

ROLAND PETTERSSON

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ABOUT ME

I joined D'Empaire as a partner in 2019—where my career had initially started at 18 years old in 2002—focusing on the practices of corporate finance, financing transactions, insolvency, debt restructuring and distressed M&A, with particular emphasis in Oil & Gas.

I am extremely honored to be the first and only Venezuelan to have been admitted as member to the International Insolvency Institute (III), in addition to be member of INSOL International, the Turnaround Management Association and the American Bankruptcy Institute. I have published several papers, articles and short pieces on restructuring, financing and related topics, including a paper on fraudulent conveyance, Venezuelan law and U.S. bankruptcy law, co-authored with Richard Levin, which was published on the Oxford Capital Markets Law Journal (2019).

I hold a law degree from the Universidad Catolica Andres Bello (2006), a Diploma in Finance from the University of California – Berkeley (International Diploma Program, Extension), and a postgraduate degree in international business from the Universidad Metropolitana. I completed the Mediating Disputes program at Harvard Negotiation Institute.

MAIN PRACTICE AREAS & EXPERIENCE

Financing and Transactional law. Corporate and Project Finance. Restructuring and Insolvency. Sovereign Debt. Oil & Gas. Distressed M&A

EDUCATION AND ACADEMIC BACKGROUND

- **Attorney at Law. Universidad Católica Andrés Bello.** Caracas, Venezuela. 2001-2006
- **Diploma in Finance** (International Diploma Program, Extension). **University of California - Berkeley.** Berkeley, California. Class of Winter-Spring 2017
- **Specialist in International Business. Universidad Metropolitana.** Caracas, Venezuela. 2013-2016

ADDITIONAL EDUCATION

- **Mediating Disputes Program.** Harvard Law School, Harvard Negotiation Institute. Cambridge, Massachusetts. Summer 2012
- **Program in Management of Conflict: Negotiation, Mediation and Arbitration.** Instituto de Estudios Superiores de Administración (IESA). Caracas, Venezuela. 2010

- Program in International Management in Oil & Gas. Instituto de Estudios Superiores de Administración (IESA). Caracas, Venezuela. 2016

PROFESSIONAL EXPERIENCE

- **D’Empaire. Partner.** From June 2019
- **LEC Abogados. Junior Partner.** 2013-2019
- **Badell & Grau Despacho de Abogados. Associate.** 2007-2013
- **D’Empaire Reyna Bermúdez Abogados. Legal Assistant.** 2002-2005

PUBLICATIONS

- “The transfer of Venezuela’s oil assets to a successor entity and fraudulent conveyance” (2019). Co-author with Richard Levin. Oxford Capital Markets Law Journal (Vol. 14, No. 4, October 2019) Available at SSRN: <https://ssrn.com/abstract=3349158>
- “Venezuela — A Path Forward for Public Sector Restructurings” (2021). Touchpoint, April 2021. INSOL International. Available at: https://i.emlfiles4.com/cmpdoc/8/7/4/8/2/2/files/20409_ven—path-forward-public-sector-restructurings-03-01-21—venezuela.pdf?utm_campaign=812883_Touchpoint%20April%202021&utm_medium=email&utm_source=INSOL%20International&utm_i=4WAM,HF83,2LC80E,2250X.1
- “The Petro: Venezuela’s take on Cryptocurrencies”. (April 2018) Clifford Chance & LEC Abogados Joint Briefing. Co-author
- “The possibility of PDVSA's bankruptcy from the perspective of Venezuelan law”. (2018) International Bar Association. Latin American Regional Forum, Vol. 11, No. 1
- “Venezuela – Navigating the Storm” (January 2018) Clifford Chance Client Briefing. Co-author
(https://www.cliffordchance.com/briefings/2018/01/venezuela_navigatingthestorm.html)
- “PDVSA's Bankruptcy: A Look from Venezuelan Law, in the Context of a Default”. (2017) Available at SSRN: <https://ssrn.com/abstract=3064214>
- “Corporate M&A 2019: Law and Practice—Venezuela”. Chambers and Partners. Co-author (<https://practiceguides.chambers.com/practice-guides/corporate-ma-2019/venezuela>)
- “El Equilibrio Entre los Arbitrajes y el Default: La Saga de Crystallex” (*The Balance between Arbitrations and Default: The Crystallex Saga*) (2018). Revista de Arbitraje, 3ra Edición, VenAmCham (https://issuu.com/cedca/docs/tercera_edicion_marc)
- “Análisis De Decisiones En La Práctica Legal” (*Decision Analysis in the Legal Practice*). (2012) Available at SSRN: <https://ssrn.com/abstract=3063991>
- “Private Mergers and Acquisitions in Venezuela: Overview” (2018). ThomsonReuters Practical Law. Co-author (<https://uk.practicallaw.thomsonreuters.com/w-018-1531>)

- "Deuda externa venezolana: El incumplimiento de los laudos arbitrales como evento de 'default'". (2015) *Ámbito Jurídico*. Editorial Legis. Año VXI, No. 195, p. 10
- "No pareciera cierto el argumento de que ante Ciadi los Estados están mal parados" (*Ámbito Jurídico*. Editorial Legis. Año XV, No. 193, p. 2)
- "La Salida de Venezuela del CIADI: Sus efectos jurídicos desde el punto de vista de la Inversión Extranjera". (2012) Badell & Grau
<http://www.badellgrau.com/?pag=17&ct=1153>
- "Setting Up Start-Ups Across the Globe – Venezuela" (2015). TaxLinked. Co-author
<https://taxlinked.net/blog/december-2015/setting-up-a-start-up-company-taxlinked-report>

ACADEMIC ACTIVITY

- Universidad Monteavila - Centro de Investigación y Estudios para la Resolución de Controversias (CIERC). Director, Program on Negotiation. From 2018
- Universidad Católica Andrés Bello. Assistant Professor. Civil Procedure I. 2010-2011
- Universidad Católica Andrés Bello – Postgraduate Studies. Guest Professor. Civil Procedure Specialization. 2013, 2015

SPEAKING, LECTURING AND CONFERENCES

- Speaker. "Government and Quasi-Government Issuers". International Insolvency Institute's 18th Annual Conference. New York University School of Law. NYC, NY. September 24, 2018 (Co-Panelists: Hon. Arthur Gonzalez, Prof. Anna Gelpern, Suzanne Uhland, Richard Levin and Mohammed Yassin)
<https://www.iiiglobal.org/2018conference>
- Speaker. "La Prueba Documental" ('Documentary Evidence in Arbitration'). Asociación Venezolana de Arbitraje's IV Annual Congress. Caracas, Venezuela. May 17th, 2018
- Panelist. "Clifford Chance Venezuela Client Seminar". Clifford Chance. NYC, NY. December 14th, 2017
- Speaker. "Deuda venezolana, factibilidad de reestructuración y arbitraje". Venezuelan American Chamber, Arbitration Committee. Caracas, Venezuela. June 20th, 2018
- Lecturer. "Los Medios de Prueba en el Arbitraje" workshop. CEDCA. Caracas, Venezuela. May 6, 2019

PROFESSIONAL AFFILIATIONS

- Member of the **International Insolvency Institute (III)**: *A non-profit, limited invitation-only membership of the most senior, experienced and respected practitioners, academics, judges and financial industry professionals in the world. Dedicated to improving international cooperation in the insolvency field and focused on promoting greater international cooperation and coordination through improvements in the law and in legal procedures, continually studying, analyzing and providing solutions to*

problems in cross-border insolvencies and reorganizations. Awarded special consultative status to United Nations Agencies (<https://www.iiiglobal.org/>)

- Member of the **Association of International Petroleum Negotiators (AIPN)**
- Member of **INSOL International**
- Member of the **Turnaround Management Association (TMA)**
- Member of the **American Bankruptcy Institute**
- Founding Member of the **Venezuelan Arbitration Association (AVA)**
- Miranda State Bar Association (*Colegio de Abogados*)

LANGUAGES

- Spanish (Native)
- English (Fluent)
- Swedish (basic)

RELEVANT RECENT EXPERIENCE

Restructuring

- Head external counsel advising a group of international and local upstream O&G services providers—including Schlumberger and Aggreko—in restructuring and refinancing of around USD 1 billion in outstanding trade receivables owed by the national oil company, through a securitization program through which outstanding claims were swapped for financial promissory notes (2016-2017)
- Head external counsel advising a London-based hedge fund / distressed financing advisory, in the renegotiation of outstanding claims against local State-owned entities, through debt-equity swaps (2020-2021)
- Advisory to a large U.S. multinational financial institution in the refinancing of outstanding claims owed by a local SOE in heavy industries (2013-2019)
- Advisory to multiple defaulted promissory note holders in the restructuring of their claims against the national oil company through debt-equity swaps in upstream oil projects (2018-2021)
- Local counsel to a group of large U.S.-based institutional hedge funds and asset managers, in litigation brought forward by a sovereign debtor in NY, in connection with defaulted restructured notes (2019-2021)
- Advisory to a large U.S. multinational financial institution in the negotiations with the local central bank and Ministry of Finance, in the development of a credit facility program aimed at refinancing outstanding trade receivables owed by the Republic of Venezuela and local SOEs to multinational and U.S.-based corporations (2014-2015)
- Advisory to a large U.S. multinational financial institution in the negotiations with the local central bank and Ministry of Finance, in a bullion swap transaction (2015)
- Advisory to a large multinational oilfield services provider in refinancing of outstanding trade receivables for over USD 1 billion owed by the national oil company,

through a credit facility between the local national oil company and a large U.S.-based multinational financial institution (2015-2016)

- Advisory to different U.S. and Europe based hedge funds and asset managers, in matters related to the restructuring process of defaulted sovereign bonds and notes issued by the national oil company (2017-2021)
- Advisory to a large hotel developer in Caracas in a significant number of creditor litigation on the default of a number of credit facilities and secured loans related to the real estate project development (2007-2013)
- Advisory to a multilateral credit agency in two large local court bankruptcy proceedings

Transactional & Financing Work

- Head counsel to an international consortium in one of the World's largest midstream gas flaring reduction projects
- Advising multinational investment banks in complex structured financing transactions with sovereign governments and State-owned companies
- Advising multinational investment banks acting as arrangers in issuance of sovereign fixed income debt securities
- Advising multinational investment banks in commodities derivatives transactions
- Advising clients in syndicated loans transactions and credits assignments and participation agreements under LSTA
- Advising clients in derivatives ISDA agreements
- Advising multinational upstream service providers in different structured financing deals for Venezuela's oil JVs
- Advising multinational upstream service providers in project financing deals involving incremental oil production
- Due diligence work on a significant number of corporate takeovers and acquisitions of Venezuelan assets
- Advising multinational companies in structuring FX mechanisms under local exchange control regulations
- Advising multinational companies in FX risk' hedging transactions
- Advising multinational companies in a number of issues related to local exchange control regulations
- Advising of a multinational mining company in a coal mining project, including drafting of the contractual architecture and framework

Arbitration

- Advising clients in arbitration proceedings brought before ICSID, resulting from investment expropriations
- Advising clients in arbitration proceedings brought before ICC, regarding commercial and corporate disputes

- Advising a transportation service provider in the Oil & Gas sector, in an arbitration proceeding conducted before the Transport and Maritime Arbitration Rotterdam-Amsterdam foundation (TAMARA)
- Advising clients as counsel in arbitration proceedings conducted before the local dispute resolution centers (CEDCA & CACC)
- Advising clients as counsel in enforcement and/or annulment proceedings of arbitration awards

Corporate and Commercial Law

- Acting as junior advisor to a multinational company in a large telecommunications company takeover
- Due diligence work on a significant number of corporate takeovers and deals involving Venezuelan assets, from both buyer and seller side
- Advising clients in large and complex negotiations involving disputes with minority shareholders