



## Rita Donato

Senior Lawyer, SAL & Caldeira Advogados, Lda.

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### Maputo

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Rita Donato is a Lawyer, Senior Consultant of the Commercial, Regulatory & Public Institutions Practice Groups, she provides provides legal advice to national and foreign companies and investors on matters relating to Commercial and Corporate Law, with experience in Capital Markets, Mergers and Acquisitions, Competition and Civil Aviation, with a main focus on corporate aspects such as incorporation, mergers and acquisitions of companies, transfer of shares, corporate governance, drafting and negotiation of shareholders' agreements, among others, issuance and remission of preferred shares with or without voting rights, due diligences to companies, issuance and listing of securities on the Stock Exchange including Public Offerings, aircraft financing, drafting, negotiation, review and implementation of commercial contracts, competition and merger control advice.

### Related services

[Corporate](#)

### Languages spoken

Portuguese, English

## Experience

# Professional Qualifications

### Legislative Projects

- Member of legal consultant team in charge of the global revision and amendment of the New Mozambican Commercial Code, under a Project financed by USAID – SPEED and World Bank – since February 2019. Under which, the followings tasks where developed, amongst others:
- Definition of rules of good corporate practices.
- Proposals for creation of new type of companies.
- Definition of rules for minority protection.
- Definition of strategies for the elaboration of the new Commercial Code.
- Analysis of comparative law from different jurisdiction to incorporate simplification rules.
- Definition of new figures such as the company secretary and introduction of some Anglo-Saxon rules for the defense of the best international practices on *corporate governance*.

### Comercial and Corporate

- Legal advising an energy company in respect of their disinvestment in Mozambique and transfer of respective investments to other foreign company.
- Advising and assisting in a sale of assets deal in respect of an international automotive manufacturer & seller.
- Legal advice to clients in Project Finance transactions for Petroleum and Gas operations in Area 4 of the Rovuma Basin Concession.
- Advising and assisting a mobile phone company with a project comprising two phases of redemption of preference shares, with

reduction of share capital and issuance of new ordinary shares and advising on agreements regarding call option rights given to some of its shareholders, respective financing and pledge of shares.

- Company's secretary of a financial institution.
- Assisting and advising a foreign law firm on a major litigation scenario with a Mozambican mining company involving liability of the company, the Mother Company and directors.
- Coordination and execution of legal due diligence on a Financial Institution.
- Coordination and execution of legal due diligence on a mining company.
- General assembly meetings; corporate regulations; standards of conduct regulations; shareholder agreements.
- Restructuring commercial group.
- Transfer of business and enterprises.
- Legal assistance for the negotiation and implementation of contracts of partnership under a project for the construction fuel tank for aviation.
- Legal opinion on different transactions within the framework of the Competition Legislation in Mozambique.
- Legal assistance on the elaboration of the project and associated contracts related with a real estate development project.
- Interpretation of engineering contracts – FIDIC Yellow Book – assistance with deadlines, claims and arbitration.

### Civil Aviation (Financing of Aircrafts)

- In 3 different transactions, advising the lenders and participants regarding lease of aircrafts, applicability of the Cape Town Convention, repossession and registration of aircrafts in Mozambique.

### Capital Markets

- Advising a company with an IPO, including adapting the articles of association to the New Commercial Code.
- Advising an energy company on an Initial Public Offering of Shares (IPO), under a concession contract and public partnership law obligations, and listing in the Stock Exchange, with the particularity of the IPO being only offered to Mozambican nationals.
- Advising the financial intermediaries in charge for an IPO regarding shares of a large hydroelectrically company with the particularity that the IPO was addressed to Mozambican citizens and respective listing on the Mozambican Stock Exchange.
- Issuance of 8 series of bonds (securities) to list on the Mozambican Stock Exchange for a Financial Institute.
- Advising 2 different commercial banks on early reimbursement of bonds listed on the Mozambican Stock Exchange.
- Advising a company on a Project for the issuance of bonds convertible into shares, placement at the Stock Exchange and Public Offer of shares.
- Advising a beverage company on Employees Shares Awards Plans.
- Preparation of contracts of placement and underwriting of securities.

## Credentials

### Prior Experience

- Senior Lawyer at Sal & Caldeira – Maputo, Moçambique, since September 2022.
- Senior Lawyer at Couto, Graca e Associados – Maputo, Moçambique 2018 – August 2022.
- Senior Lawyer And Head Of Corporate Department at TPLA e Associados – Maputo, Moçambique 2017 - 2018.
- Lawyer at Couto, Graca e Associados – Maputo, Moçambique 2016 - 2017.
- Legal Consultant – Maputo, Moçambique 2012 -2016.
- Trainee at H. Gamito, Couto, Goncalves Pereira, Castelo Branco E Associados – Maputo, Moçambique 2010-2011.
- Management Of Padera Txapo-Txapo – Maputo, Moçambique 2008-2009.
- Responsible For Stock Management at Kapicua Livros e Multimedia – Maputo, Moçambique 2006-2008.
- Documentation Centre at The Women Against Violence Association– Lisboa, Portugal 2004-2005.
- Implementation Of The 1st Self-Help Group For Women Victim Of Domestic Violence– Lisboa, Portugal 2004-2005.

### Education

- Law Degree at Universidade A Politecnica, (2012).

### Memberships

- Member of the Mozambique Bar Association.
- Member Of The Forum For Diversity Under Equal Project Of The European Comission - Lisboa, Portugal 2002-2004.