decrease total units from more than **30 to 7**, and annual expenses for corporate services – from more than **\$250K to \$85K**, general control over compliance;
- allocation from one of the core business divisions of the structure intended to **select and acquire certain land plots for construction** of drive-through restaurants (creation of a project vehicle, analysis of primary documentation, general DDs, interaction with credit organizations, negotiations with partners and contractors, drafting SPAs and related documentation, analysis **EPC documentation**, coordination of internal processes);
- **consolidation of existing non-core projects and assets** of the UBO (more than **10 assets**, more than **\$100m** of total investments) and integration into one management company (preliminary analysis and negotiations with partners on joint projects, negotiations on restructuring of assets, amendments to existing project documentation, compliance monitoring);
- **liaising with investment funds and credit organizations** in terms of possible **investments in core businesses** (primary negotiations, analysis and signing of binding documentation, preparing and coordinating DDs between companies of the main Group, possible investors, external legal, financial and strategic consultants);
- structuring and legal support (suggesting legal structure, drafting and negotiating binding documentation, interaction with all the working parties, conducting and/or coordinating DDs) of on-going investment activity of the UBO / Family Office (**6 on-going projects**, more than **\$40m of investments**), as well as building of strategy aimed at future integration; and
- advising the UBO on various aspects of **Russian and English laws**, supporting him in realization of his personal ('non-investment') projects, as well as in functioning of the Family Office.

**Private Practice**

Moscow, Russia

***Counsel***

September 2016 – Present

- advised **international investors** on **acquisition** of a **participatory interest** in a Russian producer of construction raw and construction materials on both Russian and Cypriot levels (dealing with **DD-investigation**, **transaction structuring**, **drafting the SPAs**, **the SHAs**, **the EPC** contract, security documentation and **sophisticated options scheme**, negotiating the documents, collecting the CPs, amending arranging signing and notarial certification);
- represented interests of **foreign partners** of a Russian bakery and confectionery producer in **acquisition of another stake in their JV** (taking part in certain aspects of **DD-investigation**, **transaction structuring**, **drafting the SPA** and **personal guarantee**, **amending the SHA**, **preparing options scheme**, negotiating transactional documentation and arranging closing of the transaction);
- offered **Eastern-European capital management** company consultations in relation with its entry and expansion to the **Russian micro-finance market** (providing with an overview of the market, main legislative requirements and recent changes; liaised with the CBR); and
- advised both **Russian and foreign** entities and individuals on certain aspects of Russian corporate legislation, including **correlation of Russian and common law legislation**, as well as on off-shore regulations and corporate management and re-structuring.

**X5 Retail Group**

Moscow, Russia

***Senior Counsel*** (*Head of M&A*)

March 2016 – August 2016

- **leading an M&A legal unit** ('CEO minus three' position);
- **arranged workflow** of the unit (6 reporting professionals) and its interaction with internal clients (mainly **Strategy Department**);
- **structuring, negotiating and closing** a range of M&A transactions; total value - more than **RUR2bn**;
- **organized a call for tenders** from Russian and international law firms, **managing** and liaising with external consultants; and
- dealing with **SPAs** and **SHAs** (drafting and supervision), numerous **DD-investigations** (both corporate and real estate - general supervision and judgement), lease, sub-lease and lease assignment and novation (supervision and execution), various types of **security, corporate governance and finance under Russian and English laws**.

**FORUS GROUP** (Management Company / Investment Fund)

Moscow, Russia

***Deputy Head of International Projects***

October 2014 – March 2016

- structured, negotiated and executed a range of **M&A transactions** in **Russia, Panama, Seychelles, Belize and Germany** involving numerous assets for the value of more than **\$1.4bn** (hereinafter referred to as the "**Assets**"), **coordinated** internal work (including corporate approvals and data collection) and **managed** external consultants (including drafting transactional documentation and collecting CPs);
- performed **complex analytical researches** and prepared related **executive summaries for Ultimate Beneficiary Owner** (hereinafter referred to as the "**UBO**") and working groups on various aspects of ongoing investment/transactional projects;
- took part in **elaboration of mid/long-term strategies for the Assets** (including certain aspects of business development and financial planning, corporate restructuring, crisis management and related mitigation actions); and

- assisted the UBO and Head of International Projects in conducting **negotiations with foreign and Russian** partners and counterparts.

#### **BANK of MOSCOW**

Moscow, Russia

*Director at Investments/Proprietary Management Group*

September 2012 – August 2014

- structured, **negotiated** and executed various **M&A transactions** totaling **\$235m (both corporate and finance aspects)**;
- advised on **management policy** of the Bank in relation with its subsidiary companies (elaborated strategies, build and **negotiated** business control processes);
- advised (including structuring) on various **Lending and Project Finance transactions** which resulted in **\$1bn portfolio growth (mainly realty and infrastructure-related projects)**;
- **advised on RUR90bn bad debt management policy (complex report including principle risk points, mitigation and adjustment strategy)**; and
- prepared **presentations on complex infrastructure projects** in Moscow and **introduced** those to the members of the Bank's Management Committee and to the officers of Moscow Government.

#### **OTKRITIE Capital, LLC**

Moscow, Russia

*Associate / Senior Lawyer at Legal Department for Investment Banking Business.*

March 2010 – August 2012

- advised OTKRITIE CORPORATION on **\$100m Equity Investment transaction by IFC: analyzed and negotiated the SPA, managed external consultants**;
- analyzed, re-drafted and **successfully negotiated** various REPO and derivatives agreements that generated cumulative income of **\$70m**;
- advised CorpFin on numerous **Sell/Buy-side transactions (total value - \$34m): structuring, drafting and negotiating documentation; pre/ post-closing restructuring**;
- advised on one of the first **foreign currency direct market access (FX DMA)** innovative projects resulted in \$5m income; and
- coordinated legal part of **"Collateral Office"** project designed to automate Margin Calls' delivery.

#### **LOVELLS CIS**

Moscow, Russia

*Associate*

June 2008 – February 2010

- advised top-tier Russian and international banks and financial institutions in respect of establishment and update of both Rule 144A and Regulation S programmes (conducted **Due Diligence** investigation, drafted **Prospectuses** and related transactional documents); total offerings value - **\$7.7bn**;
- led Russian part of the project on complex **multi-jurisdictional research on legal aspects of investment products market** and related activity (structured notes and structured deposits, OTC derivatives, debt-for-equity swaps, etc.) for **Standard Chartered Bank**;
- advised major Russian and foreign companies on certain M&A-related issues (securities, corporate and antitrust legislation);
- advised international mutual fund on one of the **first** offering of **foreign financial instruments** in Russia (public placement and offering to qualified investors); initial value - **\$100m**; and
- represented major Russian power generation company in **\$30m** claim against its contractor and against major Russian bank.

#### **WINSTON & STRAWN, LLP**

Moscow, Russia

*Junior Associate*

August 2006 – April 2008

- prepared Due Diligence report and drafted Prospectus for **GAZPROM's \$15bn Programme for the Issuance of Loan Participation Notes** acting as an issuer's legal counsel;
- created Presentation on Russian IPO-Market for the major international IB (trading floors and respective requirements, statistics); and
- conducted Due Diligence investigations related to various M&A and IPO deals, including major NASDAQ placement; total value - **\$280m**.

#### **JURINFLOT International Law Firm**

Moscow, Russia

*Deputy Attorney-at-Law (Internship)*

December 2004 – August 2006

- prepared a complex oil & gas research for the major international IB (starting with legislative requirements on licensing of petroleum activity in Russia up to trading floors and possible export ways).

2.

#### **Education**

**Moscow State Institute of International Relations (University) - MGIMO**

Moscow, Russia

**LL.M., International Trade Law in Oil and Gas Area**

September 2006 – July 2008

**Moscow State Institute of International Relations (University) - MGIMO**

Moscow, Russia

**LL.B., International Trade Law in Oil and Gas Area**

September 2001 – July 2005

3.

#### **Additional**

Native speaker of Russian, fluent English and advanced in French and in Norwegian;

**Qualification Exam for financial market specialists (Brokerage and Dealing Activity, Securities management)**, 2012;

**Training/Research Centre of Gubkin Russian State University of Oil and Gas**, Certificate of achievement ("Fundamentals of petroleum activity (geology and development)"), 2010.