

Litigation Group

LITIGATION IN THE CONTEXT OF BUSINESS

Litigation is probably not your core business. That understanding drives our approach to representing you in disputes—whether in the courtroom or at the negotiating table. Your long-term business interests take priority in every strategic decision we recommend.

To help you minimize business disruption, your Sullivan & Worcester LLP legal team will be constantly on call and instantly responsive. We pride ourselves on building teams of outstanding lawyers, each of whom brings specific knowledge and skills to your case.

Our experience crosses borders

We focus on the pressure points of business—disputes that affect your ability to run a business effectively and independently. Because today's businesses live in a fast-paced global market, many of our cases cross national borders and demand rapid solutions.

Evidence of results

We believe you'll learn the most about our abilities and experience by looking at the results we've achieved for clients. You'll find a small sampling below.

BROKER-DEALER

Years of industry experience help us quickly assess the value of any case in the litigation-saturated broker-dealer business. There's virtually no type of broker-dealer case we haven't litigated—and won—including customer, employment, inter-member and sales-practice disputes.

A 100% win in critical arbitration

A multinational broker-dealer terminated its prime brokerage relationship with a London-based hedge fund. The fund sued, claiming unfair treatment and breach of contract. Though the amount at stake was relatively small, the broker-dealer hired us to defend its most valuable commodity—its reputation with the hedge fund community. At trial, the arbitrators ruled for the broker-dealer on all counts—a rare zero arbitration award.

CLASS ACTION

Class-action lawsuits often give individual plaintiffs unwarranted leverage over corporations. We've helped companies defend securities, bank regulatory, consumer fraud and employment discrimination class actions.

Keeping credit card costs down

We represented the nation's largest credit card processing company in defending a merchant class action suit. By demonstrating the likelihood that the suit would fail as a class action, and the improbability of

proving many of the more serious claims, we enabled our client to settle for a fraction of the original claim.

CORPORATE GOVERNANCE AND ETHICS

With ethical and fiduciary obligations under a microscope in the post-Enron era, governance and fiduciary issues are litigation hot spots. We represent officers, directors, shareholders and public and private entities in this volatile area.

First Circuit adopts our position on "corporate opportunity"

Did a director of a multi-state retail chain breach his duty of loyalty by using funds from an entity he owned to satisfy a debt to himself instead of a larger debt to the retail chain? Yes, said a Massachusetts federal district court and the United States Court of Appeals for the First Circuit. Both courts adopted our argument that the available funds represented a corporate opportunity the director was obligated to make available to the retail chain before using for his own benefit. The retail chain was awarded \$5.7 million.

CRISIS MANAGEMENT

What you do—and don't do—in the first moments of a business crisis can decide your company's future.

Putting out fires

Safety and security are the stock in trade for a leading corporate records management firm. When three arson fires struck two of its records centers in 12 days, the company faced a potential legal and public relations nightmare. Our lawyers went immediately to the scene of the fires to 1) establish a chain of custody for client documents, 2) gather evidence on the facilities' safety systems, and 3) coordinate communications with media, law enforcement, customers and shareholders. As a result, the company's business and reputation were preserved and it has won the only trial to date.

EMPLOYMENT AND LABOR

The employer-employee relationship is highly regulated and exists in a climate of ever-increasing focus on employee rights. Our approach to managing risk in this area is twofold. First, we limit your risk through preventive counseling. Second, we represent you vigorously to resolve existing disputes and discourage frivolous claims. Our practice covers all types of workplace issues, including wrongful termination, employment agreements, sexual harassment and payment disputes.

Setting the standard for non-compete cases

We represented an investment company in the nation's first successful effort to prevent a departing portfolio manager from taking clients with him when he left to start

(continued)



Litigation Group

his own firm, a case that is now the leading industry authority on this issue.

FINANCIAL INSTITUTIONS

Time is of the essence when large sums of money are at stake. We help regional, national and multinational financial institutions collect on obligations and, when necessary, freeze or release funds domestically or internationally.

Asserting jurisdiction over a Mexican loan

A Mexican corporation owed several million dollars to our client, a multinational bank based in Germany. When the borrower ignored repeated demands for payment, we found a way to establish jurisdiction in New York state court and obtained a judgment. This got the borrower's attention and resulted in payment within 90 days.

GENERAL COMMERCIAL

Business relies on the enforceability of contracts. We help you get the benefit of the bargains that are crucial to your success.

Contract enforcement saves a business

Our client sold an entity that manufactured a critical component of its core product, then signed an exclusive supply agreement with the buyer. Soon after, the buyer claimed that it had been defrauded during the sale negotiations and threatened not to supply the component, jeopardizing our client's business line until the deal had been sweetened. After expedited document production and a short-fuse deposition schedule (10 depositions in two days), we went to trial. By translating complex technical engineering issues into a clear, persuasive argument, we convinced the arbitrator that our client had acted in good faith and preserved its ability to continue in business on the agreed basis.

INTELLECTUAL PROPERTY

Intellectual property took center stage as a corporate asset during the technology revolution and never left. We help businesses and individuals protect their interests in trademarks, patents, copyrights and other intellectual property.

U.S. software company gains rights in Europe

We helped a Cambridge software developer bring suit in Massachusetts federal court against the Irish Post Office to establish its ownership rights to innovative software being used by postal systems throughout Europe. The action resulted in an agreement that secured our client's rights and allowed it to profit from its invention.

BANKRUPTCY & RESTRUCTURING

Bankruptcy is part of the business landscape for every enterprise from lender to vendor. Our bankruptcy representations are equally broad, encompassing debtors, trustees, secured parties, creditors' committees, acquirers of assets or businesses and proponents of competing reorganization plans.

Unsecured creditors collect 100 cents on the dollar

When a leading supercomputer company petitioned for Chapter 11 protection, we represented the Official Committee of Unsecured Creditors (and then Liquidating Trustee) in a creditors' liquidation. By taking charge of the case and liquidating assets on behalf of the creditors, including resolving outstanding litigation, we were able to obtain an extraordinary 100% distribution to unsecured creditors.

WHITE-COLLAR DEFENSE

Prosecutors have upped the ante for white-collar defendants with unprecedented criminal authority, fines and jail time. We help corporate and individual clients navigate the unfamiliar world of the criminal justice system.

Japanese company reduces antitrust exposure

When the U.S. government threatened to bring criminal antitrust charges against a Japanese chemical company for allegedly fixing prices, our client faced more than \$100 million in potential penalties. After lengthy and vigorous negotiations with the government prosecutors, we were able to settle the claim for a small fraction of the potential exposure and on the best terms of any target company.

PRO BONO

Our lawyers participate in pro bono activities and organizations, including the Boston Bar Association's Lawyers' Committee for Civil Rights Under the Law, Greater Boston Legal Services, the Volunteer Lawyers Project, the Boston Housing Court "Lawyer for the Day" Program and the Court Appointed Special Advocate Program of the Boston Juvenile Court.

* * * *

For further information about our Litigation practice group, please visit our website at www.sandw.com or contact:

Ira Gross at 617 338 2823 (igross@sandw.com)

Michael Sullivan at 212 660 3024 (msullivan@sandw.com)