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The Washington, DC antitrust bar

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Washington, DC, is the world's most competitive and high-profile antitrust law market. In the largest survey ever published in *GCR*, Harry Phillips and Pallavi Guniganti outline the practices that offer the most innovative and complete legal work in the District.

Welcome to the world's most competitive competition law market.

Brussels has multi-billion dollar fines. San Francisco, international cartels. Antitrust lawyers in New York work on lawsuits that fill the front pages of the *Wall Street Journal* and deals that shake industries to the core. Washington, DC has all of that, and more.

Lawyers in the city where antitrust was invented lobby people who matter – on Capitol Hill and in the federal bureaucracy – on behalf of their clients. They make law in the highest court in the land. And they spend perhaps as much time trying to knock down deals as they do ushering them past the US antitrust agencies, the Federal Trade Commission (FTC) and Department of Justice (DoJ).

That all adds up to a lot of work. And a lot of lawyers.

Our survey of antitrust law practices in the nation's capital includes more than 40 firms, the largest bar survey *GCR* has ever attempted. This is indicative not just of the importance that sophisticated law firms see in having a strong antitrust presence in the District of Columbia, but also of the likely unparalleled quality of work being done there.

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Glancing back at our first survey, in 2008, it was large DC regulatory shops like Arnold & Porter, Hogan & Hartson, and Wilmer Cutler Pickering Hale and Dorr who rubbed shoulders with out-of-towners Cleary Gottlieb and Jones Day at the top of our rankings.

Today, these firms remain among the very best. But quality has become concentrated at the top. Firms from New York and California with surging M&A practices have been stealing market share – witness Simpson Thacher & Bartlett’s meteoric rise in DC. And this means competition – for the most exciting litigations, for cartel cases that will provide follow-on work for years to come and for the trickiest corporate tie-ups. It also means fierce competition for the best government talent.

To incorporate this volume of work and rivalry, GCR has taken a cue from its recent Brussels survey and included a category, ‘Outstanding’, for antitrust teams whose size, client base and sophistication would place them right at the top of less competitive markets.

Unlike Brussels, though, there is no oligopoly of practices in Washington, DC. Any one of our Outstanding firms could be in the Elite the next time GCR surveys the market. At the same time, the new category does not devalue the usual Highly Recommended and Recommended rankings. These firms serve the world’s major companies and house some of the very best antitrust practitioners. What we look for in Elite, however, are firms that, in the spring of 2015, field a truly balanced practice in the nation’s capital, doing varied work of the highest quality. These firms are balanced across the generations, in terms of industries served, and across the three pillars of US antitrust practice: government investigations, private litigation and merger control.

With strong, at times aggressive, enforcement from both the DoJ and FTC, a plaintiffs’ bar that is as active as ever, and a flood of deal work from a variety of industries, almost every one of the 43 firms in our survey claims to be working harder than ever.

Elite

That five of the six antitrust partners at **Cleary Gottlieb Steen & Hamilton** are nominated to *Who’s Who Legal* is surely a sign of the esteem in which competitors hold this multi-generational practice. A team that includes George Cary, Mark Leddy, Leah Brannon and Jeremy Calsyn is in a league of its own, rivals say, and its lawyers have their pick of work whether in deals, litigation or criminal investigations, and a powerhouse of two counsel, four senior associates and 36 associates to support them.

On deal work alone, Cary says, the past 12 months have been ‘off the charts’. The former FTC man personally handled seven second requests, three of which landed at the door of client GlaxoSmithKline in relation to its three-part drug deal with Novartis, named ‘Matter of the Year’ at the 2015 GCR awards. Mark Nelson was dusting off the final clearances for Lafarge’s \$44 billion merger with Holcim at the time of writing, while partner Brian Byrne advised Family Dollar on two second requests: one in relation to its agreed tie-up with Dollar Tree and one for a hostile offer from Dollar General.

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Yet mergers are only part of the story. Each partner also defends multinationals in criminal investigations, in litigation around the United States, or both. Cleary lawyers are working for HSBC, Citibank and one other major investment bank in the DoJ's foreign-exchange-rate probe, and at least three auto-parts makers in the antitrust division's sprawling investigation. In the courtroom, Cary racked up favourable decisions for travel listings company Sabre, online booking company Travelocity and drug maker Sanofi in a loyalty discounting case. Meanwhile, Brannon, a former Supreme Court clerk, Harvard teaching fellow and a real star of the bar, helped coffee machine maker Keurig defeat an injunction that would have forced it to stall the launch of a new product line.

The only DC-based firm in the elite, **Covington & Burling** brings a strong line-up of former enforcers to its clients' cartel, mergers and litigation needs. Co-chairs of the antitrust practice Thomas Barnett and Deborah Garza have each headed the DoJ's antitrust division, while other senior attorneys have been a deputy at the division, an acting general counsel at the FTC, assistant US attorney and an advisor in the FTC's Office of Policy Planning. But Garza emphasises that the antitrust practice is not specific to Washington. The client base is global, she says, with litigations all over the United States and many big cartels conceived overseas.

'We have people who can perfect leniency applications, but we tend to take on clients who don't want to go for leniency,' Garza says. The firm claims vindications for several companies accused of collusion, as well as wins in follow-on litigation, with creative arguments such as that which obtained dismissal of Libor antitrust claims in New York. Partner Robert Wick was a *GCR* litigator of the week for work for Samsung on *Motorola Mobility v AU Optronics*, and was recognised again at the 2015 *GCR* Awards for twice convincing the Seventh Circuit to toss the lawsuit. Other high-profile litigation includes representing LucasFilm and Pixar in *High-Tech Employees*, JP Morgan Chase in *Aluminum Warehousing* and Expedia in *Online Travel Company*.

Garza says most of the deal work is independent of Covington's corporate department, with examples including the \$1.6 billion *Expedia/Orbitz* tie-up. However, the antitrust group has a close relationship with the firm's Food and Drug Administration regulatory group, and also leverages the intellectual property practice to reach high-tech clients. As privacy becomes a growing concern for mergers, former FTC deputy general counsel John Graubert assists on both competition and consumer protection issues.

It is **Jones Day** practice chair David Wales' mission to grow and 'steal market share' from the venerated DC firms. And it's happening, Wales says. Although all-American companies like Procter & Gamble and Reynolds American still turn to the Cleveland-born Jones Day for antitrust help, more recently multinationals such as Deutsche Bank and Tokyo Electron have picked Jones Day for its diverse expertise, national strength and strong agency experience. Rainmakers Joe Sims and Phillip Proger have taken a step back, but a new generation of partners, including cartel and mergers expert Ryan Thomas and former FTC attorney Ken Field, is coming forward. It's a balanced team that rivals admire, and one that may soon grow.

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Wales, once director of the FTC's Bureau of Competition, sees Jones Day as the 'go-to antitrust practice' in DC, equally capable of handling the most complex merger filing, high-stakes lawsuit or sensitive government probe. He admits deal work is the practice's forte, however. Right now, Sims, Houston and DC lawyer Bruce McDonald are ushering DirecTV's \$67 billion acquisition by AT&T through federal authorities, while former FTC mergers lawyer Geoffrey Oliver is working for Reynolds American on its game-changing merger with cigarette rival Lorillard. DC partners are also advising on deals for Electrolux, CommScope and Polypore.

John Majoras is the practice's headline litigator, and currently defends Deutsche Bank in the antitrust division's investigation of credit-default swaps and against follow-on class actions. The partner, who splits his time between DC and Columbus, Ohio, was lead counsel to American Airlines when the DoJ challenged its tie-up with US Airways. He also handled Yakazi's guilty plea in the wire harnesses investigation and is defending the Japanese company against damages claims in Michigan. Jones Day partners are also advising on ongoing conduct investigations before the FTC.

Larry Buterman, a veteran of the DoJ's e-books and *H&R Block* trials, says **Latham & Watkins** has 'the most well-rounded antitrust practice in the entire country'. He's not entirely neutral – Buterman joined Latham's DC office as partner in September 2014 – but in terms of the antitrust team's expertise and client base, it's hard to argue. Co-chair Michael Egge, who just returned from Brussels, now oversees a team comprising young agency alumni like Amanda Reeves, long-time leaders of the bar such as Tad Lipsky, respected litigators including Peggy Zwisler and home-grown talent such as recently promoted Jason Cruise. Add in a top-tier criminal antitrust team in California, and Latham is one of the very best nationwide, as well as a go-to shop in DC.

Zwisler was named *GCR's* Litigator of the Year in 2015, but litigation at the firm is not a one-woman show. She works closely with DC partners William Sherman and Jennifer Giordano, as well as San Francisco colleagues, on high-stakes cases around the country. Latham represents the London Metal Exchange in litigation over metal warehousing, cable company Cox Communications against tying claims and Ocean Spray in a lawsuit brought by cranberry growers. What marks out Latham's practice, Zwisler says, is its ability to pitch for and obtain interesting litigation without a parallel government investigation. And its ability to win, no doubt.

On the deal side, Egge says 2014 was a banner year. DC lawyers advised on the *Omnicom/Publicis* tie-up and provided behind-the-scenes counsel to Time Warner Cable in relation to its \$45 billion takeover by cable giant Comcast. Partner Marc Williamson had his hands full representing Veyance in its acquisition by Continental: the \$1.9 billion deal combined two major suppliers to the automotive industry and came under intense scrutiny in Canada, the United States, Mexico, Brazil and Chile. Egge is now working for Siemens on its \$7.6 billion purchase of engineering company Dresser Rand; meanwhile, three weeks after joining Latham, Buterman was called to defend Screenvision's merger with National CineMedia against a DoJ challenge.

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Outstanding

While the jury is still out on President Obama's second term in office, one place its effects are being felt is **Arnold & Porter**. For decades one of, if not the, top practice in the country for government antitrust, its star has faded since it lost Bill Baer and Debbie Feinstein to the DOJ and FTC respectively. They are undoubtedly two of the best antitrust lawyers in the district and rivals say the firm, whose founding partner served as Franklin Roosevelt's antitrust cop, has not filled their shoes. Still, the fact that Fortune 500 companies General Electric, AT&T and Visa retain Arnold & Porter to handle some of their trickiest matters is a sign that this large team remains among the city's finest, and the practice has top talent in chair Jonathan Gleklen.

Gleklen is currently advising GE on its \$13 billion acquisition of Alstom's energy business, the US goliath's largest deal since it failed to buy Honeywell in 2000, and the \$3 billion sale of its appliances business to Electrolux. Richard Rosen, a 'terrific, wonderful lawyer' in one rival's words, is counsel to AT&T on getting its takeover of DirecTV past the Federal Communications Commission, while DC lawyers are advising Visa on a DOJ antitrust probe of its debit card business and related litigation. But it's not just America's traditional corporate juggernauts that seek out Arnold & Porter for advice. Gleklen is advising Intellectual Ventures, one of the top five owners of US patents, in its response to the FTC's market study of patent-assertion entities. Kroger, Nucor and Boston Scientific are all frequent clients.

With as many as 20 deals at various stages, merger work is flourishing at **Baker Botts**, say antitrust practice co-chairs Sean Boland and John Taladay. They are recruiting from rivals and government to keep up, with three associates added in the past six months. Several tie-ups involve the Houston-based firm's longstanding energy clients, such as a \$34.6 billion deal between oilfield heavyweights Halliburton and Baker Hughes, which must be notified to more than a dozen jurisdictions and is currently in second request at the DOJ. Other big mergers include Dresser-Rand's purchase by Siemens for \$7.6 billion; a trio of deals for Regency totalling almost \$25 billion in value; and MeadWestvaco's acquisition of Rock-Tenn to create a new \$16 billion company.

Partner Joe Ostoyich led the team that broke the 19-year streak of FTC commissioners upholding competition charges from the agency's administrative judge. The lone remaining count against pipe-fittings manufacturer and Baker Botts client McWane is currently on appeal at the Eleventh Circuit. Along with senior counsel Jim Rill, an elder statesman of the bar, Ostoyich also took on the FTC on behalf of the Pharmaceutical Research and Manufacturers of America, challenging the commission's mandate on drug makers to submit patent licensing deals for antitrust review.

In private litigation, Baker Botts is defending Philips in the cathode ray tubes and optical disk drives follow-on litigations, and Toyoda Gosei in the auto parts investigation, after representing them in criminal cartel matters. Outside the criminal arena, the firm advised a patent holder in a DOJ investigation of standard essential patents and three companies in the FTC's patent assertion inquiry.

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Dechert's competitors call DC antitrust practice chairman Paul Denis 'a terrific lawyer' who is getting 'great results,' and say the team is 'really good across the board.' The former DoJ man is surrounded by partners with experience from both agencies. He says the firm has lost some associates to the public sector, and is looking to hire more. It expanded its DC partnership in January 2014 with former FTC attorney Gorav Jindal, who worked on 2013's headline merger of *US Airways/American Airlines* before promotion.

Immediately after the *OfficeMax/Office Depot* tie-up was cleared unconditionally, Denis says, Cerberus engaged him and partner Jim Fishkin, said by other merger specialists to 'own supermarket mergers,' to represent Albertsons in the FTC review of its \$9.4 billion merger with Safeway, which was cleared with divestitures of fewer than seven per cent of their stores. If the companies in a big-ticket deal do not hire Dechert, there's a good chance a third party concerned about it will. The firm advises Gordon Food Service regarding the tie-up of competitors Sysco and US Foods, and a content provider in connection with the DoJ's investigation of two telecommunications mergers. On the litigation side, partner Paul Friedman is defending Dean Foods against a class action led by Food Lion as part of the long-running Southeastern Milk antitrust litigation, and represented a tech company in a non-public FTC investigation concerning its patent enforcement, which was closed without any action against the client.

The arrival in 2014 of Scott Hammond, a 25-year veteran of the DoJ's criminal antitrust enforcement branch, at **Gibson Dunn & Crutcher's** office on Connecticut Avenue, cemented the firm's place as the one of the District's, and the country's, top cartel practices. With support from San Francisco, the DC office is central command for a number of major client matters, most notably UBS' dealings with the antitrust division in the financial benchmark probes. Partner Jarrett Arp leads an army of lawyers in these cases, in which the Swiss bank has so far avoided potentially eye-watering fines in the Libor and foreign exchange investigations because of well-timed cooperation.

This relatively young team is 'loaded with talent' rivals say, and not just in its traditional stomping ground of cartels; merger work is increasing too. Partner Joshua Soven, a hire from the DoJ's litigation unit in 2012 and an FTC alumnus, handles deal work for Hewlett-Packard and Canadian timber company Norbord, while partner Adam Di Vincenzo is advising AT&T on antitrust aspects of its DirecTV purchase.

Rivals are full of praise, meanwhile, for the firm's ability to defend against the trickiest and most visible lawsuits, especially class actions. Here, antitrust lawyers in DC can draw from talent in gold-plated litigation and appellate practices and the work is invariably top notch. Partner Cynthia Richman is extremely busy in this area, simultaneously working for Apple as it seeks to overturn the government's e-books price-fixing victory and gearing up for a trial in polyurethane foam. Soven, meanwhile, represents BNSF in the rail freight fuel-surcharge litigation.

Hogan Lovells recruited Kathryn Hellings last year from her position as assistant chief of the antitrust division's national criminal enforcement section, and her 11 years at the DoJ add to the pool of government experience brought by FTC alumni Robby Robertson, Joe Krauss and Bob

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Leibnluft. Practice chair Jan McDavid says the union of Washington-based Hogan & Hartson and London-based Lovells has led to the firm handling more deals on a global basis. For example, Alstom's sale to GE requires notification in 28 jurisdictions, and gets 24-hour coverage from the firm's offices in Europe, the United States and Asia.

While the majority of Hogan Lovell's antitrust deal work has other firms handling the transactional aspects, McDavid says a growing amount is generated in-house. Other recent multi-jurisdictional mergers on which the competition team advised include IBM's \$2.3 billion sale of its x86 server business to Lenovo and \$1.5 billion sale of its microelectronics business to Global Foundries; Orbital Science's \$4.5 billion purchase of ATK, cleared through a DoJ second request; and the integration of Mitsubishi Hitachi's and Siemens' metal plant building businesses.

Hogan's antitrust litigators face complex and cutting-edge issues, such as the class action alleging territorial allocation by Blue Cross Blue Shield plans, which partner Leigh Oliver says 'goes to the core' of the insurers' business model. Daimler Trucks selected Hogan Lovells to replace its previous counsel in defending against claims the company conspired with Eaton to maintain the latter's near-monopoly in truck transmissions. The firm is also defending follow-on actions in auto parts and credit default swaps investigations, having represented the clients in DoJ investigations, and is also advising a generic drug maker in a DoJ investigation.

O'Melveny & Myers may be the 'go-to firm for people who have gotten in trouble with the government,' as practice chair Richard Parker boasts. Perhaps no other team in the district is drafted so often to get major companies, such as American Airlines, Sysco and Apple, out of tight antitrust scrapes. But some rivals, while unanimously praising Parker, question whether there is more to the team than its talismanic frontman. Their doubts are likely misplaced. Ted Hassi enjoyed a stellar litigation career at the FTC before re-joining the firm last August; partner Ian Simmons is 'really strong in private litigation,' one admirer says; and newly promoted partners Courtney Dyer and Katrina Robson both add extra depth to one of the city's finest practices.

At the time of writing, Parker, Simmons and Hassi are hard at work preparing to defend Sysco against the FTC's challenge to its \$8 billion merger with food distribution rival US Foods, with each partner handling a different part of what is likely to be a complex and hard-fought trial. Success there would round off a victory-filled 12 months. Representing Samsung, Simmons took the lead for optical disk drive defendants in defeating motions for class certification last autumn, and along with Robson killed off price-fixing complaints against hotel chain Marriott. O'Melveny lacks the corporate firepower of some of its rivals, but the reputation of its antitrust practice ensures it gets a slice of merger clearance work too. Dyer is counsel to Bumble Bee Foods in its \$1.5 billion takeover by tuna-canning rival Thai Union Frozen Products, while Honeywell and Quest Diagnostics both use the firm to satisfy counselling and merger-control needs.

Since New York firm **Simpson Thacher & Bartlett** hooked Matthew Reilly from the top ranks of the FTC in September 2012, its DC antitrust team has impressed clients and rivals alike with its efficient, aggressive and prolific work on some of the decade's biggest deals. Reilly is said to be one of the best antitrust lawyers of his generation, and has driven rapid growth in the firm's DC

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outpost. Sara Razi, once attorney advisor to Deborah Majoras and a senior competition bureau staffer, made partner in late 2014, and the firm hired FTC senior trial counsel Peter Herrick earlier that year. The question on many competitors' lips is whether the DC team has the bench to be more than an elite merger control practice, but the signs are positive so far.

The multi-billion dollar deals the Simpson Thacher team work on often grace the front pages of the *Wall Street Journal*. They represent Lorillard in its \$25 billion merger with Reynolds American; US Foods in its takeover by Sysco; Holcim on US aspects of its worldwide tie-up with cement rival Lafarge; Office Depot on its sale to Staples; Dollar General on its (admittedly failed) takeover attempt of Family Dollar; and auto-parts maker TRW in its acquisition of ZF Meritor. All are transformative deals of the sort that keep chief executives up at night.

Several litigators said Simpson has strength in the courtroom too. Reilly is defending the International Swaps and Derivatives Association in the credit-default swaps litigation and, with DC partner Andrew Lacy, Yingli Green Energy in a predatory pricing case over solar panels. In counselling, meanwhile, few matters are more high profile than ensuring Apple complies with remedies imposed after its e-books trial loss.

New York-based powerhouse **Skadden Arps Slate Meagher & Flom** sends a tremendous amount of business to its DC antitrust practice, which is helmed by Steve Sunshine. While he estimates two-thirds of antitrust deal work flows from his corporate colleagues, some matters, such as Valeant Pharmaceuticals' \$11 billion bid for Salix, came to the firm's antitrust practice despite M&A being handled elsewhere. The firm is particularly visible on mergers, but the same clients often ask for help on other matters. For example, Sunshine steered Actavis through a \$28 billion acquisition of Forest Laboratories last year and continues to defend it in the Lidoderm reverse-payment litigation. He cleaned up private litigation opposing the *AB-InBev/Grupo Modelo* tie-up after obtaining DOJ clearance. Other headline deals include Exelon's \$6.8 billion purchase of power company Pepco, in which Sunshine represents both sides, SanDisk's \$1.1 billion acquisition of rival flash storage card maker Fusion-io, and Freescale Semiconductor's merger with NXP at an estimated \$40 billion in combined value.

Competition specialists call partner John Nannes 'incredibly talented' and rank him among the top antitrust lawyers in Washington. He represents Norfolk Southern in the freight fuel surcharge class action litigation currently back in DC district court, and with partner John Lyons secured dismissal of antitrust claims against Pacorini Metals, an indirect subsidiary of Glencore, in the aluminium litigation in New York. Sunshine also represents a company in the DOJ's auto parts cartel investigation.

For getting tricky pharmaceutical deals past the FTC, rivals say the deep bench at **Weil Gotshal & Manges** may be the best in town. The DC antitrust partnership is chock full of commission insiders: one-time litigation director Steven Newborn leads the practice working with former Competition Bureau number two Ann Malester, the FTC's Mergers I unit's alumnus Steven Bernstein and Jim Egan, also an ex-commission litigator. Last year the firm added to this starting

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line-up by hiring Jeffrey Perry, an authority on hospital and retail deals, from the top of the FTC's mergers branch.

For a New York firm with a surging M&A engine, Weil Gotshal gets an impressive amount of destination antitrust work. Newborn says a majority of the team's merger work is 'pure antitrust', and big clients like AbbVie, Johnson & Johnson and Actavis keep coming back for more. Newborn acted for Forest Laboratories on its takeover by Actavis in 2014, sailing through a second request and closing within four months. Since then, he and Malester have acted for the combined company on two major deals, one with AstraZeneca and the other being the \$66 billion purchase of Botox-maker Allergan. Repeat client Staples has turned to Weil to get its acquisition of Office Depot – a merger to monopoly, some might say – past the competition watchdog. Perry, who led the FTC's 2013 investigation of *Office Depot/Office Max*, is helping out in the background. Meanwhile, partner Carrie Anderson handles major antitrust litigation for clients such as Hilton, Actavis and Michael Foods, and, in a rare plaintiffs' side excursion for the firm, was one of a team of Weil lawyers to win a \$58.5 million settlement from performing rights organisation SESAC for a class of television stations.

The coolly competent antitrust team at **Wilmer Cutler Pickering Hale and Dorr** is historically one of the city's best, and the firm still remains a destination antitrust practice even if giants of the bar like Doug Melamed and Bill Kolasky no longer walk its halls. In practice leader Thomas Mueller, Wilmer has 'a really fine cartel lawyer', as more than one ex-enforcer told GCR, and a cluster of other partners, James Lowe and German-qualified Hartmut Schneider among them, help make this a broad and deep practice with a good generational balance.

A high-profile criminal charge against Chesapeake Energy by Michigan's attorney general has kept Mueller and Palo Alto partner Heather Tewksbury busy over the past months. Even though Wilmer persuaded the DOJ to drop its investigation, and got a judge to gut half the state's charges, Michigan is pushing ahead with bid-rigging charges and a trial is set for late April. A heaving docket of other criminal work includes representing Denso in the DOJ's auto parts investigation, Schaeffler in a bearings probe and an individual accused of wrongdoing in the foreign exchange market. Mueller also represented Statoil in the FTC's now closed investigation of oil price-fixing, while antitrust partner Leon Greenfield is helping appellate star Seth Waxman on the National Collegiate Athletic Association's appeal.

Without a real corporate practice to boast of, merger control has been a smaller slice of the Wilmer team's workload. Mueller says it is picking up, however, as faithful clients in the oil and gas industry go on a deal-making binge. Right now, none is bigger than Halliburton's \$34.6 billion acquisition of Baker Hughes, on which Schneider and Lowe represent the target along with New York partner Molly Boast.

Wilson Sonsini Goodrich & Rosati practice head and GCR's 2013 lawyer of the year Susan Creighton is beloved among Washington antitrust practitioners, who say she is 'one of the smartest in the business' and has recruited a very good team. Andrea Murino departed shortly before this survey went to press, but the remaining partners can handle the full range of competition matters.

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Creighton, Scott Sher and Franklin Rubinstein obtained unconditional FTC clearance for real estate websites Trulia and Zillow. High-profile mergers in review include representing the seller side in *AbbVie/Pharmacyclics*, *Bain/Blue Coat* and *Hewlett-Packard/Aruba Networks*, plus noisy third party Netflix regarding the *Comcast/Time Warner Cable* tie-up.

Utilising experience from the FTC's 2012 Google inquiry, Creighton, Sher and Rubinstein advise the company on competition queries in Argentina and Brazil. Mark Rosman, a former assistant chief of criminal enforcement at the DoJ's antitrust division, defends both individuals and companies in cartel investigations such as auto parts, foam, oil, capacitors and ethanol. Criminal representations have fed into follow-on defence for Chinese vitamin C makers and Hitachi Chemical, which involves complex issues in class certification and extraterritoriality.

Wilson Sonsini successfully resolved two monopolisation claims in both district and appellate court: Netflix beat a class action regarding online DVD rental services even though co-defendant Wal-mart settled, and Live Nation won summary judgment in multiple courts. The firm is also acting for Mylan as a plaintiff in two pharmaceutical suits on the cutting-edge theories of product hopping and REMS abuse, and as a defendant in the Actos pay-for-delay litigation.

Highly Recommended

Axinn Veltrop & Harkrider's DC antitrust practice chair John Briggs and partner Michael Keeley win plaudits as 'excellent lawyers' who have doubled the number of partners since the last Washington bar survey with the addition of Richard Dagen from the FTC and Rachel Adcox from the DoJ. Axinn attorneys and their rivals both say the firm has built a strong practice despite the lack of a corporate practice to feed deals and clients, or perhaps because of that lack and the corresponding absence of conflicts. The firm's eponymous co-founder John Harkrider is based in New York and appears on most deals that involve his DC colleagues, including the \$13 billion tie-up of Thermo Fisher and Life Technologies and \$415 million *Cegedim/IMS Health* merger.

Adcox and Briggs handle a little cartel work, but at the moment are busy with litigation. She says the Blue Cross Blue Shield case consolidated in Alabama, in which the firm defends Philadelphia-based Independence Blue Cross, has 'the potential to reshape health care' as classes of subscribers and providers attack the insurers. Adcox represents Yardi against a monopolisation counterclaim in the real estate software company's intellectual property lawsuit. Dagen assisted his New York colleagues in obtaining dismissals of antitrust lawsuits against Rapid Aid for sham litigation and against Black & Decker for an alleged group boycott and abuse of standard setting.

The lean practice at **Cadwalader Wickersham & Taft** does not do run-of-the-mill. It prides itself on handling intricate and difficult work for clients who can afford to pay top dollar. 'We view ourselves as people who help clients achieve business objectives through antitrust,' says practice head Rick Rule, whether that means litigation defence, counselling or strategic advocacy before the agencies. High-tech and transport are areas of strength and some of Cadwalader's clients might as well have loyalty cards with the federal agencies – think US Airways, Microsoft and Royal Bank of Scotland.

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Besides Rule, who one admirer describes as ‘one of the smartest antitrust lawyers I know,’ the DC office boasts a number of brainy young partners handling major matters. Andrew Forman, a veteran of the FTC’s Mergers I unit, worked for Eli Lilly on its acquisition of Novartis’s animal health businesses, part of a tangle of deals named ‘Matter of the Year’ at the GCR Awards. He also represents Salix in its \$11 billion acquisition by Valeant. Another partner, Jonathan Kanter, does an array of work for Microsoft including deal clearance, patent counselling and loudly promoting the company’s interests before the US agencies. Joseph Bial, meanwhile, is an economics PhD who clerked for DC Circuit judge and antitrust authority Douglas Ginsburg. With Rule, he advises Asian clients caught up in the auto parts and capacitors probes.

The headcount and faces in Randy Smith’s team at **Crowell & Moring** have changed over the past year or so as lawyers hop in and out of government. The firm has picked up Baker & McKenzie partner Katie Funk to strengthen the firm’s already-leading health-care and antitrust practice, and added IP expert Lisa Kimmel from the FTC, but has also lost people, including litigator David Laing, who is now senior trial counsel at the FTC. That the revolving door is so well oiled at this firm is clearly a sign, though, of the esteem in which its lawyers are held by government staff.

Smith is proud that the DC practice regularly wins top-tier antitrust work without any real corporate practice to feed it. It’s down, he says, to understanding the highly regulated sectors in which clients operate. Companies in the hospital, health insurance, defence and telecoms industries regularly pick Crowell lawyers for merger control. Smith often handles AT&T’s biggest antitrust matters, for instance, and is lead counsel right now on the DirecTV merger. In health-care, Crowell represents CareFusion in its \$12.2 billion sale to medical device rival Becton Dickinson and Siemens in the sale of multiple health-care businesses. The team also distinguishes itself in litigation by having an active recovery (translation: plaintiffs’ side) practice. Its entrepreneurial and risky work seems to be flourishing. Target and Motorola Mobility have both tapped Crowell DC lawyers to win back money from price-fixing suppliers, the latter in a high-profile case that could reach the Supreme Court.

Global antitrust powerhouse **Freshfields Bruckhaus Deringer** has enjoyed steady growth in the top US market since it launched its practice in 2002. Linchpin Paul Yde has long been respected by rivals for his high-tech expertise and credibility before the agencies, but in recent years the firm has added several new faces, many of whom have bright futures in the antitrust world. These include counsel Mary Lehner from the FTC chairman’s office, and multiple junior lawyers from both agencies. Deal specialist Bob Schlossberg thinks the firm has a leg-up over rivals in terms of attracting talent. ‘We’re attached to the best antitrust practice in the world,’ he says, ‘and young lawyers are thinking internationally.’

Undoubtedly much of the team’s workload comes in from overseas. Yde and company often manoeuvre tricky cross-border deals past the US agencies in tandem with their colleagues in Brussels. Continental’s purchase of Veyance was one, and Yde and Lehner handled two of Novartis’ filings in its deals with GSK and Eli Lilly. The team is currently working for can-maker Ball in its acquisition by Rexam, while partner and cartel lawyer Thomas Ensign is handling litigation and agency work for Deutsche Bank and HSBC. But the DC team also wins work on its own

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merits, including representation of Bank of America in a financial services probe and conduct investigations work for US clients, and even boasts of cross-selling clients to other parts of the firm. Hachette, in e-books matters, and United Airlines are loyal antitrust clients.

A long-time observer of the Washington antitrust scene says **Hunton & Williams** is a ‘really strong antitrust boutique,’ with great litigators who have good government connections, and ‘a powerful punch up’ relative to its size. Antitrust chair Bruce Hoffman and partner Amanda Wait bring experience from the FTC, while Washington managing partner David Higbee came to the firm in 2005 after serving as a deputy and chief of staff in the DOJ’s antitrust division. The firm has been supervising Service Corporation International’s 91 divestitures of funeral homes and cemeteries after getting its \$1.4 billion purchase of Stewart conditionally cleared by the FTC, and represented Delhaize in its sale of 153 grocery stores to BI-LO, for which the commission also required a handful of divestitures.

In the litigation and investigation arena, Hunton & Williams successfully defended United Launch Alliance against Orbital Sciences’ claim that an exclusive supply agreement for rocket engines violated the Sherman Act, and in an FTC investigation into ULA’s contracts to purchase the engines. The firm represents Blue Cross Blue Shield of Michigan in the Alabama litigation that alleges territorial allocation, as well as follow-on lawsuits by competitors and subscribers regarding the insurer’s most-favoured nation clauses that were nullified by state law after a DOJ lawsuit. Other class action defence clients include Georgia-Pacific and GS Yuasa.

The hard streets of Chicago may be **Kirkland & Ellis**’ true home, but Washington, DC is where it wields most of its antitrust clout. By Kirkland’s own count, 28 of the office’s partners handle antitrust matters, running the full gamut of merger clearance, litigation, government investigations and counselling, and many of those lawyers have valuable agency experience. Well-regarded partners Christine Wilson and Bilal Sayyed joined the firm with former chairman Tim Muris, while rising star Ian Conner is a former trial attorney for the DOJ’s antitrust division.

The firm says it handled over 12 per cent of all Hart-Scott-Rodino (HSR) filings in the FTC’s 2014 fiscal year and, impressively, 10 per cent of all deals that received second requests. These include advising Charter Communications in its \$21.6 billion deal to acquire 3.9 million customers from Comcast in connection with the Time Warner Cable merger, and Community Health Systems in its hospital mega-merger with Health Management associates. With a heavy private equity client base eager to get deals done, though, the team prides itself on avoiding protracted reviews even for hair-raising, strategic deals. ‘We will pull all-nighters to avoid second requests,’ says *Who’s Who Legal* nominated partner Mark Kovner. Litigation is a strength of Kirkland’s practice in general and the DC office in particular. Greg Skidmore, Karen Walker and others represent Teva Pharmaceuticals in multiple reverse-payment pharmaceutical cases, including *Lamictal*, *Nexium*, *Niaspan* and the FTC’s recent complaint over Androgel.

McDermott Will & Emery’s antitrust practice, housed in the firm’s DC headquarters almost on the steps of the US Capitol, is industrious, unassuming and competent in a broad range of practice areas. Health-care is truly a sweet spot: partner Jeffrey Brennan led the FTC’s health-

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care shop for four years, and wins praise from one rival and recent agency alumnus for having done 'a memorable job' for one of his clients. But the firm also does work for food, finance and manufacturing companies too. Joe Winterscheid leads the practice.

Hospitals, insurers and pharmaceuticals makers regularly tap this team for advice and advocacy. In 2014, Brennan represented both sides of a merger that combined two of the three hospitals in Rochester, New York, and won unconditional approval after an eight-month probe. Partner Ray Jacobsen, meanwhile, represented Impax in its \$700 million purchase of Tower Holdings and Surgery Partners in its takeover of Symbion, while young partner Joel Grosberg helped MedSolutions' \$1.2 billion tie-up with a key benefits-management competitor avoid an FTC second request. In other matters, too, McDermott had a successful 2014. Litigator Stefan Meisner won summary judgment for Mars on chocolate price-fixing claims after a seven-year legal battle, and got group boycott claims against power tool maker Hitachi Koki dismissed with prejudice, just months after the complaint was filed.

The word of the day at **Morgan Lewis & Bockius** is 'complementary'. The hire of more than 200 partners from Bingham McCutchen in November 2014 not only inflated its DC antitrust practice but also added skills and clients where it was lacking. Leiv Blad's Bingham team brought over large clients in the high-tech industries, such as Intel, Google and Qualcomm, which often wind up before the FTC. Morgan Lewis, led by Scott Stempel, had its share of merger control work in manufacturing and pharmaceuticals and an active cartel defence practice. Blad now leads the team in DC, which also includes respected agency insiders like Will Tom and Darren Tucker.

On the deal side, Stempel last year helped a joint venture between millers ConAgra, CHS and Cargill survive a prolonged DoJ review. More recently, Stempel represented Verso Paper in a controversial but successful takeover of rival paper manufacturer NewPage Holdings, while his colleague Jonathan Rich represents the divestiture buyer in *Holcim/Lafarge*. Former Bingham lawyers, meanwhile, were counsel to Ranbaxy in its \$4 billion merger with India's Sun Pharmaceutical. In more contentious matters, Morgan Lewis has four clients in the auto parts investigation and got TDK dismissed from the capacitors follow-on. Partners Jon Roellke and Hill Wellford defended Google in litigation against its Android business and recently got monopolisation claims dismissed.

Morrison & Foerster practice chair Stephen Smith is described by other antitrust lawyers as a rare deep thinker, while partner Roxann Henry is acclaimed by her peers as a 'very talented' cartel practitioner. Their colleagues Roger Fones and David Meyer are recognised for their experience at the antitrust division, where Fones spent almost 30 years and Meyer served as principal deputy assistant attorney general. Accusations of collusion and the inevitable follow-on litigation absorb much of this team's time, whether they are defending a client in multijurisdictional investigations of the auto parts, freight forwarding, battery or semiconductor industries.

Smith represents NeuStar as a defendant in the A2P text messaging antitrust litigation. In the merger area, partner Jonathan Gowdy is working on approvals for Intel's \$1.5 billion investment in Chinese chipmakers, while partner Jeffrey Jaeckel last year oversaw two acquisitions for SoftBank;

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Yahoo's \$640 million purchase of video advertising company Brightroll; and ON Semiconductor's \$400 million purchase of image sensor provider Aptina. Jaeckel's and Meyer's expertise was not enough to sway antitrust division head Bill Baer from his opposition to a four-to-three telecom deal, so SoftBank had to abandon its pursuit of T-Mobile. But on the upside, unlike previous T-Mobile suitor AT&T, SoftBank had not promised a reverse breakup fee.

White & Case's global antitrust practice chair Mark Gidley sits in the firm's Washington, DC office, where he has helped to build what may be the nation's preeminent reverse-payment settlement defence team. This focus has been intensified by partner Eric Grannon, whom rivals call impressive for his passionate advocacy on behalf of drug makers, which embodies Gidley's view of his firm as a place that can 'try cases, but also take academic questions to appeal'. Last year, the firm won three motions to dismiss pay-for-delay claims. It also represents Par and Paddock against the FTC, and Upsher-Smith and Boehringer Ingelheim in private litigation.

Outside the pharmaceutical sector, the firm is advising Zimmer on its \$13.5 billion acquisition of medical device manufacturer Biomet, and assisted US Foods through the HSR notification and second request phase of its merger with Sysco. Toshiba keeps partner Christopher Curran busy fighting off claims for damages from the company's price-fixing in liquid crystal displays, cathode ray tubes, and lithium ion batteries. Unsurprisingly for a practice with so much follow-on work, White & Case is also defending clients in the Libor and Euribor investigations, among others.

Recommended

Magic circle firm **Allen & Overy** joined *GCR's* ranks in our last survey after hiring John Terzaken, former director of criminal enforcement at the antitrust division, to spearhead its expansion in DC. Since then the firm has built on Terzaken's groundwork, most visibly hiring former FTC man and civil litigation and investigations specialist John Roberti from Mayer Brown, but also bringing in entry level associates dedicated to antitrust. With New York-based practice head Elaine Johnston handling merger work, Terzaken says the firm now has experts in all areas of antitrust practice, and benefits from a truly global network of lawyers and clients. Currently, Roberti is helping Johnson represent Imperial Tobacco in its purchase of divested cigarette brands from Lorillard and Reynolds, and representing a health-care company in an FTC civil investigation. Meanwhile, Terzaken – 'the real deal' in cartels, one admirer says – represents Robert Bosch in auto parts, BNP Paribas in foreign exchange and Barclays in class action litigation alleging gold price fixing.

The former Howrey lawyers who make up most of **Baker Hostetler's** Washington antitrust practice defend a few clients in cartel and follow-on actions, such as roll-on roll-off vehicle shippers and air cargo, and assist in mid-market mergers. But their heart is in private litigation for both plaintiffs and defendants. Practice chairman Robert Abrams represents dairy farmers in the South-eastern and North-eastern milk class actions against their cooperative, and Netflix subscribers who accused the company of colluding with Wal-Mart to maintain its online movie rental monopoly. On the other side of the courtroom, partner Lee Simowitz is defending Utah newspaper The Deseret News against claims of an illegal joint venture, and

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power tool manufacturer Makita against allegations of a group boycott. Bob Brookhiser and new Philadelphia partner Carl Hittinger recently sought dismissal of an antitrust lawsuit against client Commonwealth Brands.

The departures of Stephen Harris and Katie Funk have reduced **Baker & McKenzie's** Washington antitrust capacity, but practice chair Lee Van Voorhis and partner Brian Burke, known as an HSR expert, continue to steer major deals. Voorhis has managed to get Phoebe Putney docked after the FTC finally had to abandon its long-running attempt to unwind the Georgia health system's merger with Palmyra Park Hospital in the face of state regulations that impeded a divestiture. In more conventional tie-ups, Burke has served as lead antitrust counsel for Knauf Insulation's acquisition of its competitor Guardian, and Dai-ichi Life Insurance's \$5.7 billion purchase of Protective Life. He also handled two deals for Keurig Green Mountain: a \$1.25 billion investment in it by Coca-Cola and a joint venture with Luigi Lavazza. Burke represented Stericycle for its own merger with PSC Environmental Services, and as a third party to an antitrust division investigation of a competitor's deal. The firm is handling a confidential investigatory matter as well.

Boies Schiller & Flexner is a firm of generalists, but antitrust is an area of strength, especially in DC. The firm welcomed back Richard Feinstein in 2013 after four years directing the FTC's bureau of competition, and he's since worked for Dollar General on its takeover offer for Family Dollar, among other clients. With partner Robert Cooper and DoJ alumnus Jim Denvir, Feinstein is advising Cogent Communications in relation to the *Comcast/Time Warner Cable* review. In Bill Isaacson, meanwhile, Boies Schiller has one of the country's finest antitrust litigators, and one of a minute number to be truly adept on either side of the courtroom. The partner racked up two trial victories last year, first helping Michael Hausfeld prove that the National Collegiate Athletic Association puts anti-competitive restraints on student pay, and then persuading a jury that Apple did not monopolise the digital music market. He'll be back in court again this year as class actions against polyurethane foam-makers head to trial in Ohio, but will stay busy on the defence side too as counsel to the Ultimate Fighting Championship in a lawsuit from multiple martial artists.

With a deal-hungry client base of ultra-high-tech companies and specialty pharmaceutical firms, **Cooley's** neat DC antitrust group is enjoying a wave of work. The group boasts impressive agency experience for its relatively small headcount: partners Howard Morse and Marc Schildkraut are FTC alumni, of counsel Mark Schechter was at the antitrust division, as was special counsel Parker Erkmann, who joined in 2014 when Cooley merged with communications and regulatory law firm Dow Lohnes. Contentious work for Cooley's DC lawyers includes representing drug developer Patheon in Florida litigation over a joint venture, Kodak against a tying lawsuit and Retrophin in a monopolisation lawsuit against pharmaceuticals rival Questcor. On the deal side, Cooley handled six second requests last year, with partner and Howrey alumna Jacqueline Grise often deeply involved. She's currently advising cybersecurity company NetScout on its \$2.6 billion acquisition of Danaher's communications business. Fellow ex-Howrey lawyer Schildkraut, meanwhile, has been busy with deals for energy clients Tesoro and Par Petroleum.

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After stepping down as FTC chairman in 2013, Jon Leibowitz joined **Davis Polk & Wardwell** as partner, and has jumped into the merger-focused antitrust work there. He has taken the lead advising Comcast in its blockbuster \$45 billion merger with Time Warner Cable, which remains under review at both the FCC and the DoJ. Practice chair Michael Sohn says the DC office 'augments what we do for our clients in New York.' He has plenty of pharmaceutical deals to manage, including Shire's \$3.8 billion acquisition of ViroPharma, and Smith & Nephew's \$1.7 billion purchase of ArthroCare. He also advised on the withdrawn bids for AstraZeneca by Pfizer and for AbbVie by Shire. Sohn helped PartnerRe with its \$11 billion merger of equals with AXIS Capital and Morgan Stanley on the sale of its TransMontaigne commodities business. In the tech realm, he represents SS&C Technologies on its purchase of Advent Software and Blackbaud on its acquisition of MicroEdge.

Barry Nigro, a one-time deputy director for the FTC's bureau of competition, chairs a quietly merger-happy antitrust practice at **Fried Frank Harris Shriver & Jacobson**. He has advised on several recent top-dollar deals, including Merck's \$14.2 billion sale of its consumer care unit to Bayer, Harris Teeter's sale to food retail giant Kroger and television broadcaster Media General's acquisition of LIN Media. Proving that it is not always the biggest mergers that merit the most scrutiny, of these only the TV tie-up incurred a formal second request and required divestitures. And while Nigro and partner Richard Park did not have to file Van Wagner Communications' \$690 million sale of its billboard business to CBS Outdoor due to an antitrust exemption, they received a civil investigative demand before the deal was done. In the non-merger realm, Park overcame a motion to dismiss on behalf of plaintiff Orbital Sciences in an exclusive-dealing claim, and associate Maria Cirincione assists Nigro in monitoring Apple's antitrust compliance programme. There's an occasional spot of representation in government investigations as well, such as advising a company that makes an auto part in a non-public investigation.

King & Spalding is growing in Washington. It recruited its first FTC veteran in Norm Armstrong last October, and added litigator Bobby Burchfield just before this issue went to press. The firm already had a stable of former DoJ officials, with particular strength in criminal matters thanks to Jim Griffin, Wendy Waszmer and Chris Wray, which made it a go-to for targets of cartel investigations. King & Spalding currently represents both individuals and a company in auto parts, an energy company as a leniency applicant in a bid-rigging inquiry, an individual in ocean shipping and senior executives in Libor. But the firm's merger work is at least the equal of its cartel defence. Practice chair Jeffrey Spigel led the antitrust advising for packaging manufacturer RockTenn in its acquisition of Simpson Tacoma Kraft, and in its \$16 billion merger with MeadWestvaco, as well as Weatherford's \$250 million sale of its pipeline business to Baker Hughes. In the retail sector, Armstrong joined Spigel in representing Bass Pro in its acquisition of a fishing boat maker.

Mayer Brown continues to show strength in antitrust litigation, representing a broad range of defendants in both class action and business-to-business cases. Last year, the firm got an exclusive dealing complaint against Blue Shield of California dismissed that it says was 'a frontal assault on the principles of managed care.' Another victory came for Starwood Hotels in the online travel company hotel booking litigation, and for Cargill against the Ohio attorney general. Partners

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Carmine Zarlenga and Adam Hudes obtained summary judgment in favour of Nestlé and defend the food and beverage giant against a bottled-water rival's antitrust claims. AT&T's part in the tangled A2P litigation is covered by partners Evan Tager and Archis Parasharami. An expert on FTC merger matters, partner Scott Perlman is advising on several health-care deals and also advises Cargill. White-collar practitioner Kelly Kramer handles the defence of auto parts and freight forwarding executives in domestic and foreign cartel investigations.

With partner Michael Cohen's shift to the West Coast, former DOJ antitrust litigator Scott Hataway took the reins as chairman of the **Paul Hastings** antitrust practice in February 2015. Praised as a 'smart, good young lawyer' by competitors, Hataway now leads a team that covers high-profile mergers such as Shuanghui's buyout of Smithfield Foods and MetroPCS' acquisition by T-Mobile. With nearly 20 years of DOJ experience, MJ Moltenbrey rakes in compliments as a 'very talented' practitioner who is also a 'good antitrust theorist'. She counselled American Airlines through its merger with US Airways, *GCR's* 2014 'Matter of the Year', and with Cohen advised New York tour bus operator Twin America in the DOJ's challenge to the merger, though the case settled before trial. Partner Jeremy Evans is defending Dow Chemical against price-fixing allegations, and obtained a relatively favourable settlement for Korean Airlines in the air cargo case. The firm advises a Japanese bank in Libor, and traders in the ISDA Fix and Forex investigations.

Paul Weiss Rifkind Wharton & Garrison's Washington, DC outpost houses partners Kenneth Gallo, a litigator, and Joseph Simons, a deal lawyer, who both work on high-profile cases. Representing Time Warner Cable in its industry-altering merger with Comcast takes up much of Simons' time. He is working closely with New York partners as the deal grinds through the regulatory process. Gallo is Sharp's go-to lawyer for antitrust, playing a leading defence role against the *Motorola Mobility* LCD lawsuit, but also helping the television maker win settlements from cathode-ray tube makers. On the regulatory side, he represented Encana in the DOJ's bid-rigging probe and is counsel to a major foreign bank in Forex. Several top trial lawyers reside in the firm's DC office, including Beth Wilkinson, who was the FTC's special prosecutor in its Google search investigation. Paul Weiss represents News Corp against monopolisation claims, MasterCard in its interchange-fee woes and Major League Baseball in a New York lawsuit over broadcasting blackouts.

Boston firm **Ropes & Gray** has a local star in Mark Popofsky, the former Kaye Scholer partner and antitrust division alumnus who helped litigate the government's case against Microsoft. For some years now, he and Mike McFalls have grown market share serving the high-tech and pharmaceutical industries and last year the firm added Jonathan Klarfeld from the FTC's Mergers I branch. Popofsky is a litigator by training, and is currently defending antitrust lawsuits against Hitachi, Questcor and Taitso, he is named as a defendant in the capacitor price-fixing lawsuits, and on the other side of the courtroom he is suing Viacom on behalf of client Cablevision for alleged tying. He's also frequent counsel to Google on investigations regarding patents and intellectual property. Deal work is booming for this upstart group: Klarfeld is counsel to Pfizer on its purchase of injectable drug and transfusion company Hospira for \$19 billion, while other recent deals include *Merck/Cubist* and *Wright Medical/Tournier*, a medical implant deal that received an FTC second request in February.

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When *GCR* last surveyed the DC antitrust bar in 2013, **Sidley Austin** had just hired former FTC officials Kenneth Glazer, William Blumenthal and Karen Kazmerzak to anchor the firm's DC office. Rivals say the office gets deal work partly through a successful corporate department, but concede that practice co-chair Blumenthal is 'a very good agency lawyer' and counsel Kazmersak is 'impressive'. Now that the gears have meshed, Blumenthal says, it is full speed ahead advising clients on mergers and investigations in regulated industries. Deal work includes advising AT&T in winning FCC and DoJ approvals for buying Leap Wireless, and working on the telecom firm's proposed acquisition of DirecTV. Practice co-chair Glazer and Kazmerzak guided the \$635 million sale of Baxter's commercial vaccines business to Pfizer, while Blumenthal and Kazmerzak advised Catalyst Paper on its purchase of divested assets from the *Verso/NewPage* tie-up. Partner Jeff Green, meanwhile, helped a Japanese auto parts executive convince the DoJ he should be removed from the carve-out list and shielded from prosecution.

Practice chair Ed Schwartz acknowledges **Steptoe & Johnson's** DC antitrust group was shrinking until five years ago, down to two partners and one associate, but it is rejuvenated now. Despite the firm's small corporate department, the antitrust practice serves some enviably big clients such as FedEx and waste disposal company Republic Services. Both have called on Steptoe recently for litigation defence, HSR filing and ongoing counselling. Big-ticket deals include Rockwell Collins' \$1.39 billion acquisition of ARINC, which was cleared through the DoJ without a consent decree based on Rockwell's agreement to voluntarily conduct remedies. In cartel investigations and follow-on damages actions, Schwartz defends Paldo and Korea Yakult in the ramen noodle class action, while partner Ken Ewing counsels LG Chem on lithium-ion batteries and Japan Airlines in air cargo and air passenger litigation. Ewing and partner Chong Park are counsel to the National Milk Producers Federation, a membership organisation of dairy cooperatives, in a nationwide class action, while members of the firm's transportation group represent BNSF Railway in the long-running freight fuel surcharge class action.

Sullivan & Cromwell antitrust practice head Daryl Libow is deemed a 'very good' lawyer by his peers, with one fan ranking him among the top five antitrust attorneys in Washington. The New York firm's corporate department enabled some relationships, but Libow says others are indigenous to the antitrust practice, such as with British Airways. He and partner Amanda Flug Davidoff represent the airline in the air cargo and air passenger investigations and follow-on actions, and JP Morgan Chase in silver futures. Sullivan & Cromwell acts for the Bank of Tokyo-Mitsubishi in the Libor investigation and class action. With the help of special counsel Joseph Matelis, who returned in 2013 after several years in senior roles at the DoJ's antitrust division, Libow advised NewPage on its controversial \$1.4 billion acquisition by Verso Paper, while Matelis counsels AT&T on its acquisition of DirectTV alongside colleagues in New York; Goldman Sachs on the sale of its metals warehousing business; and deal-hungry Valeant Pharmaceuticals on its \$500 million purchase of PreCision Dermatology. He also works with Goldman Sachs on the aluminium warehousing class action.

Other trial lawyers acclaim **Venable** partner Doug Baldrige as 'terrifically talented,' and *GCR* recognised him as litigator of the week for his win in the Nexium pay-for-delay trial – the first under the *FTC v Actavis* standard. The client in that case, generic drug maker Ranbaxy, keeps

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him and partners Lisa Jose Fales and Danielle Foley busy as it attracts litigation and government enforcement. In a behind-the-scenes role on a high-profile plaintiffs' matter, Venable lawyers provided discovery bandwidth and cross-examination of witnesses in the landmark *O'Bannon* case that won a bench trial ruling against the ban on payments to student athletes. Venable's emphasis on serving non-profit organisations and associations means plenty of clients need compliance counselling. Partners Robert Davis and Len Gordon bring high-level FTC experience, which helps clients whose deals and conduct are under investigation, or who wish to complain to the agencies. The firm assisted mall operator Macerich recently in fending off a hostile takeover bid by Simon, with a strategy to attack the proposed tie-up on antitrust grounds.

The corporate practice in **Vinson & Elkins'** Houston headquarters makes the DC antitrust practice deal heavy, averaging 50 HSR filings a year according to practice chair Craig Seebald. Antitrust lawyers in Washington praise 'solid' merger work by partners Billy Vigdor and Neil Imus, particularly in energy matters such as pipeline company Eagle Rock Energy Partners' sale to Regency. Vigdor is advising long-time firm client Huntsman in its \$1.1 billion purchase of Rockwood's titanium dioxide business, which incurred a phase II review by the European Commission but no FTC second request. Seebald himself focuses on representing companies in government investigations, while white-collar practice head Bill Lawler advises both entities and individuals accused of cartel involvement. Their work for Hitachi Automotive in the auto parts investigation, Hitachi in optical disk drives and Maxell in lithium-ion batteries has brought follow-on defence work, in which partners Alden Atkins and Jason Levine play a major role.

Williams & Connolly has both serious antitrust pedigree and a thriving modern-day litigation and cartel practice. The elite DC white-collar firm led on the Archer Daniels Midland cartel investigation and represented non-settling states in the Microsoft saga, and work these days remains high profile. Partner John Schmidlein – 'one of the top antitrust trial lawyers practising today,' one rival says – counselled Google on the FTC's investigation and successfully defended the search giant against a private challenge to its Android operating system. With general litigator Dane Butswinkas he won a jury verdict for AstraZeneca in the Nexium reverse-payment case in December 2014, while veteran practitioner Steve Kuney continues to represent Dairy Farmers of America in several national antitrust cases. Sprint and 21st Century Fox routinely pick Williams & Connolly for litigation defence, no doubt because of its undeniable ability to take a case to trial, while on the criminal side, white-collar partner David Zinn represents Takata in the DoJ's auto-parts probe.

Of course, there are many top antitrust practitioners in Washington, DC at firms not listed in *GCR's* survey. *Who's Who Legal* nominees W Todd Miller and Donald I Baker stay busy at antitrust boutique **Baker & Miller's** DC office (shared by *GCR USA*), and recently added a San Francisco partner in Jesse Markham. **Hughes Hubbard Reed** does most of its antitrust work out of New York, but veteran practitioner and *Who's Who Legal* entrant William Kolasky provides clout in DC. Former FTC litigator Claudia Higgins is a key member of **Kaye Scholer's** antitrust team, which recently added pharmaceutical antitrust specialist Laura Shores. **Linklaters'** Jeffrey Schmidt, a

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Who's Who Legal nominee and former FTC competition bureau director, handled second requests for Novartis in connection with its GSK deals. **Mintz Levin Cohn Ferris Glovsky and Popeo**, and practice head Bruce Sokler, get a chunk of work in the antitrust and health-care fields, but also have clients in cartel investigations and litigation. The firm hired former DOJ trial attorney Dionne Lomax from Vinson & Elkins in 2014. **Winston & Strawn** is home to *Who's Who Legal* nominee and Asia specialist H Stephen Harris Jr and three other partners. In China, the team helped Qualcomm navigate an antitrust probe, Microsoft through review of its Nokia deal, and Abbott on its joint venture with Fonterra.

Firm	Head(s) of Competition	Size	Who's Who Legal: Competition Nominees	Clients
Elite				
Cleary Gottlieb Steen & Hamilton	None	6p, 2c, 4sa, 36a	Leah Brannon, Jeremy J Calsyn, George S Cary, Mark Leddy, Mark W Nelson	ArcelorMittal, Citigroup, Coca-Cola, Deutsche Telekom, Dow Chemical, Google, Harpercollins, HSBC, IMS, Medtronic, News Corporation, Whirlpool
Covington & Burling	Thomas Barnett and Deborah Garza	22p, 3c, 15a	Thomas O Barnett, Deborah A Garza, Theodore Voorhees Jr, Alan M Wiseman	AstraZeneca, Facebook, Citigroup, Expedia, ExxonMobil, Graco, JP Morgan Chase, LucasFilm, Pixar, Mitsubishi, NFL, Salix, Samsung, Shire, Disney
Jones Day	David Wales	18p, 2c, 18a	Kathryn M Fenton, Phillip A Proger, Joe Sims, David P Wales	American Airlines, Bayer, Cardinal Health, CommScope, Deutsche Bank, General Electric, Kraft Foods, Lab Corp, Macy's, Procter & Gamble, The Carlyle Group
Latham & Watkins	Michael Egge	9p, 1c, 22a	Michael G Egge, Abbott 'Tad' B Lipsky Jr, Margaret M Zwisler	Actavis, Coca-Cola Enterprises, Cox Communications, Georgia-Pacific, Highmark, KKR, Nestle, Orbitz, Singapore Airlines, Time Warner Cable, Toshiba
OUTSTANDING				
Arnold & Porter	Jonathan Gleklen	19p, 6c, 32a	Jonathan Gleklen, Richard L Rosen	AT&T, BP, Datel, General Electric, Philip Morris, PNY Technologies, Toyota, VeriSign, Visa
Baker Botts	Sean Boland and John Taladay	15p, 5c, 19a	Sean FX Boland, Christopher J MacAvoy, James F Rill, John Taladay	Philips Electronics, Halliburton, McWane, Liberty Media, Caterpillar, National Oilwell Varco, Dresser-Rand, Eaton, Merck
Dechert	Paul Denis	6p, 4a	Paul T Denis, Paul H Friedman	American Airlines, Albertsons, CVS Health, Dean Foods, General Electric, Gordon Food Service, OfficeMax
Gibson Dunn & Crutcher	Scott Hammond	16p, 3c, 10a	D Jarrett Arp, Joseph Kattan PC	Aetna, AT&T, HP, Intel, McDonalds, National Association of Broadcasters, Sony Music, Tenet Healthcare Corporation
Hogan Lovells	Janet McDavid	12p, 2c, 13a	Joseph G Krauss, Janet L McDavid, J Robert Robertson	3M, Alstom, Credit Suisse, Daiichi Sankyo, Daimler AG, Ford, Google, IBM, News Corp, Orbital Sciences, PPG, Suncor, Verizon, ZTE

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Firm	Head(s) of Competition	Size	Who's Who Legal: Competition Nominees	Clients
OUTSTANDING				
O'Melveny & Myers	Richard Parker	8p, 6c, 10a	Richard G Parker	Asiana Airlines, Bumble Bee Foods, Deutsche Telekom, Honeywell, Quest Diagnostics, Samsung, Sysco
Simpson Thacher & Bartlett	Matthew Reilly	3p, 2c, 14a	None	Apple, DirecTV, Dollar General, HCA, Holcim, Lorillard, Office Depot, Morgan Stanley, US Foods
Skadden Arps Slate Meagher & Flom	Steven Sunshine	4p, 3c, 14a	John M Nannes, Steven C Sunshine	Actavis, Bausch & Lomb, Cobham, Exelon, Glencore Xstrata, Medicis, Merck, Norfolk Southern, SanDisk, Sprint, Valeant
Weil Gotshal & Manges	Steven Newborn	8p, 3c, 2a	Ann Malester, Steven A Newborn	AbbVie, Apple, Allergan, Biomet, Estee Lauder, Exxon Mobil, Johnson & Johnson, H&R Block, PepsiCo, Sherwin Williams
Wilmer Cutler Pickering Hale and Dorr	Thomas Mueller	10p, 21sa, 26a	James W Lowe, Thomas Mueller, Hartmut Schneider	Baker Hughes, Cephalon, Chesapeake Energy Corporation, Danaher, DENSO, Nissin, Schaeffler, Regal, Statoil
Wilson Sonsini Goodrich & Rosati	Susan Creighton	7p, 5c, 14a	Susan Creighton, Mark Rosman, Scott A Sher	Advent, Dolby, Google, Hitachi Chemical, Mylan, Netgear, Pharmacyclics, T-Mobile, TrueCar, Seagate, SolarCity, Twitter, Trulia
HIGHLY RECOMMENDED				
Axinn Veltrop & Harkrider	John Briggs	4p, 1c, 4a	John DeQ Briggs	Ball Corporation, Google, Independence Blue Cross, 3M, Black & Decker, Cegedim, Thermo Fisher, Yardi
Cadwalader Wickersham & Taft	Rick Rule	6p, 3c, 9a	Charles F (Rick) Rule	Aer Lingus, AB InBev, Eli Lilly, Nestle, Microsoft, Royal Bank of Scotland, Salix, US Airways
Crowell & Moring	Wm Randolph Smith	15p, 7c, 20a	Wm Randolph Smith	AT&T, Blue Cross Blue Shield, Carefusion, CSX, DuPont, Motorola Mobility, RD Amross, Siemens, Target
Freshfields Bruckhaus Deringer	Paul Yde	4p, 3c, 12a	Terry Calvani, Thomas Ensign, Robert Schlossberg, Paul Yde	Bank of America, Continental AG, Johnson & Johnson, Pearson, PepsiCo, Daimler, Emirates, Siemens
Hunton & Williams	D Bruce Hoffman	10p, 4c, 12a	D Bruce Hoffman	Chevron, Georgia-Pacific, BCBS of Michigan, Raytheon, Delhaize, Sodexo, Diageo, The Scotts Co, SCI, Insight Equity
Kirkland & Ellis	None	28p, 5c, 8a	Mark L Kovner, Tim Muris	3G Capital Partners, Abbott Laboratories, Bain Capital, Boeing, BP, Delta Air Lines, Danaher, Infineon, Leap Wireless

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Firm	Head(s) of Competition	Size	Who's Who Legal: Competition Nominees	Clients
HIGHLY RECOMMENDED				
McDermott Will & Emery	Joe Winterscheid	10p, 9a	Raymond A Jacobsen Jr, Joseph F Winterscheid	Amgen, Chesapeake Partners, Greyhound Lines, Lockheed Martin, Mars, ProMedica Health System, UnderArmour
Morgan Lewis & Bockius	Leiv Blad	9p, 2c, 6a	Ted Henneberry	Ardent Mills, Google, Intel, Lupin, Merck, Mylan, Perrigo, Pfizer, Ranbaxy, TDK, Verso Paper
Morrison & Foerster	W Stephen Smith	8p, 2c, 14a	Roxann E Henry, David L Meyer, W Stephen Smith	Amadeus, AirTran, Arbitron, Autodesk, Fujitsu, Intel, JP Morgan Chase, Panasonic, SoftBank, UPS
White & Case	J Mark Gidley	10p, 8c, 32a	J Mark Gidley	Actavis (Warner Chilcott/Forest), Boehringer Ingelheim, CertainTeed, Comex, Paddock, Par, NEC, Toshiba, Upsher-Smith
RECOMMENDED				
Allen & Overy	Elaine Johnston (New York)	2p, 6a	None	Accenture, BNP Paribas, Bayer, Cargill, United Airlines, HSBC, Mercuria, Procter & Gamble, Robert Bosch Group, Solvay
Baker Hostetler	Robert Abrams	10p, 3c, 7a	None	NYK, Nippon Cargo, Yusen, MAHLE, Deseret News, Caterpillar, Commonwealth Brands, Makita, plaintiff dairy farmers
Baker & McKenzie	Lee Van Voorhis	2p, 1c, 2a	None	Dai-ichi Life Insurance, JP Morgan Chase, Keurig Green Mountain, Knauf Insulation, Phoebe Putney, Stericycle
Boies Schiller & Flexner	N/A	N/A	James P Denvir III, William A Isaacson	American Express, Apple, Barclays, Cogent Communications, Delta Airlines, SolarCity, Ultimate Fighting Championship
Cooley	Howard Morse	3p, 2c, 9a	M Howard Morse, Marc G Schildkraut	Bertelsmann, Johnson Controls, Meredith Corporation, Move Inc, NetScout, Par Petroleum, Qualcomm, SpaceX, Stratasys
Davis Polk & Wardwell	Michael Sohn	1p, 1c, 3a	Michael N Sohn	BATS Global Markets, Blackbaud, Comcast, Goldman Sachs, Morgan Stanley, Shire, Smith & Nephew, Solvay, Symbion
Fried Frank	Bernard Nigro	2p, 2a	Bernard A Nigro Jr	Van Wagner, Media General, International Rectifier, Merck, Harris Teeter, 24 Hour Fitness, Orbital Sciences
King & Spalding	Jeffrey Spigel	9p, 2c, 10a	Jim Griffin	Arbor Pharmaceuticals, Bank of America, Bass Pro, InterContinental Hotels, Pandora, Progressive, Rock-Tenn

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Firm	Head(s) of Competition	Size	Who's Who Legal: Competition Nominees	Clients
RECOMMENDED				
Mayer Brown	None	8p, 6a	Robert E Bloch, Richard J Favretto	Cargill,, Big Ten college athletic conference, Nestle, Starwood Hotels, HealthNow, Mosaic, United Airlinest
Paul Hastings	Scott Hataway	6p, 3c, 17a	MJ Moltenbrey	American Airlines, Dow Chemical, Equinox, Korean Airlines, Shuanghui, Twin America, LG Display, UTi Worldwide, Sony, eBay
Paul Weiss Rifkind Wharton & Garrison	Kenneth Gallo	4p, 1c, 24a	Kenneth A Gallo, Joseph L Simons	ASCAP, Alaska Communications, Deutsche Bank, Encana, MasterCard, News Corporation, Pfizer, Sharp
Ropes & Gray	Mark Popofsky	3p, 8a	None	Bain Capital, Cablevision, Cubist Pharmaceuticals, Google, Hitachi LG Data Storage, Pfizer, Mallinckrodt, TPG Capital
Sidley Austin	William Blumenthal, Kenneth Glazer	9p, 2c, 7a	William Blumenthal, Kenneth L Glazer	AT&T, Baxter International, Hood Packaging, CSX, Dell, Dow Chemical, Sigma-Aldrich, Catalyst Paper, Monsanto
Stephoe & Johnson	Ed Schwartz	6p, 2c, 5a	Kenneth P Ewing	FedEx, Western Union, LG, Japan Airlines, Republic Services, Rockwell Collins, PhRMA, Mitsubishi Heavy Industries, Entergy
Sullivan & Cromwell	Daryl Libow	2p, 2c, 9a	None	AT&T, Bank of Tokyo-Mitsubishi, BP, British Airways, Goldman Sachs, JP Morgan Chase, NewPage, Valeant
Venable	Lisa Jose Fales	17p, 5c, 8a	None	Ranbaxy, O'Bannon, Crowley Maritime, Fannie Mae, Macerich, National Association of Chain Drug Stores
Vinson & Elkins	Craig Seebald	6p, 7a	Neil W Imus	Agility Logistics, Dart (Solo Cup), FirstSouthwest, Hitachi, Huntsman, Maxell, Southwest, Eagle Rock Energy
Williams & Connolly	N/A	N/A	None	Blue Sky Studios, Fox Sports Networks, Google, Sprint Nextel, Takata, Yankees Entertainment and Sports Network