CESCON
BARRIEU

Mining

We are the **firm of choice** for **strategic transactions** and **disputes**

ABOUT **CESCON BARRIEU**

Cescon Barrieu is one of Brazil's leading law firms.

Our lawyers stand out for their strong commitment to the representation of our clients' interests and for their work in highly sophisticated, groundbreaking matters. Our goal is to be our clients' law firm of choice for their most complex legal matters and most strategic transactions and disputes.

> "The responsiveness of the firm, their ability to proactively anticipate potential issues and resolve them before they became critical were key strengths and indicated their extensive experience in this area.
>
> **Chambers and Partners (2018)**"

OUR **HIGHLIGHTS**

- Advice on more than 400 M&A transactions between 2008 and 2018
- Over USD 150 billion in M&A transactions between 2013 and 2018
- Advice on more than 50 public equity offerings in the past 10 years
- Reference in Project Finance, with over 25 Deal of the Year Awards
- Top ranked by all major specialized publications
- Women represent more than 30% of the firm's equity partners

OUR **TEAM**

Our team is highly qualified, and most of our senior lawyers have post-graduate degrees and international experience from studying at the most prestigious U.S. and European academic institutions and working as international associates at renowned law firms in major financial centers.

OUR **MINING PRACTICE**

We are one of the most active firms focused on Mining in Brazil. We are a full-service, one-stop shop for mining business, with excellent transactional, advisory and litigation practices. Our expertise includes regulatory matters, due diligence processes, mining rights registrations, contracts relating to ore supply, security, options, royalties, easements, lease, and agreements with surface land owners, contracts with suppliers and service providers, monitoring and advising on mining policies, monitoring and conducting administrative procedures before mining authorities, litigation on mining matters, tailings dam regulations and litigation, among others.

Our ability to offer the best mining law advice on the most complex and innovative transactions in both the domestic and global markets is highlighted as the core competence of our experts. Our main goal is to provide our clients with pragmatic and business oriented advice, coupled with strong technical knowledge.

We strengthened our practice with an experienced litigation and regulatory team that advises the main mining companies in Brazil on their complex litigation proceedings before judicial, administrative and arbitration courts across the country regarding mining aspects.

Our significant and assorted track record of mining deals coupled with our new team broad experience in all aspects of mining law enables us to consider future business developments when assisting clients in commercial negotiations and interactions with the sector regulators, so as to facilitate future deals. In this sense, our team has acquired a strong reputation of “deal makers” with remarkable negotiating skills and experience, and is actively pursuing high end and innovative structures to best-fit clients’ interests.

SELECTED **TRANSACTIONS**

M&A and Joint Venture Transactions. Our diverse portfolio of M&A transactions in the mining industry include advice to Vale on the US$ 2.5 billion sale of Vale Fertilizantes to the American company Mosaic, advice to Brio Gold (a company of the Yamana Gold group) on the indirect multijurisdictional acquisition of a mining project in Minas Gerais (MRDM), advice to Arcelor Mittal on the acquisition of mining assets from London Mining PLC, advice to Grupo Bunge on the sale of fertilizing assets to Vale, advice to Votorantim Group on the acquisition of multiple mining assets in Brazil, advice to Largo Resources on the acquisition of mining assets comprising vanadium and tungsten deposits in the state of Bahia, advice to Trafigura Group on transactions involving the acquisition of logistics and mining assets, advice to Anglo American on negotiations involving the joint exploration of certain mining assets and the sale of a mining complex

Financing Transactions. Our leading project financing and mining practices work together in assisting both mining companies and financial institutions to finance mining projects, including advice to Orion Mine Finance on the funding package provided to Leagold Mining to enable the acquisition of Brio Gold Inc. (US$ 250 million financing and US$ 45 million private equity placement), advice to a pool of banks on Project Minas-Rio involving the amount of approximately US$ 2.7 billion, advice to Largo Resources on a R$ 333 million financing with a syndicate of Brazilian banks, advice to Icahn Enterprises Group on financings to its Brazilian subsidiary, Ferrous Resources, advice to National Bank of Canada and Bank of America Merrill Lynch on various financings secured by Brazilian mining assets.

Capital Markets Transactions. Brazilian mining companies are increasingly resorting to capital markets alternatives in their capital structure. Our team has been assisting multiple companies and underwriters on such process, such as Sigma Mineração on private placements in Canada, Companhia de Desenvolvimento Econômico de Minas Gerais – CODEMIG on the restructuring of the collateral under its first issuance of R$ 700 million non-convertible debentures, for public distribution with restricted placement efforts, JP Morgan Chase on the US$ 1 billion bond issuance of Samarco Mineração, Largo Resources on a US$ 125 million private placement with international investors.

Litigation. Our dispute resolution practice covers judicial, administrative and arbitrations related with the mining sector, including representation of MMX Mineração e Metálicos on a claim filed by Usiminas regarding corporate matters, Bunge Fertilizantes on over 500 lawsuits filed by neighbors alleging damages in connection with mining activities, Sandvik on lawsuits relating to mining and construction activities in Brazil, Anglo American on proceedings necessary to the installation of the Minas-Rio Project’s mine, electrical power transmission lines, beneficiation plant and water conduits, as well as various other clients on possessory lawsuits, regulatory disputes and challenging of amounts charged as CFEM.

Crisis Management. Advice to Vale, Samarco and Herculano Mineração on real-time crisis management related to different tailing dam disasters, addressing regulatory matters before public authorities immediately after the accidents at the Fundão Dam in Mariana and at the Córrego do Feijão Dam in Brumadinho.

Regulatory and Environmental Advice. Legal and regulatory assistance before environmental and regulatory agencies to Vale, Samarco, CBMM, Kinross, Intercement, Trafigura Group, Votorantim Group, Anglo American, Arcelor Mittal, involving matters such as tailing dams emergency action plans, review of mining licenses titles, compliance with regulatory requirements, mining royalties matters, acquisition and review of real estate title and easements.

RECENT **AWARDS**

Acquisition of Eletropaulo by Enel

- Cross-border M&A of the Year 2018 by Latin Finance

Suzano’s Acquisition of Fibria and Financing

- Best M&A Strategy of the Year 2018 by Latin Finance
- Trade Finance of the Year 2018 by Latin Finance

Oi Restructuring

- Restructuring of the Year 2018 by Latin Finance
- Global Finance Deal of the Year 2018 by The American Lawyer
- Disputes Matter of the Year 2016 by Latin Lawyer

OOG Restructuring

- Restructuring of the Year 2017 by Latin Lawyer
- Restructuring of the Year 2018 by IFRL
- Cross-border Turnaround of the Year 2017 by Turnaround Atlas

OAS DIP Financing

- Restructuring of the Year 2017 by IFRL
- Restructuring of the Year 2015 by Latin Lawyer

> They understand the business context in which the negotiations are taking place.
>
> **Chambers and Partners**

> ... stands out for its project finance expertise [in mining].
>
> **Legal 500**

RANKED IN
Chambers
Latin America
2021

IFLR
1000
TOP TIER
FIRM
2020

The
LEGAL
500
LATIN AMERICA
TOP TIER
2021

ELITE
LATIN LAWYER ELITE 2020

Marcelo Mendo
D +55 31 2519 2245
marcelo.mendo@cesconbarrieu.com.br

Frederico Viana Rodrigues
D +55 31 2519 2202
frederico.rodrigues@cesconbarrieu.com.br

Frederico Marques
D +1 (416) 388-9210
frederico.marques@cesconbarrieu.com.br

CESCON, BARRIEU, FLESCH & BARRETO ADVOGADOS
SÃO PAULO | RIO DE JANEIRO | BELO HORIZONTE | BRASÍLIA | SALVADOR | TORONTO
www.cesconbarrieu.com.br