



## PRIVATE EQUITY

### Experience in advice services of investment funds

The industry of investment funds, especially the private equity segment, is dynamic and creative, when the goal is to seek profitability for its clients. The development of this industry is directly related to the economic development of the country and the opportunities existing in the country and abroad. Schmidt, Valois, Miranda, Ferreira & Agel has a team of professionals dedicated to issues related to the Capital Market, working closely with other teams within our firm such as tax and corporate, amongst others. We assist investment fund managers at various stages of the investment cycle covering a broad range of funds – such as Equity Investment Funds, Real Estate Investment Funds, Credit Rights Investment Funds, since the structuring to divestment.

We have been assisting domestic and International private equities in their investments in target companies in Brazil, especially in the areas of natural resources and infrastructure. Our work covers legal and tax advice on the structure to be adopted for the acquisition of assets in Brazil, as well as the assistance to fund managers and management committees in the adoption of final investment decisions, relationship with quotaholders and target companies' management teams.

#### How we can help:

- Legal advice in the structuring of investment funds, development of management structures, and acquisition of target companies;
- Legal advice for the adequacy and compliance with the standards issued by the Securities Commission and market self-regulating entities;
- Advice on the negotiation and participation in acts related to the ordinary activities of the investment funds, mainly in relation to the invested companies, to their properties, and the recovery of credits in processes of judicial recovery and bankruptcy;
- Advice and participation in meetings or assemblies, representing partners, quotaholders or shareholders in the negotiation of agreements and contracts and in corporate disputes;
- Assistance in drafting the investment funds' internal rules, by-laws, shareholders agreements, and contracts, amongst others;
- Advice on administrative registrations with the Brazilian Securities and Exchange Commission; and
- Assistance in due diligence processes for the acquisition of target companies.



## Paulo Valois Pires

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His practice involves the representation of IOCs, NOCs, private equities, financial institutions and suppliers in O&G, M&A, private placements, offshore supply, pipeline construction, LNG projects, infrastructure, and tax related matters. He represents international

and domestic clients in international tenders promoted by the Petroleum Agency and Petrobras for the divestment of onshore and offshore blocks, and also in complex bidding procedures for the charter of FPSOs, FSRUs, and FSOs. He started his career in 1989 as in-house counsel for Shell in Brazil. He is author of a variety of articles and a frequent speaker in panels related to O&G matters and programs worldwide. He was nominated as a leading lawyer (Band 1) in "Energy and Natural Resources" by Chambers Global and Latin America 2006 - 2010, 2011 ("spot light table"), and 2012-2018 editions. He is top ranked in the 2007-2017 "Experts' Guide to the World's Leading Energy and Natural Resource Lawyers" of Euromoney, and recognized as "The Best of the Best in Latin America" in 2012-2017 by the same institution. Recommended in Oil & Gas and Projects & Infrastructure by the international publication Legal 500. He is highly recommended by Latin lawyer 250. Also quoted by Best Lawyers in 2009/2014 - 2018 ("Lawyer of the Year" for his work in Natural Resources in 2018); by The International Who's Who Legal Energy 2009-2017 editions ("Most Highly Regarded Individuals"- 2016 and "Thought Leader - Energy 2018") and by the Latin American Corporate Counsel Association (LACCA) in the 2014-2018 editions. Brazilian Anuário Análise Advocacia has recognized him as one of the most admired lawyers in Brazil. He was nominated by the Brazilian edition of the GQ Magazine in 2014 as one of the most influential lawyers in the country. Assistant Professor of Law at Universidade Cândido Mendes (1999-2002) and at Master Business in Petroleum of COPPE/UFRJ (2000-2004). Vice-chairman of the Brazilian Center of Mediation and Arbitration (CBMA - 2014-2016). Director of the Portuguese Chamber of Commerce in Rio de Janeiro (2015-2016). Tax Committee of National Organization of Oil Industry (ONIP - 2000-2002). Vice-chairman of the Energy Committee of the American Chamber of Commerce (2000). Member of the Association of International Petroleum Negotiators and former alternate regional director of the AIPN Latin America Chapter. Master Degree in International Law by the University of São Paulo. Master Business in Petroleum - MBP by the Federal University of State of Rio de Janeiro/COPPE. Post-graduate diploma in International Law by the Université Robert Schuman, Strasbourg, France: Certificat des Hautes Études Européennes. Law Degree by the University of State of Rio de Janeiro.

Languages: Portuguese, English, French and Spanish.

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