



Laurence T. Sorkin
SENIOR COUNSEL

212.701.3209 Phone
212.378.2370 Fax
lsorkin@cahill.com

Cahill Gordon & Reindel LLP
Eighty Pine Street
New York, NY 10005-1702

Practice:
Antitrust & Trade Regulation
Litigation

Education:
Brown University, B.A., 1964, *summa cum laude*, *Phi Beta Kappa*
Yale Law School, LL.B., 1967
London School Of Economics & Political Science, LL.M., 1968, *Fulbright Scholar*

Clerkships/Government Service:
Honorable J. Joseph Smith, U.S. Court of Appeals, Second Circuit, 1968-1969

Bar Admissions:
New York

Larry is a senior antitrust advisor with over 30 years of experience in both counseling and litigation. He advises in connection with all aspects of antitrust law such as mergers and acquisitions, joint ventures, competitor collaborations, distribution and licensing practices, and price discrimination. He has represented clients before the Federal Trade Commission, the Antitrust Division of the Department of Justice, and state and foreign antitrust authorities, and has litigated a wide range of antitrust issues in federal and state courts. Larry is the co-author of *Understanding the Antitrust Laws* and a member of the Advisory Board of the *BNA Antitrust and Trade Regulation Report* and the Board of Editors of the *Lexis/Nexis Antitrust Report*.

Larry is recognized among the leading antitrust lawyers in New York by *Chambers USA* and *The Legal 500*, and is named in the *2008 Euromoney Legal Media Group Guide to the World's Leading Competition and Antitrust Lawyers* and the *2007/08 PLC Global Competition Counsel Handbook*.

Larry has extensive experience advising clients in merger transactions and is consulted frequently on Hart-Scott-Rodino premerger notification matters. He has coordinated the successful clearances of numerous U.S., European and other premerger filings of complex cross-border transactions.

Larry has defended numerous criminal and civil antitrust investigations and litigated a large number of major private antitrust actions. He has represented clients in U.S. and cross-border investigations of international cartels and related treble damage litigation in a variety of industries, including vitamins, thermal fax paper, sodium gluconate, rubber chemicals, and hydrogen peroxide. He has participated in cases where the extraterritorial application of the U.S. antitrust laws was at issue, including the recent Empagran case decided by the U.S. Supreme Court.

Larry has represented banks and other financial institutions in a variety of antitrust matters, and successfully defended NYCE Corporation (owned at the time by a group of major U.S. banks) in an antitrust action brought by a competitor seeking access to NYCE's automated teller machine network. He has also successfully represented clients in hostile takeover cases, deceptive advertising cases, and trade cases (including the successful defense of an International Trade Commission antidumping proceeding brought against European producers of magazine-grade paper). He has represented the Dramatists Guild, the trade association of American playwrights, for many years, and successfully represented the Guild in the defense of an antitrust action that resulted in the negotiation of the contract used today by playwrights and producers for Broadway productions. He also participated on behalf of the Guild in the landmark case involving a disputed claim of co-authorship of the prize-winning Broadway musical "Rent."

SELECTED MATTERS:

Litigation

- Representation of Household Bank in an antitrust action brought by American Express against Visa, MasterCard and certain of their

member banks alleging that the defendants violated the antitrust laws by adopting exclusionary by-laws that prevented banks that issued Visa or MasterCard credit cards from issuing American Express cards.

- Represented Universal Leaf Tobacco Corporation in a class action brought by farmers alleging a conspiracy among cigarette manufacturers and tobacco dealers to suppress the price of tobacco sold at auction.
- Represented Akzo Nobel N.V. in direct and indirect purchaser actions in the Vitamins antitrust cases.
- Represented Organon USA Inc. and its corporate parent Akzo Nobel N.V., in antitrust litigations alleging abuse of the FDA regulatory process and other improper conduct to exclude competitors' generic drugs.
- Negotiated consent decree on behalf of Élan Corporation plc settling an FTC complaint challenging an agreement for the marketing of a generic drug.

Mergers and Aquisitions

- Representation of White Birch Paper Company, the second largest producer of newsprint in North America, and its controlling shareholder in the acquisition of SP Newsprint.
- Representation of Engelhard Corporation in its \$4.5 billion acquisition by BASF.
- Represented Sola International Inc. in its merger with Carl Zeiss Group.
- Represented Élan Corporation plc in the sale of its primary drug care business to King Pharmaceuticals and also in its sale of certain neurological drug products to Eisai Co. Ltd.
- Represented Mitsubishi Corporation in the formation of its Metal One joint venture with Nissho Iwai Corporation.
- Represented Olsten Corporation in its sale to Adecco S.A.
- Represented Southwestern Public Service Company in its merger with Public Service Company of Colorado.
- Represented Wellcome plc in its sale to Glaxo plc.

European Union

- Working with European counsel for Universal Corporation and its Italian subsidiary, Deltafina S.p.A., in an appeal to the European Court of First Instance challenging a decision by the European Commission to revoke the immunity granted to Universal and Deltafina in connection with an investigation of cartel activity in the Italian raw tobacco market.
- Working with Universal Leaf Tobacco Corporation's European counsel in connection with a second appeal in a case involving alleged cartel activity in the Spanish raw tobacco market.
- Representation of various clients in coordinated U.S. and EU cartel investigations, including leniency applications in both jurisdictions.
- Representation of various clients in negotiating worldwide settlements of private damage claims by large EU purchasers.
- Representation of U.S. and other multinational corporations in connection with the formation of joint ventures required to be notified to EU and Member State competition authorities.
- Advice to various clients on EU competition law aspects of distribution

and licensing arrangements.

- Representation of various clients in connection with EU merger review proceedings.

PROFESSIONAL ACTIVITIES:

Larry has served on the Executive Committee of the Antitrust Law Section of the New York State Bar Association and has also served as chair of the Antitrust Litigation Committee of the New York State Bar Association Section on Commercial and Federal Litigation.

Larry was a member of the board of directors of The Legal Aid Society of New York City and New York Lawyers for the Public Interest and has served for many years on the executive committee of the Yale Law School Association. He is a past president of the YLSA and is currently its chairman. He is the recipient of the Thurgood Marshall Award of the Association of the Bar of the City of New York.

Larry joined Cahill in 1969 and became a partner in 1975. From 1971-73, he taught as a visiting lecturer at Yale University. He is currently an adjunct professor at Fordham Law School and a member of the advisory board of the Institute for Consumer Antitrust Studies at Loyola University (Chicago) School of Law.