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## India Practice

Step toe & Johnson LLP is a Washington DC-based international law firm with an active practice focused on US/EU-India business and regulatory matters, including international trade and policy, export controls, security and defense, intellectual property, corporate, tax, telecommunications, technology, and competition. Our lawyers have particular expertise assisting clients to resolve commercial problems and expand access in India, as well as representing Indian companies in addressing barriers to entry and expansion in the US, EU, and other markets. Our breadth, depth, and dedication to client service have made Step toe the law firm of choice for many leading Indian and US companies, financial institutions, and investors.

Step toe's history in India dates back to the service of the firm's founder, Colonel Louis Johnson, who was President Franklin Delano Roosevelt's Personal Representative to India, with the rank of Minister. In that capacity, Colonel Johnson promoted the interests of Indian nationalism and befriended Prime Minister Nehru and other leading Indian statesmen. Recognizing that today's international business needs cut across traditional geographic and substantive boundaries, Step toe's India Practice is comprised of leading attorneys from the firm's international trade, corporate, tax, telecommunications, technology, life sciences, intellectual property, and competition practices.

### International Trade and Investment Strategy

With more than 450 attorneys and offices in Washington, New York, Chicago, London, and Brussels, Step toe provides comprehensive strategic trade and investment advice based upon our extensive experience with international legal, policy, and regulatory developments. We seek to advance corporate goals by taking advantage of opportunities and minimizing risks arising from international negotiations, trade litigation, regulatory regimes, and other policy developments.

Our firm's longstanding experience navigating clients through the increasingly complex network of regulations governing the conduct of transnational business operations at the local, national, and international levels is based on in-depth knowledge of bilateral, regional, and multilateral trade agreements. Our attorneys draw upon high-level government experience to offer unique insight into issues that arise under these agreements.

### Corporate Transactions and Tax

Step toe has an active practice in all areas of legal advice relating to international transactions and tax. We regularly advise clients in the planning of cross-border transactions and structuring of international operations.

## India Practice

### **International Trade and Investment Strategy**

International Trade and Investment Counseling  
 Import Relief/  
 International Trade Litigation  
 International Arbitration, Litigation, and Alternative Dispute Resolution (ADR)  
 Immigration  
 Export Controls, Sanctions, and Foreign Corrupt Practices Act (FCPA)  
 Anti-Money Laundering (AML)  
 Customs  
 International Aviation

### **Corporate Transactions and Tax**

International Tax  
 International Investment/  
 CFIUS Security Reviews  
 Privatization  
 Mergers & Acquisitions, Joint Ventures, and Strategic Alliances  
 Commercial and Institutional Finance  
 Multilateral and International Finance  
 Capital Market Transactions  
 Emerging Companies  
 AIM  
 Bankruptcy and Debt Restructuring  
 Commercial Property  
 Belgian Commercial

### **Technology**

Outsourcing  
 Intellectual Property  
 Life Sciences  
 Telecommunications  
 Computer Technology, Security, and Licensing  
 Electronic Commerce

### **Technology**

As an outgrowth of Steptoe's cutting-edge practice in the fields of technology, telecommunications, and life sciences, as well as extensive experience with intellectual property, antitrust, and corporate matters, our firm has a thriving practice counseling innovative high-tech companies on all aspects of their operations. Experienced attorneys in our US and EU offices monitor global market and regulatory developments, and provide international problem solving and global understanding to the commercial and technical aspects of the technology, telecommunications, biotechnology, and media industries.

## India Practice: International Trade and Investment Strategy



*Ambassador Susan Esserman is chair of the firm's International group. Ambassador Esserman previously held four senior positions in the US government, including Deputy US Trade Representative, General Counsel to the US Trade Representative, and Assistant Secretary of Commerce for Import Administration. During her government service, she worked on a broad range of trade and commercial matters, negotiated trade agreements, had responsibility for WTO dispute settlement and WTO negotiations, and was the decision maker in hundreds of antidumping and countervailing duty cases. Ambassador Esserman has worked extensively on US-India trade and commercial issues. While in the government, she negotiated several trade agreements with the Government of India, sought to elevate the US-India economic relationship, worked to expand bilateral trade, and promoted convergence of US-India interests. Currently in private practice and as a member of the Board of Directors for the US-India Business Council, Ambassador Esserman continues to promote opportunities to strengthen commercial ties between the two countries. At Steptoe, Ambassador Esserman assists US and foreign companies to expand access and address barriers to participation in foreign markets, and Indian companies with global trade strategy to address impediments (including trade and regulatory barriers and litigation) to the US market. She has successfully represented Indian companies against trade litigation that threatened to restrict their participation in the US market.*

### **International Trade and Investment Counseling**

Steptoe attorneys work to utilize trade and investment negotiations, free trade agreements, regulations, and policy developments to remedy commercial problems without resorting to litigation and to ensure that emerging international regulatory regimes take into account our clients' interests. Our representations include advising industries on issues arising under the World Trade Organization (WTO) Agreements, the North American Free Trade Agreement (NAFTA), and bilateral and regional trade agreements and investment treaties; protecting the national and international interests of our clients against retaliatory trade actions taken by foreign governments; developing global marketing and sourcing strategies to take advantage of domestic trade law restrictions in multiple countries; and assisting companies to enhance access to foreign markets utilizing free trade agreements and negotiations.

### **Import Relief/International Trade Litigation**

Steptoe has litigated more than 150 different trade matters under US and EU import relief statutes, as well as similar statutes in several other countries. The firm has successfully handled antidumping, countervailing duty, section 201 (safeguards), section 337 (intellectual property), section 301, and EU Trade Barriers Regulation cases for clients around the world. We advise clients, both private and governmental, through all phases of trade disputes, including those before administrative agencies, national tribunals, and regional (NAFTA Chapter Nineteen), multilateral (WTO), and supranational (ECJ) forums. Our broad range of experience allows us to offer trade litigation advice across the industrial and commercial spectrum—from raw materials, such as steel and lumber, to chemicals and pharmaceuticals; from agricultural products and consumer goods to industrial machinery and high-tech products.

## India Practice: International Trade and Investment Strategy

### **International Arbitration, Litigation, and Alternative Dispute Resolution (ADR)**

The firm has a long history of resolving international disputes and conducting arbitrations for international clients. Steptoe currently has over 200 lawyers representing clients engaged in a wide variety of commercial disputes, many of them involving matters crossing various national borders.

Steptoe lawyers provide advice and representation on a full range of dispute resolution issues that arise in contractual and investment transactions, from negotiating and drafting arbitration and ADR clauses, to enforcing or challenging arbitral awards or court judgments in different countries. Our lawyers have extensive experience in a broad variety of disputes conducted before various institutions and tribunals, including the International Centre for Settlement of Investment Disputes (ICSID), the International Chamber of Commerce (ICC), the American Arbitration Association (AAA), London Court of International Arbitration (LCIA), World Intellectual Property Organization (WIPO), and the WTO, as well as under the arbitration and procedural rules of various trade associations, commodities exchanges, and regulatory authorities.

The firm's London International Dispute Resolution group is one of the largest arbitration, litigation, and dispute resolution teams in a US-based law firm in London. The group has strong capabilities in international arbitration, international sales and distribution, insurance and reinsurance, as well as particular skill in international fraud cases.

We recognize that litigation, whether complex or routine, can be expensive and disruptive. For this reason we are committed to working closely with clients to develop shared goals and clear strategies that will produce efficient and successful results. Steptoe lawyers are also trained and experienced in various forms of ADR, which can often provide a faster, less expensive, less contentious means of resolving disputes, particularly where the parties are in a continuing commercial relationship.

### **Immigration**

Steptoe assists individuals and companies from every continent to obtain immigrant and non-immigrant visas and work authorizations, as well as to resolve concerns related to employment-, investment-, and family-sponsored immigrant visas, citizenship by descent and expatriation, adjustment of status, preservation of lawful residence, naturalization, and specialized visa/work authorization situations. Our immigration attorneys frequently advise international organizations, non-profits, and businesses on the management of individual transfers into and out of the United States. Steptoe believes in working with our clients in structuring business transactions and corporate relationships that anticipate and effectively address US visa/immigration issues before they present problems. With the arrival of partner Lynda Zengerle, a seasoned immigration attorney, our capabilities to serve clients have been greatly enhanced.

## India Practice: International Trade and Investment Strategy

### **Export Controls, Sanctions, and Foreign Corrupt Practices Act (FCPA)**

Step toe offers a comprehensive range of counseling, compliance, and advocacy services for companies involved in international transactions that may implicate US and EU export controls, international regulatory requirements, and unilateral and multilateral sanctions regimes. Our attorneys have assisted numerous corporate, professional service, government-related, and individual clients with licensing and compliance issues related to commercial dual-use goods, technology, and software; cleared the regulatory hurdles associated with the sale and export of military goods; drafted technical assistance agreements and manufacturing licensing agreements; obtained export licenses for defense articles and for defense-related transactions; crafted corporate export control compliance programs; and represented clients in voluntary disclosure proceedings and export control investigations.

We recently provided export controls advice to a US company with substantial back-office capabilities and resources in India. Indian companies seeking to position themselves as back-office or centers of excellence in support services (such as engineering), need to understand the US export and re-export control laws and take appropriate measures to ensure that they can provide the services consistent with US export/re-export laws.

In the sanctions area, we regularly analyze and advise on economic sanctions encompassing every US, EU, and UN embargo and sanction program. Where there are import controls in a target country, our attorneys work closely with a wide network of local counsel in order to ensure compliance with the local rules and applicable licensing requirements. Recently we provided sanctions advice to a US company that was teaming with an Indian firm that had a commercial relationship with a US-sanctioned country. Because US economic sanctions laws can affect offshore relationships between a US company and an Indian company, it is important for Indian companies that have any dealings with sensitive countries to be prepared to address a US partner's needs in this arena.

Through the FCPA, the US government restricts the ability of US persons to offer, contract or otherwise provide funds or anything of value to foreign governmental officials, candidates or members of a political party in order to obtain business. Strict internal corporate accounting controls and record-keeping are mandated by the law.

Step toe has counseled many US corporations and their foreign affiliates on the scope, meaning, and application of the FCPA restrictions and requirements. This has involved a wide spectrum of corporate transactions, joint ventures, teaming arrangements, and other business affiliations. We are often asked to analyze contracts, corporate affiliations, and business arrangements to protect against charges of illicit payments and to maintain adequate books and records that fairly reflect the use of corporate funds.

## India Practice: International Trade and Investment Strategy

For example, we have worked with a US company in connection with a FCPA investigation arising out of accounting services and activities in India in the energy sector.

### **Anti-Money Laundering (AML)**

Step toe provides legal advice on all aspects of anti-money laundering (AML) rules and regulations, both in the compliance counseling and enforcement contexts. AML requirements, counter-terrorist financing regimes, know-your-customer rules, and asset blocking and reporting requirements are increasingly complicated and comprehensive. Our attorneys have assisted companies in a wide range of industries to confront enforcement problems, to evaluate existing AML policies and procedures, and to create and implement programs incorporating best practices that meet with regulatory approval.

### **Customs**

Step toe regularly advises clients on US and EU customs matters. The firm assists clients in conducting internal audits and in responding to government requests for information, notices of actions, and enforcement proceedings. Our attorneys pursue official rulings and advisory opinions, and challenge adverse decisions before domestic courts. Step toe routinely prepares “prior disclosures” for clients responding to requests for assurance that sufficient security measures were taken to prevent the smuggling of commercial cargo.

### **International Aviation**

Step toe advises large and small foreign airlines, airline industry groups, helicopter companies, airports, and a major computer reservation system vendor on a full range of issues relating to air transportation of passengers and property, including matters before US regulatory agencies; tax issues; relationships with travel agents and other intermediaries; aviation safety and security issues; and air alliance agreements. Our attorneys have extensive experience in commercial transactions in the aviation field, including leasing commercial aircraft, financial transactions, and mergers and acquisitions.

## India Practice: Corporate Transactions and Tax



*Scott Katzman is a partner in the Washington office of Steptoe & Johnson LLP. Mr. Katzman focuses on domestic and international business transactions. His practice emphasizes mergers and acquisitions, joint ventures and strategic alliances, corporate finance, creditors' rights, and general corporate and commercial advice. Mr. Katzman has represented issuers, lenders, borrowers, equity investors, and other participants on a variety of issues within the transaction practice.*

### **International Tax**

Steptoe's international tax group provides integrated global tax advice to companies with international operations and sales. We have substantial practical experience minimizing the tax cost of international business operations and transactions and work frequently on treaty matters, including Competent Authority cases; tax advantaged business structuring and restructuring, including transfer pricing; and tax controversies and advocacy.

### **International Investment/CFIUS Security Reviews**

Our foreign clients investing or operating in the United States, as well as US and multinational companies investing or operating overseas, are active in almost every industrial and economic sector. We develop and implement the optimal structure for our clients' operations or transactions, including how best to comply with government regulations on foreign investments and export controls, achieve tax efficiencies, limit liability, protect sensitive assets and intellectual property, and facilitate repatriation of dividends and other cash and subsequent liquidation and sale.

The US investment review process overseen by the Committee on Foreign Investment in the United States (CFIUS) is of particular interest to many companies, given the recent high-profile activity in this area and the potential changes to the process that have been initiated in the US Congress. We have extensive experience in this area, including serving on the CFIUS panel as government reviewers of investment transactions, as well as assisting companies to navigate the CFIUS review successfully.

### **Privatization**

Privatization of activities previously performed by governmental entities is an increasingly common activity, requiring counsel experienced in regulatory matters and corporate compliance. Steptoe has been closely involved in various aspects of this process and through our administrative, corporate, and commercial representations, has developed a thorough understanding of the way government enterprises work, an acute sense for the needs of private business, and how to bridge the two. As a result, diverse clients consult with our firm, including international organizations, governmental entities, financial institutions, private participants in privatization programs, and those affected by changes in governmental regulations.

## India Practice: Corporate Transactions and Tax

### **Mergers & Acquisitions, Joint Ventures, and Strategic Alliances**

Our attorneys represent clients in all types of merger and acquisition transactions, ranging from stock and asset purchases to mergers, tender offers, leveraged buy-outs, going private transactions, purchases and sales of divisions and subsidiaries, spin-offs, reorganizations, and recapitalizations. We also assist clients with a variety of joint ventures, strategic alliances, and similar arrangements, including licensing arrangements, technology swaps, sales and marketing agreements, and distribution arrangements.

### **Commercial and Institutional Finance**

Steptoe advises foreign and domestic banks, leasing companies, insurance companies, and other financial institutions (as well as borrowers from each of these entities) on transactions ranging from traditional credit agreements to complex cross-border lease financings, secured and unsecured lending, asset-based financing, letters of credit, swaps and other hedging mechanisms, aircraft finance, and the restructuring and workout of troubled credit.

### **Multilateral and International Finance**

We counsel leaders in international equity and debt investment, including international private equity infrastructure funds and multilateral development banks (Asian Development Bank, European Bank for Reconstruction and Development, International Finance Corporation, Inter-American Investment Corporation, and African Development Bank) on individual transactions, and offer advice on investment issues.

We also represented the Overseas Private Investment Corporation (OPIC) in its loan guarantee program supporting US investment in more than 30 countries, as well as counseling OPIC as a lender to many leveraged investment funds targeting venture capital investments in more than 40 countries throughout Asia, Africa, Eastern Europe, and the former Soviet Union. Our corporate group has broad experience with credits and guarantees available through the US Export-Import Bank to support US investment overseas as well as US exports.

### **Capital Market Transactions**

Our attorneys are experienced in both private placements and offerings of securities. We represent issuers and selling shareholders regarding initial public offerings (IPOs) and secondary offerings of equity and debt securities. Our attorneys assist foreign clients in listing their securities on the major stock exchanges (including the NYSE and NASDAQ), support their ongoing compliance with US securities regulations, and access US capital sources in transactions exempt from federal and state securities laws.

### **Emerging Companies**

We represent established and emerging companies on all significant issues, including formation, venture capital, mezzanine financings, operations, mergers and acquisitions, strategic alliances, licensing, and takeover defense counseling.

## India Practice: Corporate Transactions and Tax

### AIM

Step toe's London office has acted on a number of transactions involving inward and outward investment for institutions and corporates. In recent times the office has been focusing on opportunities for Indian businesses considering flotations on the London Alternative Investment Market (AIM) as Indian businesses become increasingly active in raising funds on AIM.

To help assist the flotations, Step toe has a network of key contacts within the AIM professional community, including connections with the nominated advisers (nomads) and the brokers, focused on the opportunities for Indian businesses who can be critical in the funding of the particular opportunities that clients are seeking to pursue.

### Bankruptcy and Debt Restructuring

Our bankruptcy and debt restructuring attorneys are experienced in handling complex issues that arise in domestic and transnational bankruptcy cases, out-of-court restructurings, and recapitalizations. We represent secured and unsecured creditors, lender syndicates, and formal ad hoc bondholder committees and unsecured creditor committees. We also represent debtors in their insolvency planning and proceedings.

### Commercial Property

Step toe can assist clients with all their commercial real estate needs. Lawyers in the team have years of experience guiding clients through the subtleties of commercial property law and effectively negotiating the best deals possible. The team prides itself on the close collaboration it has with its clients and has a reputation for providing proactive and commercial transaction advice in the real estate arena on a full range of areas. The firm has represented clients in all commercial property aspects from acquisitions & disposals, financings, leases to investment, construction, environmental, and planning issues from the perspective of buyers, sellers, lenders, borrowers, landlords, and tenants.

### Belgian Commercial

Olislaegers & De Creus is an independent Belgian law firm located in Brussels that also serves as the Belgian law practice for Step toe. The firm and partners of the firm are recognized for their corporate, commercial, and dispute resolution expertise, and the firm is listed by the European Legal 500 international business guide as a recommended firm in Brussels for those areas. More information can be seen at [www.olislaegers-step toe.com](http://www.olislaegers-step toe.com).

Olislaegers & De Creus has an active practice in a wide range of commercial and business contracts and matters, including cross-border transactions. In the corporate transactions field, the firm represents clients in mergers, de-mergers, acquisitions, asset sale and contribution transactions, (leveraged) management buy-outs, joint ventures, private equity, and other investments and dispositions. The lawyers have longstanding experience in advising clients on corporate governance issues, including officer/directors duties and civil and criminal liabilities, drafting and negotiation of

## **India Practice: Corporate Transactions and Tax**

shareholders agreements, corporate and shareholders disputes, incorporation of Belgian companies, and corporate house keeping. The practice has significant experience in restructuring activities, business reorganizations, and debt restructuring of enterprises in Belgium. In the commercial field, the lawyers have a strong background in distribution contracts (including agency, sales concession and franchising structures), outsourcing and general service contracts, rental and leasing agreements, and general business contracts. The practice also advises on relevant product liability issues, unfair trade practices and consumer protection matters, and Belgian competition law.

## India Practice: Technology



*Michael Vatis is a partner in the New York office of Steptoe & Johnson LLP. His practice focuses on various technology-related matters, with special emphasis on e-commerce, Internet issues, security, and privacy. Mr. Vatis has extensive government experience from his years with the FBI, the Department of Justice, and the Department of Defense. In particular, Mr. Vatis was the founding Director of the National Infrastructure Protection Center, the first US government organization responsible for dealing with "cyber attacks." Following his government service, Mr. Vatis served as the first Director of the Institute for Security Technology Studies at Dartmouth, a federally funded counterterrorism and cyber security research institute. He was simultaneously the founding Chairman of the Institute for Information Infrastructure Protection (I3P), a consortium of leading cyber security research organizations. He was also the Executive Director of the Markle Task Force on National Security in the Information Age, a group of technology company executives, former government officials, and leading academics that provided influential advice to the US government on how to improve its use of information and technology to combat terrorism.*

### Outsourcing

Steptoe has extensive experience advising clients on the complexities of cross-border outsourcing and has handled the establishment of multinational outsourcing arrangements across North America, Europe, and Asia. The firm is well-equipped to anticipate, understand, and respond to concerns raised during the structuring (or restructuring) of outsourcing relationships as a result of our representing both outsourcing service providers and companies relying on such services. Effective outsourcing representation requires the multidisciplinary efforts provided by resources from our corporate, tax, intellectual property, international, labor, and employee benefits groups.

Our information technology outsourcing experience includes major application development and support agreements, electronic commerce platform development, data hosting and co-location arrangements for telecommunications and Internet functions, IT leasing and procurement deals, and outsourced data processing arrangements. We advise business process outsourcing clients on a variety of outsourced functions, including fulfillment operations, call center operations, back office functions, and pension administration. In the course of these representations, our attorneys have addressed a myriad of legal issues that include service definitions, software licensing and other intellectual property matters, service level standards and penalties, tax issues and allocation of liability, and compliance with relevant regulatory requirements, including data protection requirements.

### Intellectual Property

Our intellectual property attorneys provide practical advice and innovative strategies that address all aspects of intellectual property protection and that result in practical commercial solutions to the problems faced in today's marketplaces. Steptoe attorneys engage in numerous litigation and administrative proceedings for Fortune 500 companies, midsize companies, and small, emerging high-tech companies in District Court, the Federal Circuit, the Supreme Court, and the International Trade

## India Practice: Technology

Commission. Typical cases relate to the protection of virtually all intellectual property rights in a broad range of technologies, including pharmaceutical, biotechnology, chemical, and material sciences, as well as electrical engineering, encryption, electronic commerce, medical devices, business methods, telecommunications, nanotechnology, and software through application of patent, copyright and trade secret law. Steptoe attorneys also frequently represent clients in trademark and trade dress disputes. Steptoe attorneys guide clients through all phases of patent and technology protection, including: counseling; strategic portfolio building; drafting and prosecuting patent applications in the United States and managing portfolios worldwide; drafting and negotiating patent licenses, research agreements, and other technology transfer agreements; conducting due diligence investigations; executing clearance and freedom-to-operate studies; formulating defensive and offensive patent strategies; conducting patent audits and portfolio assessments; and providing patent validity and infringement opinions.

### Life Sciences

Steptoe has extensive experience in the life sciences area, including pharmaceuticals, medical devices, and biotechnology. Our attorneys include Ph.D. scientists and a Doctor of Veterinary medicine who have worked on a variety of biotechnology projects, including stem cells, biodegradable membranes, enzymes for biosynthesis, recombinant DNA technology, cloning vectors, vaccines, and tumor viruses and oncogenes. Their experience in pharmaceuticals includes treatments for skin protection and diseases, neurological disorders, tumor proliferation, lung diseases, fibrotic diseases, gastrointestinal disorders, and inflammatory diseases. Steptoe attorneys also have experience working with and protecting drug delivery systems, drug discovery methodologies, disease treatment protocols, bioassays, nutritional supplements, structural biology, and chemical libraries. Medical device experience includes wound dressings, skin care, ostomy products, surgical stapling instruments, stents, catheters, ablation electrodes, and ultrasound and MRI imaging technologies. The firm has assisted biotechnology companies through identifying and protecting intellectual property assets, performing intellectual property due diligence of acquisition targets, advancing and managing new discoveries, developing legal infrastructure, and expanding and protecting commercial interests. Steptoe focuses on facilitating collaborative arrangements between biotechnology and/or pharmaceutical companies for developing, acquiring, and exploiting biomedical assets.

### Telecommunications

Our attorneys represent major telecommunications companies in personal wireless communications, low earth orbit mobile satellite services, direct broadcast satellite services, and fiber-optic cable systems. We regularly advise clients on complicated legal and policy issues arising from the development of the Global Information Infrastructure and on telecommunications investment and regulation in foreign countries.

## India Practice: Technology

### Computer Technology, Security, and Licensing

Steptoe has represented computer hardware and software firms in the financial, communications, and data processing industries in a range of commercial and regulatory matters, including drafting and negotiating complex software development and distribution, as well as standard and specialized vendor and end-user agreements.

We have been involved with resolving issues of computer and network security, privacy, and workplace monitoring issues, and minimizing the liability related to network attacks and computer system failures. Steptoe has played a lead role in assisting the energy, telecom, and information technology sectors to deal with the liability and compliance issues associated with protecting critical infrastructures. We have drafted agreements establishing information-sharing arrangements and advised large multinational companies on compliance with industry and governmental standards relating to critical infrastructure protection and network security. In addition, our attorneys have drafted and negotiated a wide range of licenses for patented and unpatented technologies, as well as other types of technology transfers and high-tech service agreements.

The firm has represented foreign parties in structuring complex joint venture or teaming agreements regarding high-tech projects, including US-Russian joint ventures to modify and distribute US nuclear power plant simulation technology and to produce and distribute personal computers and software, and a US-Japanese joint venture to produce and market state-of-the-art film products.

### Electronic Commerce

Steptoe represents leading high-technology, manufacturing, retail, financial services, and information services firms on matters relating to the provision of goods and services over the Internet, including giving advice on the rules, regulations, and evolving standards in dozens of jurisdictions governing electronic contracting and digital signatures, on-line privacy issues, and on-line consumer protection. The firm also provides counsel to Internet Service Providers (ISPs) on potential liability to customers, cooperation with law enforcement, and the wide array of related general commercial, privacy, and security matters.

Our firm has developed both legal and technical experience in data encryption technology, including “cyberbanking” matters (such as stored value cards, smart cards, digital cash, and on-line banking), as well as electronic fund transfers, financial data processing, electronic banking and payment systems, and system security.

## India Practice: Attorney Profiles

### **Ambassador Susan Esserman (Washington, DC)**

Susan Esserman is a partner at Steptoe & Johnson LLP and chairs the firm's International Department, which offers multi-disciplinary services and counseling to international businesses. She provides legal and strategic advice to clients on foreign market access and all facets of international trade litigation and dispute resolution. Ambassador Esserman draws on her experience in administering the US trade laws and in trade policy and negotiations, and has extensive knowledge of the workings of the WTO rules and dispute resolution.

Ambassador Esserman was appointed by President Clinton and confirmed by the US Senate as Deputy US Trade Representative (USTR), the second-ranking official at the Office of the USTR. She directed US trade policy and negotiations with India, the EU, Russia and the former Soviet Union, Africa, the Middle East, and in the WTO. In particular, she worked extensively on US-India trade and commercial issues and sought to elevate the US-India economic relationship, expand bilateral trade, and promote convergences of US-India interests. Prior to her tenure at the USTR, Ambassador Esserman served as Assistant Secretary of Commerce for Import Administration, where she was the decision maker in hundreds of antidumping and countervailing duty cases. In addition, she played a lead role in developing comprehensive antidumping and countervailing duty trade legislation and regulations implementing the WTO Uruguay Round Agreement, which govern trade cases today. Ambassador Esserman also held the position of Acting General Counsel at the Department of Commerce.

### **Jean Russotto (Brussels)**

Jean Russotto is a partner in our Brussels office and is a member of the firm's International Department. Mr. Russotto is a regulatory specialist with extensive experience in solving commercial problems in Europe. His practice includes customs and the free movement of goods, environmental protection, and the legal issues encountered by EU high technology industries, such as pharmaceuticals and life sciences. With his extensive knowledge of EU institutions and the complexities of EU decision-making, Mr. Russotto assists clients with policy advice and strategic representation before the various Directorates of the EC Commission. He is frequently called upon to advise and represent client interests at the highest political levels with regard to national, EU, and international market issues.

### **Iain MacVay (London and Brussels)**

Iain MacVay is a partner in the firm's London and Brussels offices and is a member of the firm's International Department. He concentrates on European, international trade, and regulatory law, and has particular experience in legal aspects of the WTO. He is actively involved in dispute settlements and business strategy advice designed to maximize commercial opportunities of international trade and investment for clients. Mr. MacVay has extensive experience with the rules and rule-making procedures of the WTO and other international organizations.

## India Practice: Attorney Profiles

### **James Searles (Brussels)**

James Searles is a partner in the firm's Brussels office and is a member of the International Department. His practice concentrates on EU and international law, focusing on the fields of trade, competition, and environmental law. His work covers a wide range of regulatory matters that affect cross-border commercial operations, including advice on EU external trade measures (antidumping), customs, intra-EU ("free movement") trade obstacles, and on international market access issues, generally for corporate clients and trade associations in the agricultural, chemical, motor vehicle, information technology, steel, textile, sports, and general consumer goods sectors.

### **Raymond Werbicki (London)**

Raymond Werbicki is a partner in the firm's London office and a member of the London International Dispute Resolution group. A Solicitor Advocate (England and Wales) and Barrister and Solicitor (Ontario, Canada), he has conducted numerous "heavyweight" international arbitrations, court actions, mediations, and expert determinations in a wide variety of corporate, commercial, energy, technology, engineering, commodities, and other disputes, originating in numerous countries, including India and neighboring countries in Asia.

Mr. Werbicki is ranked by the most recent UK editions of *The Legal 500* as one of the top 30 leading arbitration lawyers. Before joining Steptoe, he had been Head of International Arbitration at Masons in London, where he had previously led the development of the firm's Commercial Dispute Resolution and Commercial Litigation practices.

### **Lucinda Low (Washington, DC)**

Lucinda Low is a partner in the firm's Washington office with a practice focusing on US and international anti-corruption laws, assisting US and foreign companies with compliance with international business laws and regulations. She is a widely recognized authority in the US Foreign Corrupt Practices Act (FCPA) and related international conventions from the OECD, OAS, UN, and EU. Ms. Low provides legal advice and counsel in the related areas of export control, economic sanctions, and anti-money laundering compliance. In addition, Ms. Low has represented clients before the World Bank in connection with anti-corruption requirements for World Bank-financed projects.

### **Lynda Zengerle (Washington, DC)**

Lynda Zengerle is a partner in the Washington office of Steptoe & Johnson LLP, where she heads the Immigration practice in the International Department. Ms. Zengerle has over two decades of experience representing corporations and individuals in immigration matters and advising international organizations, non-profits, and businesses on managing individual transfers into and out of the United States. Ms. Zengerle also helps clients comply with the numerous immigration statutes and regulations. She offers counseling with respect to deemed export matters and changes in the law brought about by The Anti-Terrorism and Effective Death Penalty Act of 1996, The USA Patriot Act of 2001, The Homeland Security Act of 2002, and other legislation.

## India Practice: Attorney Profiles

### **Scott Katzman (Washington, DC)**

Scott Katzman is a partner in the Washington office and heads the firm's Business Solutions Department. Mr. Katzman focuses on domestic and international business transactions. His practice emphasizes mergers and acquisitions, joint ventures and strategic alliances, corporate finance, creditors' rights, and general corporate and commercial advice.

### **Michael Thompson (London)**

Michael Thompson is a partner focusing on all aspects of corporate finance work including advising both in relation to AIM and full Stock Exchange listings, acquisitions and disposals of public and private companies, venture capital (including management and leveraged buyouts), joint venture, and shareholder agreements. Mr. Thompson acts for a number of clients involved in the Indian market. He recently advised in connection with two Chinese floats on the AIM market and is currently advising on several projects for Indian clients looking at opportunities of listing on AIM. Mr. Thompson maintains a number of key contacts within the AIM community including nomads and corporate finance houses, who have successfully assisted overseas entities in the past in securing a listing on AIM.

### **Philip West (Washington, DC)**

Philip West leads our international tax practice. With over 20 years experience in both private practice and public service, Mr. West has unique experience as a tax attorney. Recently, Mr. West served as the US Treasury Department's International Tax Counsel, the senior international tax lawyer in the US government. In his four years at Treasury, he played a central role in virtually every policy, legislative, and regulatory development in the international tax arena. Mr. West has significant experience in tax treaties, and led tax treaty negotiations, discussions, and ratification efforts involving dozens of countries.

### **Michael Vatis (New York)**

Michael Vatis is a partner in the New York office of Steptoe & Johnson LLP. His practice focuses on appellate litigation and technology-related matters, including e-commerce, Internet issues, security, and privacy. Mr. Vatis has extensive government experience. He was the founding director of the National Infrastructure Protection Center at the FBI, the first government organization responsible for detecting, warning of, and responding to cyber attacks. He also served as Associate Deputy Attorney General and Deputy Director of the Executive Office for National Security in the Department of Justice. In addition, Mr. Vatis served as Special Counsel at the Department of Defense, where he handled sensitive legal and policy issues for the Secretary of Defense and the General Counsel, for which he received the Secretary of Defense Award for Excellence. Mr. Vatis was also a law clerk to then-Judge (now Justice) Ruth Bader Ginsburg and to Justice Thurgood Marshall.

In addition to his practice of law, Mr. Vatis has continued to play an active role in advising government agencies, businesses, and non-profit organizations on security and technology issues. Mr. Vatis served as the first Director of the Institute for Security

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Technology Studies at Dartmouth, a federally funded counterterrorism and cyber security research institute. He was simultaneously the founding Chairman of the Institute for Information Infrastructure Protection (I3P), a consortium of leading research organizations which developed a research and develop agenda for cyber security. He was also the Executive Director of the Markle Task Force on National Security in the Information Age, a group of technology company executives, former government officials, and leading academics that provided influential advice to the US government on how to improve its use of information and technology to combat terrorism.

### **Harold H. Fox (Washington, DC)**

Harold H. Fox is a partner in the firm's Washington office, where he is a member of the Technology Department. Dr. Fox's chemical and biotechnology practice covers patent prosecution, patent infringement and validity studies, client counseling, patent litigation strategy, and due-diligence investigations in all areas of chemistry, physics, chemical engineering, mechanical engineering, medical devices, nanotechnology, and materials science.

### **Sandy Chamblee (Washington, DC)**

Sandy Chamblee is a partner practicing in the firm's Technology Department. Ms. Chamblee has 20 years of experience as an attorney, senior advisor, and executive in policy analysis and development, conflict resolution, and strategic planning related to biotechnology, health care, and complex multiparty litigation in the reinsurance and energy contexts. Ms. Chamblee's biotechnology practice focuses on formulating corporate policy, negotiating and drafting sponsored research agreements, implementing joint ventures and strategic alliances, structuring the acquisition of equity interests, protecting intellectual property interests, negotiating and drafting licenses, and resolving related disputes.

### **Sajid Ahmed (London)**

Sajid Ahmed is an associate in the firm's London office and practices in the International Department. He advises on European and international trade law issues, including WTO matters involving trade remedy cases and business strategy counseling. He has significant experience in cross-border litigation, including large-scale product liability actions and commercial acquisition-related matters.

Prior to joining the firm, Mr. Ahmed worked for the in-house legal division of India's largest business house, where he assisted on matters regarding EU trade remedy cases, securitization transactions, and arbitration matters. Mr. Ahmed also worked at a prominent Indian law firm focusing on matters relating to telecommunications law, banking law, and arbitration.