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Developments in Ukrainian securities law

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Ukrainian legislators sponsored a major reform of the securities market in 2006. They repealed the Securities and Stock Exchange Act dating back to 1991 during the Soviet time and which had many amendments supported by a number of regulations introduced since. The new Securities and Stock Market Act (SSMA) is an incorporation of legal provisions combining developed market practices, international instruments adopted by Ukraine, regulations and a forward-looking effort to reform the stock market. The SSMA generally follows the foundation of liberalization laid by the new Civil and Economic Codes in 2003 (both effective since 2004). It also touches upon related legal areas and became effective in May 2006, save for certain collateral amendments to the other laws on securities which will enter into force in April 2008. The landscape of the market has changed and this article touches upon major structural alterations.

Scope of the market

The SSMA broadens the definition of securities. Now any document with the relevant details that certifies proprietary rights or a monetary claim can be treated as a security. The SSMA provides an extensive classification of the forms and types of securities without limiting their issue. It also contains a sample list of the securities that can be floated in the market and prescribes six groups of securities: (i) equity securities, (ii) debt securities, (iii) mortgage securities, (iv) privatization securities, (v) derivatives, and (vi) title securities (i.e. certifying rights of disposal to certain assets).

Unlike before, the SSMA avoids exhaustive classifications and listings, giving way to market practices and streamlining the securities market into recognizable areas. At the

same time, the SSMA legitimizes the discretion of the state regulatory authority, the State Commission on Securities and Stock Market of Ukraine (SCSSM). This harmonizes the SSMA as a basic act for securities, with the State Regulation of Securities Market Act adopted in 1997. A new division between emissive and non-emissive securities is one of the cornerstones of the new system. Emissive securities are subject to disclosure requirements, whereas non-emissive securities are not. The list of emissive securities is not comprehensive and any security is presumed to be emissive until it is excluded by law or a case-specific decision of the SCSSM.

Security issues

The SSMA introduces the concept of public placement: to an uncertain circle of subscribers (investors) via publication in mass media or any other public announcement. It entails publishing the prospectus and specific reporting and disclosure requirements; the involvement of an underwriter in a public placement is subject to regulatory supervision. Conversely, a private placement is a sale of securities to a previously defined circle of investors. Such a vague definition and the absence of safe harbour rules make the private placement a risky venture. Although the SSMA introduces the concept of institutional investors, it does not employ the concept for private placement matters. The notion of institutional investors is used only for defining the professional activities of asset management companies in the securities market.

The SSMA also introduces general concepts and rules for circulating insider information and for advertising securities. It provides criteria for a fraudulent issue of securities (again, the documents and procedures are to be established by the SCSSM) and authorizes the SCSSM to suspend and invalidate an issue that is, in its opinion, fraudulent. These provisions and concepts were absent from the previous law and they are intended to harmo-

nize Ukrainian laws with EU law, in particular EC Council Directive 89/592/EEC.

The SCSSM is authorized to register issues and placements of securities by foreign issuers. Ukrainian issuers also need the SCSSM's approval to place securities abroad, and may apply for approval after their shares are listed on the Ukrainian stock exchange and only for a block of shares complying with the SCSSM's regulations. Thus, placing securities abroad and placing foreign securities in Ukraine remain complicated and non-transparent.

Market players

The SSMA introduces the industry-wide notion of professional activity in the securities market as opposed to non-professional activities of issuers, investors and self-regulatory organizations. Professional participants are defined as such in the SSMA or other laws and must be licensed by the SCSSM. Under the SSMA, the following activities are professional: (i) security trading, (ii) asset management for institutional investors, (iii) depository activities, and (iv) stock market organization activities. The scope of these professional activities can be broken down to as many as 11 different licences: the SSMA replaced the previous list of seven types of licensed activities.

In particular, underwriting has become an autonomous professional activity and underwriters are defined as market players offering services related to subscription to and placement of securities issues. Furthermore, the SSMA mandates the separation of broker and dealer activities by security traders. Licences for depository activities present another innovation; however, the new wording defines the scope of custodian (*zberihach*) activities as part of the activities of a depository institution (*depozitarij*). At the same time, a special act on the national depository system preserves the previously established procedures, although the regulator recently announced plans to reform the national depository system as well.

The SSMA redefines the legal status of traders and allows them to act as guarantors and sureties in transactions where they are present as security traders. Moreover, the SSMA provides clear rules for a business entity to combine different types of professional activities in the securities market.

Self-regulatory organizations

The SSMA codifies provisions on self-regulatory organizations and provides general rules for establishing and operating such amalgamations. Prior to the SSMA, only the self-regulatory organization of depository institutions had specific status under Ukrainian law. Now, each type of professional activity can be represented by its own self-regulatory organization (four such organizations are expected). A self-regulatory organization must be registered by and operate in close connection with the SCSSM. The SCSSM can delegate to a self-regulatory organization authorities in the respective professional area such as: (i) licensing of market players; (ii) certification of professionals working in the market; (iii) inspections for compliance with laws and professional standards by licensed market players (whether members of the organization or not); (iv) filing requests to the SCSSM to suspend or revoke the licence of any professional player; and (v) research, study, provide general opinions on trends in and data on the relevant field of professional activities (which will become a basis for further legislative and regulatory policies). At its discretion the SCSSM may also delegate other functions to a self-regulatory organization. Therefore, control over a self-regulatory organization may set trends for the development of the relevant professional activities for years to come.

Each self-regulatory organization must represent over half the professional players in the market. New rules for combining professional activities allow one entity to have membership in more than one self-regulatory organization (for example, a depository institution that also acts as a registrar and a clearing house can become a member of three organizations). Such simple membership criteria may, however, become controversial over time. The number of effective licences is subject to frequent change and, not least, the simple quantitative criteria seem very tempting for manipulators, especially when professional standards and licences are at stake.

Banking and finance

Recommended firms

Tier 1

Baker & McKenzie

Tier 2

Chadbourne & Parke
Magister & Partners
Sayenko Kharenko
Shevchenko Didkovskiy & Partners

Tier 3

BC Toms & Co
Beiten Burkhardt
DLA Piper
Gide Loyrette Nouel
Grischenko & Partners
Salans
The Silecky Firm

Tier 4

Ilyashev & Partners
Vasil Kisil & Partners

The Ukrainian legal market is going through an interesting period. There has been a steady increase in banking and finance transactions, and international interest is also growing. Ukrainian banks are being targeted by international and European banks – TAS-Kommerzbank, for example, went to Swedbank while Pekao, a Polish banking group, bought out HVB Bank Ukraine.

The foreigners' interest is justifiable – Ukrainian banks are lending at a ferocious rate, using syndication as a means to generate more funds. And global financial institutions like the European Bank for Reconstruction and Development and the International Financial Corporation are also playing a crucial role in the sector.

Meanwhile, Ukrainian companies are starting to spread their wings abroad. Several have listed shares on foreign stock markets like the Alternative Investment Market (Aim) in the UK and the Warsaw Stock Exchange in Poland.

The debt market is also maturing. There was a time when only large companies would issue Eurobonds, but with cheaper funding available, this market is opening up to all.

But not all the practice areas are so rosy. Project finance contractors, and their lawyers, are still waiting for their chance to really break into the market. That day might not be far away – along with Poland, Ukraine has been selected as the venue for the 2012 Uefa European Football Championship, bringing a number of potential concessions.

Baker & McKenzie

Baker & McKenzie is still regarded as the “strongest banking and finance” firm in the Ukrainian market according to its peers and clients. Headed by the “brilliant” Serhiy Chorny, the firm had another busy year, and acted on all aspects of loan transactions, on behalf of both borrowers and lenders.

Among recent highlights, the firm advised the Metinvest Group on a \$400 million pre-export loan facility from BNP Paribas to modernize the Pivnichny and Tsentralny mining and ore processing plants. In March 2007, Chorny and his team acted for System Capital Management as borrower in relation to a \$400 million secured term loan facility arranged by BNP Paribas.

Mittal Steel is one of Baker & McKenzie's regular clients, and the firm advised it in a \$200 million loan arranged by the EBRD. This was used to finance a loan to Mittal Steel Kryvyi Rih, which is one of the largest metallurgical mills in Europe. The firm also represented BNP Paribas Finance in a \$80 million loan facility to a joint-stock innovation bank – UkrSibBank.

On the debt side, PrivatBank, a large Ukrainian commercial bank, consulted the firm in connection with the issuance of \$500 million 8% guaranteed notes due 2012 by UBS. The offering was the bank's first under Rule 144A. Meanwhile, the firm acted for Bank Finance and Credit on its debut \$100 million Eurobond issuance of 10.375% loan participation notes due 2010, which were listed on the Irish Stock Exchange. This offering was arranged by Deutsche Bank, UBS Investment Bank and VTB Europe in December 2006.

The “ever so versatile” Serhiy Chorny and his team also guided Myronivsky Hliboproduct on its \$250 million offering of 10.25% senior notes due 2011, listed on the London Stock Exchange. This was the first issue of high-yield bonds in the international markets to finance Ukrainian borrowers, allowing the client unprecedented access to foreign investment.

One of Baker & McKenzie's most complex deals included acting on the first cross-border securitization of a mortgage loan portfolio from Ukraine. The firm represented PrivatBank and this securitization was structured as a true sale of the mortgage loan portfolio to a special-purpose vehicle. The purchase price was set at \$180 million and the notes were listed on the Irish Stock Exchange.

The equity market hasn't quite taken off in Ukraine in the last three years, but there were a few initial public offerings (IPOs). The firm helped Astarta, a leading Ukrainian sugar producer, on its IPO on the Warsaw Stock Exchange.

XXI Century Investments was also advised by partner James Hitch on post-IPO issues after its debut on Aim, only the second Ukrainian entity to list on the market. The real-estate developer raised \$139 million through the placement of new shares and global depository receipts (GDRs).

The firm also acted for Ferrexpo in its IPO of shares on the London Stock Exchange. This was one of the first full listings for a Ukrainian company in the UK and in all it raised \$2.3 billion.

Leading lawyers

Serhiy Chorny
James Hitch

Chadbourne & Parke

Chadbourne & Parke was again involved in some of the key banking and finance deals in the last year and maintains its second-tier position. The firm however still has some of the country's most talented lawyers in Adam Mycyk, Jaroslawa Johnson and Sergiy Onishchenko.

In deals this year, the firm advised EBRD in connection with the opening of its \$200 million credit line to be used by Ukrainian banks for lending purposes to Ukrainian businesses. Chadbourne & Parke advised the same client in the equity financing of the Uksnab, a refrigeration company, and in the financing of the Ukrainian subsidiary of Barlinek.

The International Finance Corporation (IFC) also uses the firm's services often, and partner Jaroslawa Johnson and her team advised it in a \$100 million loan to a large supermarket chain. The firm also helped IFC in a \$70 million loan to Delta-Wilmar for the construction and development of a crude palm oil refinery in Ukraine. Other highlights include the firm's advice to an American investment fund in a \$30 million financing which included the acquisition of the bonds issued by Ukraine's Delta Bank.

Leading lawyers

Jaroslawa Johnson
Adam Mycyk

Magister & Partners

Magister & Partners has had one of its most successful years and has also always been regarded as "different from all the other local firms". One client called Magister & Partners a "solution-driven firm", adding: "They know what they want to do with a particular case, and they know how to put it into practice. They are always available and are widely experienced in the banking and the finance sector."

The banking and finance department headed by partner Olga Khoroshylova acted for Credit Suisse, Deutsche Bank and UBS in the issuance of \$350 million 7.65% loan participation notes due 2011 in September 2006. Apart from this the firm advised on a \$150 million issuance of loan participation notes in November 2006 for the purpose of funding loans to the state export-import bank of Ukraine, Ukreximbank. ABN Amro and Credit Suisse International also took the firm's counsel in a similar transaction which involved the issuance of \$400 million loan participation notes to fund a loan to UkrSotsbank.

Elsewhere, the firm acted for the issuer Alfa Bank in a \$160 million loan participation notes transaction in December 2006, along with a \$185 million additional issuance of loan participation notes in March 2007.

Magister & Partners had an eventful year in equity, advising Deutsche Bank Trust Company Americas on the issuance of GDRs by Motor Sich in December 2006. On the IPO front, the firm acted for a Ukrainian dairy group in its initial listing. The firm also acted for Fozzy Group, a well known retail chain in Ukraine, on an issuance of credit-linked notes arranged by Alfa Bank. At the time of writing, Magister & Partners was representing Nadra Bank on a proposed offering of denominated debt securities, to be arranged by HSBC and UBS. The firm has also provided assistance to the Ministry of Finance of Ukraine in all external state borrowings.

The firm advised the state-owned oil and gas exploration company NJSC Naftogaz of Ukraine on three of its financing facilities this year. The first was a \$550 million term loan facility extended by Credit Suisse in November 2006, and the other two were a \$500 million syndicated facility and a \$200 million bridge financing, both provided by ABN Amro.

Finally, one transaction that showed the firm's talent in project finance was its advice to the State Road Administration of Ukraine, Ukravtodor, on the financing of a road construction programme as part of the Kyiv-Odessa Highway project.

Leading lawyers

Olga Khoroshylova
Oleh Marchenko

Sayenko Kharenko

Sayenko Kharenko was described by a rival as "one of the most aggressive and upcoming Ukrainian firms" and, as can be seen by its deals, the firm is beginning to make a huge impact on the market. The firm hired four associates to join the finance department since

May 2006, including the head of the international loans department from a leading Ukrainian bank.

During the last 12 months, the firm participated in some of the country's largest bank syndications. In May 2007, the firm advised HSBC, Standard Bank, BayernLB and DZ Bank in a \$500 million syndicated loan for Raiffeisen Bank Aval, the second-largest Ukrainian bank. Meanwhile, partner Michael Kharenko, who was called "a very impressive lawyer" by a rival, advised Credit Suisse in a \$550 million financing to Naftogas.

Elsewhere, the firm advised the IFC in a \$350 million secured financing to Industrial Union of Donbass, one of the largest industrial groups in Ukraine.

Some of the firm's regular clients are Barclays Capital, Citigroup, ING, Merrill Lynch, Standard Bank, Commerzbank, DZ Bank, Morgan Stanley, and Renaissance Capital. In the capital markets, the firm advised Credit Suisse, Deutsche Bank and UBS in a \$1 billion Eurobond placement by the Government of Ukraine. It also acted for UBS in a £500 million Eurobond placement issued by PrivatBank. In another Eurobond offering by UkrSibBank the firm acted as legal counsel to BNP Paribas, HSBC and UBS.

Leading lawyers

Michael Kharenko
Vladimir Sayenko

Shevchenko Didkovskiy & Partners

According to rivals, Shevchenko Didkovskiy & Partners is "a good law firm with great credentials". "We see are beginning to see quite often on the other side in the last few years," added a competitor.

Led by Armen Khachatryan, the firm had an active year in the banking and finance sector, a highlight being its assistance to the IFC when it provided a \$3.5 million loan facility to Biocon. This was the first investment by the IFC into the public health sector of Ukraine, and was finalized on May 2006. A transaction involved the firm's assistance to the EBRD in providing a \$23 million secured loan facility to OJSC Farmak, a Ukrainian pharmaceutical manufacturer. Elsewhere, the firm helped Citigroup Global Markets and Merrill Lynch in a secured loan facility provided to be granted to a group of electronics companies.

On the regulatory side, Shevchenko Didkovskiy & Partners advised Swedbank and Credit Suisse respectively on Ukrainian banking law in connection with the establishment of a branch in Ukraine. Other clients the firm

advised on similar issues were the SEB Group and Raiffeisen.

A highlight for the firm was its advice to ABN Amro and Morgan Stanley as the lead managers in a \$250 million high-yield Eurobond issue by OJSC Myronivsky Hliboproduct, a poultry producer. The firm also guided Citigroup and Standard Bank in a \$100 million Eurobond issue by Bank Forum in November 2006.

Leading lawyers

Armen Khachatryan

DLA Piper

DLA Piper is starting to make its presence felt in the market after appearing on a string of successful transactions, and moves up to tier three in the rankings. Oleksandr Kurdydyk, who leads the projects and finance practice, was singled out by peers as “an easy person to work with”. On the deals front, the firm advised an international financial institution on loan and security documentation with respect to its debt financing of Istil, a Ukrainian steel mill.

DLA Piper also acted for Raiffeisen Zentralbank Österreich on the provision of a loan facility to a Ukrainian car retailer, and advised Yioula Glassworks on its loan acquisition from the EBRD.

At the time of writing, the firm was representing an international bank with headquarters in Finland in providing a €25 million loan to a municipality of Odessa, in particular advising on the validity and enforceability of guarantee under Ukrainian law.

The firm has also put in impressive work in the equity capital markets. In October 2006 the firm advised Olympic Entertainment Group on the IPO of its Ukrainian subsidiary. It also enabled a Cypriot company on the listing of its shares on Aim. Finally, a Ukrainian energy company was using the firm’s services in its pre-IPO restructuring and financing process at the time of writing.

Although project finance is not yet a vibrant practice area in Ukraine, DLA Piper was quite active in the category. The firm advised a European company in financing the acquisition of a Cyprus- and Seychelles-based holding of a Ukrainian company owning stakes in Ukrainian gas distribution companies. In August 2007, the firm was acting for a foreign investor in a joint-venture equity and debt transaction which involved the financing of a construction of a coal handling terminal at the Yuzhny Port in Odessa.

Leading lawyers

Oleksandr Kurdydyk

Ilyashev & Partners

Ilyashev & Partners enters the *IFLR1000* rankings in this edition after recommendations from its peers and clients. In 2007 the firm advised ProCredit Bank, a Ukrainian Bank affiliated to the EBRD, on the acquisition of a building in Kyiv. Secondly, the firm represented a large Italian investment company in entering the Ukrainian market by starting an investment project in the western region of Ukraine. The Ministry of Health of Ukraine, Eli Lilly, Antanov, Metro Cash & Carry and Altimo are among the firm’s other clients.

Mergers and acquisitions

Recommended firms

Tier 1

Baker & McKenzie
Chadbourne & Parke
Magister & Partners
Sayenko Kharenko

Tier 2

Grischenko & Partners
Shevchenko Didkovskiy & Partners

Tier 3

BC Toms & Co
Beiten Burkhardt
DLA Piper
Frishberg & Partners
Gide Loyrette Nouel
Ilyashev & Partners
Salans
Sergiy Koziakov & Partners
The Silecky Firm
Vasil Kisil & Partners

Tier 4

Konnov & Sozanovsky
Proxen
Salkom

M&A has never been stronger in Ukraine, with both international and domestic companies showing more of a hunger, and the transactions are getting more complex and refined.

Foreign investment in Ukraine is also increasing, and the country is now being looked at as a favourable and liable European market. There has been lots of activity on the banking sector especially with the proposed acquisition Ukrsotsbank and the sale of TAS-Kommerzbank, HVB Bank Ukraine and Bank Prestige.

The food and beverage sector is witnessing a lot of movement as well. PepsiCo has acquired its stake in a regional juice producer and even Coca-Cola is in the process of taking over a domestic drinks producer.

And market observers feel that the M&A market will continue to grow. One partner said: “The growth in the last few years has been in a way quite unexpected, especially if you look at what the situation used to be two to three years ago.”

Baker & McKenzie

Baker & McKenzie is particularly proficient in corporate and M&A matters. One rival said that Baker & McKenzie “has all the top specialists”, and with the “excellent” James Hitch and Olexander Martinenko co-heading this department, the firm is lauded by its competition and clients.

The firm is advising TAS-Kommerzbank in connection with the sale of the bank’s shares to Swedbank for \$750 million. The transaction is expected to close by the end of 2007 and it includes an additional payment of up to \$250 million, payable in three years, depending on the bank’s financial performance.

Another deal that caught the attention of the market was the firm’s assistance to Avlita Stevedoring, part of the Litat Group, in the sale of 100% of its shares to MetalUkr, a Cyprus subsidiary of MetInvest. The firm helped the same client in relation to the sale of Marine Industrial Complex, a ship repair and maintenance plant, again to MetalUkr. In December 2006, the firm helped Fortis close its acquisition of Etalon Life, a Ukrainian life insurance company.

Other deals the firm was involved in include its advice to the media arm of a Norwegian listed company, with respect to the acquisition of shares in two Ukrainian regional publishers and a regional daily newspaper.

The firm also advised AS Watson Group, the retail and manufacturing division of Hutchison Whampoa on the acquisition of a 65% ownership interest in DC Ukraine, a retail chain.

The firm went on to impress the market when it counselled PepsiAmericas and PepsiCo in their \$542 million joint acquisition of 80% of the shares of Sandora, a Ukrainian juice company. This is the largest acquisition in the Ukrainian beverage market by value, and is now waiting for approval by the country’s competition authority.

James Hitch also advised Horizon Capital, the manager of the Emerging Europe Growth Fund, a private-equity fund investing in Ukraine and Moldova, when it sold its shares in the Shostka City Milk Factory to Fromageries Bel in May 2007.

One of the firm’s more innovative M&A deals in the last year included advising HVB, part of the UniCredit Group, in the €85 mil-

lion sale of HVB Bank Ukraine to Bank Pekao. This transaction marked the integration of the UniCredit Group's Ukrainian banks.

Leading lawyers

James Hitch
Olexander Martinenko

Chadbourne & Parke

Chadbourne & Parke suffered a setback when Volodymyr Baibarza joined Magister & Partners in May 2007, and peers believe it would have "some sort of impact" on the firm. But the practice has done pretty well in the last 12 months to maintain its first-tier position. "It has lost Baibarza, but it is a well managed firm; it will be interesting to see how it copes," said one rival partner. So far there haven't been many problems for the firm and its three partners and 16 associates from the M&A department have the skill and contacts to retain their market standing.

Managing partner Jaroslawa Johnson and her team advised Amberger Kaolinwerke on the acquisition and subsequent restructuring of five Kaolin companies. Elsewhere, Asnova Holding consulted Chadbourne & Parke in relation to a sale of a 65% stake in DC Ukraine, a health and beauty retailer.

Other highlights include advice to Cr dit Agricole in a \$254 million purchase of Index Bank and the \$140 million acquisition of Morskoy Transportniy Bank on behalf of its client Marfin Popular Bank.

Leading lawyers

Jaroslawa Johnson
Adam Mycyk

Magister & Partners

Magister & Partners makes its way to the top tier after a successful year, and with the market expanding, local firms like Magister are making more of an impact on the market. In May 2007, the firm bolstered its practice, when Volodymyr Baibarza joined the firm as a partner. Baibarza is one of the most respected personalities in the market, with more than 25 years of experience.

One client recommended Andrew Mac and Roman Kolos as the firm's premier M&A lawyers. The duo, along with Oksana Ilchenko, advised Erste Bank der Osterreichischen Sparkassen in its \$180 million acquisition of 100% of the share capital in Bank Prestige.

Another key deal that the firm was working on in mid-2007 was the proposed acquisition of Ukrsotsbank by its client Banca Intesa, estimated to be worth \$1.5 billion. The

Italian banking group is now waiting for the approval from the National Bank of Ukraine and the country's anti-monopoly committee for the acquisition to proceed. The firm also acted for Produits Laitiers on its €14 million purchase of Rodich, a dairy products company.

Finally, the firm advised Ringier on regulatory matters relating to its establishment of the Free Media Ukraine publishing house, and the launch of one of the first foreign-owned newspapers in Ukraine.

Leading lawyers

Volodymyr Baibarza
Andrew Mac

Sayenko Kharenko

Sayenko Kharenko is "the smart guy" on the market according to a rival, and the firm had an extremely active year in M&A in the last year. Name partner Vladimir Sayenko, along with Dmitry Taranik, acted for Arcapita Bank on Ukrainian aspects of the €650 million acquisition of Paroc, a Finnish insulation products manufacturer. Michael Kharenko was also mentioned by a rival as a "great lawyer to work with".

Other recent highlights included the firm's assistance to Cosmote-Mobile Telecommunications on its acquisition of Germanos and its advice to Japan Tobacco on the acquisition of Gallaher Group and a tobacco factory in Ukraine.

The M&A market is seeing a lot of activity, and Sayenko Kharenko is clearly benefiting from this trend. The firm advised the shareholders of Alba Ukraine on the purchase of shares in Alba Ukraine from the EBRD and other investors. Apart from this, the firm also helped Itron acquire Actaris Metering Systems and its Ukrainian subsidiaries.

Lastly, the firm advised LBO France Gestion on the €690 million acquisition of Cegelec Holdings and Total on the Ukrainian aspects of the acquisition of Cepsa, including antitrust clearance in Ukraine.

Some of the clients the firm advised in the last year were Aker Yards, Bank Austria Creditanstalt, Bank of New York Corporate Trustee Services, Finansbank, Metalloinvest and Orica.

Leading lawyers

Michael Kharenko
Vladimir Sayenko

Shevchenko Didkovskiy & Partners

Shevchenko Didkovskiy & Partners had another consistent year in which it appeared

on a healthy number of deals. The firm advised Swedbank on the acquisition of 99.99% of shares of TAS-Kommerzbank, one of the largest Ukrainian banks. The firm participated in the establishment of the joint ownership of the Damen Shipyards Okean in Ukraine by its client Damen Shipyards Group, along with another shipbuilding company.

Other work has seen Shevchenko Didkovskiy & Partners act for Getin Holding in the acquisition of 81.88% of shares of Prykarpattya, a joint-stock commercial bank. The firm worked on the establishment of one of the world's largest aluminium corporations with the merger of client Rusal, Sual International and the alumina business of Glencore International.

At the time of writing, the firm was advising a large brewery company in connection with a planned acquisition of a leading Ukrainian beer producer. Lastly, the firm was also in the process of advising a Swiss glass producer in connection with the acquisition of shares of a Ukrainian glass plant.

Leading lawyers

Armen Khachatryan

DLA Piper

DLA Piper is growing steadily in Ukraine, and was involved in several outstanding M&A deals this year. The firm acted for the shareholders of a large Ukrainian financial group in the structuring and negotiation process for its sale to a foreign strategic investor. On another deal, the firm advised a Ukrainian industrial group on legal issues relating to the establishment of a holding company to control a Ukrainian commercial bank. Finally, DLA Piper conducted due diligence on the pre-acquisition of a Ukrainian bank on behalf of a British investment bank.

Leading lawyers

Oleksandr Kurdydyk

Ilyashev & Partners

Ilyashev & Partners makes its way to tier three for the first time in the *IFLR1000* on the back of some impressive mandates. The firm represented an Italian investment company on its entrance in the Ukrainian market and helped the same client in launching an investment project in western Ukraine. The firm also helped Metro Cash & Carry when it launched its business in Kyiv, Dnepropetrovsk and Kharkiv.