

Legal 500 USA 2009:
Rankings & Editorial

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About Legal 500

Since 1987, the Legal 500 series of guides has been produced by UK-based publisher, Legalease; they also produce the Legal 500 UK; Legal 500 Europe, Middle East & Africa; and Legal 500 Asia Pacific. Around 15,000 copies of the directory will be distributed to in-house counsel and law firms across the US; in addition, Legal 500.com is one of the largest and most used legal referral sites. To read the full content of the guide go to www.legal500.com.

About the Rankings

The rankings and editorial commentary are based on independent research, and produced by a team of researchers and journalists who speak to clients and other purchasers of legal services, as well as lawyers in private practice. Legal 500 conducted the bulk of its research for this volume between September 2008 and February 2009. Note, as with all annual directories of this type, some of the editorial descriptions can be dated by the time of publication

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Legal 500 USA 2009: Rankings & Editorial

Bank Lending: Midwest		
Ranking 2009	Number of Tiers	Individuals Mentioned
2	3	Michael Boykins Jeffrey Jung
Editorial		
<p>PRACTICE: Providing 'great overall service' to clients across a diverse array of industry sectors, McDermott Will & Emery LLP's finance group is well regarded by both lenders and borrowers. While the firm's Chicago office is the engine room of the practice, with 14 offices strategically positioned across the US and Europe, it is less parochial than many of its rivals.</p> <p>'Detailed, prompt and proficient', the team handles work across the waterfront of financial transactions, predominantly in the middle-market, including leveraged and asset-based financings, syndicated and bilateral lending.</p> <p>Typical of recent work handled by the group is its representation of a major retailer-owned hardware cooperative, in connection with the restructuring of its existing debt and the establishment of replacement financing, including a \$300m syndicated asset-based revolving loan facility with Bank of America.</p> <p>CLIENTS: Clients include Actuant, GE Capital, Merrill Lynch Capital Services, Union Bank of California and Wells Fargo Foothill.</p> <p>INDIVIDUALS: Chicago-based department head Michael Boykins has an excellent reputation in the market for his 'stellar' work on behalf of lenders and borrowers across a broad range of corporate finance transactions. Also based in Chicago, partner Jeffrey Jung has a strong track record advising borrowers in acquisition facilities and under mezzanine, and subordinated structures.</p>		

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Structured Finance: Securitization		
Ranking 2009	Number of Tiers	Individuals Mentioned
3	4	Peter Humphreys Andrea Kramer Thomas McGavin
Editorial		
<p>PRACTICE: McDermott Will & Emery LLP offers a broad securitization practice and handles some complex and unusual structures, rather than servicing the demand for commoditized products. Mainstream asset classes dealt with by the team include auto, credit card, and healthcare receivables, although fortuitously residential mortgage-backed securities (RMBS) transactions never featured prominently in the firm's practice mix. Less common receivables handled by the team are software contract installments and church loans. Clients appreciate the practice's wide experience of different asset classes. McDermott Will & Emery LLP also has a niche expertise in farm loan securitization.</p> <p>Representative deals of 2008 include advising CIT Group in the issuance of \$543m receivable-backed notes linked to the securitization of equipment leases and loans, and representing HSBC Finance in the formation of a new \$3bn master trust for credit card receivables.</p> <p>CLIENTS: McDermott Will & Emery LLP's clients include Metropolitan Life, Goldman Sachs, Prudential and JPMorgan.</p> <p>INDIVIDUALS: New York-based partners Thomas McGavin and Peter Humphreys co-chair the group which draws on the talents of Chicago-housed tax specialist Andrea Kramer. Humphreys is 'extraordinarily knowledgeable - and he understands the underlying business assets', McGavin is pioneering the securitization of private equity fund investments.</p>		

Structured Finance: Derivatives & Structured Products		
Ranking 2009	Number of Tiers	Individuals Mentioned
4	4	Andrea Kramer Charles Levin Thomas McGavin
Editorial		
<p>PRACTICE: McDermott Will & Emery LLP's US structured products and derivatives group is co-headed by Andrea Kramer in Chicago and Thomas McGavin in New York. With 34 partners worldwide, the practice has considerable expertise in multi-jurisdictional instructions and a reputation for complex tax planning. A long-term client commends McDermott Will & Emery LLP for 'outstanding expertise in financial derivatives, excellent</p>		

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Structured Finance: Derivatives & Structured Products

service across the range from complex to routine’.

Recent confidential instructions include working with a major hedge fund manager on tax issues faced by foreign entities relying on trading safe harbors to remain exempt from US taxation on derivatives transactions. Attorneys have been closely involved with advising a major corporation on the complex structuring and tax consequences of a variable prepaid forward contract for the sale of stock investments - the instruction was further complicated by the SEC prohibition of short sales of financial stocks in September 2008.

CLIENTS: McDermott Will & Emery LLP’s clients include Metropolitan Life, Goldman Sachs, Prudential and JPMorgan and several leading private equity and hedge fund managers.

INDIVIDUALS: Andrea Kramer ‘is detailed and thorough in her legal analysis and advice and shares the client’s urgency’. Charles Levin is commended for his strong support and advice in complex derivatives transactions. Both partners are based in Chicago.

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Intellectual Property: Patent Litigation (Hi-Tech Electronics and IT)		
Ranking 2009	Number of Tiers	Individuals Mentioned
2	4	Joel Freed* Toby Kusmer Raphael Lupo Terrence McMahon Astrid Spain
Editorial		
<p>PRACTICE: With over 200 intellectual property lawyers, McDermott Will & Emery LLP boasts a ‘top-notch’, full-service practice of ‘highly experienced and motivated attorneys’ that impress clients with their ‘professionalism in completing the task’. 135 members of this Chicago-headquartered intellectual property group hold technical or scientific degrees. Clients point out that ‘its lawyers understand how to present the law in front of the judge in a comprehensive manner’.</p> <p>McDermott Will & Emery LLP is actively handling numerous cases in the hi-tech electronics and IT fields, wherein recent successes include a favorable resolution in a patent infringement lawsuit brought by Lucent Technologies against the firm’s client Dell. A jury found that Dell did not infringe two of three patents at issue and that Dell’s liability for the third patent was just a fraction of the damages initially sought by Lucent.</p> <p>CLIENTS: Among the firm’s clients are Amgen, Hitachi, Panasonic, Hynix, Blackboard, Extreme Networks, Linear Technology, Medrad, MKS Instruments, Research Corporation Technologies, Seagate Technology and Qualcomm.</p> <p>INDIVIDUALS: Terrence McMahon in Silicon Valley heads the worldwide intellectual property, media and technology practices, while Joel Freed in Washington DC is ‘very good at protecting IP in a company and knowing how to avoid litigation’, comment clients.</p> <p>Also in Washington DC, Raphael Lupo has vast trial and appellate experience in the federal courts and before the ITC. Astrid Spain in San Diego and Toby Kusmer in Boston are a ‘pleasure to work with’, say clients.</p>		
<p><i>*Also ranked as a “Leading Lawyer”</i></p> <p>Joel Freed, McDermott Will & Emery LLP ‘Very good at protecting IP in a company and knowing how to avoid litigation’</p>		

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Intellectual Property: Patent Litigation (International Trade Commission)		
Ranking 2009	Number of Tiers	Individuals Mentioned
1	4	Robert Walters
Editorial		
<p>PRACTICE: McDermott Will & Emery LLP has a well-established practice in the ITC arena, with over 20 lawyers having 'distinguished experience' with ITC proceedings. The firm has acted as counsel in over 50 Section 337 investigations for over 25 years, covering numerous patent infringement actions.</p> <p>The intellectual property group has a strong reputation in the hi-tech electronics/IT sections, but is also consolidating its practice in the medical device arena.</p> <p>Among recent highlights, McDermott Will & Emery LLP obtained a major victory for Qualcomm. In this case, an ITC administrative law judge ruled that Qualcomm did not infringe two patents owned by Tessera, and found that the patents were valid.</p> <p>CLIENTS: McDermott Will & Emery LLP represents various companies including Panasonic, Honeywell, Hitachi, General Electric, American Express, Logitech, Linear Technology and SanDisk.</p> <p>INDIVIDUALS: Based in Washington DC, Robert Walters has extensive trial experience and successfully represented clients in numerous state and federal jury trials, as well as in Section 337 actions at the ITC and before appellate courts. Clients regard him as 'highly experienced and motivated' in the field of intellectual property litigation, and related antitrust disputes before federal district courts and the ITC.</p>		

Intellectual Property: Patent Prosecution (Utility and Design Patents)		
Ranking 2009	Number of Tiers	Individuals Mentioned
2	6	Stephen Becker* Toby Kusmer* Astrid Spain
Editorial		
<p>PRACTICE: McDermott Will & Emery LLP's clients 'receive excellent service, always on time and at a fair price'. Its 100 registered patent lawyers and agents represent about 1,500 active clients, including large companies in sectors such as electrical engineering, telecommunications, computer hardware and software, and pharmaceuticals.</p> <p>The practice is successful at 'protecting intellectual property rights and in knowing how to avoid litigation', say clients, 'blending a business-oriented approach with the client's cost sensitivity'. The patent prosecution practice works hand in hand with the patent litigation group under the umbrella of the intellectual property media &</p>		

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technology group, 'excelling in procurement and licensing matters', comment clients.

In the pharmaceutical field, McDermott Will & Emery LLP counts Isis Pharmaceuticals and Novartis among its clients, for which the firm handles patent application matters and license agreements.

CLIENTS: The practice represents Panasonic, Honeywell, Dell, Samsung Corning and Linear Technology.

INDIVIDUALS: Stephen Becker in Washington DC has an academic background in technical engineering, and is experienced in patent matters involving semiconductor electronics, telecommunications and computer-related inventions. Toby Kusmer in Boston is 'highly experienced and motivated', according to clients. Astrid Spain in San Diego focuses her practice on patent counseling, prosecution and litigation in the life sciences and pharmaceutical industries.

**Also ranked as a "Leading Lawyer"*

Stephen Becker: "Extremely competent and conscientious: simply one of the best patent attorneys around"

Toby Kusmer: "Highly experienced and motivated"

Intellectual Property: Trademarks Litigation

Ranking 2009	Number of Tiers	Individuals Mentioned
5	5	Robert Zelnick

Editorial

PRACTICE: With a total of 16 offices scattered around the US and Europe, McDermott Will & Emery LLP has a large and well-respected IP litigation practice. With a reputation of being one of the most active trademark-practices in the US, the firm handles a full spectrum of trademark and unfair competition matters.

With a developed experience in trial and appellate courts, clients are happy with the litigation team and agree in saying that it 'has wonderful follow through.'

McDermott Will & Emery LLP recently conducted successful litigation in the federal courts on behalf of Absolute Vodka for the protection of the Absolute brand. In addition, the firm obtained final judgement in a trademark infringement lawsuit relating to the Absolute Ruby Red brand.

CLIENTS: On the long list of clients are Jacuzzi Brands, Hitachi, Silver Jeans, Ted Turner Enterprises, Nicole Miller and Victoria's Secret.

INDIVIDUALS: Head of the Washington DC office and of the firm's trademark practice group Robert Zelnick is an experienced trademark litigator, in addition to being a registered patent attorney. His practice has a strong focus on unfair competition matters, where Zelnick serves as lead counsel in both the federal trial and appellate courts.

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Labor & Employment: Employee Benefits		
Ranking 2009	Number of Tiers	Individuals Mentioned
1	4	David Rogers Paul Hamburger
Editorial		
<p>PRACTICE: This practice runs the gamut of benefits work, with clients saying they are ‘impressed by their depth of knowledge and expertise in the employee benefits, ERISA and tax arenas’, and that ‘McDermott Will & Emery LLP is the best of the best when it comes to employee stock ownership plan transactions’. Indeed, the sizeable group of 65 lawyers can offer considerable expertise across the board, drawing on first-rate tax, healthcare and litigation practices.</p> <p>Clients clearly value this full-service approach, saying that the practice’s familiarity with other areas of the client’s business means ‘they can hit the ground running’ when it comes to benefits. Another comments that the group ‘provides outstanding services that are insightful, practical, highly professional and extremely effective’. With a strong Washington DC presence, the practice is experienced in presenting clients’ views to Congress and the Executive Branch, leading clients to say that ‘they’ve got their fingers on the pulse of the Washington scene’ and ‘they spot legislative and regulatory changes that might impact our plans’.</p> <p>Recent engagements include analyzing the potential legal implications of the sale of retirement plans for an investment advisory company. The practice also counseled a number of employers on the consequences of potentially under-funded pension plans in the light of stock market turmoil, and redesigned welfare and 401(k) plans for several large companies which, having grown through acquisition, had developed a confusing portfolio of different plans. Clients comment that the lawyers ‘consistently have answers to difficult questions, are proactive in keeping us advised of new issues, and come up with creative solutions’. Clients also praise ‘the quality of their legal analysis coupled with a practical approach for their business clients’, and conclude that this is ‘one of the leading practices in this area and is always on top of current issues’.</p> <p>CLIENTS: The firm’s client base includes General Electric, SCANA, TimeWarner and Tribune.</p> <p>INDIVIDUALS: Department head David Rogers is ‘the best ERISA attorney I have ever worked with’ according to one client. Others say ‘his ties on Capitol Hill are also very important in our business’ and ‘my management would have a hard time getting me to switch law firms, that’s how valuable David is to us’. Partner Paul Hamburger has ‘encyclopedic’ knowledge and the ‘perfect balance of being a renowned subject-matter expert in ERISA and 409A matters and having the business acumen of a CEO’. Both are based in Washington DC.</p>		

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Labor & Employment: ERISA Litigation		
Ranking 2009	Number of Tiers	Individuals Mentioned
2	3	Wilber Boies Terri Chase Stephen Erf Nancy Ross
Editorial		
<p>PRACTICE: McDermott Will & Emery LLP combines the technical expertise of its excellent benefits group with strong trial experience, with clients confessing to being ‘very impressed by their depth of knowledge and depth of talent’.</p> <p>Attorneys in the practice are, according to clients, ‘quick to respond’, ‘can give you the advice you need right there on the phone’ and are ‘aggressive and yet practical, and tenacious when it’s appropriate’. In terms of service, they are ‘highly attuned to my needs as a client’, ‘they understand it from my perspective as well as their own’, while one client says ‘it’s like having an arm of an in-house department’.</p> <p>During 2008, this practice completed the transfer of Chrysler’s retiree medical liabilities into a voluntary employees’ beneficiary association (VEBA) following a nationwide class action. It also achieved summary judgement in favor of Northrop Grumman following a challenge to the company’s transition to a new cash balance benefit formula for its retirement plan. Two former employees had claimed the benefit was incorrectly calculated and the plan did not disclose details of the new arrangements.</p> <p>CLIENTS: The team’s clients include State Street Bank, AXA Equitable and Bowe Bell & Howell.</p> <p>INDIVIDUALS: The ‘lead lawyer’ is Chicago-based partner Nancy Ross who is ‘very imaginative and creative and writes extremely persuasively’ and has ‘a nice rapport with the judge’. ‘Senior statesman’ of the practice, Wilber Boies, ‘gives an overall strategy’.</p> <p>Stephen Erf, also in Chicago, is ‘knowledgeable’, ‘very responsive’ and ‘understands the real-world situation that you live with as an in-house attorney’, while Terri Chase in New York is also ‘excellent, practical and responsive’.</p>		

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Litigation: Trade Secrets		
Ranking 2009	Number of Tiers	Individuals Mentioned
2	4	Eric Hagen*
Editorial		
<p>PRACTICE: McDermott Will & Emery LLP litigate a steady stream of trade secret theft suits, as well as providing companies with advice on how to protect their trade secrets through licensing. The team continued to litigate an impressive number of trade secret theft and misappropriation representations through 2008 and 2009, many of which were defence cases.</p> <p>The practice's string of representations include employee mobility cases; the defence of individuals and corporate companies accused of trade secrets theft. Illustrative of this, the team is currently working on one of the longest standing trade secret misappropriation representations in the US. The representation of its client, Seagate, has run on for eight years. The case is expected to go to trial in 2009, but so far McDermott Will & Emery LLP's trade secrets practice have significantly reduced the number of trade secret issues at stake. At the centre of this huge and lengthy lawsuit is the claim by Convolv that Seagate misused their trade secrets showing how to enhance and speed up disk drives, making them run more quietly.</p> <p>McDermott Will & Emery LLP are also in the process of defending slot machine producers Aristocrat in a case where they are accused of infringing on a patent agreement.</p> <p>Clients praise the practice for their knowledge of 'a constantly-changing, fast-evolving industry' and comment that 'to that end, they help us find flexible, innovative, cost-effective solutions to our problems'.</p> <p>CLIENTS: Clients include Aristocrat and Seagate.</p> <p>INDIVIDUALS: Partner Eric Hagen, who is formerly of Kirkland & Ellis LLP and is currently working on the Seagate case, is described by clients as 'an exceptional attorney and trusted advisor'. He is considered to be 'a tenacious advocate and a brilliant strategist'.</p>		
<p><i>*Also ranked as a "Leading Lawyer"</i></p> <p>Eric Hagen: "A tenacious advocate and a brilliant strategist"</p>		

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Litigation: White-Collar Criminal Defense - Full Service		
Ranking 2009	Number of Tiers	Individuals Mentioned
6	6	Gordon Greenberg Jeffrey Stone Douglas Whitney
Editorial		
<p>PRACTICE: McDermott Will & Emery LLP's white-collar group is 'very responsive' with a 'first-rate client service', according to clients. The practice has 'a well-deserved reputation for expertise in complex tax matters', and clients comment that it 'offers a sophisticated trial department with the talent and experience to defend and resolve complex litigation'.</p> <p>In 2008, the practice successfully concluded the representation of four members of the Computer Sciences Corporation board of directors, with no charges made following stock-options-backdating investigations by the SEC and the audit committee.</p> <p>The practice's representation of the Governor of Nevada, James Gibbons, concluded in October 2008 with no charges brought against him following an 18-month investigation into allegations that he unlawfully received gifts in return for services.</p> <p>Currently, the group is representing Steven Schulman, a former partner at Millberg Weiss, against accusations brought by the Department of Justice that the now-defunct law firm paid shareholders to act as plaintiffs in lawsuits.</p> <p>CLIENTS: Recent clients include Computer Sciences Corporation, Steven Schulman, a former partner at Millberg Weiss and Nevada Governor Jim Gibbons.</p> <p>INDIVIDUALS: Based in Los Angeles, Gordon Greenberg is noted by clients for being 'knowledgeable, responsive and has the resources to take a matter to trial if necessary'. Clients also recommend Chicago-based 'strategist' Jeffrey Stone for his role in managing tax matters and investigations as a 'skilled litigator but also a wise counselor' with 'good judgement in positioning matters for effective and favorable resolution', 'intelligence, experience, quickness of thought, negotiating skill, argument skills', and 'breadth of knowledge'. Douglas Whitney is described as 'a consummate litigator', 'thoughtful and thorough, bright and persuasive, passionate and reliable.'</p>		

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Mergers, Acquisitions and Buyouts: Antitrust (Midwest)		
Ranking 2009	Number of Tiers	Individuals Mentioned
2	3	Joel Chefitz David Marx Christopher Murphy
Editorial		
<p>PRACTICE: The Chicago office of global firm McDermott Will & Emery LLP acts on counseling, distributor-dealer relationships, government investigations, litigation, and international competition law, but the team distinguishes itself for its healthcare expertise. The practice advises on the antitrust issues arising from hospital and physician practice group mergers, managed care contracting, medical staff privileges decisions, price discrimination in the sale of pharmaceuticals and medical supplies, and group purchasing arrangements. Other experience includes serving as trial counsel in the successful defense of Stora Enso North America, when it was charged with a price fixing conspiracy.</p> <p>CLIENTS: The healthcare client base includes hospitals and integrated health care systems, physician specialty groups, health insurers, pharmaceutical and medical device suppliers, and trade associations of health care providers. Chicago Bulls, Wyeth and the State of Illinois are also clients.</p> <p>INDIVIDUALS: David Marx focuses on civil and criminal antitrust litigation, with an 'excellent name' for health care industry counselling. Christopher Murphy is noted for his class-action experience, while class action defense litigator Joel Chefitz 'possesses great knowledge of antitrust law and is a very sound and solid strategic thinker. I have the highest regard for Joel and would not hesitate to refer him for any antitrust matter, no matter how complex'.</p>		

Mergers, Acquisitions and Buyouts: M&A (National Firms - Large Deals)		
Ranking 2009	Number of Tiers	Individuals Mentioned
2	3	Michael Fayhee Thomas Sauermilch John Tamisiea
Editorial		
<p>PRACTICE: McDermott Will & Emery LLP has particular expertise in healthcare and energy and centers its practice in offices in New York, Chicago, Washington, DC and Boston.</p> <p>Clients rave about the 'excellent service'- 'what is impressive is that the lawyers always have all bases covered, and are always available'. One client particularly noted 'that the effort is appropriately balanced with the need. If I don't need something for a week they always get it to me on time, but will not burn extra resources to get it to me early. Thus, I find them to be good value'.</p> <p>In 2008, the practice represented Genlyte in its merger with Philips Holding, pursuant to which Philips acquired Genlyte for \$2.7bn in cash. Another engagement was for Tribune Company in a \$650m partnership transaction</p>		

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Mergers, Acquisitions and Buyouts: M&A (National Firms - Large Deals)

with Cablevision Systems. The firm also represented Kellwood in its negotiated acquisition, following a hostile bid, by Sun Capital Securities Group, and Evonik Industries in the sale of its US and Canadian sodium cyanide operations to Oaktree Capital Management. Additionally McDermott Will & Emery LLP advised ProBuild Holdings in its acquisition of substantially all of the assets of HD Supply Lumber and Building Materials.

CLIENTS: The firm's M&A clients include Motorola, The Genlyte Group Incorporated, Young Innovations, Amazon.com, Evonik Industries, Thompson Creek Metals, Foundation Coal Holdings and ProBuild Holdings.

INDIVIDUALS: Chicago-based co-chair John Tamisiea is a 'very good negotiator' who 'understands business... his advice is always very practical'. He and fellow Chicago partner are Michael Fayhee 'on top of their game, responsive, and instill confidence in their abilities. They drive the legal work with great skill and competence'. Tamisiea's M&A co-chair is Thomas Sauermilch, who practices out of New York. Clients single him out for 'his exceptional work in many deals... More than just a lawyer, he is a business partner'.

Mergers, Acquisitions and Buyouts: Venture Capital and Emerging Companies

Ranking 2009	Number of Tiers	Individuals Mentioned
5	5	Mark Mihanovic Mark Stein

Editorial

PRACTICE: McDermott Will & Emery LLP has a significant venture capital practice distributed across its international offices. The firm has 22 partners who focus on emerging company representations, with particular concentrations in the Silicon Valley, San Diego, Boston, Chicago and New York offices. Clients say that the team provides an 'exceptionally high level of service'- 'the use of functional experts from multiple offices on a coordinated basis is seamless and impressive'.

The firm has a balanced practice between representations in life sciences and IT, in addition to some work for emerging companies in cleantech and other sectors.

Highlights of 2008 include representing 'nutriceutical' company Metagenics in connection with its refinancing by Bison Capital Management. Another significant engagement was for Chestnut Medical in its \$4.5m Series B and \$8.5m Series C Preferred Stock Offerings. Additionally the practice represented web messenger service Meebo in a \$25m Series C Preferred Stock financing led by JAFCO.

CLIENTS: Clients include Metagenics, BackFlip Software, Tuckerman Management, Healthways, Axia Capital, Gemini Investors, SV Life Sciences, Chestnut Medical and Meebo.

INDIVIDUALS: Practice head Mark Mihanovic in Silicon Valley is praised by venture capitalist clients for 'his impressive communication and co-ordination skills. He is very effective with business clients and has substantial M&A expertise'. Mark Stein in Boston also garners significant praise. Clients say that he 'is extremely responsive, thorough and focused'. 'His business judgement, legal acumen, ethical approach and frankly good interpersonal skills are some of the many reasons to seek him out. He is a real business partner'.

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Tax: Domestic Tax (Central)		
Ranking 2009	Number of Tiers	Individuals Mentioned
2	4	Andrea Kramer Jane Wells May*
Editorial		
<p>PRACTICE: McDermott Will & Emery LLP's national tax practice numbers some 100 lawyers with the largest representation in the Chicago headquarters. McDermott Will & Emery LLP started as a tax practice and the roots run deep, and generates a high proportion of its own work as well as servicing other departments.</p> <p>Chicago lawyers make a significant contribution to the national penetration achieved by the US tax practice, which is also represented in New York, Los Angeles, Washington DC, Silicon Valley and Miami. Nationwide instructions make it difficult to gauge the levels of work generated from the Illinois regional market, although estimates suggest the practice is 30% Chicago-based and 70% nationwide or international. What is clear is that clients hold the practice in high esteem - 'we are always impressed by the quality of advice and the short time it generally takes to receive it'.</p> <p>The practice represented private equity fund Equity International in the sale of a minority interest in the business, requiring a complex tax efficient structure involving parallel joint ventures valued at \$700m. In a further complex but confidential instruction, lawyers advised in a series of projects for a major power generator needing tax hedge policies compliant with IRS Code rules on trading, foreign currency and hedging.</p> <p>CLIENTS: McDermott Will & Emery LLP's tax clients include Caterpillar, GATX, Mattel, Equity International, Bayer, Diageo, Procter & Gamble, Sara Lee, Tyco and USG.</p> <p>INDIVIDUALS: Chicago-based tax practitioners include Andrea Kramer, 'a brilliant tactician and a first-rate legal scholar', and Jane Wells May who is 'accurate, energetic, and always available', and who has built a noteworthy local and state taxes practice.</p>		
<p><i>*Also ranked as a "Leading Lawyer"</i></p> <p>Jane Wells May: "Accurate, energetic, and always available"</p>		

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Tax: Domestic Tax (East Coast)		
Ranking 2009	Number of Tiers	Individuals Mentioned
3	6	Thomas Giegerich Arthur Rosen Blake Rubin
Editorial		
<p>PRACTICE: McDermott Will & Emery LLP's New York office houses some of the firm's most experienced tax lawyers, including a strong state tax group with wide experience of high-value local tax instructions across the US. In Washington DC, key areas of expertise include transactions, real estate taxation and partnerships. The East Coast offices are also able to leverage off the wider domestic network and the firm's considerable capacity in federal tax work.</p> <p>Significant recent instructions include the highly complex restructuring of the corporate group and the wines and spirits operations of Diageo US, an 18 month, tax-intensive project which concluded in July 2008. The practice also provided state tax counseling to Bayer Corporation in two comprehensive multistate projects.</p> <p>CLIENTS: Tax practice clients include Goldman Sachs, Chevron, Morgan Stanley, Metropolitan Life Insurance, DaimlerChrysler, AstraZeneca, Eli Lilly, Pfizer, Prudential Financial, Kodak and Johnson & Johnson.</p> <p>INDIVIDUALS: McDermott Will & Emery LLP's New York team includes 'superbly analytical and precise' Arthur Rosen, who handled the Bayer instruction and chairs the firm's nationwide state and local tax practice, and Thomas Giegerich, 'a brilliant lawyer' who led the team advising Diageo. In Washington DC, Blake Rubin is recommended for partnership and real estate taxation.</p>		

Tax: Employee Benefits		
Ranking 2009	Number of Tiers	Individuals Mentioned
1	3	Paul Hamburger* James Napoli Stephen Pavlick
Editorial		
<p>PRACTICE: The McDermott Will & Emery LLP EBEC practice has responded to client demand for expertise in the face of ever more complex employment tax legislation. The practice now fields some 50 attorneys practicing substantially in the discipline. With a practice of this size, McDermott Will & Emery LLP offers critical mass required to meet every challenge from a technically difficult executive compensation plan to a major divestments or acquisition. An ability to attract referrals from other law firms should be mentioned. Most of the firm's work is employer side, with increasing demand from international clients. McDermott Will & Emery LLP's Frankfurt and London offices both house EBEC attorneys, which provides useful reinforcement in transatlantic instructions.</p> <p>The practice has established a strong reputation for service standards and clients appreciate a culture which 'encourages lawyers to know their limitations and to consult with experts outside the group' to allow every angle</p>		

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<p>Tax: Employee Benefits</p> <p>to be considered.</p> <p>In a recent instruction, the practice counseled Chrysler to secure a court approved resolution of a class action settlement that established the VEBA post-retirement on medical plan within the context of collective bargaining. The practice also assisted several clients including Fortune 100 and Fortune 500 companies to develop and design new executive compensation programs, plans and policies to comply with revised tax rules under section 409A of the Internal Revenue Code. Other representative confidential instructions include advising in connection with spin-off transactions, acquisitions and divestments.</p> <p>CLIENTS: EBEC tax clients include Becton, Dickinson and Company, Chrysler, Darden Restaurants, GEC, General Mills, Merrill Lynch, Scana, Time Warner and QinetiQ North America.</p> <p>INDIVIDUALS: All key EBEC attorneys are based in Washington DC. Paul Hamburger has ‘an outstanding knowledge of employee benefits matters - he just solves the problems without drama’, and is particularly well followed for his Employee Share Ownership Plan (ESOP) and ERISA expertise. Stephen Pavlick is ‘very skilled and creative’; he specializes in employee benefit matters for multi-nationals and acts for several household names. James Napoli is recommended for employee benefit plans and ERISA - his practice also includes controversy in the sector.</p> <p><i>*Also ranked as a “Leading Lawyer”</i></p> <p>Paul Hamburger: “An outstanding knowledge of employee benefits matters - he just solves the problems without drama”</p>
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Tax: Financial Products		
Ranking 2009	Number of Tiers	Individuals Mentioned
2	2	Andrea Kramer* William Pomierski
Editorial		
<p>PRACTICE: McDermott Will & Emery LLP’s Andrea Kramer heads the financial products ‘tax consulting powerhouse’- a small but expert practice with wide experience in the design, trading and use of structured and derivatives products. Kramer ‘demands high standards of subordinates and has nurtured a culture where the team gets things done on schedule’. The practice represents a range of clients from high-net-worth families to public utilities, but is best equipped to serve the investment management, hedge fund, private equity manager sector which requires rapid, accurate advice in novel situations or guidance through IRS tax audits.</p> <p>Recent projects include a range of complex derivatives tax planning for domestic hedge fund managers many involving complex structured products and sometimes foreign investors relying on the ‘trading safe harbors’ rules to escape US taxation.</p> <p>CLIENTS: Clients include Goldman Sachs, Chevron, Morgan Stanley, Metropolitan Life Insurance, and many blue chip investment and fund managers.</p>		

Legal 500 USA 2009: Rankings & Editorial

Tax: Financial Products
INDIVIDUALS: Andrea Kramer 'is widely recognized as one of our nation's most important voices in financial market tax policy' and is highly recommended for her energy, competence and 'impressive standards'. William Pomierski specializes in structured and derivatives products and is highly commended
<i>*Also ranked as a "Leading Lawyer"</i>
Andrea Kramer: "Widely recognized as one of our nation's most important voices in financial market tax policy"

Tax: International Firms		
Ranking 2009	Number of Tiers	Individuals Mentioned
3	4	James Riedy Lowell Yoder

Editorial
<p>PRACTICE: McDermott Will & Emery LLP's international tax practice numbers some 30 US lawyers whose work is biased towards the transactional support and structuring required by one of the world's busiest M&A law firms. More recently, the emphasis has been on planning as international firms review organizational structures and also on assisting US multinationals with large offshore accumulated profits to repatriate funds without US tax consequences.</p> <p>In the US, the firm has several strong centers with Chicago, New York and Silicon Valley leading the field. McDermott Will & Emery LLP is praised by clients for a strong business focus after taking a long view of building client relationships - 'we feel they work with this and they aren't just looking at it to make a buck; it's a team thing'. The firm's European offices are an important component of the international tax offering and a wider network has been established through the McDermott International Tax Panel which links to tax professionals in numerous jurisdictions.</p> <p>In 2009, McDermott Will & Emery LLP handled one of the comparatively few early years deals in which the tax practice assisted IntegraScreen Holdings, a global provider of due diligence services, on the sale of assets and subsidiaries to UK-based risk intelligence provider Global World-Check Holdings. The deal involved multiple jurisdictions (including China, Dubai, Hong Kong, India, Malaysia, Panama, Poland, Singapore).</p> <p>CLIENTS: McDermott Will & Emery LLP clients include Abbott Laboratories, AstraZeneca, BP, Caterpillar, Colgate-Palmolive, DaimlerChrysler, General Mills, Johnson & Johnson, Morgan Stanley, Proctor & Gamble and Tyco.</p> <p>INDIVIDUALS: Chicago-based Lowell Yoder, co-chair of the international tax practice, 'is strong on both technical expertise and interpersonal skills'. In the Washington DC office, James Riedy, who has a wide international tax practice, is 'a real asset, he knows his law and looks for solutions'.</p>

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Tax: Tax Controversy		
Ranking 2009	Number of Tiers	Individuals Mentioned
2	5	Thomas Borders William Goldman Robin Greenhouse Jean Pawlow* Martha Groves Pugh Joseph Selby
Editorial		
<p>PRACTICE: McDermott Will & Emery LLP’s tax controversy attorneys, some 30 in number, are located across the firm’s national offices with the largest practice groups based in Chicago and Washington DC. The firm’s tax lawyers offer ‘commitment throughout’ in representing clients on all aspects of federal tax controversy, including IRS audits and appeals, competent authority matters, and trial and appellate litigation. McDermott Will & Emery LLP also has considerable experience in state income tax litigation nationwide.</p> <p>McDermott Will & Emery LLP’s William Goldman and Robin Greenhouse, in Washington DC and Joseph Selby, in Boston, were instructed by General Mills to represent the company in complex and precedent tax refund litigation concerning deductions under section 404(k) of the IRS code on the portion of redemptions paid by the company to its ESOP and distributed to leaving employees. Jean Pawlow, also based in Washington DC, is the lead attorney for Capital One in another precedent tax litigation concerning the federal tax treatment of credit card interchange discounts and the appropriate deduction for rewards programs such as air-miles.</p> <p>In a California state income tax litigation, the practice represented the Square D Company in a case which involved unitary, business income and gross receipts issues - the litigation lasted two years and other controversies are now being dealt with in other state jurisdictions.</p> <p>CLIENTS: The practice has represented, or is representing, the following clients in significant tax controversy matters: Chevron, Bryan Cave, American Pacesetter, American Express, Andersen, General Mills , Jenkens & Gilchrist, University of Chicago, Northern Trust Company, Sodhexho, Boise Cascade, and Indeck Energy Services.</p> <p>INDIVIDUALS: Chicago-based Thomas Borders, who heads the tax controversy practice, ‘gets down to the important issues with great clarity’; Borders was previously a trial attorney for the Office of Chief Counsel with the Internal Revenue Service. Jean Pawlow, in Washington DC, is ‘a pleasure to work with, clever, an excellent advocate, personable and possessed of an instinctive business understanding’. Martha Groves Pugh, who rejoined the firm as a partner in Washington DC during December 2008, has extensive experience of tax accounting issues in the energy industry such as nuclear decommissioning deductions - William Goldman and Robin Greenhouse are also recommended.</p>		
<p><i>*Also ranked as a “Leading Lawyer”</i></p> <p>Jean Pawlow: “A pleasure to work with, clever, an excellent advocate, personable and possessed of an instinctive business understanding”</p>		