

Carlos Granda

Senior Partner



CONTACT

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🌐 english, fluent

Bio

Carlos Granda represents clients around the globe in mergers and acquisitions, joint ventures, public and private placements of equity, debt and debt-equity securities, lending transactions, project financings and other commercial transactions.

Carlos is an elected Arbitrator by the Lima Chamber of Commerce, and teams with lawyers at our firm to represent clients in domestic and international arbitration disputes.

Amongst the industries in which Carlos is especially active are the mining, financial, insurance, energy, manufacture, aquaculture, and forestry.

Carlos is also a Law Professor and a frequent Speaker in the fields of Mergers and Acquisitions, Corporate Finance, Contracts, Commercial Law and Jurisprudence. He has worked as Law Professor for the Pontifical Catholic University of Peru and as a Researcher for Yale Law School (USA).

Carlos is fluent in English, and regularly negotiates in that language.

At **ESTUDIO | GRANDA**, Carlos leads the Mergers and Acquisitions, Corporate Finance, Private Equity and Corporate practice groups, serves as the Managing Partner, chairs the Legal Opinions and Research Committees and is a member of the Executive and Work-Life Committees.

Education

- Master of Laws by the **University of Michigan Law School**, Ann Arbor, USA, 2006
- Juris Doctor, Cum Laude, by the **Pontifical Catholic University of Peru School of Law**, Lima, Peru, 2002

Practices

- Corporate Finance
- Corporate Advisory
- Intellectual Property
- Energy
- Mergers & Acquisitions
- Mining
- Real Estate & Construction

Experience

- Advised the Rodríguez Mariátegui Canny Group (Peru) in a debt workout transaction with Faro Capital e Inversiones S.A.C. (Peru). (2017) – **Corporate Finance** – Lead Partner
- Advised the Rodríguez Mariátegui Canny Group (Peru) in the sale of a 20% interest in Sociedad Minera Austria Duvaz S.A.C. to the Rodríguez Mariátegui Blume Group (Peru). (2017) – **M&A** – Lead Partner
- Advised the Rodríguez Mariátegui Canny Group (Peru) in the sale of a 20% interest in Peruvian Andean Trout S.A.C. to Appeal Hill Ltd. (Chile), Mar Andino Perú S.A.C. (Peru) and an individual investor. (2017) – **M&A** – Lead Partner
- Advised Shape Network & Media Corp. S.A.C. (Peru) and its shareholders in the acquisition of stock by an individual investor (Peru). (2016) – **Private Equity** – Lead Partner
- Advised Bquate Corp. S.A.C. (Peru) and its shareholders in the acquisition of stock by an individual investor (Peru). (2016) – **Private Equity** – Lead Partner
- Advised Inversiones San José S.A.C., issuer, in a US\$8 MM corporate notes securitization privately placed. (2016) – **Corporate Finance**
- Advised Lord Securities Corporation (USA) and TMF Group (Peru and Uruguay) in a US\$700 MM exchange offer and consent solicitation under Section 144-A of the Securities Act of 1933 and Regulation S. (2016) – **Corporate Finance** – Lead Partner
- Advised Grupo Brescia (Perú) and its Ecuadorean subsidiary Productos y Químicos del Ecuador PYQ S.A. in an asset acquisition from Ultra Química Cía. Ltda. (Ecuador). (2015) – **M&A** – Lead Partner
- Advised Inversiones San José S.A.C. and its shareholders in the acquisition of stock by Inmobiliaria e Inversiones Asturias S.A. (Chile, Cueto Group). (2015) – **M&A** – Lead Partner
- Advised Sociedad Francesa de Beneficencia in a intra-group merger of medical insurance provider Csalud S.A. and the hospital system Maison de Santé S.A. (2015) – **M&A** – Lead Partner
- Advised the sellers, Peruvian individuals, in the sale of a 100% interest in Massi Contratistas Generales S.A., an automotive company, to Grupo Separín S.A., a competitor (Peru). (2015) – **M&A** – Lead Partner
- Advised Compañía Minera Milpo S.A.A. in a PEN \$ 476 MM intra-group spin-off in favor of subsidiary Milpo Andino

- na Perú S.A.C. (Peru). (2014) – **M&A** – Lead Partner
- Advised the sellers, Peruvian individuals, in the sale of a 25% interest in JLT Mariátegui Corredores de Reaseguros S.A. (Peru), a reinsurance broker, to JLT Peru Wholesale Limited, a subsidiary of Jardine Lloyd Thompson Group plc (UK). (2014) – **M&A** – Lead Partner
 - Advised Cantol S.A.C. (Peru) in an intra-group spin-off in favor of subsidiary Tecnopress S.A.C. (2014) – **M&A** – Lead Partner
 - Advised the sellers, Peruvian individuals, in the sale of San Aldi S.A.C., a kids-entertainment franchise unit, to Peruvian individual investors. (2014) – **M&A** – Lead Partner
 - Advised Union Energy Group Corp (USA) in the purchase of a 20% interest in Generación Andina S.A. (Peru) to Andes Generating Corporation S.A.C. (Peru). (2014) – **M&A** – Lead Partner
 - Advised Union Energy Group Corp. (USA) in the sale of stock of Tarucani Generating Company S.A (Peru) to Motta Engil Perú S.A. (2014) – **M&A** – Lead Partner
 - Advised Rimac Seguros (Peru) in a US\$200 MM joint venture agreement with IBM (USA). (2014) – **M&A** – Lead Partner
 - Advised Yield Capital Partners (USA) in its acquisition of an interest in ElectroDunas S.A.A. (Peru) – (2013) – **M&A** – Lead Associate
 - Advised Chinalco Overseas Holding Limited (Grand Cayman) in its US\$410 MM IPO in the Hong Kong market. First Peruvian asset to place stock in the Hong Kong Stock Exchange. (2013) – **Corporate Finance** – Lead Associate
 - Advised Celfin Capital S.A.C., arranger, in Andino Investment Holding S.A. First Notes Program and in the first placement under such program. (2013) – **Corporate Finance** – Lead Associate
 - Advised the Peruvian Pecsca Group in the spin-off of Peruana de Gas Natural S.A.C. (Peru). (2013) – **M&A** – Lead Associate
 - Advised Banco Bilbao Viscaya Argentaria S.A., Banco Santander S.A. (Spain), and BBVA Bancomer S.A. Institución de Banca Múltiple, Grupo Financiero BBVA Bancomer, Banco Santander S.A Institución de Banca Múltiple and Grupo Financiero Santander México (Mexico) in a US\$65 MM super senior revolving facility granted to BC Luxco 1 S.A. (Luxemburg). – (2013) – **Corporate Finance** – Lead Associate
 - Advised Goldman, Sachs & Co. (USA) in a US\$250 MM notes placement by BC Luxco 1 S.A. (Luxemburg) under Section 144-A of the Securities Act of 1933 and Regulation S. (2013) – **Corporate Finance** – Lead Associate
 - Advised Corporación Pesquera Inca S.A. (Peru) in its US\$75 MM notes placement under Section 144A of the Securities Act of 1933 and Regulation S. (2013) – **Corporate Finance** – Lead Associate
 - Advised a Securities Brokerage and Investment Firm (Colombia) in its transfer of a 60% interest in a Securities Brokerage Firm (Peru). (2012) – **M&A** – Lead Associate
 - Advised Peruvian individuals in the sale of Canaval Mining S.A., holder of mining concessions under exploration, to Bronze Discovery Limited S.A.C. (Chinese capitals). (2012) – **M&A** – Lead Associate
 - Advised Empresa Minera Los Quenuales S.A. (Peru), subsidiary of Glencore International AG (Switzerland), in a US\$20 million facility in favor of Trevali Perú S.A.C. (Peru), subsidiary of Trevali Resources Corp. (Canada). (2012) – **Corporate Finance** – Lead Associate
 - Advised Glencore International AG (Switzerland) in its US\$ 475 million acquisition of a 70% interest in Marcobre S.A.C. (Peru), owner of the Mina Justa mining concern, from CST Mining Corp. (Hong Kong). Deal not closed. (2011) – **M&A** – Lead Associate
 - Advised Scotiabank Peru S.A.A. and Compañía Minera Poderosa S.A. in a US\$15 million facility. (2011) – **Corporate Finance** – Lead Associate
 - Advised Empresa Minera los Quenuales S.A., subsidiary of Glencore International AG (Switzerland) in the delisting of its investment shares from the Peruvian Capital Market Public Registry. (2011) – **Corporate Finance** – Lead Associate
 - Reorganization of Axxion Capital Partners S.A.C. and subsequent creation of DeliShell S.A.C. (holder of hydro-biological business unit). (2011) – **M&A** – Lead Associate
 - Advised Cultimarine S.A.C. (buyer) and Axxion Capital Partners S.A.C. (seller) in the acquisition of a 70% interest in DeliShell S.A.C. (owner of a hydro-biological business unit). (2011) – **M&A** – Lead Associate
 - Advised Empresa Minera Los Quenuales S.A. (Peru), subsidiary of Glencore International AG (Switzerland), in its business combination with Trevali Perú S.A.C. (Peru), subsidiary of Trevali Resources Corp. (Canada), for the development and exploitation of the Mina Santander mining concern. (2011) – **M&A** – Lead Associate
 - Advised Glencore International AG (Switzerland) and Glencore Peru S.A., borrowers, in the structuring and drafting of services, loan and trust agreements for a projected US\$100 million financing to Doe Run Peru S.R.L. (2010) – **Corporate Finance** – Lead Associate
 - Advised Bosques Amazonicos S.A. (BAM) in its private placement of a minority interest to ACCESS SEAF Fund through de subscription of hybrid instruments (equity-debt) issued by BAM's controlling shareholder. (2010) – **M&A** – Lead Associate
 - Advised Calmet Group (Peru) and Groupe Industriel Mar -

- cel Dassault S.A. (France) in its business combination and subsequent acquisition of the mining concern Mina Calpa. (2010) – **M&A** – Lead Associate
- Spin-off of Fermar S.A.C. and subsequent creation of Inmobiliaria Andromeda S.A.C. (2010) – **M&A** – Lead Associate
 - Reorganization of Sonda Sur Contratistas Generales S.A. and subsequent transfer of industrial assets to Representaciones Andacollo S.A. (2010) – **M&A** – Lead Associate
 - Advised Bosques Amazonicos S.A. (BAM) in its private placement of a minority interest to SFMLTD (UK) through description of hybrid instruments (equity-debt) issued by BAM. Private Equity deal. (2009) – **Private Equity** – Lead Associate
 - Advised Wiese Group (Peru) in a US\$ 55 million sale of stock of Peruvians AFP Integra S.A. and ING Wealth Management S.A. to ING Group (Netherlands). (2009) – **M&A** – Lead Associate
 - Advised Novopayment B.V. (Venezuela) in the sale of a 50% interest in its Peruvian subsidiaries Tebca S.A. and Servitebca S.A. to Interbank Group (Peru). (2009) – **M&A** – Lead Associate
 - Advised Soldexa S.A. (Peruvian, Brescia Group) in its US\$ 97 million acquisition of Soldaduras Westarco Ltda. y Soldaduras Megriweld S.A. (Colombian welding companies) and of Comercializadora de Electrodo de Venezuela – Comelven (Venezuelan welding company). (2008) – **M&A**
 - Advised Consorcio Transmantaro, issuer, in its US\$ 110 million corporate bonds offering program. (2008) – **Corporate Finance**
 - Advised Compañía Eléctrica El Platanal CELEPSA (Peru), Paracas GmbH (Germany), SPF Partners GmbH & Co. KG (Germany) and Verbio Vereinigte BioEnergie AG (Germany), in their US\$ 450 million hydroelectric, agricultural and clean energy public private partnership project. (2008) – **Project Financing**
 - Advised Consorcio Transmantaro, borrower, in its US\$ 85 million syndicated loan facility. (2008) – **Corporate Finance**

Academic Engagements

Law Professor

Pontifical Catholic University of Peru Law School, Lima, Peru

- Law Professor, “Research Methodology in Commercial Law”, 2014
- Law Professor, “Mergers and Acquisitions”, 2013 – 2014
- Law Professor, “Mergers and Acquisitions and International Financings”, 2013
- Law Professor, “Theory of Contracts”, 2002, 2003 and 2009 – 2013
- Law Professor, “Jurisprudence”, 2002
- Law Professor, “Theory of Contracts”, 2001
- Teaching Assistant, “Jurisprudence”, 2000
- Teaching Assistant, “Theory of Contracts”, 2000

Pontifical Catholic University of Peru School of Liberal Arts, Lima, Peru

- Teaching Assistant, “Linguistic Structures – Theory of Grammar”, 2000

- Teaching Assistant, “Methodology of Research in Law”, 1999
- Teaching Assistant, “Methodology of Written and Oral Expression”, 1998
- Teaching Assistant, “Linguistics I, Theory of language”, 1996 – 1998

Pontifical Catholic University of Peru School Education, Lima, Peru

- Teaching Assistant, “Linguistics I, Theory of language”, 1997–1999

Speaking Engagements

- “Strategies to close deals in M&A, including deal protection devices”, IX International Seminar in Mergers and Acquisitions, Peruvian Arbitration Institute, Lima, Peru, 2017
- “Merger Control”, III National Congress on Corporate Law, San Marcos National University, Lima, Peru, 2016
- “Sandbagging and Representations and Warranties in M&A”, VIII International Seminar in Mergers and Acquisitions, Peruvian Arbitration Institute, Lima, Peru, 2016
- “Merger Control”, Expert Panel by Derecho y Sociedad

› Law Review, Pontifical Catholic University of Peru Law School, Lima, Peru, 2014

Affiliations and Distinctions

› **Themis – Law Review**, Editorial Committee, Pontifical Ca-

tholic University of Peru Law School, Lima, 1999 – 2001

› Law School Award for Excellence in Legal Writing, Pontifical Catholic University of Peru Law School, Lima, Peru, 2001

Publications

› **Sandbagging: In reference to an aspect of the conventional distribution of risk in M&A.** M&A Handbook II, Pacific Institute, Lima, 2017

› **Strategies in Mergers and Acquisitions: Sandbagging.** Forsetti Law Review N°1, Pacific University, Lima, 2015

› **Round table: Antitrust Vs. Mergers and Acquisitions: The state of matters in Peru.** With: Eduardo Quintana Sánchez, Esq. and Tania Zúñiga Fernández, Esq. Law & Society Law Review N°41, Lima, 2013

› **¿Go-shops in Lima?** Forsetti Law Review N°1, Pacific University, Lima, 2013

› **Unification and Mixture in Real Estate and Personal Property, Sources of the Effects of Usufruct Agreements, The Object of the Mortgage Contract,** essays in Vol. V, The Peruvian Civil Code Commented by the One Hundred Best Specialists. Gaceta Jurídica ed., Lima, 2004

› **Manual on Peruvian Capital Market's Legislation,** coau-

thor. Procapitales, Lima, 2004

› **New Responsibilities for Foreign Lawyers under SEC's regulatory implementation of section 307 of the Sarbanes-Oxley Act (Release N°33-8185).** THEMIS – Enfoque Derecho, Law Journal, Lima, 2003

› **New Responsibilities for Lawyers under section 307 of the Sarbanes-Oxley Act.** Gestion Newspaper, Lima, 200

› **Nullity of the Administrative Act,** in Pontifical Catholic University of Peru Law School's First Colloquium. Pontifical Catholic University of Peru's Editorial Fund ed., 2001. Monographic Essay winner of the Law School Award for Excellence in Legal Writing, Lima, 2001

› **Manual on Peruvian Capital Market's Legislation,** coauthor. Book published by Estudio Muñoz, Forsyth, Ramírez, PérezTaiman & Luna-Victoria Abogados, Lima, 2001

› **Theory of Contracts, Class Textbook.** Pontifical Catholic University of Peru's Editorial Fund ed., Lima, 2001