



PILLSBURY WINTHROP LLP

ShawPittman LLP

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Pillsbury Winthrop and Shaw Pittman Agree to Merge, Forming Formidable New Player Among the Nation's Top 20 Law Firms

Combined firm, with approximately 900 lawyers in 16 international offices, will boast marquee practices in capital markets, corporate finance, outsourcing, litigation, IP governmental regulation and real estate

SAN FRANCISCO/WASHINGTON, DC -- Law firms Pillsbury Winthrop LLP and Shaw Pittman LLP have signed a letter of intent to merge the two firms. The combination will create a new entrant among the closely watched *American Lawyer* Top 20, and a new legal brand with recognized eminence in capital markets, corporate finance, real estate, tax, global technology sourcing, intellectual property, litigation, and government and regulatory affairs.

The combined firm, to be called Pillsbury Winthrop Shaw Pittman LLP, will have some 900 attorneys in 16 international offices, and approximate annual billings of more than \$600 million. The firm will have a major presence on both U.S. coasts as well as in Europe, Asia and Australia, with marquee practices in a variety of sectors and industries. Although the transaction will propel the firm into the upper echelon of legal industry rankings, both parties emphasize that combined practice strength and market reach, not sheer size, are the driving factors behind the merger.

The merger will give Pillsbury Winthrop an immediate boost in Washington, D.C. and Northern Virginia, where Shaw Pittman is headquartered, and will add to the bench strength for both firms in the coveted technology corridor of Northern Virginia. The merger will also expand both firms' presence in the London legal market, where Shaw Pittman has an internationally recognized global sourcing practice.

For Shaw Pittman, the merger enhances a global platform for expanded service to its client base. The new firm will bring together complementary practices in a number of areas, fusing Shaw Pittman's strengths in global outsourcing, real estate, nuclear energy, banking and government affairs with Pillsbury Winthrop's eminence in banking and finance, technology, corporate and securities, real estate, environment, energy and intellectual property.

"Both firms bring outstanding client value and legal capabilities to the table," says Mary B. Cranston, chair of Pillsbury Winthrop. "This merger allows all of our attorneys to immediately offer clients greater resources and depth nationally, with a balanced representation of lawyers on both coasts. It also gives us broader international reach at a time when many of our clients are looking to us for cross-border work and global counsel. In fact, we have already discussed the merger with a number of existing clients and the response has been uniformly enthusiastic."

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The two firms began exploratory conversations over a year ago and have been in formal discussions since mid-December. The merger is subject to approval by the partners of both firms and the execution of a definitive agreement; it is expected to close by mid-Spring.

“Pillsbury Winthrop, like Shaw Pittman, has a distinguished history and a broad spectrum of top-ranked practices, with a reputation for quality, excellence and service to clients,” says Stephen B. Huttler, managing partner of Shaw Pittman.

“Pillsbury Winthrop is nationally recognized for its expertise in many areas of the law that are critical to our client base – corporate transactions and securities, litigation and arbitration, intellectual property and life sciences,” he added. “Because our firms already counsel and represent many mutual clients, we’ve seen a number of practice synergies, and have learned from experience how satisfying it is for our attorneys to work together. We could not have chosen a more suitable partner.”

The overall management structure will have Mary Cranston continuing as chair of the new firm. Huttler will become one of two vice chairs, along with David Snyder of Pillsbury Winthrop. Marina Park of Pillsbury Winthrop will be firm-wide managing partner.

Although Pillsbury Winthrop is currently the larger of the two entities, Shaw Pittman will be well-represented in firm-wide management, as well as in leadership of practice groups and offices where both firms currently reside, primarily Washington, D.C. and Northern Virginia.

For Pillsbury Winthrop, the merger brings some outstanding complements. As Cranston puts it, “Shaw Pittman is a high-energy firm that has created an outstanding reputation since its founding more than 50 years ago. We are as much excited by drawing on Shaw Pittman’s entrepreneurial culture as we are in tapping into its diverse practices and highly-skilled lawyers.”

Cranston points to Shaw Pittman's global technology sourcing practice, widely regarded as the pre-eminent in the world. “We see the technology outsourcing group dovetailing with so many of our existing practices, including IP, labor and employment, privacy and corporate finance,” she says, adding that the new outsourcing attorneys will likely help generate substantial merger & acquisition work as well.

Pillsbury Winthrop completed approximately \$54 billion in corporate finance transactions in 2004. In the past several years, Shaw Pittman has completed over 450 complex technology transactions involving the purchase and sale of services valued at over \$350 billion.

“Shaw Pittman's prominence in Washington will be of obvious interest to many of our corporate and institutional clients,” notes Cranston. The combination will also make the combined firm the largest in Northern Virginia, with market leading practices in corporate, emerging growth, and intellectual property and in the security industry sector.

Additional dividends are expected from Shaw Pittman's extensive regulatory work in nuclear energy, banking and communications, as well as from its national transactional practices, particularly in the active REIT market. All combine easily with Pillsbury Winthrop’s national energy, finance, telecommunications and real estate work. “For our technology clients, Pillsbury Winthrop’s financial practice means critical entrée into the capital markets,” says Huttler.

“We have some road-tested experience in this area,” Cranston notes, a reference to the previously successful merger in 2001 that created Pillsbury Winthrop out of two longstanding firms in San Francisco (Pillsbury Madison & Sutro) and New York (Winthrop, Stimson, Putnam & Roberts). Pillsbury Madison & Sutro also grew from earlier mergers with Lillick McHose and Cushman Darby Cushman.

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Both Cranston and Huttler remain circumspect about putting exact numbers to the final composition of the combined firm. “We do know that by almost any measure, we are looking at a superbly positioned, world-class law firm, one that is able to compete on any playing field with a full range of practice disciplines,” Cranston says.

Pillsbury Winthrop is currently ranked at 39 in the *American Lawyer* Top 100 and was ranked 6 out of nearly 300 law firms in an independent survey by BTI Consulting on client service. Shaw Pittman ranks 99th in the *American Lawyer* Top 200 firms. The *Chambers USA 2005* guide recently recommended a total of 42 Pillsbury Winthrop and Shaw Pittman partners as leaders in their fields.

Pillsbury Winthrop currently has offices in Century City, Houston, London, Los Angeles, New York, Northern Virginia, Orange County, Sacramento, San Diego, San Diego-North County, San Francisco, Silicon Valley, Stamford, Sydney, Tokyo and Washington, D.C. Shaw Pittman, headquartered in Washington, has additional offices in London, Taipei, New York, Northern Virginia, and Northern California.

For more information on either firm’s current profiles, visit www.pillsburywinthrop.com or www.shawpittman.com.