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VITO
RINO

CLIENT INFORMATION

FIRM PROFILE

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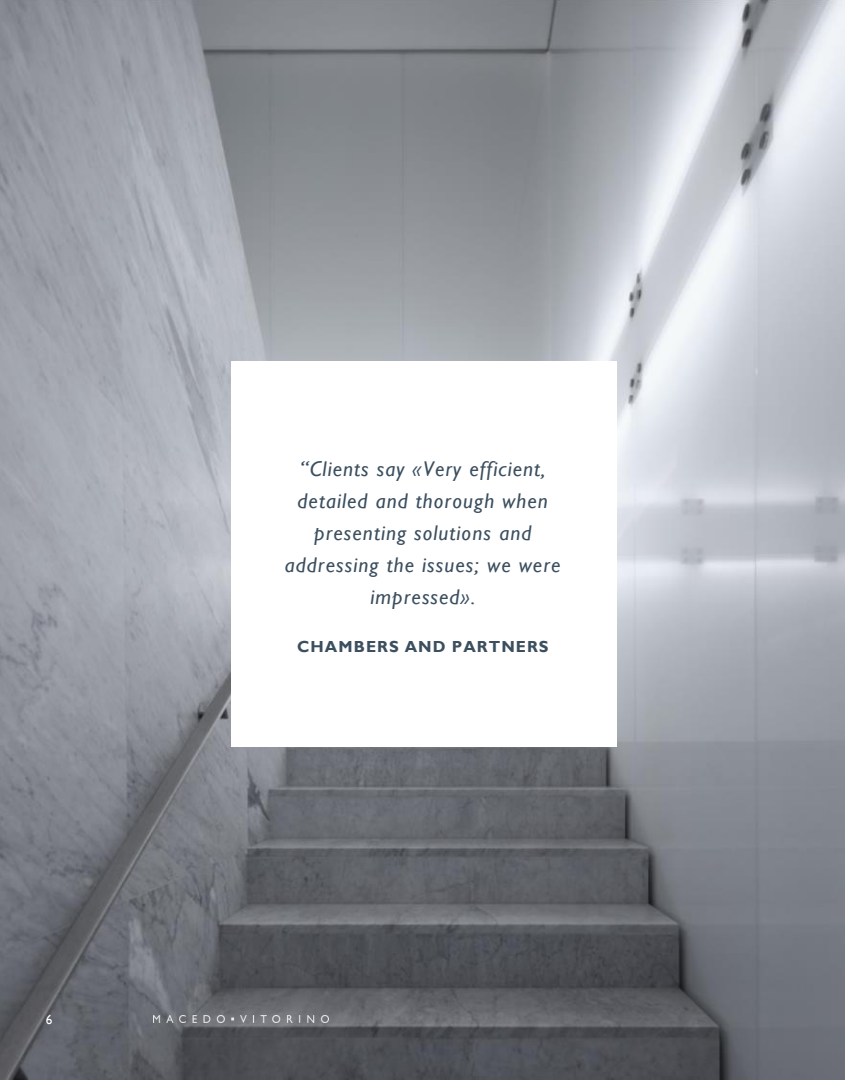
ABOUT US

MACEDO VITORINO is a leading Portuguese law firm. We advise domestic and foreign clients in a wide range of business sectors, including banking, distribution, industry and projects. We are known for our professional and client oriented approach to complex and difficult matters.

Since the incorporation of the firm in 1996 we have been involved in several high profile transactions in all of the firm's fields of practice, including banking and finance, capital markets, corporate and M&A, etc.. We have also acted on many complex disputes and restructurings.

We are mentioned by The European Legal 500 in twelve of its fifteen practice areas, including banking and finance, capital markets, project finance, corporate and M&A and litigation.

The firm is also recognised by IFLR 1000 and Chambers and Partners for its work in project finance, corporate finance, corporate and M&A, TMT, dispute resolution and restructuring and insolvency.



“Clients say «Very efficient, detailed and thorough when presenting solutions and addressing the issues; we were impressed».

CHAMBERS AND PARTNERS

BANKING AND FINANCE

Our banking and finance practice is one of the core practices of the firm. banking and finance presently represent approximately 26% of the firm’s business.

We are used to advising clients in high-value and complex financial transactions, including derivatives and other structured products. Our team is praised for being able to find innovative solutions and having an in-depth knowledge of the law.

Our banking and finance group advises on all aspects of the financing of public companies or institutions and private entities, derivatives, capital markets and project finance.

We act for lenders and borrowers in public and private finance matters and for domestic and international clients on regulatory, compliance and capital requirements.

PROJECT FINANCE

“Excellent. Very good lawyers with the ability to provide tailor made solutions, and a different approach to problem solving.”

IFLR 1000

Project finance has been one of the preferred financing models for the development of large infrastructure projects in Portugal since the construction of the Vasco da Gama Bridge which was completed in 1998.

MACEDO VITORINO provides comprehensive advice to clients covering all aspects of project financing transactions, including public law, corporate law and tax law aspects.

We assist our clients in the following projects:

- INFRASTRUCTURES AND TRANSPORTATION
- WATER AND WASTE
- ENERGY
- TELECOMMUNICATIONS NETWORKS
- HOSPITALS

CAPITAL MARKETS

“MACEDO VITORINO impresses with its recent work for issuers and investors. The team is considered a real trustable alternative.”

THE EUROPEAN LEGAL 500

Capital markets have become an alternative source of funding to an increasing number of borrowers. MACEDO VITORINO has extensive experience in capital markets, including public and private offerings of securities.

Our banking and finance group acts on behalf of issuers, arrangers and underwriters in securities offerings. We also advise our clients in the following areas:

- ACQUISITION AND TAKEOVER FINANCE
- ISSUE, SUBSCRIPTION AND SALE OF SHARES AND DEBT INSTRUMENTS
- LISTING OF SECURITIES
- REGISTRATION OF FINANCIAL INTERMEDIARIES
- REPORTING DUTIES
- COMPLIANCE MATTERS

FINANCIAL LITIGATION

“Effective and excellent to work with», MACEDO VITORINO has a strong reputation among international and domestic banks.”

THE EUROPEAN LEGAL 500

MACEDO VITORINO represents national and international clients in several claims of high value and high complexity arising from the current financial crisis.

MACEDO VITORINO has a multidisciplinary approach to each case; our lawyers are prepared to deal with both procedural and substantive aspects of the case.

We have been involved in all bank insolvency and resolution proceedings relating to Portuguese banks since the beginning of the 2008 global financial crisis.

We represent clients in regulatory investigations, enforcement actions, arbitrations, commercial disputes, securities litigation, compliance, bank insolvencies and restructurings.

MACEDO • VITORINO

CORPORATE AND COMMERCIAL

WHAT WE DO

“A compact but technically strong team, recognised for its corporate and M&A experience. Provides particular expertise in the TMT, energy and luxury goods sectors.”

CHAMBERS AND PARTNERS

CORPORATE AND COMMERCIAL

Our corporate group is the firm's largest business group, accounting for about 46% of the firm's total revenues. Clients of the corporate group include several Fortune 500 companies.

The multidisciplinary and integrated character of our corporate and commercial group allows us to efficiently solve the legal issues of our clients, in particular:

- CORPORATE AND COMMERCIAL LAW
- CORPORATE GOVERNANCE
- COMPLIANCE
- COMPETITION AND EUROPEAN LAW
- EMPLOYMENT
- TAX
- CORPORATE RESTRUCTURING

COMMERCE AND INVESTMENT

The multidisciplinary and integrated character of our corporate and commercial group allows us to efficiently solve the legal issues of our clients, in particular:

- COMMERCIAL AND DISTRIBUTION AGREEMENTS
- FRANCHISING AGREEMENTS
- COMPETITION AND EUROPEAN LAW
- COPYRIGHTS, INTELLECTUAL PROPERTY, INFORMATION TECHNOLOGIES,
PATENT AND TRADEMARK REGISTRATION
- PUBLIC AND PRIVATE WORKS CONTRACTS
- FINANCING OF COMPANIES
- MERGERS, ACQUISITIONS AND PRIVATISATIONS
- FOREIGN INVESTMENT

GOVERNANCE AND COMPLIANCE

Companies have no choice to prioritize legal compliance as a primary business concern in view of the substantial legal and non-legal consequences if they neglect their legal and ethical duties.

We have seen a recent surge in new laws and regulations seeking to address social, environmental and ethical issues, such as equality in employment, harassment, business ethics, social responsibility, and personal data use, etc..

To help clients in creating and monitoring compliance programmes, we have a team specifically dedicated to assist clients with:

- CORPORATE GOVERNANCE
- ANTI-MONEY LAUNDERING
- EMPLOYMENT
- PRIVACY AND DATA PROTECTION
- ANTITRUST AND COMPETITION

COMPETITION AND EUROPEAN LAW

MACEDO VITORINO advises clients on the areas of competition and European law.

We advise on the following matters:

- ANTITRUST (HORIZONTAL AND VERTICAL AGREEMENTS)
- ABUSE OF DOMINANT POSITION
- MERGER CONTROL
- STATE AIDS AND SERVICES OF GENERAL ECONOMIC INTEREST
- IMPLEMENTATION OF EU DIRECTIVES
- REGULATORY MATTERS

The advice provided encompasses all economy sectors and takes into account the special features of regulated sectors, including without limitation, communications, energy, water and waste, financial services, pharmaceutical products, air and land transportation, shipping and media.

INTELLECTUAL PROPERTY

MACEDO VITORINO works in all areas related to intellectual and industrial property, including the register of trademarks, patents and industrial designs, as well as litigation in any of these matters.

Our advice includes:

- PROTECTION OF TRADEMARKS
- PATENTS AND NEW TECHNOLOGIES
- DATA PROTECTION
- INFORMATION TECHNOLOGY
- TELEVISION AND INTERNET
- PHARMACEUTICAL INDUSTRY

Our IP team has a broad experience on copyright and industrial property law.

EMPLOYMENT

Our employment group advises national and international clients in all employment and social security matters.

Our employment practice includes advising clients on:

- INDIVIDUAL AND COLLECTIVE CONTRACTS
- RESTRUCTURING AND STAFF REDUCTION PROCESSES
- SOCIAL SECURITY AND WORK ACCIDENTS
- OUTSOURCING
- LABOUR LITIGATION
- LABOUR AUDITS (STANDALONE OR INCLUDED IN M&A TRANSACTIONS)

Companies need day-to-day advice on their legal and contractual obligations arising from individual and collective employment agreements.


TAX

MACEDO VITORINO advises national and foreign clients on the tax aspects of domestic and cross-border transactions as well as on their day-to-day tax issues.

Our advice includes:

- MERGERS AND ACQUISITIONS
- RESTRUCTURINGS
- FINANCIAL TRANSACTIONS
- STRUCTURED FINANCE
- CAPITAL MARKETS
- TRANSFER PRICING
- TAX LITIGATION

We advise on all Portuguese and European law tax matters, in particular, corporate income tax, personal income tax, value added tax, real estate taxes and stamp duty, as well as on double taxation treaties issues.



“The team is known for bringing a boutique approach to tax, this team handles complex structuring work for banks and corporate clients. Recent mandates include M&A, financing and real estate transactions.”

CHAMBERS AND PARTNERS

PROJECTS AND INFRASTRUCTURES

Our advice includes a wide range of matters regarding the development of a project from its conception and structuring to its implementation:

- CHOICE OF THE PROJECT VEHICLE
- NEGOTIATION OF SHAREHOLDERS' AGREEMENTS
- PROJECT FINANCING AND SECURITIES ISSUES
- PLANNING AND REGULATION
- TAX ISSUES

The several practice areas of the projects and regulation group allow MACEDO VITORINO to advise public and private entities in projects of considerable size and complexity in several business sectors including infrastructure and transportation, water and waste, hospitals, energy and telecommunications.

ENERGY

The energy group advises clients in all legal aspects required for the implementing and development of energy infrastructures, energy markets and sector regulation, with a special focus on renewable energy.

MACEDO VITORINO works in the development of energy projects regarding:

- PUBLIC AND ENVIRONMENTAL LICENSING
- SECTOR REGULATION
- FUNDING AND DEVELOPMENT OF PROJECTS
- ENERGY DERIVATIVES
- GREEN CERTIFICATES

COMMUNICATIONS

Since its incorporation in 1996, MACEDO VITORINO has been involved in the development of several telecommunications projects, culminating in the liberalisation process in 2000.

We have advised clients in the following matters:

- LICENSING OF FIXED TELEPHONE NETWORKS
- LICENSING OF MOBILE TELEPHONE NETWORKS
- MANAGEMENT AND IMPLEMENTATION OF REGULATED OFFERS
- INTERCONNECTION
- SUPPLY AND ACQUISITION OF EQUIPMENT AND NETWORKS
- INSTALLATION, OPERATION AND TRANSMISSION OF FIXED AND MOBILE NETWORKS
- SUPPLY AND ACQUISITION OF COMPUTER AND MANAGEMENT SYSTEMS
- ADMINISTRATIVE LITIGATION

REAL ESTATE AND PLANNING

Public procurement, the licensing of allotments and construction works and litigation involving public and local entities are law fields where a specialised legal advice is vital.

Our lawyers deal with several areas of the administrative law, including without limitation:

- ENVIRONMENTAL LAW
- REAL ESTATE LAW
- PLANNING LAW

Our real estate and planning group advises clients on the buying and selling of urban and rural properties, the development of shopping centres, residential and office buildings and of large-scale agro-industrial projects.

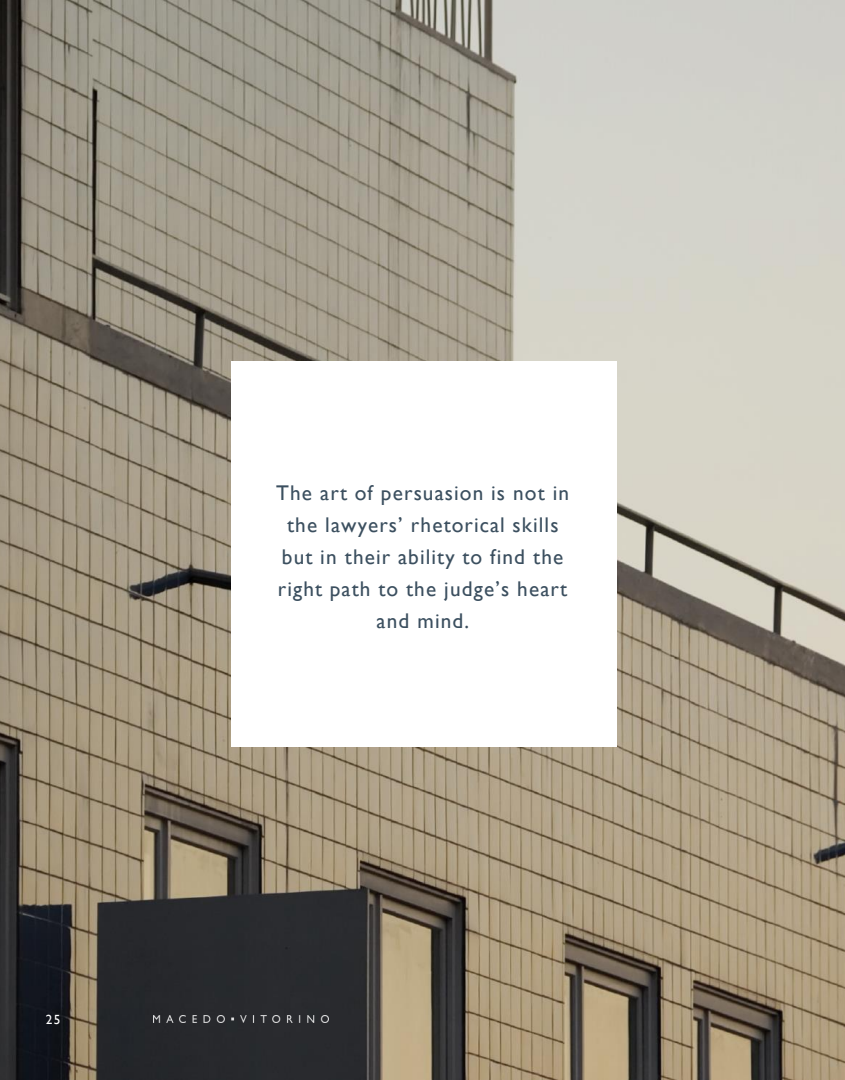
PPP AND CONCESSIONS

Public-private partnerships have allowed significant private investment into Portuguese infrastructures' markets. This is particularly true for the highways, airport, transportation and healthcare infrastructures.

Our projects and regulation group has strong capabilities in dealing with infrastructure projects, including among others:

- PUBLIC PROCUREMENT TENDERING AND BID SUBMISSION RULES
- NEGOTIATION OF CONCESSION AGREEMENTS
- NEGOTIATION OF MANAGEMENT, MAINTENANCE AND OTHER SERVICE AGREEMENTS
- MANAGING PPP AND OTHER TYPE OF CONCESSIONS' CORPORATE STRUCTURES

We can provide a complete understanding and experience of the Portuguese transport infrastructures sector and of the Portuguese commercial and regulatory environment.



The art of persuasion is not in
the lawyers' rhetorical skills
but in their ability to find the
right path to the judge's heart
and mind.

LITIGATION AND ARBITRATION

MACEDO VITORINO represents national and international clients in several claims of high value and high complexity.

The legal representation of clients in disputes before judicial and arbitral courts require experienced legal teams, whose lawyers must make a rigorous assessment of the facts, have an in-depth knowledge of the law and be able to advise on the best strategy suited to the case.

MACEDO VITORINO has a multidisciplinary approach to each case; our lawyers are prepared to deal with both procedural and substantive aspects of the case.

This approach allows us to advise on the strategy best suited to meet our clients' concerns. When advisable, we assist clients in settling cases in and out of court, always having in mind that to achieve the best result we need to consider the strengths and weaknesses of the case and to be prepared for litigation if necessary.

COMMERCIAL LITIGATION

Our litigation and arbitration group acts in several commercial disputes concerning:

- COMMERCIAL CONTRACTS
- CONSTRUCTION AND SERVICES CONTRACTS
- DISTRIBUTION OF DIVIDENDS
- RIGHTS OF MAJORITY AND MINORITY SHAREHOLDERS
- FRANCHISING, AGENCY AND DISTRIBUTION AGREEMENTS
- JOINT VENTURES
- INTELLECTUAL PROPERTY, SOFTWARE AND INFORMATION TECHNOLOGY
- PATENTS AND TRADEMARKS
- SUPPLY AGREEMENTS

MACEDO VITORINO has a solid experience in appeals and in the enforcement of foreign judgements.

INSOLVENCY AND RESTRUCTURINGS

Insolvency and restructuring are a complex activity, which involve several critical issues. Many times, creditors and distressed companies alike take too long before filing for insolvency from creditors, fearing that procedures are too lengthy, too costly and too unpredictable.

To avoid or mitigate these problems, clients need reliable legal advice and a business-oriented approach.

An informal workout may be preferable to an insolvency procedure, but companies must be ready to take speedy and resolute action to protect their interests.

We represent both creditors and distressed companies in:

- FORMAL AND INFORMAL WORKOUTS
- RESTRUCTURINGS
- INSOLVENCY PROCEDURES

PUBLIC LAW AND TAX LITIGATION

Administrative disputes, either with national or local public entities, arising from public procurement and licensing procedures, require appropriate legal expert advice.

Our lawyers deal with a range of administrative law matters, as well as with other public law matters including regulatory and tax litigation.

Our areas of work include:

- ENVIRONMENTAL LAW
- URBAN PLANNING
- REAL ESTATE AND CONSTRUCTION
- STATE AND LOCAL CONCESSION AGREEMENTS
- REGULATION AND COMPLIANCE
- TAX LITIGATION

ARBITRATION

Arbitration is particularly suitable for resolving international commercial disputes, placing the parties on an equal plane. The parties know that by submitting their case to an arbitration court it will be judged by experts.

Our arbitration group advises on national and international arbitrations concerning:

- INTERNATIONAL ARBITRATIONS BEFORE ICC AND OTHER NATIONAL AND INTERNATIONAL ARBITRATION COURTS
- DOMESTIC ARBITRATIONS BEFORE THE LISBON CHAMBER OF COMMERCE
- INSTITUTIONAL AND “AD HOC” ARBITRATIONS
- ENFORCEMENT OF ARBITRAL AWARDS
- APPEALS AND ANNULMENT OF ARBITRAL AWARDS
- MEDIATION

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