

De Conti Law Office

decontilawoffice.com

What we do to Add Value

One of our core business is to provide complete Juridical Services for foreign companies and investors in Brazil. On the areas of Business Law, beyond juridical assistance related to the routine of Companies, we provide, also, services for specific and personalized projects. Aiming to be the juridical eyes of our clients, we provide simple and complex services, always with high technical quality, of permanent form (as monthly advice), and in special moments (e.g. M&A/PE/VE). Our expertise is of Full Service for Companies and Investors, as well as for Natural Persons.

1. Presentation

Today, in 2017, whom read the past's 2010 and 2013 Presentations of De Conti Law Office will understand that our history really can be sintetized as our logo says: "*Lawyers and Legal Counsels with International DNA*". We advice legally foreign companies and investors, as well as natural persons and their families, in the Brazilian market and life's environment. And when Brazilians need go abroad to do business, we are the right lawyers. With a strong networking at a global level (globobroking.com), and with alliances's arms in others law firms at City of São Paulo (rdloffice.com), De Conti Law Office can provide to the Client what the big ones can not: synergy and intellectual power by a fair price, with fast responsivity.

Globally minded, locally based, passionate with what we do.

Some key words to understand whom we are and what we do: M&A, Privaty Equity, Venture Capital, Direct Foreign Investment, International Commerce, Start-Ups, Family Office, Immigration, Corporate Law, Tax Law, Civil and Commercial Law, Contractual Law, Labor Law, International Law, Family Law, Real Estate Law, Intellectual Property Law, Information and Tecnology Law, Finances and Capital Markets, Agribusiness and Food, Information Technology, Real Estate, Health & Life Science

2. Relationship: our business philosophy

We seek permanent relationships with our clients, always striving for transparency and timeliness in attendance and eternal quest for more effective results. We believe they are our true partners and their problems, before be just a few more juridical cases to be solved, are also our problems and always special cases.

3. Values & Value

Our Values: Confidentiality; Commitment; Synergy with the client; Ethics in the relationship; Competitiveness, Strategic Vision & Effectiveness; Focus on Results. Our Value is the result of intense professional experience and of constant professional development through advanced researches and academic excellence. Our Value is the result of our commitment to the satisfaction of the client, which is always unique.

4. Presence :

- Intelligence on networking | Our net is Global: trough globobroking.com we are present in Brazil & India & Belgium & Italy & Portugal & other jurisdictions.
- Our muscles in Brazil are based on net intelligence: trough rdloffice.com we can provide tailor-made teams to solve legal issues with skilled lawyers with power to compete against the best ones in the city of São Paulo.
- Intellectual Cooperation | We are engaged in the production of Workshops, Lectures, Online Courses and Papers with our international connections and alliances.

5. Method

Strategic Networking between persons and companies high specialized, coordinated by virtual means, based on structures self sustaining (micro or middle), independent of geographic location. The Advantage of our method: strategic relationship which facilitates the personalized modeling of multidisciplinary teams as well as the reduction of the structural costs, what is made by Applied Logistics in providing services. De Conti Law Office orchestra the right persons at the right time. Logistics, IT & Security: we have a sophisticated IT infrastructure to better serve our clients and facilitate the work of lawyers involved in the cases. In our "Virtual Desktop", the lawyer access all the technological tools needed to increase productivity and efficiency in the provision of legal services. And our IT Policy ensures the healthiness and safety in handling information and data that are submitted.

6. Technique

Monitoring the markets in which our clients operate, by checking what is on the agenda, keeping constant contact through Special Papers, Newsletters and Periodic Reports, are some of the instruments we use to develop our technique and which, at the same time, develops the loyalty of our clients and the excellence of our services. Furthermore, we believe that the good lawyer is not only a legal expert, a person with good sense and a man or woman with good relationship in his/her practice area, but, also, the good lawyer is an erudite professional, with extensive knowledge of diverse subjects, with a strong background in legal theory, in addition to knowledge in other key areas of human knowledge, such as Economics, Logic, Rhetoric and Philosophy

7. Founder & Manager

Rafael De Conti.

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Rafael is a Brazilian Lawyer passionated by Law as Art, what means that he understand the Law as a mean by which he express himself. The fusion of his Degree of Bachelor of Law (Mackenzie Presbyterian University) with his Degree of Bachelor of Philosophy (University of São Paulo), plus his experience of life, created a Lawyer with multidisciplinary practice (Corporate, Tax, Finances, Contracts and Litigation). Advising foreign companies and investors in Brazil as well as Brazilian companies and investors operating internationally, Rafael invest a good part of his life time to solve legal issues. Other interests of Rafael are Technology, Philosophy and Networking, also being member of Chambers of Commerce and author of books (<https://rdc.pro.br/books>).

HQ - São Paulo: Rua Álvares Penteado, n. 185, s. 504, Centro Histórico, São Paulo/SP, CEP 01012-001, behind the Stock Exchange (BM&FBovespa), and next to the Lawyers Association of São Paulo (AASP).

Site: decontilawoffice.com | **Tel SP:** (55 11) 3230-6043 / **Tel NY:** (1 347) 706-1819

Practice Areas

8. Corporate Law: the soul of a legal entity | The Area of Corporate Law, the structural dimension of a business (which sets, among several issues, for example, the capital of the company and the form of participation of partners/shareholders, as well as the administration and internal auditing of the company) is considered by us as the most strategic since it is the Area which operates the power dynamics within the company from its constituent elements. In Corporate Law, we advise our clients by providing Start Up/ Incorporation/ Dissolution services; Rationalization of Corporate Structures and Holdings; Drafting, Analysis and Negotiation of Corporate Documents (bylaws, amendments, articles of dissolution, meetings documents, among others).

9. Contracts: the preventive practice which minimizes litigation | The Area of Contracts, whose importance reside in minimizing conflicts engendered by business barely made because little analyzed and negotiated from a juridical perspective, becomes increasingly complex and sophisticated in markets and operations which involve the connection of several contracts in a network. On this Area of Practice, we advise our clients since the development of a single Commercial Contract, in markets such as Real Estate, Sports and Entertainment, Banking and Agribusiness, until the drafting of Structured Operations involving the establishment of networks of contracts, such as operations of Project Finance and Turn-Key Contracts.

10. Tax Law: planning which reduces costs | The Area of Tax Law has its strategic essence by the fact which the heavy burden imposed by the State, on the Brazilian productive activities and services, could represent 3-4 months of the companies revenues. We advise our clients in the area of tax developing Tax Planning and Legal Opinions for corporations, Brazilian and foreign, performing the interpretation and application of tax norms (federal, state and municipal), on various species of taxes, acting, yet, by a multidisciplinary perspective with the Areas of Corporate Law and Contracts in Structured Operations and Corporate Restructuring.

11. Labor Law | Advice and protection of companies in the field of Brazilian Labor Law, aiming minimize the impact of labor debts, in a extra-judicial way as well as in litigation.

12. Litigation: the art of convincing | Follow the law, of the most strict way as possible, or, when the situation require, contest the law by every possible means, reinterpreting it and seeking for its shortcomings, is what we do to defend the interests of our clients. But is not only by structured procedural stratagems, and by cutting-edge research, that is made our litigation area; we believe that the relationship with the Judiciary, dedicated to a deep investigation of the way of think of each judge, and of the experience of each judge, is what, in many cases, brings the win in the Courts. Then, for us, we are always carrying three persons: ourselves, our opponent and the judge ("Unus sustineo tres Personas; mei, adversarii, et iudicis" – Cícero). We act in Judicial Sphere (State and Federal), as well as in Regulatory Sphere (CVM - Securities and Exchange Commission of Brazil, and others Agencies), with highlight to Litigation of Corporate Area and Tax Litigation.

Special Industries

13. M&A/PE/VC: Closing the Deal | Due Diligence: Establish the current juridical situation of Projects/Companies trough the measuring of risks in the following legal areas: (i) Corporate Law; (ii) Contracts (with Banks, Suppliers, Clients and Others Important Agreements); (iii) Real Estate; (iv) Labor Law; (v) Commercial Litigation; (vi) Tax Law; (vii) Sanitary / Environmental Law; and (viii) Intellectual Property; among other areas, according each case. Structuring and Contract Negotiation: Development /Analysis /Negotiation of the Agreement of Sale and Acquisition of Business, aiming acquire the best juridical conditions to the Client, by a complete juridical perspective of the Business, which considers, as parts of the Agreement, juridical Mechanisms of protection concerning to: (a) clause of non-competition; (b) debts with suppliers and third service; (c) issues related to clients; (d) employees; (e) tax liabilities; (f) impacts, engendered by the Sale and Acquisition; (g) declarations of the parts about the accounting data of the Company(ies) which were audited; (h) conditions of Closing and of Payment; and other issues. Private Equity (PE) & Venture Capital (VC): juridical acting since the structuring of the mechanisms which secure the investors, considering the situation of disinvestment of the investor.

14. Investment Funds | Setting Up and Development of Amendments to the Regulations and Prospectus of Investment Funds, Analysis and Negotiation with Service Providers, Disclosure of Information in accordance with market rules, structuring of Public Offerings, Development of minutes and juridical advice on General Meetings, Settlement and Closing of Funds, Operations of Merger, Split and Changes of Investment Funds, Advocacy in administrative procedures at the CVM (Securities and Exchange Commission of Brazil), Legal Advisory on Finance and Capital Market..

15. ICT | We provide high specialized services on Privacy Policy, Data Protection, Cyber Law, Digital Law, Domain Issues, Software rights, Intellectual Property. IT Start-up, IT M&A.

16. Mining | Start-up Mining Business. Legal services concerning taxation and corporate aspects of Mineral Business in Brazil as well as services related to Registry and Regulatory aspects.

17. Wealth Family | Provide juridical advice since issues regarding the matrimonial property regime until formation of Holding Companies for Succession Planning, constitute the services of De Conti Law Office on the area of Family Law & Succession, always aiming the protection of family assets.

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