



Fernando J. Rovira-Rullán

Capital Member

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Fernando J. Rovira-Rullán is a Capital Member of Ferraiuoli, and Chair of its Practice Management Committee. His principal areas of practice include mergers and acquisitions with extensive local and cross border experience, corporate, governance and fiduciary duties, private equity, borrower counsel commercial lending, complex contracts, and intellectual property law.

He currently serves as an adjunct professor at the University of Puerto Rico School of Law where for more than two decades he has offered multiple courses including Corporate Law and Mergers and Acquisitions.

Fernando joined Ferraiuoli after having served as Senior Vice President and Deputy General Counsel of a publicly traded financial institution. He started his career in the 1990s as a corporate attorney at another of Puerto Rico's full service corporate law firms.

He is the Co-President of the Puerto Rico Legal Coalition, a nonprofit organization which facilitates that members of its network of independent attorneys and law firms provide pro-bono legal advice, counseling and education to other nonprofits and community-based groups that serve the needs of Puerto Rico's most vulnerable communities.

Practice Areas

Corporate

Mergers & Acquisitions

Commercial Lending & Corporate Finance

Corporate Governance & Fiduciary Duties

Private Equity & Securities

Education

Columbia University School of Law, L.L.M.,
Harlan Fiske Stone Scholar, 2003

University of Puerto Rico School of Law, J.D.,
cum laude, 1998

Villanova University, B.S. in Finance with
honors, 1995

Bar Admissions

Commonwealth of Puerto Rico
State of New York

Affiliations

Puerto Rico Bar Association
New York Bar Association
American Bar Association

Get to know Fernando

Why Ferraiuoli?

Ferraiuoli is unique in its approach to serving clients providing true reliability while adding real value. For many clients, Ferraiuoli is their in-house legal department and for others it's their most trusted business partner. We make it our priority to provide outstanding legal representation that recognizes their business needs and goals. This philosophy also extends to our willingness to devise practical alternative fee arrangements that satisfy our mutual business objectives.

Get to know Fernando

Why do your clients come to you?

Clients come to us because we offer them sophisticated support in key transactions and other matters but without losing practicality and a results-oriented approach. Ultimately, we strive to offer a quality service at times when the client needs it the most. From the moment a client hires us, we serve them in a way that reflects and is commensurate with the trust they have placed in us. We will do everything within our ability to fully comply with their demands in an efficient and ultimately successful manner.

What do you find most rewarding?

Working with an amazingly talented group of people each day in a healthy and productive work environment. Also, to see how our clients give us more work each day in a very organic fashion. This makes me feel very proud and therefore motivates me to continue to give all my talent and abilities to my clients and colleagues. This is, in essence our credo – top notch work ethic, honesty, integrity, trust and friendship.

Representative Cases or Transactions

- Represented a leading century old Puerto Rican food and beverage distribution company in a corporate restructuring to create a holding company, divest real estate assets into a separate entity, convert into an LLC, and refinance the group's existing credit facilities.
- Represented the seller of a controlling stake in a sporting goods distribution business in a strategic transaction with a Puerto Rico-based private equity fund.
- Advised the seller of a pharmaceutical validation company in its sale to a U.S. private equity firm focused on healthcare and life sciences.
- Represented the owners of a specialty plastics manufacturing business in its acquisition by a publicly traded U.S. strategic buyer seeking to expand its advanced materials portfolio.
- Advised a local insurance brokerage firm on the sale of its operations to a U.S. strategic purchaser, enhancing the buyer's regional footprint.
- Represented the buyer in a leveraged management buyout of a leading radiology practice, including the acquisition of associated real estate assets.
- Counseled one of Puerto Rico's oldest rum producers in forming a joint venture with a U.S. strategic investor to expand global footprint.
- Assisted a U.S. strategic investor in acquiring Puerto Rico's largest pavement contractor, strengthening its infrastructure services portfolio.
- Advised a global leader in specialty chemicals distribution, on its acquisition of a local chemical producer and distributor, expanding its presence in the Caribbean market.
- Acted as lead counsel in the acquisition of Puerto Rico's premier luxury sports vehicle dealership, a transaction involving complex regulatory and franchise considerations.
- Assisted a publicly traded global chemical and specialty materials company in acquiring the worldwide mobility and materials business of a major conglomerate.
- Served as lead counsel for a multinational technology reseller in its acquisition of LATAM operations from a publicly traded company, covering affiliates in Mexico, Chile, Colombia, and Peru.

- Represented a private equity firm in its investment in a working capital solutions and equipment leasing company, structuring the transaction to support growth financing.
- Advised a private equity fund on a convertible preferred stock investment in a company operating in the combustible and renewable energy sector.
- Acted as lead counsel to the buyer in the acquisition of an electronic commercial transaction processor, managing due diligence, negotiation, and closing.
- Assisted a major hospitality group in acquiring its former hotel operator, consolidating management and operational control.
- Counseled multiple private equity funds on investments in local businesses, including technology firms, manufacturers, hotels, and distributors.
- Served as local M&A counsel in the acquisition of franchise rights and retail operations for one of the world's leading specialty coffee brands.
- Acted as local M&A counsel to a principal gasoline wholesaler brand in acquiring a competitor's Puerto Rico and USVI operations.
- Advised a global pharmaceutical company in a joint venture with another industry leader, covering manufacturing, sale, and distribution of branded OTC products.
- Represented a global private equity fund in acquiring a commercial real estate loan and REO portfolio from a Puerto Rican bank through a Loan Portfolio and Real Estate Purchase Agreement.
- Counseled a client on the acquisition of all outstanding shares of a renowned Puerto Rican rum distillery, preserving brand heritage while enabling growth.
- Served as local counsel in the sale of intellectual property assets related to the sports medicine product line of a global medical device manufacturer.

Speaking Engagements

- Entrepreneurship Summit – Business Structures. Puerto Rico Convention Center, Puerto Rico, December 4, 2015
- H3 Conference – How to Avoid Founding Dilemmas. Caribe Hilton, Puerto Rico, November 20, 2015
- Association for Financial Professionals – Family Business Succession Planning. Caribe Hilton, Puerto Rico, October 16, 2015
- Puerto Rico Investment Summit – Private Equity Funds and Other Investment Vehicles. Puerto Rico Convention Center, May 18 and 19, 2015
- H3 Conference – Founder's Equity Dilemmas. Caribe Hilton, Puerto Rico, November 23, 2014
- H3 Conference – Which Entity is Right for You. Caribe Hilton, Puerto Rico, November 23, 2014

Publications

- **Chambers Corporate Governance 2025 Global Practice Guide**, Puerto Rico Chapter, published by Chambers & Partners
- **The International Comparative Legal Guides to Mergers & Acquisitions**, Puerto Rico Chapter published by the Global Legal Group Ltd (UK)
- **Practical Law Global Guide to Private Mergers and Acquisitions**, Puerto Rico Chapter, published by Thomson Reuters
- **Chambers Legal Practice Guide to Corporate M&A, Puerto Rico Chapter**, published by Chambers & Partners
- **The International Comparative Legal Guides to Corporate Governance**, Puerto Rico Chapter, published by the Global Legal Group Ltd (UK)

Professional Recognition

- Since 2010, Fernando has been rated by Chambers & Partners in its Global and Latin America editions as a Leader in Corporate and Commercial areas of practice. In Chambers 2015 Global Guide, he was hailed as “both a world-class businessperson and a world-class lawyer.”
- Since 2013, Best Lawyers® International, an organization with a Board of Advisors comprised of leaders from the world’s leading law firms and General Counsel of Fortune 500 and Global 500 companies, recognized Fernando as a Best Lawyer® in Corporate and M&A Law.