

General Corporate, M&A and Antitrust





# Our clients always come first

We provide comprehensive advice, with an innovative approach and commercial focus targeted at adding value.

We stand out for our responsive and collaborative work, partner-involvement and a team of dynamic and committed associates.













# Relevant information of the practice

- The practice area has grown exponentially since the firm's foundation in 2014.
- While keeping the boutique approach and deep partner involvement that has characterized TRS&M from day-1, the Firm has developed a team of considering size, work-quality, experience, and level of specialization of all of its members.
- Twenty-one lawyers with exclusive dedication to the M&A team make us one of the firms with the largest M&A department in the Argentine market.
- Four partners with 20 years of average experience.
- Twenty-one associates, including seniors, semi-seniors, intermediates, and juniors allowing for an
  efficient distribution of tasks according to the experience required.
- Portfolio of more than 60 regular clients.
- Direct engagement of partners in each transaction, thorough analysis, commercial approach to legal issues of transactions and high level of commitment.
- Highly dedicated boutique service combined with the benefits of an interdisciplinary insight provided by our specialists in the other practice areas of the firm.
- Practices covered by the department include (i) Mergers & Acquisitions, (ii) General Corporate
   Advise, (iii) Corporations Law and (iv) Antitrust.

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Albanesi

Addoc

Aerodoc

**Americas Capital Investments** 

**Aurum Valores** 

Avalara

Banco CMF

**Banco Industrial** 

Banco Macro

Banco de la Provincia de Córdoba

Bi-Bank

Bunge

Capetrol

Cargill

Celulosa Argentina

**Cepas Argentinas** 

Cinépolis

Cloudhesive

**Colcar Merbus Group** 

Concret-nor

Consultatio

Deso

**DLL Leasing** 

Dreamco

**Easy Games** 

Edison Energía

Electroingeniería Construction Group

**Empresas CMPC -Chile-**

**Encompass Digital Media** 

**Enel** 

**Enlace/Cencor Group** 

Fisery Int.

Fluxus Energía

Fuel Business Intelligence

**Global Task** 

**Grupo Brito** 

**Grupo Calcaterra** 

Grupo Elawan

**Grupo IEB** 

Grupo La Cabrera

**Grupo Neuss** 

Grupo Osés Pardo

**Grupo Werthein** 

Hoerbiger

Inversora Juramento S.A.

La Estrella

Metrofinanzas

**MSU Energy** 

**Netser Technologies** 

**Neuss Family Group** 

**Oncorp Group** 

**Open Pass** 

PayGoal Fintech

Pérez Companc

Petrolera Santa María

Powerchina Ltd. -Argentina-

RCG – Renewables Consulting Group

Roch

**RP Global** 

San Cristobal Group

Santa Lucía Group

Santista Textil S.A.

Sisal Entertainment

Teads

Tango Energy

Tether

Tozzi Green

**TPCG Group** 

Vaas

Vantage Group

Ventus

Wiagro

Wolox (división de transformación digital de Accenture)

**Xtellus Capital** 

- **SANTISTA TÊXTIL S.A.** Counsel to the Brazilian manufacturer Santista Têxtil S.A. in the sale of a majority stake in its local subsidiary, Santista Argentina S.A. and the negotiation of a shareholders agreement governing the relationship with the new controlling shareholders (2025)
- **CELULOSA ARGENTINA S.A.** Counsel to Mr. E. Nofal in the acquisition of Celulosa Argentina S.A., one of the main pulp & paper companies in Argentina. (2025)
- **INVERSORA JURAMENTO S.A.** Counsel to Inversora Juramento, an agricultural and farming holding, in the acquisition of the operations of Pallaro Hermanos S.A. (24.000 hectares of land in the Province of Salta, Argentina) (2025).
- **TETHER.** Counsel to Tether Investments S.A. in the acquisition of a controlling stake in Adecoagro, the largest agricultural holding company and land owner in Argentina (2025)
- **OBLITUS INTERNATIONAL LTD.** Counsel to Oblitus International LTD in the purchase of ENAP Argentina, the local subsidiary of the Chilean national oil and gas company, owning various exploration and production areas in Argentina. (2025)
- **ALBANESI GROUP.** Counsel to Albanesi Group in a corporate reorganization process for purposes of obtaining authorization from the Argentine Securities Exchange Commision to merge Albanesi Energía S.A. and Albanesi S.A. into Generación Mediterránea S.A. (2025)
- EDISON ENERGÍA S.A. Counsel to Neuss Family Group in the purchase of BAF Assets in Argentina together with Newsan and Inverlat. We performed the due diligence and negotiated the stock purchases agreements, shareholders' agreements and financings. (2025)
- **FLUXUS ENERGÍA.** Counsel to Fluxus in the starting of its operation in Argentina and the acquisition from Pluspetrol of the Centenario oil & gas operation in the province of Neuquén. Fluxus is owned by Brazilian conglomerate J&F Investimentos (the largest non-financial private group) and purports its debut in the O&G industry. (2025)

- INVERSORA MERCEDES S.A. Counsel to Messres. Juan Ignacio Abuchdid, Ezequiel Martín Fernández and Martín Pablo Gándara, in the acquisition of the control (66.1% of the shares and 88.8% of the voting rights) of Dycasa S.A. (currently IEBC+), one of the largest public and private infrastructures companies in Argentina, with over 50 years of track record. (2024)
- **GSURF TECNOLOGIA EM PAGAMENTOS ELETRONICOS LTDA.** Counsel to GSURF in the sale of the company to the Brazilian leading global personal care cosmetics group Natura & Co. (2024)
- **DREAMCO S.A.** Counsel to Dreamco S.A. on the acquisition of P&G's laundry and dish care business in Argentina, marketed under the Ariel, Ace and Magistral brands. (2024)
- **AVALARA INC.** Counsel to Avalara Inc. on the acquisition of the assets of Argentis Consulting Group, a company in business of distributing, implementing and supporting SAP products, and provide related consulting services in the United States, Puerto Rico, Dominican Republic and Spain. (2024)
- **NETSER TECHONOLOGIES S.R.L.** Local counsel to Netser in order to collaborate with Argentina's chapter of the Serie A round for expanding the company's business. Round was led by Illuminate Financial -a fund invested by J.P. Morgan, Citi, Barclays, BNY Mellon- and funds Exor Ventures, Madrone Capital, LTS Investments, Arpex Capital & Overboost. (2023)
- **OPEN PASS S.A.** Advisors of Open Pass and its founding partners in the negotiation to allow Telecom Argentina 's acquisition of a 50% indirect stake in Open Pass. (2023)
- INKIA ENERGY. We advised Inkia Energy in the agreement for the sale of 100% of the shareholding of the Orazul companies in Argentina in favour of Aconcagua Energía. (2023)

- SANCOR SEGUROS. Advisors of Grupo Sancor Seguros in the sale of a minority stake in Banco del Sol S.A., an Argentine bank operating under a licence granted by the Central Bank, to Mercado Argentino de Valores S.A. (MAV). (2023)
- **JORGE PABLO BRITO.** Advisors of Mr. Jorge Brito and other investors in the tender offer and acquisition of the majority of the shares of San Juan Tennis Club S.A. (a private sports club in the City of Buenos Aires), including the real estate owned by the club, which is a landmark building of Buenos Aires, and the structuring of an investment in the club for its complete refurbishment and renewal. (2023)
- **MSU ENERGY HOLDING.** Counsel to MSU Energy in the competitive process to acquire a 95 MW operating photovoltaic electricity generation park owned by Vientos del Arauco SAU, a state-owned company of the Province of La Rioja. We performed due diligence and negotiated a stock purchase agreement. The parties ultimately decided to terminate negotiation. (2022)
- **ALBANESI GROUP.** Counsel to Albanesi Group in a corporate reorganization process for purposes of obtaining authorization from the Argentine Securities Exchange Commission to merge Generación Centro S.A. and Albanesi S.A. into Generación Mediterránea S.A. (2022)
- SCC POWER and MSU ENERGY HOLDING. Counsel to UK energy group SCC Power in the acquisition of Argentine electricity generation assets from Canadian power plant company Stoneway Capital Corporation. (2022)
- **ROCH.** Counsel to Roch, a leading independent operator in the exploitation, exploration and commercialization of gas and oil in Argentina, with the restructuring of its debt. The particularity of this re-structing process was that approvals and conformities were obtained within the frame of local "chapter 11" status, for the first time in Argentina. (2022)
- FABIO MARCELO CALCATERRA. Counsel Mr. Calcaterra in the sale of a 25% equity interest in, and final cash out of, his joint venture with J.R. Simplot Co., which included a USD 140 million production facility in the Province of Mendoza for the elaboration of processed potato products, including frozen processed potatoes and potato flakes- (2022)

- KAMAY VENTURES I, L.P. Counsel to a US based venture capital fund for the capital deployment of the following 3 start-ups: (i) Webee (https://www.webee.io), (ii) Ruedata (https://ruedata.com), and (iii) Zippin (https://www.zippin.com.ar). (2022)
- **SANTISTA TÊXTIL LTDA.** Counsel to the Brazilian manufacturer Santista Têxtil Ltda. in the sale of a minority stake in its local subsidiary, Santista Argentina S.A. (2021)
- **ALICORP S.A.A.** Counsel to Alicorp S.A.A, a company that is part of Grupo Romero and is listed in Lima's Stock Exchange, in the sale of its Argentinean subsidiaries dedicated to the fabrication and commercialization of mass consumer products (personal care/homecare/foods). (2021)
- **G ADVENTURES INT.** Counsel to G Adventures in the restructuring of its Argentine business and liquidation of their local subsidiary, G Adeventures S.R.L. (2021)
- **TOZZI GREEN.** Counsel to Italian group Tozzi Green in the acquisition from German renewable group Abo Wind, of two companies in Argentina (Energías del Amanecer S.A. and Energías Los Alamos S.A.) that were awarded solar PPAs under the RENOVAR Program and legal assistance in the greenfield development of 3 generation facilities. (2020)
- ROCH. Counsel to Roch S.A., an oil company, in the sale of a 30% interest in "Glacco Compañía Petrolera S.A. Roch S.A. Áreas Chorrillos, Palermo, Aike, Campo Bremen, Moy Aike, Océano, Unión Transitoria de Empresas," oil and gas reservoir concessions in the South of Santa Cruz, Argentina. (2020)
- **SIMPLOT.** Counsel to Fabio Calcaterra in the sale of a 25% participation interest in the joint venture set up with J.R. Simplot Company and implementation of crossed put and call options for the remaining 25%. (2019)

- **BANCO INTERFINANZAS.** Counsel to Fabio and Ángel Calcaterra in a corporate restructuring resulting in the transfer of 75% of their equity interests in the financial entity. (2019)
- **ELAWAN ENERGY DEVELOPMENT.** Counsel to Elawan Energy Development, a Spanish company devoted to the development, construction, exploitation, commercialization and financing of renewable energy projects, in the acquisition of 4 wind energy projects of Ventus Energías Renovables with a 51.6 MW generation capacity and 6 wind energy projects of Aires Renovables with a 77.4 MW generation capacity. (2019)
- **ALBARES RENOVABLES.** Counsel to Albares Renovables S.L. in the acquisition of 100% of the capital stock of 3 special purpose vehicles which were awarded with solar energy concessions in Argentina and the sale of a 50% interest to a Chinese investment group. (2019)
- **GRUPO NEUSS.** Counsel to Grupo Neuss, an Argentine investment group specialized in the energy industry, in the sale of a 70% interest in 4 special purpose vehicles in order to finance the construction of two solar energy plants. (2019)
- **VETA CAPITAL / FENIX BURSATIL.** Counsel to the shareholder of Wenance Group in its attempt to acquire Veta Capital S.A. and Fenix Bursatil S.A., stockbroker companies controlled by the Argentine Securities and Exchange Commission. (2019)
- **GRUPO OSES PARDO.** Counsel to Grupo Osés Pardo S.L., the largest European-owned forage company, in its attempt to sell 100% of its equity interests in its two Argentine subsidiaries. (2019)
- **GRUPO ALICORP.** Counsel to Alicorp Argentina S.C.A. in its attempt to sell 100% of its equity interests in its subsidiary Pastas Especiales S.A. to Tostex S.A. (2019)
- **RENEWABLES CONSULTING GROUP.** Counsel to Renewables Consulting Group, a management consulting and technical advisory firm with roots in the global renewable energy industry in the sale of its 40% interest in a local project in Argentina. (2019)

- SISAL ENTERTAINMENT. Counsel to SISAL Entertainment S.p.A. in the joint venture with Areltown S.A. and El Chalero S.A. to participate in the public bid for an online gambling license in the Province of Buenos Aires. (2019)
- VILLAGE CINEMAS. Counsel to Cinépolis in a corporate reorganization pursuant to which Village Cinemas S.A. maintained its cinematographic exhibition business only and spun off its real estate and investment businesses which were incorporated by means of a simultaneous merger by two new entities controlled by one of its shareholders. (2018 2019)
- **COLCAR MERBUS GROUP.** Counsel to Colcar Merbus Group, one of the largest resellers of Mercedes Benz in Argentina, in a corporate reorganization of the group through which Marysud S.A. spun-off part of its assets to merge with the assets of other three entities (El Marlo Rojo S.A., Zelindo S.A. and La Tropa Pampeana S.A.) into a new entity named Leubuco S.A. (2018)
- BANCO DEL SOL. Counsel to Sancor Seguros Group in the acquisition of a 70% interest in Banco del Sol S.A., an Argentine financial entity. (2018)
- **MEDANITO.** Counsel to the shareholders of Medanito S.A., an Argentine oil company with more than 20 years of experience, in their attempt to sell a controlling stake in the company through a joint venture with a foreign investment fund and an IPO in UK. (2018)
- **MEDANITO.** Counsel to Medanito S.A. in a farmout transaction through which the company transferred a 45% interest in the joint venture between Medanito S.A. and Empresa Mendocina de Energía Sociedad Anónima con Participación Estatal Mayoritaria for the exploration and drilling in the area Lindero de Piedra in the Province of Mendoza. (2018)
- **DISTROCUYO.** Counsel to Exagon Partners in its attempt to purchase a 61% interest in Distrocuyo S.A., a company that operates the transmission business in the Provinces of Mendoza and San Juan. (2018)

- **GRUPO SAN CRISTOBAL.** Counsel to Grupo San Cristobal in its attempt to purchase 100% of the capital stock of Opción Seguros. (2018)
- MAKOSA OIL. Counsel to Makosa Oil in the acquisition from Phoenix Global Resources PLC. of Andes Energía Argentina, an entity with an ongoing oil exploration business in Colombia through a branch in such jurisdiction. (2018)
- **ALBANESI GROUP.** Counsel to a local energy generation company, in the merge of Albanesi Inversora S.A. with Albanesi S.A., a public listed company supervised by the Argentine Securities and Exchange Commission. (2018)
- **FUNARG.** Counsel to Funarg S.A. in the sale of its stake in the developments "Parque de la Eternidad" and "Casa Bassi," both located in the Province of Santa Fe, Argentina. (2018)
- **ALICORP GROUP.** Counsel to Alicorp Argentina S.C.A., an Argentine subsidiary of the leading Peruvian consumer products manufacturer Alicorp S.A.A., in the corporate reorganization pursuant to which Alicorp San Juan S.A. and Italo Manera S.A. were merged into Alicorp Argentina S.C.A. (2017 2018)

# Our Identity





#### **Service**

We are always available to support our clients with tailor-made solutions with a focus on their business.



# Expertise and global perspective

We are experts in our areas of practice and have a detailed knowledge of the local market.

Our outlook is global and adapted to international legal markets with excellent collaborative relationships with worldwide Law Firms.



#### Quality

The depth of our analysis and our grasp of the issues allow us to successfully overcome the challenges that may always arise when dealing with legal matters.

# Pro Bono

We are committed to allocating time to working for individuals, NGOs, and other public welfare institutions.

We assign tasks among our team members according to their seniority and specialty, and we consider their involvement in such tasks as part of their professional careers within our Firm.

We handle each case with full awareness that our contribution improves access to legal services.







### Great Place to Work

Building a work environment that continuously adapts to current challenges and events is an essential part of our identity. Our goal is to promote the personal and professional development of the members of our team.

The **Great Place to Work**® certification is a distinction that fills us with pride because it's the result of our team's opinions, which highlighted values such as integrity, communication, community, hospitality and competence.







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