

Ross McLeod

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QUALIFICATIONS

- **Higher Rights of Audience (Civil).** Advocacy training and exams, including pre-action protocols, skeleton arguments, interim applications, trial strategy, and identification of legal, factual and evidential issues (2018).
- **LPC (Commendation).** BPP. Part-time with training contract. Electives: Advanced Litigation (Distinction), Corporate finance (Commendation), International Trade and Transactions (Commendation) (2016-2018). Additional LLM module: International Dispute Resolution and Arbitration Law (Commendation).
- **Law LLB (2.1).** BPP Law School. Part-time (i) in MOD Whitehall; then (ii) deployed to Sierra Leone (2008-2010).
- **Restructuring and insolvency.** In January 2022, I started the Institute of Chartered Accountants in England and Wales (ICAEW)'s initial insolvency qualification, which I intend to complete by Easter 2022.
- **Politics/International relations.** BA, Lancaster University (2.1) (1999), MA, King's College London (Merit) (2009).
- **Project management.** PRINCE 2 Project Management (2010); APMP (2012); Managing Successful Programmes (2013).
- **Technology/telecoms.** Royal Corps of Signals officer training (six months, 2001); Military Data Communications (2004); CompTIA Network+ (2007); CompTIA Security+ (2007); PGDip Information Technology, Cranfield University (2011-2013).

QUINN EMANUEL, LONDON (September 2019 – present)

- **'Comexposium'¹: (i) cross-border insolvency; (ii) Chancery Division claim; (iii) US 1782 discovery application; (iv) Court of Appeal challenge.** This case concerns a €573m debt facility, a battle between US and English hedge funds on one side, and institutional French shareholders on the other. Quinn Emanuel represents the claimant hedge funds before the English Court, working closely with White & Case who represent them in France. The Claimants are lenders under a 2019 senior facilities agreement (SFA) (the **Lenders**). The Defendant, *Cassini* (**D**) had borrowed €573m along with an undrawn incremental facility of €114m. In September 2020, D entered French insolvency/restructuring proceedings (a "sauvegarde" or "safeguard proceedings"). These are debtor-in-possession proceedings in which directors retain control to allow a company to prepare a safeguard plan. The French Court appoints judicial administrators, who are meant to represent creditors' interests. The process envisages the company, by its directors, proposing a safeguard plan to its creditors. If the creditors reject the plan, the company can then ask the French Court to impose it upon them. The Lenders argued that, under the SFA, D was obliged to provide information about its financial condition, assets and operations, but D refused to comply, denying that the SFA remained in effect. The Lenders' case was that (i) the relevant SFA clauses remained valid and enforceable notwithstanding the opening of the safeguard proceedings; and that (ii) there was no applicable provision or principle of French law justifying D's position. The Lenders sought a declaration that (i) SFA clauses requiring Cassini to provide information to creditors remained valid and binding; (ii) the information requests were valid; and (iii) having failed to comply with the requests, Cassini was in breach of the SFA. The case involved, in rapid succession: an expedition application, a jurisdiction challenge, and an expedited trial in August 2021. We were successful at first instance and received extensive coverage in the R&I/legal press. The first instance judge refused permission to appeal, but D renewed its application to the Court of Appeal and was granted permission. The appeal was expedited and heard on 30 November 2021. Judgment is expected in February 2022. In addition to the main claim, Quinn Emanuel has also filed conspiracy claims against the French directors of D, and a 1782 application in the US (28 U.S.C. § 1782 allows discovery in the US, under the broad US discovery rules, for use in a foreign proceeding).
- **NMC: (i) cross-border insolvency; (ii) fraud; (iii) offensive and defensive claims in both English and ADGM Courts.** NMC Health plc (**NMC**) made global news in December 2019 when it was the subject of a critical Muddy Waters report. Following an internal investigation which uncovered that NMC may have been involved in suspected fraudulent behaviour, the High Court subsequently placed NMC into administration. The High Court appointed Alvarez & Marsal as Joint Administrators in April 2020, but as NMC's Middle East operating subsidiaries were not within the English court's jurisdiction they were not part of the English administration process. In September 2020, therefore, the Courts of Abu Dhabi Global Market (the **ADGM Courts**) placed the operating subsidiaries into administration, also appointing Alvarez & Marsal as administrators. Quinn Emanuel have acted for the Joint Administrators from the outset and are instructed in a range of contentious restructuring and insolvency (**R&I**) matters, including several offensive and defensive claims in both the English and ADGM Courts. I am the junior associate on a key workstream in which we worked closely with counsel to commence the litigation process. This involved a range of tasks including legal research, drafting elements of the letter before action, and drafting a wide range of correspondence with counterparties.

¹ *Emerald Pasture Designated Activity Company & Ors v Cassini SAS & Anor* [2021] EWHC 2443 (Ch) (27 August 2021) / CA-2021-000032 – a complex case name due to hedge fund structures. Judgment expected from the Court of Appeal in February 2022.

- **JD Classics: (i) insolvency; (ii) Commercial Court claims (settled); (iii) audit negligence claim against PwC (ongoing); and (iv) Californian claim (ongoing).** Quinn Emanuel act for the Joint Administrators (Alvarez & Marsal) of a company (C) which entered into administration in 2018. D1 was C's founder and previously its indirect majority shareholder, a former director and CEO. D2 was D1's ex-wife, and also a former indirect minority shareholder of C. D1 induced a leveraged buyout of D1 & D2's indirect shareholdings in C by a private equity sponsor (the **Acquisition**) and a refinancing of C's pre-acquisition borrowing facilities (the **Refinancing**). Quinn Emanuel were instructed to bring claims against D1 and D2 for pre-acquisition unlawful transactions, post-acquisition unlawful transactions, breaches of fiduciary duties, recovery of benefits received by the Ds, and losses caused to C by the Refinancing. C also claimed against D1 and D2 under s.423 of the Insolvency Act 1986, that D1 entered into a transaction at an undervalue with D2, with the purpose of putting assets beyond the reach of creditors. Further, C brought a dishonest assistance claim against D3, a third party who D1 induced to lie to PwC, C's auditors. The claim was listed for 5 weeks in the Commercial Court in January and February 2022, however, shortly before the PTR in late December 2021, we settled against both D2 and D3, and have begun settlement negotiations with D1's Joint Trustees (JTs) in bankruptcy (Grant Thornton). We therefore discontinued the claim against D1 personally, joined the JTs with their consent, stayed the claim pending settlement with the JTs, and vacated the trial. The claim against PwC continues, as does a claim in California against another dishonest assister (California-domiciled, hence our choice of jurisdiction, with the claim being brought by Quinn Emanuel's LA office).
- **Terre Neuve SARL & Ors v Yewdale Ltd & Ors: cross-border fraud claim.** This is a complex fraud claim with multiple defendants. I was the sole junior associate over an 18-month period which included a wide range of applications including a multi-day consolidated hearing in which we successfully resisted several Ds' jurisdiction challenge applications. D3 unsuccessfully challenged jurisdiction per Article 23 Lugano Convention, based on choice of court agreements contained in written agreements ancillary to the oral main tax optimisation arrangements: it was found that those clauses did not cover the present dispute. Challenges brought by D4, D6, D7 and D10 (Swiss domiciled) based (inter alia) on the "so closely connected" requirement in Article 6 Lugano convention were also dismissed. D11 unsuccessfully challenged permission to serve out in Israel: our case against him *did* raise serious issues to be tried on the merits (the CPR r.6.37(1)(b)) test, and he was a proper party to the dispute pursuant to PD 6B para 3.1(3).
- **US Federal Deposit Insurance Corp (FDIC): LIBOR manipulation.** Quinn Emanuel is instructed by the FDIC which alleges that Barclays and several UK and European banks and the British Banking Association colluded to suppress LIBOR. The FDIC, which oversees the winding down of failed banks, is suing for fraudulent misrepresentation, claiming that the banks — including UBS, Barclays, and Royal Bank of Scotland — colluded to suppress USD Libor between 2007 and 2009. We have successfully defeated a limitation period challenge,² and the next CMC is scheduled for February 2022.
- **Other matters.** The above represent only the matters which have taken most of my capacity over the past 2 ½ years. I have billed an average of 2,200 hours/year, however, and worked on at least a dozen other matters, some minor, some less so.
- **Personal status quo.** My January 2022 appraisal went well, and QE expects that I am staying indefinitely. However, I have been set on an offshore career for several years, and London's move to WFH has been the catalyst for seeking to make that move now. While content to remain in London for as long as necessary, ideally I would move by July 2022 (my 3 PQE).

TRAINING CONTRACT (Three years, 2016-2019: LPC overlaid at weekends during the first 18 months)

Hong Kong litigation team (BT Global Services Hong Kong, fifth/final seat, April-August 2019)

- My final training seat was in BT Global Services' litigation team in Hong Kong, working on a range of disputes both in Hong Kong and in the wider APAC region.

Linklaters Dispute Resolution group (Fourth seat, September 2018-March 2019)

- **LCIA arbitration.** Linklaters was instructed on a \$1Bn LCIA arbitration following a \$4Bn acquisition in which the purchasers alleged breach of the sale agreement. I reviewed the statement of claim, researched elements of contractual interpretation to support the Reply, and assisted with drafting elements of the Reply.
- **Lehman Brother International (Europe) ("LBIE").** Linklaters remain instructed in the administration of LBIE. I worked on a range of interesting areas of law relating to the final disposal of assets. This entailed working with partners in specialist teams in Linklaters and drafting the first versions of (i) documents for execution; and (ii) client notes.
- **CMA dawn raid.** Linklaters advised when the Competition and Markets Authority ("CMA") conducted a 'dawn raid' on a large organisation. The CMA required production of a wide range of documents in an eight-week period. I analysed and précised CMA notifications to the client, engaged with expert witness consulting firms, used Relativity and engaged with the client's eDiscovery provider, summarised similar investigations in the UK and US, and reviewed the historical guidelines applying when the suspected offences occurred.

² The Federal Deposit Insurance Corporation v. Barclays Bank Plc, [2020] EWHC 2001 (Ch).

- **Contentious regulatory investigation.** Linklaters was instructed when a European clearing house suffered a significant Default Loss. We provided extensive investigative and contentious regulatory support, mirroring the pre-action phases of litigation. I drafted many documents including interview notes, helped compile the chronology, helped draft the virtual data room terms, then helped administer it for the client, and made minutes of the daily steering group calls.
- **Costs options analysis.** I analysed cost recovery options after a successful claim, including (i) Part 36 offers; (ii) detailed assessment; and (iii) costs lawyers. This informed our settlement agreement.
- **Miscellaneous tasks.** I also prepared a detailed note on preserving privilege, researched the implications of a client surreptitiously recording counterparty telephone conversations, drafted a list of issues in a claim, reviewed recovery options for expropriated African assets, assisted with drafting material for a partner to deliver client training, analysed a shareholders' agreement and articles of association in a Saudi Arabian dispute, drafted a witness statement to support a Hague Convention Letter of Request, engaged with Senior Master Fontaine at the RCJ, and assisted in advising at Citizens' Advice Bureau sessions at the Royal Courts of Justice.
- **Free Representation Unit ("FRU").** I volunteered for (i) advocacy experience; and (ii) end-to-end matter responsibility.

Competition litigation (Openreach Ltd, first seat, September 2016-June 2017)

Successful Competition Appeal Tribunal ("CAT") appeal.

Commercial litigation (BT Group plc, second seat, July 2017-March 2019)

Nine months focusing on high value, complex and brand-affecting commercial disputes as both claimant and defendant.

Commercial & Operations team (BT Consumer, within BT Group plc, third seat, April-September 2018)

Six months advising BT's Consumer business on strategic transactions, projects, data governance and product compliance.

OTHER LEGAL EXPERIENCE

- **Employment Tribunals/the Free Representation Unit.** Tribunal advocacy & pro bono experience (2018-19).
- **A&O 'University of Litigation'.** Week-long course for A&O's NQ Litigation lawyers and selected clients (2018).
- **Military 'Assisting Officer'.** Employment and criminal cases from bullying to sexual assault charges (2002-14).
- **Magistrate.** I conducted trials, remand hearings and sentencing of adults and young offenders (2011-15).
- **Law reform.** My work re. military bullying and harassment was published by newspapers; I appeared on *Channel 4 News*; and I had Parliamentary evidence published. This resulted in a 2015 act creating a military ombudsman. References are available from the then *Times* Defence Editor (now *Sky News*' security and defence editor), and MPs (2013-15).

PREVIOUS CAREER

BT Fast Track Leadership Programme, Jan 2014-Aug 2016

- Three different roles. Successfully ran a >£15M P&L, and renegotiated key contracts to exceed EBITDA targets.
- Account-managed Barclays, RBS, JCDecaux, Clear Channel, Ministry of Justice, G4S Cashzone, and T-Mobile.
- Extensive insight into product development and major TMT P&L areas: broadband, TV, voice, & mobile.

Army officer: Operational leadership, project management, technology & telecoms, 1999-2013 (operations underlined)

- **Cryptographic programme management.** Led logistic team for a 20-year, £3Bn IT security programme (2013).
- **Joint Services Command and Staff College.** 'Top 15%/Most demanding' appointments recommendation (2012).
- **Project Manager.** Technically/commercially complex Afghanistan £6M communications network (2010-11).
- **Sierra Leone.** 12 months in Africa training the local military and procuring telecoms & technology (2009-10).
- **MOD (Whitehall).** Cyber-security and counter-espionage policy in response to evolving threats (2007-09).
- **Afghanistan.** I deployed IT systems to UK forces under extreme operational and financial constraints (2006).
- **Iraq.** As Operations Officer, I led a team of specialists providing post-invasion communications (2003).
- **Bosnia.** I led a team of 60 communications engineers supporting peacekeeping and stabilisation operations (1999).
- **Royal Military Academy Sandhurst.** 12-month intensive leadership training course for British Army officers.

SPORTS AND INTERESTS

Sports. I enjoy marathons (fastest time: 2:55, 2015), triathlons (fastest Ironman: 11½ hrs in 2016), and ultramarathons (the longest being the 171km *Ultra-Trail du Mont Blanc* in 2016). In my first career, I was also an experienced mountain expedition leader and scuba diving instructor, including leading military expedition teams in thirteen different countries.

Reading. I like science fiction, politics and history. My sub-optimal habit is buying more Kindle books than I have time to read.