



Thiago Freixo Claro

Associate, Attorney-at-law, LL.M.

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Languages

English, Portuguese, Spanish

Expertise

Thiago has experience advising corporate entities, shareholders, investment banks, and investors across a broad range of industries in cross-border capital markets transactions, including initial public offerings, private placements, Global Depository Receipts (GDRs) and debt offerings. Thiago also advises clients in general corporate and securities regulation matters.

Prior to joining NKF, Thiago worked as an associate at Skadden, Arps, Slate, Meagher & Flom in São Paulo, where he acted as U.S. counsel on headline cross-border capital markets transactions representing clients in Brazil and the United States.

Capital Markets

Corporate / M&A

Career

- 2023 Associate, Niederer Kraft Frey
- 2021 Local Associate, Skadden, Arps, Slate, Meagher & Flom
- 2019 Senior Associate, Costa Tavares Paes Advogados
- 2015 Associate, Costa Tavares Paes Advogados
- 2014 Associate, Brandão Couto, Wigderowitz & Pessoa Advogados

Education

- 2022 Admitted to the New York State Bar
- 2020 Columbia University School of Law, New York, LL.M. (Harlan Fiske Stone Scholar)
- 2012 Admitted to the Brazilian Bar
- 2012 Pontifícia Universidade Católica do Rio de Janeiro, Bachelor of Laws

Experience

Thiago's selected representations include:

- Semantix Tecnologia em Sistema de Informação S.A. in its merger with Alpha Capital Acquisition Company at an equity value of US\$1.0 billion, being the first tech de-SPAC transaction in Brazil. As a result of the merger, Semantix became a Nasdaq-listed publicly traded company*
- Credit Suisse Securities, Bank of America, J.P. Morgan and other members of the bank syndicate in connection with the US\$1.2 billion initial public offering of Raízen S.A. (the largest Brazilian IPO of 2021). Raízen is a Brazilian producer and distributor of biofuels and renewable energy*
- Bank of America and other members of the bank syndicate in the R\$1.13 billion Rule 144A/RegS initial public offering of Clear Sale S.A., a Brazilian provider of digital anti-fraud solutions*
- Livetech da Bahia Indústria e Comércio S.A. in its R\$450.0 million Rule 144A/RegS initial public offering of common shares. Livetech provides customized information technology, telecommunication and solar energy solutions to a wide range of customers in Brazil, Latin America, and the United States*
- UBS, J.P. Morgan and other members of the bank syndicate in the \$450.0 million Rule 144A/RegS initial public offering of GetNinjas S.A., a Brazilian digital platform for freelance professionals*

* Matters handled prior to joining NKF

Professional Memberships

New York State Bar Association (NYSBA)

Brazilian Bar Association (OAB)

Member of the M&A and Corporate Restructuring Committee of the Business Mediation and Arbitration Chamber – Brazil (CAMARB)

Publications

- The MAC clause in Merger and Acquisitions Agreements (*As Cláusulas MAC e seu uso nos Contratos de Fusões Aquisições*) by Thiago Freixo Claro, Pedro Guadalupe de Moraes e Hugo Tu-bone Yamashita, in: *M&A e Reestruturação de Empresas - Estudos do Comitê de M&A e Reestruturação de Empresas da CAMARB*, First Edition, 2023
- The Anticipatory Breach of Contract and its applicability under the Brazilian Civil Law System (*O Inadimplemento anterior ao Termo no Direito Civil Brasileiro*) by Thiago Freixo Claro, In. *Conteúdo Jurídico*, July 2018