

M/s AUJ LAWYERS

Legal Consultancy, Advisory, Litigation & Arbitration Services

AUJ LAWYERS

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I. Introduction of AUJ LAWYERS

We are a full service law firm, providing cutting edge legal services in diverse practice areas to multiple business sectors. Our legal services include enterprise level services especially tailored for large organizations having operational span in multiple cities, services for small and medium entrepreneurs, and personalized legal solutions for individual and startup businesses.

We have provided legal services to a variety of domestic and international clients, corporations, financial entities and government agencies since 2008. We focus on specific needs of corporate and individual clients and work dedicatedly to provide them with best legal solutions. Our legal services are also blended with best management practices for making working with us a best service experience.

Our aim is to provide the best possible advice and service to our clients in an efficient, cost-effective and practical manner, while at the same time preserving the elements of a personalized traditional legal advisor-client relationship. Our clients benefit not only from some of the best legal minds, but the best business minds too: advocates who are intimately familiar with the business environment, and know the emerging risks and opportunities of their industries and practice groups.

Our clients benefit from the specialized expertise of individual advocates as well as the collective capabilities of our teams who thrive on putting their minds and expertise together to come up with creative, cost-effective and positive resolutions. We work with clients by an approach to build their business and offer them forward-thinking, long-term legal resolutions.

II. Services

We provide full range of high quality legal services to individuals, local businesses, international organizations and institutions, which includes advisory work, legal consultancy services, mediation, arbitration and litigation services in the following major practice areas and service sectors:

A. Practices:

- Banking
- Capital Markets
- Competition
- Corporate / M&A
- Employment & Incentives
- Environment & Climate Change
- Family
- Insurance
- Intellectual Property
- Investment Management
- Litigation & Arbitration
- Pensions
- Private Equity
- Projects
- Public & Administrative Law
- Real Estate & Construction
- Regulatory
- Restructuring & Insolvency
- Tax
- Technology, Media & Telecom

B. Sectors:

- Automotive
- Banks
- Chemicals
- Energy & Utilities
- Food & Beverages
- Forestry, Paper & Packaging
- Healthcare
- Industrials
- Infrastructure & Construction
- Insurance
- Investment Managers
- IT & Business Services
- Media & Leisure
- Mining
- Private Equity
- Real Estate
- Retail
- Sovereign Wealth Funds
- Telecommunications
- Transport & Logistics

A (1) Banking Practice



The successful and rapid expansion of AUJ LAWYERS' work portfolio reflects the confidence of clients in firm's banking practice.

Leading banks, lenders, sponsors and borrowers rely on AUJ LAWYERS' outstanding ability in handling financial transactions across every industry, commercial, financial and governmental sector.

The firm is capable of handling the most challenging banking and restructuring transactions. In financing deals, AUJ LAWYERS' combine innovative tax advice with first-class transactional expertise. Bank lending, from straightforward bilateral facilities to complex syndicated structured financings, and regulatory advice are other key elements of the firm's banking practice.

A (2) Capital Markets Practice



Capital markets expertise at AUJ LAWYERS' covers equity, debt, regulatory capital and equity-linked (convertible and exchangeable) bond issues, structured finance transactions and the full range of derivative and securitized products.

The firm's regular contact with listing authorities and regulators enhances its wealth of experience and technical expertise in capital markets work.

Leading financial institutions rely on AUJ LAWYERS' securities law services. The firm is at the forefront of the most complex and innovative issues in the capital markets.

A (3) Competition Practice



Our dedicated competition lawyers work to understand the national policy concerns that shape competition policy and maintain strong relationships with authorities and enforcement agencies.

Clients come to us for expert, commercial advice on their most complex competition matters.

We regard a deep understanding of our clients' business and strategy as essential to successfully defending their interests. Our ability to quickly get to grips with new businesses is a key strength.

AUJ LAWYERS' unrivalled competition law expertise covers merger control, cartels, competition litigation, market and sector investigations, abuse of dominance, public procurement and economic or utilities regulation. Our Legal Knowledge resources also offer an economic and effective way of training business managers on competition law issues.

A (4) Corporate - Merger & Acquisition Practice



and sector knowledge and commercial advice.

M&A is a particular specialism, involving the co-ordination of expert professionals across different jurisdictions. Corporate/M&A is complemented by market-leading tax, real estate, employment, banking, pensions, competition and regulatory practices.

The firm's corporate practice is extremely well settled and has transactional experience in multiple service sectors. This extensive expertise allows AUJ LAWYERS' to deliver exceptional service to a wide range of clients. Advising leading corporate and financial institutions, the firm has witnessed many of the most challenging, high profile and significant transactions of recent years. In addition to their technical expertise clients rely on the AUJ LAWYERS' market

A (5) Employment & Incentives Practice



AUJ LAWYERS' knowledge base allows the firm to advise leading companies and financial institutions on employment issues and legal requirements.

The firm's cutting-edge advice on day-to-day issues includes contracts and terminations, recruitment and retention, employee transfers, discrimination and dismissal, health and safety and employees' immigration.

Transactional work is central to AUJ LAWYERS' employment and incentives practice. The firm has closely watched recent developments regarding employment and incentives issues affecting a number of most significant recent M&A transactions.

In contentious employment cases, AUJ LAWYERS' advocates appear in all employment courts, defending discrimination and dismissal claims. The firm also handles relatively new areas of employment law, such as sexual harassment and whistle-blowing.

A (6) Environment & Climate Change Practice



environmental risk and smooth transactional undertakings for clients.

Clients around the world rely on the firm's cutting-edge expertise in the environment issues which can affect trade for years to come.

AUJ LAWYERS' is one of the few firms with the required combination of technical expertise, regulatory experience, commercial acumen and global perspective to manage

A (7) Family Practice



The family law practice at AUJ LAWYERS' deals sophisticated all family law issues diligently with personalized attention, being fully cognizant of emotional trauma attached with family problems.

A (8) Insurance Practice



AUJ LAWYERS' advises leading financial institutions and insurers on their biggest and most complex transactions. The firm's lawyers are renowned for devising innovative restructuring and financing techniques for the sector to help our clients achieve their business goals.

Insurance expertise at AUJ LAWYERS' includes M&A transactions, joint ventures, rights issues, securitisations, demutualisation of insurers, complex capital markets transactions, restructurings and reorganisations including portfolio transfers.

Our clients rely on AUJ LAWYERS' to guide them through the changes that

continue to affect the insurance industry, so they can overcome the issues they face and take advantage of the opportunities. They gain the benefit of expert advice from specialists in corporate insurance, M&A, litigation, restructuring and insolvency, capital markets, tax, employment and regulatory matters.

A (g) Intellectual Property Practice



Clients depend on the experience of AUJ LAWYERS' in major IP litigation cases.

AUJ LAWYERS' works closely with leading multinational companies to enforce and exploit their intellectual property rights. The firm's industry sector expertise includes a strong focus on healthcare, financial, Media, telecoms and IT.

The firm advises on IP enforcement strategies for clients and defends their IP rights vigorously where necessary. AUJ LAWYERS' maximizes the commercial value of clients' IP assets and wards off unwelcome claims from third parties.

A (10) Investment Management Practice



large pension funds, private equity, and infrastructure investments.

AUJ LAWYERS' investment management practice has helped to structure and represent investment funds. Leading investment management companies, investment and commercial banks and institutional investors rely on the firm's expertise in complex and challenging funds products that bridge disciplines and regulatory regimes.

Firm's specialist investment management lawyers advise on the structuring, formation, taxation and regulation of all types of investment funds for investment in all types of asset classes: including real estate, securities, debt, derivatives and other alternative financial instruments,

A (11) Litigation & Arbitration Practice



appropriate manner, whether by mediation, adjudication or expert determination.

The firm's primary aim is to help clients, mainly leading multinationals and financial institutions, to avoid litigation wherever possible. When litigation is unavoidable, AUJ LAWYERS' focuses on the commercial objectives of clients, while assessing legal, commercial and reputational risk. The team analyses the negotiating weaknesses of opponents and devises optimum procedural tactics or creative settlement approaches.

AUJ LAWYERS' dispute resolution lawyers are as familiar with arbitration under all rules as with litigation. They settle disputes for clients in the most

A (12) Pensions Practice



The firm has experience of advising on the pensions elements including corporate and pension scheme, mergers and buyouts. AUJ LAWYERS' help to ensure that pension and retirement benefits are treated consistently and comply with all laws, rules and regulations.

Leading multinational companies and financial institutions rely on AUJ LAWYERS' day-to-day technical and administrative advice on running pensions schemes.

A (13) Private Equity Practice



Private equity houses, investors, funds, banks and financial institutions rely on AUJ LAWYERS' knowledge in private equity domain. AUJ LAWYERS' advise clients at all stages, from establishing the fund and making investments, to ongoing portfolio assistance including restructuring advice, to exiting from those investments.

A (14) Projects Practice



course of a project and find constructive solutions to them.

AUJ LAWYERS" specializes in providing legal services to large scale, award winning and market-leading projects - covering oil and gas, petrochemicals, LNG, thermal power, renewables, nuclear, water and waste, mining, airports, roads and bridges, ports, stadia, telecoms, and rail related transactions.

We can act for host governments, sponsors, lenders, contractors and suppliers. Our broad knowledge base means that we are able to anticipate, and importantly to understand, issues and problems that may arise during the

A (15) Public & Administrative Law Practice



AUJ LAWYERS' public & administrative law teams advise corporates, commercial banks, public funded entities, local authorities and government bodies. Our specialists are involved in M&A deals, project finance, real estate transactions and IPOs.

Public & administrative law is a crucial offering at AUJ LAWYERS'. Dedicated teams of specialists have developed expertise in major innovative and complex transactions and have thus become central to the provision of advice in their respective jurisdictions. Our advice is integrated with that of our other practices, particularly corporate, to act on strategic deals where public & administrative law is a key element.

A (16) Real Estate & Construction Practice



Buying and selling real estate for investment purposes has become more complex and is often structured in a complex fashion now-a-days. Leading investors, developers, occupiers and financial institutions with major space requirements choose AUJ LAWYERS' to advice on their largest and most complex real estate transactions and disputes.

AUJ LAWYERS' is at the forefront of new developments, such as the creation of real estate investment trust. Using a wide range of innovative and complex structures, AUJ LAWYERS' help clients to mitigate risk and enhance returns on their transactions.

A (17) Regulatory Practice



The firm's knowledge of existing requirements and anticipated developments in service sectors, and wealth of regulatory knowledge greatly benefit its clients.

AUJ LAWYERS' advises on existing and prospective legislation as well as on the rules of regulatory organizations.

AUJ LAWYERS' regulatory services to clients guide multinationals through all stages of the company life cycle and its jurisdictional regulatory requirements. Such requirements increasingly include environmental regulatory risk assessment in the regulated sectors.

A (18) Restructuring & Insolvency Practice



Creditors, including banks and other financial investors, corporate debtors and their directors/officers rely on the AUJ LAWYERS" leading restructuring and insolvency expertise. This encompasses debt restructuring and rescheduling, equity capital raising and restructuring, distressed M&A activity, insolvency litigation, formal insolvency procedures and contingency planning, distressed creditor and equity investment/ trading, and debtor advisory work.

A (19) Tax Practice



AUJ LAWYERS' integrates innovative tax structuring expertise with the highest quality advisory skills to give clients a comprehensive tax service.

A (20) Technology, Media & Telecom Practice



Leading customers and suppliers depend on the commercial and innovative advice of AUJ LAWYERS', which helps clients to achieve their commercial aims and also to develop strategies and programmes for managing legal and regulatory risk across multiple jurisdictions.

B (1) Sector: Automotive



Many car makers are seeing a change to their business model, as running businesses becomes more expensive. More alliances and joint ventures between automotive companies are likely in the future, as the industry attempts to develop cleaner engine technology and to reduce its environmental impact. Such alliances require careful consideration of relevant legal issues.

AUJ LAWYERS' expertise in joint ventures with experience is of the most important concerns of the automotive industry. These include corporate governance - the balance between keeping a joint venture operational and ensuring that neither party can dominate the other. Another crucial consideration is intellectual

property, including cross-licenses, the development of IP, rights to newly developed IP and how they can be leveraged, perhaps by sale to a third party.

The current economy makes employment law a key concern for car makers. In tough market conditions, AUJ LAWYERS' ability to negotiate effectively with strong unions gives clients a significant competitive advantage. The emphasis will be on keeping plants running. AUJ LAWYERS' helps clients to navigate this issue and to find practical, robust approaches to safeguard the production chain.

B (2) Sector: Banks



The international financial crisis has subsided, but its long-term effects are continuing to transform the industry. Fundamental reforms to financial regulation are now being designed and implemented, financial markets continue to evolve and banks will have to examine their business models to address some of the issues and new opportunities that have arisen over the years. For the foreseeable future, the procedures and processes for assessing, controlling and monitoring bank risk will continue to come under intense scrutiny.

As banks strive to respond to the escalating regulatory upheaval, they face some critical strategic challenges. Central to this is how banks adapt their operating models and strategies to address new capital and liquidity requirements. Investor confidence, customer demands, the competitive landscape, market volatility and government interests are further factors we are helping our clients to consider and address.

As the market landscape continues to evolve, AUJ LAWYERS' would work with banks across the full scope of their business, ranging from complex strategic activity through to day-to-day transactional matters.

B (3) Sector: Chemicals



The highly regulated chemicals sector is a truly global business. In response AUJ LAWYERS' has developed a dedicated practice with a detailed understanding of the environment in which chemical companies operate. We have in-depth knowledge of the chemicals sector having witnessed some of the sector's largest and most complex transactions, including public and private M&A, joint ventures, project finance, capital markets, securitizations and other structured finance transactions.

B (4) Sector: Energy & Utilities



Security of supply, carbon reduction, energy nationalism, the rush for resources and renewable energy are among the issues that have brought the sector to the attention of the public and investment communities.

This dynamic, evolving sector is under increasing scrutiny and intense competitive pressure. Many jurisdictions have adopted a more open and liberalized regulatory model. As a result, companies

are seeking ever more innovative and practical advice from lawyers.

International oil and gas companies, leading financial institutions, major utilities, government bodies and single asset operators seek from AUJ LAWYERS' the insightful advice in respect of fundamental understanding of their business, the markets in which they operate and the pressures they face.

B (5) Sector: Food & Beverages



AUJ LAWYERS' provides legal advice to many of the leading companies on the most complex corporate M&A, corporate reorganizations, competition issues, tax , IP and equity and debt financings as well as joint ventures. Our understanding of the commercial and competitive pressures is fundamental to our success.

B (6) Sector: Forestry, Paper & Packaging

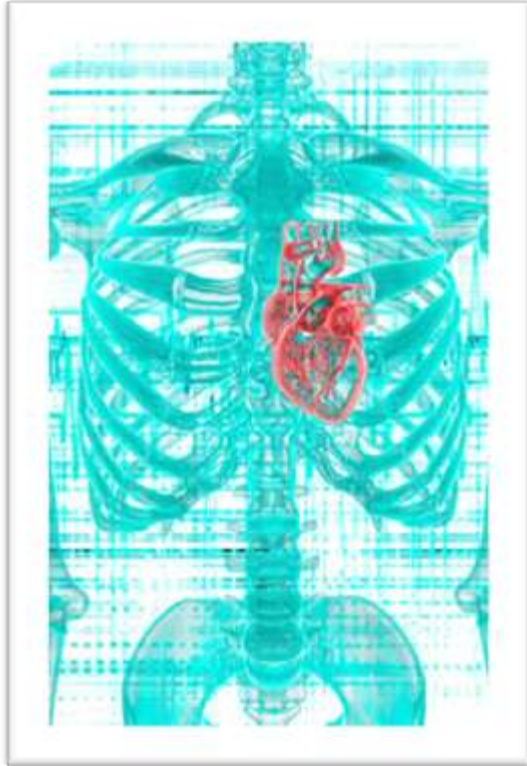


M&A, restructuring, banking and finance and competition law.

The pulp and paper industry is a cyclical industry with relatively high earnings volatility and which is affected by changes in product prices and capacity utilization rates. The sector has seen substantial recent consolidation. High energy prices and capacity shortages on key transportation routes are forcing paper producing companies to seek to reduce costs.

AUJ LAWYERS' can advise forestry, paper and packaging companies on corporate

B (7) Sector: Healthcare



It is a complex sector, in which companies operate under high levels of regulatory scrutiny. Multi-national pharmaceutical companies, biotech companies, medical device manufacturers, and healthcare companies rely on AUJ LAWYERS' for legal advice in a variety of practice areas, including corporate/M&A, finance, intellectual property and regulatory law and dispute resolution.

B (8) Sector: Industrials



AUJ LAWYERS' advises and supports industrial clients wherever they do business. The firm's combined excellence across the M&A corporate, finance and commercial practice areas, including tax, projects and banking is distinctive. Combined with an outstanding record, makes it a trusted adviser to many of the sector's biggest companies. The firm's commercial understanding and industry awareness brings another dimension to the legal advice they give, one that is highly valued by clients.

B (g) Sector: Infrastructure & Construction



Investors' and financiers' financing needs have led the industry to depart from standard, commoditized financial products and to develop new and more creative ways of parceling assets together.

Investor appetite for infrastructure assets providing a long term steady revenue stream is high, partly to balance portfolios and partly because of the economic downturn. As well as investment activity in the secondary market and regulated utilities by means of acquisitions, restructurings and refinancing, the economic downturn looks to be leading to an increase in new build activity as governments around the world are looking to boost investment in

infrastructure projects to help employment and economic activity levels.

AUJ LAWYERS' infrastructure and construction experts can advise on much of the world's most interesting and complex infrastructure work. Clients need constantly to innovate and find new ways to invest in infrastructure and AUJ LAWYERS' help them by providing legal guidance and regulator procedures insight.

B (10) Sector: Insurance



Declining asset values and increased credit risk have placed pressure on capital buffers. Raising or optimizing regulatory capital requires industry expertise, such as through securitizations or intra-group reorganizations.

Management of assets and liabilities to achieve matching and mitigate larger risks is another key area. For example, the need to manage longevity risk is crucial for life insurers which have significant annuity books.

The firm's insurance lawyers are renowned for devising innovative restructuring and financing techniques for

the sector to help our clients achieve their business goals. Our clients rely on AUJ LAWYERS' to guide them through the changes that continue to affect the insurance industry, so they can overcome the issues they face and take advantage of the opportunities. They gain the benefit of expert advice from specialists in corporate insurance, M&A, litigation, restructuring and insolvency, capital markets, tax, employment and regulatory matters.

B (11) Sector: Investment Managers



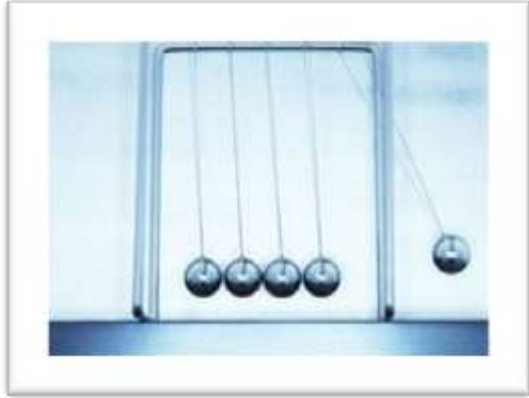
structures, asset management and investment fund products and structures.

The investment managers sector is highly responsive to economic trends. An ageing population, the investment needs of the younger generation and of emerging countries continues to drive the sector.

However the industry itself is likely to consolidate with fewer mega-managers and large niche players likely to emerge, alongside more strategic alliances. Regulatory scrutiny will only increase.

Standalone asset managers, investment management arms of banks and insurance conglomerates and alternative asset managers; rely on AUJ LAWYERS' sophisticated advice on corporate

B (12) Sector: IT & Business Services



The IT and business services sector includes professional service firms, HR services, technology companies, testing and inspection services and security services firms. Clients benefit from AUJ LAWYERS' specialist expertise which addresses the key issues for large professional services firms, in particular IT outsourcing and data privacy/information governance.

B (13) Sector: Media & Leisure

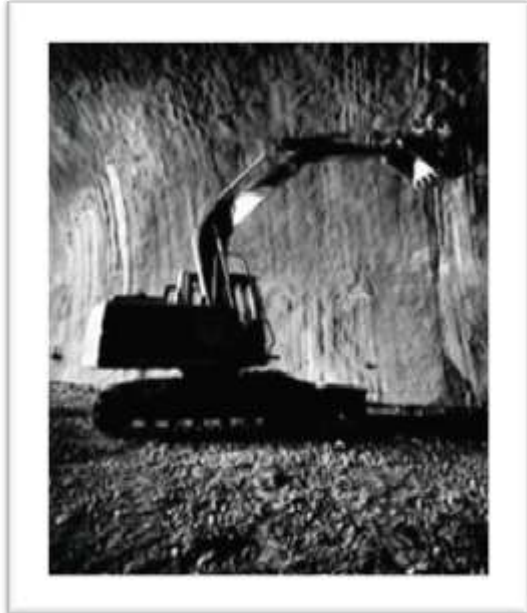


The leisure sector covers hotels, travel, restaurants and theme parks. The trend towards large, integrated resorts, providing a wide spectrum of family entertainment, means that many of the biggest leisure spots also have hotel operators.

The media sector covers publishing, music, film, television, advertising and radio and works closely with AUJ LAWYERS' TMT practice specialists.

Digital technology and convergence remains a major issue in the sector as improved broadband access influences investment in new distribution models and raises challenges in relation to such issues as the protection of content rights.

B (14) Sector: Mining



The mining sector involves the exploration and extraction of natural resources (from iron ore, coal and base metals to uranium, precious metals & minerals and gemstones) for use in the industrial sector.

The world's major mining companies and their financiers can benefit from AUJ LAWYERS' expertise in structuring and executing many of the highest profile mining deals of recent times.

B (15) Sector: Private Equity



The private equity sector constantly transforms and renews itself. Private equity houses, investors, funds, banks and financial institutions can bank on AUJ LAWYERS' market leading experts. AUJ LAWYERS' private equity lawyers advise clients at all stages, from establishing the fund and making investments, to ongoing portfolio assistance including restructuring advice, to exiting from those investments.

B (16) Sector: Real Estate



share risk, enhance returns and mitigate tax costs using an ever-widening range of innovative and complex structures.

A notable feature of the real estate industry in recent years has been the increasingly complex nature of the structures used to own, develop and fund real estate. Recent developments have only served to reinforce the need to understand how these might best be deployed in a hugely challenging market.

In the investment markets, you need advisers who understand the different tools and techniques required to balance risk and reward and to maximize tradability. AUJ LAWYERS' real estate sector specialists do understand them, so we can help our clients to create value,

B (17) Sector: Retail



The retail sector's performance as a whole reflects consumer confidence and mirrors other consumer industries such as food and beverages. The challenging economic climate means that consumers continue to behave in a conservative manner by trading down and spending less on non-essential items.

Food retailers, metros, supermarkets, household and personal care companies, electronic consumer goods companies, luxury retailers and internet providers can trust AUJ LAWYERS' for strategic advice on their most challenging issues.

B (18) Sector: Sovereign Wealth Funds



Sovereign Wealth Funds have been involved in some of the largest and most complex commercial transactions in recent years.

These entities have not escaped the current difficulties in the markets, however, and many Sovereign Wealth Funds are going through a process of re-focus and re-orientation. Nevertheless, AUJ LAWYERS' believes that Sovereign Wealth Funds will continue to play a significant role in global business.

B (19) Sector: Telecommunications



AUJ LAWYERS' provides a full service to its telecoms clients and has exceptional insight into the complexities of the commercial and regulatory environment in which telecoms companies operate.

The telecoms sector involves a wide variety of players, including providers of fixed line, mobile, cable, satellite and other infrastructure services, as well as ISPs and data network operators.

Telecoms companies are constantly evolving, expanding and seeking new markets. As new enabling technologies and applications are developed and regulations evolve, telecoms companies need new business models to exploit fully the opportunities, and to fend off competitors in this highly competitive market.

B (20) Sector: Transport & Logistics



transport and logistics companies operate.

The global transport and logistics sector encompasses aviation, shipping, rail & other passenger services and freight & postal businesses. It has become increasingly complex and multi-jurisdictional as current market conditions lead to greater concentration around a smaller number of global players.

The sector is affected by the pressures on transportation generally, such as volatility in fuel prices and the emphasis on reducing CO² emissions. AUJ LAWYERS' provides a full service to its clients and has exceptional insight into the complexities of the commercial and regulatory environment in which

Managing Partner's Profile



Mr. Assad is a seasoned advocate of the High Courts of Pakistan. He graduated from Government College University, Lahore, and did his law graduation from Quaid-e-Azam Law College, University of the Punjab, Lahore. He has exposure in multiple disciplines and worked with multinational telecommunication and media enterprises.

He is heading operations of the firm as Managing Partner. Prior to his current work profile, he has worked as Research Analyst with UNDP. He was also in full time employment with Warid Telecom as Assistant Manager Legal Affairs, and M/s

Ahmer Bilal Soofi (ABS & Co.) as an Associate Counsel.

Mr. Assad also teaches law in public (Audit & Accounts Training Institute of the Auditor General, Pakistan) and private (STEP) institutions for degree courses and special training programs. He is active on social front as well and works as Resource Person with Child Rights Cell- a joint project of UNICEF Pakistan and Directorate of Social Welfare Department, Government of the Punjab, Lahore.

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