



Hogan
Lovells

Aerospace and Defense

Capabilities





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Aerospace and Defense

Overview

The aerospace and defense (A&D) industry continues to experience dynamic growth while leading the way on cutting-edge technologies. Global spending on defense platforms and civil aviation is increasing. Advances in machine learning, additive manufacturing, and IoT are leading to efficiencies and new products, while innovations in commercial space, aviation, and unmanned vehicles invigorate the industry. Supply chains are increasingly global.

Our global A&D team focuses intently on developments and challenges within the A&D industry, which enables us to help you solve problems before they arise and take advantage of emerging opportunities. Our team includes industry-leading lawyers with corporate, commercial, regulatory, investigations, and litigation experience. We know your industry, including the challenges and opportunities it presents, and are well-versed in the technologies that are driving improvements. Our industry-focused approach ensures we provide you with seamless solutions across practice disciplines and geographic regions.

We work closely with some of the largest A&D companies in the world. Advising middle market businesses, emerging companies, new ventures, and global entities – along with investment banks and private equity firms – our clients are some of the industry's most forward-thinking. That's why they're drawn to our culture of innovation.

Our clients build manned and unmanned aircraft. They supply parts and materials to the aerospace industry and develop technologies required for defense and national security. Others provide launch vehicle and satellite services or deliver the products and innovations required for critical homeland security.

We actively assist clients with some of the most important emerging issues facing the A&D industry. These include tackling the challenges posed by extreme governmental cost pressures, complex global supply chains, cross-border transactions, cybersecurity, and navigating the varied and growing compliance risks.

And, when things go wrong, our investigations and litigation lawyers require little time to get up to speed. Our A&D team offers extensive experience and insight from some of the world's most complex legal environments – providing practical solutions for wherever your work takes you.





Aerospace and Defense

CFIUS, Foreign Investment Reviews, and FOCI Mitigation

CFIUS, Foreign Investment Reviews, and FOCI Mitigation

The U.S. government continues to scrutinize the impact of foreign investment on national security, and this remains most prevalent in the A&D industry. Foreign-owned companies seeking to acquire U.S. interests must take steps to anticipate and address such issues as early as possible.

In the U.S., the Committee on Foreign Investment in the United States (CFIUS) considers the impact of foreign investment on national security, taking action when necessary.

Other governments also have authority to subject foreign investment to scrutiny from a national security perspective. Our well-equipped global teams are ready to assist you in acquisitions covered by any regulatory regime. Governments take matters of national security very seriously, and so do we.

Navigating the complex challenges of classified national security contracts and investments in sensitive or strategic technologies require in-depth knowledge and practical experience in handling CFIUS and associated national security reviews.

We can help you develop and execute strategies, ensuring that you safeguard your transactions, investments and business success.

Unless you've taken steps to mitigate foreign ownership, control, or influence (FOCI), you may not be eligible for security clearances. In the context of a merger, acquisition, or investment opportunity, we address these issues quickly in order to avoid delays and minimize risk.

We're well-versed in the issues facing foreign-owned companies. This includes those involving FOCI mitigation administered by the Defense Security Service (DSS) and other requirements under the National Industrial Security Program Operating Manual (NISPOM).

Our practice brings corporate, policy, and regulatory experience together in an integrated approach. Working closely with our corporate, government contracts, and government relations colleagues, we can assist foreign-owned companies in acquiring firms in the national security arena.

Areas of focus

- CFIUS clearance
- Export controls
- FOCI mitigation
- Mergers and acquisitions
- Network security agreements
- NISPOM requirements
- Proxy boards
- Special security agreements
- Voting trusts

Representative experience


- Acting as CFIUS, DSS, and export controls counsel to a UK-based support services provider in its acquisition of a UK-based defense and civil contractor (with U.S. subsidiaries).
- Acting as CFIUS and DSS counsel to a client selling its U.S.-based provider of engineering and logistics services, including assisting in negotiations with DSS and termination of the subsidiary's proxy agreement.
- Representing a UK company in establishment and maintenance of a proxy board to oversee classified defense contract work for the U.S. Navy.
- Obtaining CFIUS clearance for a major defense contractor's sale of a classified radar technology business.
- Representing a client in the CFIUS review process in connection with a merger of two European firms with U.S. subsidiaries active in the security sector.
- Advised Heroux-Devtek, Inc. on CFIUS and trade control matters regarding its US\$23.5 million acquisition of Beaver Aerospace & Defense, Inc.
- Conducted trade controls due diligence, and advised on CFIUS and DDTC filings for a multinational defense company.
- Advised AirBoss of America Corp, one of North America's largest manufacturers of rubber-based products for transportation, defense, and industrial industries, on CFIUS and International Traffic in Arms Regulation (ITAR) matters.
- Assisting an international clinical research organization on establishing a Special Security Agreement with the DSS to FOCI issues to allow continuation of sensitive, classified work on military installations.
- Assisting an Asian company in negotiating a mitigation agreement with CFIUS, as a condition to CFIUS's clearance of the underlying transaction.
- Obtaining CFIUS clearance in connection with the acquisition of a U.S. technology supplier by a European company with government ownership.
- Helping a major European telecommunications company to complete an acquisition of a U.S. internet service provider without having to enter a national security agreement that would have placed conditions on the acquisition.
- Drafting special security agreements, voting trusts, proxy boards, and other arrangements required by the Departments of Defense, Homeland Security, Energy, Justice, and the FBI to mitigate non-U.S. ownership, access, or control over sensitive information or classified contracts belonging to U.S. Companies.
- Negotiating the network security agreements required for CFIUS approval of post-September 11 investments in the telecommunications sector.



Awards and Rankings

- Band 2 for International Trade/ WTO, *Chambers Global*, 2023
- Band 1 for International Trade: Trade Remedies & Trade Policy, *Chambers USA*, 2023
- Tier 1 for International Trade, Trade Remedies and Trade Policy *The Legal 500 US*, 2023





Aerospace and Defense

Corporate and M&A

Corporate and M&A

A&D companies operate in one of the most dynamic and challenging industries, often with specialized financing needs. Commercial transactions involve rights and commitments in emerging and sophisticated technologies. And, corporate activity must account for geopolitical uncertainty, complex regulatory systems, and jurisdictional national security interests.

Our corporate lawyers work dynamically to represent A&D companies around the world. We help you navigate the complex regulatory framework at the intersection of business and government requirements, where you most need an integrated strategy.

Our corporate practice complements transactional knowledge with regulatory capabilities in government contracting, CFIUS, international trade, antitrust, and intellectual property. We bring together corporate and commercial experience to provide comprehensive, innovative, and practical solutions.

We offer practical advice on industry-specific considerations that can have a material impact on strategic transactions. This includes challenges presented by regulation and national security issues, supply chain complexity, financing needs, as well as health, safety, and environmental concerns.

Capital markets

Our capital markets practice is internationally recognized, providing a full range of services to assist you in all phases of the corporate life cycle. Our work supports initial public offerings and follow-on equity offerings of all kinds. We're experienced in investment-grade, high-yield, and convertible debt offerings, as well as PIPE transactions, Rule 144A, and Regulations.

Commercial agreements

Our commercial agreements team helps you drive revenue and configure business while managing risk. Working across international borders, we understand that one size doesn't fit all. Our unique combination of legal, business, and technical experience makes us effective problem solvers and deal closers.

Private equity and venture capital

We support venture capital and private equity clients to diversify and grow into new markets. Drawing on industry knowledge, we help you make the most of investment opportunities. And we partner with A&D companies seeking investment.

Our securities advisory and corporate governance services provide strategic guidance – including advice on duties, obligations, and regulatory responsibilities.

Mergers and Acquisitions

We advise on complex M&A transactions, ranging from multi-billion dollar domestic and cross-border deals to strategic initiatives and joint ventures. We act for major platform manufacturers and critical suppliers, putting us at the forefront of the sector's most critical trends and developments.

We provide comprehensive support and knowledge of the A&D sector, with an acute understanding of the challenges and opportunities you face, ensuring you get the seamless service and high-quality representation required in high-stakes deals.

Areas of focus

- Capital markets
- Carve-outs, spin-offs, and split-offs
- Commercial agreements
- Cross-border transactions
- Going-private transactions
- Hostile takeover proposals
- Joint ventures and other strategic alliances
- Leveraged buyouts
- Private equity investments
- Public and private company transactions
- Proxy contests and shareholder activism
- Restructuring and reorganizations
- Stock and asset acquisitions and sales of companies, businesses, and divisions
- Takeover defense
- Tender offers and exchange offers

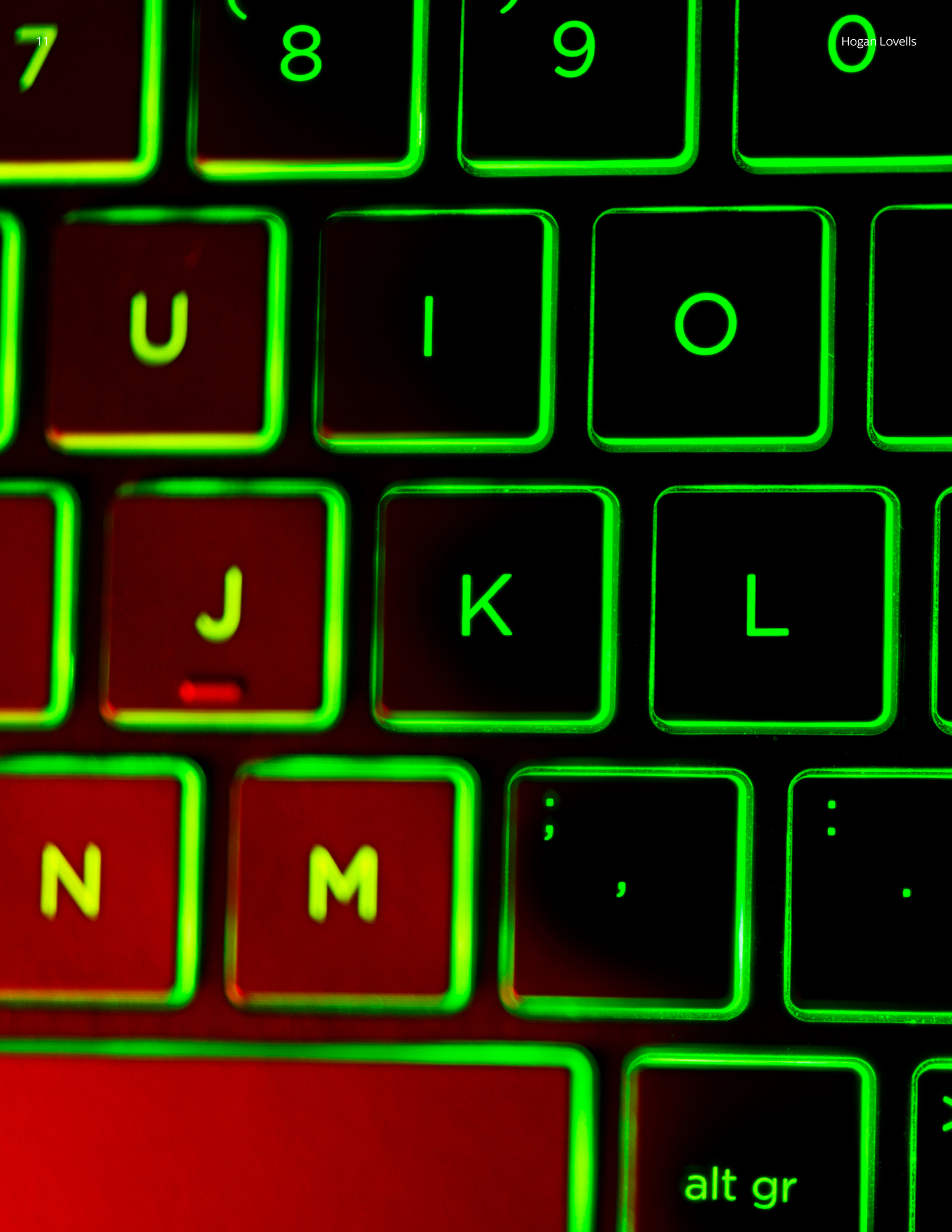
Representative experience

- Advising Lockheed Martin Corporation on its US\$7bn underwritten, investment grade public offering of debt securities, the proceeds of which were used to refinance a portion of the purchase price for their US\$9bn acquisition of helicopter manufacturer Sikorsky Aircraft from United Technologies Corporation.
- Advising Lockheed Martin Corporation in connection with agreements to separate and combine its realigned Information Systems & Global Solutions business segment with Leidos Holdings, Inc. in a tax-efficient Reverse Morris Trust transaction.
- Advising Airbus in connection with the formation of a complex, strategic joint venture with OneWeb – a company proposing to launch a first-in-kind constellation of 900 small interlocking satellites to provide global internet service.
- Advising Orbital ATK in its US\$9.2bn sale to Northrop Grumman.
- Representing PricewaterhouseCoopers on the sale of its government consulting sector to a private equity investment firm.
- Representing By Light Professional IT Services, a provider of IT, cloud, cyber, and infrastructure solutions to the U.S. Federal Government, in its acquisition by Sagewind Capital LLC.
- Representing Cognosante Holdings, LLC, a health IT solutions, business intelligence, and consulting provider, in the acquisition of Business Information Technology Solutions, LLC, a provider of IT services and solutions to the U.S. Department of Veterans Affairs and the U.S. Department of Defense.
- Advising KBR, Inc. in its acquisition of government services provider, SGT, Inc.
- Advising KBR, Inc. in its US\$600m acquisition of Wyle Inc., a specialized government services provider.
- Advising Orbital Sciences Corporation on its US\$5bn merger of equals transaction with Alliant Tech Systems (ATK), forming Orbital ATK.



Awards and Rankings

- Tier 1 for Commercial Contracts, *The Legal 500 UK, 2022*



Aerospace and Defense

Cybersecurity

Cybersecurity

Cybersecurity touches almost every aspect of a company's operations. A&D organizations are subject to greater risks due to the industry's highly technical and sensitive nature. This is particularly true when contractors are repositories for government data and face increased pressure to implement robust cybersecurity practices.

Cyber threats from state-sponsored hacking groups, terrorists, organized crime, activists, competitors, and insiders are increasing. Cyber criminals often target government contractors and businesses in highly technical and sensitive sectors such as A&D.

Safeguarding measures that were reasonable in the recent past are unlikely to meet regulators' future expectations. News of a cybersecurity breach at a company is often quickly followed by an array of legal actions. These can include government investigations, congressional attention, consumer class actions, shareholder suits, and customer questions or lawsuits.

Companies that conduct business with the government are often subject to unique data safeguarding rules and incident reporting requirements. But with more than 80 lawyers dedicated to cybersecurity and data privacy incidents, we can quickly address the most urgent demands for legal services, including:

- **Preventative services**
We assess our clients' unique threat profile, global legal obligations, and risks, along with incident response readiness.
- **Legal analysis**
Our team can provide a timely and informed analysis of relevant cybersecurity and breach notification laws worldwide.
- **Incident support**
Our lawyers and technical professionals can provide 24/7 embedded or as-requested counsel on and facilitation of incident response procedures and information-sharing strategies.

- **External representation**

We also help interact with law enforcement, regulatory, and other government officials in the event of an incident.

- **Post-incident reviews**

We can lead or participate in 'after-action' reviews of major incidents so that they're documented and inform your ongoing operations.

Areas of focus

- Breach response services
- Cloud computing
- Cross-border transfers
- Cybersecurity and data security
- Data security and compliance
- Data security breach notification
- Employee data
- International data transfers
- International regulatory compliance
- Privacy and data security related investigations and litigation
- Privacy and security risk allocation and transaction services

Representative experience

- Advising defense contractors and critical infrastructure owners on utilizing cyber threat information sharing programs.
- Advising multiple defense companies on U.S. government safeguarding and incident reporting requirements, including information system assessments against the NIST 800-171 standards for Controlled Unclassified Information.
- Advising cloud service providers on complying with the FedRAMP program and agency specific cloud security requirements.
- Advising on complying with Federal Information Security Management Act (FISMA) information security contract requirements including preparing security authorization packages and undergoing numerous agency Authorization to Operate processes.
- Counseling an advanced technology company with significant government contracts on the handling of a cybersecurity breach involving International Traffic in Arms Regulations (ITAR) and Export Administration Regulations (EAR) data.
- Assisting multiple government contractors and critical infrastructure entities with comprehensive responses to significant cybersecurity incidents, including incident reporting to US-CERT and the Department of Defense (DoD).
- Counseling a major technology company on the handling of an “insider” attack potentially affecting the company’s HR databases.
- Initiating an intensive review of domestic data security safeguards and preparing a strategic plan for a data protection program for one of the world’s leading defense contractors.
- Conducting a board-level investigation for a publicly held industrial company affected by a nation-state cyberattack on the sufficiency of management’s incident response and disclosure.
- Performing data protection compliance assessments and gap analyses for major international corporations and national nonprofit organizations.



Awards and Rankings

- Band 1 for Privacy and Data Security, *Chambers USA*, 2023
- Tier 1 for Cyber Law, *The Legal 500 US*, 2023
- Tier 1 for Data Protection, Privacy and Cybersecurity *The Legal 500 UK*, 2022



A background image showing several flags flying on poles against a clear blue sky. The flags are partially obscured by a dark blue semi-transparent overlay that covers most of the page. The visible flags include the flag of the United Kingdom (Union Jack) on the left and the flag of the European Union in the center.

Aerospace and Defense

Antitrust, Competition, and Economic **Regulation (ACER)**

Antitrust, Competition, and Economic Regulation (ACER)

Antitrust compliance ranks highly as a chief concern in daily operations – shaping transactions along with joint ventures and other business agreements. We understand that global companies also face significant risks associated with sanction violation penalties, increasing cooperation among international antitrust authorities and other regulators, and antitrust class-action litigation.

Our team continues to take the lead in precedent-setting antitrust enforcement cases, putting us in a unique position to help you in an increasingly demanding and multinational market. And we have advised on some of the largest mergers and acquisitions within the A&D industry.

We are at the forefront in shaping antitrust policy in the A&D sector. One of our partners served on the U.S. Department of Defense's (DoD) antitrust task forces — advising the Pentagon on issues including DoD's relationships with antitrust enforcement agencies. We also have extensive experience on divestitures and mergers and acquisitions, including joint ventures under U.S. merger control laws, Hart-Scott-Rodino, EU merger rules, and merger control regimes worldwide.

A deep bench of broad antitrust experience

Our team has significant experience in all areas of antitrust counseling and compliance – including businesses that may have dominance

concerns. We also master the intersection between antitrust, public procurement, and regulatory law, which is relevant for all major defense programs. And in the EU, we've been advising on the implementation of a competitive European defense procurement scheme for many years.

We also offer practical, commercially-focused advice and support, from dealing with ad hoc and day-to-day queries about arrangements with suppliers and customers to working with you to develop and embed best practices, along with designing compliance audits, online courses, and providing face-to-face training.

Areas of focus

- Bid preparation for suppliers
- Litigation
- Procurement strategy and drafting tender documents
- Public sector
- Transactional

Representative experience

- Represented Meggitt PLC in its approximately £6.3 billion acquisition by Parker-Hannifin Corporation.
- Represented Air Canada on its successful appeal of the EU Commission's air cargo cartel decision and in damages litigation in the U.S., UK, Germany, and The Netherlands.
- We advised KBR, Inc on its US\$600 million acquisition of Wyle Inc. in all aspects of its transaction, including antitrust.
- Advised IBM on the successful global antitrust review in the US\$1.5bn acquisition of its microelectronics business by GlobalFoundries.
- Served as antitrust counsel to GenCorp Inc. on its US\$550m acquisition of Pratt & Whitney Rocketdyne from United Technologies Corporation.
- Represented Orbital Sciences Corporation in its merger with ATK, including handling the Second Request investigation by DOJ Antitrust Division.
- Advised the Organization for Economic Cooperation and Development on draft legislation implementing the EU Defence Procurement Directive in the Republic of Croatia.
- Assisted a leading global aerospace and defense company in obtaining U.S. and European antitrust clearance for a potential acquisition of a Maintenance, Repair, and Overhaul services provider for helicopter airframes and engines.
- Advised a major defense contractor on all of its acquisitions and other antitrust matters for more than 20 years. The work has involved several jurisdictions, including the U.S., U.K., and Europe.
- We provided antitrust advice to Dell Inc. in connection with its \$3.05 billion carve-out and sale of its IT services buildess to NTT Data, Inc. of Japan.



Awards and Rankings

- Ranked as a 'Global Elite' antitrust and competition practice, *GCR100*, 2023
- Highly recognized antitrust practice by *Chambers* (Global, USA, Europe and Asia), *The Legal 500 US*, and EMEA), 2022



Aerospace and Defense

Government Contracts Compliance

Compliance with U.S. Government Contracting Requirements

A&D companies that do business with the U.S. government face ongoing compliance challenges. And, the stakes are high. Penalties for non-compliance are severe, including criminal and civil liability, and exclusion from future contracting. Companies implement suitable compliance programs, while being prepared to address evolving requirements.

Our team draws on a broad range of subject-matter knowledge and experience in all aspects of U.S. government contracting requirements. We have one of the largest government contracts practices of any law firm. We're ideally positioned to advise you on upcoming changes before they take effect, helping you minimize and manage risk.

We partner with new and experienced contractors to navigate the maze of compliance requirements and conduct comprehensive compliance reviews. At the same time, we provide timely guidance as specific questions arise. We're active in all major industry trade associations and often provide insights to government stakeholders on drafted and proposed legislative and regulatory initiatives.

We understand that requirements vary by contract based on numerous factors. These include the type of acquisition, the size of the contract and contractor, the source of funding, and whether performance requires a security clearance.

We also know that compliance has assumed even more prominence as the government continues to impose new requirements. Contractor ethics programs and internal controls, mandatory disclosure obligations, data security and cyber-incident reporting mandates, and supply chain assurance requirements – these are just some of the challenges you face.

Areas of focus

- Bid protest litigation
- Classified information and security clearance counseling and appeals
- Contract requests for equitable adjustments, claims, disputes (REAs)
- Cost accounting standards (CAS) and cost allowability
- Domestic preference and Buy American Laws
- False Claims Act (FCA, Qui Tam) and misconduct investigations
- Federal grants, cooperative agreements, other transaction agreements and sponsored research
- Federal Supply Schedule (FSS) procurement compliance
- Foreign sourcing and ownership restrictions
- Government rights in intellectual property
- Public Private Partnerships (PPPs)
- Subcontract agreements and litigation
- Termination settlements and appeals

Representative experience

- Counseling clients on the mandatory disclosure requirements and representing them in investigations.
- Working with a leading defense and aerospace company on cost-recovery issues rising from the government's termination for convenience of a classified contract valued in the hundreds of millions of dollars.
- Performing compliance gap assessments and helping to develop and right-size compliance policies, procedures, controls, and training.
- Counseling a defense contractor working with military agencies overseas in Iraq on legal issues dealing with contractor risk, including issues pertaining to the Defense Base Act and Status of Forces Agreement.
- Successfully convincing a federal judge to dismiss a US\$1bn FCA suit brought against our client, a multinational aircraft, aerospace, and defense company.
- Advising a major defense contractor on a series of DCAA audits, regarding the contractor's compliance with CAS.
- Advising a government contractor on export controls that restrict the disclosure of technical information to company employees and consultants who are foreign nationals.
- Advising a major U.S. technology company on avoiding potential legal, tax, and compliance issues related to its engagements on military base operations in Germany.
- Assisting numerous clients on a broad-range of issues related to the FSS program, including the effect of the Price Reductions Clause, necessary disclosures on the Commercial Sales Practices form, and how/when price increases may be taken on FSS contracts.
- Assisting several large manufacturers on the application of domestic-source restrictions, including procurement restrictions associated with the Trade Agreements Act and statutes/regulations pertaining to specialty metals.
- Securing a significant victory for a multinational aerospace and defense company in an FCA suit that alleged our client made false claims about its product's country of origin.
- Conducting an in-depth customs compliance assessment for a major jet aircraft manufacturer.



Awards and Rankings

- Highly Recognized Government Contracts Practice, *Legal 500 US and Chambers USA, 2023*



Aerospace and Defense

Bid Protest Litigation

Bid Protest Litigation

Bid protests are no longer rare for A&D companies selling goods and services to governments. They present unique challenges, even for established organizations. Disappointed bidders must wrestle with the prospect of filing suit. With tight deadlines, you need lawyers who understand your business and can defend your award, or challenge one — without delay

Our seasoned bid protest team can help navigate the procedural maze of filing or defending against a bid protest.

We're widely recognized for our depth of knowledge and experience. In the U.S., we regularly appear before the U.S. Government Accountability Office (GAO), the U.S. Court of Federal Claims, agency-level protest adjudicators, and state and local tribunals. Because of this, we're able to provide unique insight into their decision-making.

Our European team is equally familiar with the EU's Remedies Directives and other challenge procedures unique to European public procurements. Our rapport with agency personnel helps to effectively defend your interests in ways other lawyers can't match.

We recognize that your company's relationship with the government is paramount. And we take this into account when advising you on your options and in our manner when challenging agency action. We often find governments are receptive to complaints

that raise valid concerns about whether the decision-making was in the best interest of its mission or provided the best value to taxpayers.

We also deliver value when asked to defend agency actions on your behalf. In those situations, we use the bid protest process as an opportunity not only to secure a favorable result, but also to build goodwill between you and your customers. That's how we've built our strong reputation among agency counsel for working in concert with them to defend against protest allegations lodged by competitors.

Areas of focus

- [Alternative dispute resolution](#)
- [EU Remedies Directives](#)
- [Federal Aviation Administration's Office of Dispute Resolution for Acquisition](#)
- [GAO](#)
- [U.S. Court of Appeals for the Federal Circuit](#)
- [U.S. Court of Federal Claims](#)




Awards and Rankings

- Partner Michael Mason ranked Band 1 for Government Contracts: Bid Protests, *Chambers USA*, 2023

Representative experience

- Successfully defending the Defense Information Systems Agency's award of a US\$4.6bn contract to our client, a prominent defense contractor, to operate and service the Department of Defense's (DoD) Global Information Grid.
- Successfully moving for preliminary injunction at the U.S. Court of Federal Claims to enjoin corrective action instituted by Army as a result of 21 bid protests filed at GAO and preserved client's contract award
- Successfully defending a bid protest filed at the U.S. Court of Federal Claims involving the Air Force's award of a contract to our client to operate one of the largest defense and aerospace testing centers in the world.
- Successfully defending a challenge of a multibillion dollar award to our client to manufacture and supply military helicopters.
- Assisting one of the largest U.S. defense contractors in lodging three separate GAO protests challenging the award of a contract to provide complex training and support services to the U.S. Army National Guard valued at more than US\$100m. We ultimately negotiated the relief the client requested.
- Successfully protested Army's award of contract for reconnaissance systems in Afghanistan; protest let to corrective action and award to client.
- Successfully prosecuting GAO bid protests on behalf of a prominent intelligence-support contractor challenging task orders the U.S. Army awarded to the client's competitor for services.
- Successfully prosecuting a bid protest challenging the award of a US\$300m+ contract to provide support services to the U.S. Army in Afghanistan.
- Successfully protesting the U.S. Special Operation Command's award of a Special Operations Forces Information Technology Enterprise Contract task order valued over US\$700m to a client's competitor. Our work resulted in the agency taking corrective action and making a new award decision.
- Successfully defending and reaffirming our client's award against incumbent contractor's five separate bid protests filed against the Army in awarding our client, a prominent information technology and services provider, a US\$142m contract to maintain the Army's general fund enterprise business system.
- Securing a motion to dismiss a bid protest filed at the GAO involving the Air Force's award of a five-year contract for the supply of borescopes.
- Successfully defending a bid protest awarded by the DoD for a US\$400m medical equipment supply contract for the Defense Logistics Agency.
- Successfully defending a bid protest filed against a client at the GAO regarding the Defense Health Agency's award of a US\$200m contract to provide global telemedicine services for military health beneficiaries.
- Assisting a major government and commercial services company in the judicial proceedings before the Administrative Court for the challenge of the award of the tender procedure for the supply and maintenance of the IT services of Agenzia Spaziale Italiana.
- Assisting a global satellite communications company in litigation against discriminatory tender procedures of the German defense procurement agency, BAAN.





Aerospace and Defense

Government Claims and Disputes Litigation

Government Claims and Disputes Litigation

Government agencies have become more aggressive against contractors, imposing constructive changes, denying requests for equitable adjustment, withholding payment, and terminating contracts for default. The U.S. government is increasingly asserting affirmative claims against its contractors, especially against firms selling on a cost-reimbursement basis. This aggression is placing some contractors in precarious financial situations.

Our A&D litigators are experienced in the unique aspects of litigating procurement claims and disputes against government agencies. Many of our lawyers have spent years in government service and can utilize that experience to benefit your organization. We have experience navigating the complex regulatory framework where the intersection of business and government requires an integrated strategy.

Our team often litigates before the U.S. Court of Federal Claims, Armed Services Board of Contract Appeals, Civilian Agency Board of Contract Appeals, and other administrative boards. And we actively participate in the relevant bar associations.

We understand that your company's financial forecasts assume governments will be reliable contracting partners. Our global claims and disputes practice helps to make that assumption a reality, helping your business to navigate and grow through these

Areas of focus

- [Boards of Contract Appeals](#)
- [European tribunals](#)
- [U.S. Court of Federal Claims](#)
- [U.S. Court of Appeals for the Federal Circuit](#)

Representative experience

- Representing leading U.S. government contractors regarding appeals of Cost Accounting Standards, non-compliance determinations, and cost disallowances by defense and civilian government agencies.
- Assisting a leading aerospace manufacturer in mediating a subcontract termination between the prime contractor and the U.S. Air Force for a multimillion dollar aircraft program.
- Defending a multimillion dollar government claim against a leading construction, engineering, and infrastructure company relating to a nuclear waste facility construction project, which resulted in a favorable settlement.
- Helping a leading defense company in negotiating a US\$100m+ settlement relating to a termination for convenience proposal.
- Representing a government services provider in litigation for multimillion dollar nonpayment of services rendered.
- Representing a client in the prosecution of an appeal of a denied claim against the U.S. Army for an improper unilateral reduction of price.
- Representing a state information technology agency in dispute with one of the largest defense contractors over claimed breaches exceeding US\$2billion for management of statewide IT resources.
- Successfully securing a motion in federal court to migrate a dispute between our client, a global helicopter manufacturer, and an international aircraft maintenance company to arbitration.
- Representing an international information technology company in an appeal before the Armed Services Board of Contract Appeals.
- Representing a manufacturer of space, defense, and aviation-related systems in a dispute with a commercial space company to dissolve a joint venture between the firms.





Aerospace and Defense

International Trade and Economic Sanctions

International Trade and Economic Sanctions

A&D companies are especially affected by global export control requirements, with laws increasingly important in efforts to protect national security. Complex controls, greater enforcement, and higher penalties make it critical for international companies to have effective export compliance and understand the constantly evolving regulations.

We are at the forefront of virtually all cutting-edge export control issues, including counseling on the impact of export control reform in the highly regulated A&D industry. Our teams solve intricate problems at the intersection of export controls and economic sanctions; keeping pace with how this affects emerging A&D technologies, such as drones, satellites, and artificial intelligence.

We have extensive experience working with the agencies that implement sanctions regimes. And we can advise you on how to comply with these respective bodies. We know which of your global affiliates, officers, and employees are required to comply. We understand how the choice of corporate and governance structures can affect the degree to which you are impacted by the sanctions regimes.

Some programs are far-reaching – prohibiting virtually all transactions with the sanctioned country or entity. Others are more narrowly tailored. Various U.S. programs apply to foreign subsidiaries of U.S.-based companies. Rules can also apply to non-U.S. companies that deal in domestic-origin goods, software, or technology. The substantive provisions of these programs can change suddenly with little or no advance notice.

Failure to analyze and comply with requirements can lead to costly production and shipping delays, intrusive government investigations, significant penalties, and negative publicity.

By maintaining regular contact with the departments that administer and enforce U.S. and EU export control laws, we are able to keep you informed of new developments. And we offer counsel in designing compliance programs to minimize the impact of these laws on your businesses.

We'll help you to reduce your sanctions risk by assessing compliance programs and recommending operational changes. Our teams can secure licenses that permit you to enter transactions that would otherwise be prohibited by sanctions regulations. And if you need assistance navigating through voluntary disclosures and penalty assessments if under scrutiny, we're on hand to offer much-needed support.

Our team combines experienced private practitioners with former federal government officials. And we deliver a broad scope of service. We're effective in seamlessly addressing issues across multiple jurisdictions in key offices such as Brussels, London, Paris, Munich, Moscow, Singapore, Australia, Rome, Beijing, and Washington, D.C.

If you need support, we can guide you through the complex maze of global control regulations, many of which differ by country and region.

Areas of focus

- Commodity jurisdiction and classification
- Compliance plans and training
- De minimis rules
- Encryption controls
- Enforcement proceedings
- Export Administration Regulations (EAR)
- Fundamental research
- Internal investigations
- International Traffic in Arms Regulations (ITAR)
- Licensing
- Non-U.S. export controls
- Nuclear export controls
- Re-export transactions

Representative experience


- Assisting A&D companies in classifying commodities, technology, and software under ITAR and EAR. Seeking licenses and formal classification rulings from the U.S. Departments of Commerce and State as necessary.
- Assisting U.S. and European companies with trade compliance and internal compliance investigations and voluntary self-disclosures with U.S. and EU agencies.
- Providing training to a global aerospace company regarding compliance with export controls and anti-boycott laws.
- Assisting SES, a satellite operator, in assessing EU export control risks in the provision of international satellite communication services.
- Helping secure a license for a temporary export for a science experiment on a NASA flight for Columbia University.
- Assisting an EU subsidiary of a U.S. aerospace manufacturer on exports of civilian-certified aircraft parts that are listed as defense items.
- Assisting an EU aircraft manufacturer to redesign its export control manuals with questions relating to the export of dual-use items.
- Assisting nuclear companies with obtaining authorizations from the Department of Energy to transfer nuclear technology and provide services in China, India, and the UAE.
- Carrying out EU export control due diligence for a Dutch company active in the military defense industry ahead of a potential acquisition by a Canadian defense company.
- Advising a leading defense company on establishing a process to reclassify items pursuant to regulatory changes under U.S. Export Control Reform.
- Advising a leading technology company on the export controls issues related to the development of an unmanned aerial vehicle.



Awards and Rankings

- Band 1 for International Trade: Trade Remedies & Trade Policy, *Chambers USA, 2023*
- Tier 1 for International Trade, Trade Remedies and Trade Policy *The Legal 500 US, 2023*





Aerospace and Defense

Investigations, White Collar, and Fraud

Investigations, White Collar, and Fraud

The lawyers in our Investigations, White Collar, and Fraud practice bring decades of experience conducting both U.S. and foreign-based investigations that are thorough, efficient, and effective – attributes that have been recognized by both clients and governments. We have lawyers with in-depth local knowledge in virtually every corner of the globe and across the United States, while at the same time we can marshal and coordinate those resources across state and national borders.

Our team applies our collective knowledge of how investigations are run and our relationships with enforcement agencies to advise you at every step in the investigative process. Upon the initiation of an investigation, we work with you to ensure you are following the best strategy to protect your business interests. To identify potential or actual conduct with anti-corruption, anti-bribery, anti-money laundering, cartel, or fraud implications, our team executes interviews with company officials and other employees, coordinates with consultants for data collection and integration, performs document review and due diligence, and, when necessary, defends you through enforcement proceedings.

Our goal is to manage any issue in ways that limit the impact to your business. The breadth of our team allows us to draw upon a range of experience to achieve this objective, while carrying out the investigations or compliance initiatives in an efficient and cost-effective way. We will always strive to obtain the best outcome for you, with your budget and business goals in mind. Ideally, we aim to achieve satisfactory resolutions short of trial. When that is not feasible, our lawyers have tried — and won — hundreds of cases.

We are ranked as one of the top 10 law firms in the world for internal and government-led investigations by *GIR 30*. Our ability to conduct effective investigations is second to none, partly due to our genuine understanding of what authorities are focused on. We know their thinking because so many members of our team joined us from government agencies in a variety of jurisdictions. To complement the government perspective, we have team members with deep regulatory expertise, many having spent time in-house gaining insights into the client's perspective.

Areas of focus

- [Anti-money laundering](#)
- [Bribery and corruption](#)
- [Congressional oversight and investigations](#)
- [Sanctions](#)
- [Voluntary disclosures and enforcement](#)
- [White collar crime and fraud](#)

Representative experience

- Achieved a declination in a five-year FCPA investigation of a French aerospace company for its subsidiary's pre-acquisition payment of alleged bribes to its Chinese agent, who also happened to be the wife of the number two official at the Chinese Department of Railways, for hundreds of millions of dollars in contracts to provide lavatory equipment for high-speed trains; the team was able to get credit for a voluntary disclosure and cooperation and negotiate the payment to DOJ down from US\$150 million to US\$17 million, despite the agent's receipt of close to US\$50 million in commissions.
- Advising a U.S.-based manufacturer of defense and aerospace products on an investigation being conducted by the U.S. Department of Justice under the Federal False Claims Act, where the team is responding to a Civil Investigative Demand (CID), and submitting advocacy papers to the Department of Justice while the investigation is ongoing.
- Successfully acted for Air Canada in relation to the DOJ Antitrust Division's criminal investigation into the air cargo industry by representing Air Canada in damages claims proceedings in Germany, the Netherlands, and the UK.
- Successfully defended Korean Air in the European Commission's air cargo cartel investigation by representing Korean Air in damages claims proceedings in the Netherlands and UK.
- Defending a major defense contractor in a grand jury investigation regarding products and services supplied to the DOD.
- Representing a prominent European defense contractor in connection with an investigation by the DOJ relating to a competitor's allegations that the client improperly obtained its proposal information for a major Army contract. The investigation was closed without action.
- Aiding a major defense contractor in multiple investigations led by the DOJ regarding allegations of non-compliance with the Truth-in-Negotiations Act.
- Assisting a transport contractor in an investigation by the U.S. Attorney's Office in Missouri involving a contract with the U.S. Army Corps of Engineers.
- Counseling the unindicted second-in-command corporate officer of a company that had been indicted in the Southern District of New York in one of the largest criminal FCPA prosecutions.



Awards and Rankings

- Ranked Eighth, *GIR 100 Global Investigations Review, 2022*
- Corporate Crime & Investigations: The Elite (Nationwide) *Chambers USA, 2023*



Aerospace and Defense

Commercial Litigation and International Arbitration

Commercial Litigation and International Arbitration

A&D companies are expanding globally – becoming exposed to diverse supply chains and buyers. Disputes can arise under laws that differ starkly from the company's base. We offer knowledgeable industry support, plus the experience and capability to handle disputes effectively.

Commercial Litigation

At Hogan Lovells, we vigorously protect your interests throughout the life cycle of a dispute. Our clients value our ability to relieve them of the burden of significant litigation risk and exposure early in the life of a case and deflect potentially vast claims before they even get off the ground. Recognized as a premier litigation practice, we take an innovative approach that draws on the insights we've gleaned through years of resolving disputes in diverse industry sectors in major jurisdictions and markets around the world. While we look for offramps at key milestones of a case, we do so as part of an overall strategy that confronts complexity head on and will fight for you all the way to verdict, if necessary. Named Trials Practice Group of the Year by Law360 in 2021, Hogan Lovells has one of the top trial litigation practices. We help you shape your narrative and develop cogent arguments to defend your position, limit your exposure, and preserve favorable results in the event of an appeal. We don't rest until we've done everything we can to achieve the best possible outcome, knowing that it's your business at stake.

Areas of focus

- Appellate
- Class Actions and Multi-district Litigation
- Privacy and Cybersecurity Litigation
- Product Liability
- Securities and M&A Litigation

International Arbitration

From risk mitigation and pre-arbitration litigation to arbitral hearings and post-award enforcement proceedings, we protect and defend your interests by providing practical, cost-effective, and timely solutions to your global disputes. Unlike the competition, our International Arbitration team has multiple lawyers with first-chair arbitration experience. Our strategically focused, multilingual, and multicultural team works across continents to help you avoid and resolve disputes in every corner of the globe. Our experience speaks for itself. We've presented and won in front of major arbitral tribunals. We know the major players and arbitral rules. We speak your language and understand your culture. We are connected, not only to each other but also to your industry and with relationship firms in the countries where we don't have offices. We think about what's best for you, which is why we are consistently rated by clients and industry observers as the go-to firm for bet-the-company disputes.

Areas of focus

- Advocacy
- Clause drafting
- Commercial arbitration
- Dispute prevention
- Investment treaty arbitration
- Post-arbitral litigation and enforcement
- Risk mitigation

Representative experience

- Won a US\$385m jury trial for Orbital ATK over a joint venture to market Orbital ATK's mission extension vehicle, a spacecraft meant to extend the lives of geostationary satellites.
- Advised Norwegian Air Shuttle and Arctic Aviation Assets in Illinois state court in the first airline lawsuit filed against Boeing stemming from the grounding of the 737 MAX for fraud, gross negligence, and breach of contract.
- Advised an American aerospace, arms, defense, information security, and technology corporation in an ICC arbitration against an automotive company regarding a breach of contract dispute.
- Advised a U.S. aircraft manufacturer in litigation and arbitration involving a major helicopter contract with the Republic of Turkey.
- Advised the aviation division of a major conglomerate in defense of a pre-litigation claim asserted by an aircraft manufacturer regarding an Engine Purchase Contract for aircraft engines manufactured by our client.
- Represented an international aircraft manufacturer in supply chain disputes against European and U.S. suppliers.
- Represented a leading aerospace company in a supply chain dispute against a U.S. supplier (ICC arbitration).
- Acted for an aviation finance vehicle of a leading European airline in a complex, multiparty, and multijurisdictional dispute arising from breaches by a national airline of a finance lease agreement.
- Represented a leading defense company in a supply chain DIS arbitration regarding the delivery of reconnaissance hardware and software.
- Represented a major manufacturer in the aerospace industry in a DIS arbitration related to a post-M&A arbitration.
- Represented an African aviation company in a claim brought against it by the owners of the aircraft it was operating related to the hiring and repair of its air fleet.
- Advised an Asian airport authority in a judicial review application brought by a flight attendant relating to a challenge that the airport authority allegedly breached security protocol.



Awards and Rankings

- Band 1 for Dispute Resolution *Chambers Global*, 2023
- Trials Practice Group of the Year *Law360*, 2021



Aerospace and Defense

Products and Environmental Liability Litigation

Products and Environmental Liability Litigation

For decades, the members of the Hogan Lovells Products Law practice have worked collaboratively to provide clients a one-stop-shop for all their products' needs. Clients receive the most comprehensive advice through the practice's extensive experience with technical and scientific issues in the most complex and highly regulated industries. The team is highly recognized in the products liability space for its mastery of litigation within the regulatory framework.

We have all the tools necessary to support you and your product, anywhere in the world. Through our international network, we cover all product safety and compliance issues that may arise in the product life cycle, including those relating to manufacturing, the supply chain, distribution, marketing, and the end-user.

Our high-profile global team covers all aspects of the field. Our substantial cross border capabilities and global outlook allow us to handle technically demanding issues. Our lawyers work hand-in-glove with client's business to give them the legal solutions they need. Should unexpected problems arise we help our clients manage the implications, for example, of consumer claims, regulatory investigations, and recalls.

Our global Products Law network has extensive experience in managing multi-jurisdictional and multi-party product liability litigation. We are often asked to coordinate defense counsel around the world and are currently helping to coordinate active litigation in more than 30 countries.

Areas of focus

- Class actions and group litigation
- Commercial litigation
- Compliance with product safety regulations
- Crisis management
- Defense of criminal prosecutions
- Environmental litigation
- Labelling
- Liaison with regulators
- Product liability litigation
- Product recalls
- Public policy representation
- Risk prevention
- Supply chain disputes

Representative experience

- Assisted one of the world's leading aerospace companies with the negotiation of settlements and litigation in connection with aviation accidents.
- Assisted a global aviation insurance company and its insured in respect of a loss for over US\$12m, relevant to a helicopter crash allegedly caused by failures of the fluid control valve manufactured by the insured.
- Represented a major aerospace company in connection with claims in CERCLA, response costs in the investigation, and clean-up of government military installations.
- Successfully defended an ADG contractor in a US\$100m+ toxic tort suit brought by a group of plaintiffs claiming cancer and cancer deaths from exposure to contamination from the company's rocket testing and manufacturing operations.
- Assisted a leading aerospace company on the potential risk of involvement in an Italian airport incident, the pending criminal proceedings, potential civil liabilities, and providing our affidavit in support of forum non conveniens motions in the litigation commenced in the United States.
- Represented a U.S. aircraft leasing company in a UNCITRAL dispute against a Malaysian airline arising from the sale of an allegedly defective aircraft.
- Advised a worldwide leading company from the aviation industry on settlement negotiations concerning aircraft accidents.
- Successfully argued on appeal for a leading U.S.-based government contractor in a case involving indemnification for liability for legacy environmental issues from World War II aircraft production.



Awards and Rankings

- Band 1 for Dispute Resolution
Chambers Global, 2023
- Band 2 for Litigation (Europe-wide)
Chambers Europe, 2023



Aerospace and Defense

EU Public Procurement

EU Public Procurement

EU procurement rules allow A&D corporations to compete for public sector, defense, and security contracts. They guarantee a fair and transparent process, providing a range of solutions when things go wrong. It's vital to understand the constraints the rules create and tailor bidding behavior accordingly.

We help you bid compliantly and successfully by navigating the complex EU rules. Our teams understand the interface between procurement legislation and commercial transactions, such as outsourcing and public private partnerships. We have a long history in defense and security procurement, having been involved since before the EU adopted specific regulations in 2009.

We counsel on the scope of the national security exemption, security of information, and supply concerns. And we offer advice on issues of market access for non-EU based bidders, offsets, export control, and subcontracting rules.

The EU regulations are also changing. New rules for the award of public and utility contracts and concessions are being implemented. These new laws involve some of the most significant changes of the last 20 years. EU regulations on the award of defense and security contracts, introduced in 2012, now require that such contracts be competitively bid. Our team stays up-to-date with evolving legislation to ensure that you can take full

We are truly pan-European – we can assist you with all of your procurement needs across the continent. In addition, our Brussels team is well-versed in the procurement regime for EU institutions and other international bodies, including NATO and the ESA. We also handle complaints to the European Commission, and procurement litigation before the European Courts.

Areas of focus

- [Anti-corruption and FCPA](#)
- [Competition compliance](#)
- [Export controls](#)
- [Merger control](#)
- [Public sector](#)
- [Procurement](#)
- [Regulatory compliance](#)

Representative experience

- Representing a multinational support services company in litigation before the English High Court in relation to the award of four contracts for repairs and maintenance work across the UK defense estate, as well as facilities management and construction projects with a total value of £4bn.
- Advising a European satellite operator in relation to the procurement of a military satellite for use by NATO forces.
- Representing a major British defense and aerospace group in relation to the legislative process leading to the adoption of EU Directive 2009/81 on Defense and Security Procurement.
- Representing a U.S.-based multinational defense and aerospace group in relation to the implementation of the EU Defense and Security Procurement Directive in the UK, Germany, France, and Italy, as well as in relation to procurements carried out by NATO.
- Representing a leading U.S.-based service provider on jurisdictional compliance requirements across the EU.
- Representing an EU-based defense contractor on the submission of an offer on procurement of military equipment by Poland's Ministry of National Defense.
- Representing a large UK-based defense contractor on the legislative procedure leading to the adoption of the EU Defense and Security Procurement Directive.
- Assisting a leading manufacturer of aerospace systems with the defense procurement regimes applicable in the UK, France, Germany, Italy, and those used by NATO agencies and bodies.



Awards and Rankings

- Band 1 for Public Procurement, *Chambers UK*, 2023





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