

# ORRICK AT A GLANCE

In 2007, clients relied on more than 1,000 Orrick lawyers around the world to help them take advantage of the opportunities and resolve the challenges they faced. What follows is a representative sampling of our work to illustrate how Orrick supported our clients in achieving their most important global business goals.

MAP KEY	
	Alternative Energy
	Emerging Markets
	Funding Business Growth
	Innovative Finance
	Intellectual Property
	Litigation & Arbitration
	Mergers & Acquisitions
	Real Estate
	Business Globalization
	Cross-Border Matter

Represented Master Replicas Inc., a California-based leader in movie prop replicas and pop culture collectibles, in the global combination of Master Replicas, Corgi International Ltd. (a NASDAQ-listed Hong Kong company) and U.K.-based Cards Inc. Orrick also represented Corgi in a number of transactions including cross-border financings with Burdale Financial, Coface and the Synergy Group; the spin-off of Corgi Classics to U.K.-based Hornby Hobbies; and the Corgi spin-off of a manufacturing facility in China.

Provided pro bono assistance to Global Partnerships, a Seattle-based nonprofit organization, to establish a US\$8.5 million microfinance investment fund to expand the reach of financial services for people living in poverty in Latin America.

Represented the SWE&C Liquidating Trust (which was formed upon the confirmation of the Stone & Webster Inc. joint plan of liquidation involving 73 entities, having claims asserted against it in excess of US\$6 billion), on insurance recovery matters against numerous insurance carriers (including Lloyd's) and claims against the Saudi Arabian Oil Company and the Saudi Industrial Bank.

Represented The Dow Chemical Company in obtaining dismissal with prejudice of a putative class action brought by hundreds of Ivory Coast plantation workers under the Alien Tort Claims Act, alleging injuries to their reproductive health. The case was won at the initial pleading stage without extensive discovery.

Represent Wyeth as national counsel in hundreds of cases alleging that the preservative thimerosal, formerly used in pediatric vaccines, caused neurological injury in children. After a 10-day evidentiary hearing in a Maryland case, Orrick won a *Frye* motion to preclude all testimony from plaintiffs' five expert witnesses and defeated plaintiffs' motion to preclude Wyeth's experts. Among the thimerosal cases, this is the first court decision evaluating plaintiffs' experts under the *Frye* standard.

Represented Westbrook Partners, a real estate opportunity fund manager investing on behalf of its funds in the United States, Europe and Asia, on multiple transactions in 2007 totaling in excess of US\$1 billion, including acquisitions, joint ventures, financings and refinancings for hotel, office, retail, residential and development land properties located in California, Hawaii, Oregon, Washington, France and Japan.

Represented Lehman Brothers on more than 45 financings, refinancings, acquisitions and joint ventures of office, industrial, residential, retail and hotels totaling more than US\$4.5 billion in Japan and the United States.

Advised Deutsche Bank on establishing NewLands Financial, the first European Credit Derivatives Product Company (CDPC) and the fourth in the industry. NewLands Financial received a triple-A rating from Moody's and Standard & Poor's.

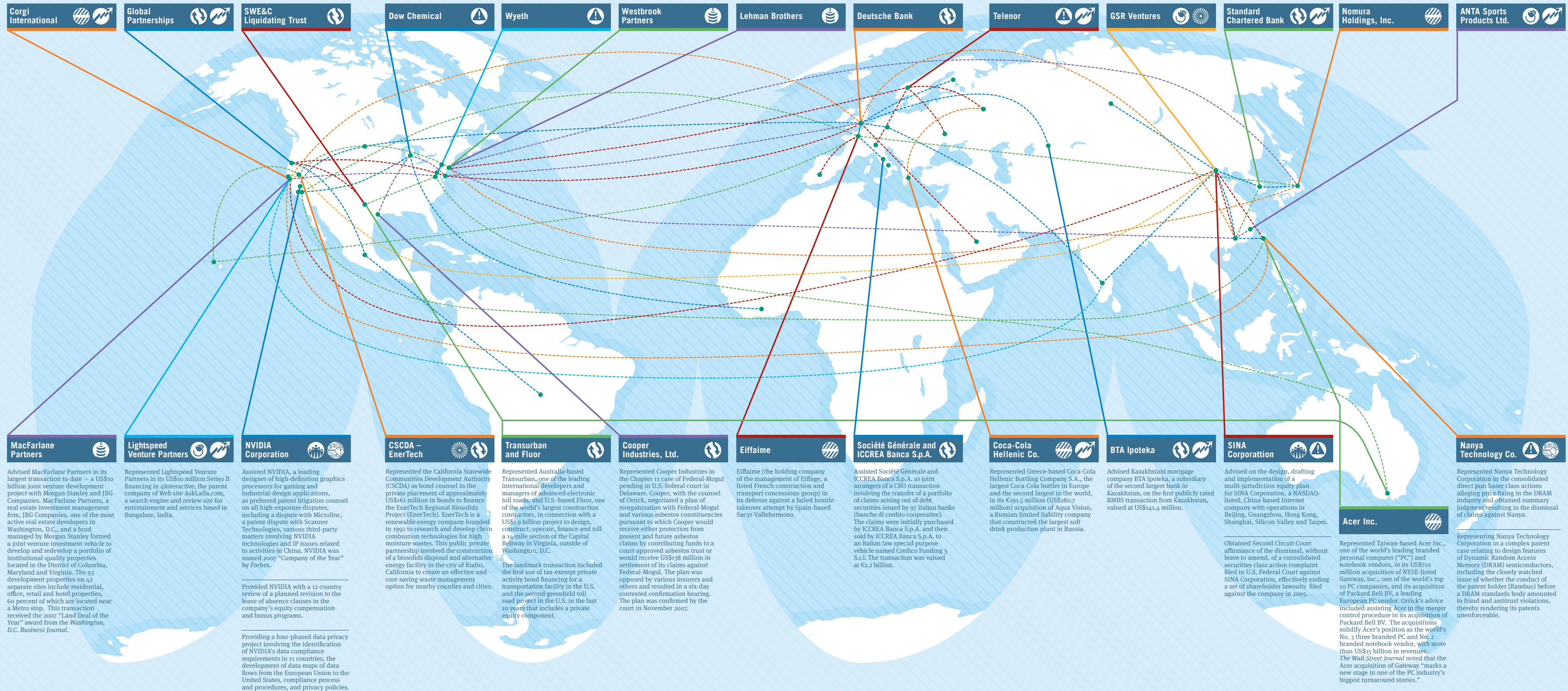
Obtained a unanimous, final UNCITRAL arbitration award granting relief to Norway-based Telenor in a dispute with its Russia-based partner (Storm, LLC) over the validity and impact of a 2004 shareholders agreement governing their multibillion US dollar mobile communications joint venture (Kyivstar) based in Ukraine. The award included conditional divestiture of Storm's shares in Kyivstar and an anti-suit injunction, and was confirmed by a U.S. federal court.

Represented GSR Ventures, a China-based venture capital firm, in its investment in Sierra Solar, a California-based solar company.

Advised Standard Chartered Bank as arranger on the largest securitization transaction in Asia to date, a US\$1.29 billion securitization of a portfolio of residential mortgage loans originated by Standard Chartered First Bank Korea. The transaction received a 2007 "Deal of the Year" award from *Asian-Counsel*.

Represented Nomura Holdings, Inc., a global financial services company headquartered in Tokyo, in its US\$1.2 billion acquisition of U.S.-based agency-broker Instinet Inc., a global provider of electronic trading services for institutional investors, from Silver Lake Partners, a leading private equity firm based in the United States.

Served as Hong Kong and U.S. counsel to ANTA Sports Products Ltd. in its HK\$3.17 billion (US\$405 million) initial public offering on the Main Board of the Hong Kong Stock Exchange. Jinjiang, Fujian-based ANTA sold 600 million new shares, a 25 percent stake, valuing the company at just over US\$1.6 billion.



## MacFarlane Partners

Advised MacFarlane Partners in its largest transaction to date — a US\$10 billion joint venture development project with Morgan Stanley and JBG Companies. MacFarlane Partners, a real estate investment management firm, JBG Companies, one of the most active real estate developers in Washington, D.C., and a fund managed by Morgan Stanley formed a joint venture investment vehicle to develop and redevelop a portfolio of institutional-quality properties located in the District of Columbia, Maryland and Virginia. The 93 development properties on 42 separate sites include residential, office, retail and hotel properties, 60 percent of which are located near a Metro stop. This transaction received the 2007 "Land Deal of the Year" award from the *Washington, D.C. Business Journal*.

## Lightspeed Venture Partners

Represented Lightspeed Venture Partners in its US\$10 million Series B financing in Interactive, the parent company of Web site AskLaila.com, a search engine and services based in Bangalore, India.

## NVIDIA Corporation

Assisted NVIDIA, a leading designer of high-definition graphics processors for gaming and industrial-design applications, as preferred patent litigation counsel on all high-exposure disputes, including a dispute with Microlinc, a patent dispute with Scammer Technologies, various third-party matters involving NVIDIA technologies and IP issues related to activities in China. NVIDIA was named 2007 "Company of the Year" by *Forbes*.

Provided NVIDIA with a 12 country review of a planned revision to the leave of absence clauses in the company's equity compensation and bonus programs.

Providing a four-phased data privacy project involving the identification of NVIDIA's data compliance requirements in 11 countries, the development of data maps of data flows from the European Union to the United States, compliance process and procedures, and privacy policies.

## CSCDA - EnerTech

Represented the California Statewide Communities Development Authority (CSCDA) as bond counsel in the private placement of approximately US\$161 million in bonds to finance the EnerTech Regional Biosolids Project (EnerTech). EnerTech is a renewable energy company founded in 1992 to research and develop clean combustion technologies for high moisture wastes. This public private partnership involved the construction of a biosolids disposal and alternative energy facility in the city of Rialto, California to create an effective and cost-saving waste management option for nearby counties and cities.

## Transurban and Fluor

Represented Australia-based Transurban, one of the leading international developers and managers of advanced electronic toll roads, and U.S.-based Fluor, one of the world's largest construction contractors, in connection with a US\$1.9 billion project to design, construct, operate, finance and toll a 14-mile section of the Capital Beltway in Virginia, outside of Washington, D.C.

The landmark transaction included the first use of tax-exempt private activity bond financing for a transportation facility in the U.S. and the second greenfield toll road project in the U.S. in the last 10 years that includes a private equity component.

## Cooper Industries, Ltd.

Represented Cooper Industries in the Chapter 11 case of Federal-Mogul in Delaware. Cooper, with the counsel of Orrick, negotiated a plan of reorganization with Federal-Mogul and various asbestos constituencies pursuant to which Cooper would receive either protection from present and future asbestos claims by contributing funds to a court-approved asbestos trust or would receive US\$138 million in settlement of its claims against Federal-Mogul. The plan was opposed by various insurers and others and resulted in a six-day contested confirmation hearing. The plan was confirmed by the court in November 2007.

## Eiffaime

Eiffaime (the holding company of the management of Eiffage, a listed French construction and transport concessions group) in its defense against a failed hostile takeover attempt by Spain-based Sacyr Vallehermoso.

## Société Générale and ICCREA Banca S.p.A.

Assisted Société Générale and ICCREA Banca S.p.A. as joint arrangers of a CBO transaction involving the transfer of a portfolio of claims arising out of debt securities issued by 97 Italian banks (banche di credito cooperative). The claims were initially purchased by ICCREA Banca S.p.A. and then sold by ICCREA Banca S.p.A. to an Italian law special purpose vehicle named Credico Funding 3 S.r.l. The transaction was valued at €1.2 billion.

## Coca-Cola Hellenic Co.

Represented Greece-based Coca-Cola Hellenic Bottling Company S.A., the largest Coca-Cola bottler in Europe and the second largest in the world, in its €191.5 million (US\$280.7 million) acquisition of Aqua Vision, a Russian limited liability company that constructed the largest soft drink production plant in Russia.

## BTA Ipoteka

Advised Kazakhstani mortgage company BTA Ipoteka, a subsidiary of the second largest bank in Kazakhstan, on the first publicly rated RMBS transaction from Kazakhstan, valued at US\$141.4 million.

## SINA Corporation

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Obtained Second Circuit Court affirmance of the dismissal, without leave to amend, of a consolidated securities class action complaint filed in U.S. Federal Court against SINA Corporation, effectively ending a set of shareholder lawsuits filed against the company in 2005.

## Acer Inc.

Represented Taiwan-based Acer Inc., one of the world's leading branded personal computer ("PC") and notebook vendors, in its US\$710 million acquisition of NYSE-listed Gateway, Inc., one of the world's top 10 PC companies, and its acquisition of Packard Bell BV, a leading European PC vendor. Orrick's advice included assisting Acer in the merger control procedure in its acquisition of Packard Bell BV. The acquisitions solidify Acer's position as the world's No. 3 three branded PC and No. 2 branded notebook vendor, with more than US\$5 billion in revenues. *The Wall Street Journal* noted that the Acer acquisition of Gateway "marks a new stage in one of the PC industry's biggest turnaround stories."

## Nanya Technology Co.











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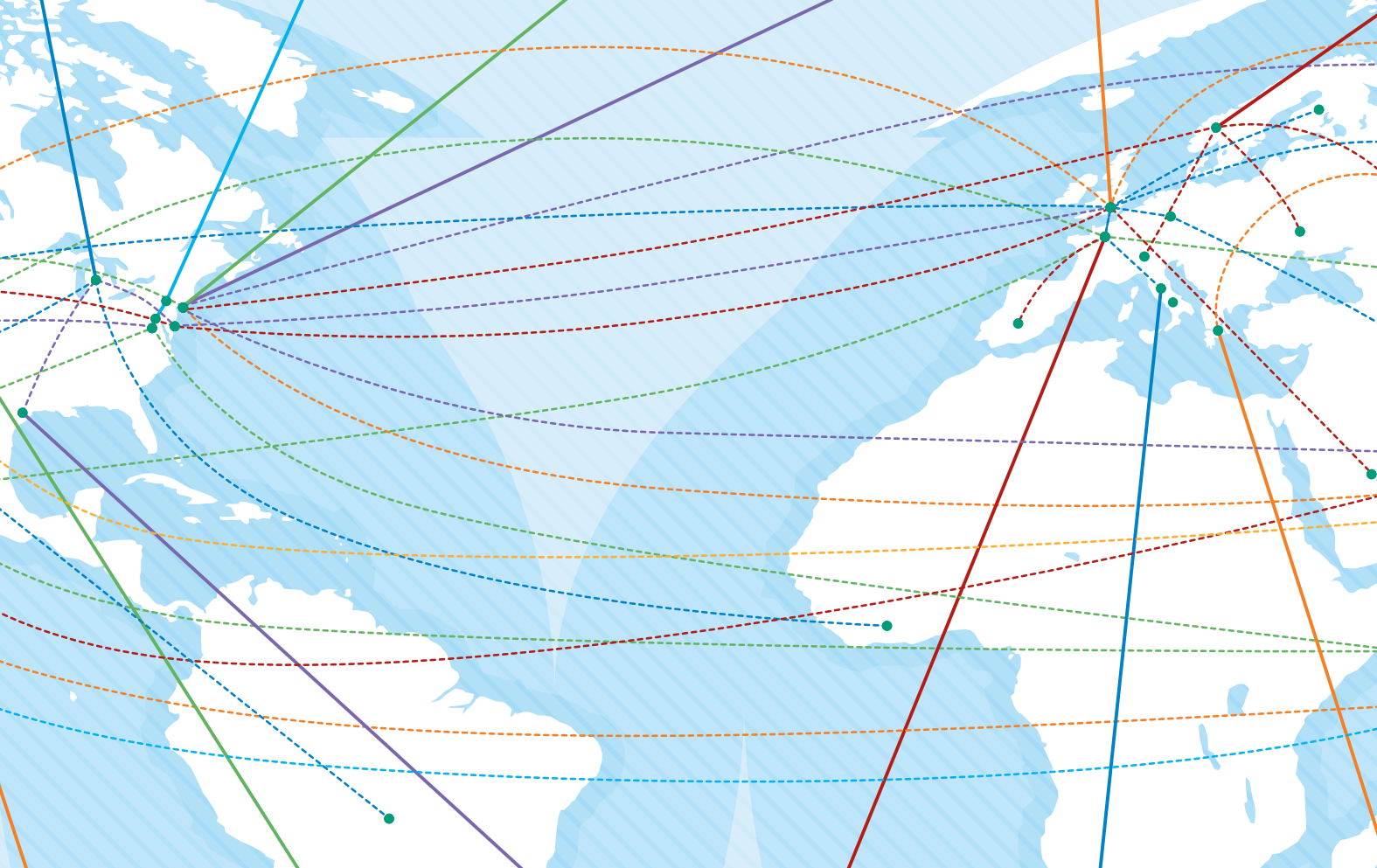
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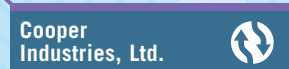


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Telenor



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# DEVELOPMENTS AT ORRICK IN 2007

## ASIA

**Asian-Counsel "Deal of the Year" 2007:** Our structured finance team received a 2007 "Deal of the Year" award from *Asian-Counsel* for our representation of Standard Chartered Bank as arranger of the US\$1.29 billion seventh RMBS for Standard Chartered First Bank Korea.

**First H-Share Conversion:** Our China team advised on the first conversion of an H-Share company from the GEM to the Main Board of the Hong Kong Stock Exchange.

**Growth in Beijing, Hong Kong and Shanghai:** Our China offices added nine partners and more than 70 lawyers and staff, continuing to build on our 2006 recognition by *Asian Legal Business Fast 30* as "one of the Asia-Pacific region's fastest growing and most dynamic law firms."

**"Korea-focused expert":** Our Korea practice grew with the addition of partners, of counsel and associates in our Hong Kong office, recognized by the *Asia Pacific Legal 500 (2007-2008)* as "a strong Korea practice across different jurisdictions," including a partner who is "highly regarded as a Korea-focused expert."

**Vietnam Experience:** Our Hong Kong office added a senior Vietnam specialist with more than 10 years experience working in Vietnam.

**Asia Real Estate Leadership:** Our global real estate practice secured its leadership position in Asia with the transfer of our former Tokyo managing partner to Hong Kong to lead our real estate practice across Asia.

**One of China's Largest IP Practices:** Our China IP practice added IP partners, of counsels, associates and consultants to solidify our position as one of the largest IP practices in Mainland China of all foreign law firms.

**Expanding Dispute Resolution Capabilities:** Our global litigation practice added a team of litigators to our Hong Kong-based Asia-Pacific dispute resolution practice, including a partner recognized in the *PLC Dispute Resolution Handbook* as "one of the region's top litigators."

**Tokyo Office Anniversary:** Our Tokyo office, one of the largest foreign law firm offices in Tokyo, celebrated its 10th anniversary in 2007, and we are recognized in *Chambers Asia (2007-2008)* for our "lawyers' creative solutions for complicated issues."

**"Managing Partner of the Year":** In 2007, Orrick's managing partner for Asia was named "Managing Partner of the Year" by *Asian Legal Business*.

## EUROPE

**"Securitisation Law Firm of the Year":** Our structured finance team received the "Securitisation Law Firm of the Year" award at Opal's 2007 European CDO Summit.

**First European CDPC:** Our structured finance team represented Deutsche Bank in establishing the first European Credit Derivatives Product Company, NewLands Financial, which is also the fourth CDPC in the world.

**First Kazakhstan RMBS:** Our structured finance team represented BTA Ipoteka, a mortgage company based in Kazakhstan, in the first publicly rated RMBS transaction from Kazakhstan, a transaction in which more than half of the 10,274 mortgage loans cover properties located in Almaty.

**Europe's Largest Coca-Cola Bottler:** Our M&A team represented Coca-Cola Hellenic Bottling Company S.A., the largest Coca-Cola bottler in Europe, in its acquisition of a Russian limited liability company, Aqua Vision, that constructed the largest soft drink production facility in Russia.

**Expansion in France, Italy, Russia and the U.K.:** Forty-seven lawyers joined our Europe offices in 2007, further expanding our practices in corporate finance, public offerings, mergers and acquisitions, real estate and tax.

## NORTH AMERICA

**"A-List":** Orrick debuted on *The American Lawyer's* "A-List" of "elite law firms," consisting of only 20 firms (10 percent of the Am Law 200).

**"Corporate Scorecard" Rankings:** 2007 was the third consecutive year Orrick was ranked as one of *The American Lawyer's* leading law firms in its annual "Corporate Scorecard" report, focusing on the firms with the most active corporate finance and capital markets practices.

**Project Finance "Deal of the Year":** Our project finance team received the 2007 "Project Finance Team of the Year" and "Deal of the Year" awards from *IFLR* for our work on the US\$608 million acquisition of a 99-year concession for the operation and maintenance of the Pocahontas Parkway toll road in Virginia.

**SIV-Lite Restructuring "Deal of the Year":** Our structured finance team received *Risk* magazine's "Deal of the Year" award for our work on the restructuring of an SIV-Lite involving U.S. residential mortgage-backed securities, noted to be the only successful restructuring of a SIV or SIV-Lite at the time.

**No. 1 Ranked Bond Counsel:** *Bond Buyer* and Thomson Reuters ranked our public finance team as No. 1 bond counsel, disclosure counsel and underwriter's counsel in the United States in the area of municipal bonds.

**2007 Diversity Awards:** Orrick received the "Large Law Firm of the Year for Diversity" award from Morgan Stanley, the "Firm of the Year for Diversity" award from the North American South Asian Bar Association, and a 100% rating in the 2007-2008 Corporate Equality Index Annual Survey from the Human Rights Campaign. We are also listed as one of the "Best Law Firms for Women" by *Working Mother* magazine.

**Global Corporate Solutions:** Orrick launched a Global Corporate Solutions practice to outsource clients' global corporate secretary compliance functions to a dedicated team of Orrick lawyers, compliance specialists and data clerks supported by a network of legal counsel in more than 100 jurisdictions worldwide.

**Prominent Lateral Partners:** Orrick added a substantial number of preeminent lateral partners to deepen our lead in global practices involving capital markets, real estate, mergers and acquisitions, employment law, intellectual property, white collar criminal defense, corporate investigations and securities litigation.