

## Steve Suneson

### SHAREHOLDER

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Steve Suneson has practiced for about two decades in the areas of business law and commercial transactions, mergers and acquisitions (M&A), cross-border and international transactions, commercial contracts, secured transactions, private equity, along with corporate structure and governance.

Steve began practice in corporate law and private equity at a large international corporate law firm in New York City. He expanded his practice to commercial transactions, M&A, and international-U.S. cross-border and Canada practice for over a decade as an attorney at a boutique corporate law firm in Buffalo, New York. Steve continued as an international transactions, corporate and M&A attorney at another Colorado-based law firm. Steve is rated AV® Preeminent™ by Martindale-Hubbell's Peer Review Ratings. He was born and raised in Stockholm, Sweden, and is fluent in Swedish.

### International Transactions

In addition to his general corporate and business practice, Steve has substantial cross-border and international experience assisting foreign companies, particularly Canadian, Australian, British, Swedish and other European companies, who are doing business in the U.S. His international transactions practice focuses on the following sectors: technology, software development and licensing, manufacturing, distribution, retail, apparel, energy, services and construction.

Steve routinely deals with complex cross-border issues such as U.S.-foreign nation income tax treaties, U.S. withholding tax on payments to foreign ownership, intercompany cross-border agreements, and transfer pricing agreements as well as other complex cross-border legal and tax issues. He provides comprehensive and sophisticated U.S. corporate legal services to Canadian, Australian, British, Swedish, and other foreign and international companies and individuals who operate in the U.S. Steve has lectured on various U.S. legal issues in Canada, Sweden, and other parts of Europe pertaining to foreign companies doing business in the U.S.

Steve also works with Colorado and U.S. business owners who want to sell or buy their businesses, need financing, want to expand abroad, or complete other complex business transactions abroad. His experience in this regard includes export control review, Foreign Corrupt Practices Act (FCPA), country of origin marking, technology transfer, foreign corporate structure and other U.S.-foreign legal matters.

### Mergers and Acquisitions

Steve has extensive experience in both domestic and cross-border mergers and acquisitions, spin-offs, and corporate reorganizations. This experience includes a variety of M&A transactions, such as contested and

negotiated acquisitions and tender offers, takeover defenses, leveraged buyouts, corporate spin-offs, corporate auctions, international M&A transactions, and strategic acquisition and divestiture transactions.

### Intellectual Property

Steve represents clients in the managed services, software, and telecommunications businesses. His technology practice includes agreements for telecommunications and information technology (IT) services, internet and mobile-app content creation, hosting and access, technology licensing, e-commerce, broadband and streaming media, cyber-center operations, managed services, ASP, xSP, and SaaS businesses, on-line collaboration, and interactive media services. He assists his clients in identification, realization and protection of intellectual property. Steve also counsels clients on protection and registration of U.S. trademarks.

### Employment & Labor Law

Steve drafts and negotiates employment agreements, independent contractor agreements, executive compensation arrangements, U.S. employment handbooks and policies, severance packages, and other employment matters. Executive compensation is a complex area of law because it encompasses a broad range of legal issues that impact non-qualified deferred compensation, stock options, restricted stock, phantom stock, and other equity or synthetic equity as well as shareholder and corporate governance issues. Steve counsels and assists foreign-owned U.S. companies on U.S. employment laws, drafting U.S. employment agreements, and crafting U.S. employment handbooks.

### Significant Representations

- Represented European technology company in connection with an acquisition of assets of U.S. target.
- Represented European aerospace company in post-litigation settlement, license and supply agreement against American aerospace company valued at approximately \$1 billion.
- Represented foreign company in connection with U.S.-foreign stock for stock complex corporate reorganization involving multiple entities.
- Represented foreign investor in connection with foreign stock sale and a related U.S. entity secured transaction.
- Represented private equity fund in connection with an investment of a round of convertible preferred equity into software-related portfolio company.
- Represented foreign buyer in connection with acquisition of stock (taxable as an asset sale under section 338(h)(10)) of target involved in supplying equipment in oil and gas sector.
- Represent and counsel foreign and U.S. companies with respect to various corporate, general labor, financing, and general tax issues, such as corporate structure, joint ventures, federal income tax treaties, Uniform Commercial Code (UCC), security interests, transfer pricing considerations, hiring and termination of employees, technology transfers, and intellectual property rights.
- Engaged in numerous other international commercial transactions, M&A, commercial contracts, and general corporate advice.
- Engaged in numerous complex commercial contracts (such as SaaS, distribution, license, service, transfer pricing).

## HONORS & DISTINCTIONS

- Best Lawyers® in America, 2024 – Corporate Law and Tax Law.
- AV Preeminent – Martindale-Hubbell.
- 2019-Presenter at Global Chamber of Commerce Landing Pad in Denver, CO.
- Presenter at an International Legal Network’s North American Conference in Denver, CO.
- 2018-Panel speaker at M&A conference: Tapping the Capital Markets in a Competitive Environment, Loveland, CO.
- 2018-Presenter at an International Legal Network Annual Conference in Copenhagen, Denmark.
- 2017-Faculty speaker at the Colorado Bar Association, Business Law Institute in Denver, CO.
- Graduate of the 2017 Downtown Denver Partnership Leadership Program.
- 2014-Presenter on Doing Business in the United States to various Swedish business organizations and law firms, in Stockholm and other parts of Sweden.
- “If you are doing business in Europe are you complying with the General Data Protection Regulation”, Newsletter, Colorado Bar Association, May 2017 (co-author with Jennifer Mullins, Esq.).
- “Don’t neglect these M&A Issues”, Newsletter, Colorado Bar Association, December 2016.
- “Exiting US distribution agreements: not as easy as you may think”, Newsletter, Colorado Bar Association, March 2013.
- Author of the booklets “European Companies Conducting Business in the United States: an Introduction” and “Canadian Companies Conducting Business in the United States: an Introduction”, both 2013-2019.
- “Things to consider when doing business in the US”, Business Beat, Ontario Bar Association, Canada, Volume 20, No. 2, May 2010.
- Numerous other publications and speaking engagements.

## PROFESSIONAL & COMMUNITY AFFILIATIONS

- Member of Business Law Section Executive Council, Colorado Bar Association
- Liaison to International Law Section, Colorado Bar Association
- Denver Bar Association
- Alliance of Merger & Acquisition Advisors, Rocky Mountain Chapter, board member
- Global Chamber of Commerce, board member

## ADMISSIONS

Colorado  
New York

## LICENSED IN

Colorado, New York

## PRACTICE AREAS

Business & Corporate  
Employment & Labor Law  
Intellectual Property  
International Business Transactions  
Mergers and Acquisitions

Technology

## BADGES

