

SULLIVAN & CROMWELL LLP

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Mark Schenkel

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Mark Schenkel is special counsel in Sullivan & Cromwell's Intellectual Property and Technology Transactions Group. Mr. Schenkel's practice is focused on strategic and commercial transactions involving the development, licensing and transfer of intellectual property, data, content, pharmaceuticals and biopharmaceuticals, medical devices, software and other technologies. His practice also includes technology-intensive mergers, acquisitions, divestitures, joint ventures and collaborations, as well as IP litigation settlement agreements.

In addition to his transactional work, Mr. Schenkel regularly counsels a broad range of clients on IP, open source, technology, privacy and cybersecurity matters.

Prior to joining Sullivan & Cromwell LLP, Mr. Schenkel was an associate in the Strategic Technology Transactions and Licensing group of the Silicon Valley office of another global law firm, where his practice was similar but focused more heavily on emerging-growth companies.

Selected Representations

Technology, Media and Telecom

- **ASML**, the world's leading maker of semiconductor lithography equipment, in connection with its worldwide patent cross-license with Nikon, settling 88 pending patent cases
- **Intel** in connection with numerous transactional and strategy matters, including its sale to Apple Inc. of its 5G modem business and associated cellular patents, and various patent sales and licenses
- **Broadcom** in its license to Synaptics of rights to its Wireless IoT Connectivity Business
- **Recruit Holdings** in its \$1.2 billion acquisition of Glassdoor
- **Trulia**, a real estate search technology provider, in its sale to Zillow for \$3.5 billion*
- **DISH** in its acquisition of EchoStar's Broadcast Satellite Business; and its technology supplier agreements for the build-out of its 5G network infrastructure

PRACTICES & CAPABILITIES

General Practice

Intellectual Property & Technology Transactions

Privacy

EDUCATION

2010, UC Hastings College of the Law, J.D.

2007, Tufts University, B.S.

BAR ADMISSIONS

California

- **AT&T** in various commercial transactions
- **AMC Networks** in its investment in RLJ Entertainment
- **Singtel** and its US-based subsidiary **Amobee**, in several acquisitions in the advertising technology space, including Turn, Adconian's U.S. and Australian businesses, Kontera and GrandientX*
- **GoDaddy** in its acquisition of domain names and related assets from Marchex; its acquisition of the majority of Apptix's cloud division; and its acquisition of substantially all the assets of Nodejutsu*
- **lynda.com**, an online education provider, in its sale to LinkedIn for \$1.5 billion*
- **Hortonworks** in several acquisitions, including SequenceIQ and XA Secure*
- **Twilio** in its acquisition of Beepsend*
- **Fitbit** in its acquisition of substantially all the assets of Pebble*
- **Dropcam**, a Wi-Fi video monitoring device manufacturer and hosted services provider, in its sale to Nest Labs, a division of google*
- **Various emerging companies and leading venture capital firms** in connection with early- and late-stage investments in various industries, including analytics, cloud computing, technology infrastructure, e-commerce, social media, and biotechnology, including:
 - **Benchmark Capital**, as the lead investor, in the Series A financing of Snapchat; **IVP**, as the lead investor, in the Series B financing of Snapchat; and **Kleiner Perkins**, as the lead investor, in the Series D financing of Snapchat*
 - **Greylock Capital** in its Series D financing of Nextdoor, a private social network focused on building community in local neighborhoods*
 - **AppDynamics**, an application performance monitoring company, in its Series C and Series D financings*

Healthcare and Life Sciences

- **Kite Pharma** in its \$11.9 billion acquisition by Gilead Sciences
- **Verily Life Sciences**, a subsidiary of Alphabet Inc., in its joint venture with Santen Pharmaceutical to develop and commercialize a portfolio of ophthalmological diagnostics and therapies
- **Impax Laboratories** in its combination with Amneal, to become the fifth largest generic pharmaceutical business in the U.S.; and in certain spin-off transactions
- **Amazon.com** in its acquisition of Pillpack, a mail-order pharmacy business
- Consortium of **Yunfeng Capital** and **Hybio Pharmaceuticals** in their acquisition of Arbor Pharmaceuticals
- **Apple Tree Partners** in its sale of Syntimmune to Alexion Pharmaceuticals

Financial Technology (FinTech)

- **First Republic Bank** in its engagement of FIS to provide its core banking technology
- **American Express Company** in its proposed acquisition of Kabbage, a small business lending technology platform
- **VeriFone** in its \$3.4 billion acquisition by Francisco Partners; and in several spin-off transactions
- **U.S. Bancorp** in its divestiture of its third-party ATM and debit servicing business to Fiserv
- **Silicon Valley Bank** in its acquisition of Leerink Capital
- **AIG** in its acquisition of Hamilton Insurance
- **Fiserv** in its acquisition of First Data
- **GoFundMe** in its acquisition of Crowdrise*
- **Guidewire Software** in several acquisitions of insurance technology companies, including ISCS, EagleEye Analytics and FirstBest Systems*
- **Xoom**, an international money transfer provider, in its sale to PayPal for \$800 million*
- Strategic advice regarding technology systems and IP matters for **various leading financial institutions**

Consumer and Industrial

- **AB Inbev** in its joint venture with Jepsen Brewing, with respect to Blue Girl Beer; and the IPO of its Asian unit, Budweiser Brewing Co. APAC
- **Fiat Chrysler** in its proposed merger with Peugeot; and in various spin-out transactions
- **Volkswagen** in its investment in Argo AI, a leading developer of self-driving vehicle technology
- **Kering** in its sale of Volcom to Authentic Brands Group
- **Sotheby's** in its \$3.7 billion acquisition by BidFair
- **Weir Group** in its \$1.2 billion acquisition of ESCO, the global leader in ground-engaging tools
- **Grubhub** in its merger with Seamless*
- **Booking Holdings Inc.** in various international investment and strategic alliance transactions

*Denotes representations undertaken prior to joining S&C.