

Tatiana O. Sullivan

Skadden

Partner, Washington, D.C.

National Security; CFIUS



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Education

J.D., Washington College of Law,
American University, 2010
(Executive Editor, *American University
Business Law Review*)

B.A., College of the Holy Cross, 2007
(*cum laude*)

Bar Admissions

District of Columbia
New York

Tatiana Sullivan is a national security lawyer who focuses her practice on Defense Counter-intelligence and Security Agency (DCSA), Committee on Foreign Investment in the United States (CFIUS), government contracts, data security and outbound investment matters. She advises multinational companies, private equity firms and other transaction parties on strategic investment transactions in the U.S., including organizations based in jurisdictions that are subject to ex-U.S. foreign direct investment (FDI) screening regulations.

Utilizing her experience at the U.S. Department of Defense (DoD), an extensive national security knowledge base and a deep understanding of the rapidly evolving federal regulatory landscape, Ms. Sullivan is uniquely suited to provide high-level counsel to clients navigating the full range of national security rules and restrictions that can complicate or impede major deals, as well as on related government contract approvals. Among other sectors, she has advised clients in aerospace and defense, biotechnology, data centers, AI, manufacturing and cybersecurity on the full spectrum of CFIUS, DCSA and related investment security regulations. She is also regularly called upon to translate bespoke federal rules regarding personal data and advanced technologies into cohesive, strategic national security guidance.

She has worked extensively with clients on a range of matters involving Foreign Ownership, Control or Influence (FOCI) under the National Industrial Security Program Operating Manual (NISPO); CFIUS; FDI screening; International Traffic in Arms Regulations (ITAR); Export Administration Regulations (EAR); Federal Acquisition Regulation (FAR); and Defense Federal Acquisition Regulation Supplement (DFARS). Ms. Sullivan also provides high-level counsel on emerging areas of national security regulation, including “Reverse CFIUS” authorities and the Department of Justice’s Data Security Program. Accordingly, her wide breadth of experience in national security and foreign policy matters makes her a first-call attorney for a range of private equity and corporate clients.

Ms. Sullivan’s significant representations include:

- Intelsat S.A. in its \$3.1 billion acquisition by SES S.A.
- Leonovo Group Limited in the acquisition by its subsidiary of Infinidat Ltd.
- British Columbia Investment Management Corporation in a \$1 billion minority equity investment in Maxar Technologies Inc. in connection with Advent International Corporation’s acquisition of Maxar at an enterprise value of \$6.4 billion
- Honeywell International Inc. in its \$1.9 billion acquisition of CAES Systems Holdings LLC from Advent International, L.P.
- ICEYE in its Series F financing round including \$520 million in new funding and a \$635 million secondary placement, valuing the company at \$11.5 billion
- MGX as part of a consortium with Global Infrastructure Partners and the Artificial Infrastructure Partnership in the \$40 billion acquisition of Aligned Data Centers, LLC from funds managed by Macquarie Asset Management
- Hanwha in the CFIUS aspects of its 10% equity investment in Austal Limited, which authorized Hanwha’s investment in the company to go from 9.9% to a 19.9%
- Qatar Investment Authority as part of a consortium with The Carlyle Group Inc. in the \$9 billion acquisition of BASF Coatings GmbH from BASF SE

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- MDA Space Ltd. in its \$620 million acquisition of Blue Canyon Technologies LLC
 - Intel Corporation in its agreement with Brookfield Infrastructure Partners L.P. to jointly invest \$30 billion to create a first-of-its-kind Semiconductor Co-Investment Program that introduces a new funding model to the semiconductor industry
 - Ball Corporation in the \$5.6 billion sale of its aerospace business to BAE Systems

Prior to joining Skadden, Ms. Sullivan worked for several years at DoD, where she served as associate director of CFIUS operations and regulatory affairs, and previously as staff lead at DoD for the negotiation and implementation of the Foreign Investment Risk Review Modernization Act of 2018 (FIRRMA). She also was responsible for reviewing investment transactions before CFIUS, developing risk analyses and making recommendations to political leadership at DoD and CFIUS. In addition, she served as the lead negotiator for several high-profile mitigation agreements and was responsible for developing, implementing and monitoring a range of national security agreements.

Among her prior roles, she served as a lead export control analyst at the Defense Technology Security Administration (DTSA), and she frequently counsels clients on the foreign policy aspects of investing or acquiring U.S. technology, as well as other activities subject to the EAR or ITAR.

While at DTSA, Ms. Sullivan worked closely with counterparts at the DCSA to address and adjudicate policy implications for the protection and security of classified information and programs. She often works closely with clients looking to develop, expand or invest in companies subject to the NISPOM, helping clients navigate complex compliance matters and optimize their business operations.

Ms. Sullivan serves as Skadden's lead attorney on government contracting matters and frequently advises clients on acquisition, integration and post-closing activities for both classified and unclassified government contract businesses, helping clients navigate key regulatory and security requirements under the FAR and DFARS. She also assists buyers and sellers in navigating the regulatory aspects of complex M&A deals involving government contractors, including due diligence reviews and contract negotiations.

In recognition of her work, Ms. Sullivan has been ranked in the International Trade: CFIUS Experts category of *Chambers Global* and *Chambers USA*.