

Ethan Heinz

Counsel



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Overview

Ethan, who previously worked in the Moscow office from 2006 until 2019, is at-large counsel for the Dentons Europe region, but continues to devote a substantial portion of his practice to matters involving Russia and neighbouring jurisdictions. He principally worked in the corporate group on mergers and acquisitions, joint ventures, private equity transactions and other corporate matters. He has acted as project manager or otherwise played a key role in a number of the Moscow office's highest-value deals, as well as many mid-market transactions, across a range of industries including oil & gas; pharmaceutical; automotive; FMCG; industrial goods; real estate and others.

Ethan also devotes a significant portion of his practice to advising international and Russian companies on compliance issues, in particular with respect to the sanctions programs of the US, EU and other jurisdictions, and also with respect to the US Foreign Corrupt Practices Act, the UK Bribery Act (2010), and other anti-bribery regulations. His deep knowledge of sanctions laws and practices makes him unusually qualified to ensure in real time that the M&A and corporate transactions he handles remain compliant with applicable laws.

He also advises from time to time on shareholder conflicts and commercial disputes, and has participated in various arbitrations, litigations and mediations. The practical insight Ethan has gained into what can go wrong, and how, helps inform his advice to clients to ensure that their own deals remain successful.

Following his graduation from the Law School of the University of Chicago, Ethan served for two years as a law clerk to the Honorable Richard W. Goldberg of the US Court of International Trade. Prior to joining Dentons' Moscow office, Ethan was an associate for four years in the New York office of a Magic Circle firm, where he worked in the project finance and litigation departments.

Experience

Corporate / M&A

- **Gazprom:** Advising on the Baltic LNG project, a joint venture with Shell for the construction and operation of an LNG liquefaction terminal in the Leningrad Region, with an announced project cost of at least US\$10 billion.
- **ONGC Videsh:** Advising on the acquisition of a 15% stake, and also the subsequent acquisition of an 11%

stake, in Vankorneft CJSC from Rosneft, with announced aggregate deal value in excess of US\$2 billion.

- **Globex Bank:** Advising on the acquisition by a Globex-owned mutual fund of an initial stake in RGI International Limited, a real property developer whose shares traded on the AIM sub-market of the London Stock Exchange, as well as on the ensuing unconditional mandatory public offer to the remaining shareholders of RGI in compliance with the UK Takeover Code, and, several years later, the delisting of RGI from AIM.
- **Globex Bank:** Advising on the acquisition, in the context of a structured financing, of 5% of Svyaznoy N.V., the holding company for the Russian mobile retailer “Svyaznoy”. Also advising in the context of the seller’s subsequent default of its obligation to repurchase those shares, including obtaining interim relief in various jurisdictions; preparing for and participating in all stages of LCIA proceedings in respect of the same; taking steps to enforce the arbitral award; and successfully negotiating a final settlement of the dispute.
- **A Russian real estate developer:** Advising on the successful negotiation and conclusion of an extensive settlement agreement resolving multiple pending disputes in diverse fora (including U.S. and Russian court proceedings and LCIA arbitration) with another Russian real estate developer.
- **A Russian public company:** Advising on its potential merger with a German public company to create a unified company with an aggregate market capitalization over €4 billion; although the transaction was ultimately abandoned after eight months, substantial preparations were made for what would have been the first ever merger of a western European public company and a Russian public company.

Compliance

- **Chinese infrastructure company:** Advising on the impact of U.S. sanctions on its potential multi-billion-dollar venture with a sectorally sanctioned Russian oil company which also implicated potential dealings with a sectorally sanctioned Russian bank and a non-sanctioned entity listed on the CAATSA Section 231 List of Specified Persons.
- **EU & US metals industry group:** Advising on the impact of U.S. sanctions on its dealings with a Russian industrial concern included in OFAC’s wide-scale 6 April 2018 SDN designations.
- **Western European global infrastructure development company:** Advising on the impact of E.U. and U.S. sanctions on the potential construction of a petroleum pipeline outside Russia in cooperation with a sectorally sanctioned Russian bank and a Russian company designated under OFAC’s Directive 4.
- **Southeast Asian energy company:** Advising on the impact of U.S. and E.U. sanctions on its contemplated joint venture outside of Russia with a sectorally sanctioned Russian oil company.
- **Brazilian industrial concern:** Advising on the impact of U.S. sanctions on its planned joint venture in Russia with a non-sanctioned entity included on the CAATSA Section 231 List of Specified Persons.
- **Western European logistics automation company:** Advising on the impact of U.S. sanctions on its Russian business operations, particularly in light of OFAC’s wide-scale 6 April 2018 SDN designations.
- **Western European auto manufacturer:** Advising on best practices to mitigate risk under E.U. and U.S. sanctions and Russian counter-sanctions, including amendments to its dealer agreements.
- **U.S. Fortune 500 FMCG company:** Advising on an investigation into potentially corrupt conduct by a distributor in a CIS country.
- **U.S. Fortune 500 energy company:** Conducting an FCPA due diligence investigation into a Russian target company.

Recognition

- *Pravo-300*, 2020-2021: Leading lawyer in sanctions in Russia.

Insights

- “Sanctions risks affecting foreign investments in Russia”, published in the Association of European Businesses’ guide *How to Invest in Russia* (November 2018)
- Quoted in news article **“USA May Require Foreign Banks to Respond to Inquiries under Threat of Closing Their Correspondent Accounts”**, *Interfax* (31 January 2018)
- Guest on live Russian business program **“Demidovich: The Real Economy – Sanctions Against the FSB – Risks For Electronics”** on RBK TV (25 January 2017)
- **“US Pursues Investigations Against Russian/CIS Targets – With European Help”**, published in *the Moscow Times* (24 August 2015)
- **“FCPA and UKBA Predictions for 2014”**, published in *the Moscow Times* (25 February 2014)
- **“Multiple Paths to FCPA Liability”**, published in *the Moscow Times* (10 September 2013)
- **“Vicarious Liability and Piercing the Corporate Veil in Russia”**, published in *the Moscow Times* (24 May 2011)

Activities and Affiliations

Prior and Present Employment

- Counsel - Dentons (formerly Salans), Moscow (2009 to date)
- Associate - Salans, Moscow (2006-2008)
- Associate - Allen & Overy, New York (2002-2006)
- Law Clerk to Hon. Richard W. Goldberg - United States Court of International Trade, New York (2000-2002)

Areas of focus

Practices

- **Arbitration**
- **Banking and Finance**
- **Competition and Antitrust Counseling and Compliance**
- **Corporate**

Education

- University of Chicago, 2000, JD
- The University of Michigan, 1993, BA, with Distinction, Russian and East European Studies
- Moscow State Institute of International Relations (MGIMO), 1992, Exchange programme

Admissions and qualifications

- Admitted to the Bar, New York State

Languages

- English
- French
- Russian