



Red Bishops

Innovative approach to solving business
problems

Access to high-class consulting services:
a team of professionals in the field of corporate law,
intellectual property and tax planning in EU, US and other
countries works for you 24/7

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About us

Red Bishops provides legal and consulting services to companies all over the world.

Our team was established in 2016 and combines the best traditions of consulting with progressive methods of work.

Our team brings together specialists from the most popular areas of corporate practice.

Our goal is to provide our clients with simple and effective solutions to complex legal and business problems.



Who we work with

We successfully work both with growing companies that have appeared on the market recently and with large corporations.

We highly value each of our clients, combining commercial efficiency and individual approach to promote business development.



High-tech projects



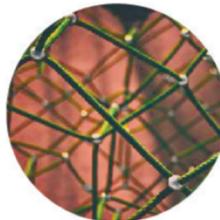
Investors



Start-ups



FinTech projects



Blockchain projects



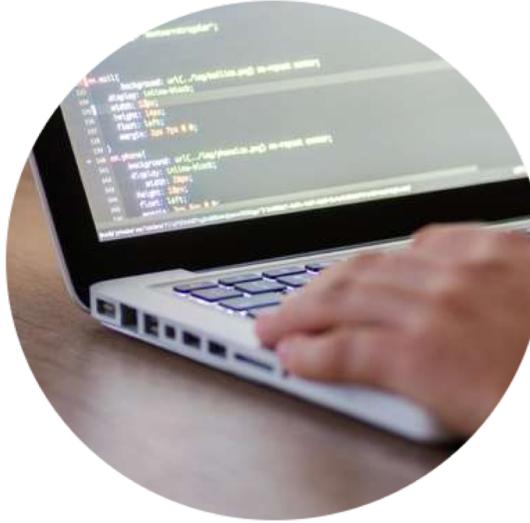
Funds

Our services

Red Bishops operates in three main areas:



Corporate law



IP/IT



Tax planning

Due to numerous requests, we have established personal data protection as a separate practice - a group of tasks related to KYC / AML procedures and personal data protection compliance of various countries around the world.

Our services

Our clients' companies operate in more than 10 countries around the world, therefore our team includes specialists who are experts in various areas of law in many jurisdictions.



Law of Russian Federation



US law



**Law of England and
Wales**



EU law

Our clients

We are proud to help our clients grow and expand confidently in accordance with regulatory requirements.

Among our clients are:



CRYPTOPAY



m/ine





Corporate law

We provide a full range of legal and consulting services in corporate law area in Russia, the EU, the US and other countries.

Maria Chizhikova

Managing partner

Corporate law

01 / Deal structuring

Creation of holding structures and funds

Preparation of corporate schemes and documents

M&A

Negotiations support

Tax planning

Support for the establishment of various types of companies in jurisdictions of all over the world

Bank accounts opening support

Corporate law

02 / Business support

Establishment of relationships with employees and contractors

Resolution of corporate and other conflicts

Development of agreements in accordance with the applicable laws of various jurisdictions

Preparation of legal opinions

Ensuring the legality of activities

Protection of intellectual property

Corporate law

03 / Dispute resolution

Representation in international commercial arbitration

Defense in court proceedings of the country of incorporation

Dispute resolution at the pre-trial stage

Enforcement of a court decision entered into legal force

Bankruptcy

Corporate law

04 / Support of capital raising

Support of venture deals

ICO support

The preparation of the roadmap, a term sheet

Legal opinion in various jurisdictions

Participation in negotiations with investors

Corporate law / Feedback



**Mikhail
Kudinov**

VeeRoute

The RB team structured the VeeRoute deal with investors under the law of England and Wales. The deal is closed, we are happy with the work. We have now ordered the creation and implementation of a company stock option plan for our employees from the Republic of Belarus in Cyprus.

I am sure that the work will be done on time and professional as always!



**Almas
Toleubay**

FlySMS

For a tech company, all things legal is like an unexplored territory, with tons of details and pit holes. For us, it was crucial to find a partner, which not only understand our requirements but ready to go an extra mile. Red Bishops team not only showed professionalism but showed determination to make things happen for us. They don't let things slip through the cracks and are absolutely vital.

We are utterly glad to recommend their services and consultancy to any tech company at any stage.



IP/IT

Protect your most valuable assets. Intellectual property is fundamental and most valuable asset of innovative business. A competent strategy for its protection is our specialty.

Elena Sherstobitova

Senior associate



IP/IT

01 / Relations with contractors

Commercial agreements

IP contracts, alienation and licensing

Privacy and cybersecurity

Intellectual property litigation

Unfair competition

IP and the Internet

02 / Intellectual property structuring

Strategic planning

Establishment of relationships with developers and authors

Registration of patents

Worldwide trademark registration

Patent disputes

Copyright protection

IP/IT Feedback



Great professional team! Over the past three years, the team has provided us with support on a wide range of issues - from patents and trademarks to structuring relationships with franchisees.



Nikolai Vakorin
Gmoji

Tax planning

Save your money in a simple way. Use legal means, techniques, and methods to reduce your tax obligations as much as possible

Andrey Kuzovkov

Head of tax planning practice

Tax planning

- 01 / Corporate taxes (Russian and foreign), including property and indirect taxes
- 02 / International taxation (DTAA/MLI, CFC, tax residency, permanent establishment)
- 03 / Transfer pricing



Georgy Pliev

Neurodata Lab

I have been working with the RB team for more than a year, and they fully support the business of several of my projects. With Red Bishops we structured a holding company in Switzerland and a fund in the United States.

I recommend them in all cases when you need advice on corporate law in the UK/the USA/the EU.





Personal data protection

Comply with international standards for personal data protection. We will help you meet the standards of GDPR, CCPA, and other personal data protection laws, avoid fines, and build KYC/AML processes.

Anastasia Chiganov-Zaleskaya

Junior partner

Personal data protection

01 / Policies development

Terms of use

KYC/AML policy

Privacy policy

Confidentiality policy

Cookies policy

Internal guidelines

Documentation audit

02 / Audit of personal data protection

Documentation audit

Audit of existing processes for compliance with the law

Development and support of building personal data protection processes

Assistance in appointing an authorized representative

Our advantages

- ✓ We understand the importance of quick access to legal advice
- ✓ We are in touch 24/7
- ✓ We work within strict deadlines and never violate them
- ✓ Transparent billing system: the clients always know what they are paying for
- ✓ We provide full legal support at all stages of the project
- ✓ Network of trusted contractors around the world
- ✓ All our lawyers are multilingual
- ✓ We work with clients from anywhere in the world
- ✓



Portfolio

Corporate practice IP/IT practice

- Investment deal
- The law of England and Wales, the EU law

Client

- The client's name cannot be disclosed

Share purchase agreement in the client's Cyprus company under the law of England and Wales. The deal value was more than US\$ 5 million.

The elements that made the agreement unique and required a comprehensive approach were: this agreement was signed on the round B of investment in the client's company and involved the purchase of all/part of the shares of several investors from earlier rounds, as well as the additional issue of new shares; the agreement was signed under the law of England and Wales and besides the preparation of the documents (a new shareholder agreement, a series of share purchase agreements, etc.) work on the agreement also included consulting on intellectual property law and tax law according to both the EU law and the Russian law.

It was necessary to sign the agreement in the shortest time possible (despite its complexity and numerous participants) and to consider the interests of all participants of the deal, including tax consequences for several legal entities and individuals in several jurisdictions (Russia, Cyprus, Spain).



Corporate law
Tax planning
IP/IT practice

- Restructuring
- The USA law, the Russian Federation law

Клиент

- Neurodata Lab



The client's work is focused on information technology, development of products based on artificial intelligence, neural networks, machine learning, and big data. In particular, the Client's field of activity includes creating products that mimic the office environment, multimodal emotion recognition systems, and developing contactless methods for processing physiological signals.

The client requested to support the restructuring of the existing business for the group of companies. The restructuring involved working in several jurisdictions: the United States (Delaware and Florida) and Russia and included liquidation of the group's company in the United States, registration of a private company limited by shares in Russia, and preparation of a company share option plan for the company's employees in Russia to replace the previously existing one in the US jurisdiction.

Our employees developed a detailed step-by-step plan for restructuring and related actions, independently (without involving local lawyers from the United States) liquidated the client's company in the United States (Delaware), made the registration of a private company limited by shares in Russia, developed the company share option plan for employees of the Russian company, and prepared a series of legal opinions on issues related to restructuring, including tax planning.

Legal features of the project: inclusion of several jurisdictions in the project (the USA, Russia); the complex issues that required the joint work of specialists from several practices of our company (corporate practice, intellectual property practice, tax practice).

Corporate law
Tax planning
IP/IT practice

- Investment deal
- The Russian Federation law

Client

- The client's name cannot be disclosed

The client's sphere of business is the FinTech sphere, namely, the client is engaged in creating innovative FinTech products. The client's successfully implemented projects include a banking product for applying for a loan, obtaining approval, selecting real estate, insurance and conducting transactions online, a service for instant submission of documents for registration with the Federal registration service, a service for recognizing, verifying documents and transmitting them.

Support of an investment deal regarding a service for developers and buyers of real estate to assist in a procedure for accepting real estate online. A joint company with the participation of the founders, developers of the service and the client was created upon conditions of the purchase of rights to the service, providing investment funds for the purposes of service development and its subsequent integration into the client's business structure.

To complete the project, it was necessary to prepare documents reflecting the parties' agreements on creating and managing a joint company. The deal was completed successfully.

Corporate practice Tax planning

- Structuring a fund for syndicating investments

Client

- ABRT



The client's main activity is venture investment. The client is engaged in the development of a venture fund, namely, forms a complete ecosystem of venture capital for IT companies, integrates technologies, capital and infrastructure for business development purposes.

The project goals were to create a specific corporate structure of the group to attract investment funds in a project in the field of renting real estate for start-up companies, which would allow syndicating investments from investors from the United States and investors from other countries to buy real estate with further plans to profit from its rental.

To achieve these goals, our company proposed a structure that included the creation of a joint venture company (JV), that the client and the attracted investor *pari passu* would be owning; the creation of a fund for syndicating investment funds, the general partner/participant of which is the JV (Fund); the creation of a management company to provide investment advice, which would be fully owned by the JV (MC).

The implementation of the proposed structure: a) the jurisdiction for the JV was established; b) the JV was created in the selected jurisdiction, the operating agreement between the joint venture participants was signed; c) the MC was registered as a limited liability company of the state of Delaware; d) the Fund was registered in the state of Delaware; e) a management contract between an MC and Fund was drafted to provide investment advice and management for the management fee; f) the documents governing the Fund - Operating agreement, Private placement memorandum, Share purchase agreement were drafted.

For the client's business this project was one of the key ones, and all the tasks set for us were successfully achieved.

Corporate practice Tax planning

- Investment deal structuring
- The law of Estonia, the law of England and Wales

Client

- Mine

m:ne

Structuring the sale of 100% shares of the Russian Federation resident in a private company with limited liability registered in Estonia to a company with limited liability registered in Switzerland, assessing tax implications for all parties of the agreement and changing of control structure in Estonian company.

In this project we prepared a series of legal opinions on the consequences of signing the share purchase agreement (including tax risks recognition as a CFC in different jurisdictions, the procedure of distribution of dividends), sufficiency to change the ownership structure, the permissibility of appointment of a nominee (trust) board member.

After considering all risks and options with the client we prepared documents for the implementation of the deal (share purchase agreement in the company according to the law of England and Wales, the problem solution of trust member of the board by creating a board with multiple members with different levels of authority, documents that meet compliance requirements related to the ownership/termination of ownership of the foreign company in the Russian Federation).



Corporate law
Tax planning
IP/IT practice

- Business support
- The Russian Federation law

Client

- CFT Basis



The client creates products (mobile and web applications) for businesses in blockchain, FinTech, education, business tourism, and the digital economy by implementing effective innovative technologies.

The project includes corporate support of the group consisting of 6 companies, including investment projects of the group.

Within the project we provide full legal support for corporate changes in the group of companies.

Contacts

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