

# SULLIVAN & CROMWELL LLP

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## Lawyers



### Michael H. Steinberg

Partner

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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 Pro Bono 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
- Senior Fellow, Litigation Counsel of America
- BTI Client Service All-Star (Recognized for Litigation, 2013, 2019, and 2020; Recognized for M&A, 2020)
- *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 Litigation, American Immigrants Lawyers Association (2014)

#### PRACTICES & CAPABILITIES

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**Litigation**

**Antitrust**

**Corporate Governance  
Litigation**

**Criminal Defense &  
Investigations**

**Intellectual Property &  
Technology Litigation**

**Products Liability & Mass  
Torts**

**Supreme Court and  
Appellate**

**Corporate Governance**

**Financial Services**

**Bank Regulatory**

**Mergers & Acquisitions**

#### EDUCATION

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

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

#### BAR ADMISSIONS

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**California**

#### CLERKSHIPS

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

- 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)

## SELECTED REPRESENTATIONS

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

- Lead counsel for Anheuser Busch in connection with securities law and fiduciary duty challenges to the acquisition of Craft Brew Alliance.
- 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.
- 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.
- Advising Enbridge on litigation risk related to the simultaneous buy ins of Enbridge sponsored MLPs in 2018 following changes in the attractiveness of MLP sponsorships.
- 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.
- 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.
- 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. That decision was affirmed by the Delaware Supreme Court on appeal.
- 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.

- 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***

- Lead counsel for Grupo Modelo in its two lawsuits challenging Constellation Brand's introduction of Corona Hard Seltzer, Modelo Ranch Water and Modelo Reserva products.
- Brought in as lead trial counsel for trial for Anheuser Busch in dueling trademark infringement claims related to Patagonia's and Anheuser Busch's efforts to sell a Patagonia branded beer.
- Lead counsel for ASM International in defending "threatened" misappropriation of trade secrets claim brought by competitor Applied Materials.
- 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.
- 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.
- 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).
- 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.

### ***Disputes with Governmental Entities***

- 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.
- Counsel to VW in connection with governmental claims related to advertising and environmental aspects of VW's Dieselgate controversy.
- 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.
- Lead counsel challenging a Los Angeles City Tax application to a tax payer. Using a novel procedure, the taxpayer succeeded in the challenge.

- Counsel for Plaintiffs in a case challenging a Contra Costa school practice that undermines individualized education and allowing restraints and seclusion in a public school setting.
- 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.
- 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.
- 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.
- 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.

### ***Products Liability***

- Lead counsel to Koninklijke Philips N.V. in connection with a variety of class action and personal injury claims arising out of the 2021 recall of various Respironics medical devices.
- Counsel for Volkswagen in connection with a wide array of consumer litigation related to VW's sale of certain diesel automobiles.
- 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.
- 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.
- 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.
- 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. In 2011, the matter was ultimately resolved favorably through a

settlement that provided a “most favored nations” clause in favor of Philips.

- Lead counsel for Dyson in connection with a series of Lanham Act litigations with Oreck, including successfully obtaining dismissal on res judicata grounds, and pursuing Oreck for various false advertising claims.

### **Contract**

- 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.
- 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.
- 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.
- Lead counsel for former partners of Spieker Properties challenging key elements of the \$39 billion Equity Office Properties going-private transaction.

### **RANKINGS & RECOGNITION**

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