

## José Francisco Zaragoza

- **Practices**
- **Corporate Reorganization and Bankruptcy**
- **Corporate Strategies and Conflict Resolution**
- **Free and unfair competition**
- **Intellectual Property**

- **Education**
- **Juris Doctor by Pontificia Universidad Católica del Perú Law School, 1996**
- **Master in Corporate Law by Universidad Pompeu Fabra (Barcelona, Spain), 1997**
- **Post Graduate Degree, Universidad de Salamanca (Spain), 1996**

- **Distinctions**
- **Professor of Bankruptcy Law, Business Law Master Program at Universidad de Lima.**
- **Member of the board of Lima Caucho S.A.A.**
- **Member of the board of Superpapel S.A.**
- **Member of the board of AGP S.A.**
- **Member of the board of Minera Puyuhuane S.A.**
- **Member of the board of Sociedad Papelsa S.A.**
- **Member of the board of Fundación Museo Amano**
- **Arbitrator, Lima Chamber of Commerce.**
- **Chambers & Partners: Bankruptcy/Restructuring - Leading individuals**

- **Languages**
- **Spanish and English**



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José Francisco Zaragoza is a graduate lawyer from Pontificia Universidad Católica del Perú (PUCP) and holds a Master's Degree in Corporate Law from the Universidad Pompeu Fabra (Barcelona-Spain). He has taken post graduate courses at Universidad de Salamanca (Spain) and in the Intellectual Property and Antitrust Master's Degree program at Universidad Católica del Perú. Additionally, Jose Francisco has taken specialization courses in litigation and national and international arbitration, such as the Advance PIDA Training on International Commercial Arbitration from the International Chamber of Commerce (ICC).

José Francisco Zaragoza is an expert lawyer in corporate reorganization and bankruptcy (portfolio acquisition, total and partial liability assignment and takeover of bankruptcy related assets), intellectual property, antitrust law, and free and unfair competition administrative proceedings.

He has participated in various transactions, such as:

#### BANKRUPTCY PROCEEDING

- Legal counsel to Surpapel Perú S.A.C. in the bankruptcy related assets takeover of Trupal S.A. and its subsequent sale to Grupo Gloria.
- Legal counsel to Transportes Flores S.R.L. in the bankruptcy related assets takeover of Empresa de Transportes San Martin S.A.
- Legal counsel to Glencore Perú S.A.C. in Doe Run Perú S.R.L.'s creditors committee.
- Legal counsel to Baruch Ivcher Bronstein in the acknowledgement of his

credits in Mendel and Samuel Winter Zuzunaga's bankruptcy proceedings.

- Legal counsel to the board of Lima Caucho S.A. in the bankruptcy proceedings of Comercializadora Llandas Unidas, Lima Caucho S.A.'s main shareholder, in Cali, Colombia.
- Legal Counsel to the main creditor of TeleCable Siglo XXI S.A. in their start of a reorganization proceeding from a bankruptcy proceeding.

## **CORPORATE REORGANIZATIONS**

- Legal counsel and drafting of the Debt Reorganization Plan of Continental S.A.C. and supervision of its completion, as well as Continental S.A.C.'s exit from their reorganization proceedings after 12 years.
- Legal counsel to Grupo La República in the purchase of insolvency credits from Compañía Peruana de Radiodifusión S.A. -Channel 4; in the takeover of the creditor committee, and the drafting of the Debt Reorganization Plan.
- Legal counsel and drafting of the Debt Reorganization Plan of Empresa Pesquera Hayduk S.A. and of Fibras Marinas S.A. A restructured debt of approximately US \$ 100 million.
- Legal counsel and drafting of the amendment of the Debt Reorganization Plan of Vera Gutiérrez S.A. (VEGSA). A restructured debt of approximately US \$ 16 million.
- Legal counsel and drafting of the amendment of the Debt Reorganization Plan for Compañía Minera Sayapullo. A restructures debt of US \$ 14.4 million.
- Legal counsel and drafting of the Debt Reorganization Plan of FIJESA S.A.C., a restructured debt of US \$ 7.5 million; and, counsel to the subsequent dissolution and liquidation of the company.
- Legal counsel and drafting of the Debt Reorganization Plan for Electro Sur Medio S.A.A., a restructured debt of US \$ 44.6 million.
- Legal counsel and drafting of the Debt Reorganization Plan for Corporación Stewart S.A.C. (COSTESAC).
- Legal counsel and drafting of the Debt Reorganization Plan and its subsequent amendments for AGP Industrias S.A.

## **PREVENTIVE BANKRUPTCY PROCEEDING**

- Negotiation and drafting of the Global Debt Reorganization Agreement for Empresas Siderúrgica del Perú S.A.A. (SiderPerú). More than US \$ 115 million in restructured debt. Legal counsel in the bankruptcy related credits takeover of Colcarbon, main creditor of SiderPerú, and subsequent sale to the Brazilian company, Gerdau.
- Negotiation and drafting of the Global Debt Reorganization Agreement for Carbolán S.A., a restructured debt of US \$ 13.
- Negotiation and drafting of the Global Debt Reorganization Agreement

for ARAMSA Contratistas Generales. A restructured debt of US \$ 10 million.

- Legal Counsel to Sociedad Francesa de Beneficencia, manager of the Maison de Santé S.A. hospitals network, in its preventive bankruptcy proceedings.

#### **CREDITOR MEETING'S AGREEMENT IMPEACHMENTS AND OTHER BANKRUPTCY PROCEEDINGS**

- Impeachment of the Global Debt Reorganization Agreement of Pesquera Austral S.A.A., on behalf of Corporación Andina de Fomento (CAF).
- Impeachment of the Global Debt Reorganization Agreement of Textil San Cristóbal S.A., on behalf of Banco Standard Chartered.
- Administrative sanctioning procedure against ALADEM E.I.R.L., in liquidation, for violation of the bankruptcy law.

#### **FREE AND UNFAIR COMPETITION, AND INTELLECTUAL PROPERTY**

- Legal defense of Quimpac S.A. in the free competition proceedings started by Gromul S.R.L. and Dispra S.R.L.
- Legal defense of Compañía de Seguros Rimac in the unfair competition proceedings started by the Unfair Competition Commission of Indecopi.
- Legal defense of Messer Gases del Perú S.A. in the unfair competition proceedings started by the Unfair Competition Commission of Indecopi, for violation of free and unfair competition law in the form of geographic distribution of medicinal oxygen market, in the public tender executed by Essalud.
- Participation in an internal investigation for the placement of a transnational company in a clemency proceeding before the Free Competition Commission of Indecopi.
- Legal defense of MacCann Erikson Corp.'s advertising campaign for Coca Cola in Cannes Festival and Festival El Sol.
- Legal defense of Agreselva in the unfair competition proceedings, for acts of confusion, started by P&H.
- Legal defense of Agreselva in the unfair competition proceedings, for abuse of legal action, started against P&H.
- Legal defense of OOBK S.A. in the unfair competition proceedings, for denigration acts, started against OBC Occidental Business Corporation S.A.C.
- Legal defense of Compañía Industrial Montesol S.R.L. in the unfair competition proceedings, started by Sociedad Nacional de Industrias.
- Legal defense of Pandero S.A. EAFIC in the complaint made against Caja Maynas for trademark infringement.
- Legal defense of H&A Trading S.R.L. in the unfair competition proceedings, for deception and corporate sabotage, started against SPL Perú S.A.C.

(now K+S Perú S.A.C.).

- Legal defense of Cooperativa de Servicios Educativos Abraham Lincoln in the complaint made by ex-associates for violation of consumer rights before Consumer Rights Commission of Indecopi.
- Legal Defense of Premium Brands S.A.C. in the complaint made by Ron Varela Hermanos for infringement of property rights.
- Legal counsel to Compañía Peruana de Radiodifusión S.A.- Channel 4 in various proceedings, as plaintiffs and as defendants, against the Unfair Competition Commission of Indecopi.

#### **CORPORATE STRATEGIES, CONFLICT RESOLUTION AND ARBITRATION**

- Legal defense of Quimpac in the judicial proceedings against Fábrica de Productos Lave S.R.L. – for US\$ 1'750,000.00 in damages compensation for unfair competition acts.
- Legal defense of Quimpac in the judicial proceedings against Indecopi for the annulment of an administrative decision which fined Quimpac for the violation of free competition regulations.
- Legal defense of Winter Capital S.A.C. in the judicial proceedings against Lusta S.A. and Guillermo Dasso to set aside a share transfer to a third party and formalize it in favor of Winter Capital.
- Legal defense of Grupo El Comercio in the judicial proceedings against PUBLICAT Publicidad & Marketing E.I.R.L. to declare the ineffectiveness of a legal action.
- Legal defense of Blue Orbis Limited and Season Group S.A.C. in the arbitration against Comercializadora Llantas Unidas S.A.C. to declare the ineffectiveness of a legal action and for damages compensation, achieving the restitution of the Shareholders Agreement and the payment of an important sum of money for damages compensation; and, legal defense in the judicial proceedings started by Comercializadora Llantas Unidas for the annulment of the arbitral award.
- Legal defense of Perubar S.A. member company of the Glencore Group, in the arbitration against Taim Weser for breach of contract totaling US\$ 5 million.
- Legal defense of Sigma Safi S.A. in the arbitration against Epromin S.A. for breach of contract totaling US\$200,000.00.
- Legal defense of OOBK S.A. in the arbitration against OBC Occidental Business corporation S.A.C. for breach of contract totaling US\$50,000.00.
- Legal defense of Nova Perú S.A.C. in the arbitration against Dexim S.R.L. for liquidated damages totaling US\$ 500,000.00.
- Legal defense of Cooperativa de Servicios Educativos Abraham Lincoln Ltda. in the arbitration against Complex Edificaciones S.A.C. for breach of contract totaling US\$ 300,000.00.
- Legal defense of Cooperativa de Servicios Educativos Abraham Lincoln Ltda. in the judicial proceedings started by ex-associates, for being

expelled of the Assembly.

José Francisco Zaragoza is an arbitrator in the Chamber of Commerce of Lima.

Currently he is a professor of the Bankruptcy Law course of the Business Law Master Program at Universidad de Lima and he has been a member of its curriculum reform committee. Also, he has been a professor at the Litigation Law Master Program at Universidad Nacional Mayor de San Marcos and, in the Business Law Master Program at the Universidad San Martín de Porres.

Additionally, Jose Francisco has been a member of the Intellectual Property commission of the Alca-Perú group and has published various articles in several specialized law review magazines.

He is a former partner of the Banking, Finance and Corporate Reorganization area at Benites, De las Casas, Forno & Ugaz Abogados law firm.

He speaks fluently Spanish and English.