Katie Clarke

Skadden

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CFIUS

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Education

J.D., Villanova University Charles Widger School of Law, 2017 (*magna cum laude*; Order of the Coif; *Villanova Law Review*)

B.A., University of Maryland, 2014 (*cum laude*; Honors College; Phi Beta Kappa)

Bar Admissions

District of Columbia

Maryland

Katie Clarke advises on cross-border investment and national security matters, with a focus on Committee on Foreign Investment in the United States (CFIUS) proceedings and related matters involving the Defense Counterintelligence Security Agency (DCSA), ex.-U.S. foreign direct investment (FDI) screening, export controls, cybersecurity and government contracting.

Ms. Clarke counsels clients on CFIUS transactional risk and structuring issues, as well as in steering transactions through CFIUS reviews and investigations. She has significant experience negotiating complex national security agreements with CFIUS member agencies and regularly assists clients in navigating the implementation of these agreements. Ms. Clarke also leverages her extensive CFIUS experience to provide strategic advice on transactions undergoing non-U.S. national security reviews involving FDI screening, and she regularly plays a critical coordinating role in matters requiring clearances by regulators in multiple jurisdictions.

Ms. Clarke advises a diverse group of clients on transactions ranging from early-stage fundraising to public company mergers across the full range of sectors subject to CFIUS and related national security reviews, such as infrastructure, including data centers, oil and gas, and renewables; financial services, including private equity firms and insurance; transportation and logistics; and real estate.

She also represents clients before the DCSA and other U.S. security agencies on matters involving the mitigation of Foreign Ownership, Control and Influence (FOCI). Additionally, she helps clients navigate emerging areas of U.S. national security regulation, including the Treasury Department's outbound investments regulations and the Justice Department's Data Security Program (DSP).

In recognition of her work, she has been selected for inclusion in the International Trade: CFIUS Experts category of *Chambers Global* and *Chambers USA*. She has also been selected as one of *Law360*'s Rising Stars (Top Attorneys Under 40), named to *Lawdragon*'s 500 X - The Next Generation list and honored as one of *Best Lawyers*' Ones To Watch in America.

Select representations include:

- a Chinese technology company in connection with a CFIUS review of its acquisition of a social media app
- Corebridge Financial, Inc. in its $22 billion merger with Equitable Holdings, Inc.
- Mubadala Energy in its 24.1% equity investment in Caturus Holdco, LLC (f/k/a SoTex HoldCo), a subsidiary of Kimmeridge Energy Management, which owns Commonwealth LNG, a 9.5 mtpa LNG export terminal to be located near Cameron, Louisiana, and Caturus Energy, an operating company with gas interests in Texas
- American Express Global Business Travel in its $6.3 billion going-private acquisition by Long Lake Management
- Bytedance Ltd. in the sale of Moonton Holdings Limited to Savvy Games Group
- The AES Corporation in its $10.7 billion going-private acquisition by a consortium led by Global Infrastructure Partners and the EQT Infrastructure VI Fund

- Air Lease Corporation in its $7.4 billion acquisition by a new holding company with shares held by Sumitomo Corporation, SMBC Aviation Capital Limited and investment vehicles affiliated with Brookfield Asset Management Ltd. and Apollo Global Management, Inc. managed funds
- Scopely, Inc. in its $3.5 billion acquisition of the games business of Niantic, Inc.
- Boston Dynamics, Inc. in Hyundai Motor Group's acquisition of an 80% stake from SoftBank Group
- General Motors in connection with its $2.25 billion sale of a minority interest in its autonomous driving business
- Key Safety Systems in its $1.6 billion acquisition of substantially all of the assets and operations of Takata Corporation as part of Takata's Chapter 11 case
- Massachusetts Mutual Life Insurance Company in the $2.35 billion sale of its retirement plan business to Empower Retirement
- OPC Energy as lead consortium investor in the $685 million acquisition of Competitive Power Ventures from Global Infrastructure Partners
- a sovereign wealth fund in its $6.8 billion acquisition of a majority interest in a portfolio of industrial, warehouse, distribution and office real estate assets located in major markets across the United States