

## TAX

### AT A GLANCE

Initially launched as a tax law firm in 1934, McDermott Will & Emery brings a wealth of history and experience to the tax arena, enabling our lawyers to offer only the most practical and strategic advice on virtually every aspect of tax law. With such a deep-rooted practice, we possess the unique ability to offer a broad range of international, U.S., and state and local tax services by drawing on our global presence and unparalleled diversity of experience. With a team of more than 100 lawyers—including the president *emeritus* of the U.S. Branch of the International Fiscal Association, an appointed member of the Tax Reform Commission and numerous former U.S. Internal Revenue Service (IRS) and U.S. Treasury Department officials—our tax group is especially distinguished by its sophisticated international approach and skill in formulating creative solutions to the most complex tax matters.

### Experience

Built around highly qualified practitioners, our tax practice includes cutting-edge representation of major multinational corporations, large private businesses, financial institutions and individuals. Combining talent and innovation with extensive contacts at the IRS, U.S. Treasury Department and revenue authorities in other countries, as well as many state revenue departments, our lawyers handle a broad spectrum of U.S., UK, German, Chinese, Italian and other international tax matters:

- Tax planning for mergers, acquisitions and corporate restructurings
- Representation at all stages of IRS audits, appeals and tax litigation, including U.S. Tax Court, U.S. Court of Federal Claims, district courts, appellate courts and the Supreme Court of the United States
- Representation in Germany, Italy and the UK at all stages of audits, appeals and tax litigation, including Tax Courts, Supreme Courts and the European Court of Justice
- Representation at all stages of the IRS advance pricing agreement and Competent Authority process
- Representation at all stages of local ruling and Competent Authority process in Germany, Italy and the UK
- State and local tax planning and controversy
- Development of local, state, federal and international tax strategies
- Analysis of financial product transactions
- Transfer pricing
- Representation of tax professionals in cases alleging malpractice, breach of fiduciary duty and fraud
- Representation of companies and individuals in criminal tax investigations and in defending charges of tax fraud and evasion, conspiracy, obstruction of audits, false statements and money laundering

With a strong emphasis on teamwork, we work closely with other McDermott practice areas to achieve comprehensive results for our clients. Our cross-departmental capabilities include:

- Tax planning for insurance companies
- Tax-qualified pension design and counseling on tax implications of “golden parachute” arrangements
- Tax planning and defense in the energy sector
- Tax planning and defense in real estate matters
- Large family businesses representation on reasonable compensation matters
- Tax-efficient strategy development to transfer company wealth to the next generation
- Estate representation in federal audits of estate tax returns

### Scope of Services

- Chinese tax
- Closely held businesses
- Cooperatives
- Criminal tax
- Energy tax
- European tax
- Executive compensation
- Financial products
- Insurance tax
- International tax
- Legislation
- M&A tax structuring
- Pass-throughs
- Real estate
- State & local tax
- Tax accounting
- Tax controversy
- Tax exemption
- Tax private equity
- Transfer pricing
- Wealth & estate planning

### Our Team

100+ lawyers

### Contact

**Michael R. Fayhee**  
+1 312 984 7522  
mfayhee@mwe.com

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- Distressed transactions and insolvency counsel
  - Fund formation and management and exit planning
  - Defense of tax malpractice claims and defense of IRS tax shelter promoter audits

## International Reach

Dedicated to alleviating any and all tax burdens our clients may face, our on-the-ground lawyers in China, Germany, Italy, the United Kingdom and the United States allow us to analyze and resolve legal issues from various angles. We provide ongoing advice to multinational businesses regarding U.S. federal and state income tax rules applicable in Europe and China. We are equipped to handle tax matters relevant to international operations, such as controlled foreign corporations, acquisitions and dispositions, currency, tax credits and general foreign taxation. We also handle real estate transfer tax matters and value-added tax issues. In addition, we counsel on the reduction of worldwide tax rates, structuring start-up operations, restructuring global operations and transfer pricing. We have organized and chair the Transfer Pricing Discussion Group, whose members include key U.S.- and foreign-based multinationals from various industries. Extending our international reach even farther is McDermott's International Tax Panel (<http://taxpanel.mwe.com/>), which includes leading tax attorneys at firms in Europe and the Americas.

## Hot Topics

We respond to key developments in business law, including:

- IRS controversies surrounding "listed" and "tiered" issues
- New U.S. Treasury Department regulations and other guidance in the transfer pricing and subpart F areas
- Obama administration and other legislative proposals in the international tax area
- Aggressive State Income Tax Apportionment Methods
- State tax e-commerce issues (nexus, digital goods, sourcing, telecommunications)
- IRS scrutiny for hedge funds and their advisors

## Awards & Recognition

- *International Tax Review's* 2010 edition of *World Tax Guide* ranked McDermott among the world's leading tax practices.
- *Chambers USA* 2010 nationally ranked our tax controversy and tax corporate and finance practices in the top tiers, recognizing our tax practice as "a high-caliber practice with a deep bench of exceptional attorneys," while *Chambers Europe* 2010 recognized our tax practice as a leader in Germany, Italy and the United Kingdom.
- *PLC Which Lawyer? Yearbook* 2010 recognized McDermott as one of the Global 50 law firms and recommended the McDermott tax practice in England, Germany and multiple locations within the United States.
- *The Legal 500* 2010 edition recognized McDermott for its excellence in domestic tax, tax controversy, financial products and international tax based on client reviews that noted the Firm's lawyers as "extremely experienced and well versed in U.S. tax as it relates to transfer pricing and international issues." Additionally, our tax controversy group was noted as "without doubt, one of the best firms I have dealt with in 35 years of practice."
- *JUVE German Commercial Law Firms* 2010 recognized our German tax controversy practice in the top tier.
- Shanghai Bureau of Justice awarded MWE China Law Offices the Best Tax Law Award in its Evaluation of 2008–2009 Outstanding Lawyers and Outstanding Law Firms.

## Our Firm

McDermott Will & Emery is a leading international law firm with a diversified business practice. We represent a wide range of commercial, industrial and financial enterprises, both publicly and privately held. Our clientele include some of the world's largest corporations, small- and medium-sized businesses, and individuals.

Currently numbering 1,000 lawyers, we have offices in Boston, Brussels, Chicago, Düsseldorf, Houston, London, Los Angeles, Miami, Milan, Munich, New York, Orange County, Rome, San Diego, Silicon Valley and Washington, D.C. McDermott Will & Emery has a strategic alliance with MWE China Law Offices (Shanghai).