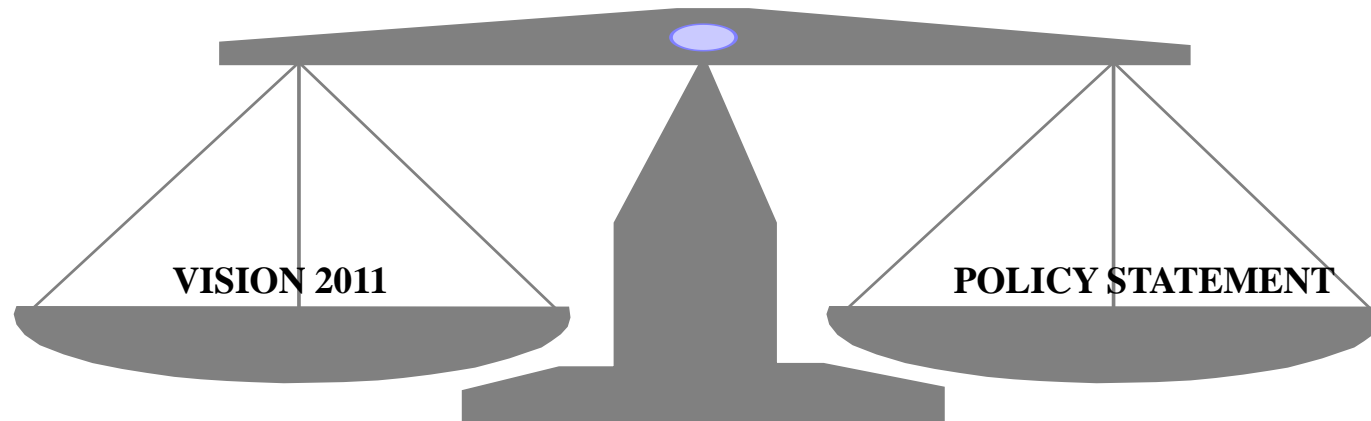


## ***LEGAL DEPARTMENT MANAGEMENT – MY VISION***



To review existing & create new company legal structures, contracts and legal activities in Russia and the CIS in order to optimize tax, billing, litigation risks & other strategic components of company business interests in the region

To deliver value & knowledge through a broad scope and depth of in-house legal services that are responsive and proactive to the needs and expectations of company business efforts in Russia and the CIS.

**INTRODUCING LEGAL MANAGEMENT & ENFORCING LEGAL CONTROLS THROUGH REVIEWS OF LEGAL ROUTINES, COMPLIANCE & IMPLEMENTATION OF QUALITY INITIATIVES**

# ***LEGAL DEPARTMENT MANAGEMENT – MY VISION cont'd***

## **PRESENTATION CONTENTS:**

- 1. ABOUT MYSELF – WHY ME?**
- 2. POTENTIAL STRUCTURE OF LEGAL DEPARTMENT  
(I) PRINCIPAL TASKS WITHIN LEGAL DEPARTMENT DIVISIONS**
- 3. MAIN AREAS OF GENERAL LEGAL ACTIVITIES**
- 4. ADDITIONAL AREAS OF GENERAL LEGAL WORK**
- 5. PRINCIPLES OF INTERCATION WITH OTHER COMPANY DEPARTMENTS**

# LEGAL DEPARTMENT MANAGEMENT – MY VISION cont'd

## 1. ABOUT MYSELF – WHY ME?

**BACKGROUND** - TYPICAL “BRITISH” COLLEGE SCHOOLING. GOOD RESULTS IN GCE “O” (1981) & “A” LEVELS (1983). CURRENTLY - 45 YEARS OLD WITH OVER 15 YEARS OF LEGAL & MANAGEMENT EXPERIENCE.

**QUALIFICATIONS** - MASTER OF ARTS IN LAW (HONS.) - INTERNATIONAL LAW FACULTY, MOSCOW STATE UNIVERSITY (1990). CERTIFICATES OF ATTENDANCE AT LEGAL, FINANCIAL & MANAGEMENT TRAININGS, INCLUDING THE HAGUE ACADEMY OF INTERNATIONAL LAW (1994) AND THE UN INSTITUTE FOR TRAINING & RESEARCH (GENEVA, 1995). “MIMI MBA” - JOINT COURSE BY HARVARD BUSINESS SCHOOL & GE TRAINING INSTITUTE (USA) - 1998.

**WORK EXPERIENCE** as Senior Counsel - RUSSIAN LAW FIRMS - “MOST-PRAVO”, 1990-91 & “VNESHJURKOLLEGIA” 2002-03 & WESTERN LAW FIRMS - HOLME ROBERTS & OWEN, USA (1994) & LINKLATERS, UK (1995-96).

**MAJOR CORPORATE COMPANIES** as Legal Counsel/Head of Legal Department – GE, USA (1997-98); EY CIS, USA (1999-2000), EVRAZHOLDING (2001), Huawei Technologies LLC (2005), URALSIB Financial Corporation (2006)

**SPECIALIZATION** – Corporate Law, labor law, tax law, real-estate law, customs law, contract law.



### OTHER INFORMATION

Member - Hague Academy of International Law.

Member - International Bar Association

Co-author of “Professional Commentary to Part 2 of the Russian Tax Code” (2001) and “Legal Regulation of Internet Technologies” (2002). Author of legal articles in IBA periodicals.

Listed in Martindale-Hubble Law Directory 2001.

Native English, Russian

### PROFESSIONAL STRENGTHS & ADVANTAGES

#### Leadership skills

Decisiveness  
Creativeness  
Market intuition  
Accountability  
Administration

#### Management skills

Strategy  
Marketing  
Financial control  
Industry knowledge  
Personnel & IT management

#### Negotiating skills

Ability to seek compromise  
Knowledge of western and Russian mentality  
Negotiation experience at bi-lateral & multi-lateral levels.

#### Slide presentation skills

#### Local utilization advantage

Native bi-linguality  
Western & Russian legal experience

#### Niche advantage

Contacts at Federal, Moscow & regional levels

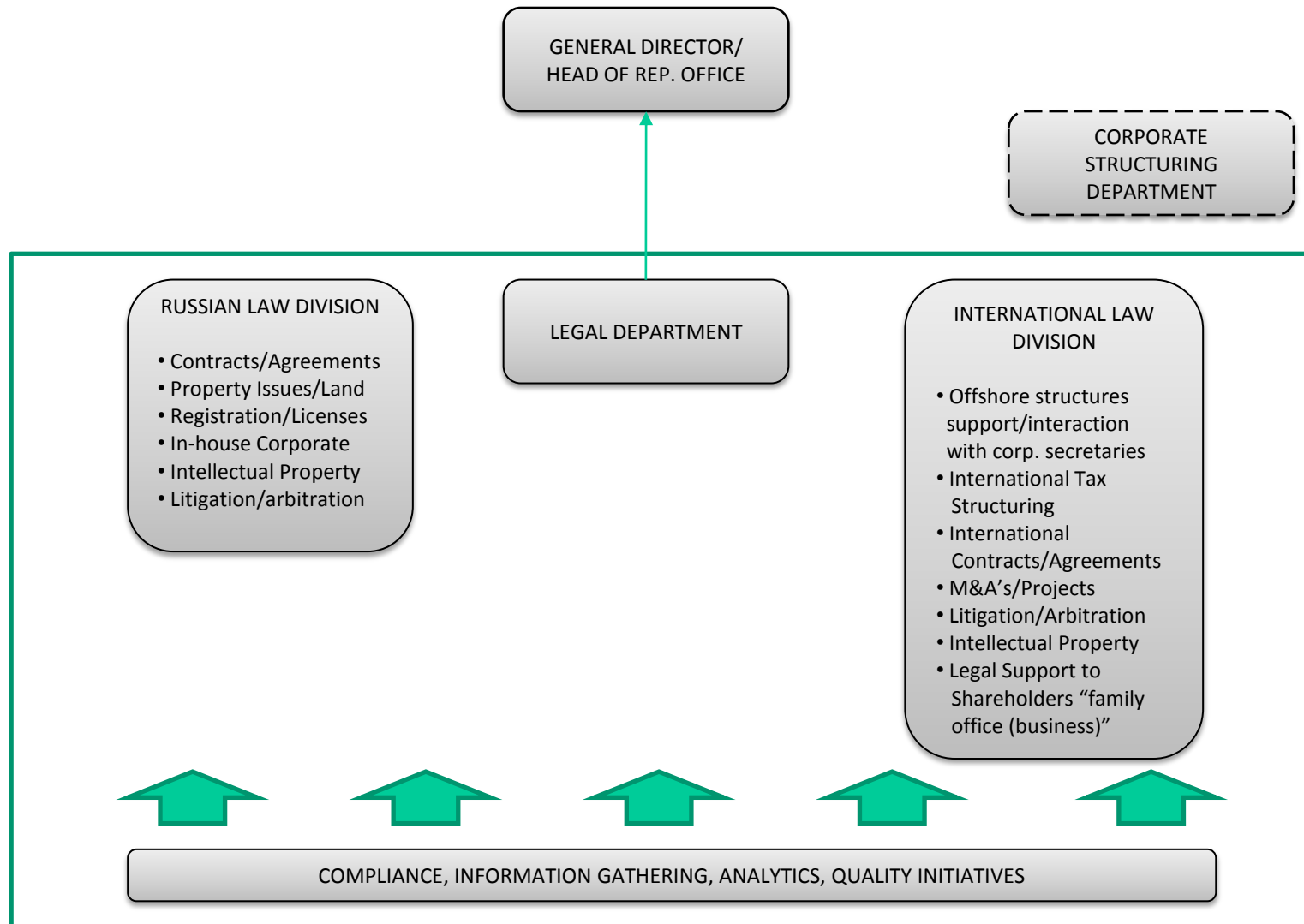
**PRESENTATION PREPARED FOR POTENTIAL EMPLOYER. February 2011**

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# LEGAL DEPARTMENT MANAGEMENT – MY VISION cont'd

## 2. POTENTIAL STRUCTURE OF LEGAL DEPARTMENT



# **LEGAL DEPARTMENT MANAGEMENT – MY VISION cont'd**

## **3. MAIN AREAS OF LEGAL ACTIVITY – LEGAL ROUTINE & LEGAL QUALITY INITIATIVES ACTION PLAN FOR LEGAL DEPARTMENT**

### **DUE DILIGENCE ACTIVITIES**



- **Due Diligence of Russian Law & Trans-border Contracts**
- **On Current Organizational Structure & Activities Of Legal Department (Division Of Responsibilities, Etc.)**
- **On Status of Licenses, Permits And Certifications.**
- **Integrity Due Diligence/International Trade Control Awareness**
- **Due Diligence of HR Documentation – Contracts, Prikaz, Etc.**
- **On Status of IT Related Licenses & Permits**
- **Litigation/Arbitration Risk Analysis**
- **On Current Legal & Organizational Structure Of Company - potential restructuring**

### **COMPLIANCE ACTIVITIES**



- **Status of Registrations of Russian legal entities**
- **HR & Personnel Compliance Review form**
- **Reviews of labor contracts**
- **Preferred service providers**
- **Legal support to land & property issues**
- **Document generation, processing & retention rules**

# **LEGAL DEPARTMENT MANAGEMENT – MY VISION cont'd**

## **3. MAIN AREAS OF LEGAL ACTIVITY – LEGAL ROUTINE & LEGAL QUALITY INITIATIVES ACTION PLAN FOR LEGAL DEPARTMENT cont'd**

**PRODUCTIVITY/  
QUALITY**



- **Preparation of model contract terms & boilerplate clauses**
- **INCOTERMS optimization & legal support to foreign economic relations (export sales & marketing contracts)**
- **Implementing an on-line Contracts Registry**
- **Annual legal audit of company entities**
- **Introduction of Legal Policies & Procedures**
- **Legal fees control and management use of outside counsel**

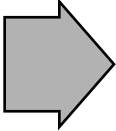
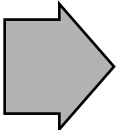
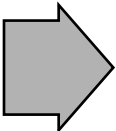
**INFORMATION/PR  
ACTIVITIES**



- **Briefs & updates on Russian law – analysis of existing laws & monitoring of new legislation**
- **Contact with foreign lawyers**
- **Legal monthly newsletter**
- **Active work with Russian local business sector organizations**

# **LEGAL DEPARTMENT MANAGEMENT – MY VISION cont'd**

## **3. ADDITIONAL AREAS OF LEGAL WORK**

- **DEBT RECOVERY** 
  - **Collecting and restructuring client debt**
  - **Implementation of chasing letters**
- **INTELLECTUAL PROPERTY** 
  - **Protection of company name**
  - **Protection against unfair competition**
  - **Enforcing proper use of company IP by agents**
- **LITIGATION/ ARBITRATION** 
  - **Representing company interests and defending company rights in arbitration and common law courts**
  - **Litigation/arbitration risk analysis**

**PROPER CORPORATE STRUCTURING, COMPREHENSIVE CONTRACTUAL REGULATION, DUE DILIGENCE AND COMPLIANCE CONTROLS – SOLID BASIS FOR EXPANDING BUSINESS IN RUSSIA & CIS**

# ***LEGAL DEPARTMENT MANAGEMENT – MY VISION cont'd***

## **4. PRINCIPLES OF INTERACTION WITH OTHER COMPANY DEPARTMENTS**

- Strategic partnership with company directors and top management.
- Facilitation of full legal support to business efforts of administrative, HR financial and other Departments
- Development & execution of a unified company policies. Proactive advice to management.
- Interaction with state & local organs.
- Facilitation of immediate access by management to vital legal and general business information and issues – both daily and strategic.