

# International

We advise foreign clients with interests in the United States, U.S.-based clients with interests abroad, and foreign and domestic partners in cross-border trade and joint ventures. More specifically, our clients include foreign corporations, international subsidiaries, U.S. firms, foreign and domestic governments, venture funds and emerging businesses, investment funds, tax-exempt organizations, corporate boards, executives, and entrepreneurs. The firm provides sophisticated counsel on corporate and regulatory law, as well as on all aspects of litigation and dispute resolution.

In addition to first-hand experience with and detailed knowledge of foreign legal and regulatory regimes, attorneys in Cozen O'Connor's International Practice are knowledgeable about foreign cultures and languages. Our attorneys have studied, lived, and practiced in countries around the world, which greatly enhances the firm's capacity to operate effectively abroad.

## SERVICE AREAS

**Corporate.** Cozen O'Connor attorneys complete major international corporate transactions, including mergers and acquisitions, divestitures and sales, joint ventures, "going private" transactions, public auctions and tender offers, technology and licensing agreements, secured and unsecured loans, and dealership, franchise, partnership agreements as well as other cross-border deals.

**Securities.** Cozen O'Connor represents clients in capital-raising activities in the U.S. and abroad, including initial and alternative public offerings, private equity and debt offerings, offerings of high-yield debt and rated securities, private placement of debt, equity and hybrid securities, shelf takedowns, secondary underwritten offerings, ATM offerings, PIPEs, and other offerings. We also advise clients on compliance matters with respect to registration, stock exchange listings, periodic filings, proxy statements, securities arbitrations, and investigations.

**International Trade & Customs.** Cozen O'Connor represents U.S. and foreign companies in trade matters involving a range of issues from customs compliance and export controls to economic sanctions and the Foreign Corrupt Practices Act. We appear regularly before the U.S. Departments of Commerce, Treasury, Homeland Security, State, and Defense, as well as in various trade and international courts.

**Immigration.** Cozen O'Connor advises clients on immigrant and non-immigrant visas, permanent residency, work permits, intra-company transfers, hiring procedures for foreign nationals, citizenship, and immigration law compliance. We resolve immigration issues as they pertain to individuals, families, or groups of workers; assess compliance programs; and evaluate corporate transactions.

**Government Relations.** Cozen O'Connor Public Strategies, the firm's bipartisan government relations agency, offers the full complement of government affairs services, including legislative and executive branch advocacy, policy analysis, government procurement assistance, and crisis management. Members of the group have held high-level positions in both Republican and Democratic administrations, worked for members of Congress, and staffed presidential and gubernatorial transition teams.

**Litigation.** Cozen O'Connor is a renowned business litigation firm. Our members have successfully represented domestic and international clients for more than 40 years and appear in courts around the world on a daily basis. We handle disputes in areas such as antitrust, intellectual property, products liability, securities, professional liability, government investigations, criminal defense, tax, and bankruptcy. We also have extensive experience with global insurance coverage and subrogation/recovery.



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## Related Practice Areas

- Business/Corporate
- China Practice
- Corporate
- Intellectual Property
- International Arbitration
- Litigation
- Securities
- Transportation & Trade

**Intellectual Property.** Cozen O'Connor helps clients acquire, manage, and protect their intellectual property to compete effectively in a global economy. We maintain an up-to-the-minute knowledge of international patent, trademark, trade dress and copyright law; advise clients on procurement, prosecution, enforcement, asset management, monetization, licensing and litigation; and protect clients from infringement, deceptive trade practices, counterfeiting, misappropriation of trade secrets, and publicity and privacy violations.

**Insurance.** Cozen O'Connor represents leading insurance and reinsurance companies in coverage and bad faith litigation involving many different lines of insurance products, including professional liability, financial lines, directors and officers liability, commercial property, builders risk, life and health, cyber risks, environmental, energy, food contamination, surety, policyholder bankruptcy, and financial guaranty. Our attorneys regularly serve as lead trial or coordinating counsel on behalf of major insurers and reinsurers across the globe.

**Private Client Services.** Cozen O'Connor assists high net worth individuals and families with connections to multiple jurisdictions with all aspects of their cross-border income, estate, and gift tax planning. We help clients create structures to achieve their personal wealth transfer objectives while maintaining privacy and minimizing taxes.

**Transportation & Logistics.** Cozen O'Connor supports a premier international transportation practice. From Marad protocols and maritime competition laws to government contracts and international arbitrations, our attorneys help clients operate in the international marketplace. We are knowledgeable about foreign treaties and competition law, enjoy good rapport with foreign counterparts, and often advise foreign organizations and law firms on relevant U.S. laws.

## Experience

Represented nanoGripteck, Inc., a Pittsburgh-based startup that manufactures micro-structured dry adhesives and surfaces for various applications, in a \$1.7 million investment through the issuance of convertible notes from Industrial Technology Investment Corporation, a venture capital and private equity firm based in Taiwan.

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Represented a U.S. company that is the leading manufacturer of test equipment for microchips in drafting and negotiating a new sales agent agreement for its foreign sales agents in East Asia.

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Assisted a client in terminating its long-time distributor in India. The representation included working closely with the client's management team in the United States, its Asia Pacific headquarters in Singapore, and its Indian subsidiary, as well as with local counsel in India.

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Assisted a client in developing and implementing a duty drawback program by which the company can reclaim from the U.S. government duties it pays on components imported from China that are included in finished products exported to other countries.

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Represented EvolveIP, LLC, a Pennsylvania-based cloud computing company, in its acquisition of Mtel B.V. and Mtel GmbH, cloud communications services providers of contact centers, IP phone systems, and business collaboration tools based in the Netherlands and Germany.

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Represented Eurofins Scientific SE in the acquisition of EAG Laboratories from affiliates of Odyssey Investment Partners. The transaction is valued at \$780 million on a cash-free, debt-free basis and includes EAG's 21 laboratories in 18 locations around the world, including subsidiaries in the United States and six other countries. This significant transaction drew upon the experience of the firm's corporate, international, antitrust, tax, real estate, transportation and trade, employment, and benefits attorneys.

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Provided advice and counsel on tax compliance to a Japanese citizen, resident in the United States, who owned property in Europe and held previously undeclared offshore accounts.

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Provided pre-immigration advice and counsel on income, gift, and estate tax planning issues to a Venezuelan entrepreneur with a green card.

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Represented a family office in connection with tax, estate planning, and immigration matters for family members with different citizenships who were residing in the United States, France, and Australia.

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Handled estate planning for a U.S. citizen with a Lebanese citizen spouse residing in the United Kingdom. The representation included coordinating with U.K. counsel with respect to U.S. and U.K. tax and property issues.

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Provided U.S. tax advice and worked with Israeli counsel for several matters centered on reporting trusts with Israeli beneficiaries to the Israeli Tax Authorities.

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Handled estate planning for a U.S. citizen senior executive resident in the United Kingdom, with assets in the United States, the United Kingdom, and France. The estate plan required, among other things, the coordination of tax and property law concerns under U.S. and U.K. law.

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Represented the Lichtenstein Foundation with respect to tax amnesty under the U.S. Internal Revenue Service Offshore Voluntary Disclosure Program undertaken by executors of the estate of a creator of the Foundation.

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Counseled the U.S. executors of the estate of a U.S. citizen parent with assets in multiple countries (including Spain, Italy, Portugal, and Switzerland) on issues including U.S. estate taxes, U.S. gift taxes, the IRS amnesty program, U.S. income taxes, and general worldwide succession and tax matters.

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Provided advice and counsel, regarding the U.S. Department of Treasury's OFAC Regulations pertaining to Cuba and the Cuban Assets Control Regulations, to a large shipping company that wished to provide educational cruises to Cuba.

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Represented a Midwestern manufacturer in a joint venture with an Italian window manufacturer to produce windows in the United States.

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Represented a Midwestern construction equipment manufacturer in connection with several projects in the Russian Federation, including ending a distribution relationship, appointing a new distributor, and drafting several contracts for sales and service of equipment.

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Represented wine critic Robert Parker, Jr. in connection with the acquisition by French company Maisons & Domaines Henriot of a majority ownership stake in Beaux Frères, a prominent wine producer in which Mr. Parker retained an interest.

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Represented a Germany entity in its acquisition of a 45 percent ownership interest in a leading U.S. corporation in the personal protective equipment industry.

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Represented Bank of Scotland plc in over \$300 million in U.S. loan transactions.

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Represented China-based steelmaker in private placement of convertible debentures.

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Represented China-based Shandong Tada Auto-Parking in private placement of convertible debentures.

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Represented shareholders in sale of eRide, Inc. (GPS semiconductor developer) to Japan-based

Furuno Electric.

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Represented Harrisburg-based water testing company in \$20 million sale to Australia-based Campbell Brothers.

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Represented a private equity investor in a \$12 million investment in holding company for Chinese luxury auto dealerships.

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Represented k1 Ventures Ltd. in \$470 million acquisition of Helm Holding Corporation (locomotive and railcar leasing company).

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Represented k1 Ventures Ltd. in \$62 million sale of MidPac Petroleum (owner of 51 gasoline stations and three petroleum storage facilities in Hawaii).

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Represented k1 Ventures Ltd. in \$60 million equity investment in SEMCO Energy, Inc. (NYSE) and subsequent disposition of the preferred stock.

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Represented k1 Ventures Ltd. (Singapore publicly-traded entity) in \$270 million sale of The Gas Company of Hawaii to Macquarie Infrastructure Company (NYSE).

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Represented Switzerland-based Private Postal Partners, Inc. in sale to U.S. entity.

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Represented Bulltack Capital Markets in sale of Bulltack Casa de Bolsa (a Mexican brokerage firm) to Invex Controladora.

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Represented U.S.-based investment fund in purchase of \$20 million of common stock of Sweden-based Klarna Holding AB.

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Represented shareholders of the largest Haitian Internet provider in sale of the company to a telecom private equity fund.

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Represented U.S.-based distillers and beverage companies in the development of China distribution agreements/distribution network, and on export matters.

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Represented U.S.-based manufacturers in establishing manufacturing and warehousing facilities in Mexico and Canada.

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Represented U.S.-based importers and distributors in exclusive distribution contracts with China manufacturers, and import/export matters in Mexico and Canada.

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Represented U.S.-based importers and distributors in exclusive distribution contracts with China and India based manufacturers.

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Represented a large, international bank, as agent for a syndicate of lenders, in closing a term loan in the approximate principal amount of \$80 million secured by a mortgage lien encumbering an office building of approximately 225,000 sq. ft. in New York City.

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