

## **DARRYL P BARRETTO**

### **Advocate & Solicitor**

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#### **Summary**

I have around 8+ years of post-qualification experience in litigation work especially in the field of corporate & commercial law, and banking & finance in India and the UAE. I like undertaking legal research and I am deeply interested in writing legal articles. I have been practicing as an independent practitioner for the last 4 years in India.

#### **Professional Experience**

##### **Independent Practice from January 2017 to date**

###### *Non-litigation*

- Drafting a Master Re-sellers agreements (distribution) for an Indian Information technology company to be used in Dubai and the GCC;
- Advising a company (website owner) offering insurance/financial product services in the UAE and drafted and reviewed various documents in relation to the same;
- Advising and drafting on terms and conditions relating to e-money /payment banks for vendors;
- Preparing property due diligence reports, lease agreements, leave and license agreements in Mumbai;
- Advising on SEBI (India's capital market regulator) compliance in respect of issuance of shares (such as bonus issues/stock splits);
- Conducting legal due diligence for the purpose of takeover over an insurance broker based in Mumbai;
- Advising on various issues relating to Indian Companies Act, 2013 and Indian Listing Agreement, and also preparing resolutions and other documentation in relation thereto;
- Advising Information Technology startups in India on general commercial law and labour laws and commercial agreements;
- Structuring transaction and corporate compliance for clients.

###### *Litigation & Dispute resolution matters*

- Appearing and drafting pleadings in various civil cases including company petitions, writ petitions, commercial suits, arbitration petitions and appeals before the Bombay High Court;
- Appearing in insolvency matters before the National Company Law Tribunal, Mumbai Bench;
- Appearing before the Court of Small Causes, Metropolitan Magistrates' Courts in Mumbai, Bombay City Civil Court and Thane District Court.
- Appearing and pleading in arbitration proceedings.

- Empanelled as an advocate with the Canara Bank (erstwhile Syndicate Bank), Central Pollution Control Board (Western Zone office), and the Bombay High Court Legal Aid Committee.

**Anjarwalla Collins & Haidermota Legal Consultants (Dubai, UAE): working as an associate from August 2015 to September 2016**

Key Assignments handled in Banking & Finance:

- Providing an opinion on enforceability of lending documents and advising on assignment of receivables under UAE laws in regards to lending transaction for a commercial bank in Mauritius;
- Providing enforceability opinions on transaction documents in respect of project financing transactions in a South-east Asian country to lenders based in Hong Kong;
- Drafting a corporate guarantee as collateral for lending transactions and providing enforceability opinions on them under UAE laws;
- Drafting of loan agreements and security documents for banks based in Dubai and advising them on security creation;
- Advising on setting up of insurance brokerage business both onshore and in the DIFC;
- Advising on setting up of a money-exchange house (especially in regards to UAE Central Bank regulations); and
- Drafting the documents in relation to aircraft mortgage transaction in a South-east Asian country and generally advising on registration of mortgage on the International Registry (Cape Town Convention).

Key Assignments handled in General Corporate:

- Preparing a due diligence report (labour, commercial, regulatory, and property) for acquisition of dermatology clinics in Dubai and Sharjah and also assisting in the drafting of share purchase agreement, the shareholders agreement and other transaction documents, and reviewing the disclosure letter prepared by the opposite side;
- Preparing a comprehensive memorandum of advice on UAE labour law for a major Indian air-conditioning company wanting to operate in the UAE;
- Advising on a buy-back of shares of a company set up in the DIFC;
- Advising on various regulatory aspects and company set-ups in the UAE (onshore LLCs) and which includes the various free zones (such as the Dubai Multi-Commodities Centre, the Jebel Ali Free Zone and the Dubai Creative Clusters Authority administered free zones);
- Drafting various commercial agreements like franchise agreements, finder's fee agreements, joint venture agreements, loan repayment agreements, memorandums of association;
- Conducting due diligence on companies in the RAK Investment Authority Free Zone, Dubai Airport Free Zone, RAK free trade zone;
- Advising a UAE national in respect to inheritance planning in respect to DIFC based trust structure;

- Assisting in the drafting of documents in relation to asset transfer transaction (slump sale) in respect to assets of a telecom service provider based in Tanzania;
- Drafting and advising upon the sale of a leased plots in the Dubai Investment Park;
- Co-ordinating with counsels across Africa for trade mark registrations; and
- Handling a multi-jurisdictional corporate transaction in respect to setting up of duty free shops at airports in different countries in Africa.

**Working with Wadia Ghandy & Co., Advocates, Solicitors & Notary (Mumbai, India): working as an associate (Banking & Finance team) from November 2014 to July 2015**

Key Assignments handled:

- Advising on merger and preparing resolutions for the same, between two subsidiaries of a major private sector bank;
- Providing a legal opinion on implementation of online loan disbursement mechanism;
- Drafting credit facility documentations, loan consortium/syndication agreements, guarantee deeds, master indemnity agreements, deed of hypothecation, and pledge agreements;
- Vetting agreements such as merchandise agreements, outsourcing agreements and service agreements entered into by banks;
- Preparing legal opinions on related party transactions under Companies Act, 2013 and Listing Agreement;
- Advising on various issues relating to Companies Act, 2013 and Listing Agreement, pertaining to the appointment of the managing director and independent directors, their remuneration and also preparing resolutions and other documentation in relation thereto; and
- Preparing legal opinions on various issues relating to FEMA (Foreign Exchange Management Act, 1999), stamp duty, Reserve Bank of India (RBI) related compliance with relation to consortium lending and other issues faced by banks and Non-Banking Financial Companies (NBFCs).

**Working with K. Singhania & Co., Advocates & Legal Consultants (Mumbai, India) as an associate from October 2012 to October 2014**

*Non-litigation*

- Advising on setting up a branch office of a Latvian Bank in India with regards to RBI (India's central bank) compliance;
- Preparing loan agreements, security documents and advising banks on lending transactions;
- Dealing with incorporation of a company, further issue of shares under the Indian Companies Act, 2013 and the Indian Companies Act, 1956;
- Preparing property due diligence reports, lease agreements, agreement for property sale, leave and license agreements;
- Drafting share purchase and shareholder's agreements and preparing due diligence reports for takeovers;
- Reviewing Vendor agreements, Training agreements, and Supply agreements;

- Advising on outward remittance of proceeds of liquidation of proceeds of Indian Joint Venture and on Indian foreign exchange laws (FEMA) related queries;
- Advising on company secretarial compliance and other regulatory issues; and
- Advising on testamentary successions in India.

#### *Dispute resolution*

- Handling arbitration proceedings in respect to a dispute between a major warehousing service provider and a retail chain in India;
- Handling an arbitration proceeding between parties arising from a joint venture agreement in the shipping industry;
- Argued a winding up petition in the Bombay High Court, and criminal revision application in the Sessions Court at Bombay;
- Appearing and drafting pleadings in Winding up Petition, Writ Petitions, Summary Suits, Original side Appeals before the Bombay High Court;
- Appearing and drafting pleadings in Summary Suits before Bombay City Civil Court;
- Appearing and drafting pleadings in cheque bouncing cases before various Metropolitan Magistrates Courts, Mumbai; and
- Drafting petition and rejoinder for a Company Law Board case.

### Professional Qualifications and Memberships

S. No.	Title	Institution/Body	Year
1.	Enrolled as an Advocate	Bar Council of Maharashtra & Goa (India)	July 2012
2.	Enrolled as a Solicitor	Bombay Incorporated Law Society	July 2019
3.	Registered as a Legal Consultant	The Government of Dubai Legal Affairs Department (UAE)	August 2015 to September 2016

### Educational Qualifications

S. No.	Course	College/Institution	Year
1.	Masters of Laws (LL.M.), Business Laws	University of Mumbai	2012-14
2.	Bachelor of Laws (LL.B.)	University of Mumbai	2009-12
3.	Company Secretaries Professional/Final Course	Institute of Company Secretaries of India	2009-12
4.	Bachelor of Management Studies (B.M.S.)	St. Xavier's College, Mumbai	2006-09

## Publications

1. Article titled “**Crowdfunding: An impetus to rural infrastructure**” published in the MEDC Economic Digest: Vol. I No. 6 dated February 2019
2. Article titled “**DIFC COURTS : A Gateway for Enforcing Foreign Judgements in the UAE**” published on May 2016 on the website of Law Exchange International  
< <https://www.lawexchange.org/articles/difc-courts-a-gateway-for-enforcing-foreign-judgements-in-dubai/> >
3. Article titled “**VAT INTRODUCTION IN THE UAE: What it Means for Businesses**” published on September 2016 in Vol 15, Issue 1, of Legal Notes, Africa Legal Network (ALN)

## Internship Experience

1. **Internship with DSK Legal, Mumbai (1 month)**  
Dealing with takeover code, Trademark
2. **Internship with Desai Desai Carrimjee & Mulla, Mumbai (1 month)**  
Dealing with Arbitration, Trademarks and civil litigation
3. **Internship with Khaitan & Co, Mumbai (6 months)**  
Dealing with Corporate Advisory and litigation in Income tax and FEMA
4. **Internship under Justice (Mrs.) Roshan S. Dalvi (now retired), Bombay High Court, Mumbai (2 months)**  
Dealing with Testamentary suits, Suits for Injunction and Writ Petition

## Other information

Nationality	Indian
Age	32 years
Marital Status	Single

Dated: 3<sup>rd</sup> March 2021