



Felipe E. Creazzo

Partner

Sao Paulo
+55.11.3704.5706

Felipe.Creazzo@klgates.com

OVERVIEW

Felipe Eluf Creazzo is a partner and focuses his practice on international M&A and finance transactions. He regularly advises companies, funds and financial institutions on multijurisdictional acquisitions, joint ventures, venture capital transactions, among other corporate transactions.

His experience in recent years involves counseling clients of various economic sectors, such as oil & gas, infrastructure, energy, mining, telecommunications, commodities, retail, financial services, health and education in accessing Latin American markets through joint ventures, stock acquisitions, venture capital investments, and participation in privatization programs. He advises also Latin American founders, companies and funds with respect to their business ventures in the U.S. and European markets.

PROFESSIONAL BACKGROUND

Prior to joining K&L Gates, Mr. Creazzo was a partner in the finance and capital markets practices of a law firm in Brazil. Previously, he was a senior associate in the New York office of a major international law firm.

ACHIEVEMENTS

- Recognized in *IFLR1000* in Latin America as “highly regarded” for M&A and Project Finance, 2023
- Listed in *Best Lawyers in Brazil* for Corporate/M&A Law (2020-2023)
- Named to *Latinvex's* Top 50 Latin America's Rising Stars (2018)

EDUCATION

- LL.M., Georgetown University Law Center, 2001
- LL.B., Pontificia Universidade Catolica, 1994

ADMISSIONS

- Bar of New York
- Brazil

LANGUAGES

- English
- Portuguese
- Spanish

THOUGHT LEADERSHIP *POWERED BY HUB*

- January 2022, January 2022 Accolades
- 29 July 2021, Fintech Forward: Payments Across the Globe Miniseries - Trends in Brazil
- 16 May 2017, Latin America Enforcement and Security Guide

OTHER PUBLICATIONS

- “Deal Pulse,” M&A Forecast, Latin America 1H17 (Brazil & Southern Cone, p.6-7), 2017
- “Chapter 5: Brazil, The Practical Guide to International Corporate Governance,” 83-110. *FIR Publications, LTD – London, UK*, 2005
- “Basic Legal Aspects of US Oil Production,” *co-author, Instituto Brasileiro de Estudos do Direito da Energia, First Edition*, April 2004
- “Draft Model of a New Regulatory Framework for the Brazilian Electric Energy Sector,” *co-author, Latin Lawyer, October/November 2003, and Latin American Law and Business Report*, October 2003

NEWS & EVENTS

- 17 October 2016, K&L Gates Expands Corporate, Finance Practices with São Paulo Partner Addition

AREAS OF FOCUS

- Mergers and Acquisitions
- Construction and Infrastructure Project Funding
- Emerging Growth and Venture Capital

- Offshore Construction
- Offshore Wind Energy
- Oil and Gas
- Water and Wastewater

INDUSTRIES

- Automotive
- Manufacturing

REPRESENTATIVE EXPERIENCE

- Advised Falfurrias Capital Partners (FCP), a private equity firm focused on growth-oriented, middle-market businesses, on its investment in Brainlabs, an internationally acclaimed full-service media agency.
- Assisted Arvato Financial Solutions, part of the Bertelsmann conglomerate, with the disposal of its investee Intervalor Holding S.A. and its subsidiaries, a group of companies engaged in credit and debt collection services in Brazil.
- Assisted Brazilian publicly-listed Ambipar Participações e Empreendimentos S.A. (BVMF: AMBP3) and its US subsidiary, Ambipar Holding USA, Inc., in the acquisition of 100% of Houston, Texas-headquartered Witt O'Brien's LLC and its international subsidiaries, the leading risk management and emergency response partner for governments and corporations in every sector around the world.
- Assisted Brazilian publicly-listed Ambipar Participações e Empreendimentos S.A. (BVMF: AMBP3) and its US subsidiary, Ambipar Holding USA, Inc., in the acquisition of 100% of the issued and outstanding shares of Arrowdale I, LLC, also known as "PERS" (Professional Emergency Resource Services), a Utah-based company specialized in U.S. Department of Transportation compliance services, including call centers for propane service companies and emergency response and incident mitigation information to first responders and government agencies.
- Assisted Brazilian publicly-listed Ambipar Participações e Empreendimentos S.A. (BVMF: AMBP3) and its US subsidiary, Ambipar Holding USA, Inc., in the acquisition of 100% of the issued and outstanding shares of Swat Consulting, Inc., a Michigan company engaged in the provision of environmental consulting services and related industrial services, emergency response, remediation and recovery work.
- Assisted Brazilian group Ambipar and its US subsidiary Ambipar Holding USA, Inc. in the acquisition of 100% of the shares issued by Environmental Management Services, Inc., a Pennsylvania-based company engaged in the provision of environmental remediation and emergency response services.
- Represented Ambipar Holding Canada Inc., the Canadian subsidiary of Brazil-based Ambipar, in its acquisition of 100% of the issued and outstanding shares of Orion Environmental Services Ltd., a Canadian

company specializing in environmental emergency responses and industrial cleaning. The Ambipar Group acts in several sectors to provide complete services and products related to environmental management.

- Assisted Play2Pay, Inc., an alternative payments platform, on its partnership with TIM Brasil to deploy Play2Pay's platform to more than 50 million mobile customers, enabling them to discover new apps and brands and get top-ups and data package rewards by playing games, watching videos and completing special offers on their devices. Play2Pay's platform will also enable TIM Brasil to increase subscriber engagement and grow its customer base.
- Advised Brazil-based Ambipar and its UK holding company on the acquisition of the entire issued share capital of Enviroclear Site Services Limited, a company based in England and Wales that renders waste management services involving both liquids and solid hazardous and non-hazardous waste streams.
- Represented Ambipar Holding USA, Inc., the US subsidiary of Brazilian Ambipar Group, in the acquisition of 100% of the shares issued by Custom Environmental Services, Inc. a Colorado-based company focused on environmental emergency response.
- Assisted Ambipar Holding USA, Inc., a subsidiary of Brazil-based Ambipar Participações S.A., in the acquisition of 100% of the membership units of Intracoastal Environmental, LLC and One Stop Environmental, LLC, based respectively in Florida and Alabama. Both acquired companies are primarily engaged in the provision of environmental remediation and emergency response services in the USA.
- Represented Vulcan Capital, a private equity fund created by the late Paul Allen, in leading the \$75 million USD Series C round of financing of Loft, a Brazilian digital real estate platform. Vulcan Capital was the lead investor. Andreessen Horowitz, Thrive and QED also invested in the round.
- Represented Ambipar Holding USA, Inc., a subsidiary of Brazil-based Ambipar Participações S.A., in the acquisition of Allied International Response, a company based in Texas that provides chemical emergency response services.
- Represented Brazil-based Ambipar Participações S.A. in the acquisition of UK-based Braemar Response, the incident response business of Braemar Shipping Services plc (LSE: BMS), a leading international provider of broking, financial, consultancy, technical and logistics services to the shipping, marine, energy, offshore and insurance industries.
- Assisted Brazilian low-calorie ice cream startup company "Lowko" with its corporate restructure and Series A investment by global seed and growth investor GFC Global Founders Capital.
- Represented Adianta, a Brazilian receivables fintech for small businesses, in the US\$8m venture capital investment from DGF Investimentos, 42K Investimentos, Chromo Investimentos, Capital Lab and previous investors Yellow Ventures and OsherTech, among others.
- Represented a Brazil-based global specialty chemicals distribution company and its subsidiaries as obligors under a \$150,000,000 Credit Agreement with Citibank N.A. as administrative agent and a five-lender syndicate. Obligations under the Credit Agreement were secured by pledges of customer receivables in Brazil, Colombia, Peru and Mexico.

- Represented a Brazilian transportation and logistics company as obligor under a \$100,000,000 Loan and Guaranty Agreement with Export Development Canada (EDC) as lender.
- Represented a major Brazilian mining company in relation to two structured pre-export finance facilities in a total amount of over US\$106 million.
- Represented a major Asian bank as mandated lead arranger, administrative agent and collateral agent under a syndicated multi-million dollar pre-export credit facility to a large Brazilian commodities exporter. The loan facility was secured by receivables arising from Brazilian exports of soft commodities.
- Represented France-based Ipsos SA in the multijurisdictional acquisition of four global divisions of GfK SE's custom research business for an enterprise value of €105 million.
- Represented a U.S.-based solar energy generator in the disposal of its pre-operational solar energy plant in Brazil to a local private equity fund.
- Represented arvato, a subsidiary of the German conglomerate Bertelsmann, in the three-tranche acquisition of Brazil-based Intervalor S.A.
- Negotiated on behalf of Vale S.A. the shareholders' agreement of VSE – Vale Soluções em Energia, a joint venture between Vale and the BNDES.
- Negotiated concession rights on behalf of Brazilian mining company Vale S.A. in connection with the implementation of an estimated \$1.3 billion iron ore pelletizing project in Oman.
- Represented Inbrands, the leading company in the consolidation and management of fashion and lifestyle brands in Brazil, in a joint venture with Tommy Hilfiger.
- Represented Companhia Siderúrgica do Pecém, a Vale/Dongkuk/Posco steel mill joint venture, in the negotiation and drafting of an EPC agreement for its air separation unit under a BOO regimen.
- Represented Borealis Brasil S.A. in the R\$36 million financing provided by BNDES for the expansion of its Itatiba site.
- Represented Paranapanema S.A. in relation to structured pre-export, import and ECA-backed finance facilities in a total amount of over US\$400 million.
- Represented Intralot S.A. as Issuer, and its Brazilian subsidiaries as guarantors, in the offering of €250 million 6% Senior Notes due 2022.
- Represented Amtek Global Technologies as borrower in a €235 million credit facility provided by KKR.
- Represented ABN AMRO in a \$135 million uncommitted secured borrowing base facility to Cockett Marine Oil PTE Ltd. and its Brazilian subsidiary.
- Represented Citibank as co-lender in a secured loan of up to €383 million to Huvepharma, a Bulgarian pharmaceutical company, with the accession of its Brazilian subsidiary as co-obligor and guarantor.

- Represented a major oil & gas company in a proposed project financing by BNDES, CEF and private banks for the construction and operation of drill ships. This transaction was the then largest project finance ever negotiated in Brazil, involving an estimated total of US\$29 billion in loans.
- Represented a global hedge and private equity fund as creditor in connection with the restructure of a Brazilian company's debt involving the swap of unsecured debentures by a secured loan, call options and board seats. A complex security package was implemented including corporate guarantees, mortgages and share pledges.