

# Proskauer Insights

April 2012

## **NDS Group Management Represented in \$5 Billion Acquisition by Cisco Systems**

Our executive compensation lawyers represented the management of NDS Group Ltd. in the sale of the company to tech giant Cisco Systems, Inc. for \$5 billion.

UK-based NDS provides cutting-edge systems that enable companies to stream content to various devices. NDS had been planning a U.S. IPO, but after filing preliminary documents with the SEC, Cisco stepped in with an all-cash offer that includes the assumption of \$1 billion in debt. Regulatory review is pending and the deal should close by the end of this year. We represented management both in the abandoned IPO and the sale to Cisco.

[Mike Sirkin](#) and [Amanda Nussbaum](#) led our team, which included [Ali Fawaz](#), [Amber Ward](#), [Will Fogleman](#), [Richard Corn](#), [Shintaro Yamaguchi](#) (Tax) and [Andrew Shapiro](#) (Capital Markets).

## **Proskauer Donates Fee Award to NYLAG and Showcases New Mobile Legal Help Center**

The first legal services office on wheels visited Eleven Times Square as part of an event that included the presentation of a check by Chief Operating Officer Art Gurwitz to Abby Millstein, New York Legal Assistance Group (NYLAG) Board Chair, representing the donation of \$422,000 in legal fees earned by our lawyers in the *Belovic v. Doar* case. [Alan Jaffe](#), former Chairman of the Firm, has played an integral role in developing this longtime partnership with NYLAG and is currently serving as the Vice-Chairman of its Board and Chairman of its Executive Committee. NYLAG will use the fees, in part, to fund a new Proskauer Special Litigation Attorney position at NYLAG.

Together with NYLAG, litigators [Claire Gutekunst](#), [Erin Durba](#), [Elizabeth Figueira](#), [Paula Miller](#) and [Earl White](#) represented a class of plaintiffs in a civil suit which charged New York City's Adult Protective Services (APS) with failing to provide needed protective services in violation of the Americans with Disabilities Act, New York Social Services Law, and the federal and state constitutions. In January 2012, after more than four years of litigation, the court approved a settlement (and the award of fees) that will make systemic changes to improve provision of protective services to this vulnerable population and require APS to provide information to enable the firm, and NYLAG, to monitor APS's ongoing compliance with the settlement.

Following the check presentation, the first Proskauer Special Litigation Counsel, Eileen Connor, was introduced and expressed her thanks for the donation that made her new position possible. The Mobile Legal Help Center brings free legal services to communities throughout the five boroughs, Long Island and Westchester. These services are critical for those who, due to disability, poverty, lack of child care or other reasons, cannot travel to law offices.

The vehicle, which was parked outside the office for everyone to visit, is outfitted as a fully functioning legal services office with three private meeting areas, access to computers, printers, and other office equipment, and, for emergency situations, access to court judges via videoconference. We hope to have Proskauer lawyers staff the Help Center one or two days a month.

### **[Daniel Ganitsky Wins M&A Advisor's "40 Under 40" Recognition Award](#)**

[Daniel Ganitsky](#) has been named as a winner of a 2012 "40 Under 40" Recognition Award by *M&A Advisor*. Born in Bogotá, Colombia, Daniel is the first Hispanic to ever win this award.

Daniel has been particularly active in our representation of clients in cross-border matters, public company transactions and private equity investments. Among the clients he represented in 2011 and the first quarter of 2012 were lochpe-Maxion, Copal Partners, Morgan Stanley, Hale & Hearty Soups, Computec (a publicly traded Colombian company), Brasbunker Participações and Zumba Fitness.

The 2012 "40 Under 40" Recognition Awards were created by *M&A Advisor* to recognize the achievements of the next generation of M&A, financing and turnaround professionals. The award celebrates those professionals who have reached a significant level of success in the industry while under the age of 40. An independent committee of industry business leaders judges the nominations according to nominees' career accomplishments and professional expertise. The awards gala is slated to take place later this spring.

### **CAA Reaches Preliminary Agreement with TV Writers**

Los Angeles Partner [Anthony Oncidi](#) represented Creative Artists Agency (CAA) in its negotiations with representatives of a class of television writers resulting in the settlement of a case alleging age discrimination in the representation of television writers.

The settlement – wherein CAA agreed to make a \$150,000 donation and provide limited consulting services to a not-for-profit entity that assists older television writers – was announced jointly by CAA and counsel for the 115 named plaintiffs and the settlement class and is subject to final approval by the California Superior Court in and for the County of Los Angeles.

CAA notes that it has a long-standing practice against discrimination and that it represents substantial numbers of writers who are 40 years of age or older. In addition to CAA's donation to a not-for-profit entity known as the Fund for the Future, CAA will offer the Fund for the Future up to 60 hours of consulting services relating to production and distribution of online content over the next three years.

## **Private Equity Transactions and Funds Closed Garner Top Five Ranking in Dow Jones Private Equity Analyst 2011 Survey**

For the third year in a row, our Private Equity /M&A (PEMA) Group has ranked near the top of Dow Jones Private Equity Analyst's annual survey of law firms involved in private equity transactions.

The PEMA Group ranked fourth in the survey (which is based on number of private equity deals closed) with a total of 215 deals. This ranking placed us above Kirkland & Ellis, Latham & Watkins, Sullivan & Cromwell, and Skadden, among others. We have ranked fourth on this key industry league table since 2009, despite the fact that our PEMA Group has a fraction of the number of attorneys of most of our competitors.

Our Private Investment Funds Group continued to have strong showings in the fundraising rankings, and were ranked 4th overall with 71 funds closed and 270 limited partner fund reviews during 2011. PIF has long been a leader in this league table, and has been ranked in the top five since Proskauer's participation began.

Dow Jones Private Equity Analyst, the industry's leading source for US private equity news, reported that several factors helped lift private equity and venture capital deal activity among law firms in 2011, including: increased activity in the middle market, unlevered minority and growth equity investments, and add-on and roll-up acquisitions. The survey anticipates an increase in deal activity across the spectrum in the second half of 2012 as sellers anticipate changes to current capital gains tax rates, among other factors.

## **Five Lawyers Recognized by *New Jersey Super Lawyers* 2012**

Five lawyers from our Labor & Employment Law Department were recognized in *New Jersey Super Lawyers* 2012:

- [John Barry](#)
- [Jeremy Brown](#)
- [Marvin Goldstein](#)
- [David Grunblatt](#)
- [Lawrence Sandak](#)

Also, for the second year in a row, Associate [Alychia Buchan](#) was named to *New Jersey Rising Stars*, an exclusive list compiled by *Super Lawyers* of the region's top lawyers under 40 years old.

The full list of *New Jersey Super Lawyers* appears in the April 2012 issue of *New Jersey Monthly* magazine. Nominations for *New Jersey Super Lawyers* are submitted by those with first-hand knowledge of the top lawyers within the state. Each lawyer selected for inclusion is evaluated on 12 indicators of peer recognition and professional achievement, combined with third-party research.