

# PROFILE



**Partner**  
**Head, Business Formation & Foreign Investment**  
**Head, Real Estate and Construction**  
**Co-Head, Banking & Finance**  
**Co-Head, Tax**  
**Martinez Vergara & Gonzalez Sociedad, Manila, Philippines**  
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**Qualifications**  
University of the Philippines, Bachelor of Laws (1996)  
University of the Philippines, B.A. Political Science, cum laude (1992)  
Admission to Bar (1997)

**Language**  
English and Filipino

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## ROSALIA S. BARTOLOME- ALEJO

### ABOUT ROSALIA

Rosalia specializes in corporate and commercial law, with expertise in these practice areas: Banking & Finance, M&A, Business Formation & Foreign Investment, Real Estate and Construction and Taxation.

Rosalia's experience in Banking and Finance is attributed to her extensive exposure in the banking and financial sector, having advised a number of banks and financial institutions, including one of the largest global bank, from 1997 to present across various banking law practice areas, consumer banking, credit card operations and security transactions. She has likewise advised a major finance sector organisation in the formulation of policies and regulations involving the credit card business.

Rosalia has 20 years of experience in acting as counsel to both borrowers and creditors comprising local and foreign banks and financial institutions for financing projects, including loan syndications, project finance, debt restructuring, note issuance, bond issuance and secured financing. She has also extensive experience in consumer financing, and has acted for non-bank financial institutions, such as financing companies, investment houses and remittance agents.

Rosalia also handles corporate M&A, corporate reorganization, joint ventures and dissolution. She has handled joint ventures and mergers and acquisitions involving a broad spectrum of industries, including toll roads, real estate, food and manufacturing businesses, renewable energy and local water treatment and distribution projects.

As head of Martinez Vergara & Gonzalez Sociedad's Business Formation and Foreign Investments Practice Group, Rosalia has assisted in the formation of a number of corporate vehicles, including domestic corporations, local branches of foreign companies, representative offices and regional operating headquarters. Her practice involves advising both local and foreign investors on legal and regulatory requirements, as well as corporate services and legal advisory on business taxation.

Rosalia also oversees the Tax Practice Group of the firm since 2007. She handles tax treaty relief availments, estate planning and settlements, property and business transfers and tax remedies.

Rosalia is a trained commercial arbitrator of the Philippine Dispute Resolution Center, Inc. (PDRCI). She has likewise lectured on competition law and regulations under a mandatory continuing legal education (MCLE) requirement for lawyers in the Philippines.

## EXPERIENCE

### Banking & Finance

- Acted as counsel to the syndicate of lenders in the grant of loan facilities, including subsequent top-up arrangements, to fund the construction and development of a two-tower, 233-room four-star hotel and casino complex located in Clark Freeport Zone, Clark, Pampanga, Philippines.
- Acted as counsel to the syndicate of lenders in the grant of loan facilities, including top-up arrangements, to fund the construction, operation and maintenance of the Tarlac-Pangasinan-La Union Toll Expressway, a priority infrastructure project under the Public-Private-Partnership (PPP) Program of the Philippine government.
- Acted as counsel to GMR Megawide Cebu Airport Corporation (GMCAC) in the Philippine peso and U.S. dollar term loan and bridge loan facilities provided by a syndicate of Philippine banks and the Asian Development Bank for the purpose of financing the rehabilitation and modernization of the Mactan-Cebu International Airport.
- Acted as counsel to a Philippine petroleum company in the financing of the construction of its depots, rehabilitation of acquired gas stations, and construction of new gas stations.
- Acted as counsel to a Philippine bank in the grant of a term loan facility for the development, construction, operation, management and maintenance of an integrated coconut processing facility located in Palawan, Philippines.

### Mergers & Acquisitions

- Acting as lead counsel to the buyer group on the on-going divestment by one of the largest Philippine conglomerates of its food and feeds manufacturing business.

### Real Estate

- Acted as counsel to real estate developer on various issues involving the operations and regulatory compliance relating to an IT park located in Imus, Cavite, Philippines.
- Acting as counsel to real estate developer on regulatory, tax and corporate matters relating to the development and construction of commercial and residential condominium buildings, including the setting up of condominium corporations.

### Tax

- Acting as counsel for estate planning and settlement of estates of individual clients.

- Acting as counsel to a manufacturing company listed with the Philippine Stock Exchange (PSE), in connection with a share-swap transaction, qualifying as a tax-free exchange under the Philippine Tax Code.

## ACCOLADES

### **The Asia Pacific Legal 500**

**Banking & Finance 2021 – Recommended Lawyer for 8 consecutive years since 2014**

**Real Estate and Construction 2021 – Recommended Lawyer**

**Corporate and M&A 2021 – Recommended Lawyer**

**Tax 2021 – Recommended Lawyer**

**Projects and Energy 2019 – Recommended Lawyer**

- *‘Atty. Rosalia Alejo is very focused and sincerely cares about finding out the best solutions for our concerns. Its more than a job for her and her team.’*
- *‘The way she provides opinion and contracts covers not only the legal aspect but also the commercial side.’*
- *‘Led by Rosalia Bartolome-Alejo, Martinez Vergara Gonzalez & Serrano’s tax practice handles tax planning and disputes involving national and local authorities. The practice additionally acts cross-departmentally to handle the tax aspects of transactions. The team is also increasingly active in estate planning.’*

### **IFLR 1000: The Guide to the World’s Leading Financial Law Firms**

- *‘They are the best in the industry, are very innovative, and receptive to the needs of their client.’*

## APPOINTMENTS/MEMBERSHIPS

- Member, Integrated Bar of the Philippines
- Member, Tax Management Association of the Philippines (TMAP)
- Trained Arbitrator, Philippine Dispute Resolution Center, Inc. (PDRCI)

## PUBLICATIONS

- Co-contributor, *“Protecting Minority Investors in Philippines”*, World Bank Group, Doing Business 2021 edition.
- Co-author, *“LexisNexis Foreign Investment Law Guide: Philippines Chapter”* (2017-2018 edition).