

Professional Legal Service

Unique and vital advantages provide energy,
action, and effective solutions



ANAND ADVOCATES LLP

ATTORNEYS AT LAW



אשר יבא אל בית ה' ואל יבא אל בית ה'
אלהים ואל יבא אל בית ה'

OVERVIEW

World-Class National Law Firm Based in Mongolia

Anand Advocates LLP is one of the leading law firms in Mongolia providing the highest quality legal services with experience and expertise in corporate affairs, natural resources, international transactions and all areas of litigation.

Since its establishment in 2003, under the corporate name of Anand & Batzaya LLC, the firm has achieved unprecedented growth as a result of successful combination of the corporate advisory, international transaction and litigation practice. In 2013 under Mongolian law of the Legal Status of Lawyers, the firm gained a Limited Liability Partnership (LLP) status changing its name to Anand Advocates LLP with Mr. Batzaya Bodikhuu as a founding partner, Mrs. Enkhtestseg Nergui and Mr. Otgonbaatar Chuluun as managing partners.

The firm is staffed with over 10 qualified lawyers and 6 paralegals. Most of the lawyers hold overseas degrees from well-known universities and are bilingual, with English, French, Japanese, Russian, and Mandarin languages.

Our firm is distinguished by the extent and scope of its legal advisory services and a profound understanding of the business culture

in Mongolia. As a result, Anand Advocates LLP has been named a leading firm in Mongolia by international ranking directories and agencies, such as Chambers & Partners, Legal500, Asia Law, Corporate International, and IFLR among others continuously.

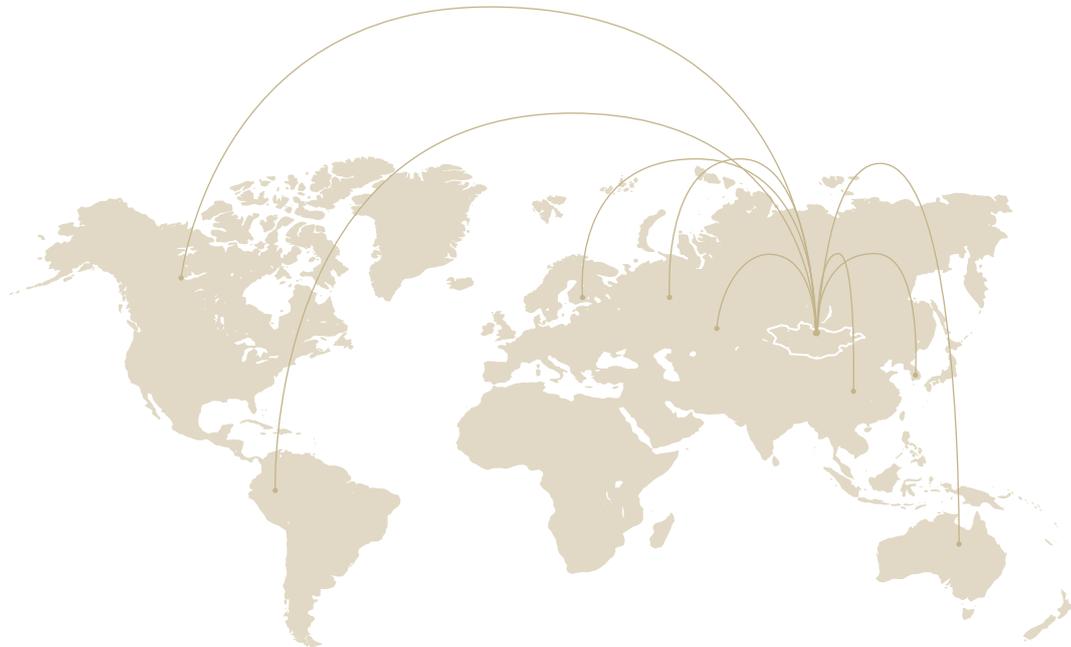
Firm has two offices located in the heart of Ulaanbaatar, the capital city of Mongolia. Litigation office is located in the Metro Business Centre 600 meters north of the Government Palace, and Consulting office is located in Shangri-La Centre on the Olympic street, the most prestigious commercial centre of Ulaanbaatar yet.

We are a business-oriented law firm with unique capabilities and skills to advise clients and consistently provide high-quality and timely legal advice that responds directly to our clients' needs in a rapidly changing economic environment.



CORPORATE AND M&A

With market leading Corporate/M&A expertise and a multiple track record, Anand Advocates LLP provides strategic and commercial legal advice to its clients in all aspects of corporate law matters, from helping them to establish business entities, manage their day-to-day business operations to representing them in mergers and acquisitions, commercial contract negotiations and various other types of corporate transactions, both in Mongolia and abroad.



General Corporate

We advise Mongolian and international companies on all of their legal needs arising out of their day-to-day business operations, compliance as well as internal management issues.

Corporate Governance

We advise our Mongolian and international clients on all matters relating to corporate governance in light of the most recent statutory regime and best practice.

Merger & Acquisitions (M&A)

In comparison with other countries, relatively few M&A transactions held in Mongolia due to the market size; however, our general experience and reputation keep at front of major M&A transactions in Mongolia and we advise our clients throughout their entire transactions, from planning and strategy formulation to due diligence, documentation drafting and negotiation, and ultimately deal execution.

Labor, Employment

We advise domestic and foreign clients regarding the full range of labor and employment matters, including employment law compliance, individual and collective labor relations, employment policies and agreements, compensation and benefits, terminations, internal investigations, administrative proceedings and litigation, trade secrets and employment-related aspects of M&A transactions.

Utilizing their accumulated experience, our labor and employment specialists offer prompt, practical and realistic solutions to a wide range of issues. By ensuring regulatory compliance and effective, culturally-aware human resource policies, we help to ensure that your labor strategies support your overall business strategy.

FINANCE

Consulting office of the firm is a leading legal counsel in the area of capital markets, project finance and infrastructure projects development and financial transactions in Mongolia. We represent many international banks and financial institutions such as Bank of China, Export-Import Bank of China, China Development Bank, Macquarie Bank, Lehman Brothers Commercial Corporation (HK), International Investment Bank, Blue Orchard, FMO, BHF, Commerzbank, Oikocredit and many others in relation to their secured and unsecured loans to Mongolian government and companies, including the top four Mongolian banks and Development Bank of Mongolia.



Capital Market

Unlike other developing economies, Mongolian capital market has not been playing yet a leading role in the long-term financing. We, however, play a leading role in this area, advised Mongolian Stock Exchange for its development of the stock trading rules and regulations in cooperation with Gibson, Dunn & Crutcher, and we handle various capital market transactions, including the issuances of equity shares and debt securities and the listings of such instruments in the Mongolian and international stock exchanges.

Banking

We advise on all aspects of Mongolia's Banking Law to address various funding needs for domestic and foreign corporations.

Securitization & Structured Finance

Unlike other developing economies, Mongolian capital market has not been playing yet a leading role in the long-term financing, and it is its development stage. We, however, play a leading role in this area, advised Mongolian Stock Exchange for its development of the stock trading rules and regulations in cooperation with Gibson, Dunn & Crutcher, and we handle various capital market transactions, including the issuances of equity shares and debt securities and the listings of such instruments in the Mongolian and international stock exchanges.

Project Finance

We have more than ten years of experience in project finance transactions, and our extensive knowledge, experience and expertise regarding project finance makes us main players in the Mongolian legal market.

Our services include advice and support in respect of:

- transactions involving public and private offerings (IPO, Restructuring) and bonds in both primary and secondary markets;
- transactions involving deals to raise syndicated and bilateral loans, including support for deals to secure funding, corporate acquisition funding, project finance;
- debt restructuring;
- securitization;
- deals involving derivatives (options and swaps) and structured products;
- advice on various matters in licensing and foreign exchange control.

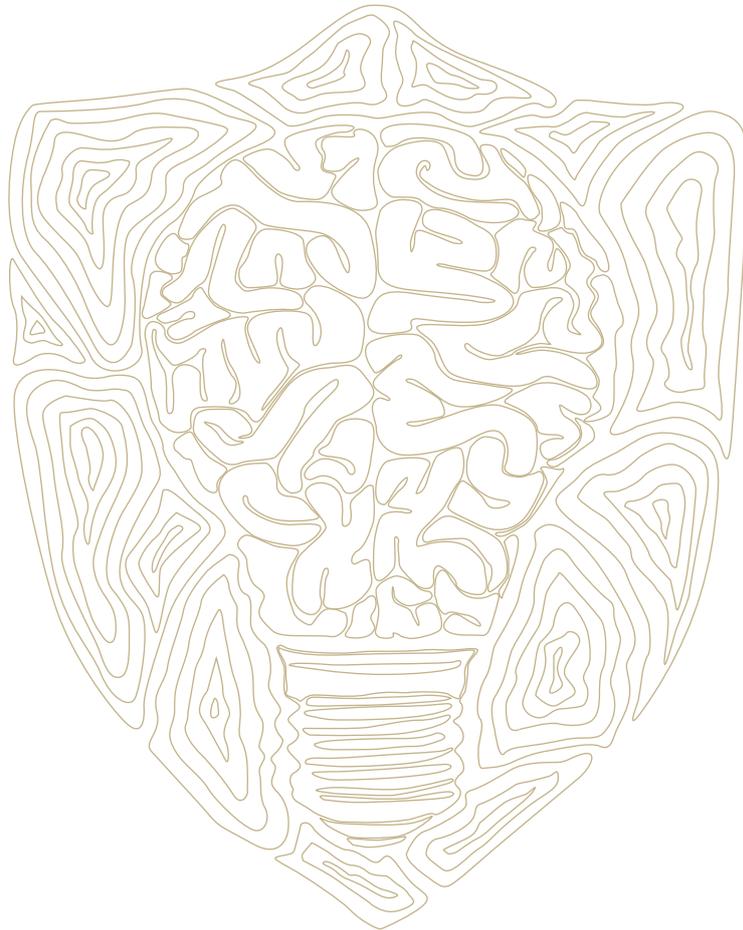


TAX LAW

Under Mongolian law, the tax advising and consulting services are conducted by certified tax advising firms. Accordingly, we cooperate with tax advising firms assisting our clients in all areas of tax planning and tax advising, and litigation team represents the clients in tax litigation. With attorneys and professionals with specialized expertise in tax disputes, we use our professional knowledge and rich hands-on experience to formulate persuasive legal arguments and provide our clients with the best service possible in tax disputes

INTELLECTUAL PROPERTY

The firm helps clients identify, protect, and commercially exploit their intellectual property (IP) interests, including patents, trademarks, and copyrights.



Our services include advice and support in respect of:

- registration and protection of patents, trademarks and other intellectual property rights;
- verification of the compliance of the distributorship;
- drafting of the licensing and franchising agreements in accordance with the local legislation;
- registration of the agreements with relevant government body;
- information search, preparation and filing of an application for the international registration of a trademark;
- analysis of the IP case or dispute, protection of IP rights in courts;
- drafting of expert opinions and;
- protection of trademark rights in the state authorities, including courts;

Our notable clients are Coca-Cola, Red Bull, Philip Morris International, Spirit Product International Company, Herbalife, Mongol Daatgal LLC and Mongolian Airlines Group LLC

LITIGATION & ARBITRATION

Dispute Resolution Practice

Anand Advocates LLP has extensive experience in complex litigation, and arbitration experience and is considered as most trusted litigation partner for foreign investors. We have extensive experience in representing foreign, domestic and multinational corporations, financial institutions in a complex commercial litigation matters in Mongolia and it is significantly strengthening the depth of services we provide to clients.



Our litigation team provides comprehensive and effective legal services in all types of administrative, civil and commercial litigation involving complex issues across a broad range of fields, including corporate, contract enforcement, compliance, finance, investment and tax.

In order to provide the most comprehensive and effective services throughout the course of litigation, the litigation team cooperates with

experts at the firm specializing in areas such as international trade, M&A, finance, and securities. The litigation team represents clients from the pre-trial stage by advising on trial and evidentiary procedures, and provides comprehensive legal services to ensure the enforcement of our clients' rights. We utilize various pre-trial measures such as provisional attachments and preliminary injunction in order to achieve clients' desired outcomes.

There are attorneys who have gained decades of experience at our firm. In addition, litigation team includes former judges with extensive experience exceeding 30 years of work in courts of different kinds, allowing us to use this experience in the interests of our clients. Key decisions offered to the client are discussed by a legal team comprised of two or three lawyers, enabling us to make a deliberate and efficient team decision.

We are specialized in resolving commercial, general corporate, real estate, tax, investment disputes as well as other types of disputes.

Our services:

- litigation risk analysis;
- developing a litigation strategy;
- developing a stance in legal action, preparing legal opinions;
- pre-trial dispute settlement;
- collection of evidence, preparation of statements of claim, complaints, motions and other service documents;
- representing clients at the stage of execution proceedings;
- enforcement of judgments as part of execution proceedings;
- injunctive relief measures in foreign arbitrage proceedings;
- enforcement of foreign judgments and international arbitral awards;
- drafting and execution of settlement agreements and;
- assistance in administrative inquiries and procedures carried out by government agencies;

NATURAL RESOURCES & ENERGY

The natural resources sector plays a critical role in the Mongolian economy and likewise is a central focus of our firm. We have extensive practice advising clients on transactions and projects in a number of industries in the natural resources and energy sector, including mining, petroleum, and renewable energy.

We advise and represent our clients in licensing, regulatory compliance, structuring, developmental and environmental related matters, litigation, due diligence, and commercial transactional matters within these areas, and have advised a wide range of mining, and energy companies on behalf of domestic and overseas developers, and foreign lenders.



We offer services to our clients in the following areas:

- legal support in obtaining mining and exploration rights;
- advising on mining and exploration contracts;
- advising on energy, including renewable energy;
- M&A in mining projects: legal due diligence, drafting purchase agreements, transfer of assets;
- legal support in creation and operation of joint ventures;
- environmental audit and litigation;
- state control and regulation: legal advice and representation;
- taxation and tax dispute: administrative litigation;
- production sharing agreement;
- joint venture agreement and;
- dispute resolution and much more.

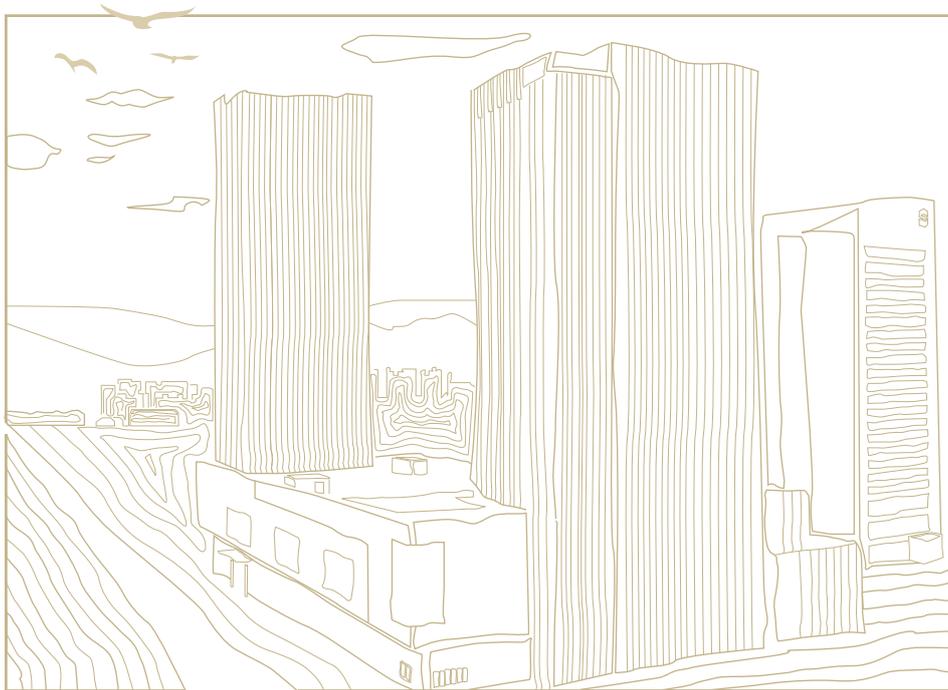
REAL ESTATE

The firm's work in the real estate area includes commercial leasing, property acquisitions and disposals, financing arrangements for property development, and real estate development and management.

Real Estate Transaction

While conducting transactions regarding real estate, one of the most important issues is carrying out due diligence of a target seeking title clearance, checking for liens and encumbrances, proper formalization of a deal, and the restoration of inventory records.

We have wide experience in advising clients in development, sale/purchase, leasing, etc. of all types of real estate, including office buildings, residences, commercial buildings, and industrial facilities.



Leasing

Our expertise covers all manner of commercial leasing matters and we are the regular advisor of Shangri-La Centre and Central Tower, largest high-end commercial real estate leasing and management services in Mongolia and other mid-range real estate leasing services. We assist both landlords and tenants with contract negotiation and drafting, lease related legal questions and building maintenance and management.

Real Estate Development and Construction

We have advised on many of Mongolia's high-profile real estate development projects, including New Yarmag Housing Project, National housing project for the building of housing units in Zone G and complex construction and engineering projects, including Egiin Gol hydro-power station infrastructure project, part of the new airport projects, Capital City Hall construction, hard-paved auto road projects among others on behalf of domestic and overseas developers, and foreign lenders.

Dispute Resolution

We also have experts with experience in handling construction disputes, both in Mongolian courts and international arbitration.

PARTNERS



**BATZAYA
BODIKHUU**
Founding Partner

Mr. Batzaya has extensive experience in a variety of practice areas, including mining projects, infrastructure, and natural resources as well as experience with general corporate transactions and dispute resolution. Mr. Batzaya has been named an expert in General Business Law, and dispute resolution by Chamber's Asia since 2004 and Chamber's Global in 2009, and has been acknowledged in the Asia Pacific Legal 500 in the field of project finance. He has represented a number of major financial institutions, governments, and multinational corporations such as Credit Suisse (Hong Kong) Limited, Morgan Stanley Asia, Mitsui & Co., China Railway Resource Corporation, Russian Railways, EBRD, IFC, World Bank, Visa International Corporation (USA), Asia Pacific Breweries Limited (Singapore), and the Mongolian European Business Council.

Mr. Batzaya received his LLB from Vest University of Romania in 2000 and his LLM in 2003 from the National University of Mongolia. He is a member of the Mongolian Bar Association.



**ENKHTSETSEG
NERGUI**
Managing Partner

Mrs. Enkhtsetseg has extensive experience representing major international financial institutions on complex financial transactions originating in Asia, Australia, and Europe, largest real estate and construction, M&A as well as general corporate transactional and advisory work. Mrs. Enkhtsetseg's principal practice areas include commercial bank lending, structured finance, private placements, project finance, mining, corporate and mergers and acquisitions. She has worked on public offerings and private placements of securities in the United States, Asia, Australia, and Europe. Mrs. Enkhtsetseg has been ranked as an expert in General Business Law by Chamber' & Partners Asia and Chamber's Global since 2014, and has been acknowledged in the Asia Law Leading Lawyers in the field of banking & finance and construction & real estate 2016.

Before joining Anand Advocates, Mrs. Enkhtsetseg worked in international development projects. Ms. Enkhtsetseg earned her Master's degree in 2008 from the Graduate School of Law, Nagoya University, Japan. She is fluent in Mongolian and English and proficient in Japanese, French, and Russian. She is a member of the Mongolian Bar Association.

PARTNERS



**OTGONBAATAR
CHULUUN**

Partner

Mr. Otgonbaatar's primary areas of practice include administrative litigation, natural resources, labour, general corporate and commercial transactions. He has been involved in numerous civil and administrative litigations. Mr. Otgonbaatar has also recently been involved in a variety of real estate transactions, including nonperforming loan and asset acquisitions with local financial institutions.

Mr. Otgonbaatar has been awarded by Mongolian Bar Association as a leading lawyer in the legal sector in 2017, and has been awarded as a leading pro-bono advocates by Mongolian Advocates Association in 2016.

Mr. Otgonbaatar earned his law degree from the National University of Mongolia in 2000. He is a member of the Mongolian Bar Association.



**ERKHEMBAATAR
JARGALTSEUGEL**

Partner

Mr. Erkhembaatar's practice focuses on the energy, infrastructure, corporate, commercial, and securities matters. By bringing clarity to highly complex transactions, he enables his clients to benefit from the best possible results. He has particularly extensive experience in the general corporate transactions, administrative litigation, and dispute resolution. Mr. Erkhembaatar routinely assists large corporate clients, financial institutions, in both a representative and advisory capacity, from internal or regulatory investigations, through to formal court or arbitral proceedings. Before joining Anand Advocates, Mr. Erkhembaatar worked in a Mongolian-Russian law firm and represented clients across a variety of industries throughout Russia.

Mr. Erkhembaatar has been one of the first board members of Mongolian Bar Association, represents the interests of all Mongolian Lawyers. Mr. Erkhembaatar earned his LLB from the National University of Mongolian in 2005 and his LLM degree from the University of California, Berkeley Law in 2016. He is a member of the Mongolian Bar Association.

SENIOR ASSOCIATES

Ms. Bayarjargal graduated with LLB degree from Pantheon-Assas Paris II University, France. She is specialized in private international law, business law and comparative law. Ms. Bayarjargal has experience in a variety of practice areas, including banking and financing and real estate and construction, as well as general corporate transactional and advisory work. She has been involved in a number of natural resources and power projects in Mongolia such as CH2M Hills and Yangtze Power, representing sponsors, project companies and others and advising on operations, employment, acquisitions and investments, corporate matters. She also holds a Bachelor degree in French studies from University of Humanities of Mongolia. She is a Mongolian native speaker, fluent in French and has an intermediate knowledge of English and Russian. Before joining Anand Advocates, she worked as a lawyer at Ashur Mongolia LLC and as a legal assistant for an association in Paris. She has also worked on various cultural projects implemented by French Cultural Center in Mongolia and NGOs.



**BAYARJARGAL
SODBAATAR**
Senior Associate

Mr. Amarbat graduated with LLB degree on 2012 and LLM degree on 2014 from Law School of Otgontenger University. He worked as a Head of office in Authority for Fair Competition and consumer protection in 2016. Currently working in Anand Advocates LLP as an attorney, and in the meantime he also teaches at Otgontenger University and Mongolian Learning Corporation since 2012. Mr. Amarbat is experienced in providing legal advice and performing legal researches, this enables him to be a successful publicist, and he is one of our well-experienced attorneys of our Litigation team. Mr. Amarbat possesses extensive experience in both Parliamentary and Mock trial debate. He competed in The World Universities Debate Championship (WUDC) for the first time representing Mongolia.



**AMARBAT
UURTSAIKH**
Senior Associate

Ms. Undram graduated with LLB degree from Law school of Mongolian National University. She spent much of her career with Anand Advocates LLP and she worked as a corporate lawyer of QGX Mongolia LLC, a Mongolian subsidiary of Kerry Mining Limited. Ms. Undram has extensive experience on mining, energy, environmental, land and general corporate matters such as mining and environmental compliance matters, investment agreement and corporate governance, and labour matters. Ms. Undram is well experienced on drafting contract, agreement and company charter; corporate documents such as shareholder meetings or board resolution, company policy, regulation in English and Mongolian languages.



**UNDRAM
LHAGVASUREN**
Senior Associate

CLIENTS

"If someone asked me to recommend a lawyer in Mongolia I'd have no hesitation – his [Batzaya Bodikhuu] work is thorough and delivered in timely fashion, and he will respond to requests within few hours"

"A pleasure to work with [Anand Advocates LLP]"

"This long established firm [Anand Advocates LLP] is very good at advising on matters of general Mongolia law"

"I have hired several law firms over the years, and I can absolutely state that working with this firm [Anand Advocates LLP] was an absolute pleasure and I'd recommend them to everyone who needs professional law firm, who can represent you in Mongolia"

"We have worked with Anand Advocates LLP on a significant number of corporate issues. The work from the firm [Anand Advocates LLP] has always high productivity, all challenges and matters been handled efficiently and tasks been completed professionally."

"Working with Mr. Batzaya Bodikhuu was an illuminating experience. I had my fair share of experience in working with law firms but this time, I would say, was the best. The firm easily solved and won my case. I'd recommend them in a heartbeat"

"It felt like they went above and beyond with us, always attentive with clients. Best firm [Anand Advocates LLP] to have on your side"

"I feel like being prompt in returning calls and emails is one of the crucial qualities in our fast moving world. Being prompt and to the point was one of many great qualities that made me enjoy working with Anand Advocates LLP. Thank you!"



For more information about us and our services,
please see the following websites

www.anand-advocates.mn

www.chambersandpartners.co.uk

www.legal500.com

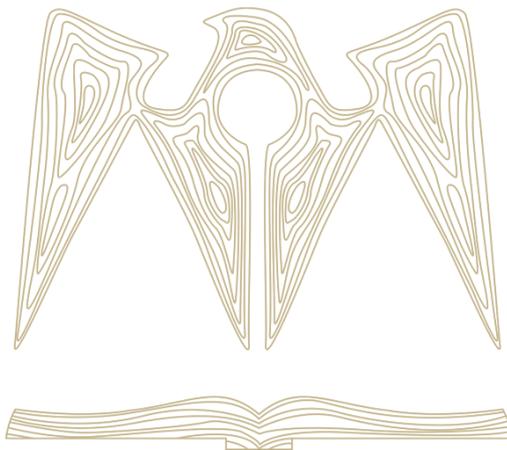
www.iflr1000.com

www.martindale.com

www.lawyers.com

www.doingbusiness.org

Unique and vital advantages
provide energy, action
and effective solutions



ANAND ADVOCATES LLP
ATTORNEYS AT LAW



ANAND ADVOCATES LLP

ATTORNEYS AT LAW



CONSULTING OFFICE

Suite 903, 9F, Shangri La Office centre,
Sukhbaatar district,
Ulaanbaatar 14241, Mongolia
Tel: +976 7575 3322
Fax: +976 7011 9442

LITIGATION OFFICE

Suite 1003, 10F, Metro Business center,
Sukhbaatar district,
Ulaanbaatar 14201, Mongolia
Tel: +976 11 329 442
Fax: +976 7011 9442

www.anand-advocates.mn