



## → Robert L. Magielnicki

### **Of Counsel**

2099 Pennsylvania Avenue, N.W.  
Suite 100  
Washington, DC 20006-6801

T: +1.202.747.1910

F: +1.202.747.3803

[rmagielnicki@sheppardmullin.com](mailto:rmagielnicki@sheppardmullin.com)

Robert Magielnicki is Of Counsel in the Antitrust and Competition Practice Group. He has a multi-disciplinary practice and engages in a diverse commercial practice with emphasis on antitrust, domestic and international business transactions and complex civil and criminal litigation.

### **Areas of Practice**

Robert has more than 40 years of experience in the fields of antitrust and competition and business law, both domestically and internationally, including having served as General Electric's (GE's) Associate Litigation and Antitrust Counsel. He also served as the Division General Counsel of GE's Factory Automation Products Division in Charlottesville, Virginia, and was counsel to GE at its corporate headquarters in Fairfield, Connecticut.

Robert provides antitrust counseling on business matters such as mergers and acquisitions, joint ventures, licensing, distribution systems, trade association and standards development issues, Robinson-Patman Act issues, physician-hospital arrangements, teaming agreements and joint buying arrangements. His experience includes counseling clients on the requirements of and numerous filings under the Hart-Scott-Rodino Act, as well as Exon-Florio and Office of Foreign Assets Control matters.

Robert represents clients in corporate and commercial matters, including companies engaged in telecommunications, aerospace and defense, semiconductors, consumer goods, commercial and industrial products, pharmaceuticals and healthcare. He also has represented a diverse array of clients in acquisitions, dispositions and joint ventures, both domestic and international, as well as in numerous complex contracting and licensing matters. His clients range from privately-owned to Fortune 100 companies and include both domestic and foreign corporations.

On the international front, Robert has represented clients in transactions that include acquisitions, dispositions, joint ventures, distribution arrangements and licensing agreements. He also has represented clients in investigations by the Competition Directorate of the European Union, as well as the national competition authorities of a number of European and South American countries, and the Japan Fair Trade Commission.

Robert's litigation experience includes representing corporations and individuals in both civil and criminal investigations and litigation, including class actions, involving Sherman Act and Clayton Act claims, securities fraud claims and contract claims. He also represents clients before the Antitrust Division and the Federal Trade Commission.

## Honors

Recommended Lawyer, Antitrust - Merger Control, *Legal 500*, 2020

Martindale-Hubbell Business and Commercial Washington, D.C. Top Rated Lawyer, 2014

*Who's Who in America*

## Experience

### Select Representations:

- Key negotiator and principal draftsman of joint venture agreement and implementing agreements forming a joint venture in industrial systems between a Fortune 10 client and a Latin American company.
- Lead counsel in \$295 million sale of a consumer products subsidiary. Key participant in formulating disposition strategy and negotiating with the buyer. Principal draftsman of sale agreement, as well as earlier agreements "spinning off" certain of the subsidiary's operations.
- Lead counsel in \$289 million sale of unwanted product lines by a high-technology company. Key negotiator and draftsman of numerous agreements disposing of assets and foreign subsidiaries.
- Principal negotiator and principal draftsman of joint venture agreement and implementing agreements forming a four-company worldwide joint venture in automation controls between a Fortune 10 client and a leading Japanese controls manufacturer.
- Lead counsel in asset sale of a cemented-carbide business to a major European company, including arranging critical supply and purchase agreements.
- Lead counsel for an agreement "swapping" client's minority interest in money-losing, privately-held joint venture for stock and warrants of a publicly-traded company. A special warrant provision yielded an additional \$1.3 million upon the subsequent takeover of the purchaser.
- Assisted clients in the commercial and consumer product fields in formulating and implementing international distribution programs.
- Successfully represented the Division President of a Fortune 100 company in a major criminal antitrust case charging a nationwide conspiracy to fix prices. After a three-week trial, the jury returned a verdict of not guilty in less than two hours.
- Provided antitrust counseling and representation in numerous domestic and international transactions, including a worldwide joint venture in the industrial sector, the disposition of manufacturing operations by an international telecommunications company, the sale of an aerospace defense company, the sale of a beverage company and the purchase of a pharmaceutical company.
- Represented an international telecommunications equipment company in arbitrations with Korean and Taiwanese government agencies.
- Successfully challenged a proposed telecommunications standard on behalf of an international equipment supplier.

## Articles

- Chinese Outbound Newsletter - September 2014  
09.17.2014

- Inside The HSR Annual Report On Merger Review  
*Law360*, 06.03.2014
- Chinese Outbound Newsletter - March 2014  
03.21.2014

## Antitrust Law Blog Posts

- "Is There an HSR Sea Change on the Horizon? Advance Notice Seeks Information on Possible Amendments to Numerous Provisions of the HSR Rules," October 15, 2020
- "Tell Me More – Antitrust Agencies to Demand More Information from Investment Funds," October 13, 2020
- "DOJ Antitrust Division Releases New Merger Remedies Manual," September 10, 2020
- "Coronavirus Sparks Changes to Premerger Notification Process at the FTC," March 16, 2020
- "New Law Allows Consumers Concerned about Identity Theft to Place Free Credit Freezes and Fraud Alerts," September 21, 2018
- "Higher Filing Thresholds for HSR Act Premerger Notifications and Interlocking Directorates Announced," January 20, 2017
- "Antitrust Agencies Issue Guidance To HR Professionals Regarding Hiring and Compensation Decisions," November 10, 2016
- "Maximum Civil Penalties for HSR Violations to Increase to \$40,000 per Day," June 30, 2016
- "Higher Filing Thresholds for HSR Act Premerger Notifications and Interlocking Directorates Announced," January 21, 2016
- "Competition Agencies Urge Virginia to Reconsider Certificate of Need Requirements," November 10, 2015
- "Some Interesting Numbers Regarding Merger Review: The Hart-Scott-Rodino Annual Report for Fiscal Year 2013," May 22, 2014
- "FTC Issues Revised 'Green Guides'," October 11, 2012
- "FTC Proposes Amendments to the Premerger Notification Rules to Expand the Reportability of Transfers of Exclusive Patent Rights in the Pharmaceutical Industry," August 16, 2012
- "New Amendments To Hart-Scott-Rodino Premerger Notification Rules," July 11, 2011
- "Antitrust Division "Hogties" Smithfield Foods with a \$900,000 Civil Penalty for Gun-Jumping," April 28, 2010
- "FTC Chair Calls for Ban to Pay-For-Delay Settlements," January 25, 2010
- "Antitrust Enforcement in the Obama Era: Back to Basics -- Vigorously," June 12, 2009
- "Penalties for Failing to File Under the HSR Act Can Be Stiff," November 7, 2005

## Corporate & Securities Law Blog Posts

- "Higher Filing Thresholds for HSR Act Premerger Notifications and Interlocking Directorates Announced," January 15, 2015
- "Tampering with documents in connection with a merger investigation can land you in jail!" May 10, 2012

## Covering Your Ads Blog Posts

- "Will The Revised "Green Guides" Do More Harm Than Good?" October 14, 2010

## French Desk Blog Posts

- "Reform of Foreign Investment in the U.S.: France and Other Allied Countries Might be Exempt," July 13, 2018

## Global Trade Law Blog Posts

- "On FIRRMA Ground: Congress to Restrict Foreign Investment and Expand Export Controls," June 28, 2018
- "Shedding Light on CFIUS: Appeals Court Holds That CFIUS Review Lacks Constitutional Due Process," July 18, 2014

## Healthcare Law Blog Posts

- "Reconsideration of Certificate of Need in Virginia," November 10, 2015

## Life Sciences Law Blog Posts

- "Sham Hatch-Waxman Infringement Suits And FDA Citizen Petitions; A Potential For New Liability For Innovators?" August 12, 2014

## Speaking Engagements

Speaker, "Procurement Collusion Strike Force Webinar," The Coalition for Government Procurement Webinar, January 8, 2020

Chair and Moderator, 64th Spring Meeting of the ABA Section of Antitrust Law, Washington, D.C., April 5-8, 2016

## Events

Hot Topics Under the HSR Act  
04.06.2016

The 2010 UK Bribery Act (FCPA On Steroids) V. The Reinvigorated FCPA -- Who Has the Bigger Stick!  
Franklin Club, 1300 I Street, NW, Washington, DC, 09.16.2010

Managing a Cartel Investigation  
11.05.2009

How to Avoid Global Antitrust and Intellectual Property Risks  
Beijing, China, 09.04.2009

## Memberships

Member, Antitrust and International Law Sections, American Bar Association

Vice Chair, Mergers and Acquisitions Committee, ABA Section of Antitrust Law

Member, New York State Bar Association

Member, District of Columbia Bar Association

Member, American Health Lawyers Association

## Practices

Antitrust and Competition

Corporate

Joint Ventures and Strategic Alliances

Mergers and Acquisitions

Private Equity

Government Contracts, Investigations & International Trade

CFIUS: Foreign Investment in the U.S.

Healthcare

International Reach

Litigation

Antitrust Counseling and Compliance

Government Merger and Civil Conduct Investigations

International Counseling

## Industries

Aerospace, Defense & Government Services

Automotive

Aviation

CFIUS: Foreign Investment in the U.S.

Food and Beverage

Healthcare

Life Sciences and FDA

Retail

Wine

## Education

J.D., Cornell Law School, 1970, *with distinction, Order of the Coif*

A.B., Rutgers University, 1967, *with honors, Phi Beta Kappa*

## Admissions

New York

District of Columbia

## Languages

Spanish