

Mr. Andriy Kolupaev



Address: Lexwell & Partners
Sofia Business Centre, 5th Floor,
6, Rylsky Lane, Kyiv 01001 Ukraine
Email: kolupaev@lexwell.com.ua
Phone: +30 044 228 60 80

Background:

Andriy Kolupaev is a managing partner with Lexwell & Partners, Law Firm (Attorneys' Association). He has been practicing law for more than 15 years and has been admitted as an attorney-at-law more than 10 years ago (Attorney Certificate No. 1952, Decision 9-7-7 of 22.04.2004).

Andriy Kolupaev earned a bachelor's degree of law (LLB) with honours (in 1997) and a master's degree of law (LLM) with honours (in 1998) in Taras Shevchenko Kyiv National University International Law Faculty, Institute of International Relations, one of the leading Ukrainian law schools. He also took a postgraduate course of study in Taras Shevchenko Kyiv National University (International Law Faculty, Institute of International Relations). Andriy Kolupaev speaks Russian, Ukrainian and English.

In 2005, Andriy Kolupaev co-founded Lexwell & Partners, Law Firm, and he runs it until now. Before that, Andriy Kolupaev worked at the first Ukrainian law firm practicing international private law, Vasil Kisel & Partners, where he was gradually promoted from a paralegal to an associated partner. His core practice areas include litigation & arbitration, merger & acquisition, corporate, antitrust, foreign investments, tax.

Recognitions:

Under Andriy Kolupaev's leadership, Lexwell&Partners has earned an excellent reputation at the Ukrainian legal market among clients and peers, particularly:

- ✓ named No.1 in the rating of high-profile disputes in Ukraine (\$1bln) according the Legal Practice (LP), a leading Ukrainian magazine for lawyers in 2009, 2012 and 2016;
- ✓ named No.1 among the Ukrainian Law Firms ranked by revenue per lawyer by the LP in 2014;
- ✓ ranked Tier2 in dispute resolution, tax, real estate, commercial, corporate and M&A practices by the Legal500 in 2014-2017;

- ✓ named Top5 among the most efficient law firms in Ukraine according to the rating of the LP published annually during 2005-2016;
- ✓ named Top10 among the Ukrainian law firms for its international arbitrations and investments practices by the Legal Magazine, one of the leading Ukrainian magazine for lawyers, in its annual review of 2016;
- ✓ named Top15 among the biggest law firms-tax payers by the Voice of the State Fiscal Service of Ukraine in 2017.

The legal environment recognizes professional experience of Andriy Kolupaev. He, particularly:

- ✓ recommended by KyivPost, a leading English-language edition, Ukrainian Law Firms, a handbook for foreign clients, LexQuorum, a legal market guideline;
- ✓ advised on the reform of the national court system;
- ✓ elected as the national arbitrator in terms of the Ukrainian law of financial restructuring.

Clients:

Andriy Kolupaev has participated as a lead and/or co-advisor in great number of complex national and international litigations/arbitrations, large-scale investment projects, M&A and privatization transactions for the amount exceeding tens of billions of US dollars. Among his clients: ABN Amro, AET, Amstar, ArcelorMittal, Bridgestone, Bunge, Cargill, Chicago Mercantile Exchange, CRH, DuPont, East Metals, Eurobank, Evraz, Gas of Ukraine, Honda Trading, ING, Interpipe, Intesa Sanpaolo, Marubeni, Millhouse, Morningstar, Naftogaz Ukrainy (National Oil&Gas Company), Pfizer, PHV (Calvin Klein and Tommy Hilfiger), PwC, Red Bull, Schenker, Sojtz, Subaru, Sumitomo, Suzuki, Toyota, VS Energy. He also advised the Government of Ukraine, the Office of the President of Ukraine and Ministry of Justice of Ukraine.

Projects:

Andriy Kolupaev has a successful track record of various legal proceedings with a total of above USD 5 billion at stake, including:

- ✓ a dispute initiated by Mr. Roman Abramovich, well known Russian oligarch and his associates against Mr. Igor Kolomoisky, Ukrainian oligarch and his partners before the London Court of International Arbitration (LCIA) and various US and Cyprus courts. The dispute arose out of 3bln acquisition of Ukrainian metallurgical assets;
- ✓ a litigation initiated by Mr. Viktor Pinchuk, a Ukrainian billionaire, against, his business partners Mr. Igor Kolomoisky and Mr. Gennadiy Bogoliubov, also Ukrainian oligarchs, and Mr. Mykhail Spector (VS Energy Group) before the LCIA (arbitration reference 132459). This dispute related to valuable ferroalloy and other metallurgical assets located in and outside of Ukraine and was a part

of the so-called more than USD 2bln global litigation campaign of Mr. Pinchuk against Messrs. Kolomoisky and Bogoliubov involving legal proceedings in the High Court of Justice of England and Wales (the UK), in the States of Wyoming, Delaware and Florida courts (the USA) and in Cyprus;

- ✓ a dispute heard by the English court (the High Court of Justice of England and Wales) initiated by Ferrexpo AG, whose parent, Ferrexpo Plc, is top 500 LSE listed company with more than USD 1 bln market capitalization, against companies controlled by VS Energy Group in relation to one of the largest mining and processing plant in Ukraine, Poltava GOK (Ferrexpo AG v Gilson Investment Ltd & Others [2012] EWHC 721);
- ✓ a shareholders' dispute initiated by Mr. Igor Kolomoisky (SPVs under his control and control of his associates) against Naftogaz Ukrainy, a 100% state-owned company and main oil and gas operator in Ukraine, before the LCIA (LCIA 153083 Littop Enterprises Limited and ors v Naftogaz Ukrainy). The dispute relates to the corporate governance of Ukrnafta, the biggest Ukrainian oil producing company;
- ✓ an investment arbitrations initiated by JKX Oil and Gas plc and its subsidiary companies before the arbitration institute of the Stockholm Chamber of Commerce and the International Centre of the Investments Disputes with above USD 300 mln as a total amount at stake (PCA case No. 2015-11-JKX Oil&Gas, Poltava Gas B.V., Poltava Petroleum Company v Ukraine);
- ✓ a dispute related to acknowledgement and enforcement of USD 250 mln arbitration award (Arbitration Institute of the Stockholm Chamber of Commerce, SCC Case V 2016/065) in Ukraine. This dispute arose of the gas supply contract between Ostchem Holding Limited and Odessa Port Plant, PSC;
- ✓ a serious of legal actions brought before Cyprus (action No 2040/15 in the District Court of Limassol), Swiss and Ukrainian courts triggered by the dispute of the shareholders of the holding company which controls Ukrainian agriculture and real estate assets for the total amount of above USD 200 mln;
- ✓ an investment dispute launched by Krederi Ltd v. Ukraine before the International Centre of the Investments Disputes (ICSID Case No. ARB/14/17). This USD 130 mln arbitration relates to the high-profile development project in the very heart of the Kyiv City;
- ✓ a USD 80 mln tax dispute relating to the results of tax audits of the Ukrainian tax authorities appealed by the State Oil Ltd (BRSM Nafta Brand, the national chain of petrol stations);
- ✓ five interrelated arbitrations under LCIA rules (LCIA Arbitration No. 163369, 163370, 163371, 163372, 163373) with the claims exceeding USD 50 mln which were brought by RCB Bank Ltd against the borrowers and guarantors;

- ✓ a number of litigations on behalf of ArcelorMittal (the largest mining company in Ukraine) v Ukrainian state authorities challenging the results of tax, mining and ecology audits with the disputing amounts exceeding USD 35 mln;
- ✓ seven interrelated legal actions brought on behalf of Pravex Bank (IntesaSanpaolo) for recovery of the debts exceeding USD 30 mln;
- ✓ a customer claim against a Ukrainian subsidiary of Sumitomo Corporation (Toyota & Lexus brands) which could result in further USD 30 mln claims against the automotive dealers;
- ✓ a claim on behalf of Bridgestone Corporation, a world tire producer, against a local market player in connection with unfair business/competition practice;
- ✓ a claim on behalf of a UK resident against the Kiev City Council aiming at restoration of his rights/title to the building in the historical part of the City of Kyiv.

other disputes heard by the national courts (the High Court, Supreme Specialized Courts, local and appeal courts of Ukraine) and foreign courts (the High Court of Justice of England and Wales, US District Court of Southern District of Florida, the District Court of Limassol, Cyprus) as well as by international arbitrations (the International Center for Settlement of Investment, London Court of International Arbitration, the Arbitration Institute of the Stockholm Chamber of Commerce, the International Commercial Arbitration Court at the Ukrainian Chamber of Commerce and Industry) representing the interests of ArcelorMittal, Bridgestone, Bunge, Cargill, CRH, DuPont, East Metals, Evraz, Gas of Ukraine, Millhouse, Toyota, National Oil and Gas Company of Ukraine, Ukrainian Ministry of Justice, VS Energy and many others.

Andriy Kolupaev acted as an expert on Ukrainian law issues in proceedings before the High Court of Justice of England and Wales, the International Center for Settlement of Investment Dispute, etc. He was also engaged in procedures on search and collection of the funds and assets illegally gained by Pavlo Lazarenko (the Ex-Prime Minister of Ukraine) conducted by an international financial institution.

Andriy Kolupaev acted as a lead counsel/co-counsel in a number of cross-border M&A transactions and large-scale investment projects with a total value about USD 5 billion, including:

- ✓ purchase of Ukrainian mining and metal assets (YuGOK, mining operation Sukhaya Balka, Dnepropetrovsk Metallurgical Plant named after Petrovsky (DMZ named after Petrovsky), Bagleykoks, Dneprokoks, Dneprodzerzhinsky Coking Plant (Dneprodzerzhinsky KXZ)) by Evraz Group and its associates for over USD 3bln;
- ✓ acquisition of the biggest Ukrainian cement producers (OdessaCement, PodilskyCement and MykolaivCement), various granite quarries and concrete plants and their further upgrading by CRH, the international group of diversified building materials businesses with the total investments value about USD 0,7bln;

- ✓ purchase of Ukrainian metal assets (Dneprospetsstal, etc), and energy distributing companies (Kievolenergo, Rovnoblenegero) from the AES Corporation, the US-headquartered global power company, and other Ukrainian assets by VS Energy Group for a total amount of USD 0,5bln;
- ✓ the largest privatizations in Ukraine (Kryvorizhstal metallurgical plant, Baltsem, the largest domestic producer of cement, and others);
- ✓ fund raising for the biggest Ukrainian pharmacy distributor (BaDM), etc.

International Team:

Within the above projects, Andriy Kolupaev has cooperated with the reputable international law firms, financial, investment and real estate consulting companies, i.a., Allen&Overy, Arthur Cox, Backer&McKenzie, Baker Tilly, Blackstone, Bird&Bird, CBRE, Chadbourne&Parke, Colliers, Concorde Capital, Dragon Capital, DTZ, Ernst&Young, Freshfields Bruckhause Deringer, Herbert Smith Freehills, Hogan Lovells, ING, Jones Day, King&Wood Mallesons, Norton Rose Fulbright, Patrikios Pavlou&Associates, PwC, Skadden, Arps, Slate, Meagher&Flom, Unicredit, Winston&Strawn and many others..