



We
understand
the now
and we are
ready
for the
tomorrow.



LIMA JUNIOR | DOMENE
E ADVOGADOS ASSOCIADOS





LIMA JUNIOR | DOMENE
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*Through our legal expertise,
we help the clients and
partners achieve their futures.*

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Guided by values such as courage, accomplishment, creativity, unity and humanity, we expand social and business potential by connecting people and opportunities.

We enable growth, through proactive, creative and humanized legal intelligence and practice that are constantly building paths to the future.



Customs

Introduction

With vast knowledge of the legislation and full command of legal rules related to international trade in Brazil, Lima Junior, Domene e Advogados Associados has built a specialized team to service all sizes of companies engaged in import and export operations.

The firm acts as advisor and in defense of its clients' interests, in the scope of consultation and litigation, with a view to securing legal safety and reducing risks inherent to the entry into and exit from the national territory, with simultaneous compliance with rules emanating from the Customs Law.

More about our services

Lima Junior, Domene e Advogados Associados provides consulting services and strategic advice in international trade, focusing in obtaining best results for its clients. The firm also acts in administrative disputes on federal level, with customs regulatory agencies and in initiation of proceedings for clearance of goods withheld by Customs.

The services include tax guidance in the operations, support in tariff classification of goods, analysis and preparation of the Special Import Regime, including assistance to the companies in all procedures, apart from the offer of preventive consultation in matters of customs duties.

The firm provides a service tailored to suit individual needs of each client in customs consultation and litigation, through its multifaceted team of lawyers, always concentrated in the search for solutions to satisfy the clients' needs.

Main activities in this area

- Design and implementation of special customs systems;
- Assistance in the tariff classification of goods;
- Defense in legal proceedings involving customs matters;
- Consulting and litigation activities, in administrative and legal claims, regarding customs matters such as tax planning, tariff classification, customs valuation, rules of origin and import license issues;
- Procedures for the alteration of the Com-mon External Tariff (CET);

- Commercial defense: antidumping, protective measures and countervailing duties (subsidies);
 - Government Relations: defense of the clients' interests with the Foreign Trade Chamber and its Ministries;
 - Review of tariff and non-tariff barriers;
 - Legal support to the negotiations with Brazilian authorities and associations involving Free Trade Agreements and Tariff Preferences;
 - Support to the adjustment of the company's trade practices to the Brazilian foreign trade policy (trade compliance).
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Environmental Law

Introduction

The relevance of implementation of environmental policies focused in sustainable development has transformed the Environmental Law into an important business management instrument. It is in this context that Lima Júnior Domene e Advogados Associados operates, in strict compliance with Brazilian environmental legislation, preventing risks and solving conflicts in environmental matters.

The firm adopts as a premise the contribution of technical solutions to the myriad of requisites pertaining to this matter, by assessing potential social and environmental issues in management of businesses, with an eye to support clients in the definition of operating strategies, allowing the matching of the company's activities with a sustainable development.

Simultaneously with preventive consultation, the firm assesses environmental liabilities and undertakes activities referring to administrative and legal proceedings in civil and criminal claims, so as to reach a more effective procedural solution to safeguard the client's interests.

More about our services

We deliver consulting services and legal assistance to companies to obtaining environmental licenses, permits and certificates with public agencies on municipal, state and federal levels.

We provide preventive consulting services to reduce the risks inherent to corporate activities, and prepare reports on environmental impact in connection with legal feasibility of projects from a number of segments of the economy.

We conduct compliance audits in projects involving consolidation, acquisition, spin-off and merger of companies - due diligence reviews;

We act in administrative and judicial proceedings, including the complete tracking of litigation in civil and criminal claims relating to environmental offenses. With emphasis in the conciliation practice, the firm excels in the preparation of agreements and Conduct Adjustment Instruments (TACs).

Main activities in this area

- Legal advice;
 - Preventive consultation;
 - Environmental licensing;
 - Representation in the response to notices of administrative violations;
 - Representation in legal proceedings initiated by public agencies;
 - Monitoring of police investigation and civil inquiries;
 - Negotiations toward Conduct Adjustment Instrument (TAC);
 - Filing of actions seeking withdrawal of notices of violation.
 - Reverse Logistics.
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Legal Due Diligence

Introduction

Due Diligence is an area of practice that engages in the survey and appraisal of assets and liabilities of a company in all aspects of business life, including tax, labor, civil, contracting, commercial, corporate, real estate and environmental issues, so as to identify and list the advantages and legal risks of a transaction on the horizon, thereby ensuring greater safety to buyers, sellers, investors, managers or shareholders.

The technical knowledge and ethical conduct are indispensable prerequisites when carrying out the Due Diligence to detailing the current situation of a

company, to the extent that it allows the assessment and measurement of all operational risks of a purchase or sale transaction. For the Due Diligence to achieve the targeted results, it is necessary to gather a number of technical competencies in the same project.

More about our services

For relying on a multidisciplinary team of specialists in their respective fields of practice, the law firm Lima Junior, Domene e Advogados Associados has earned a prestigious reputation in the conduct of Due Diligence reviews in companies of different sizes and from various segments. This is a result of the technical synergy made available to its clients, which makes it possible to carry out the appraisal of a business from a critical and far-reaching perspective, thereby facilitating the diagnosis and measurement of the benefits and/or risks of the target business, including any hidden liabilities (circumstances likely to culminate in collection, administrative and/or legal proceedings in the future).

The Due Diligence review investigates all aspects of the corporate activity through the assessment of documents and information, verification of contracts, records, equity status, liability-related risks, administrative and legal proceedings of all the areas.

In its usual personalized, face-to-face treatment of the interaction with clients, the firm completes Due Diligence audits directed to purchase transactions, consolidation and acquisition of companies, with specific audits involving selected areas such as, contracts, taxes, tax transactions, shareholding structure, and labor matters, typically adopted for transactions involving real estate acquisition.

The Due Diligence result, a report presented in a book format, sheds light in the purchase and sale transactions of companies and ensures the legal certainty for the decision-making process and the strategic planning of the business.

Due diligence in the following areas

- Environmental;
- Civil;
- Litigation (administrative and judicial proceedings);
- Agreements;
- Real Estate;
- Corporate;
- Labor;
- Taxes;
- Operational (study of current operations not yet represented in legal processes).



Contencioso Cível e Comercial

Introduction

Civil and Commercial Litigation covers an extensive field of Law that gathers legal proceedings in Civil and Procedural, Administrative, and Commercial areas, in litigation matters, with the purpose to coordinate, regulate, safeguard, defend and protect the private interests of moral and property nature under the shield of law.

Lima Junior, Domene e Advogados Associados works strategically in the defense of rights and interests of its clients, in special, highly complex proceedings, with experts concentrating solely on the resolution of conflicts in a personalized approach, from the beginning through the termination of the lawsuit.

More about our services

The multidisciplinary characteristic of the firm makes it possible for our dedicated teams, experienced in the business areas of their clients, to deal with complex issues in various fields of the economy. These teams work in administrative and court litigation, always focused in providing structured information crucial for the identification of liabilities and non-conformities.

The firm's activities comprise the risk assessment in contingency cases, financial rehabilitation proceedings, execution proceedings and monition actions, civil liability of distributors, suppliers, manufacturers and other acts comprised in civil and commercial law.

We value a fast response in both the pre-litigation and in litigation phases, including the definition of the best procedural strategy, negotiation and mediation. The department works with strategic planning that encompasses legal assistance, litigation prevention and solution of claims brought before the courts.

Main activities in this area

- Financial rehabilitation proceedings, with the development of a plan and strategy for solvency, submission to court of a financial recovery plan, including the list of creditors; execution proceedings and monition actions;
- Creation and release of guarantees (declaratory actions, action for compulsory adjudication, etc.)
- Activity in administrative and legal levels in regulated markets;

- Civil liability of distributors, suppliers and manufacturers through declaratory actions of unenforceability of debt, actions for termination of consumer contracts, actions for compensation;
 - Law of obligations, regarding the validity of legal transactions, as well as accomplishment of obligations, such as, affirmative covenant, and positive covenant to deliver cash or movable or immovable property;
 - Right of property and possession, involving actions for possession, petitory / possessory actions, and adverse possession claims;
 - Construction of contracts for the prevention of potential lawsuits.
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Commercial law and contracts

Introduction

The consulting practice in commercial law and in all aspects of contractual area is one of the main areas of Lima Junior, Domene e Advogados Associados. The firm has a team with strong education in this field and offers a complete array of consulting services in the formalization of commercial contracts.

The firm assists in all phases of the business, from collecting information, drafting and negotiation up to the execution of the agreements.

More about our services

Having a multidisciplinary team, the firm makes available to its clients specialized lawyers always prepared to discuss and assist in all legal areas, bringing undeniable legal security to the clients in the conduction of their business.

The firm also assists the clients in case of contractual breaches and termination.

Main activities in this area

- Drafting , analysis and negotiations of several types of agreements, such as;
- Supply,
- Distribution;
- Purchase and sale of assets;
- Franchising;

- Leasing;
 - Commercial representation;
 - Rendering of services;
 - EPCs;
 - Toll manufacturing;
 - E-commerce;
 - Sports agreements.
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Family Office

Introduction

“Rich father, noble son, poor grandson”. There are numerous histories of families who managed to reach an outstanding level of affluence, but failed, through time, to bring up successors in the family environment and, therefore, to perpetuate the legacy.

With today’s increasing globalization process, volatility of markets, Brazilian currency stabilization, growth of mergers and acquisitions in the Brazilian market, creation of new legal rules and frameworks, improvement of tax management procedures, and the dynamics of the social economic and geopolitical environment worldwide, it is becoming increasingly harder for families to manage and protect their estate.

Sensitive to this reality, several family groups and owners of large fortunes began to search for a new level of consultation and advisory services, which uncovered the prospect of an accelerated expansion in a financial market segment known as Family Offices.

This area consists of structures formed by multidisciplinary teams of qualified lawyers dedicated exclusively to advise families with wealthy estates, typically the owners of big companies, who need comprehensive support covering the legal, accounting, tax and investment aspects, always with a view to obtain greater returns and adequate risk management for investors, without losing sight of aspects like succession, reputation, beliefs, values, and virtues underlying the family history.

More about our services

Thanks to a multidisciplinary structure integrated by lawyers specialized in several fields of practice, Lima Junior, Domene e Advogados Associados has won a prominent recognition in the provision of legal advice to Family Offices, as it offers its clients a technical synergy that makes it possible to assess critically and extensively each transaction, apart from allowing the measurement of the advantages and/or risks inherent to investment decisions and the guidance to heads of families in issues of succession and corporate governance that favors the perpetuity of business.

Main activities in this area

- Consultation in matters pertaining to Family Law, such as independent or probate proceedings for administration of decedents' estates, execution of wills, trusteeship, guardianship, donation and bequests, rectification of civil records;
- Advice in corporate and tax restructuring (spin-off, merger and transformation) of family-owned companies;
- Consultation in the creation of investment channels and companies that concentrate the property or operating companies (holdings) in Brazil and/or overseas;
- Implementation of Corporate Governance;
- Review and adjustment of articles of incorporation and association/bylaws;
- Drafting of quotaholders/shareholders' agreements;
- Preparation of and attendance at assemblies and meetings of members/shareholders and drafting of the respective minutes;
- Drafting of several types of corporate documentation (agreements, bylaws, members' resolutions, powers of attorney, family protocols, and others)
- Due Diligence;
- Advice in resolution of conflicts between partners;
- Support in the execution of strategic alliances (joint ventures, partnerships, consortia, Specific Purpose Companies – SPCs, Special Partnerships, etc.);
- Assistance to investment funds and portfolios;
- Securitization of receivables;
- Transactions with future contracts, swaps and options;
- Structuring of investment funds;

- Drafting and review of contracts ancillary to the activities of Funds (provision of administration, custody, controlling, audit, quota structuring, and rating services);
 - Preparation of legal opinions on various topics involving taxation of national or foreign investments, in corporate transactions.
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Litigation Management

Introduction

In general terms, litigation management involves two technical lines: safety in the conduct of legal matters (internal audit); and procedural treatment of the litigation portfolio. To keep such lines in perspective, Lima Junior, Domene e Advogados Associados invests continuously in designing customized operational flows, dedicated professional teams and front-end technology, so as to make essential structured information available to its clients for an effective and strategic management of the litigation cases.

In full integration with all firm's practices and linked to an innovative procedural management system, documents and legal actions are tracked in real time through all the court instances and administrative agencies. The interaction between the areas enables a proper control system, preventive actions and prompt responses in procedural handling.

More about our services

In the internal audit front, the firm has a technical structure dedicated exclusively to the management of procedural information. Aided by the most recent generation IT tools, provides integrated support to other technical areas, thereby affording an active control of publications/summonses and procedural developments, crucial for optimization of the in-house performed work.

In the scope of strategic analysis, the concept of Business Intelligence, known as BI, has a paramount role in the activities conducted by Litigation Management. Under the Portuguese designation of "Inteligência de Negócios", such area defines the entire information management process, including collection, organization, analysis, sharing and monitoring of data. This process makes possible to prepare tailored-made reports that contribute to the necessary

litigation assessment and prevention, enabling clients to take informed and straightforward decisions, at the same time reducing the burden of procedural liabilities.

The firm values the structured organization and availability of standardized procedural information, which is clear and effective for the construction of indicators of its clients' interests.

For all such reasons, through the Litigation Management, Lima Junior, Domene e Advogados Associados promotes integration of all the areas of practice to offer its clients multifunctional procedural information capable of satisfying the need for fast response in the conduct of the cases.

Main activities in this area

- Managerial and customized reports;
- Identification of recurring requests;
- Economic benefit of lawsuits;
- Successful conciliation of disputes;
- Rate of success;
- Rate of defeat;
- Rate of closings;
- Rate of distributions;
- Cases per location;
- Control of deadlines;
- Monitoring of publications;
- Tracking of developments;
- Electronic Document Management;
- Business Intelligence.



M&A (Fusões e aquisições)

Introduction

The growing globalization process of contemporary economies has boosted the development of new market practices, especially in Brazil, which, for having an insufficiently consolidated market, has been viewed as a great opportunity of investments in several sectors, culminating in a significant expansion in merger and acquisition transactions.

Thanks to a multidisciplinary framework, LJD works with technical synergy, counting with specialists in several fields of legal practice and tailoring the teams in accordance with the specific needs of its clients.

Due to the high quality legal assistance that it has been providing through the years, LJD obtained renowned experience in the conduction of transactions in different segments of the economy. In an approach guided by ethics and transparency, the office assists its clients in capturing a safe view of the business to be achieved, by presenting a portrait of legal alternatives to ensure the best result and the lowest possible risk.

More about our services

With extensive experience in M&A, LJD offers all legal support in complex and sophisticated transactions. The firm plays an active role in structuring, planning and in all negotiation phases of the transactions, preparing all documents necessary to accomplish the deal.

Main activities in this area

- Planning, drafting and negotiation of all contractual and corporate documents related to the transactions, such as confidentiality agreements, letters of intent, memoranda of understanding, investment agreements, assets, share or quota purchase agreements, partners'/shareholders' agreements, corporate acts and related documents;
- Structuring and implementation of corporate reorganization, pre or post transaction, enhancing synergies resulting from the deals;
- Structuring and implementation of strategic alliances and joint ventures;
- Structuring and improvement of corporate governance rules and principles;
- Advice to foreign investors in the implementation of projects in Brazil;
- Due diligences;
- Data room organization.



Consumer Relations

Introduction

The globalized economy and the behavioral changes of society vis-à-vis technological tools and new purchasing habits impose challenges in consumer relations. This demands special attention from corporations to accomplish with the legislation and the responsibilities that fall upon the marketing of goods and services.

With a special interest in the business area and a client portfolio from relevant segments of the economy, Lima Junior, Domene e Advogados Associados has a differential feature that consists in analysis and deep familiarity of each of its clients' business, aiming at minimizing risks and reducing the liabilities of claims originating from consumer relations, therefore preserving company's image with the market.

More about our services

Acting in consulting and litigation through lawyers dedicated to prompt response to the needs of each client, Lima Junior, Domene e Advogados Associados has consolidated its experience in consumer relations, in prevention of legal claims and in the defense of the companies' interests in the administrative and judicial areas.

A vast knowledge of commercial operations aligned with the legislation (Consumer Protection Code – Law No. 8.078/90) and normative rulings that govern the consumer market, the law firm represents corporate groups and defends their interests within consumer protection agencies (Procons), Small Claims Courts and Attorney General Offices throughout the entire country.

The firm provides guidance for the preparation and analysis of consumer contracts, with special emphasis in the prevention of conflicts which may result in liability for damages.

The personalized service to clients includes preparation of managerial reports with indicators capable of showing a strategic view of triggers of procedural contingencies related to consumer relations area.

Some activities in this area

- Acting within Procon in administrative individual and collective proceedings;
- Critical and preventive analysis of contracts in light of the consumer relations legislation;

- Representation of relevant actions for annulment and withdrawal of the notices of violation issued by Procon;
 - Follow-up of negotiations with the Attorney General Office, especially toward the execution of Conduct Adjustment Instruments (TAC);
 - Representation in legal claims involving defective products and/or services;
 - Representation in legal actions for termination of contracts;
 - Representation in actions for damages involving violations of consumer protection law.
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Real Estate Law

Introduction

The growth of Brazilian real estate market over the past decades, in particular of large real estate developments, calls for a broad knowledge of legal issues involved in business dealings of such segment, in order to ensure such transactions' legal safety.

A consolidated experience in real estate industry places Lima Junior, Domene e Advogados Associados in a comfortable position to offer specialized services to the real estate market, enhanced by expertise in all legal aspects of urban or rural developments.

The firm provides advice in execution of real estate transactions involving, among others, purchase and sale, lease, exchange, donations, and legalization procedures, including follow-up consisting in preparation and execution of legal documentation capable of ensuring legal safety of real estate transactions conducted under its guidance.

More about our services

A personalized service provided by the firm has contributed to building a large client portfolio, formed by small up to large-sized companies, including construction contractors, real estate developers and investor groups. For each of its clients, the firm prepares in-depth surveys in line with the business engaged and offers specialized legal advice for each type of development, aiming at the efficiency of relevant real estate transactions.

The firm acts in legal structuring of several real estate developments, in various segments such as, land subdivisions and residential, commercial, industrial, technological, and hospital co-ownership, and hotel chain complexes, ensuring legal safety of the transactions and minimizing risks to investors.

The firm provides legal assistance by means of specialized consultation in relevant business models, such as corporate and real estate structuring for execution of projects and creation of real estate funds, preparation and analysis of documents and agreements, as well as undertaking of administrative arrangements, such as real estate registration and legalization.

Main activities in this area

- Legal assessment in real estate acquisitions;
- Analyses and legalization of title to real estate holdings for assignment;
- Rectification of records in the administrative scope;
- Lot combination, subdivision and parceling out of property and title splitting;
- Real estate development;
- Subdivision of urban property;
- Real Estate Due Diligence;
- Real estate purchase and sale;
- Real estate legalization (operating permits and certificate of occupancy/CCO – Certificates of Construction Completion issued by city administration and regulatory agencies)
- Real estate leasing;
- Corporate and real estate structuring for construction of developments (land subdivision, incorporations, hotels, flat services, residential, commercial, industrial, technological and hospital condominiums)
- Beneficial ownership, right in rem over land, leasing contracts, “built to suit”(BTS), sale/leaseback operations, real estate construction and administration;
- Creation of real estate funds;
- Real estate acquisition by foreigners.



Institutional and Government Relations

Introduction

Lima Junior, Domene e Advogados Associados provides specialized legal consultation for associations and trade unions, with focus on the technical cooperation with governmental agencies, regulatory bodies, federations, confederations, institutes, foundations and other entities with the purpose of meeting and safeguarding the institutional interests of the trade union.

Our experience in this area has contributed largely to understanding of the particularities of each sector and identification of possible solutions, so we have developed a distinctive and unique methodology of assistance and services.

Main activities in this area

- Permanent legal assistance in matters of interest for sectors of the economy and institutions;
- Execution and coordination of administrative procedures with various public agencies and other related entities;
- Advocacy of legal measures of interest for sectors of the economy or institutions;
- Periodic updates in legislative innovations (laws, decrees, administrative orders, resolutions, normative rulings, etc.) of interest for a sector of the economy or institution;
- Representation in Seminars, Forums, Work Groups, Meetings, and other events;
- Drafting of essays, articles and bulletins for publication in a specialized industry magazine and/or in official websites.



Intellectual Property

Introduction

In the legal context, Intellectual Property has experienced a great change since the inception of a globalized economy, with marked expansion of competition and of the dynamics of information, resulting in the awakening of the corporate world to the need of protection for its trademarks, patents and inventions, as well as the respective investments in these areas.

The internet and social media also had an impact on Copyright, especially in the field of literary and artistic works.

Connected to the developments of the contemporary society, Lima Junior, Domene e Advogados Associados has combined solid legal knowledge of Intellectual Property with Information Technology in the protection and defense of trademarks, patents and industrial designs, as well as in the fight against unfair competition and piracy.

More about our services

A full knowledge of Intellectual Property Law sets ground for the firm activities in prevention and litigation areas in administrative and legal proceedings, with a special emphasis in advice and consultation.

The firm conducts all the procedures related to licensing, assignment and registration of trademarks, patents and industrial designs with the National Industry of Industrial Property (INPI) and inherent to the filing and validation of documents with the National Library, thereby ensuring the exclusive author's rights of clients.

For over 10 years, through the use of a personalized information system, we have been keeping track of the applications for trademarks, patents and industrial designs submitted to the INPI for the immediate detection of similarities that could lead to a harm to competition in the companies' activities in the market, thereby expediting the decisions in this regard.

In the scope of administrative and court litigation, we prepare procedural documents, briefs of defense, oppositions and appeals related to the protection, use and assignment of trademarks, patents, industrial designs and other demands in conflicts involving the specificities of Copyrights.

Some activities in this area

- Registration and protection of trademarks, patents, industrial designs, software, copyrights, etc.
 - Licensing of copyrights;
 - Tracking of applications for trademarks, patents and industrial designs with the INPI, including complete assistance, notices and monitoring of administrative, civil or criminal measures in response to violation of property and registration rights (counterfeiting, piracy, plagiarism, unfair competition, violation of the so-called Trade Dress – imitation of a distinctive set of image, letters, colors, etc.);
 - Protection of trade names with the Board of Trade;
 - Preparation of petitions, submission of defense, oppositions and appeals in the administrative scope of the INPI;
 - Drafting of contracts for assignment and licensing of trademarks, patents and industrial designs, as well as arrangements for the applicable registration with the INPI;
 - Preparation of agreements involving technologies (technology transfer, software outsourcing and partnership agreements for development and distribution);
 - Registration of books, pieces and architectural designs with the National Library;
 - Drafting of terms of use and privacy policy statements.
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Technology and Innovation

Introduction

Technology and innovation are critical success factors for any company to be able to compete in the current market. Not only innovation in terms of a breakthrough, of invention, but also in the sense of improvement of the production process through the clever use of technology are challenges to be overcome in the contemporary corporate world.

A successful corporate history is not an easy-to-accomplish task, as new products are launched in the market every day, not to mention the traditional competitors and the startups that are likely to revolutionize an entire industry.

A way to ensure the success is to be always ahead of the market. To this effect, the company must keep continuous investments in research and development

(R&D) to win a better market position through the offer of useful, high quality products at a price accessible to consumers. Other formats like corporate venture have been increasingly adopted for the companies to invest in startups.

More about our services

By having a multidisciplinary structure formed by various fields of law practice, Lima Junior, Domene e Advogados Associados has been having a distinctive role in the provision of legal support in matters concerning Technology and Innovation, as it offers technical synergy to its clients, which allows critical and comprehensive assessment of a business, resulting in possibility of measuring the advantages and/or risks inherent to the investments in the area.

Main activities in this area

- Digital compliance of companies of all the sectors for adjustment to the Internet Civil Legislation and to the remaining rules occasionally applicable;
- Terms and Conditions of Use, Privacy Policies of websites, applications and other platforms of Over The Top companies (OTTs), e-commerce and other companies;
- Advice in the electronic signature of contracts, use of digital evidence, among others;
- Support in cyber security, data protection and privacy of data and compliance in this area;
- Development of internal policies in information security;
- Adaptation of legal documents of technology companies starting their activities in Brazil;
- Review, drafting or adjustment of any contracts related to Technology and Innovation, involving, inter alia, issues such as Service Level Agreements – SLA, technology transfer, software development, hardware, royalties, partnerships, services rendering, etc.;
- Support in the execution of strategic alliances (joint ventures, investment funds, partnerships, consortia, Specific Purpose Companies – SPEs, Special Partnerships, etc.);
- Preparation of several types of corporate documents (contracts, bylaws, agreements, shareholders' resolutions, powers of attorney, etc.);
- Legal and regulatory support in topics pertaining to telecommunications, such as, voice and data contracts, aspects involving lit and dark fibers, dedicated links, last-mile, radio base stations (RBS), right-of-way, interconnection, network neutrality, licenses and authorities, conditional access services (CAS), and others;

- Assistance in drafting and negotiation of contracts involving data centers and related services like Cloud and Content Delivery Network - CDNs;
- Due Diligence review for investors and investees;
- Acting in M&A for startups and other technology companies;
- Issue of legal opinions in several matters involving double taxation of national or foreign investments in Technology and Innovation (taxation on cloud computing, streaming, software as a service (SaaS), tax classification of startup services) corporate transactions (vesting agreements, stock options, participation agreements, issue of debentures, convertible loan agreements), premium, transfer price, double taxation agreements, tax incentives, tax relief, etc.;
- Legal support in the field of intellectual property, specific for operations involving Technology and Innovation;
- Advice on tax incentives applicable to the area of Technology and Innovation;
- Exposure to litigation of a civil, criminal and commercial nature and to disputes involving matters related to information technology, innovation, telecommunications, and electronic law.



Corporate

Introduction

Focused in corporate restructuring, succession planning, spin-offs, mergers and incorporation of companies, the firm handles a wide range of corporate and transactional projects and assists its clients in the protection and defense of their interests.

The firm works with both local and foreign clients in strategic corporate projects involving publicly-held to limited liability companies, foundations and associations.

Besides its advisory role, the firm also helps its clients in corporate disputes.

More about our services

Within several forms of business organization, the firm works in drafting all relevant corporate documents, such as articles of association or bylaws, as well as in preparing and negotiating investment agreements, subscription agreements, partners' or shareholders' agreements, put/call options, and in participating in general meetings of shareholders or partners.

LJD has major expertise in structuring and implementing succession planning, having a multidisciplinary team which deals with all aspects regarding the succession.

The firm also assists in drafting and implementing corporate governance and compliance rules.

Main activities in this area

- Incorporation of companies;
- Corporate Reorganization, involving transformation, merger, consolidation and spin-off;
- Implementation of corporate governance;
- Advice to foreign investors in the incorporation of companies in Brazil;
- Drafting or review and adjustment of articles of association or incorporation/corporate bylaws;
- Drafting of quotaholders'/shareholders' agreements;
- Preparation and participation in quotaholders'/shareholders' assemblies and meetings and drafting of the respective minutes;

- Legal opinions in corporate disputes or on the application of the corporate rules;
- Assistance in corporate disputes;
- Advice in the incorporation corporate structures abroad;
- Planning and implementation of strategic alliances, such as joint ventures, partnerships, consortia and specific purpose companies.

The firm also has an outstanding performance in structuring and implementing Succession Planning aimed at preparing the companies for succession, involving:

- Advice in corporate reorganization (spin-off, merger and transformation) and tax reorganization of family-owned companies;
- Consulting services in structuring investment channels and companies that concentrate the ownership of real estate or operating companies (holdings) in Brazil and/or overseas;
- Drafting shareholders' or quotaholders' agreements to govern the relationship among the members or shareholders.



Labor

Introduction

Labor practice is one of the areas by which the firm is widely recognized. With focus in business, Lima Junior, Domene Advogados Associados has considerable experience in matters involving labor relations.

With a highly qualified multidisciplinary team formed by specialists in Labor Law and Labor Proceedings, acts in prevention and litigation, providing a complete and customized service.

The firm stands out in market matters pertaining to business environment, in a continuous search for defense of its clients' interests and rights, acting upon several sectors of economy and segments of activities, including industries, trades or service providers, in matters related to individual or collective rights.

More about our services

Lima Júnior, Domene e Advogados Associados offers to its clients a personalized and customized service, handling efficiently the portfolio of legal cases by managing and providing indicators and other structured information essential to decision-making process.

Labor Law department includes:

- Legal advice in business structuring or restructuring, aiming at best practices and routines capable of mitigating or eliminating potential labor liabilities;
- Legal assistance for the definition, preparation and implementation of compensation models, bonus programs, commissions and variable compensation systems, and stock option plans;
- Assistance in labor union relations, including participation in workers' sessions, negotiation rounds, collective bargaining agreements and covenants, strike conflicts, and collective labor disputes;
- Provision of administrative services, by monitoring labor inspections, participating in negotiation boards, taking over defense of and appeals against the notices of labor violation issued by the Ministry of Labor and Employment, before the Labor Attorney General Office (MPT), in Civil Inquiries, Investigation Proceedings and Public Civil Actions;
- Consultation support aimed at the adjustment of labor routines and practices related to the operation of each client, always focusing in prevention, mitigation or elimination of labor liabilities.

- Litigation assistance in administrative and legal claims related to individual or collective rights, since the lower Court up to Superior Courts.

Some activities in this area

- Legal opinions and preparation of documents and reports of cautionary nature, aiming at mitigating , liabilities, contingencies and responsibilities;
- Handling of individual and collective labor claims;
- Handling of public civil actions;
- Oral arguments, submission of briefs;
- Union negotiations, including participation at Workers' Assemblies, with Trade Unions of several industries;
- Filing and monitoring of Prohibitory Injunctions resulting from strikes;
- Filing of and Defense in Collective Bargaining Agreements;
- Assessment of labor liabilities;
- Defense against Notices of Labor Law Violation issued by the Ministry of Labor and Employment/Regional Superintendence of Labor and Employment;
- Defense in preparatory proceedings and civil inquiries before the Labor Attorney General Office;
- Surveys of labor contingencies and hidden liabilities regarding labor area in due diligence;
- Legal validation of incentive plans (stock options, bonuses, Profit and Results Sharing Plans), compensation and benefits;
- Participation in development of variable compensation plans, in addition to consultation regarding other executive compensation plans;
- Routine and labor practices due diligence;
- Review of company's internal policies.



Introduction

The complexity of the Brazilian tax system and the continuous changes in the legislation increasingly require companies to have consultants specializing in Tax Law to monitor new developments, whether to provide guidance on the payment of taxes applicable to commercial transactions or to act in litigation and the defense against tax deficiency notices and filings of actions pertaining to the area.

With a track record of successful results in consultation and litigation in the administrative and judicial areas, LJD is recognized for its technical excellence and renowned experience in the approach of tax matters.

Offering a personalized service, the firm has a global and strategic view of the tax matters inherent to each client's business and assists the management in taking adequate and safe corporate decisions.

With a team of high-qualified lawyers, the firm has expertise to offer legal alternatives considering the necessity of each client, helping the officers and legal departments in defining strategies and solutions that best fit their businesses.

More about our services

LJD' advisory practice has a team of professionals specialized in the interpretation and application of the tax legislation applicable to the corporate activity involving direct, indirect and social security taxes, tax review, preparation of technical opinions and tax credit recovery from the federal, state and local agencies.

The firm also works in the obtainment of tax clearance certificates and in the assessment of tax matters in a number of corporate transactions.

With its deep knowledge of the legislation and case law, the firm analyzes and issues opinions on all tax aspects and anticipates possible tax situations likely to have an adverse impact on the business.

In tax litigation, the office is prepared to perform all acts required to conduct administrative proceedings on the federal, state and municipal levels, thanks to the sound experience acquired in the matter, and presents oral arguments in administrative courts. It represents clients in legal claims, whether as claimants or respondents, in strategic approaches that include the tracking all procedural phases, invariably pursuing beneficial results for the company's management.

Respected specialists monitor effectively the proceeding of administrative and judicial cases, so to provide continuous feedback to clients and outline the best defense strategies, always in line with the corporate planning.

The law firm is properly qualified to prepare and present managerial reports as needed by the company's officers. As a result, its clients are continuously updated on all the aspects that could influence their businesses and the decision-making process is substantially accelerated.

Some activities in this area

- Consulting services on tax and social security matters;
- Issue of technical opinions;
- Conducting administrative proceedings on federal, state and municipal levels;
- Legal claims;
- Application for and tracking of tax clearance certificates;
- Tax credit recovery from federal, state and municipal tax authorities;
- Tax review;
- Tax liability management;
- Implementation of special tax treatment systems;
- Legal opinions in various matters involving tax planning, taxation of national or foreign investments, corporate transactions (M&A), premium, transfer pricing, double taxation agreements, tax incentives, tax relief, among others.





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