



One Firm Worldwide<sup>SM</sup>



## GERMAN ANTITRUST PRACTICE

Our German antitrust practice represents the largest national quota among Jones Day antitrust partners in Europe. The practice has been successful over the years because of its single-minded focus on understanding and achieving our clients' business objectives. Effective guidance can make the difference between capitalizing on strategic opportunities and losing those opportunities to business rivals.

Four partners, assisted by a number of dedicated associates, advise our clients on competition and regulatory matters in Frankfurt and Brussels.

We have comprehensive know-how and experience in handling all aspects of national, European and international competition law across all stages of proceedings.

We regularly deal with officials at the Federal Cartel Office and the European Commission and have extensive experience in handling antitrust law matters before more than 50 competition agencies worldwide.

The German Antitrust Practice is experienced in all of these areas and more. Most important, we have an impressive record of contributing to the best possible resolution of the issues faced by our clients in virtually every sector of the economy — new and old.

Because regulators exchange information across borders, we work in closely integrated teams, not only in Europe but also across the Atlantic, particularly with our office in Washington, and in Asia, where we have teams in Shanghai, Tokyo and Taipei.



## MERGER CONTROL

We have comprehensive experience in handling merger-control filings with the German Federal Cartel Office (*Bundeskartellamt*) and the European Commission. Our experience extends to all stages of merger proceedings, from the pre-notification phase and the effective representation of our clients in first- and second-phase proceedings to the appellate review.

Having long recognized the importance of integrated review and oversight of merger filings, and as a result of our extensive practice in this area, we have developed a coordinated approach to dealing with such filings.

This is particularly important in the era of globalized business, in which transactions are commonly subject to pre-merger notification filing requirements and review in multiple jurisdictions around the world. Familiarity with these regulations and the ability to seamlessly and effectively coordinate merger filings and the review process on a global basis are often critical to the timely closing of a transaction.

Jones Day is one of the leading firms handling EC merger-control matters. Our partners worked on many headline proceedings and have the relevant sector-specific experience:

- **Information technology:** SAP / Business Objects (M.4944), Google / Doubleclick (M.4731), Oracle / Siebel (M.3978), Oracle / Peoplesoft (M.3216), Babcock Borsig / MG Technologies / SAP Markets / Deutsche Bank / VA Tech / ec4ec (M.2270, M.2172), SAP / Siemens / JV (M.2138), Deutsche Bank / SAP / JV (M.2027), Invensys / Baan (M.2024), SAP / Heidelberger (M.1114), Deutsche Telekom / SAP-S (M.705).

- **Financial services:** State Street Corporation / Deutsche Bank Global Securities (M.3027), HUK-COBURG / Wiener Städtische / HMA (M.2556), CGNU / ASEVAL (M.2012), Swiss Life / Lloyd Continental (M.1499), KKR / Willis Corroon (M.1280), General Accident / Commercial Union (M.1142).
- **Chemical and pharmaceutical industries:** Sumitomo / ITOCHU / Toyo / AK&N (M.4769), Abbott / Guidant (M.4150), Carlyle / Advent / HT Troplast / JV (M.3642), Koch / Invista (M.3341), Johnson Professional Holdings / Diversey Lever (M.2665), Koch / KoSa (M.2628), Angelini / Phoenix / JV (M.2432), Industriekapital / Dyno (M.1813), AgrEvo / Marubeni (M.788).
- **Energy:** Siemens / VA Tech (M.3653), Total / GdF (M.3410), ECON / Midlands Electricity (M.3306), Verbund / Energie Allianz (M.2947), Wendel-KKR / Legrand (M.2917), EDF / EnBW (M.1853).
- **Telecoms:** France Telecom / Amena (M.3920), BT / Radianz (M.3695), BT / Albacom (M.3689), BT / Infonet (M.3641), BT / Concert (M.2642), BT / Esat Digifone (M.2282), Telia / Telenor (M.1439), WorldCom / MCI (M.1038), BT / MCI (M.856 and M.353).
- **Consumer products:** Procter & Gamble / Gillette (M.3732), Procter & Gamble / Wella (M.3149), SEB / Moulinex (M.2621), Carrefour / Promodès (M.1684).
- **Automotive:** Bridgestone Americas / Bandag (M.4564), WL Ross / BST (M.4389), International Automotive Components Group / Lear Corporation (M.4243), Toyota / UK (M.2120), Woco / Michelin (M.1907), CVC / BTR Siebe Automotive Sealing Systems (M.1869), Suzuki Motor / Suzuki KG / Fafin (M.1825), Delphi Automotive Systems / Lucas Diesel (M.1784), TRW / LucasVarity (M.1462).
- **Metallurgy and mining:** Norilsk Nickel / OMG Nickel (M.4476), Nissho Iwai / Nichimen (M.3098), Timken / Torrington (M.3011), Mitsubishi / Nissho Iwai / JV (M.2869), BHP / Billiton (M.2413), Drum Holdings / NatWest Equity / CVC (M.1206), NatWest / Schroeder / Sheffield Forgemasters (M.738).
- **Building and paper:** Koch Industries / Georgia-Pacific (M.4054), CVC / Torraspapel (M.1728), Smurfit Condat / CVC (M.1319), DLJ / FM Holdings (M.1139).

- **Infrastructure, real estate, logistics:** Cerberus / Goldman Sachs / Wittur (M.4112), CMA CGM / Delmas (M.3973), Deutsche Bahn / WestLB / Aurelis / JV (M.3124), Flughafen Berlin (II) (M.2262), Brambles / Eurocontainer (M.2023), CVC / Danone / Gerresheimer (M.1539), Flughafen Berlin (M.1255).
- **Music, entertainment, broadcasting and travel industries:** KKR / Harman (M.4696), BMG / Universal (M.4404), Sony / BMG (M.3333), Cendant / Galileo (M.2510), CLT / Disney / SUPER RTL (M.566).

## ANTITRUST INVESTIGATIONS

We regularly represent clients confronted with antitrust investigations and in many cases work together with our Corporate Criminal Investigations Practice in marshalling knowledge and practical experience in these matters.

We are one of the few firms that are able to formulate effective and creative strategies for defending clients faced with allegations of criminal wrongdoing in jurisdictions that actively enforce criminal sanctions against antitrust offenders, such as the United States, Canada, the United Kingdom, Ireland and Japan. This is because increasingly global enforcement efforts often require a global response. As stated by Neelie Kroes, the European Commissioner for Competition Policy:

Cartels are the most damaging form of anti-competitive behavior ... and they increasingly take place on an international scale. That is why we must join in a rigorous action and be equipped to overcome those same geographical boundaries that the cartelists have conquered!

We have had success achieving the full range of resolutions for clients: convincing the government not to bring charges, securing immunity for targets of an investigation and obtaining leniency under the European Commission and Federal Cartel Office amnesty programs.

Some of the proceedings in which Jones Day lawyers have provided counsel to clients are:

- Vitamins (1998–1999)
- Cardboard proceedings (1994–2000)

- Pre-insulated pipes (1996–2002)
- Austrian banks (1997–1998)
- Industrial insurers (2002–2004)
- Pharma wholesale (2003–2006)
- Paper manufacturing (2004–2008)
- Portland cement (2003–2005)
- German Pharmacists Associations (2007–2008)
- Pharmaceutical patent abuse (2006)

## ANTITRUST COMPLIANCE

We have assisted a number of *Fortune* 500 companies in the development and rollout of effective antitrust compliance programs. We also advise clients in the development of anti-corruption programs, which are closely related to the compliance programs under antitrust law, and we use the particular experience of our US lawyers in addressing potential issues under the US Foreign Corrupt Practices Act.

Depending on our clients' needs, we may offer several or all of the modules that are necessary to set up an effective compliance program, such as:

- **Baseline risk assessment** to determine the risk of non-compliance and identify the employees whose job activities potentially involve interaction with the competition.
- **Conceptual design** of the program, where the degree of risk faced determines the extensiveness of the training that should be conducted and the appropriate amount of monitoring that should be put in place.
- **Drafting written components** including the style, format and operation of any existing compliance policies.
- **Education and rollout**, including seminars for affected employees, material for presentation by in-house counsel, and remote training tools (web-based education, for example, where we assist in identifying and selecting an appropriate provider of services).
- **Monitoring and updating**, including internal reporting and whistle-blowing procedures and in-class or electronic refresher courses.

## ANTITRUST COUNSELING

The German Antitrust Practice of Jones Day covers the full range of commercial agreements, including joint ventures. We prepare the structure of distribution and license systems and advise on their implementation. We have in-depth knowledge regarding the development and operation of such systems in a variety of industries, such as:

- Chemistry.
- Computer software and hardware.
- Entertainment electronics.
- Cardboard and paper.
- Motor vehicles and spare parts.
- Pharmaceuticals.

In addition, we have particular experience in providing counseling services under antitrust laws regarding selective distribution systems, e.g., in the area of the IT and cosmetics industries.

Our experience enables us to offer our clients comprehensive counseling services for the assessment of systems for patent, know-how, copyright and other licenses.

We also have extensive experience in counseling clients regarding the structuring and restructuring of contractual and corporate joint ventures that raise questions under antitrust law.

## STATE AID CONTROL

Jones Day is one of the leading law firms practicing state aid law in the European Union. We have particularly strong state aid practices in our offices in Brussels, Paris and London.

The *JUVE Handbook 2007/2008* lists Jones Day among the six leading law firms in this area. Global Competition Counsel counts Jones Day partner Thomas Jestaedt among the eight leading lawyers practicing subsidy law in Europe.

Mr. Jestaedt served as main coeditor and coauthor of a study for the European Commission on the application and implementation of EU state aid law in the Member States, which was published in 2006.

Jones Day advises private parties, receiving or being affected by the grant of state aid, as well as public bodies granting such aid. In some cases, we are on the side of parties receiving subsidies; in other cases, we are acting on behalf of parties filing complaints.

- **Public banks:** Counsel to several public banks in proceedings on state guaranties as well as in proceedings on capital injections by the individual German *Länder*.
- **Aviation:** Counsel to a European Member State regarding the restructuring of the national flag carrier.
- **Investment aid:** Several cases regarding investment projects in the *Länder* in the former East Germany.
- **Pension funds:** Counsel to a national telecommunications provider in Europe with regard to restructuring of a pension fund for civil servants.
- **Infrastructure:** Counsel to parties receiving subsidies and competitors on several measures to improve infrastructure, such as at airports and harbors.

## RELATED REGULATORY ISSUES

- **Sector-specific antitrust regulation of the telecommunications industry:** Jones Day was involved in a number of interconnection proceedings, rate-regulation cases and cases concerning the abuse of dominant market positions before the German telecommunications regulator (*Bundesnetzagentur*). Jones Day regularly advises clients in the fixed and mobile telephony business as well as satellite operators on all telecommunications law issues, under the jurisdiction of both the telecommunications regulator and the *Bundeskartellamt*.
- **Aviation:** Jones Day represents airlines on issues concerning the liberalization of the European ground handling markets as well as general aspects of competition law.
- **EC Regulations:** In the area of European regulatory law, Jones Day regularly advises on issues concerning the environment and the chemicals industry. Examples are

the implementation of the obligations arising from the new Regulations on WEEE, RoHS and REACH.

- **Public procurement law:** Jones Day lawyers have practiced in the area of German and European public procurement law for years. In particular, we have in-depth experience regarding large infrastructure projects (e.g., airports).
- **Anti-dumping and anti-subsidy:** Jones Day handles proceedings against foreign imports as well as proceedings in any issues arising from the WTO. We have a robust relationship with the Directorate General for Trade of the European Commission, which is responsible for these issues.

## REPRESENTATION BEFORE THE EUROPEAN COURTS

Jones Day partners have represented clients in a number of proceedings at the European Court of Justice and the European Court of First Instance in Luxembourg.

Successful matters in the recent past include proceedings against decisions by the European Commission regarding the cooperation between mobile telephony operators in Germany (T-328/03; 2006) and state aid for a national logistics business (T-613/97; 2006).

The court matters we handle relate to a variety of agency proceedings and industries involving, for instance, cartel proceedings against the European carton industry, state aid for a Dutch salt producer and the interpretation of the EC Directive "TV without Frontiers" in Germany.

Representative matters handled during the last two years are listed below:

- **State aid:** T-613/97 (UFEX, DHL International SA, Federal Express International (France) SNC and CRIE SA / Commission), T-81/04 (Bouygues SA and Bouygues Telecom / Commission), T-475/04 (Bouygues SA and Bouygues Telecom / Commission), T-60/05 (UfEX et al. / Commission), T-289/03 (BUPA / Commission), C-341/06 and C-342/06 (Chronopost, La Poste / UFEX, DHL International SA, Federal Express International (France) SNC and CRIE).

- **Antitrust:** T-328/03 (O2 (Germany) / Commission), T-53/06 (UPM-Kymmene / Commission), C-167/04 (JCB Service / Commission), T-206/06 (Total and Elf Aquitaine / Commission), T-190/06 (Total and Elf Aquitaine / Commission), C-189/02 (Dansk Rørindustri A/S and others / Commission), T-174/05 (Elf Aquitaine / Commission), T-60/05 (UFEX, DHL International SA, Federal Express International (France) SNC and CRIE / Commission), T-295-06 (Base / Commission), T-111/08 (MasterCard / Commission), T-56/08 (IEA, ETS-Europe, DIPF and IQB / Commission).
- **Telecoms, EC law:** T-295/06 (Base / Commission), C-438/04 (Mobistar / IBPT), C-33/04 (Commission / Luxembourg).

## GLOBAL ANTITRUST PRACTICE

Jones Day's Antitrust & Competition Law Practice consists of more than 135 counselors and litigators, located in 19 offices in the U.S., Europe and Asia. We are recognized in professional publications and rankings as one of the leading antitrust practices in the world.

Jones Day has been involved in some of the most significant antitrust matters in history, and that pattern has continued in recent years. We are privileged to represent both large international corporations and innovative small companies, in industries ranging from media and entertainment to waste disposal and from chip production to automobile manufacturing.

Various Jones Day's partners served at the Directorate General for Competition of the European Commission, the U.S. Federal Trade Commission and the U.S. Department of Justice in Washington, D.C. Jones Day is the only law firm whose partners have had the privilege of leading both US antitrust agencies.

In Europe, Jones Day has more than 45 competition lawyers in:

- Brussels
- Frankfurt
- London
- Madrid
- Milan
- Munich
- Paris

Whether it is a merger or acquisition, a joint venture or strategic alliance, a B2B or other distribution strategy, a patent license, a technology development agreement, a strategic litigation matter, or another regulatory problem that requires market analysis, antitrust and competition lawyers are part of the team required to get the job done.

## EXTERNAL RECOGNITION

### **Jones Day's Antitrust Practice is consistently at the top of the "Competition Super League" (PLC Which lawyer? April 2007)**

In its recent publication of the Competition Super League, *PLC Which lawyer?* named Jones Day as having one of the top 5 competition law practices in the world. To arrive at this conclusion, the publisher interviewed in-house counsel and practitioners in various jurisdictions, ranking law firms for their experience in antitrust and competition law.

### **The JUVE Handbook lists Jones Day as one of the top practices with German antitrust lawyers in Germany and Brussels (November 2007)**

In the *JuVE Handbook 2007/2008*, the German commercial law firm directory that is the most authoritative legal directory for the German market, Jones Day is listed among the top 12 leading antitrust practices with German antitrust lawyers based in Brussels and Frankfurt. Frankfurt partner Carsten Gromotke and Brussels partner Thomas Jestaedt were recognized as "often recommended lawyers", while Thomas Jestaedt is also separately listed as a "leading partner" in the antitrust field.

### **Chambers Europe names seven Jones Day antitrust lawyers as "leading individuals" in the competition/antitrust area (May 2007)**

*Chambers Europe* listed the following Jones Day Antitrust & Competition Law practitioners in its 2007 annual directory:

- Bernard E. Amory (Brussels)
- Marta Delgado (Madrid)
- Carsten T. Gromotke (Frankfurt)

- Thomas Jestaedt (Brussels)
- Raimundo Ortega (Madrid)
- Eric Morgan de Rivery (Paris and Brussels)
- Alexandre Verheyden (Brussels)

Jones Day was recognized as having a leading competition practice across Europe, as well as in Belgium, France and Spain. In addition, Jones Day was featured in *Chambers Global* as having one of the leading global antitrust practices, with a first-tier ranking in the US.

*European Legal Experts 2007/The Legal 500 Europe* identified the following Antitrust & Competition Law partners as highly recommended in the field of EU and competition law:

- Bernard Amory (Brussels)
- Carsten Gromotke (Frankfurt)
- Stefano Macchi di Cellere (Milan)
- Eric Morgan de Rivery (Paris)
- Alexandre Verheyden (Brussels)

### **Jones Day's US Antitrust Practice ranks #1 in Chambers USA (June 2007)**

Jones Day's Antitrust & Competition Law Practice received #1 rankings in the US and in the District of Columbia in *Chambers' 2007* guide. *Chambers'* commentary praised Jones Day as having "excellent resources and a very large team" in the antitrust area, with "undoubted strength" in size and "the way it operates as a networked system of offices throughout the country and beyond". The following US antitrust partners were selected as leading lawyers in the antitrust field:

- Thomas Demitrack (Cleveland)
- Kathryn M. Fenton (Washington)
- Jeffrey A. LeVee (Los Angeles)
- Michael S. McFalls (Washington)
- L. Trammell Newton, Jr. (Atlanta)
- Phillip A. Proger (Washington)
- Robert H. Rawson, Jr. (Cleveland)
- Joe Sims (Washington)
- Toby G. Singer (Washington)

## ONE FIRM WORLDWIDE

Since 1893, Jones Day has grown, in response to our clients' needs, from a small, local practice to a truly global firm with more than 2,500 lawyers in 37 offices around the world. Jones Day is one of the largest international law firms, and we count more than 250 of the *Fortune* 500 among our clients. More than 400 lawyers work in Europe, 70 of whom are German nationals.

Our Firm's success stems from key strengths emanating from our One Firm Worldwide concept:

- Client focus.
- Legal skill.
- Depth of professional experience and resources.
- Team orientation.
- A one-Firm organization.

Our dedication to delivering the best of the Firm in every client engagement has not gone unnoticed. It has earned Jones Day industry awards and recognition year after year.

- **No. 1 in Client Service** – The only firm to have earned top ratings year after year. We have ranked No. 1 six times in the annual survey that measures client service excellence. The BTI Consulting Group (2002–2011)
- **No. 1 for Number of M&A Deals Worldwide**  
Thomson Financial, Bloomberg (2000–2011)
- **M&A Deal of the Year and China Deal of the Year**  
*Asian Legal Business* China Law Awards (2007)
- **Chambers USA “Rank 1” Honors**  
*Chambers USA* recognized our Antitrust, Intellectual Property, Labor & Employment, Product Liability, and Retail practices (2007)
- **International Law Firm of the Year**  
*Asian Legal Business* China Law Awards (2005, 2006)
- **International Arbitration Firm of the Year**  
*Asian Legal Business* Southeast Asia Law Awards (2005, 2006)
- **Who Represents America's Biggest Companies**  
Jones Day is among the “Upper Crust” in *Corporate Counsel's* annual survey (2007)

## LAWYER CONTACTS



**Carsten Gromotke** graduated from the Free University of Berlin (1987), where he also received a PhD in law (1996), in addition to having earned an LLM from Southern Methodist University (1995). He qualified in 1990. Carsten is based in Frankfurt where he heads Jones Day's German Antitrust Practice.



**Thomas Jestaedt** studied law at the Universities of Bonn and Munich, from which he graduated (1978) and received a PhD in law (1985). He also holds an LLM from the University of Michigan (1985). Thomas qualified in 1981 and practiced in Washington, London and Munich earlier in his career. He is based in Brussels, where he focuses on EU competition, state aid, public procurement and general EU law.



**Holger Neumann** graduated from the University of Freiburg (1990) and received a PhD in law from the University of Frankfurt (1997), in addition to having earned an LLM from the University of San Diego (1995). He qualified in 1995. Holger is based in Frankfurt, where he heads Jones Day's German regulatory practice.



**Johannes Zöttl** studied law at the Universities of Passau, Cardiff and Würzburg, where he graduated (1994) and received a PhD in Law (1998). He qualified in 1998 and worked for the German law firm Hengeler Mueller before he joined Jones Day in 2002. Johannes is based in Frankfurt. His practice focuses on antitrust matters.

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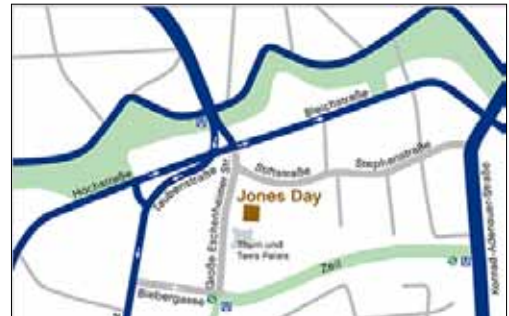
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## JONES DAY GLOBAL LOCATIONS

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CLEVELAND  
COLUMBUS

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FRANKFURT  
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TAIPEI  
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