



## INTERNATIONAL

In its international practice, RCCB integrates the experience from its Corporate & Business, Tax, Litigation, Real Estate, Business Restructuring & Bankruptcy, and Private Client Services Groups to support its clients as their business and personal affairs carry them across borders.

RCCB serves ready to assist in a wide variety of cross-border matters. For instance, RCCB assists foreign companies seeking to conduct business or engage in transactions in the United States, as well as U.S. companies operating and investing abroad. RCCB has particular expertise and experience representing U.S. and foreign companies and funds in cross-border M&A transactions and international joint ventures, licensing and distribution agreements. Additionally, RCCB advises clients on cross-border, intercompany tax planning and helps clients structure their foreign assets tax-efficiently and avoid the pitfalls of improperly reporting foreign assets to the IRS. RCCB helps cross-border families navigate the complexities of international estate planning when family members or assets reside in foreign countries. RCCB also assists with cross-border insolvency cases and cases involving international fraud.

RCCB's attorneys have advised clients on six continents and in over 44 countries.

### CROSS-BORDER MERGERS AND ACQUISITIONS

- Represented a global consulting firm based in Geneva, Switzerland in its acquisition of a Boston-based consulting firm and a London-based consulting firm.
- Represented Open Ocean, a Finish venture capital fund, in its \$10.5 million Series A investment in Surlogs, Inc., a US healthcare

### RELATED PRACTICES

Corporate & Business  
Private Client Services  
Tax

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### TEAM

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information technology company.

- Acted as US counsel for Collect Biotechnology, Ltd., an Israeli company traded on NASDAQ, in connection with its merger with Quoin Pharmaceuticals, Inc., as well as in connection with the sale of its subsidiary, Collect Biotherapeutics, Ltd. to EnCellX, Inc.
- Represented publicly-traded Finnish manufacturing company in its acquisition of a division of a large U.S. company, including the purchase of stock and assets of subsidiaries located in the United States and five foreign countries.
- Represented a leading global digital engineering and software development public company with an NYSE market capitalization in excess of \$9 billion and more than 30,000 employees in over 25 companies in its acquisition of an Israeli technology company and its US subsidiary with big data, software development and cloud migration expertise. The company regularly relies on RCCB for counsel on some of its most significant and complex customer relationship and partner deals, and RCCB is integrated into the international legal structure to maximize business goals, as well as efficiency, timeliness, and cost-effectiveness. The deals are often complex, fast-paced and in high volumes. RCCB is frequently called upon to manage the deal process, including coordination of multiple internal and external stakeholders.
- Represented a multinational, publicly-traded Swedish manufacturing company in its acquisition of a division of a Fortune 500 company, including the purchase of stock and assets of subsidiaries located in twelve different countries.
- Represented Israel-based leading manufacturer of armored equipment in its acquisition of a Michigan-based defense contractor
- Represented a multinational, publicly-traded Indian company in the acquisition of a California corporation.
- Represented Electro-Science Laboratories, Inc. in its acquisition by Ferro Corporation, also involving the concurrent acquisition of Agmet Limited in the UK and the assets of their sister corporation in Shanghai, China.
- Represented Nasdaq-traded company in the acquisition of a Finnish corporation for a combination of cash and stock. The transaction involved complex cross-border securities issues.
- Represented a multinational publicly traded Indian company in the acquisition of a California corporation.
- Represented Israel-based software company in its acquisition by a large U.S. software company.
- Structured and negotiated a complex stock purchase agreement that incorporated the use of a novel statutory "take along" provision.
- Represented a Chinese multinational technology company in its acquisition of a strategic business line and multi-jurisdictional patent portfolio.
- Represented a publicly-traded Belgian company in the acquisition of a Mexico-based hygienic consumer products company.
- Represented Israel-based provider of application problem resolution software in its acquisition by a large U.S. software company, structuring and negotiating a complex stock purchase agreement that incorporated the use of a novel statutory "take along" provision.

- Represented a custom software design company with operations in the U.S. and Israel in connection with a strategic buyer's acquisition of substantially all of the assets and liabilities of the company.
- Represented technology company in a cash-out merger to an international buyer.
- Represented U.S. "app" company in its acquisition by a Canadian public company.

## **INTERNATIONAL TAX AND WEALTH PLANNING**

- Led tax structuring for the acquisition of U.S. craft brewer by Belgian parent.
- Structured U.S. distribution and sales subsidiaries for several foreign multinational manufacturers.
- Assisted clean-energy consulting firm operating from offices in the United States and Europe in cross-border tax structuring, acquisitions, and financing.
- Advised U.S. citizens owning foreign operating businesses and other foreign assets in tax matters, including U.S. tax compliance and structuring.
- Advised U.S. multinational groups employing foreign software developers or sales personnel.
- Counseled U.S. beneficiaries of domestic and foreign trusts settled by their foreign family members.
- Structured and drafted estate plans for U.S. immigrants and U.S. families with foreign family members and assets.

## **OTHER INTERNATIONAL EXPERIENCE**

- Represented US-based corporation engaged in the development of alternative energy sources in a significant investment by a leading Israeli private equity fund.
- Represented cross-border investment funds seeking to attract capital and make investments in foreign countries.
- Represented foreign venture funds in investments in the U.S. and U.S. funds' investing overseas.
- Represented North Carolina-based SJF Ventures in its investment in Israeli traffic optimization startup Waycare. SJF led the \$7.3 million round, which included a number of other venture funds. Waycare develops an artificial intelligence-based transportation management service to allow first responders to act before accidents develop into traffic jams. Read more at <http://bit.ly/2OUuUKu>.
- Negotiated a joint venture involving a Greek manufacturing partner on behalf of a U.S. partner and sales team.
- Represented US-based biotech company in a Series B round investment that was led by a Swiss-based, global life science fund and a leading California-based life sciences investment firm.
- Organized U.S. migration of a hedge fund organized in the Cayman Islands.
- Represented the Trustee for the liquidation of Bernard L. Madoff Investment Securities LLC Ponzi scheme throughout the world.
- Represented U.S. company in their formation of a multinational consortium (including U.S., Dutch, German and South Korean companies) to provide software, services and hardware to a semi-

governmental customer in Europe.

- Represented many software companies, hardware manufacturers and service providers with licensing and other customer and distribution deals in Europe, Asia, Latin America, the Middle East, and Africa.
- Represented international families having a nexus to the U.S. in tax and wealth transfer planning.
- Represented the Trustee for the liquidation of Bernard L. Madoff Investment Securities LLC Ponzi scheme throughout the world.
- Represented the SEC-appointed Receiver in one of Connecticut's largest securities fraud cases in connection with creditors in Costa Rica and other South American countries.
- Represented a Chapter 11 Trustee overseeing the bankruptcy of a large international fraud with parallel proceedings pending in two other countries (BVI and Bermuda) with creditors throughout Europe.
- Represented Delaware Chancery Court Receiver In judgment enforcement actions in Hong Kong, Macau and China.
- Represented a Saudi Investment fund in chapter 11 case of Arcapita Bank, a Bahrain-based financial institution.
- Represented principal of BVI company in connection with litigation in Bahrain and the United Arab Emirates.
- Represented Israeli-based biotech company in a worldwide license and distribution agreement with a leading Italian pharma company.
- Represented a U.S. venture capital fund in a \$4.5M Series A lead investment in an Israeli healthcare technology company.
- Served as US counsel to the shareholders of Habonim Industrial Valves & Actuators LTD in the sale of Habonim to ITT Industries Luxemburg SARL, for the sum of \$140M. Habonim is an Israeli company with global operations, including the US. The controlling shareholder of Habonim was Tene Investment Funds, a leading Israeli private equity firm.

## **NEWS**

Legally Israel 100 League Tables Places RCCB at an Elite Level Among Israel Practices Internationally  
*Legally Israel 100 League Tables*, April 29, 2024

RCCB Partners Speak at Venture Café's Israeli Startup Lounge  
July 26, 2023

Neil A. Cooper Named to 2022 Philadelphia Titan 100 List  
July 8, 2022

## **PUBLICATIONS**

Silicon Valley Bank and Signature Bank Closures; Federal Regulators Announce Plan to Protect Depositors  
*Client Alert*, March 13, 2023