



Agribusiness

A holistic approach to agribusiness allows us to understand the complete cycle of the sector's various industries, from a strategic viewpoint that emphasizes the financial and environmental security of agricultural enterprises

We follow each agricultural industry and its distinct economic cycle, to ensure that we have a complete and up-to-the-minute understanding of the production chain of Brazil's products, such as soybeans, sugarcane, beef, coffee, oranges, corn and other crops, including the inputs sector – supplying fertilizers and agricultural chemicals, cultivars, and animal health products – and the storage and distribution sector. With this knowledge, we provide legal support to our clients in all stages of production, from acquisition and registration of land to financing production and risk management, including debt restructuring.

We advise businesses and investors in different agricultural industries in all their legal needs, such as corporate, environmental and financial.

► **ENVIRONMENTAL.** Support in bringing rural properties into compliance with environmental laws and regulations, licensing biomass energy generation and biofuel projects, decarbonization credits (RenovaBio), extensive livestock farming, forestry projects, use of water resources, access to biodiversity genetic resources, matters related to genetically-modified organisms, resolution of conflicts in and out of court, and negotiation of settlements and terms of commitment with public authorities, among other matters.

► **CORPORATE.** Support in mergers and acquisitions of agricultural businesses, including the creation of joint ventures and cooperatives in the sector. Advice on corporate matters, including analysis of corporate governance and recommendations for improvements, and on preparations for sector-specific capital market transactions. Support in corporate disputes and in exchanges and leases of rural properties.

► **CAPITAL MARKET.** Support in obtaining funds in the capital market to finance production, through the issue of Rural Real Estate Certificates (CIRs), Rural Credit Certificates (CCRs), Rural Production Certificates (CPRs) and Agribusiness Receivables Certificates (CRAs), denominated in both Brazilian and foreign currencies.

► **FINANCE AND DEBT RESTRUCTURING.** Support in the entire credit cycle of agricultural businesses; financing from national and foreign banks; renegotiations of debt; renewal of security; restructuring of agricultural portfolios; and judicial and extrajudicial restructurings.

► **LABOR AND EMPLOYMENT.** Support in labor and employment matters in agricultural businesses, including routine and strategic matters, such as monitoring investigations by the Labor Public Prosecution Service, defending clients in lawsuits and collective actions (including public civil actions), and negotiating collective agreements with labor unions. We have ample experience in advisory and litigious matters related to the labor-related liability of investors in agribusiness.

► **LITIGATION.** Representation of businesses, shareholders, creditors and investors in complex disputes, in the courts and in arbitral proceedings, involving mergers and acquisitions, corporate disputes, security interests, and commercial contracts.

► **COMPETITION.** Support in merger and other notifications to Brazil's antitrust authority, CADE; representation of businesses in investigations before CADE or the courts involving antitrust matters; advice on compliance of commercial and contractual practices with Brazilian competition law. We also conduct internal investigations and prepare competition compliance programs.

► **RESTRUCTURING AND INSOLVENCY.** Representation of businesses, shareholders, creditors and investors in judicial restructuring proceedings, extrajudicial restructuring proceedings, bankruptcies, private debt restructurings, enforcement of debts and security interests, acquisition of distressed assets, and complex negotiations involving special situations.

► **COMPLIANCE, INVESTIGATIONS AND REGULATORY ENFORCEMENT.** Support in compliance matters, investigations and business crime, ranging from prevention to monitoring and response, including structuring compliance programs, policies, and internal regulations and codes of ethics; investigations of corporate fraud, corruption, and harassment; consultancy in compliance matters in the agribusiness sector and in obtaining certificates and seals such as ISO 37001, ISO 19600, *Selo Pro Ética*, *Selo Mais Integridade*, and *Agrointegro*.

► **TAX.** Specialized support in tax matters related to agricultural industries and rural producers, such as corporate reorganizations connected to foreign indirect investment in rural properties and in rural partnership agreements, among other contracts typical of the sector. Tax support in M&A transactions and structured financial transactions (financing/investment), establishing new lines of business (such as export operations), and debt restructurings. Strong presence in administrative and judicial disputes at all instances, from monitoring tax audits to representing clients as *amicus curiae* before Brazil's constitutional court, in cases involving federal taxes, social security contributions and state taxes, focusing on the facts and evidence in each case, with a view to containing tax assessments based on presumptions, with exorbitant fines, or to recovering tax credits held by our clients.

► **GOVERNMENT RELATIONS.** Support in interactions with the various executive and legislative bodies that act in the regulation and control of agribusiness in Brazil. BMA's focus is on promoting our clients' legitimate, transparent participation in the political arena, always with a view to achieving the best results for development of Brazil's agricultural sector.

► **SUPERIOR COURTS.** Support in litigation, through unique and assertive strategies. We work both in cases originating with BMA, in conjunction with the firm's other practice areas, and in cooperation with other law firms that act in local courts. Preparation of appeals from local appeal courts to the Supreme Federal Court, the Superior Court of Justice, and the Superior Labor Appeals Court, including preparation of memorials, attendance in chambers, and oral argument. We also represent clients as *amici curiae* in strategic cases, such as constitutional challenges and other cases in which important precedents will be established, and participate in public hearings.

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