



### Nicholas Klein

#### Of Counsel

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Nicholas Klein has significant experience advising clients on international trade and national security matters, including national security reviews before the Committee on Foreign Investment in the United States (CFIUS), U.S. export controls, economic sanctions, anti-bribery and corruption, anti-money laundering, and mitigation of foreign ownership, control or influence under industrial security regulations.

Nick has extensive experience representing clients with respect to complex national security and international trade aspects of mergers and acquisitions and other business transactions. He represents clients in the aerospace and defense, telecommunications, financial services, manufacturing, software, professional services, biotechnology, energy and technology sectors, among several others.

Nick regularly counsels clients on complex compliance, licensing and enforcement matters related to the International Traffic in Arms Regulations (ITAR), Export Administration Regulations (EAR), the embargoes and sanctions programs administered by the Office of Foreign Assets Control (OFAC), federal firearms regulations, nuclear-related export controls, and anti-boycott regulations. He is experienced counseling on compliance with the Foreign Corrupt Practices Act (FCPA) and other anti-bribery and anti-corruption laws. His practice also covers anti-money laundering/anti-terrorist financing compliance.

He represents corporations, boards of directors and individuals with internal investigations, voluntary disclosures and the resolution of administrative enforcement proceedings. He also assists companies with designing and implementing compliance programs and corporate policies regarding the international trade laws.

While in law school, Nick clerked at the Office of the United States Attorney and worked for Hon. Timothy M. Tymkovich and Hon. Neil M. Gorsuch, both of the U.S. Court of Appeals for the Tenth Circuit. Before attending law school, Nick was an officer and paratrooper in the United States Army, leading hundreds of counterterrorism and counterinsurgency combat operations in Iraq. He was a U.S. Army Ranger and an airborne jumpmaster.

Nick maintains an active pro bono practice advocating on behalf of military veterans.

### RELATED SERVICES

- International Trade, Regulatory and Government Affairs
- International Trade

### EXPERIENCE

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Representative Compliance Matters include:

- Conducted numerous internal investigations and prepared and favorably resolved voluntary disclosures to BIS (EAR), DDTC (ITAR) and OFAC (sanctions) for U.S. and non-U.S. companies across a broad range of sectors, including IT services, software and software services, e-commerce, cybersecurity, defense contracting, aerospace MRO, manufacturing, semiconductors, energy infrastructure and equipment, and telecommunications.
- Developed and implemented all aspects of compliance programs for several multinational companies, including policies and procedures, export classifications, export licensing, third-party contracts, distribution and vendor assessment, know-your-customer screening, and compliance with export controls, economic sanctions, anti-bribery/FCPA, anti-money laundering, anti-boycott, and customs regulations in global business operations.
- Managed ITAR-related registration and notification obligations for multiple portfolio companies of U.S. private equity funds and U.S. defense contractors.
- Frequently evaluated export control classifications for numerous products, software and technology, including manufactured goods, composites, semiconductors, and encryption, among others.
- Prepared Encryption Licensing Arrangements, encryption classification determinations, and assisted with required encryption-related filings under export controls.
- Counseled major European automotive manufacturer in connection with China-specific U.S. export controls compliance matters.
- Regularly advised money managers, private equity, sovereign wealth funds, SPACs, among other parties on the impact of U.S. regulatory changes with respect to China.
- Advised joint ventures on export control implications for formation and operation.
- Counseled several global and U.S. companies with respect to supply chain and operational implications of U.S. regulatory changes with respect to China.
- Counseled several multinational, Indian-based IT and professional service providers on export controls and sanctions compliance.
- Secured a favorable outcome from BIS related to final regulations involving China on behalf of a large non-U.S. telecommunications provider.

Representative Transactional Matters include:

- Regularly evaluated transactional risk from target companies' compliance with export controls, economic sanctions, anti-bribery/FCPA, anti-money laundering, anti-boycott, and customs regulations.
- Advised sovereign wealth funds and private equity on CFIUS and export controls implications in fund formation.
- Counseled foreign investors on CFIUS, including corporations, venture capital, private equity, sovereign wealth funds, limited partners, and fund sponsors.
- Advised U.S. businesses on CFIUS, including understanding and allocating CFIUS risk, export control classifications, and navigating the CFIUS process.

Specific Example Transactions include:

- A. Schulman, Inc. with the CFIUS and international trade aspects of its \$2.25 billion acquisition by LyondellBasell Industries N.V.\*
- Cardinal Health, Inc. with the international trade aspects of its \$6.1 billion acquisition of Medtronic plc's medical supplies businesses\*
- Cavium, Inc. with the international trade aspects of its \$6 billion acquisition by Marvell Technology Group Ltd.\*
- Dürr AG with the CFIUS and international trade aspects of its acquisition of the industrial environmental technology business of Babcock & Wilcox Enterprises, Inc.\*
- Esterline Technologies Corp. with the national security and international trade aspects of its \$4 billion acquisition by TransDigm Group Inc.\*
- Fortress Investment Group LLC with the CFIUS and international trade aspects of its \$3.3 billion acquisition by SoftBank.\*
- GM Cruise with the CFIUS and international trade aspects of its \$2.25 billion investment by SoftBank.\*

- Intel Corporation with the national security and international trade aspects of its sale of Wind River Systems, Inc. to TPG Capital.\*
- Peraton Corp., an affiliate of Veritas Capital, with the international trade aspects its \$690 million acquisition of the government IT services business of Harris Corporation.\*
- Rockwell Collins, Inc. with the CFIUS and international trade aspects of its \$30 billion acquisition by United Technologies Corporation.\*
- StandardAero, Inc., an aerospace MRO provider, with the national security and international trade aspects of several transactions.\*
- Trip.com, a Chinese travel service company, in forming a strategic partnership and joint venture with TripAdvisor, Inc.\*
- XL Group with the CFIUS and international trade aspects its \$15.3 billion acquisition by AXA SA.\*

*\*experience prior to joining DLA Piper*

## CREDENTIALS

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### Admissions

- Colorado
- District of Columbia

### Education

- J.D., University of Denver
- B.A., James Madison University

### Courts

- United States Court of Appeals for the Federal Circuit
- United States Court of International Trade

## INSIGHTS

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### Publications

#### **New CFIUS regulations change mandatory filing requirements and increase the importance of US export controls**

30 September 2020

The new rule modifies the criteria that trigger a mandatory filing with CFIUS, potentially subjecting more transactions to mandatory CFIUS review.

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#### **New national security regulations subject more insurance sector transactions to CFIUS review**

20 August 2020

Transactions in the insurance sector are squarely in the CFIUS crosshairs.

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#### **First emerging technologies identified and controlled for export in the EAR**

26 June 2020

The designation also makes these a "critical technology," giving CFIUS jurisdiction over foreign investments in US businesses that engage with these items.

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### **Commerce Department targets Huawei with additional export control restrictions**

26 May 2020

The restrictions are another step in a series of US government measures to limit Huawei's access to US technology.

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### **CFIUS proposes export control-based reforms to its mandatory filing program**

22 May 2020

Details of the proposed modifications and their practical impact.

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### **COVID-19: National security risks lead to expanded global foreign direct investment reviews**

11 May

Key developments in global FDI review regimes.

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### **BIS announces three new rules that place significant restrictions on exports to China**

7 May 2020

These rules will subject many products and technologies to new US export control licensing requirements.

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### **CFIUS filing fees effective as of May 1, 2020: What you need to know**

5 May 2020

The filing fees go into effect and must be paid for transactions filed on or after May 1, 2020.

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### **Coronavirus: The Defense Production Act's authorities and limitations in the fight against COVID-19**

6 April 2020

The DPA has significant implications for companies receiving a direct order from the President and for the subcontractors and suppliers behind them; meanwhile, recent legislation has created procurement opportunities under the DPA.

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### **CFIUS's new role in real estate transactions**

20 February 2020

An outline of CFIUS's new authority to review foreign investment in US real estate and its impact on real estate investors who have not previously dealt with CFIUS risk.

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## Long-awaited changes to export controls for firearms and ammunition have arrived

6 February 2020

This new regulatory scheme will create a transition burden on industry, but it will result in more flexible regulatory obligations overall.

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- "Insurance Sector Should Expect More Focus From CFIUS," *Law360*, September 9, 2020
- "Five best practices to navigate CFIUS under the new regulations," *Foreign Investment Watch*, May 28, 2020
- "US cracks down on investors with Russian, Chinese links," *Globes*, February 13, 2020

## Events

### Previous

#### US-Israel-China Relations: A complicated triangle

15 June 2020

Webinar

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#### Recent developments in US export controls and doing business in China

11 June 2020 | 3:00 - 4:00 ET

Webinar

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## NEWS

#### Nicholas Klein joins DLA Piper's Litigation and Regulatory practice in Washington, DC

3 February 2020

DLA Piper announced today that Nicholas Klein has joined the firm's Litigation and Regulatory practice as of counsel in the Washington, DC office.

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## MEDIA MENTIONS

- "U.S. tightens exports to China's chipmaker SMIC, citing risk of military use," *Reuters*, Sep. 26, 2020
  - "US tightens exports to China's chipmaker SMIC, citing risk of military use," *Channel News Asia (CNA)*, Sep. 26, 2020
  - "U.S. tightens exports to China's chipmaker SMIC, citing risk of military use," *The Japan Times*, Sep. 26, 2020
  - "Donald Trump: US Treasury should get cut of TikTok deal," *BBC News*, Aug. 4, 2020
  - "Trump's bid for a piece of Microsoft-TikTok deal could spur legal action", *Reuters*, Aug. 4, 2020
  - "Exclusive: Winning bidder for Grindr has ties to Chinese owner," *Reuters*, June 2, 2020
  - Live Interview, "Trump's call for a cut of Microsoft-TikTok deal faces legal challenges," *CGTN*, Aug. 4, 2020
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