

# Curriculum Vitae

## SUMMARY

JD at the University of São Paulo (USP) – São Paulo, Brazil (1993) – university in which obtained a LLM (2000) and a JSD (2008). Also has a *lato sensu* specialization in Economic and Business Law at FGV- Fundação Getulio Vargas – São Paulo, Brazil (2001). Partner and head of the arbitration area of LO Baptista Advogados. Frequently seats as arbitrator.

Currently acts as the vice-president of ICCA - International Council for Commercial Arbitration (2014/2017 term). Has also been Director of the Brazilian Branch of the International Law Association (2000-2013), and member of the ILA Arbitration Committee. President of the Brazilian Arbitration Committee (CBAr - *Comitê Brasileiro de Arbitragem*, during the 2009/2013 term), to which is currently a member of its Directive Council. Member of several committees of arbitral institutions and associations such as the ICDR, ICC, CCBC, FIESP, AMCHAM-SP, amongst others.

In 2013, was a member of the Legal Commission invited by the Brazilian Federal Senate to review the Brazilian Arbitration Act. Frequent speaker and teacher on international arbitration and international contracts. Often gives interviews, writes articles and is the author of the book “The Importance of the Place of Arbitration: a Brazilian Perspective” (*A Importância da Sede da Arbitragem: visão a partir do Brasil*, Renovar 2010, not yet translated to English). Visiting Fellow for New Zealand Law Foundation Dispute Resolution Lecture 2015.

**ADRIANA BRAGHETTA**  
Av. Paulista, 1294, 8<sup>th</sup> floor  
São Paulo/Brazil  
CEP 01310-100  
(+55 11) 3147 0861  
[ab@baptista.com.br](mailto:ab@baptista.com.br)

\* \* \* \* \*

## • BACKGROUND •

### • EDUCATION •

**ID at the University of São Paulo** (USP)  
São Paulo, Brazil (1993)

**Master's Degree (LLM) at the University of São Paulo** (USP)  
São Paulo, Brazil (2000). Thesis: “The conflict between internal law and treaties in the arbitration realm”.

**Doctor of Juridical Science (JSD) at the University of São Paulo** (USP)  
São Paulo, Brazil (2008). Thesis: “The international consequences of setting aside the arbitral award at the place of arbitration: a Brazilian perspective”

**Specialization in Economic and Business Law at Fundação Getulio Vargas** (FGV)  
São Paulo, Brazil (2001)

### • PROFESSIONAL ACTIVITIES •

**Partner and head of the arbitration area** of LO Baptista Advogados since 2008.

**Arbitrator** (either as sole arbitrator, presiding arbitrator or co-arbitrator) in a variety of arbitrations, including, among others, financial and securities disputes, investment agreements, construction contracts, M&A transactions, corporate disputes and other contractual disputes.

### • ACADEMIC ACTIVITIES •

Teaches arbitration and international contracts since 2003 at different educational institutions. Professor at the *lato sensu* specialization at Fundação Getulio Vargas (FGV) from 2003 to 2012. Professor of arbitration at the LLM course at Escola Paulista de Direito (EPD) in 2009. Coordinator and teacher of the arbitration course at Instituto Internacional de Ciências Sociais – Centro de Extensão Universitária (IICS-CEU) since 2012. Teacher at PUC-COGAE. Teacher at the LLM Course on Business Law – UNISINOS.

**• SOME OF THE RELEVANT PREVIOUS ARBITRATIONS •**

*(both as arbitrator and as counsel)*

**• FINANCIAL AND SECURITY DISPUTES •**

- An ICC arbitration between the Equatorian state company Hidropastaza S.A. and the Brazilian Federal Development Bank (*"Banco Nacional de Desenvolvimento Econômico e Social – BNDES"*). The dispute related to the conditions of an export financing agreement entered into between the parties, amounting to more than US\$ 240 million;
- An arbitral proceeding under the Arbitration Rules of the Brazilian-Canadian Chamber of Commerce (CCBC), involving, on one side, financial institutions and, on the other, natural persons and a construction company. The dispute arose out of a share swap agreement;
- An arbitration under the ICC Rules of Arbitration, seated in São Paulo and commenced by a Brazilian financial institution against securitization companies and an American financial institution. The dispute arose out of contracts for the assignment of a portfolio of distressed consumer loans.

**• CORPORATE AND M&A DISPUTES •**

- A dispute related to a merger and acquisition of a Brazilian bank, involving BRL 1 billion.
- A dispute between a pharmaceutical company and a Brazilian company concerning a distribution agreement amounting to BRL 150 million;
- An ICC controversy concerning a contract of purchase and sale of shares in which the form of payment was both cash and credit to subscribe shares. Arbitration seated in Paris and involving BRL 400 million;
- An international arbitration administered by the HKIAC - Hong Kong International Arbitration Center - dealing with a dispute arising out of the termination of a joint investment agreement in the mining sector;
- A dispute over the retention of part of the payment of a share purchase agreement. One party claimed that the retention was illegal, whilst the other argued that the sellers gave false declarations under the contract and claimed the payment of compensation;
- A dispute regarding the non-compliance of a share purchase agreement. There were issues relating to the company's performance, its management and the information required to quantify the earn-out;
- A dispute arising out of a share purchase agreement, regarding the breach of obligations undertaken by

**• CONSTRUCTION DISPUTES •**

- An engineering company against a company in the real estate business, concerning the enforcement of a service contract amounting to approximately BRL 85 million;
- An arbitration between an engineering company and an electricity generation company, regarding the construction of a hydroelectric power plant;
- An ICC arbitration seated in Miami, with Dominican Republic Law applicable and Spanish language discussing a consortium to participate in a public bid;
- An ICC arbitration between a consortium formed by two Japanese companies and two Brazilian companies against a Brazilian construction company. The dispute related to the construction of a steelmaking industrial plant;
- An arbitration under the Brazilian-Canadian Chamber of Commerce Arbitration (CCBC) Rules between a company that owns and operates shopping centers against a construction company. The dispute related to responsibility for delays;
- *Ad hoc* Chilean domestic arbitration discussing an EPC Agreement related to a hydroelectric power plant. The dispute involved a claim for time and price extension, as well as a discussion over the performance;
- An ICC arbitration between a company in the energy sector and a construction company, regarding the performance of a thermoelectric power plant (one of the largest in Brazil)
- An arbitration commenced by the owner and the contractor of a hotel against the subcontractor. The formers claimed the termination of the contract due to defective works and liability for delay. On the other hand, the latter objected that the file of an action pursuing judicial provisional measures before the commencement of the arbitral proceedings amounted to a waiver of the arbitration clause;
- An arbitration between the owners of a property and an engineering company. The formers alleged that the latter breached the contract and claimed for recovery of the damages caused by the delay in obtaining permission from the relevant authorities. The engineering company argued that the regional authority caused the delay.

one of the parties to hold the other harmless, as well as the violation of the non-competition covenant;

- An arbitration involving a company that manufactures products of the petroleum refining and retails fuel and lubricants, regarding the breach of the non-compete obligation and the imposition of the penalty provided in a share purchase agreement;

- Other disputes involving shareholders agreements; breach of representations and warranties; earn out; put option, call option, tag along, drag along, non-compete clause, among other issues.

#### • **ENERGY AND REGULATORY DISPUTES** •

- An arbitration concerning the contracts entered into by a Brazilian energy company during the 2001 and 2002 energy sector crisis in Brazil;

- An ICC arbitration between two Brazilian engineering companies and an European company of the energy sector. The dispute related to a claim of recovery due to contractual non-performance, amounting to more than BRL 400 million;

- An ICC arbitration between an electricity generation company and a electricity distribution company. The dispute arose out of an electricity supply contract and related to the settlement of payments, amounting to more than BRL 80 million;

- An arbitral proceeding concerning a dispute over the liability for the consequences of delays and for price modification in the context of a project for a small hydroelectric power plant;

- An arbitration procedure to decide a dispute regarding the termination of a power purchase agreement and its subsequent consequences;

- An arbitral proceeding dealing with recovery claims resulting from the breach of a power purchase agreement that set forth the obligation to provide a discount on the electricity purchase price.

#### • **AFFILIATIONS AND RECOGNITION** •

##### • **AFFILIATION TO ARBITRAL INSTITUTIONS** •

###### **ICCA – International Council for Commercial Arbitration**

*Vice-President - 2014/2017;*

*Member of the Governing Board since 2012*

###### **Brazilian Arbitration Committee (Comitê Brasileiro de Arbitragem – CBar)**

*Directive Council Member: since June/2013;*

*President: 2009/2013;*

*Vice President: 2005/2009;*

##### • **OTHER COMMERCIAL DISPUTES** •

- An arbitration proceeding under the Rules of the FGV Chamber of Conciliation and Arbitration, regarding a conflict between a domestic appliances manufacturer and a civil construction company over a rental contract of an industrial property (*built to suit agreement*);

- An arbitral proceeding commenced by a steelmaking company due to a dispute arisen out of a supply contract. The parties discussed the maintenance of the contractual balance, its termination or review;

- An ICC arbitration, seated in Miami, between an American investment fund and a Brazilian engineering, architecture and construction company. The dispute was subject to Brazilian law and related to an agreement entered into by the shareholders of a company created for the real estate development of an urban property.

##### • **PROFESSIONAL RECOGNITION** •

###### **LACCA - Latin America Corporate Counsel Association**

*Approved Counsel (Arbitration) - 2014, 2015, 2016 and 2017*

###### **Leaders League**

*Brazil Best Arbitrators – 2016*

*Brazil Best Law Firms – 2016*

###### **Chambers Latin America**

Director: 2003/2005;  
Founding member: since 2001.

**International Law Association – ILA**

Member of the International Arbitration Committee:  
since 2000

Member of the Board of Directors of the Brazilian  
Branch – 2000/2013

**International Chamber of Commerce – ICC**

Member of the Latin American Arbitration Committee  
since 2009

Member of the ICC Arbitration Committee since 2011

**International Centre for Dispute Resolution – ICDR**

Member of the Board of Advisors for Latin America  
since 2010

**Canada-Brazil Chamber of Commerce – CCBC**

Member of the Advisory Board since 2013

**Chamber of Conciliation, Mediation and Arbitration of São Paulo – CIESP/FIESP (CMA-FIESP/CIESP)**

Member of the Superior Council

**American Chamber of Commerce – AMCHAM/SP**

Member of the Management Committee

Leading Lawyer – 2011 to 2017

**Chambers Global**

Dispute Resolution – 2014

**Who's Who Legal**

Thought Leaders Arbitration – 2017

Commercial Arbitration – 2009 to 2016

Brazil (Arbitration) – 2009 to 2016

**Latin Lawyer 250**

Arbitration – 2012 to 2015

Practices & People – 2009

**The LEGAL 500 – Latin America**

Dispute Resolution – 2012

**Best Lawyers**

2014, 2015, 2016 and 2017

**Expert Guides**

Commercial Arbitration – 2013, 2014 and 2015

**Global Arbitration Review – LOBaptista as a firm – GAR 100**

2014, 2015 and 2016

**• SPECIAL AWARDS •**

**Euromoney Expert Guides**

Euromoney's Women in Business Law 2016 Expert  
Guides

**Latin Lawyer: Women in Law – In celebration of female attributes**

Inspiring Women in Law – 2016

**America's Women in Business Law Awards**

Best litigator in Latin America – 2013

**• MEMBER OF ARBITRATOR'S ROSTERS •**

**• INTERNATIONAL INSTITUTIONS •**

Hong Kong International Arbitration Center – HKIAC

International Centre for Dispute Resolution – ICDR

Centro de Arbitraje de la Cámara de Comercio de Lima – CCL

Centro de Arbitraje e Mediación de la Cámara de Comercio de Santiago – CAM Santiago

British Virgin Islands International Arbitration Centre – BVI IAC

**• BRAZILIAN INSTITUTIONS •**

Canada-Brazil Chamber of Commerce – CCBC

Chamber of Conciliation, Mediation and Arbitration of São Paulo – CIESP/FIESP

Arbitration and Mediation Chamber Fundação Getulio Vargas – FGV

Brazil Chamber of Business Arbitration – CAMARB

Chamber of Arbitration and Mediation – CAE-Eurochambers

Chamber of Arbitration and Mediation of the Trade Federation of Paraná/Brazil – ARBITAC

Chamber of Arbitration and Mediation of the Engineering Institute

Chamber of Arbitration and Mediation of the Trade Federation of Rio Grande do Sul/Brazil – CAM/CIERGS

Chamber of Mediation and Arbitration of the Portuguese Chamber of Commerce in Brazil – CAM/CPCB

Chamber of Mediation and Arbitration of the Italo-Brazilian Chamber of Commerce – CMA/CAMITAL

• **LANGUAGES** •

Portuguese

English

French

Spanish

• **BOOKS** •

“A Importância da Sede da Arbitragem” (The Importance of the Place of Arbitration). Renovar, Rio de Janeiro, 413 pages, 2010.

• **OTHER PUBLICATIONS** •

- “Diversity and Regionalism in International Commercial Arbitration”. Victoria University of Wellington Law Review, Volume 46, number 4, pages 1245/1258 - (2015) 46 VUWLR, p.1245.
- “The Framework of the International Arbitration System: The Challenge derived from the Improper Conduct of Judicial Courts”, ICCA International Arbitration No, 17, 2015. Ed. Wolters Kluwer – Law & Business, pages 431/455.
- “The impacts of the new code of civil procedure on arbitration”, Valor Econômico 24/04/2015.
- “Notas sobre a confidencialidade na Arbitragem” (comments on the confidentiality in arbitration), Revista do Advogado, nº 119, April 2013.
- “O Artigo VII da Convenção de Nova Iorque” (The Article VII of New York Convention), Arbitragem Comercial Internacional, 01 ed., São Paulo, Editora Saraiva, 2011, v. 01, p. 315-342
- “En la selección de los abogados”, Hacia una mayor eficacia en El arbitraje: control de tiempos y costos, (“On the Choice of the Counsel”, Towards greater efficiency in arbitration: time and cost control). Editorial Universidad del Rosario, 2010, p. 33 to 37
- “Polygamy of Treaties in Arbitration – A Latin American and Mercosul Perspective”, Liber Amicorum: Bernardo Cremades, La Ley, 2010. p. 253-272, Madrid
- Co-author of the final report of the research “Arbitration and Judiciary – 1<sup>st</sup> Theme: Setting Aside the Arbitral Award” (research conducted by CBAr and FGV School of Law)“. Revista Brasileira de Arbitragem, IOB (Brazilian Arbitration Journal, IOB), vol. 22, p. 7-78, 2009.
- “A importância da Sede da Arbitragem” (The Importance of the Place of Arbitration). Article presented in a book coordinated by Selma Lemes, Carlos Alberto Carmona and Pedro Batista Martins, “Arbitragem – Estudos em Homenagem ao Prof. Guido Fernando da Silva Soares, in Memoriam” (Arbitration Studies in Honor of Prof. Guido Fernando da Silva Soares, in Memoriam), Jurídico Atlas, São Paulo, 2007.
- “A escolha da sede na arbitragem”, (The choice of the place of arbitration). Revista do Advogado, AASP, September 2006, São Paulo.
- “International Arbitration - A Country-by-Country Look at Alternative Dispute Resolution Methods around the Globe (co-author with) - Aspatore Books, 2005

- "Cláusula Compromissória – Contrato Não Assinado – Participação no Procedimento Arbitral – SEC 865 – STJ" [Arbitration Clause – Non-executed Agreement – Participation in Arbitral Proceedings - SEC 856 – STJ], No. 7, September 2005, Revista Brasileira de Arbitragem, Editora Thomson/IOB [Brazilian Arbitration Journal, Publishing House Thomson/IOB]
- "Jurisprudência Arbitral" [Arbitral Case Law] – in Estudos de Arbitragem, Mediação e Negociação, Vol. 3, 2004, UNB [Arbitration, Mediation and Negotiation Studies].
- "Cláusula Arbitral em Contrato Internacional celebrado antes da lei 9.307/96. Caso Campari", [Arbitration Clause in International Agreement executed before Law 9.307/96 – Campari Case] No. 1/04 of Revista Brasileira de Arbitragem, Editora Thomson/IOB.
- Notas sobre a evolução da jurisprudência arbitral no Brasil" [Notes on the development of the arbitral case law] - in Estudos de Arbitragem, Mediação e Negociação [Arbitration, Mediation and Negotiation Studies]. (Vol. II), 2003, UNB.
- "Cláusula Compromissória [Arbitration Clause] – Auto-Suficiência da Cláusula Cheia" [Self-sufficiency of the Full Clause] – RT 800/137

• **OTHER ACTIVITIES** •

- Co-chair of the Academic Committee for the III Pan-American Arbitration Congress (October 24 and 25, 2016) – *São Paulo, Brazil, Hilton Hotel*;
- Co-chaired the 4<sup>th</sup> and 3<sup>rd</sup> Annual GAR Live Brazil (2016 and 2015) – *São Paulo, Unique Hotel*;
- Visiting Fellow for the New Zealand Law Foundation on the subject of Dispute Resolution (October 10, 2015);
- Member of the Legal Commission invited by the Brazilian Federal Senate to draft a revision bill to the Brazilian Arbitration Act (2013);
- Participated in the group that revised CAM-CCBC's Arbitration Rules adopted in 2012;
- Participated in the group that revised CIESP/FIESP's Arbitration Center's Arbitration Rules adopted in 2013;
- Member of the Editorial Board of "Revista Brasileira de Arbitragem" published by CBAr and Wolters Kluwer;
- Member of the organizing committee of various arbitration seminars and congresses, including ICCA RIO 2010 and many CBAr Seminars;
- Member of the Organizing Committee of the "16th Annual IBA International Arbitration Day - Making the Award: Need We Rethink the Process?", February 2013, Bogotá, Colombia