

View our Korea Practice Brochure

Ranked recently by *Chambers South Korea* for Dispute Resolution International Firms and by *Legal 500 Asia Pacific* for South Korea IP, Sheppard Mullin was one of the first U.S. law firms to open an office in Seoul in 2012. Today, our Seoul, Shanghai and U.S. lawyers work as an integrated team representing Korean and other Asia businesses, adapting to their needs and understanding how to provide the services of U.S. lawyers most effectively.

Since establishing a “foreign legal consultant office” in Seoul following the opening of the Korean legal market in 2012, our Seoul lawyers have worked seamlessly with our broader Korea Practice Team. Although our Seoul lawyers are not allowed to practice Korean law, we coordinate with local counsel for non-Korean clients’ needs for Korean legal advice.

Our lawyers have represented Korean companies from a variety of practices as listed below.

### Antitrust and Competition

For decades, Sheppard Mullin has been a leader in the antitrust bar. Our practice encompasses mergers and structural issues, criminal grand jury proceedings, intellectual property issues, international antitrust enforcement, pricing practice, product distribution, joint ventures, class actions, among other areas. Our global competition resources include lawyers in California, Washington D.C., New York, Brussels, London, Seoul and Shanghai. We represent clients in a wide variety of industries, including electronics, healthcare, pharmaceuticals, financial services, aerospace, energy, technology, publishing, distribution, courier and food services.

Our Antitrust and Competition Group has numerous matters at the United States Department of Justice, the Federal Trade Commission, State Attorneys Generals, the Korea Fair Trade Commission, the European Commission and EU member states. In the U.S., our lawyers counsel clients and handle litigation involving all aspects of federal and state antitrust laws as well as the intersection between antitrust and intellectual property. Internationally, we advise on EU competition law, EU state aid, UK and various EU member states’ antitrust and regulatory matters, and China’s Anti-Monopoly Law. Of course, our group includes highly-credentialed native Korean speakers. We have applied our expertise on behalf of major Korean businesses, and those from other Asian countries since the 1980’s.

### Banking and Finance

Sheppard Mullin’s banking and finance group is uniquely qualified to structure, negotiate and document finance transactions, ranging from commercial lending (both secured and unsecured) to construction lending, bond financings, syndicated credit facilities, real estate loan portfolio purchases and sales, and other complex financial transactions. Our banking and finance group focuses on experience and efficiency. Having a strong knowledge of bankruptcy and workout issues also allows us to better protect our clients at the front end. Our

lender clients include major banks and financial institutions located in the United States, the Republic of Korea, and other countries, together with insurance companies, lessors, venture capital groups, and investors, and our borrower clients include businesses of all types, ranging from large publicly traded companies to small privately held businesses.

## Compliance

We recognize that the best way to avoid issues with international regulators is to implement strong compliance plans. In this area, it is particularly important for us to utilize the members of our group who are Korean. They are in the best position to know how to build and communicate compliance plans to Korean executives and staff.

## Construction

Sheppard Mullin represents owners, developers, contractors, subcontractors, design professionals, governmental agencies, REITs, lenders and sureties in a broad range of domestic and international construction law matters relating to public and private projects. We offer a one-stop shop, advising clients from project inception to conclusion. Whether negotiating contracts or prosecuting and defending high-stakes disputes, we partner with our clients to realize their project goals. Unlike many firms, we have maintained construction and infrastructure as a core practice with a large team of attorneys dedicated to meeting the global needs of our clients. We are proud to have assisted our clients with projects that range from the first major investment of a growing business to some of the largest and most sophisticated projects in the world.

## Cross Border M&A

Sheppard Mullin represents clients in cross border mergers and acquisitions and investment transactions. We have experience representing both domestic and foreign clients in connection with cross border structures, including:

- Acquisitions and divestitures of U.S. businesses by foreign clients or their U.S. subsidiaries
- Acquisitions and divestitures by U.S. clients of foreign companies, whether directly or through foreign subsidiaries
- Controlling and non-controlling investments by foreign clients or their U.S. subsidiaries in U.S. businesses
- International investment transactions by U.S.-based clients
- Joint ventures between U.S. and foreign companies, both on and offshore
- Hart-Scott-Rodino and Ex Florio approvals and filings
- Distressed acquisitions and sales of assets in various insolvency proceedings

We combine our firmwide experience in negotiated, unsolicited, public and private acquisitions, private equity, venture capital investments and joint ventures with an understanding of the special issues involved in cross border transactions.

## Dispute Resolution and Litigation

Sheppard Mullin represents clients in matters related to commercial litigation, including antitrust, creditors rights, financial services, construction, communications and media, insurance, intellectual property, product and professional liability, real estate, securities, white collar, healthcare, technology, manufacturing and aerospace, to name only a few. At the same time, our lawyers recognize and promote the use of mediation and other dispute resolution mechanisms as alternatives that can be significantly more efficient. Our international litigation practice includes:

- Patriot Act compliance and enforcement
- Foreign Corrupt Practices Act issues
- Enforcement of foreign judicial or arbitral awards in the U.S.
- Enforcement of U.S. and non-U.S. judicial or arbitral awards
- Inbound and outbound customs issues
- International arbitration of private disputes under CIETAC, AAA, ICC, ICDR, LCIA, SIAC, HKIAC
- International arbitration of government contracts
- Personal jurisdiction and procedural issues

Sheppard Mullin attorneys are known for their advocacy, trial and appellate skills, in-depth knowledge of U.S. state and federal courts at all levels and practical business judgment, all of which contribute to our consistent delivery of solid, cost-efficient results.

## Entertainment, Technology and Advertising

Our entertainment lawyers have distinguished themselves with the ability to represent media companies on a global basis in multi-year television output licensing and joint venture agreements, including structuring satellite and cable platform deals for studios in Italy, Germany, France and Spain. By aiding in the creation of these programming opportunities, our lawyers are pivotal in offering studio clients both strategic and tactical guidance in international markets as well as in emerging multimedia environments. In addition, we are experienced in structuring international co-productions, both under various bi-lateral Treaties and the European Convention, with a view to maximizing the financial and creative benefits available to producers.

Our attorneys have also represented major studios, independent production companies and financiers from around the world in the development, financing, production and distribution of motion picture and television content, including successful and lucrative syndicated television series. We also advise in connection with the exploitation of ancillary and subsidiary rights, such as merchandising, in markets around the world. This work includes ensuring that proper measures are taken in U.S. and foreign jurisdictions to protect trademarks, copyrights and other intellectual property assets.

We represent several international fashion houses, helping them expand into new markets as well as protecting their products and brands.

## Global Reach

In addition to our direct presence in Asia, Europe and the Middle East, and each practice group's network of international relationships, we are able to call upon our colleagues in other parts of the world such as Australia, Eastern Europe and Africa through our membership in TerraLex, a worldwide group of leading high quality law firms.

## Government Investigations

Much of the enforcement of antitrust laws is done by government agencies, particularly the Federal Trade Commission and the Antitrust Division of the Department of Justice. In addition, the California State Attorney General and local prosecutors often use California's Cartwright Act and Unfair Competition Law to investigate and bring enforcement actions.

Sheppard Mullin counsels Korean clients involved in government civil investigations and enforcement activities, including merger transactions, joint ventures and various types of pricing and distribution restraints. Our understanding of and direct experience with merger enforcement allows us to steer clients successfully through what can often be a difficult and complicated process. We also routinely represent our clients before the Federal Trade Commission and the Department of Justice, where we maintain a positive reputation and solid working relationships with government representatives. Our attorneys have many years of experience practicing at enforcement agencies.

As a result of experience and the results we have achieved, major Korean companies have entrusted us with their most serious and sensitive antitrust issues.

## Insolvency and Financial Restructuring

In the area of insolvency, we represent clients in multiple jurisdictions in such industries as: financial services, infrastructure, sports, retail, energy, consumer products, telecommunications, professional service firms, heavy industry, and media and entertainment. Specifically, our attorneys represent note holders, ad hoc note holder committees, indenture trustees, financial institutions and opportunistic investors in cross border and multijurisdiction restructurings, creditors rights litigations and liquidations of collateral for defaulted note issuances, bank loans and other claims involving emerging, developing and developed market issuers and debtors in Asia, Australia, Eastern Europe, Europe, Latin America and South America. We have extensive experience on crossborder matters involving China and Asia. These representations often involve consensual restructurings, multiple and ancillary insolvency proceedings in various jurisdictions, chapter 15 proceedings, litigations and appeals in the U.S. and other jurisdictions, and arbitration proceedings to enforce the client's rights in various jurisdictions.

We also represent buyers of distressed assets in multiple jurisdictions, especially in developing and emerging markets. We effectuate these acquisitions through an in-depth knowledge of many jurisdictions' legal regimes and often with the use of experienced and trusted local counsel.

## Intellectual Property

The firm advises its international clients on patents, trademarks, copyrights, trade secrets and false advertising. We routinely secure and enforce intellectual property rights both domestically and abroad. We create optimal structures for transactions and negotiations involving intellectual property, and assist our clients with practical concerns related to e-commerce and data retention. We also provide cutting edge legal advice in antitrust, unfair competition, counterfeiting, grey marketing and product diversion issues. We regularly assist with technology transfers, including assignments, licensing and joint ventures, and design protective measures to avoid the loss of proprietary information through employee departures, industrial espionage or other means. We have proven expertise in representing multinational clients in trials and appeals in the federal and state courts, in arbitrations and in adversarial proceedings before the U.S. Patent and Trademark Office, the Federal Trade Commission and similar tribunals, and in industry investigations such as those before the National Advertising Division of the Council of Better Business Bureaus, Inc.

We not only represent clients before government tribunals, we also represent governments, for example, the German Federal Ministry of Justice and the Government of the French Republic in the Google book scanning case.

## Internal Investigation and FCPA

Our lawyers advise both U.S. and international businesses and their agents on the variety of U.S. laws that govern commerce to and from the United States, including the Foreign Corrupt Practices Act ("FCPA"). The FCPA makes it illegal for commercial enterprises or individuals representing such entities to offer, promise to pay, or direct or authorize another individual to pay money or anything of value to a foreign government official for the purpose of expanding or maintaining their commercial interests. Enacted in 1977 and enforced with increased fervor in recent years, the FCPA is aimed at prohibiting bribery, including suspicious political contributions. We conduct internal investigations to detect and remedy problems before they cause more damage. We also advise clients on the full range of issues implicated by the FCPA and related anti-corruption statutes around the world.

## International Capital Markets

Our capital markets practice assists companies and financial institutions with cross border debt and equity financing transactions, including:

- Domestic and offshore investment structures
- Fund formation and regulation
- Rule 144A private placements
- Regulations S offerings
- Initial public offerings
- Alternative public offerings
- PIPE financings
- American Depositary Receipt programs

- Cross border insolvencies and Exchange Offers
- Investment-grade and high yield debt offerings

Our attorneys regularly assist domestic and foreign private issuers in their communications with the public markets and their disclosure and reporting obligations with the U.S. Securities and Exchange Commission and other regulatory authorities and stock exchanges throughout the world.

## Joint Ventures and Strategic Alliances

One of the primary strategies for foreign businesses to enter the U.S. market and for U.S. businesses to enter foreign markets is through joint ventures or other forms of alliance. Sheppard Mullin advises on the host of cross border partnering, joint venture and alliance configurations. We advise clients in legal issues and challenges, that include:

- Identification and collaboration with local counsel, accountants and advisors
- Due diligence on prospective partners
- New entity formation (foreign or domestic)
- Investment structures
- Liability protection, exit and termination strategies
- Intellectual property registration and protection
- Technology licensing
- Risk sharing, manufacturing, marketing and R&D agreements
- Customs and other import controls
- U.S. tax planning for U.S. and foreign partners
- Choice of law and dispute resolution venues
- Liquidations of joint ventures

We have also advised on matters subject to the Foreign Corrupt Practices Act, Antiboycott Act and other U.S. controls on doing business in various foreign countries.

## Labor and Employment

Labor and employment laws affect the entire legal relationship between employers and employees, beginning with the initial hiring process and expanding into every facet of daily operations, including job descriptions, wages, promotions, reviews, terminations, benefits, mergers and acquisitions, as well as the successful resolution of disputes pertaining to unfair labor practices and discrimination. Because the laws that apply to the labor and employment relationship are found at all levels—federal, state, county and even city—making sense of these often conflicting requirements is more of a challenge than ever for employers.

On many occasions, employers seek to “do the right thing” and yet do not realize they might be in violation of the law. Knowing what to do and when is a core competency of our Labor and Employment attorneys. With one of the largest Labor and Employment practices in the U.S., Sheppard Mullin advises employers in all aspects of employment counseling and litigation. The strength and depth of our practice is rooted in our ability to provide

truly full service labor and employment law counseling. Many of our multinational clients view our Labor and Employment practice as an extension of their in-house legal department, while our emerging and middle market clients rely upon the true depth of our expertise and the responsive service we are able to provide daily.

## Private Civil Antitrust Litigation

Under both state and federal antitrust laws, private parties can bring antitrust claims seeking treble damages, injunctive relief and recovery of attorneys' fees. Such lawsuits may assert a variety of antitrust violations such as price fixing, price discrimination, distribution restraints, monopolization and the like. Sheppard Mullin typically represents defendants in such actions, although we sometimes prosecute such matters.

We have represented well known Korean defendants in many of the most significant antitrust class actions in the country. These include actions relating to DRAM, SRAM, Flash Memory, LCD, Cathode Ray Tubes, and Lithium-Ion Batteries, to name a few of the most recent cases. In addition, we have recently defended – and prosecuted – monopolization and merger cases representing clients in industries ranging from sports to newspapers. Our attorneys have also successfully tried numerous major antitrust cases.

A very important aspect of these cases is the coordination of responses to government agencies all over the world. Korean companies regularly ask us to coordinate and lead their worldwide response to antitrust investigations.

## Private Investment Funds

We have rich experience in fund formation work. We have the expertise on tax, securities, cross-border regulatory issues to form or advise on, private equity funds, venture funds, hedge funds, real estate funds, fund of funds, infrastructure funds, and mezzanine funds. In addition to fund formation, we counsel Korean sponsors regarding the structure and operation of the entities that serve as general partners and managers to their funds. We can advise on initial acquisition of portfolio companies, regulatory compliance, strategic and tax-efficient deal structuring and financing, and structuring and execution of exit transactions for Korean companies.

We understand the unique complexities, difficulties, and tight schedule under which our Korean financial investment clients operate. Because we understand our Korean clients' business and operations, we have been able to successfully advise Korean companies in connection with the formation, structuring and management of their investment funds.

Importantly, we have provided unique and creative ways to assist our Korean investors and sponsors establish funds overseas. For example, we have recently advised a Korean sponsor structure and form a U.S. private equity fund by way of a joint venture with a U.S. fund in order to allow the Korean sponsor to overcome the problem associated with not having an investment track record in the U.S. That is, to allow the Korean sponsor to effectively function as a general partner.

## Privacy and Data Security

Our Privacy and Data Security Team helps businesses unlock the value of data, while ensuring compliance with U.S. and non-U.S. laws and standards that regulate the collection, use, sharing and protection of data. We counsel clients on cross-border data transfers, including compliance with EU, Canadian and other international data privacy laws. We routinely handle US-EU Privacy Safe Harbor and US-Swiss Privacy Safe Harbor

certifications for clients. We represent clients in transactions that involve cross border data transfers, including under EU standard contractual clauses for the transfer of personal data. Our expertise covers customer data, employee data and credit cardholder data. With offices in Seoul, Shanghai, London and Brussels, we have local expertise with respect to privacy and data security concerns involving the Korea, China, UK and the EU.

## Project and Infrastructure Advice

We advise clients in establishing the most appropriate business entity for a given project, as well as on licensing issues and on the unique aspects of public works projects. In addition, we negotiate with governmental agencies concerning entitlements, development rights, permitting and variances. Because environmental and land use issues permeate projects, we provide deep expertise in these areas to ensure the best possible assessment of our clients' projects. Our attorneys advise owners and contractors on the bidding and awarding of projects. We also prosecute and defend bid protests and, when appropriate, effectively coordinate outside support on behalf of an affected party.

We frequently advise developers, owners, contractors, and financing parties on construction-related contracts, including construction services, design/build, engineering/ procurement/construction (EPC), architectural or engineering services, and construction management, as well as all related subcontracts.

## Tax, Estate Planning and Immigration

An intercontinental family with members scattered throughout the world, a foreign executive contemplating a transfer to the U.S. and a foreign investor with assets in the U.S. must exercise caution as to how their holdings are structured. Prudent estate and tax planning will result in significant tax savings for several generations.

Sheppard Mullin counsels multinational clients on pre-immigration tax matters and multi-jurisdictional estate planning, including:

- Global estate planning
- Formation of offshore companies and other vehicles to hold U.S. assets
- Analysis of visa alternatives from a tax perspective
- Development of pre-immigration gifting strategies
- Preparation of generation skipping, dynasty and other trusts
- Advice on U.S. reporting obligations regarding foreign accounts, trusts and transfers of funds
- Analysis of income and estate tax treaties to minimize overall or double taxation Sheppard Mullin also has significant expertise in employment based immigration law. Our advice spans the naturalization process through the relinquishment of citizenship.

We advise on the:

- Application for various non-immigrant visas for employment of foreign nationals in the U.S.
- Applications for permanent resident status ("green cards")
- Labor certifications



- Administrative matters before the Immigration and Naturalization Service, U.S. State Department and Department of Justice

Our attorneys also advise on compliance with the U.S. Immigration Reform and Control Act, verification procedures, INS or U.S. Department of Labor investigations, fine procedures and related litigation. We assist with temporary work visas and permanent residence matters, as well as advise on I-9 compliance and record keeping and government audits and hearings and appeals before the federal court, the Board of Immigration Appeals and the Board of Alien Labor Certification Appeals.

## Experience

Lawyers in our Korea practice have worked on the following matters over the past few years:

### *Antitrust/Competition*

- Representing Samsung Electronics in global patent and standards-related antitrust governmental proceedings and a private antitrust action.
- Defending Samsung Electronics against boycott and monopsonization claims relating to smartphone patent licensing.
- Defending nationwide TFT-LCD DOJ grand jury and foreign governmental enforcement investigations, and related direct and indirect class action price fixing actions on behalf of Samsung defendants.
- Defended SDI America, Inc. and Samsung SDI Co., Ltd. entities in DOJ Antitrust Division grand jury criminal price fixing and foreign enforcement investigations involving cathode ray tubes (CRT) and related civil direct and indirect antitrust class actions.
- Defended SDI America, Inc. and Samsung SDI Co., Ltd. entities in DOJ Antitrust Division grand jury criminal price fixing and foreign enforcement investigations involving lithium ion rechargeable batteries and related civil actions.

### *Corporate Mergers & Acquisitions*

- Represented Samsung Venture Investment Corporation, the venture capital arm of South Korea's conglomerate Samsung Group, in joining the Series B funding round of Travelio, an Indonesia-based startup that works with property owners and developers to help manage and monetize their vacant properties.
- Represented Hanwha Asset Management and its affiliates in connection with the structuring and formation of Golden Gate Ventures x Hanwha Growth Fund GP, L.L.C. the general partner of Golden Gate Ventures x Hanwha Growth Fund I, L.P., a \$200 million Cayman Islands Asia growth stage focused investment fund and the purchase of a limited partnership interest in such fund.
- Represented South Korean fashion and retail group E-Land Footwear USA Holdings Inc., the owner of California-based K-Swiss and Supra shoe brands as well as French boot company Palladium, in its acquisition by Chinese sportswear company Xtep International Holdings for \$260 million.
- Represented majority shareholders of NeuroBo Pharmaceuticals, a formerly private biopharma company founded in Korea, immediately prior to the close of a \$100M merger with a Nasdaq-traded company for purposes of bringing NeuroBo public.

- Represented a Korean mobile game company with respect to various corporate matters.

## *Intellectual Property*

- Represented Hana Bank in unanimous U.S. Supreme Court trademark ruling, holding that the doctrine of trademark tacking presents a question of fact appropriate for jury determination.
- Representing Medytox, South Korea's largest maker of botulinum toxin, in a trade secret theft lawsuit against Daewoong Pharmaceutical and its U.S. partner Alphaeon Corp.
- Represented Hyundai Mobis Co., Ltd. (one of the largest designer/manufacturers of auto parts) in various litigation matters, including the pending lawsuits related to airbag patents.
- Defended a Korean automobile company in a patent infringement case filed by a non-practicing entity ("patent troll").

## *Construction*

- Represented Samsung Engineering Co., Ltd. in a complex international dispute relating to the construction in Saudi Arabia of a US\$1 billion aluminum rolling mill and scrap recycling facility, settling favorably.
- Representing Samsung Engineering Co., Ltd. in an ICSID arbitration against the Sultanate of Oman.
- Represented Samsung Heavy Industries Co., Ltd. in connection with its disputes with Nippon Steel and Bechtel.
- Represented Samsung Engineering Co., Ltd. in connection with construction disputes in the Middle East and the Americas.

## *Life Sciences*

- Representing a Korean pharmaceutical company in connection with its acquisition of a U.S. pharmaceutical company and conducted legal due diligence and advised the same with regard to the U.S. intellectual property, tax, and FDA related legal issues.
- Represented a U.S. pharmaceutical company in connection with its acquisition of new drugs from a Korean pharmaceutical company.

## *Entertainment and Media*

- Represented Samsung Electronics Co., Ltd. in connection with its Olympic sponsorship and matters relating to the International Olympic Committee.
- Represented Cheil Worldwide in many of its sports marketing initiatives for Samsung Electronics, including the Olympics.
- Represented JTBC in negotiating a global format sale of "Hidden Singer" to Universal Media Studios International, a subsidiary of NBC Universal.
- Representing a Korean animation company in connection with an international co-production and pre-sale distribution.

## *Product Liability*

- Represented Samsung SDI America in class action litigation relating to the well known issues with the Note 7 smart phone. Case successfully defended by virtue of successful motion to compel arbitration and dismiss class claims.

## *Investigations*

- Represented Asiana Airlines before the U.S. Department of Transportation in connection with the crash of Flight 214 to San Francisco International Airport.
- Represented Samsung Group in connection with a certain U.S. Department of Justice investigation.
- Representing a Korean financial institution in an investigation by the US Department of Justice.

## *Employment*

- Representing a Korean financial institution in a wrongful termination litigation in the U.S.
- Represented a Korean public company in a wrongful termination case filed in the Southern District of New York and prevailed based on the "Foreign Sovereign Immunities Act".

## *Compliance*

- Representing a Korean auto parts company in connection with preparing a global compliance program.

## *Dispute Resolution*

- Represented Korea Yakult and Paldo Co. in *Korean Ramen Noodle Class Action Litigation*, successfully obtaining dismissals.
- Representing a Korean medical device manufacturing company in an arbitration relating to a breach of a contract.