

Pedro Miguel Duarte Rebelo de Sousa



*

Date of Birth: 29 April 1955 in Lisbon

* Admitted to Bar: 1977, Brazil / Portugal

* Education:

- Classic University of Lisbon (Bachelor of Law).
- Post graduate course in Business/Corporate Law - Catholic University of São Paulo.
- Master of International Business Administration - Getúlio Vargas Foundation Business School, São Paulo, Brazil.

* Current Positions:

Since 2012

Atlantic Council
Washington DC

Member of Latin America sub-committee.

Since 2012

CIMPOR
Portugal

Lisbon,

Non-executive board member.

Since 2010

Grémio Literário
Portugal

Lisbon,

President of shareholders meeting.

Since 2009

Sociedade Rebelo de Sousa & Advogados

Lisbon, Portugal

Founding and Senior Partner.

Portuguese law firm with offices in Lisbon, Funchal, Luanda, Maputo and Oporto, as well as joint venture offices in Brazil with Veirano Advogados in Rio de Janeiro, São Paulo, Porto Alegre and Brasília, in Malta with Mano TCV and in Macau with Manuela António Advogados e Notários.

- Since 2006 **A. Santo Group** Lisbon, Portugal
 President of shareholders meeting.
- Since 2003 **Circulo Eça de Queiroz** Lisbon, Portugal
 2003-2009 Director
 2009-2014 Vice President
 Since 2015 President
- Since 2003 **Portuguese Corporate Governance Institute** Lisbon, Portugal
 Founder and Board Member (2003), CEO (since 2006) and
 Chairman (since 2016).
- Since 2001 **Novabase S.A.** Lisbon, Portugal
 2001-2007 President of the audit board.
 2007-2008 President of shareholders meeting.
 Since 2003 Member of the remuneration committee.
- Since 1998 **Portuguese-Dutch Chamber of Commerce** Lisbon, Portugal
 Director.
- Since 1998 **Sumolis Group – Refrigor** Lisbon, Portugal
 1998-2004 President of the audit board.
 Since 2004 President of the shareholders meeting.
- Since 1992 **Fundação Luso Brasileira para o Desenvolvimento do Mundo de Língua Portuguesa** Brazil/PALOPS
 First President (1992 - 2004). Curator since 2004.
- Since 1982 **Academia Lusíada de Letras, Ciências e Artes** São Paulo, Brazil
 Member and 1st Secretary (1982-83).

* **Résumé of Experience**

- 2011-2013 **Caixa Geral de Depósitos, S.A.** Lisbon, Portugal
 Non-executive board member. President of the Strategy and Appraisal Committee and member of the Audit Committee.
- 2009-2013 **Banco Caixa Geral Brasil, S.A.** São Paulo, Brazil
 Chairman of the supervisory board.
- 2007-2012 **Portuguese Chamber of Commerce & Industry** London, England
 Board member.
- 2005-2006 **GALP, S.A.** Lisbon, Portugal
 President of shareholders meeting.
- 2005-2011 **Banif Investimento, SA** Lisbon, Portugal
 Member of the supervisory board.
- 2004-2006 **PT International** Lisbon, Portugal
 President of shareholders meeting.
- 2000-2002 **APDC – Associação Portuguesa para o Desenvolvimento das Comunicações** Lisbon, Portugal
 Member of strategy committee
- 1999-2009 **Simmons & Simmons** Lisbon, Portugal
 Partner.
- 2006-2009 Member of Partnership Appraisal Committee.
 London, England
- 2005-2009 Board Member. London, England,
- 2005-2009 Senior Partner of the Lisbon joint venture. Lisbon, Portugal
- 1999-2005 Managing Partner of the Lisbon joint venture.
 Lisbon, Portugal.
- 1998 **"Comendador da Ordem do Cruzeiro do Sul"** awarded by the

	President Fernando Henrique Cardoso.	Brazil
1998-2010	Intesa SanPaolo IMI International Non-executive board member.	Portugal
1995-2005	Alcatel Portugal SA Non-executive board member.	Lisbon, Portugal
1994-1996	TACIS Programme - Brussels Team leader reviewing and drafting banking, investment and tax legislation in Belarus, Russia and Ukraine.	
1993-1999	Simmons & Simmons Rebelo de Sousa Managing Partner.	Lisbon, Portugal
1993-2000	Banif - Banco Internacional do Funchal, SA Member of the supervisory Board.	Lisbon, Portugal
1992-2001	LUSÍADA UNIVERSITY MBA/BA/Economy and Business Schools - Associate Professor, Banking and Monetary Systems. Vice-Dean Business School (1994-96).	Lisbon, Portugal
1992-1994	Companhia de Seguros Império Member of investment board.	Lisbon, Portugal
1992-93	INTERFINA GROUP (Holding Co) (Now Geocapital) Executive Member of the Board (Group Strategic Planning and Control).	Lisbon, Portugal
1990	World Bank/International Monetary Fund Member of the Portuguese official Delegation to the annual meeting.	
1990-1991	BANCO FONSECAS & BURNAY, S.A. President and Chief Executive Officer.	Lisbon, Portugal

This appointment was made by the Portuguese government with the specific purpose of privatising the bank (the 1st 100% privatization in Portugal).

Pedro Rebelo de Sousa's role was to structure, coordinate and oversee all aspects of the privatisation process.

This was successfully completed in October 1991 and the structure devised by Pedro Rebelo de Sousa has been successfully implemented for subsequent Portuguese privatisations.

- 1988-1990 **CITIBANK, N.A.** New York, USA
Vice-President, International Corporate Finance Division.
Project and corporate finance, bank distribution and investor marketing.
- 1986-1989 **International Monetary Fund/International Development Bank/World Bank**
Member of Citibank delegation to annual meetings.
- 1985-1990 **US-Portuguese Chamber of Commerce** New York, USA
Director.
- 1985-1988 **CITICORP INVESTMENT BANK** New York, USA
Vice-President - LDC Deputy Department Head and Country Unit Head for Brazil and Colombia.
Loan Syndication and Restructuring Division. Development and distribution of alternative bank products as well as support to the LDC debt restructuring effort including the Bank Advisory Committee on debt restructuring activities (operational, commercial, financial and legal coordination).
- 1983-2017 **Portuguese Chamber of Commerce** São Paulo, Brazil
Director and President (1984-1985), Curator (1985-2017).
- 1981-1983 **Grémio Luso Brasileiro** São Paulo, Brazil
Founder and Member of the Board of Directors.
- 1977-1985 **CITIBANK, N.A.** São Paulo, Brasil

1984-1985 Vice-President, Institutional & Investment Bank.

Country general counsel for international affairs.

1982-1984 Resident Vice-President - Credit Division.

Head of International Contracts.

Foreign currency transactions, liaison with US headquarters (General Counsel's Office and law firms) and European Loan Finance Unit.

1980-1982 Senior Lawyer - Manager of Contracts Unit.

Cross-border risk, multi-currency loans, trade finance, leasing transactions and real estate loans.

Organiser and lecturer of in-house training programme.

1977-1980 Staff Lawyer - Assistant Manager, Southern Branches.

1976-1977 **A.A. ALVIM/A. Ferreira Amaral** Lisbon, Portugal

Trainee and associate lawyer

1976-1977 **LAW UNIVERSITY OF LISBON** Lisbon, Portugal

Assistant lecturer/monitor of the teaching staff.
Lecturer on Constitutional Law.

* Main areas of legal expertise:

- Banking and Capital Markets.
- Commercial / Corporate.
- Development / Structured Finance.
- M&A.
- Private Equity.
- Privatisations.
- Project Finance.

- * Languages: Portuguese.
English.
French.
Spanish.
German (working knowledge).
Italian (working knowledge).

- * Seminars and Conferences

Attended as speaker at numerous conferences and seminars in Portugal, England, Brazil and in the United States of America.

- * Publications:

Author of several works and articles, specially in legal and finance areas, such as:

- "Contribution to the study to National Parliament Elections" - final report in the Political and Constitutional Law Course (1973), Lisbon.
- "The New Balance in Family Powers" (1974) Lisbon.
- "The Compulsory Deposit in the Brazilian External Loans" - in Boletim dos Estudos Jurídicos dos Investimentos Internacionais - Nº6 (1979), São Paulo.
- "Leasing Contract - Brief Guide to its Study" (1983, published in Revista da Ordem dos Advogados de Portugal nº 25), Lisbon.
- "Leasing - Conceptual Nature" (1984, published in "Estudos Jurídicos R&LP" Vol.VIII), São Paulo.
- "Brazilian External Debt - Juridical Aspects" (1986) N.Y.
- "The Portuguese Financial Market and the Investment" (1990 - Euromoney), Lisbon.
- "1640 Portugal Independence - Did it worth?" - (1991, in Revista da Academia Lusitana) São Paulo.
- "Bank and Risk Management - Portuguese Banks Challenges for 92/93" - Conference organized by I.I.R., Portugal, about "Credit Rating and Risks Management", May 1992, Lisbon.

- "Portuguese Companies Redistribution - Unknown and Challenges" - May 1992, Oporto.
- "Democracy as Mediator Mechanism" in Governalidad y Sociedad Civil - 1997, Colección Utopos, Editorial Comunica.



Octávio Manuel de Castro Castelo Paulo

Born in Luanda, Angola on 25 March, 1964.

Dual Portuguese and Angolan nationality.

Married and father of two children, both under legal age.

Professional Experience

Octávio is a partner at SRS Advogados (a Portuguese law firm) responsible for the M&A, Corporate and Commercial Department, which includes the practice of TMT (Telecommunications, Media and Technology).

Octávio began his professional career in 1987 as an Assistant Professor of Criminal Law at Lusíada University of Lisbon, having begun his legal traineeship in 1988 for the purposes of registration with the Portuguese Bar Association.

Between 1988 and 1993, Octávio worked in several cabinets of the Ministry of Public Works, Transport and Communications of the Portuguese Government, in the fields of transport, housing and communications.

In 1993, Octávio joined the law firm previously known as Grupo Legal Português, which today corresponds to SRS Advogados, and where he was made partner in 1999. In 2003, Octávio became a partner of the London-based international law firm, Simmons & Simmons. He ceased to be equity partner of same in 2009, when SRS Advogados became an autonomous entity from Simmons & Simmons.

In the last three years during which Octávio was equity partner of Simmons & Simmons, he played the role of TMT Sector Head, i.e. the partner responsible for the TMT global practice of Simmons & Simmons.

Octávio was director of the *Instituto Português de Corporate Governance* during the term from 2009 to 2011. Octávio is an expert in Corporate Governance.

Octávio is currently a Non-Executive Director of Standard Bank of Angola, where he chairs the Audit and Risk Committee Boards.

Octávio is chairman of the general meeting of several Portuguese and Angolan companies, also having acted as chairman of the supervisory boards of various companies.

Octávio has been registered with the Portuguese Bar Association since 1988, also having been inscribed in the English Law Society as a lawyer entitled to practice under his home-country professional title. Since 2010, Octávio has also been registered with the Angolan Bar Association.

Octávio is a member of the ICC – International Chamber of Commerce and of the IBA – International Bar Association.

Throughout his professional career, Octávio has focused mainly on the fields of commercial law, corporate law, and TMT law. Octávio has also expertise in the Finance and Oil & Gas sectors governed under Angolan law.

With extensive experience in the areas of Corporate and M&A, Octávio regularly advises companies in relation to their capital market operations and mergers and acquisitions. He has coordinated privatization operations of government owned companies with listings in Lisbon, London and New York. Octávio advises companies, both listed and non-listed, in various industry sectors on a variety of legal issues, including the development of joint ventures, *inter alia* through

consortia or Complementary Grouping of Companies (*ACEs*). Octávio also advises clients on issues of Corporate Governance (an area that has been Octávio's focus for more than 10 years). More recently, Octávio has been working with financial institutions in Angola, in particular on regulatory matters, *inter alia* those related to compliance and risk.

As a result of his work in the Office of the Secretary of State of Communications (Portuguese Government) between 1990 and 1993, Octávio still works in the telecommunications, media and technology industry, in particular in matters related to telecommunications' regulation. In this area, he has advised several Portuguese and international companies, specifically having provided legal and regulatory advice to one of the largest Portuguese operators, as well as to large international operators.

Education

Octávio holds a law degree from the Lusíada University of Lisbon (Lisbon), 1987.

Languages

English; French; Spanish.

Publications

Octávio regularly contributes articles to specialized publications and the economic press on different topics.

Octávio is also:

- Co-author of "Direito Comercial – Direito da Empresa", de Miguel J. A. Pupo Correia, having been a collaborator since the 9th edition, particularly in the area of commercial contracts - financial contracts;
- Author and co-author of several works, namely in telecommunications and more recently:
 - Co-author of the Portuguese Chapter of *Telecoms, Media and Internet Laws and Regulations 2014*, 7th Edition, Global Legal Group (2012).
 - Co-author of the Portuguese Chapter of *Telecoms, Media and Internet Laws and Regulations 2013*, 6th Edition, Global Legal Group (2012).
 - Co-author of the Portuguese Chapter of *The International Comparative Legal Guide to Telecommunication Laws and Regulations 2012 Edition*, Global Legal Group (2011).
 - Co-author of the Portuguese Chapter of *Sourcing World Jurisdictional Comparisons*, 1st Edition (2012), Thomson Reuters.

Directories

The major international law firm directories ("Chambers" and "Legal 500") refer to Octávio as a "leading lawyer".