



LARISSA YEMELYANOVA

Senior Associate

AEQUITAS Law Firm

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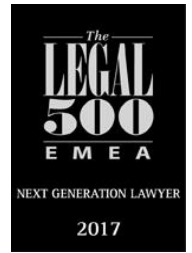
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*"Very responsible, diligent and detail oriented."
asialaw Profiles 2020*

*"Diligent, devoted and deeply knowledgeable."
The Legal 500 2017*

Ms. Yemelyanova specializes in civil, labor, contract and migration law.

Larissa successfully combines work in two AEQUITAS's most active areas of practice – labor & employment and healthcare & pharmaceuticals. Larissa is the firm's most painstaking lawyer, brilliantly contributing to projects requiring complex analysis and preparation of legal opinions. Larissa has a successful experience of client representation in court and in the course of client inspections by governmental agencies and participated in the due diligence of major companies in different cities of Kazakhstan.

She came to work with AEQUITAS in May 2008. Before joining AEQUITAS, she was heading the legal department at a group of companies specializing in security systems and services.

In 1999, Larissa graduated with honors from the International Slavic Institute, where she majored in jurisprudence (commercial, entrepreneurial and banking law) and was awarded the "Best 5 Year Course Student" title. In 2005, she finished with honors the International Business Academy, majoring in credit and finance. In 2010, Ms. Yemelyanova accomplished with distinction a 3 month course of legal studies at Bournemouth Business School International, Bournemouth, England.

She has also attended a number of trainings at the Career Development Center of the Union of Advocates of Kazakhstan and holds ISO quality management systems internal auditor certificate.

She is a member of the Kazakhstan Bar Association and a respondent for the World Bank's legislation monitoring in the Doing Business ratings.

Most representative projects:

Labor Law and Migration

- Many years' experience in advising large foreign and local companies on a broad range of labor issues, including hire of executives, problem dismissals, labor remuneration and working regime, occupational safety and labor protection, specifics of foreign labor engagement, etc.

- Advising foreign law firms on labor matters associated with the client's business global reorganization affecting subdivisions in Kazakhstan.
- Advising **Ius Laboris**, an alliance of world's leading HR law firms, on various local law matters, including introduction of Extraordinary Profit Sharing Plan at a local subdivision of a large textile manufacturer and Plan adaptation to the Kazakh legislation, with pertinent risks assessment.
- Advising on secondment (personnel provision) matters.
- Advising on visa and migration legislation matters and development of measures to mitigate employers' risks in this area.
- Drafting of documents required for the setting up and functioning of the conciliation commission – a standing body for pre-trial review of individual labor disputes.
- Legal support in the transfer of a foreign citizen heading the representative office of a foreign legal entity from Kazakhstan to a foreign jurisdiction, in keeping the functions of the head of Kazakhstan representative office.
- Labor due diligence at a branch of a major foreign subsoil user company and at a large local railway transportation company. Following the due diligence, developed recommendations regarding foreign labor engagement, various labor law issues, HR documentation system, and employee occupational safety and health training and documentation.
- Successful client representation and defense in the course of labor inspections.
- Advice and successful representation of a major foreign company in a litigation over labor dispute with the head of the company's structural subdivision in Kazakhstan.
- Advising foreign companies and preparation of materials for litigations over disputes with former employees (the disputes further successfully settled by AEQUITAS litigation team).
- Conducted a seminar dedicated to complex matters associated with substitution of employees and resolution of diverse related issues for a Kazakh subdivision of a large US oil company, which involved drafting of model custom-made documents on a range of labor issues, review of significant problems and risks and the ways to settle issues related to the local labor law application.
- Prepared legal opinions regarding hire of relatives; introduction of various corporate internal acts; changes in job descriptions; drivers' labor subject to labor regime peculiarities; possibility to amend the work permit special conditions; inflation accounting; visa-free entry for foreign citizens from certain countries; using employee labor at several organizations; and structuring labor relations for business opening projects in Kazakhstan.
- Prepared proposals for the draft new Kazakhstan Labor Code that entered into force starting 2016, many of which were accepted.
- Conducted a seminar at one of Kazakhstan's largest oil companies regarding labor regulation specifics in connection with 2016 amendments to labor legislation, subject to judicial practice and practical issues.
- Development of model forms and custom-made HR documents intended to protect the clients' interests.
- Repeatedly participated in conferences and industry events, speaking on labor legislation and practice of its application, labor compliance, occupational health and safety, and personal data; presented a report on topical issues of migration legislation at a working session of the France-Kazakhstan Chamber of Commerce and Industry.

Legal Support of Business

- Drafting of supply contracts (including those taking account of the complicated application of the DDP, Incoterms®2010 conditions in Kazakhstan), sale and purchase contracts; lease, contracting, insurance, copyright, and customs agreements; and other service contracts in the interests of the clients.
- Advising foreign and local companies regarding different areas of business activities, including business organization, currency, customs and corporate issues, industrial safety, copyright protection, cellular communications and trade activities regulation, regulation of different spheres of activities, competition protection law, personal data protection, etc.
- Analysis and forecast of client risks in different disputable situations, followed by the development of measures to mitigate same.
- Legal protection of clients in their relations with counterparties.
- Legal support to pharmaceutical companies' projects in Kazakhstan, including issues of participation in the medicines procurement and analysis of the possibility to enter into long-term contracts for the supply of medicines for public needs.
- Legal support to a global meeting of the management of GE Healthcare subdivision of General Electric Inc. with the company's local dealers. The meeting encompassed a review of the legal system governing public procurement of medical equipment and medical products and answers to the client's questions.
- Advised major subsoil user companies on the issues of documentation storage and destruction.
- Prepared legal opinions on the following subject matters: possibility to limit the civil liability of a party to contract under local civil legislation; corporate issues of the representative office head's powers regulation; lawfulness of advertising actions; diverse issues related to customs inspections; possibility to recover borrower debts from ultimate beneficiaries; available remedies to protect the legitimate interests of a major cellular operator in a litigation to invalidate a contract; regulatory protection of honor, dignity and business reputation in Kazakhstan; use of specifications in foreign trade; importation of various goods into Kazakhstan; language of advertising, and other business issues.
- Prepared legal opinions for uranium industry enterprises regarding certain provisions of foundation documents; mitigation of risks in the event of interested-party transaction invalidation; invalidation of major transactions and transactions in the course of subsoil use operations; and amendment of a share issue prospectus.
- Participated in the preparation of a legal opinion concerning warranty periods and other obligations relating to an oil pipeline construction and commissioning.
- Prepared a legal opinion to be presented to Dutch courts concerning different aspects of activities of one of Kazakhstan's largest companies holding a dominant position in railway container handling services.
- Prepared legal opinions for a major coal mining enterprise and large soft drink manufacturer on the issues of defense in disputes against antimonopoly authorities.
- Prepared a legal opinion concerning remedies available under the antitrust legislation to protect the legitimate interests of a major cellular operator when providing roaming services.
- Drafted legal recommendations for major retail chains on a broad range of issues connected with the opening and conducting business in Kazakhstan.

- Prepared a legal opinion for organizing the activities of an Edinburgh educational organization in Kazakhstan.
- Prepared legal opinion for a major Kazakhstan's subsoil user on complex customs issues of conditional release of goods imported for the company needs under preferential treatment regime from a historical perspective and subject to the Customs Union legislation.
- Presented report on the law of Eurasian Economic Union (EAEU) at the annual corporate meeting of a major pharmaceutical company.

Environmental Law and Subsoil Use

- Advice to a leading US subsoil user company on complex aspects of the mining allotment rights and the company's rights to production facilities.
- On assignment from Chevron Corporation, participated in the legal support of the Environmental Forum held on 30 May 2013 in Astana, which involved a comprehensive research into Kazakhstan's international environmental obligations.
- Prepared a legal opinion on international environmental obligations in the World Trade Organization documents.

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