

BRAZIL Leading Law Firms

HELLER REDO BARROSO & ASSOCIATES

FIRM OVERVIEW

Managing Partner: Heller Redo Barroso

Number of lawyers: 17 (plus five foreign lawyers in the capacity of consultants)

THE FIRM: Heller Redo Barroso & Associates is a niche-oriented boutique law firm highly specialised in oil and gas, shipping, the offshore petroleum industry, energy and infrastructure.

The core business of the firm is assisting foreign contractors and vendors, especially newcomers into the Brazilian marketplace, in tenders and direct negotiations and various projects with major oil and gas industry players, and in particular with PETROBRAS (90% of the cases), from analysis of preliminary project documents and assessment of liability through mitigation of risk exposure and successful closing of complex business transactions.

The firm's practice is particularly reputable for its handling of projects involving the operation, purchase and sale, construction, conversion, upgrade and chartering (bareboat, time, and voyage charters) of ships, rigs and offshore units, in particular with PETROBRAS (90% of the cases).

MAIN AREAS OF PRACTICE:

Oil & Gas, Shipping & Offshore Petroleum Industry: As said, the firm's practice includes most notably legal assistance in projects involving the operation, purchase and sale, construction, conversion, upgrade and chartering (bareboat, time, and voyage charters) of ships and offshore vessels, as well as support vessels, in particular with PETROBRAS (90% of the cases). The firm's counseling is also focused on various kinds of service agreements, most notably drilling service agreements and well development agreements, as well as supply of customized equipment (eg. drilling packages, topsides and sub-sea systems). Clients also rely on firm's advice on transportation of hydrocarbons, coastal trade laws and coastwise-trade issues, negotiation and out-of-court settlement of contract disputes, negotiation with port authorities, other port users, Navy, unions, tax and labor authorities, and negotiations with other industry players, structuring and negotiation of associations (consortium negotiations) among local and foreign companies. The firm also advises oil companies in all matters pertaining the exploration, development and production stages of their projects, including arbitration.

Construction Law: The firm is one of the few Brazilian law firms with a practice solely dedicated to construction law. Clients rely on the firm's assistance in all aspects of EPC projects, commencing at project inception and continuing through punchlist completion and beyond. Many of the firm's lawyers have substantial "hands on" experience in the engineering and construction industry. The firm also advises on the appropriate projects, contract and funding structure and on the possibilities of associations between local and international industry players. Clients also retain the firm to represent them in the negotiations of supply and construction-related agreements, in order to assess the liabilities and risks arising from the project. The firm is also specialised in contract management, claims management, reducing claims and mitigating client's risks in any disputes stemming from the EPC contract, or other construction and supply contracts, whenever amicable or in arbitration. The firm has extensive experience with infrastructure contracts in general, but in particular power plants (including wind farms), chemical, refining and petrochemical plants, offshore units, in particular in contracts with PETROBRAS (90% of the cases).

Project Development, Financing & Other Issues: The firm provides a multidisciplinary overview on how to develop new businesses in the Brazilian marketplace, especially with respect to regulatory constraints, market players,

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strategy concerns and financing business plans. That includes the performance of due diligence, analysis of mergers, acquisitions and divestiture operations. Also, companies willing to operate in Brazilian territory request the firm's services in order to perform all necessary acts to their registration before competent authorities, including drafting of corporate resolutions and keeping of corporate books. The firm also assists clients with specialised tax advice and tax planning, including the obtainment of federal and local tax benefits, as well as specialised consultancy related to labour and visa aspects, it specialises consultancy in environmental law, insurance legislation, arbitration and litigation of dispute as well as obtainment of financing and in projects benefits. A full view of the typical services provided by the firm can be obtained at http://www.hrblaw.com.br/products_overview_summary.pdf. The webpage www.hrblaw.com.br also contains innumerable presentations, newsletters and articles specific to the industry niches where the firm specialises.

Registration with Petrobras's Vendor's & Supplier's Database: Based on the information comprised in Petrobras's database of validate suppliers and service providers ("RCC"), companies are invited companies to participate in tenders and direct purchase negotiation. Recently considered as a mandatory step in Petrobras's acquisitions, companies have been disqualified in Petrobras' tenders due to the lack of RCC registration or out-of-date information regarding the inclusion of a particular product line or service. The RCC registration is a long and complex procedure, where companies are required to submit literally more than a hundred in-depth detailed documents, information and certificates. The registration also involves some complicated issues, such as Petrobras' on-site inspection at Company's sites, which may take several months to be scheduled. The firm's practice is highly praised in the assistance to such complex procedure. Owing to the expertise developed over the years, the firm is now in a position to obtain CRCC numbers (the certificate of registration in the RCC) in a fraction of time that most competitors are able to.

LANGUAGES: English, German, Italian, Portuguese, Spanish, French, Danish, Swedish, Norwegian, Chinese, Arabic, Japanese, Russian.

CLIENTS

The firm's clients are mainly foreign contractors and vendors, especially newcomers into the Brazilian oil and gas marketplace, aiming to making client completely knowledgeable on the legal issues stemming from its project. The firm's counseling is focused on the offshore petroleum industry and oil and gas, including from upstream (exploration and production) to refining and petrochemicals projects. The majority of firm's clients are contractors dedicated to the petroleum offshore industry, most notably, charterers of ships and offshore units, such as: Jack-Up's, Spars, TLP's, Semi-Submersibles, Drillships, MODU, FPSO's, FSO's, PLSV's, LNG vessels, Bulk-Carriers, Chemical and Oil Tankers, as well as support vessels. Among those clients are National Oilwell Varco – NOV, Golar LNG, BW Offshore, and Raytheon Corporation, to name a few.