

**VLM and Partners & Hájek Legal & Chamrád Legal**

**"Your Legal Bridge between  
Czechia, Azerbaijan & Beyond"**

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Warmest greetings from Baku and Prague!

We - **VLM and Partners**, **Hájek Legal**, and **Chamrád Legal** provide professional legal services to individuals, local and international corporates, financial institutions, and major industrial groups. Our motivation and aim are the trust and satisfaction of our clients.

We keep simple and excellent!

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# Who are we?

We are a close alliance of professional law firms combining local and global expertise, providing seamless cross-border legal service to support business between the CIS countries and Europe.

**VLM and Partners (“VLM”)** is a dynamic law firm in Azerbaijan specializing in various legal disciplines. VLM is recognized by IFLR1000 and The Legal500 international legal rankings. VLM combines many years of experience of lawyers working with global and local corporations.

**Hájek Legal** is a law firm providing professional legal services to Czech and foreign clients in almost all business activities. The combination of Czech and foreign legal education and practical experience in domestic and global business ensures that clients of Hájek Legal will be provided with high-quality and comprehensive legal services reflecting their specific needs.

**Chamrád Legal** is a highly competitive law firm specializing in providing legal advice to Czech and international clients in areas such as energy infrastructure, investment, intellectual property, competition, cross border, domestic litigations, and promoting legislative changes in support of the development of the energy services market.

Our clients will be provided with top-quality and complex legal services reflecting their specific needs. Our strength lies in our diversity, close cooperation, and experience!

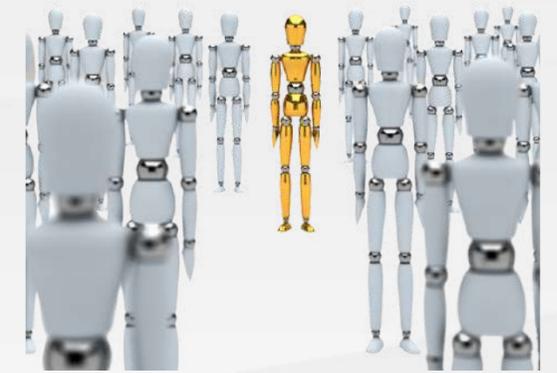


# Why us?

17+ years of experience,  
3 partners, and 10+ lawyers



Trusted Partnership



Individual Approach



IFLR1000

Recognized by the most reputable  
international listings



Commercial and strategic thinking



International presence  
(Europe and CIS countries)



# Why us? (CONTINUED)

## Personal approach

We take a well-planned and systematic approach to each matter to ensure the cost-effective accomplishment of our client's objectives and protection of their interests.

The core values of our alliance are the principles of individual approach and the provision of top-quality services to every client.

Starting from the preliminary discussion stage, we explain in detail and frankly the possible outcome of the case based on our accumulated experience and with due regard to all applicable legislation. We provide the client with an honest risk assessment and information about the necessary steps to achieve the required result.

## Quality of services

Our lawyers and consultants are graduates of the world's leading universities and bring deep knowledge and experience from international consulting firms, foreign organizations, and global legal practice. They also have high professionalism and commercial and strategic thinking that help our clients achieve remarkable results.

## Competitive approach

One of our advantages is that we offer our services at competitive prices in the international legal market.

We always look forward to meeting and exceeding our clients' expectations and ensuring that each of our clients is satisfied with our work and the result, which is our joint success.

# Our Core Team



Vugar Mammadov

VLM and Partners

- With over seventeen years of experience in sectors as diverse as energy, finance, hospitality, consumer markets, retail, and manufacturing, Vugar brings insight and know-how to major local and international clients. He has gained extensive experience in tax and legal practices at PwC Azerbaijan. Further, he was invited to set up and head the Legal Practice at Deloitte Azerbaijan for many years. Currently, Vugar holds the position of Managing Partner at VLM and Partners in Baku, Azerbaijan.
- Vugar advises on challenging business and trade transactions, mergers and acquisitions, reorganizations and consolidations, corporate and fraud investigations, and project finance. He applies his legal, tax, and business understanding to the transactional documentation and negotiations, legal due diligence, and financial considerations of clients' deals.
- Vugar represents his clients in investment protection, private international law, and other areas.
- He holds an LL.M. (Master of Laws) degree in Business and Trade Law from Erasmus University Rotterdam, the Netherlands. He was appointed as an arbitrator of the Shenzhen Court of International Arbitration (SCIA) in February 2022.
- Representative engagements:
  - Supported foreign banks and financial institutions at all stages of the deals in connection with disbursement of USD multi-hundred million loans to corporates in Azerbaijan aimed at the establishment of oil refineries, purchase of manufacturing equipment.
  - Advised on the development of alternative and renewable energy sources in Azerbaijan.
  - Acted as a legal expert before international arbitrations in multi-million euro investigations. Provided Azerbaijani law-related legal opinion.
  - Acted for an investor in acquiring the exclusive license rights from a major Turkish bank for several European and Asian countries.
  - Represented a holding company in acquiring an international oil & gas company in the UK, including exit strategies.
  - Supported a multinational construction company in the construction of a hotel in Azerbaijan: Liaised with the government to obtain necessary permits and licenses, drafted legal documents, handled employee disputes, customer and supplier claims.
  - Advised on various matters of Azerbaijani law, including banking and finance law, corporate and contracts law, import and re-export, currency regulations, IP matters, cross-border transfers of personal data, licensing, etc.



# Our Core Team (CONTINUED)



Otakar Hájek

Hájek Legal

- After commencing his career in a top-notch Czech law firm, Otakar has joined an international investment firm in London as an in-house lawyer. The next step was his almost twelve years long career at the global law firm Allen & Overy in Prague and Hong Kong.
- Otakar has provided legal advice to leading domestic and foreign financial institutions and corporate clients in financial and capital markets law, focusing on financial derivatives. Apart from regular transactional work in this area, he has drafted updates to standard banking documentation reflecting the adoption of the new Czech Civil Code, updates to the master agreement for financial transactions published by the Czech Banking Association, and legal opinions for ISDA and other clients on the functioning of close-out netting and financial collateral under Czech law.
- He has represented states and private investors in investment and commercial arbitrations in the sectors of infrastructure, financial services, and mining conducted under various arbitration rules. In addition to his international practice, Otakar regularly acts as counsel in domestic litigation and arbitration matters and proceedings before the Court of Justice of the European Union.
- Otakar has an LL.M. degree from King's College London focused on international arbitration. He acts as an arbitrator at the Czech Arbitration Courts and is a member of various local arbitration associations. He is admitted to the Czech bar association since 2011.
- Representative engagements:
  - Advised Macquarie in acquiring a substantial stake in Czech natural gas distribution companies from RWE and in financing that acquisition.
  - Advised Czech Export Bank, HSBC, and others on amendments to its standard form Schedule to the Czech Master Agreement for derivatives transactions reflecting the introduction of the new Czech Civil Code and implementing European Market Infrastructure Regulation (EMIR).
  - Advised ING Bank N.V., Deutsche Bank, Bank of America Merrill Lynch, and others regarding concluding derivative transactions with Czech insurance companies, Czech pension funds, Czech investment companies, and Czech investment funds.
  - Advised Barclays Capital, HSBC Bank plc, Goldman Sachs, Merrill Lynch, and many other international financial institutions concerning specific issues surrounding licensing and other requirements for the sale of various financial products into Czechia.
  - Represented a Czech Bank in a dispute concerning the alleged invalidity of a guarantee provided by a CB debtor.
  - Represented a major Czech Bank acting as securities custodian regarding various claims raised by its customers (international financial institutions) for alleged mishandling of a mandatory takeover bid concerning a major Czech telecoms company leading to multi-million dollar settlements.
  - Represented a major Czech real estate developer in proceedings before the Czech Supreme Administrative Court, leading to the cancellation of a wrongful change of the Prague zoning plan.



# Our Core Team (CONTINUED)



Aleš Chamrád

Chamrád Legal

- Ales is a highly professional lawyer who represents corporate clients and/or individuals, numerous investment, commercial, sports arbitration under various arbitration rules and in cross-border and domestic litigations. His expertise includes the area of intellectual property law and competition law.
- He is listed and sitting as arbitrator of the Arbitration Court attached to the Economic Chamber of the Czech Republic and Agricultural Chamber of the Czech Republic (Czech Arbitration Court) (<https://en.soud.cz/>).
- Further, he specialized in providing legal advice to development projects, in particular with a focus on energy infrastructure and energy-efficient construction – “green projects” (in particular of projects executed using the D&B or EPC (Energy Performance Contracting) delivery methods fulfilling the highest ESG criteria.
- Ales has been engaged in cases related to legal aspects of the implementation of EPC projects and in promoting legislative changes in support of the development of the energy services market.
- He is a member of the Czech Construction Law Society and a member of the Association of Energy Service Providers.
- He has broad experience with complex domestic and international transactions with regulatory aspects.
- Ales holds a legal degree from Masaryk University in Brno (2001) and Erasmus University in Rotterdam (LL.M. – International Business Law) (2003). In 2006, he joined the Czech Bar Association, and he has been acting as a Czech advocate (solicitor) ever since.
- Representative engagements:
  - Representation of the Austrian entity against the Slovak Ministry in the arbitration regarding the claims arising out of breach of the consultancy contract.
  - Advising/representing Czech players against the Turkish football clubs regarding fulfilling the contractual obligations before FIFA and CAS arbitration.
  - Advising central heat city distributor in the dispute against the heat producer regarding the heat supplies and price police involving regulatory framework in the area of energy sector involving an issue of unfair competition and misuse of dominant position.
  - Representing global US clothes (jeans) producer Levi Strauss in a dispute concerning infringement of IP rights (domains) in Slovakia.
  - Drafting sample contractual documentation on the provision of energy services for Czechia in compliance with the European Investment Bank/Eurostat Guide.
  - Drafting contractual documentation regarding several Greening and reconstruction of the heating plants and/or its parts in Czechia.



# Areas of practice

*We offer a broad range of legal services and provide comprehensive advice to domestic and international companies, financial institutions, and public bodies in the following main areas:*

- Commercial & Corporate
- Finance & Capital Markets
- Energy, Oil & Gas
- Investment Structuring & Protection
- Real Estate & Construction
- Corporate Investigation
- Intellectual Property (IP)
- Labor and Migration
- Dispute Resolution & Case Management
- Full Legal Outsourcing
- Consumer Goods, Food & Retail
- Hotels & Leisure
- Agribusiness
- Aviation & Aerospace
- IT, Telecommunication & Transport
- Manufacture, Trade & Services
- Pharmaceuticals
- Mining
- Funds
- Infrastructure
- Competition Law
- Public Procurement

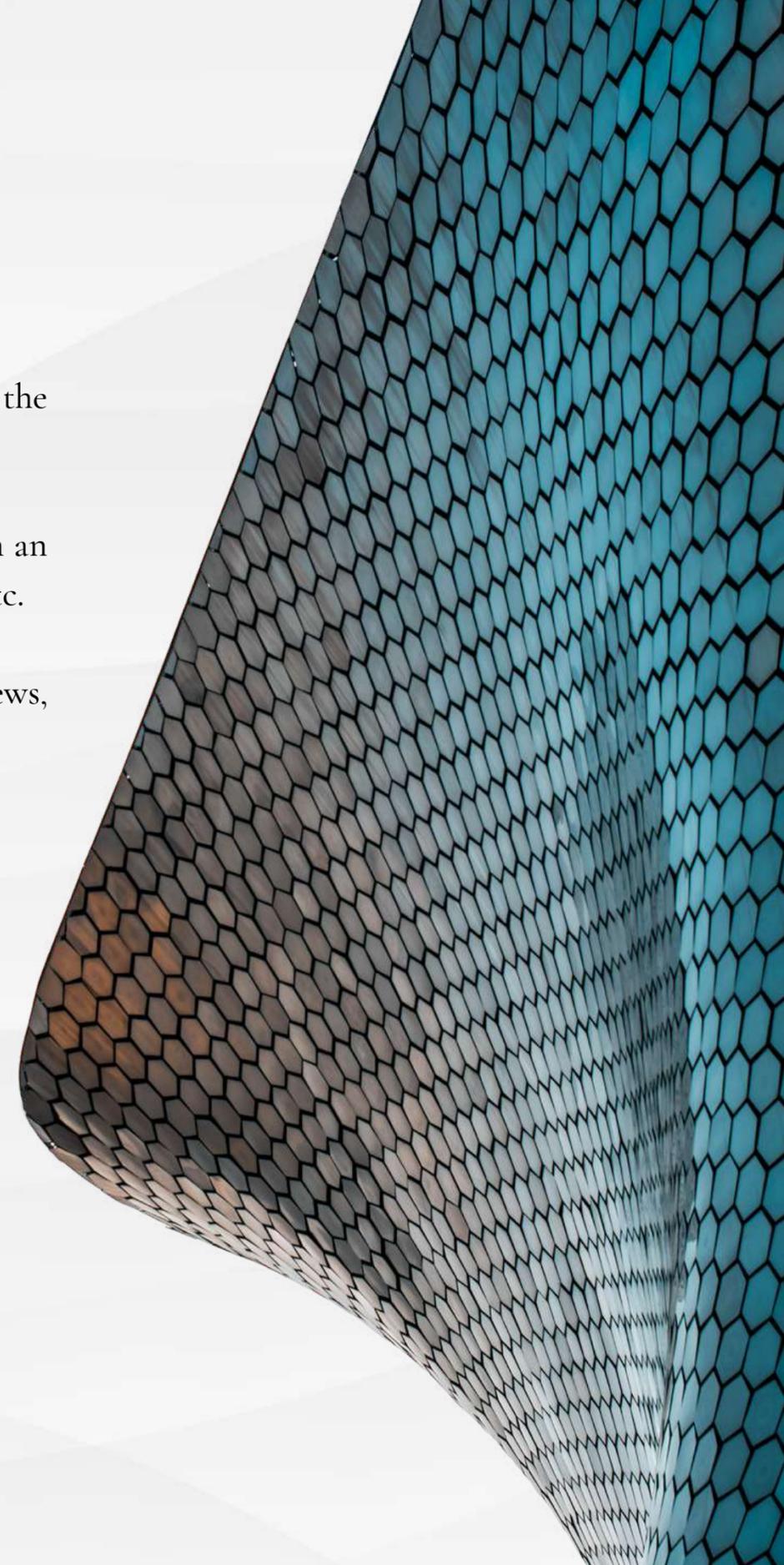




# Practice highlights

## *a) Comprehensive Regulatory Compliance Solutions*

- Regulatory compliance is growing steadily and globally across various industries. As the importance of transparency increases and the costs of non-compliance with laws and regulations rise, businesses worldwide seek to adapt to increasing regulatory pressures.
- Through our comprehensive knowledge of local regulations and cross-jurisdictional capacity, we support our clients worldwide with an extensive and creative approach to regulatory and compliance issues, such as environmental, financial, capital markets, energy, AML, etc.
- We offer our local and international clients assistance in managing compliance surveys, risk assessments, gap analyses, welfare reviews, and internal investigations.
- Within all of our practices and the industries we work with, we advise on a variety of sophisticated regulatory issues, including:
  - Green obligations
  - Energy
  - Financial institutions
  - Consumer protection
  - Environment
  - Business establishment
  - Joint ventures, Mergers & Acquisitions
  - Employment & Labour law
  - Personal data protection & Privacy
  - Product liability & Product safety
  - Telecommunications, media, and technology
  - Other EU regulatory matters (agricultural, import/export, pharmaceutical devices, etc.)





# Practice highlights (CONTINUED)

## *b) Practical Implementation of Energy Projects*

We provide our clients with comprehensive legal advice in the area of energy infrastructure and energy-efficient construction, green projects, financing of energy projects, the sale and acquisition of energy assets, performance evaluation, restructuring, and litigation. We are committed to providing targeted solutions to the problems our clients may face, based on a solid understanding of how energy markets function.

## *c) International Joint Ventures*

As a significant aspect of our practice, we offer support to investors and entrepreneurs by advising them on the structuring, drafting, and negotiating joint venture agreements. The joint venture expertise of our team encompasses a broad spectrum of industries, including (i) transportation, infrastructure, and mining; (ii) insurance; (iii) health care; (iv) retail and hospitality; (v) financial entities and funds, etc.

## *d) Cross-Border Investment & Finance*

We regularly provide high-quality legal services to many local and international businesses in the areas of investment, mergers and acquisitions, financing, and market entry, as well as a range of cross-border matters. We are committed to providing: (i) project finance; (ii) aviation and shipping finance; (iii) restructuring and enforcement of creditor's rights; (iv) acquisition finance; (v) cross-border investment and M&A; (vi) working capital and corporate lending; (vii) international antitrust, etc.



# **Practice highlights** (CONTINUED)

## *e) International Trade*

We provide a wide range of trade advisory services with relevant national laws, international trade laws, and various treaty provisions. Our services in this field include: (i) negotiations and representation in disputes under bilateral and multilateral international trade and investment agreements; (ii) implementation and enforcement of trade remedies, including anti-dumping, anti-subsidy and safeguard measures; (iii) advice on export duties and related disputes; (iv) trade policy and promotion advice; (v) advice on matters including customs classification, valuation, and rules of origin; (vi) dealing with tariff and non-tariff barriers to trade; (vii) advice on import/export regulatory requirements, including consumer law, product liability, permitting and dealing with regulatory agencies; (viii) supply chain, implications for registration, labeling, and taxation, etc.

## *f) Real Estate & Construction*

Our team has extensive experience in the Real estate & Construction area. This embraces inter alia: (i) due diligence of real estate assets; (ii) litigation and dispute resolution; (iii) obtaining of licenses and permissions; (iv) real estate construction contracts; (v) drafting & negotiating transactional documentation including complex property purchase agreements, lease agreements, agreements for work; (vi) tax and labor matters; (vii) terminations of real estate agreements (one-side refusal, repurchase of leased property, etc.).

Our vision is to build comprehensive strategies that protect our clients' interests and reputation and allow them to focus on achieving their business goals with certainty, which is facilitated by our significant engagement in the development, implementation, and enforcement of existing EU and Azerbaijani legislation and recommendations.





# Czechia as the land of Business Opportunities and the Gateway to the EU Market

1. Opportunity to enter the EU as the world's largest single market operating under harmonized rules;
2. Overall economic stability and growth;
3. Access to stable legal protection, comprehensive public support in the form of subsidies, loans, grants, and special programs to promote small and medium businesses;
4. Reliable protection of small and medium investments from economic and political disruption and illegal actions of third parties;
5. Opportunities for tax optimization and achieving reduced tax burdens for businesses;
6. Protection from double taxation;
7. Access to a developed banking system;
8. Reasons to invest in Czechia:
  - Educated and reasonably priced workforce;
  - Geographical proximity to major EU markets;
  - A friendly environment for foreign investment;
  - Well-developed infrastructure.





# Azerbaijan as the land of Opportunities and the Gateway to CIS Markets and Eastern World

1. Trans-Caspian East-West Trade and Transit Corridor as a key route connecting two major global economies, China and Europe;
2. Significant agricultural potential due to its fertile climate;
3. Limited restrictions on foreign investments and limited business inspections by state authorities and agencies;
4. Competitive production costs;
5. Low-cost and qualified labor;
6. Tax and customs privileges to certain types of business activities;
7. Significant gas potential in the Caspian Sea and perspective of gas exports to Europe;
8. Establishment of e-government, “a single-window” system, and ASAN (Azerbaijan Service and Assessment Network) to simplify the procedure of establishment and operation of diverse business activities;
9. Party to all major multilateral and 52 bilateral instruments on protection and promotion of foreign investment;
10. Established business & political links with other CIS countries strengthened by solid international treaty network.



# **CONTACT US**



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