



## Company Overview



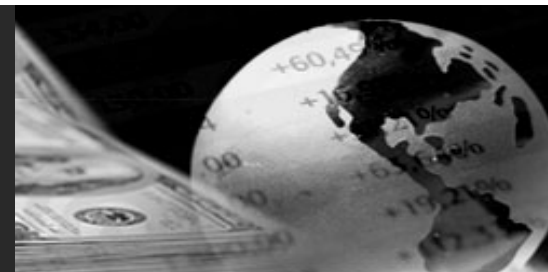
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Offering Corporate Finance Solutions, Wealth Management, Financial Advisory and Consulting Services.



# The Boutique Approach

Financial services and quality custom financial solutions



Personalized  
client  
service –  
“the boutique”

Managrow is an advisory boutique firm that provides strategic and financial advice, focused on corporate finance and capital markets.

Highly  
Experienced  
Team

It was established 2007, counting on the broad experience of the Managrow's members; with solid experience in multinational financial institutions and prime management consultants companies.

Hands-on  
operational  
and  
strategic  
experience

Managrow has a proven capacity to implement financial advisory mandates for Private Equity, High Net-Worth Individuals and business enterprises.

# About Us



## Who we are?

Managrow was founded by a group of former co-workers, each with 10+ years experience in developing, distributing and implementing financial services and solutions. Each partner brings specific expertise, leading-edge technology skills, and in-depth knowledge of the Capital Markets industry.

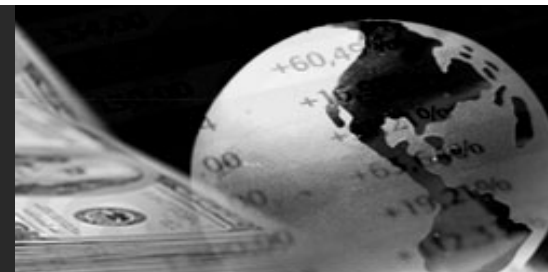
## Our Mission?

Our mission is to go beyond the traditional investment bank services, we see our customers as a long-term business partners. We offer sustainable financial solutions with a view to developing trusted advisor relationships with our clients and with a focus on service excellence, technical excellence and integrity.

## Expertise

Our team possess the ability to combine academic analysis, theoretical excellence and an in-depth, independent knowledge of the inner workings of companies. Agility, knowledge and standardization. As a company that focuses on transparency and security of transactions, we are always together with customers in the process of decision making, or giving advice and explaining the various strategic alternatives available to close a big deal. In the mergers and acquisitions area, we work with a small team to ensure speed and flexibility in the implementation of mandates, always conducted by a senior partner.

## Our Goals



Managrow aims to develop long term relationships with their customers, in order to offer integrated services of Corporate Finance and Wealth Management. With this premise, we offer financial and strategic advisory, based on extensive knowledge of the local market and global trends and focus on strategic macroeconomic visions of each sector.

We also have a proven capacity to implement financial advisory mandates for Private Equity, High Net Worth Individuals and Corporates.

The excellence of the services provided has the support of the broad experience of the Managrow's members; with solid experience in multinational financial institutions and prime management consultants companies. Thanks to this experience, we can offer our customers extensive network of contacts and strategic relationships in major financial institutions and several private equity funds in Brazil and abroad.

## Our Core Business



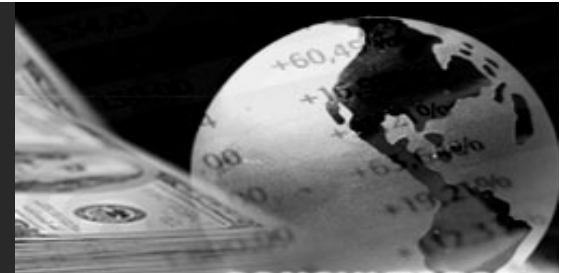
Managrow niche includes Brazilian family groups that have the need for an accessible and trusted manager to reach new levels of competitiveness and profitability. We have expertise in managing individuals net worth, diversifying investment risks and in offering alternative investments for capitalized entrepreneurs who:

- have all their capital invested in a single business;
- who have raised capital through the sale of their businesses.

We offer the necessary support for the preparation of private companies to face the entry of foreign capital in their sectors or consolidation by competition. We also create structures for Family Offices in order to manage assets professionally or implement corporate governance in existing structures.

# Managrow Strategic Financial Consultants

Our team of professionals are capable of delivering outstanding execution in the following services:



## Corporate Office



- Unique product combining: Corporate Finance, Technology, Valuation and Risk Management;
- Framework that performs dynamic business modeling and simulation;
- Direct quantitative answers to senior management strategic questions;
- Statistical approach vs. Best guess scenarios.

## Wealth Management & Financial Services



- Comprehensive advice, based on the concept of personalized management;
- Full strategic planning seeking the optimization of the assets of a family and/or business groups;
- Asset management of exclusive funds with unique risk profile and mandates.

## Mergers & Acquisitions



- Add value to our customers in the business of M&A, while maintaining the focus on the safety and speed of the process.
- Financial assistance for: sale or acquisition of assets, company stake, financial restructuring,

## Advice for the Private Equity Funds



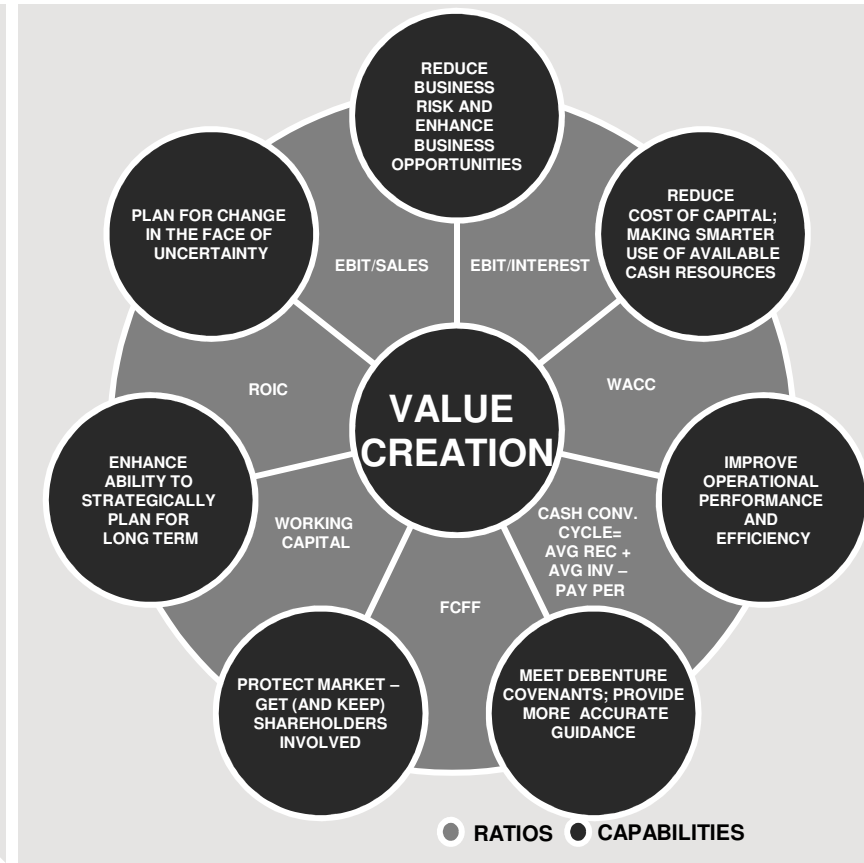
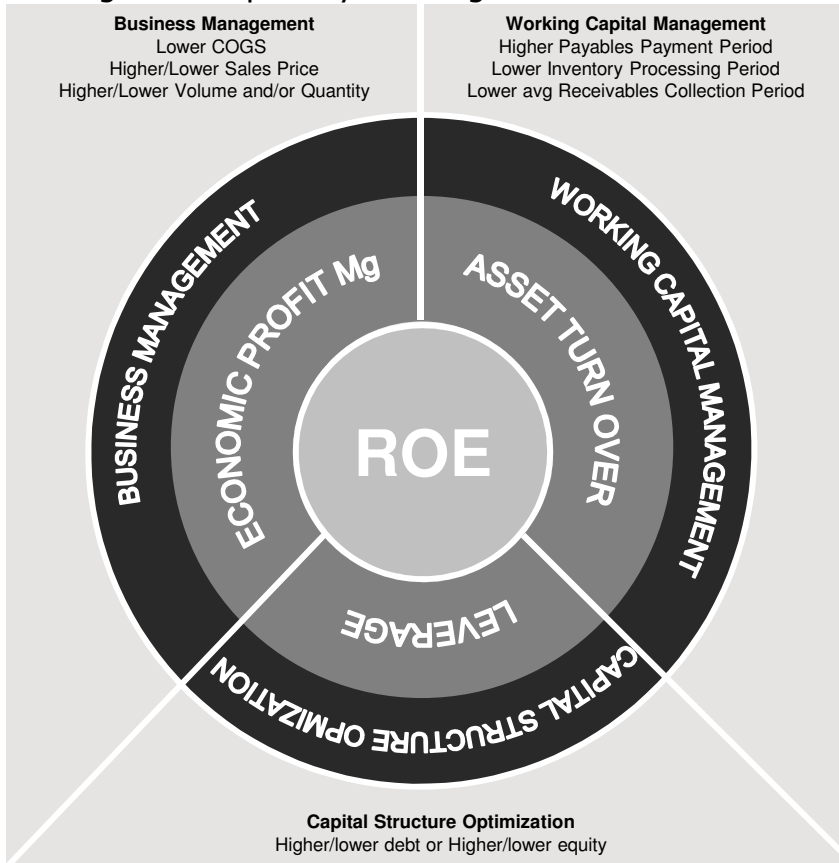
- Support to Private Equity funds during the process of decision making and execution of business;
- Valuation for startup companies, business cases and market reports;
- Fronting - initial approaches on potential targets of acquisition;
- Unbiased reviews (Fairness Opinions) - based on technical analysis.

# Corporate Office Business

Combining our Client's Financial Needs with Our Financial Management and Risk Control Expertise to Engineer Profits and Growth to their Business

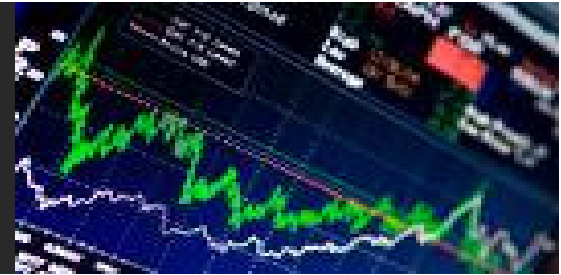


## Managrow's Proprietary Planning Software Tools



# Wealth Management and Financial Services

Tailored Private Wealth Management Solutions for High Net Worth Individuals and their Families



Managrow offers practical solutions and substantive analysis on investment strategies for high net worth individuals and their families and/or their family offices and business enterprises in order to manage, protect and increase their wealth. Our investment services are available on both a Discretionary and Advisory basis<sup>1</sup>.

Our services are driven by a single priority – the integrated financial management needs of clients. We are totally independent of any third party and our services are fee-based, ensuring that we act solely in our clients best interests at all times.

Goals-Based Investing Saves Investors from Rash Decisions

Personalized Service

Independent Research

Exclusive Market Commentary and Analysis

Personalized Portfolio Analysis Reports<sup>2</sup>

Taking Action on Client's Behalf

Highly Experienced Advisors

Notes: <sup>1</sup>Discretionary Management is our core service and allows clients to hand over day-to-day investment decision-making on their portfolio to our experienced Investment Managers. Our Advisory Management service is aimed at clients who wish to make their own investment decisions and want access to professional advice. <sup>2</sup>View all your holdings within one consolidated report.

# Mergers & Acquisitions

Managrow has a solid track record of helping privately-held companies initiate, structure, and complete successful business sale transactions



## Company Sale

Managrow team is highly experienced in transactions involving mid to small caps companies in Brazil. Our approach is to maximize value without "shopping the company" by:

- ✓ Understanding the value drivers in the industry and identifying a select group of potential buyers that represent the best fit for the client company;
- ✓ Professionally communicating with these selected buyers in a way that allows them to truly appreciate the attractiveness of the company;
- ✓ Carefully orchestrating the negotiating process.

## Corporate Acquisition

Working closely with our clients, we are well-placed to generate a consistent flow of attractive targets.

- ✓ We produce a short-list of relevant targets within a matter of weeks;
- ✓ Once our client has agreed a short-list of relevant companies, we are experienced 'door openers' and initiate a confidential dialogue;
- ✓ We value target companies, taking into account the financial and commercial benefits to be gained;
- ✓ Recommend the most suitable way to structure and finance the deal;
- ✓ We negotiate in conjunction with our client the best possible outcome.

## Exit Strategy

Managrow offers a carefully tailored review of the various exit options available, with a view to maximizing shareholder value including:

- ✓ refinancing, management buy-outs and buy-ins, a total or partial trade sale, or flotation;
- ✓ timing.

## Advice for the Private Equity Funds



Supported by extensive experience in Mergers and Acquisitions and Corporate Finance, we support Private Equity funds during the process of decision making and execution of business. Also, ManaGrow support asset managers to minimize risks and address barriers that may compromise their operations.

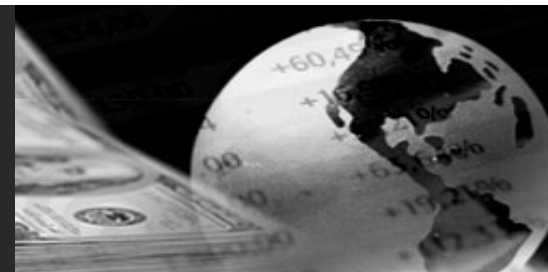
✓ **Survey Opportunities** - Based on public information and our network, we produce market studies and find the best alternatives in economic sectors or specific companies.

✓ **Fronting** - We conduct polls and initial approaches on potential targets of acquisition, while maintaining the confidentiality of the buyer. Our interaction allows the opening of conversation, value identification and formalization of the offering terms in the search for fair prices in business transactions.

✓ **Unbiased reviews (Fairness Opinions)** - Our analysis, which are based on technical analysis, allow us to give unbiased reviews to strengthen the decision-making. Also, on another front, our team produces analytical companies and sectors reports, with agility, thus ensuring a safe and accurate decision-making process.

✓ **Business Plan Preparation for New Ventures**

## Advisory Team Bios



### **Andre Cury Maialy PhD., CFA**

Mr André Maialy joined Managrow as partner in 2009. Currently, he serves as MD of the wealth management business, providing quantitative analysis, implementing best practices, as well as, detecting potential risks and solutions to the managed portfolio. Mr André Maialy has over 10 years of experience in the area of quantitative research and market risk.

Most recently he was a Partner at Fiducia Capital Management, in the Risk Management Division. He was in charge of risk management and compliance at Fiducia for a year and a half. Prior to joining Fiducia in 2006, Mr. Maialy held positions in the compliance and research analysis departments of GWI and Banco Votorantim, as a primary contact for all senior management and investment management staff with regard to compliance and risk management. He has also designed and implemented technology systems and re-engineering processes for many companies, while at MAPS.

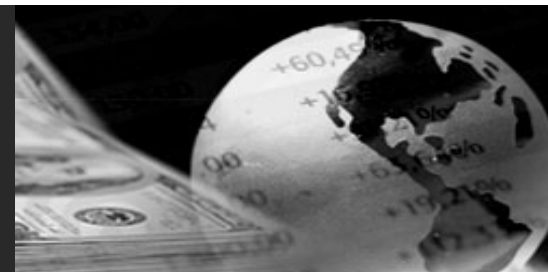
Mr André Maialy holds a Bachelor's degree in industrial engineering from from Escola Politécnica da Universidade de São Paulo (Polytechnic of the University of São Paulo) . He also received his Ph. D. with specialization in Finance Engineering and M. A. in Engineering both from the University of São Paulo (USP). He teaches at Poli-USP and FGV. André was a contributing writer for USP internal publications. He is the author of Física 1st Edition, published by Saraiva. He holds the Chartered Financial Analyst (CFA) designation from the Association for Investment, Management and Research (AIMR) and has broad experience in financial markets.

### **Enrico Yoshinaga**

Mr. Enrico Yoshinaga joined Managrow as a partner in 2009, and is currently responsible for structuring Venture Capital funds and implementing solutions in corporate finance for Private Equity and Corporations. Prior to that, Mr. Enrico Yoshinaga was responsible for the successful start up of 2 companies (one cash out) related to the retail industry niche, working at the forefront of negotiations with suppliers in Asia. He is currently an advisor and partner investor of Central Fornitura, the second largest company in sales in the State of São Paulo, focused to attend jewelry factories. The company imports and resells machines, equipments and provide services to major factories in Brazil.

Prior to that, Mr. Yoshinaga worked for more than 10 years in the Financial Service Industry in large institutions such as Santander Investment, Itau and Lloyds Bank as a senior analyst of Equity Research for the Retail, Consumer and Mining sectors. Mr Yoshinaga was member of the team elected for three consecutive years the best Retail and Consumer analyst in Brazil, for Institutional Investor and elected the best investment analyst for Agência Estado in 2000. Mr. Yoshinaga has a MBA with an emphasis in Economics from Universidade de São Paulo (FEA / USP) and a BA from Fundação Getúlio Vargas (FGV).

## Advisory Team Bios



### **Luciana Ferreira Doria, CNPI**

Partner of Managrow since 2008, with over 10 years experience in the Financial Service Industry. Dedicated to providing clients professional advice in the areas of investment management, financial advice and financial services. Ms. Doria has specialized her working experience in homebuilding research and analysis since 2005. Ms. Doria received a Bachelor's degree in Economics with an emphasis in Finance from FEA - Pontifícia Universidade Católica de São Paulo, while working full time at SCHI as an Equity Research Analyst. Also, Ms. Doria holds a Specialization in Real Estate Investment and Analysis from Fundação Getúlio Vargas (FGV) and another one in International Financial Reporting Standards (IFRS) FIPECAFI USP. She is an active member of the Regional Economic Council - (CORECON), is certified with the CVM and CNPI Brazil Security Analysts licenses and the Association of Certified Investment Banks Professional (ANBID).

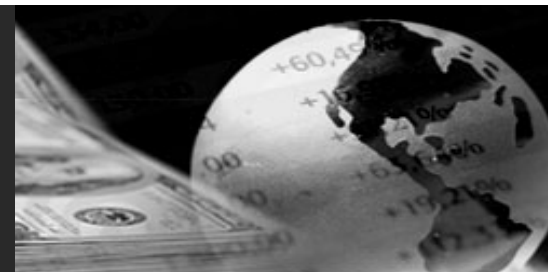
Prior to joining Managrow, Ms. Doria has held a senior leadership position at Unibanco, Bear Stearns and JP Morgan, where she authored equity research and provided support for Investment Banking on Latin American Real Estate Industry. She was also responsible for marketing the team's views on Latin America Homebuilders to institutional investors in the U.S., Europe and Latin America. During her tenure at Unibanco, she established herself as the leading industry source for homebuilding related equity research. Before joining Unibanco, Ms Doria worked at Santander Central Hispano Investments (SCHI) from 2000 to 2004 with the last year spent in Treasury Desk Strategy Team, as economist of global markets. Doria has been a member of Institutional Investor's top-ranked Strategy team by Institutional Investor in 2004.

### **Peter Edward Mr Wilson**

Partner and CEO of Managrow, Mr Peter Wilson has developed and implemented financial services and quality custom financial solutions for Private Equity, High Net-Worth Individuals and Corporations. Prior to that, Mr. Peter Wilson was a founding partner of PHI Capital Management being responsible for the management of fixed income allocation as well as equity funds and derivatives portfolios. Between 1998 and 2004, he held senior executive positions for several companies in the Ourinvest Group, being Head of Investments at Dartley Bank & Trust Nassau, Senior Financial Manager at Ourinvest Asset Management and Portfolio Manager of a distressed fund at Globalvest Management L.P/Latinvest Asset Management and associate at A.T. Kearney Management Consultants. Before that, from 1992 to 1998, he worked at Banque Nationale de Paris - Latin America Investment Banking Group.

He earned a Master of Science in Economics from Fundação Getúlio Vargas (FGV) in São Paulo and a Bachelor of Science in Business Administration with an emphasis in Finance from the FGV, as well as specializations in Berkley e NYIF. Peter Wilson is Professor of the Department of Finance at an executive MBA School (BSP) based in Sao Paulo. Also, he currently serves on the Fiscal Council of Banco Pine S.A. and Inpar S.A., a real estate developer based in São Paulo. He led Brazilian companies through multiple rounds of seed and early stage financing, fundraising, restructurings, originated and conducted M&A transactions and negotiated strategic alliances.

# Contacts



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