

An impact player in Silicon Valley for more than two decades, our clients rely on our experience structuring deals, our trial firepower and our reputation for providing exceptional service to resolve our clients' most complex matters.

Our Palo Alto attorneys:

- leverage our experience in some of the world's largest, most innovative corporate transactions to provide efficient representation on deals of all sizes for all types of companies;
- represent some of the most sophisticated technology companies in Silicon Valley and globally;
- are the trial lawyers companies call on to handle the highest-stakes litigation, from securities and M&A litigation to large-scale consumer and other class actions, white collar cases, and government and internal investigations;
- provide sophisticated representation in tax, intellectual property and executive compensation matters;
- are recognized by the most respected legal guides as being among the top practitioners in the Bay Area and nationwide. We offer clients the only corporate/M&A practice in the San Francisco Bay Area that has been repeatedly ranked in *Chambers USA's* prestigious Band 1 in the category of Corporate/M&A: The Elite;
- speak and write on issues important to our clients, providing frequent seminars, white papers and other resources for our clients who seek to stay at the forefront of developments that affect their businesses; and
- are enthusiastic supporters of *pro bono* and community enhancement initiatives in the Bay Area and beyond.

Corporate

With a strong focus on the needs of technology companies, Skadden is widely recognized in Silicon Valley and globally for having one of the world's elite corporate practices. *Chambers* noted in a recent edition that our Palo Alto practice offers clients an "exceptionally well-resourced corporate group at the forefront of global M&A capability ... [with] the capacity to handle the largest and most complex transactions on behalf of domestic and international clients."

Our attorneys offer clients a full-service corporate practice, covering a wide range of matters relating to mergers and acquisitions, capital markets, corporate governance, activist defense and private equity. We work closely with the firm's offices outside the United States – particularly in Asia and Europe – and our clients benefit from the seamlessness of our cross-border work.

In Palo Alto, we have worked on many of the largest technology transactions on record, including having represented EMC Corporation in its \$67 billion acquisition by Dell, Inc.; Broadcom Corporation in its \$37 billion acquisition by Avago Technologies; Freescale Semiconductor in its \$11.8 billion acquisition by NXP Semiconductors NV; and SanDisk Corporation in its \$19 billion acquisition by Western Digital Corporation. We have handled some of the largest-ever deals between U.S. and Chinese companies, in addition to one of the largest-ever pharmaceutical royalty agreements and many other innovative transactions.

Our Capital Markets Group also is ranked annually in *Chambers USA's* top tier, having handled numerous initial public offerings while providing a strong focus on the technology industry. In addition, we have helped clients develop creative liquidity options as alternatives to a traditional IPO and have been at the forefront of special purpose acquisition company IPOs for many years. Our team is experienced in handling special purpose acquisition company (SPAC) IPOs and related transactions.

Our groundbreaking corporate work has been recognized with numerous awards, including repeated recognition in *The Recorder's* Corporate Department of the Year and Technology Innovators contests.

Palo Alto Office

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Litigation

Skadden's Palo Alto Litigation Group represents clients in high-stakes, high-profile international, national and local litigation, offering clients a strong focus on government investigations and white collar crime, securities litigation and general commercial disputes. Our attorneys regularly appear in trial and appellate courts at the federal and state levels, before administrative tribunals, and in arbitrations and other alternative dispute resolution proceedings. Skadden is well-positioned to help clients navigate the legal landscape when business conduct results in concurrent criminal, civil and/or administrative proceedings that require a strategically coordinated response. Based in part on the success and reputation of our Palo Alto litigators, Skadden also is recognized routinely by *The American Lawyer*, *Law360* and a host of other publications as one of the nation's pre-eminent law firms for complex litigation. We have received a number of California Lawyer Attorney of the Year (CLAY) awards for the innovative results we have achieved for our litigation clients.

Tax

Skadden's Palo Alto tax practice is one of the largest full-service tax practices in Silicon Valley. In coordination with our Los Angeles Tax Group, we represent clients in international and domestic tax controversy, transactional, compliance and other planning matters. We assist corporations, partnerships, estates, private equity funds, individuals and sovereign entities in all phases of tax counseling, litigation and planning. Our team offers high-level experience in many areas critical to technology companies, including cross-border integration and transfer pricing. According to a recent edition of *Chambers USA*, clients say "The team is very engaged. They feel like a part of my team rather than an external adviser. They have done an amazing job in building a trusted relationship."

Intellectual Property Litigation

We draw on decades of experience in Silicon Valley and abroad to protect what is often our clients' most valuable asset: their intellectual property. Our Palo Alto IP litigators are part of a firmwide team of IP litigators who have the experience and technical training critical to developing creative, forceful strategies that lead to early stage resolutions and victories at trial. Our clients call on us to resolve their patent, trade secret, copyright, trademark, IP-antitrust and related cases across a broad spectrum of industries. Many of our IP litigators are admitted to practice before the United States Patent and Trademark Office and draw on prior careers or academic work in electrical engineering, computer hardware, software, physics and other technical areas. Members of our team also hold a variety of technical and scientific degrees.

Intellectual Property and Technology Transactions

Our intellectual property transactional team provides legal services to the world's most sophisticated companies in connection with the acquisition, development, enforcement and commercial exploitation of intellectual property assets. We advise on joint ventures, joint development agreements, intellectual property licensing matters, and technology transfer, outsourcing, open source software and other transaction-related services. We are innovators in the area of patent analytics and advise on strategic patent and technology portfolios. We counsel on the full range of trade secret, trademark and copyright issues and we have advised on numerous innovative IP monetization strategies.

Executive Compensation and Benefits

We regularly handle executive compensation matters resulting from mergers, acquisitions, bankruptcy reorganizations, spin-offs, public offerings and other corporate transactions. Our nationally recognized attorneys work with clients and their officers, boards and compensation committees in all facets of designing, drafting, implementing and administering executive compensation arrangements and employee benefit plans. Described in *Chambers USA* as a "talented bench with particular strength in the field of executive compensation," our practice focuses on the full range of corporate, tax, securities and fiduciary issues inherent in executive compensation.