

## MARCIA VIEIRA-ROYLE

**Nationality:** British

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**QUALIFICATIONS:** Qualified Solicitor of England and Wales (active practising certificate)  
Qualified Solicitor in Portugal and Brazil  
Languages: English, Portuguese and French

**EDUCATION:** Mediation Advocacy (London Shipping Law Centre)  
Cours de Civilisation Française de La Sorbonne (French)  
Georgetown University, Washington DC  
LLM in Common Law Studies  
University of Sao Paulo Law School  
LLB (with emphasis in Corporate & Tax Law)

*Qualified solicitor with in-house experience in EPC (Engineering, Procurement and Construction) contracts, tender processes, charter parties, ship building/registration/delivery and refurbishment, shipping finance, ship sale and purchase, ship registration and general contract work, including contract alignment with group company worldwide risk limitation policies.*

### PROFESSIONAL EXPERIENCE

**Legal Consultant – Dispute Resolution and Litigation** **July 2014 to present**  
Consultant advising on diverse phases of notably large legal matters, often encompassing a law suit arising out of or connected to EU law issues (Sanctions, AML, KYC Competition law), FCPA and related administrative procedures, and English Civil Procedural laws, to highly prestigious law firms, including: Slaughter & May (London), Mayer Brown (Paris), Bristows (London), Gibson, Dunn & Crutcher (London), Clifford Chance (Paris), Cleary Gottlieb Steen and Hamilton (Brussels), Gibson, Dunn & Crutcher (London) and Skadden, Arps, Slate, Meagher & Flom LLP (London).

**Dispute Resolution Lawyer** **Mar 2012 to June 2014**  
**Romeiro e Vasconcellos (UK) Limited**

- Advised **Marioff Corporation**, a Finnish company, in relation to litigation matters involving ship repair contractual issues involving the MV PACIFIC in North America, Brazil, the Bahamas (shipping registration) and England, negotiating a settlement agreement and monitoring the case until successful completion.
- Advised **UPM GmbH** (one of the world's leading paper manufacturing companies) in relation to inter-jurisdictional litigation matters and a Spanish company on a large case, both having required the lodging of Court procedures in Latin America.
- Represented a Portuguese shipping company in relation to the recognition of a LMAA arbitral award in Brazil.
- Represented a Portuguese shipping group in relation to antifreeze injunctions in Brazil involving a well-known cruise vessel.
- Advised clients in relation to various issues, including: technology transfer, R&D, shipping repair service agreements, and resale and distribution agreements involving hardware, software and related services.
- Drafted and reviewed contracts and revised their provisions, where applicable.
- Drafted contracts for provision of goods and services offshore seabed construction services (pipelines).

**Subsea7 In-House Counsel for Brazilian Contracts and worldwide merger transition**  
**Sep 2011 – Feb 2012 (fixed-term contract)**

- Contract drafting and legal advice, including areas of technology patent, commercial cooperation (collaboration), R&D and commercial agreements generally.
- Coordinated the company's bidding to five offshore exploration and production tender projects tendered involving an amount in excess of US\$ 3.5 billion, resulting in four contract awards.
- Advised the company on corporate matters, including key corporate secretarial issues.
- Negotiated numerous agreements, including: Pre-Bid, Consortium, Joint Venture, Technical Support and Land-Lease Agreements, Bareboat Charter and Time Charter, Shipbuilding, Services and Back-to-Back Services and Supply Agreements.
- Advised on M&A, merger, commercial, antitrust, competition and contract law issues both from the English and Brazilian law perspectives and revised agreements in light of the FCPA and the Bribery Act 2010.
- Acted as in interim head of legal throughout my tenure with the company.

**Holman Fenwick Willan**  
**Foreign Lawyer**  
**2011**

**Aug 2010 – March**

- Advised European clients in relation to OSV service start-up operations and M&A transactions (well stimulation and pipe-laying vessels and complex time charters structures involving up to three countries). Client example: Pipe-laying vessel for Schlumberger. Projects ranged from £150 to £300 million.
- Drafted documentation in relation to an array of ship and aviation finance, sale and purchase as well as general shipping issues, comprising a myriad of legal issues such as assets mortgages, discharge and re-mortgage of vessels and aircraft under diverse flags and legal systems.
- Advised clients on insurance litigation issues involving a multimillion pound case related to the explosion of an oil platform.
- Advised clients on issues of shipping law related to enforceability of security interests on vessels built or refurbished to operate offshore Brazil.
- Advised a shipyard in Germany on issues of liability in ship building contracts.
- Assisted clients in an M&A project involving the acquisition of a Port Terminal.

**Stephenson Harwood**  
**Senior Brazilian Legal Consultant**

**Nov 2005 – May 2009**

- Acted in shipping disputes, in matters involving arbitration and enforcement and shipping insurance issues arising out of bareboat charters and oil platform operation agreements.
- Assisted European clients in connection with bids in Brazil for E&P (exploration and production) projects; and in relation to FPSO (Floating Production, Storage and Offloading) and a FSRU (Floating Storage and Re-gasification Unit) new building, charters and drilling contracts. Client examples: Petrobras.
- Advised on corporate and maritime law matters in E&P projects, including joint ventures, operation and financing of FPSOs, in excess of £1 billion. E.g.: Petrojarl.
- Drafted participation agreement with put option involving a JV between a Brazilian oil giant and Mitsui for construction of two drill ships.
- Advised on cross-border transactions, shipbuilding, and sale and purchase agreements.

**Romeiro E Vasconcellos (UK) Ltd, London**  
**Founding Partner**

**Sep 2000 – Oct 2005**

Founding Partner of this law firm in Brazil and associated Representative Company in London.

- Assisted clients of Stephenson Harwood in contentious matters in Brazil, involving, for example, anti-arrest legal measures in five port cities along the Brazilian shore.
- Advised Foresight Oil Company within the scope of their consortium with Petrobras, in relation to the formation of a joint venture and consortia for participation in the 5<sup>th</sup> Round tender process of the Indian Government for oil E&P in India.

- Assisted Petrobras in connection with the acquisition of the South American downstream business of one of the largest oil companies worldwide.
- Representation of a private client in a banking capital markets dispute involving multiple countries.
- Acted on a US\$3.2m claim arising out of a major investment in Eurobonds, involving legal assistance in both the United States and Brazil, and coordinated litigation in the United States (New York). Case settled successfully (and client was very satisfied).

**Amicorp (UK) Ltd, London**

**Head of the London office  
2000**

**February 1999 – December**

- Established the London office / UK subsidiary of the Amicorp Group.
- Assisted clients in connection with the corporate finance of structured transactions.
- Managing director functions, including: representation of the company before UK governmental agencies, supervision of small staff, budget co-ordination and cash flow reports and liaison with accounting, auditing, law, recruitment and IT firms.

**Jan 1997– Jan 1999 Baker & McKenzie and Dewey Ballantine, New York Foreign Internships**

- Drafted agreements, legal opinions and memoranda in relation to the firm's representation of underwriters in a US\$100,000,000 US registered offering.
- Reviewed and drafted agreements and other documents in connection with 144-A and Regulation S security issues, including: Lloyds Bank PLC; Banque Indosuez (deals ranging from US \$100,000 to US \$500,000); The Lebanese Republic; Compania Mexicana de Lubricantes; and Banco Safra (ranging from US\$100,000 to US\$700,000).

**Aug 1993 – Jan 1997 Banco Safra S.A., Sao Paulo (working for Luxembourg and New York subsidiaries) In-House Counsel** Reviewed and negotiated numerous security issues agreements and documents related to security issue programmes involving amounts in excess of US\$ 1 billion. Due diligence on institutional and individual clients in connection with investment and OTC banking transactions and contract negotiation (ISDA, Swaps, Custodian Agreements and so forth).

**Languages:** English, Portuguese and French; intermediate level Spanish and German