

# SULLIVAN & CROMWELL LLP

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## Lawyers



### Michael H. Steinberg

Partner

#### Los Angeles

T. +1-310-712-6670

F. +1-310-712-8800

steinbergm@sullcrom.com

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Michael Steinberg is a partner in the Los Angeles office of Sullivan & Cromwell and is a member of the Firm's Litigation Group. For over thirty years, Mr. Steinberg has successfully represented leading businesses and prominent individuals in their most high-profile and challenging cases. Mr. Steinberg is a Fellow of the American College of Trial Lawyers and has tried a broad range of cases, running the gamut from M&A disputes to criminal matters.

Mr. Steinberg became a partner in 1995. He is the coordinating partner for Los Angeles litigation and serves on the Firm's ProBono Committee.

#### **Professional Activities and Community Involvement**

- Member, Stanford Law School's Board of Visitors
- Prior Chair, Member of the Executive Committee and Member of the Board of Directors of Public Counsel

#### **Honors**

- Fellow, American College of Trial Lawyers
- Fellow, American Bar Foundation
- Fellow, Litigation Counsel of America
- BTI Client Service All-Star (2013 and 2019)
- *Financial Times North America Innovative Lawyers* 2016 – "Highly Commended" by *Financial Times* for role in *Franco-Gonzalez, et al. v. Holder, et al.*
- Global Pro Bono Dispute of the Year, The American Lawyer Global Awards – firm recognized for role in *Franco-Gonzalez, et al. v. Holder, et al.* (2014)
- Beacon of Justice Award, National Legal Aid & Defender Association (NLADA) - firm recognized for role in *Franco-Gonzalez, et al. v. Holder, et al.* (2014)
- Jack Wasserman Memorial Award for Excellence in

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#### PRACTICES & CAPABILITIES

**Litigation**

**Antitrust**

**Bank Regulatory**

**Appellate**

**Criminal Defense & Investigations**

**Intellectual Property & Technology Litigation**

**Products Liability & Mass Torts**

**Mergers & Acquisitions**

**Financial Services**

**M&A Litigation**

**Corporate Governance**

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#### EDUCATION

**1986, Stanford Law School, J.D.**

**1983, UC Berkeley, A.B.**

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#### BAR ADMISSIONS

**California**

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#### CLERKSHIPS

**The Honorable Thomas P. Griesa, United States District Court, Southern District of New York, 1986-1987**

- Litigation, American Immigrants Lawyers Association (2014)
- Equal Justice Advocacy Award, ACLU (2014)
  - Law Firm Pro Bono Award, Public Counsel – recognized for role in *Franco-Gonzalez, et al. v. Holder, et al.* (2012)
  - Equal Access Advocacy Award, ACLU (2011)

### **Recognitions**

- *The American Lawyer*
- *Chambers USA*
- *The Legal 500 United States*
- *National Law Journal*
- *The Best Lawyers in America*
- *Super Lawyers*

### **SELECTED REPRESENTATIONS**

Mr. Steinberg's recent non-confidential assignments have included:

#### ***Products Liability***

- *In re Volkswagen MDL*. Counsel for VW in connection with a wide array of consumer litigation related to VW's sale of certain diesel automobiles.
- *Procter & Gamble/Philips Oral Healthcare NAD Arbitration*. Lead counsel for Philips in an NAD proceeding and, later, an NARB Appeal related to the "Start Your Day" commercials. Philips was cleared of Procter & Gamble's challenge to Philips' clinical study establishing the superiority of its product and the propriety of a sound comparison between the competing toothbrushes.
- *Coe et al. v. Philips Oral Healthcare Inc. et al.* Lead counsel for Philips in a nationwide class action suit seeking \$460 million in damages. The District Court denied nationwide class certification, sanctioned Plaintiffs for their litigation conduct, and dismissed or entered summary judgment against each of the plaintiffs. Decisions are reported at 2014 WL 585858 (W.D. Wash. Feb. 14, 2014), 2014 WL 722501 (W.D. Wash. Feb. 24, 2014), 2014 WL 5162912 (W.D. Wash. Oct. 14, 2014) and 2014 WL 5450111 (W.D. Wash. Oct. 24, 2014).
- *In re Philips Magnavox TV Litigation*. Lead counsel for Philips in connection with a purported consumer class action asserting a defect in more than \$1.7 billion of flat-screen television sets, which was settled on terms favorable to Philips.
- *In re Bisphenol-A (BPA) Polycarbonate Plastics Product Liability Litigation*. Lead counsel for Philips in connection with a \$1 billion consumer class-action fraud claim relating to the

industry-wide use of the controversial chemical Bisphenol-A (BPA) in baby feeding products. The decision on defendants' motion to dismiss is reported at 687 F. Supp. 2d 897 (W.D. Mo. 2009). In 2011, the matter was ultimately resolved favorably through a settlement that provided a "most favored nations" clause in favor of Philips.

- *Oreck v. Dyson*. Lead counsel for Dyson in connection with a series of Lanham Act litigations with Oreck, including successfully obtaining dismissal on res judicata grounds, see 544 F. Supp. 2d 502 (E.D. La. 2008), and pursuing Oreck for various false advertising claims. See 560 F. Supp. 2d 398 (E.D. La. 2009).

### **M&A and Corporate Governance**

- *Lax v. Volcano*. Lead counsel for Philips and, post-acquisition, target Volcano in Delaware derivative litigation seeking to enjoin Philips' \$1.2 billion purchase of Volcano Corporation. In dismissing all claims against defendants on a motion to dismiss, the Court of Chancery extended the cleansing protections of a non-coerced, and fully informed vote to Section 251(h) tender offers. (See 143 A3d. 727 (Del. Ch. 2016).) That decision was affirmed by the Delaware Supreme Court on appeal.

- *Energy Transfer v. Enterprise and Enbridge*. Lead counsel for Enbridge in achieving a unanimous defense verdict in favor of Enbridge after a five week jury trial in state court in Dallas, Texas on a claim of conspiracy. Plaintiff Energy Transfer had claimed in excess of \$1 billion plus exemplary damages against Enbridge. The jury returned a verdict of liability against the other defendant, Enterprise Products, for \$319 million in damages and \$595 million in disgorgement damages.

- *Brinckerhoff v. Enbridge Energy Company, Inc.* Lead counsel for Enbridge Inc., its directors, and subsidiary Enbridge Pipelines (Alberta Clipper) L.L.C. in a class action litigation and derivative suit arising from Enbridge Energy Partners, L.P.'s purchase of a 66.67% interest in the American segment of the Alberta Clipper pipeline from its general partner in 2015, which included a ruling from the Delaware Supreme Court fundamentally changing the law on the application of the "entire fairness" doctrine.

- *Brinckerhoff v. Enbridge Energy Company, Inc.*, C.A. No. 5526 (Del. Ch. Ct. 2011). Lead counsel for Enbridge, Inc. in a derivative lawsuit seeking to unwind the critical restructuring of the Alberta Clipper pipeline that occurred during the depths of the financial crisis. The Chancery Court dismissed that lawsuit with prejudice on a motion to dismiss. After two

separate arguments before the Delaware Supreme Court, the Supreme Court affirmed the dismissal on the grounds advanced by Enbridge. See 67 A.3d 369 (Del. 2013).

- *Ligman v. Connelly*. Lead counsel for the directors of Enbridge Energy Partners, L.P. in a derivative suit brought in Texas state court arising out of the largest oil spill in the Midwest, which was dismissed with prejudice on a motion to dismiss.
- *In re Trident Microsystems*. Lead counsel for NXP Semiconductors in bankruptcy proceedings in Delaware relating to the bankruptcy of Trident Microsystems, where NXP is the principal vendor and the majority shareholder.
- *BCE Going-Private Transaction*. Mr. Steinberg represented and advised BCE on U.S. litigation and legal issues in connection with its \$50 billion going-private transaction, including its multiple litigations with bondholders and various investigations relating to the proposed LBO.

### ***Antitrust and Competitive Challenges***

- *Applied Materials v. ASM International*. Lead counsel for ASM International in defending “threatened” misappropriation of trade secrets claim brought by competitor Applied Materials.
- *In re: Polyurethane Foam Antitrust Litigation*. Brought in as lead trial counsel for FXI 11 weeks before trial. Plaintiffs collectively sought in excess of \$3 billion in damages. By putting together persuasive defenses to four separate trials in six months, S&C secured favorable settlements. Decisions related to this representation are reported at 86 F. Supp. 3d 769 (N.D. Ohio, 2015), 2015 WL 520930 (N.D. Ohio Feb. 9, 2015), 2015 WL 1639269 (N.D. Ohio Feb. 26, 2015), 2015 WL 4459636 (N.D. Ohio Jul. 21, 2015).
- *Nero AG v. MPEG LA, L.L.C.* Lead counsel for MPEG LA in a lawsuit brought by MPEG’s licensee Nero AG alleging that MPEG had violated Section 2 of the Sherman Act related to its licensing of critical technology placed in an innovative patent pool. In two separate decisions, the District Court dismissed the challenge on two motions to dismiss. Decisions granting MPEG LA’s motions to dismiss are reported at 2010 WL 4366448 (C.D. Cal. 2010) and 2010 WL 4878835 (C.D. Cal. 2010).
- *Volumetrics v. ATL Ultrasound*. After an unfavorable jury verdict of \$360 million against ATL, ATL retained Mr. Steinberg to represent it in its post-verdict proceedings, including an appeal to the U.S. Court of Appeals (Fourth Circuit).
- *The Procter & Gamble Company and The Gillette Company*. Lead counsel providing advice to an industrial firm

in connection with objections to the acquisition of The Gillette Company by The Procter & Gamble Company, including advice on dissolving a joint venture in a competitive overlap situation.

### **Contract**

- *Exatel v. NXP*. Lead counsel for NXP Semiconductors in an ICDR Arbitration and in related federal court proceedings in a dispute pursued by Exatel blaming NXP and seeking \$80 million in damages. Four days into the ICDR Arbitration Hearing, the Israeli firm dismissed its case for zero consideration.
- *R&O Pharmacy LLC v. Valeant Pharmaceuticals North America LLC*. Lead counsel for Valeant in connection with a federal lawsuit brought by a California pharmacy alleging that it did not owe \$70 million in outstanding invoices. The case settled on favorable terms for Valeant.
- *Coughlan v. NXP B.V.*, C.A. No. 5110 (Del. Ch. Ct. 2011). Lead counsel for NXP in a contractual dispute related to post-closing obligations in Delaware Chancery Court where summary judgment was granted in its favor.
- *Spieker, et al. v. Blackhawk Parent LLC*. Lead counsel for former partners of Spieker Properties challenging key elements of the \$39 billion Equity Office Properties going-private transaction.

### **Disputes with Governmental Entities**

- *Puerto Rico v. Carpenter*. Lead counsel to FXI in connection with claim by Puerto Rico seeking injunctive relief and damages for itself and in parens patriae. FXI led defense group to obtain a dismissal with prejudice on a motion to dismiss.
- *Texas v. VW; Arizona v. VW*. Counsel to VW in connection with governmental claims related to advertising and environmental aspects of VW's Dieselgate controversy.
- *ABN AMRO v. MBIA*. Brought in before trial to represent several large financial institutions challenging MBIA's 2009 multi-billion dollar restructuring in Article 78 and federal court proceedings.
- *Canyon Capital v. City of Los Angeles*. Lead counsel for Canyon Capital in connection with a challenge to the application of a Los Angeles City tax that overcharged millions in taxes against Canyon.
- *Ares v. City of Los Angeles*. Lead counsel for Ares in connection with a challenge to the application of a Los Angeles City tax that overcharged millions in taxes to Ares.

- *Franco v. Holder*. Co-Lead counsel representing a class of severely mentally disabled immigrants seeking assistance in connection with prolonged detentions in immigration proceedings. In April 2013, the District Court entered a permanent injunction providing for counsel for those detained individuals suffering from serious mental illnesses, in which has been hailed as a significant extension of *Gideon v. Wainwright*. In September 2015, S&C secured a favorable settlement providing additional relief to a separate class of individuals who had previously been ordered removed in violation of the Rehabilitation Act. Decisions of the United States District Court related to this assignment are reported at 767 F. Supp. 2d 1034 (C.D. Cal. 2010), 828 F. Supp. 2d 1133 (C.D. Cal. 2011), and 2011 WL 5966657 (C.D. Cal. 2011), 2011 WL 11705815 (C.D. Cal. 2011), 2011 WL 11737231 (C.D. Cal. 2011), 2011 WL 5966657 (C.D. Cal. 2011), 2013 WL 3674492 (C.D. Cal. 2013), 2013 WL 8115423 (C.D. Cal. 2013) and 2013 WL 8116823 (C.D. Cal. 2013).
- *People v. Sons*. Co-led an 11-year representation of individual convicted of first-degree murder of a police officer. As a result of the representation and after three retrials, Mr. Sons has been freed. Appellate decisions relating to that representation are found at 125 Cal. App. 4th 110 (2004) and 164 Cal. App. 4th 90 (2008).