

Estudio Ehecopar.

Member Firm of Baker & McKenzie International



Fernando Sam

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Legal practice

Corporate

Banking and Finance

Related legal services

Banking and Finance

Corporate

Mergers and Acquisitions

Private M&A

Projects

Tax

Languages

Spanish

English

Estudio Ehecopar

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Peru

Biography

Fernando has a wide experience on different matters of business law, acquired throughout his professional experience both at our Firm and as in house advisor for a multinational utility with operations in the energy business (oil, gas and electricity).

Fernando has plenty of commercial expertise in Peruvian law and has developed notions of English and USA law with a financial and economic approach, which combined with his role in academia allow him to provide both transactional and advisory support from a creative and innovative perspective.

He keeps a special focus tasks regarding Corporate, M&A and Banking and Finance Law and Projects, which complemented with his solid background in taxation; have enabled him to provide clients with thorough advice oriented towards the identification of effective solutions in transactions of diverse complexity within multi-disciplinary teams. Fernando is a member of the team that leads the innovation efforts at the Lima office.

Education

- University of Oxford. Master of Science in Law and Finance (MSc in Law and Finance, MLF), 2016.
- Pontificia Universidad Catolica del Peru. Bachelor of Law, 2012; Attorney (Summa Cum Laude), 2015.
- University of Oxford (Saïd Business School). Oxford Fintech Program, 2017.
- Bucerius Law School. Summer Program in Legal technology and Operations, 2018.
- University of California - Davis. Introduction to USA Law, 2019.

Admission

- Lima Bar Association, 2015.

Experience

- Principal associate at Estudio Ehecopar since 2020.

Representative legal matters

Fernando has taken part in several transactions of different complexities, including the following:

M&A and Private Equity

- Advice to Parque Arauco in the acquisition of 100% of Inmuebles Panamericana (owner and operator of eleven MegaPlaza shopping centers as well as titleholder of a series of greenfield commercial space projects) from its former co-shareholders, Grupo Wiese; following a complex pre-transaction reorganisation. (2019)
- Advice to Banco Santander S.A. in the acquisition of 100% of a co-owned venture it had with SK Bergé (for the development of the vehicle finance space) from its former co-shareholders and the structuring of a new joint-venture with such entities. (2019)
- Advice to Salkantay Partners through UCX Holding S.A.C. in the sale of its interest in Universidad Privada Peruano Alemana S.A.C., a higher education project to a strategic partner to develop. (2019).
- Advice to a Fortune 50 company in the acquisition of 100% of a Peruvian oil wholesaler in a cross border transaction. (2018).
- Advice to Salkantay Partners through UCX Holding S.A.C. in the investment and initial offering process to a strategic partner to develop Universidad Privada Peruano Alemana S.A.C., a higher education project. (2018)
- Advice to Sensient Technologies Company, in the acquisition of 100% of the shares issued by GlobeNatural Colors S.A.C. spin off from Globe Natural International S.A. following a corporate reorganization spinning off its natural colors business. (2018)
- Advice to the GCP Applied Technologies in the Peruvian tranche of the sale of their Darex Packaging Technologies business for USD 1,065 million (globally) to Henkel AG & Co. KGaA. (2018)
- Advice to Salkantay Partners through UCX Holding S.A.C. in the acquisition of 100% of the shares issued representing the share capital of Universidad Privada Peruano Alemana S.A.C., a higher education project. (2017)
- Advice to the General Electric (GEII) in the Peruvian tranche of the global reorganization with Baker Hughes. (2017)
- Advice to the shareholders of SERFI in the sale of 100% of their capital stock to Quimica Suiza Group, through QSI Internacional S.A. (2017)
- Advice to Inversiones Nacionales de Turismo S.A. - INTURSA in the acquisition of 99.97% of the outstanding shares of Inversiones La Rioja S.A., owner of assets of the Marriott International Inc. hotel chain in Peru, for an amount of USD 218 million. (2017)

- Advice to Mitsui Group (through AnMit SpA) in the investment in the capital stock of Equilibra Peru S.A., to obtain a controlling stake. (2017)
- Acquisition by Parque Arauco S.A., of an equity package representing 100% of the capital stock of Fashion Center, owner of Larcomar shopping center. Our firm advised the purchaser. (2010)
- Acquisition of Maestro Home Center S.A., leading home center by a group of investment funds for approximately USD 123 million. Our firm advised the purchaser. (2009)

Banking and Finance

- Advice to Credicorp Capital Servicios Financieros and Banco de Crédito del Perú in a financing up to USD 150 million granted to Union Andina de Cementos S.A.A. - UNACEM. (2019)
- Advice to a syndicate of banks as initial mandated lead arrangers in a financing up to USD 1,300 million granted to PetroPeru in connection with the Talara Refinery Modernization Project. The deal was awarded IJ Global Oil & Gas Downstream deal of the Year and LatinFinance Infrastructure Loan of the year (2018)
- Advice to Credicorp Capital Servicios Financieros and Banco de Crédito del Perú in a financing up to USD 100 million granted to Union Andina de Cementos S.A.A. - UNACEM. (2018)
- Advice to Minera Aurífera Retamas S.A. in a financing up to USD 34.6 million granted by Interbank. (2017)
- Advice to Metropolitan Life Insurance Company in financing up to USD 41.8 million granted to Complejo Agroindustrial Beta S.A., which was guaranteed by a corporate guarantee of Agrocitricos S.A.C. and one mortgage on production units comprising more than 200 farms located in Piura and Chiclayo. (2017)
- Advice to Citibank N.A. in financing up to USD 40 million granted to San Miguel Industrias PET S.A., for the expansion of its business in Peru and Ecuador. (2016)

Tax

- Tax evaluation, design and review for the potential acquisition of a 500 MW power plant in Chilca, Peru for USD 800 million. (2015)
- Acquisition of an equity package in a holding vehicle by Enel Group in a transaction involving Peru, USA, Bermuda, Caymen Islands e Israel, with impact in Chile, Spain and Italia for USD 413 million. (2014)
- Execution of a USD 6 billion capital increase by Enersis in relation to the Peruvian subsidiaries of the Enel Group. (2012 - 2013)

- Advisory in the Reserva Fria Project for the financing and construction of a 200 MW power plant in the amount of USD 110 million through a financial leasing agreement.

Additional information

- Fernando is the author of the thesis defended to obtain the Attorney Degree titled "Clayless Bricks: The usefulness of 'law and economics' as an explanatory tool of the particularities of the design and operation of the currently existing Peruvian local tax system, with emphasis on municipal taxes related to real estate" ("*Ladrillos sin arcilla: La utilidad del 'derecho y economía' como herramienta explicativa de las particularidades del diseño y funcionamiento del sistema tributario municipal peruano actualmente vigente, con énfasis en los tributos municipales vinculados a la propiedad predial*". Pontificia Universidad Católica del Perú, Lima, 2015, 234 p. (passed with distinction).

Publications

- Fernando is author of the paper "System: State | Freedom | Information", published in "Law goes to the cinema – Intersections between the artistic and legal vision of the social issues" by Cecilia O'Neill, edited by Fondo Editorial de la Universidad del Pacífico.

Teaching experience

- Professor of Institutions of Commercial Law at the Law Faculty of the Pontificia Universidad Católica del Perú. (2017 – Present).
- Professor at the Integration Seminar on General Theory of Law at Derecho at Pontificia Universidad Católica del Perú. (2016).
- Joint Professor and Teaching Assistant at Tax Law at Pontificia Universidad Católica del Perú. (2010, 2011, 2013 and 2015).
- Teaching Assistant at Tax Planning at Universidad del Pacífico. (2014).
- Teaching Assistant at Topics of Corporate Law at Pontificia Universidad Católica del Perú. (2012).
- Teaching Assistant at Administrative Law I at Pontificia Universidad Católica del Perú. (2010).