GARRIGUES



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Corporate and M&A
Private Equity
Startups & Open innovation

Sofía Barrena Elguea is senior associate in the corporate/commercial law practice and specializes in mergers and acquisitions, commercial contracts and private equity. Within the M&A area, she has participated in a broad range of transactions and due diligence processes in different sectors, in particular the automotive, technology, engineering and components, and private equity sectors. As part of the private equity team, Sofía also provides advice on M&A matters and routinely advises management companies operating in the Spanish market on the process for the creation and authorization of funds and fundraising, with a particular focus on ESG.

She also provides ongoing advice on corporate law and commercial contracts to various Spanish companies and international groups, and actively participates in the startup ecosystem to offer firms expert legal advice from the outset. She holds a Degree in Law (specialty in economics) from Universidad de Deusto.

Experience

Sofía joined the Corporate/Commercial Law Department of Garrigues in 2015. In the area of M&A:

- She has extensive experience in designing complex structures for partnerships and joint ventures, particularly in the technology sector, which in many cases are closely tied to IP considerations.
- She has participated in several secondary private equity transactions in various sectors, including the acquisition of international groups belonging to the healthcare sector.
- She has taken part in numerous competitive processes by industrial companies and, in recent years, by entities in the energy sector, advising on all legal and procedural aspects necessary for the proper conduct of the process.
- She has advised multinational groups on restructuring processes, particularly in the automotive sector.

In the private equity field:

- She assists domestic and international clients with the legal process for the creation and authorization of private equity managers and the set up of all kinds of private equity entities and funds. In recent years, Sofía has participated in processes for the creation and fundraising of private equity funds and entitiesin the area of renewable energies and in the transport and logistics sectors, among others. In particular, she has advised on ESG matters and on the related Spanish and EU legislation.
- Sofía advises funds, sponsors and executives on seed capital investments, negotiating and documenting the typical ratchet provisions, preferential rights and employee stock option plans and other characteristic features of such transactions, including potential exit strategies.
- She participates in LBOs and MBOs, advising sellers, purchasing funds and managers on all types of leveraged acquisitions.

In relation to corporate and contractual matters:

- Sofía has extensive experience in drafting and negotiating shareholder’s agreements and in resolving deadlock situations.
- She provides professional support to companies in all sectors in relation to company secretary duties for boards of directors and other corporate governing bodies.
- She has participated in several processes for the design of procurement structures at industrial companies, drafting standard business terms, order forms and procurement policies, among others.
- She drafts and negotiates all kinds of commercial contracts, including service, agency and distribution agreements.

She has a good command of English and she is conversational in French.

Academic background

- Master’s Degree in Business Law and Access to the Legal Profession, Universidad de Deusto.
- Degree in Law (specialty in economics), Universidad de Deusto.

Memberships

Madrid Bar Association.

Publications

She has published various articles in the firm’s Family Business newsletter. and website