



## Rodrigo Carvalho

Partner

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New York

**Rodrigo concentrates his practice on mergers and acquisitions, capital markets, and corporate finance matters in Latin America, with a special focus on Brazil.**

Rodrigo is a member of the firm's corporate department and head of Winston's Brazilian Affiliate. Rodrigo has extensive transactional experience in Brazil and internationally across a broad spectrum of industries. He advises clients on cross-border M&A, international debt and equity offerings, and finance matters involving Brazil and other parts of Latin America. Rodrigo also supports Winston's US and international offices on matters relating to Brazil and the region in areas such as antitrust, compliance, disputes, investigations, and sanctions. He previously was Bank of America's Head of Investment Banking (Legal Division) in Brazil. Rodrigo has worked in New York, London and São Paulo during his legal career. He is admitted both in New York and in Brazil.

## Key Matters

*Some of the experience represented below may have been handled at a previous firm.*

## Representative Experience

Equity offerings: Rodrigo has acted as outside counsel to issuers/selling shareholders and placement agents/underwriters, as well as lead in-house counsel of a major international bank on over seventy (70) SEC-registered and 144A/Reg S equity offerings (IPOs and Follow-Ons) of Brazilian corporations in a wide variety of industries.

Debt offerings: Rodrigo has acted as outside counsel to issuers and initial purchasers/underwriters, as well as lead in-house counsel of a major international bank on over fifty (50) SEC-registered and 144A/Reg S debt offerings of Brazilian corporations in a wide variety of industries.

M&A: Rodrigo has acted as outside counsel to companies, private equity funds and strategic buyers in various landmark M&As and corporate related matters in a wide range of sectors. Rodrigo has also acted as a financial advisor's in-house counsel in mergers and acquisitions, including: the sale of assets by one of the largest telecom companies in Latin America; the sale of oil fields by one of the world's largest oil and gas companies; the merger of retail companies in Brazil; the acquisition of a majority stake in a technology company by an aircraft manufacturer; the acquisition of airport concessions in Brazil by an international airport operator; a merger involving two of the largest pulp and paper producers in the world; and the acquisition of a power conglomerate in Brazil by Chinese Investors. Activities included designing novel acquisition structures and defense strategies, overseeing the issuance of fairness opinions and valuation reports, and providing senior advice on negotiating issues.

Financing: Rodrigo has acted as outside counsel to borrowers, lenders and multi-lateral agencies, as well as lead in-house counsel of a major international bank, in various cross-border corporate and project financings of Brazilian companies.

## Recognitions

- *Chambers Brazil*: Ranked in Capital Markets, International Firms (2022–2025); Corporate/M&A, International Firms (2023–2025); and Banking & Finance, International Firms (2025)
- *Chambers Global*: Ranked in Capital Markets, International Firms (2023–2025); Corporate/M&A, International Firms (2024–2025); and Banking & Finance, International Firms (2025)
- *The Legal 500 Latin America*: International Firms – Recognized Lawyer for Banking & Finance and Capital Markets and Next Generation Partner for Corporate/M&A (2022–2025)
- *The Legal 500 U.S.*: Recognized “Key Lawyer” for Project Finance (2022–2023)
- *Latin Lawyer 250*: Recognized for his work in Banking & Finance, Capital Markets, Corporate/M&A and Private Equity (2024)
- *Leaders League*: Ranked “Excellent” in Capital Markets, International Firms (2023–2025) and “Highly Recommended” in “Corporate/ M&A” (2023–2025)
- *Lawdragon*
  - “500 Leading Energy Lawyers” for Energy Transactions, esp. Cross-Border (2024–2025)
  - “100 Lawyers You Need to Know in South America” for Finance, Capital Markets, M&A, Energy, and Venture Capital (2025)
- Led the team that won the “Energy Export Finance Deal of the Year” for Raizen’s green loan structured under the SACE Push Strategy Program, financing general corporate purposes including eligible green projects in the renewable energy and energy efficiency sectors (TXF, 2023)

# Credentials

## EDUCATION

Rodrigo holds an LLM from Northwestern University Pritzker School of Law as well as a CBA from the Kellogg School of Management.

## ADMISSIONS

- New York

## LANGUAGES

- Spanish
- Portuguese

## Related Insights & News

### Media Commentary and Publications

- “Co-Author”, Legal Guide for Capital Markets Access in Brazil (March 2019 - second edition).

### Speaking Engagements

- Panelist, “What’s Next for Brazil,” BNamericas, November 9, 2022
- Panelist, “SPACs: Regulatory Challenges in Brazil,” Webinar, August, 2021
- Panelist, “Assessing Market Pricing and Appetite for ESG Instruments,” Bonds & Loans Latin America & Caribbean Conference, November, 2021
- Panelist, “SPACs Go Global: Legal Insights and Market Trends,” Webinar, November 2021

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## RECOGNITIONS

Winston & Strawn Noted by *Latin Lawyer* as One of the Most Popular International Law Firms in 2024 in Latin America

APRIL 10, 2025

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## RECOGNITIONS

Winston Attorneys Featured on the 2025 *Lawdragon* 100 Lawyers You Need to Know in South America List

MARCH 21, 2025

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## SPONSORSHIP

Winston & Strawn Sponsors IJ LATAM 2025

MARCH 10, 2025

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## RECOGNITIONS

Winston Attorneys Featured on the 2025 *Lawdragon* 500 Leading Energy Lawyers List

MARCH 6, 2025

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#### **RECOGNITIONS**

Winston Recognized in *Chambers Global* 2025

FEBRUARY 25, 2025

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#### **RECOGNITIONS**

Winston & Strawn Recognized in *Chambers Brazil* Transactional 2024 Guide

OCTOBER 25, 2024

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#### **RECOGNITIONS**

Winston & Strawn Recognized in *The Legal 500 Latin America* 2025

OCTOBER 24, 2024

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#### **RECOGNITIONS**

Winston Ranked in *Leaders League* 2025 for Brazil – Best International Law Firms for Capital Markets and Corporate/M&A

OCTOBER 16, 2024

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#### **RECOGNITIONS**

Winston's Latin America Practice Recognized in *Latin Lawyer's* 250 2025

SEPTEMBER 11, 2024

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#### **SPONSORSHIP**

Winston Sponsors Finance and Law Summit Awards 2024

JUNE 18, 2024

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#### **RECOGNITIONS**

Winston Advises on TXF's 2023 Energy Export Finance Deal of the Year

APRIL 18, 2024

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#### **RECOGNITIONS**

Winston Attorneys Featured on the 2024 *Lawdragon* 500 Leading Energy Lawyers List

FEBRUARY 16, 2024

# Capabilities

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