

RESUME

Grasiela Cerbino

Professional Experience

- **Cerbino Advocacia**

Founder partner
2023 - Current

Law firm specialized in capital markets, financial markets and arbitration, providing legal advisory for capital markets and financial markets stakeholders, including companies, board members, advisory board members, domestic and non-resident investors, financial institutions and independent auditors. Legal services include legal advice for strategic corporate litigation, investment structures, lending structuring, financial and regulatory risks and legal defense in administrative procedures defense at Brazilian Securities Commission (CVM – Comissão de Valores Mobiliários), Central Bank of Brazil (BCB – Banco Central do Brasil) and Brazilian Market Supervision (BSM – Supervisão de Mercados).

- **B3 S.A. – Brasil, Bolsa, Balcão**

Legal Director
2016 – 2022

Manages legal assistance to B3 S.A and its subsidiaries supervising a 60 lawyers legal team, covering (i) regulation of stock markets, clearing, depository, and registration of financial assets and securities; (ii) regulation of publicly-held companies and, in particular, issuers and intermediaries B3's regulation; (iii) administrative, civil, tax and labor litigation; (iv) corporate governance; and (vi) exchange and over-the-counter (OTC).

Member of the Executive Committee and Board of Directors of B3.

- **CAM - Câmara de Arbitragem de Mercado**

Official Secretary
2016 – 2022

Secretariat coordination which roles include administration of the arbitration proceedings and assistant to the Chamber's President in drafting decisions and resolutions.

- **Banco de Investimentos Credit Suisse (Brasil) S.A.**

Director
2010 – 2015: Head of Legal - Fixed Income & Derivatives

Managed a legal team advising credit and derivative structuring department, especially (i) highly structured financings transactions and loans syndication (through public and private offerings); (ii) offshore and onshore derivatives; (iii) Lombard financings; (iv) COEs structuring of for placement on the private banking platform; (iv) structuring of investment funds for local and offshore funding.

Coordination of lawyers team dedicated to assisting the Asset Management division of Credit Suisse Brazil.

Responsible for legal assistance to Credit Suisse AG in the strategy of attracting and distributing assets to Brazilian clients.

Director
2005 – 2010: *Investment Banking*

Advising on primary and secondary operations of Equities and Debt Capital Markets (IPOs and Follow-ons).

Structuring of pre-IPO and management-buy-out credit operations.

- **Banco Santander Brasil S.A.**

Legal Director – Wholesale bank
2003 – 2005

Legal advice to Asset Management, Investment Banking, Brokerage, Custody, Treasury and Trade Finance with special expertise in approving new asset and liability products for the commercial bank, onshore and offshore fundraising strategies; regulatory effects analysis; coordination of administrative defenses at the Brazilian Securities Commission (CVM – Comissão de Valores Mobiliários).

Compliance Officer
2000 – 2002

Responsible for the compliance program in Santander Banespa group; creation of codes of conduct, monitoring of confidential information and the securities trading policy and respective processes, responsible for supervising the Watch and Restricted List. Compliance Committee member.

- **Banco Bozano, Simonsen S.A.**

Lawyer
1998 – 2000

Provided legal assistance to the Investment Bank, being the lawyer assisting Treasury, Derivatives, Products and Asset Management desks.

- **Vieira, Resende, Barbosa & Porto**

1997: Lawyer

Provided corporate legal assistance to clients in M&A and privatization process: incorporation of companies; shareholders and *consortium* agreements.

- **Banco Pactual S.A.**

1995 – 1997: Lawyer

Legal Manager - Rio de Janeiro Managed the legal assistance to the Asset Management, Investment Banking and Treasury division.

Committes, Councils and Comissions

- **OAB Capital Market Commission**

2022 – current

- **Corporate Disputes & M&A Committee - Ibrademp**

2023 – current

- **Ethics Committee - Ministry of Transparency**

2016 – 2018

- **Council for the Regulation of Best Practices in the Capital Market**

Anbima

2016 – 2019

- **Council for the Regulation of Best Practices for Trading Financial Instruments**

Anbima

2016 – 2019

- **Council for Private Banking Best Practices Regulation**
Anbima
2016 – 2018
- **Best Practices Regulation Council for the Continuing Certification Program**
Anbima
2016 – 2018

Journal

- **Revista de Direito das Sociedades e dos Valores Mobiliários**
2020 – Current: member of the Executive Board
2021 – Current: member of the Editorial Board

Arbitration Chambers

- **Câmara do Mercado**
Member of the arbitrator body
- **Centro Brasileiro de Mediação e Arbitragem - CBMA**
Member of the arbitrator body
- **Câmara de Conciliação, Mediação e Arbitragem – Ciesp/Fiesp**
Member of the arbitrator body

Publications

Arbitrato societario, *in Associazione Italiana per l'Arbitrato Online*, n. 3, 2022.

Arbitrabilidade das demandas coletivas, *in Arbitragem Coletiva Societária/André Luís Monteiro, Guilherme Setoguti J. Pereira, Renato Beneduzi, coordenadores – São Paulo : Thompson Reuters Brasil, 2021.*

Câmara de Arbitragem do Mercado: passado, presente e futuro, *in 25 anos da Lei de Arbitragem (1996-2021): história, legislação, doutrina e jurisprudência / Arnaldo Wald e Selma Lemes, coordenadores – São Paulo : Thompson Reuters Brasil, 2021.*

A controversa tutela coletiva de direitos do mercado de capitais *in Processo Societário IV, Coordenado por Flavio Luiz Yarshell, Ed. Quartier Latin, outono de 2021.*

Assembleias Anuais e os Desafios Impostos pelo Covid-19, *in Revista de Direitos das Sociedades e dos Valores Mobiliários – São Paulo : Almedina, maio 2021.*

Classes, Seminars and Workshops

Capital Market Self-Regulation
Brazilian Congress of Commercial Law
May/2023

Litigation Strategies
Fundação Getulio Vargas(FGV)
November/2022

Market Infrastructures and Self-Regulation
Master's Course at the Law School of the State University of Rio de Janeiro (UERJ)
November/2022

Collective Arbitration
Superior School of Law of the São Paulo Bar Association (ESA - OAB/SP), 2022
September/2022

CVM's new trends
Seminar sponsored by Loria & Kalansky Advogados
August/2022

Remedial protection of minority shareholders
Brazilian Congress of Capital Markets
May/2022

Major arbitration cases
Canal Arbitragem
April/2022

Diritto Societario Brasiliano (Brazilian Corporate Law)
Luiss Guido Carli – Libera Università Internazionale degli Studi Sociali
February/2022

Corporate Arbitration
Workshop sponsored by Capital Aberto Magazine
November/2021

Diritto Societario Brasiliano (Brazilian Corporate Law)
Seminar organized by the Associazione fra le Società Italiane per Azioni – Assonime
In association with *Associazione Italiana per l'Arbitrato*

July/2021

Responsibility of administrators for unlawful acts

Workshop sponsored by Levy & Salomão

June/2021

Derivative actions and collective arbitrations

Seminar sponsored by Abrasca

March/2021

Derivative actions and collective arbitrations

Insper – Master's Course

March/2021

Diritto Societario Brasiliano (Brazilian Corporate Law)

Luiss Guido Carli – Libera Università Internazionale degli Studi Sociali

January/2021

Collective Arbitration

Pontifical Catholic University – PUC/SP – Master's Course

Novembro/2020

Collective Arbitration of Corporate Issues

Arcadas - Brazilian Congress

October/2020

ESG

Journal of Company and Securities Law

October/2020

Overseas public offerings

Workshop sponsored by OAB – SP

September/2020

New 461 Public Hearing

Workshop sponsored by RSDVM – Company and Securities Law Magazine

July/2020

Collective Arbitration and guardianship of enforcement of rights of minority shareholders

Workshop organized by the OECD/Securities Commission – CVM

June/2020

Corporate Governance Report
Workshop sponsored by the Brazilian Institute of Business Law – Ibrademp
June/2020

Digital Shareholders meetings
Workshop sponsored by Capital Aberto Magazine
April/2020

Digital Shareholders meetings
Workshop sponsored by RSDVM – Company and Securities Law Magazine
April/2020

Fintech
Luiss Guido Carli – Libera Università Internazionale degli Studi Sociali
April/2020

Class Actions
Institute of Lawyers of São Paulo - IASP
September/2019

Collective Corporate Arbitration
International Arbitration Congress – CBMA
August/2019

Fintech
Brazilian Congress of Commercial Law
May/2019

Enforcement of minority shareholders' rights
Workshop organized by the OECD/Securities Commission – CVM
November/2018

Education

- **State University of Rio de Janeiro – UERJ**

Law School

Graduated

1990 - 1995

Member of the Bar Association in the state of Rio de Janeiro and São Paulo

- **Sapienza Università di Roma**

Doctoral student

Thesis: Quantification of damage in the capital market due to information failures

2019 - 2023

Languages

- Portuguese (native)
- English (fluent)
- Italian (fluent)
- Spanish (reading)
- French (reading)
