

CRISTINA M. WAGNER MASTROBUONO, FCI Arb

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Arbitrator and legal consultant, Cristina has been active in the Brazilian public sector since 1993, when she joined the State Attorney's Office of São Paulo. Former Deputy Attorney General, she has occupied various high-profile positions across practice areas including Infrastructure, Public-Private Partnerships, Concessions, Arbitration, Corporate, and Finance & Tax.

From 2011 to 2019, Cristina headed legal aspects of the public-private partnership program of the State of São Paulo, and was responsible for issuing the final legal opinion for the execution of contracts and procurement processes in all key projects with State participation. Her experience extends to all types of government contracts, including privatizations, real estate investment funds and securitization of receivables.

Cristina is a certified *Fellow* by the Chartered Institute of Arbitrators - CI Arb.

1. Education

1985 – Bachelor of Laws (LLB), University of São Paulo, Brazil

1996 – Master of Laws (LLM), University of Chicago, USA

2006 – Specialization in Corporate Law, Fundação Getúlio Vargas, São Paulo, Brazil

2018 – International Commercial Arbitration, Columbia University, USA

2. Professional Experience

2020 - present: **cristina mastrobuono adv**

Founder, arbitrator and legal consultant

1993 - 2020: **Legal Counsel, State Attorney's Office of São Paulo, Brazil (*Procuradoria Geral do Estado de São Paulo – PGE-SP*)**

- 2019: Deputy Attorney General (Procurador Geral do Estado Adjunto)
- 2015-2018: Head of the Advisory Department
- 2011-2015: Advisor to the Chief Legal Officer, Head of the Steering Committee for the State's companies and foundations
- 2007-2010: Legal Advisor, Department of Finance/Treasury Office
- 2003-2006: Advisor to the Chief Legal Officer
- 1993-2002: State Solicitor Office, Finance & Taxation Practice

1984 to 1987: **Associate, Florence & Advogados, São Paulo, Brazil (*Private Practice*)**

Legal counsel to German companies active in Brazil, with focus on Corporate practice.

3. Experience Highlights

Infrastructure & PPPs

- Led the State Attorney's Office legal team in several State PPP projects in urban mobility, transportation, health, sanitation, public safety, education, digital innovation, and housing ("Linha 6", "Linha 18", "SIM-Baixada", "FURP", "Hospitais", "Habitação", "Tamoios", as well as not finalized projects "Prisões", "Reservatórios", "Certificação Digital" and "Pátios");
- State legal representative in the PPPs Council and Privatization Committee of the State of Sao Paulo;
- Decides about the legal solution to be adopted in issues that arise during the execution of contracts that have as party the State of Sao Paulo;
- Approves the final legal opinions analyzing economic and financial rebalancing of concession contracts, specially the gas concessions (Energy Regulatory Agency – ARSESP) and roads concessions (Transports Regulatory Agency – ARTESP), and PPPs and concessions in the metropolitan rail sector;
- Structured the Center for PPP Studies for knowledge development and training of state lawyers;
- Member of the State of São Paulo's PPP Monitoring Commission, overseeing implementation and execution of PPP contracts.

Corporate & M&A

- State representative at General Meetings of public owned companies like CESP, EMAE and SABESP;
- Defended the State in sanction proceedings before the Brazilian Securities and Exchange Commission (CVM);
- Integrated working group for the M&A transaction for the sale of State-owned bank *Nossa Caixa* to federal bank *Banco do Brasil*;
- Integrated working group for the M&A transaction for the sale of State-owned energy company CESP to a Joint Venture between Votorantim Energia and Canadian Pension Plan Investment Board (CPPIB);
- Member of the committee in charge of analyzing the corporate restructuring project involving the state-owned water company (SABESP), with the establishment of a holding.

Financial & Economic

- Integrated working group in loan negotiations with international financial institutions (BIRD, BID, JBIC) and national banks (BNDES, Caixa Econômica Federal, Banco do Brasil) for strategic infrastructure projects on behalf of the State of Sao Paulo, and issued legal opinions;
- Integrated working group alongside the National Treasury Secretary and the Federal Administration's Arbitration and Mediation Chamber working on solutions to settle disputes between Federal and State Governments;
- Structuring and tendering of contracts for the assignment of receivables and real estate investment fund.

Arbitration

- Oversaw the State of São Paulo's first arbitration proceedings, in disputes involving subway (Metro) under ICC and CAM-CCBC rules;

- Defined and implemented rules for arbitration chambers and arbitrators for all State´s procurement contracts;
- Lead the drawing of the first arbitration agreement to be used in long term contracts of the State of São Paulo;
- Frequent speaker in international conferences about arbitration with public entities;
- Acts as co-arbitrator in disputes related to construction in the energy sector, road concession and financial companies, by CAM-CCBC and ICC.

4. Publications

Book: Parcerias Público Privadas vol II. Cristina Margarete Wagner Mastrobuono, (org.) – Revista da Procuradoria Geral do Estado de São Paulo, n. 89, jan-jul./2019

Book: Parcerias Público Privadas. Cristina Margarete Wagner Mastrobuono, Mariângela Sarrubbo Fragata, organizors – São Paulo : Imprensa Oficial do Estado de São Paulo – CPGE – Centro de Estudos da Procuradoria Geral do Estado : 2014

Article: “A revisão ordinária nos contratos de concessão e parcerias público privadas” (Ordinary revision in concession and public private partnership contracts), Revista da Procuradoria Geral do Estado “Parcerias Público Privadas vol II”, n. 89, jan-jul./2019, p. 41-64

Article: “A escolha da câmara de arbitragem pela Administração Pública” (The choice of the arbitration chamber by the Public Administration), with André Rodrigues Junqueira - Revista de Arbitragem e Mediação – Ano 13 . vol. 48 . jan-mar./2016

Article: “A Parceria na Relação Público-Privada” (The relation in the public-private relationship), in Novos rumos para a infraestrutura eficiência, inovação e desenvolvimento/ Ricardo Sennes ... (et.al.).—São Paulo : Lex Editora, 2014

5. Memberships

Brazilian Bar Association (OAB)
Comitê Brasileiro de Arbitragem (CBar)
Instituto Brasileiro do Direito da Construção (IBDiC)
Fellow of the Chartered Institute of Arbitrators – FCIArb
Steering Committee of CIArb Brazil Branch

6. Languages

Portuguese and German (native), English (fluent)