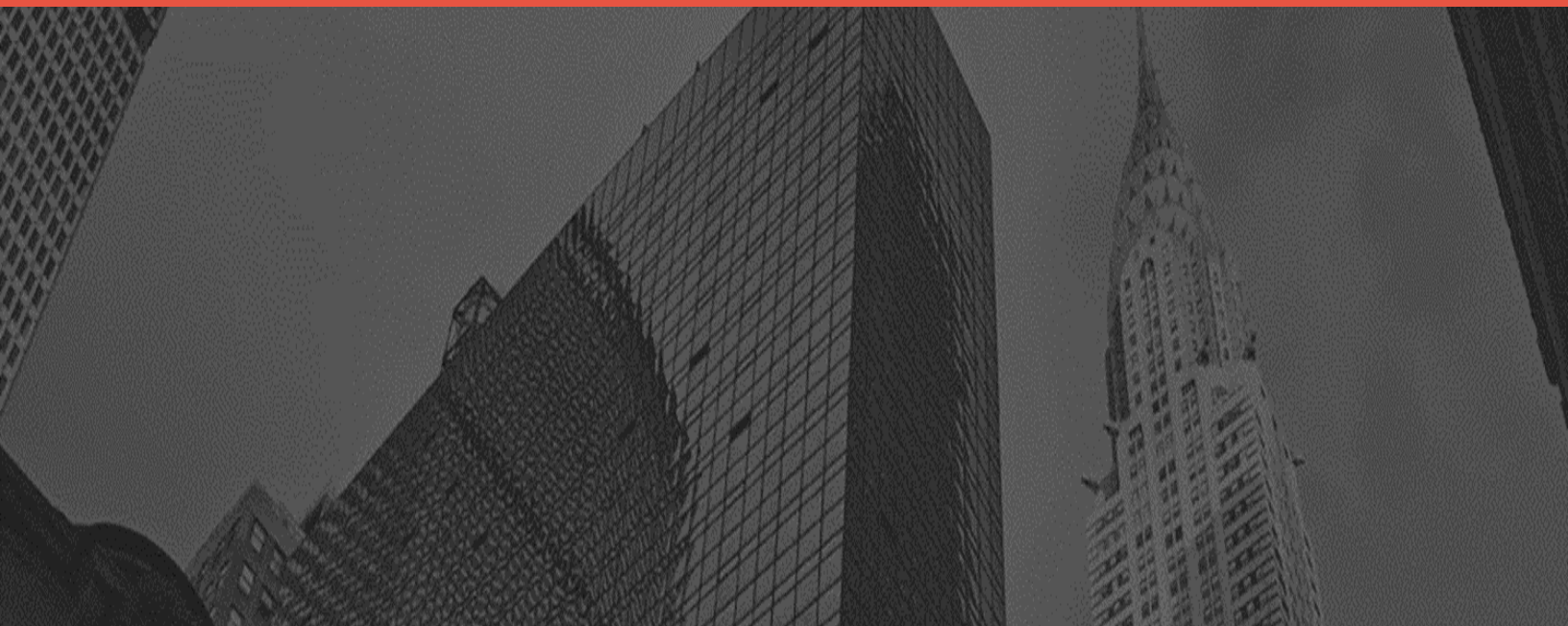


MOSES --- SINGER



INTERNATIONAL PRACTICE



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From our office in New York, Moses & Singer LLP assists international law firms and their clients when companies enter the U.S. market, do business with U.S. companies, need U.S. regulatory guidance or are engaged in U.S. litigations or arbitrations. Reflecting the scope of Moses & Singer's practice, our multidisciplinary team has a proven history of providing services to large international companies, mid-size businesses and emerging companies across a wide spectrum of industries. We work collaboratively with international law firms to provide coordinated and cost-effective services as their clients face the distinctive features of U.S. laws, industry practices, cultural norms and negotiation methods in completing transactions, working with U.S. regulatory agencies and resolving disputes.

Descriptions of our representative practice areas are provided below, and we invest time in understanding each client's U.S. business objectives and how they relate to its existing and planned operations outside of the United States.

- **Banking & Finance.** We represent lenders, borrowers, trustees, agents, issuing banks, confirming banks and other nominated banks, beneficiaries, participants, secured parties, purchasers of negotiable drafts, bills of exchange, and promissory notes, depositary banks, securities intermediaries, and other parties in a wide range of cross-border transactions. We address complex requirements for multi-jurisdictional collateralization and credit support, as well as crafting a workable dispute resolution process and enforcement mechanism. We also have a world-leading letter of credit practice.
- **Bankruptcy & Creditor's Rights.** We represent international clients in various capacities in Chapter 11 proceedings in the U.S. and in Chapter 15 proceedings in the U.S. where there is also an insolvency proceeding pending outside the U.S. We also work with local counsel representing clients in insolvency and bankruptcy proceedings in Europe, South America, and Asia, when an insolvency proceeding outside the U.S. involves U.S. interests.
- **Corporate Organizations, Finance and Transactions.** We represent U.S. entities in offshore international transactions and international clients in U.S. matters. We organize U.S. business entities on behalf of non-U.S. based businesses and advise on capital structure, financings, and employment matters. We handle complex cross-border transactions in a variety of areas including acquisitions and divestitures, securities regulation, financings, licensing and distribution, venture capital, inversion transactions, and joint ventures.
- **Intellectual Property.** In addition to the intellectual property services we provide in connection with our Technology, Data and AI practices (please see below), we advise international clients in their U.S. intellectual property transactions and devising offensive and defensive IP strategies, including the proper allocation of ownership and license rights in multi-party transactions and further addressing such rights when IP has not yet but will be developed during the course of the business relationship. We routinely work with attorneys in other countries in trademark proceedings in international courts and administrative agencies for our U.S. or multinational clients. We also assist non-U.S. clients with trademark clearance, prosecution, and registration in the U.S. and advise non-U.S. law firms on management of their clients' U.S. portfolios.
- **Litigation/Arbitration.** We represent parties in a variety of litigations and arbitrations, as well as in attempting to resolve disputes before they become a formal proceeding. It is common that non-US

parties and US parties choose New York as governing law and jurisdiction in contracts and our firm is therefore frequently at the center of the dispute venue. We frequently handle U.S. litigation where a parallel litigation is pending overseas. We assist clients who are parties to litigation in non-U.S. countries in obtaining documents through discovery processes in U.S. courts and we routinely represent non-U.S. based clients in U.S. proceedings. We provide assistance in connection with the enforcement of non-U.S. judgments in the U.S. and when international counsel seeks to enforce U.S. judgments abroad. We handle arbitrations in the U.S. as well as overseas. One of our partners is a peer-selected member of the "The World's Leading Technology Arbitrators and Mediators," which is administered by the Silicon Valley Arbitration and Mediation Center (of which he is a Board member) and a member of the "Panel of Distinguished Neutrals," administered by the International Institute for Conflict Prevention and Resolution. He has served as an arbitrator in international disputes.

- **Mergers & Acquisitions.** We represent domestic and non-U.S. entities in negotiating and structuring a wide variety of financial and strategic M&A and divestiture transactions. We bring a multi-disciplinary team to the transaction, including IP and IT, tax, employment, securities, real estate and other sub-disciplines to bring efficiency to the management of the entire transaction. We also advise on CFIUS (Committee on Foreign Investment in the United States) aspects of these transactions.
- **Private Clients.** Our attorneys regularly work with international clients in estate planning, wealth preservation, succession planning, and family governance issues, taking into consideration the complex multi-jurisdictional issues and the potential tax ramifications.
- **Private Investment Funds.** We routinely represent clients, including fund sponsors, for cross-border fund formation, compliance, and investment management.
- **Real Estate Transactions.** We represent international companies, funds, and individuals in acquisitions, dispositions, and development of real estate properties, as well as commercial leasing, throughout the U.S. Additionally, we help sellers navigate their FIRPTA withholding tax obligations and reporting requirements to the tax authorities.
- **Securities Regulation and Transactions.** We handle U.S. securities law matters relating to international transactions and disclosure matters, such as Reg S transactions, Section 13 and Section 16 reports, Rule 144A transactions, as well as American Depositary Receipt matters. We also represent U.S. and non-U.S. issuers with respect to registered offerings, stock exchange listings, and ongoing disclosure requirements for publicly listed companies.
- **Tax Matters.** We assist our international clients with tax matters involving the U.S. as well as international jurisdictions. Cross-border transactions almost inevitably touch upon U.S. tax issues – whether inbound (from abroad into the U.S.) or outbound (from the U.S. abroad). We assist our clients with cross-border tax planning and structuring, which can include creating the most appropriate structure for their inbound investment or business activities as well as planning for a sale or an exit transaction. We have experience coordinating with counsel from multiple jurisdictions around the world and architecting structures that take into consideration the client's objectives as well as the tax impact of other jurisdictions.
- **Technology, IP, AI & Data Law.** As data has catapulted into a new business asset class and artificial intelligence is becoming critical for business success, we can assist firms and their clients in data and AI matters in the U.S. as well as the U.S. aspects of these matters in international transactions. Advanced information technology, life science matters, and AI and data raise intellectual property and a myriad of other legal and business issues that are constantly evolving in the U.S. system of a combination of national and state laws. We handle multinational outsourcing transactions and Software-as-a-Service, Platform-as-a Service and even Data and AI as-a-Service. We routinely collaborate with international counsel in these matters and especially when a transaction requires working with the national offices of international vendors.

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