



Lauren Norris Donahue

Partner

Chicago
+1.312.807.4218

lauren.donahue@klgates.com

OVERVIEW

Lauren Norris Donahue is a partner in the firm's Antitrust, Competition, and Trade Regulation and White Collar Defense and Investigations practice groups. She advises client on all aspects of antitrust law, including government enforcement, complex commercial litigation, domestic and international internal investigations, mergers and acquisitions, and antitrust compliance.

Lauren also advises clients on a wide array of antitrust and competition issues, including the antitrust aspects of mergers, acquisitions, and joint ventures. Lauren has helped guide the firm's clients through US and international merger clearance and advises on a number of antitrust issues related to both horizontal and vertical mergers, gun-jumping, and pre-merger due diligence and integration planning.

Lauren's practice includes counseling clients on antitrust compliance to help companies mitigate antitrust risks. She has represented US and multinational corporations in the establishment and maintenance of antitrust compliance and audit programs, regularly provides antitrust compliance training, and has been involved in the presentation of companies' antitrust compliance programs to the Department of Justice Antitrust Division.

Lauren also advises the firm's health care clients on a variety of antitrust and competition issues, including competitor collaborations, information exchanges, group purchasing arrangements, hospital and physician group mergers and acquisitions, joint ventures, and clinical integration.

Lauren has been individually recognized for antitrust in Illinois by *Chambers USA*, Thomson Reuters, Lawdragon, and Crain's. The firm's Antitrust, Competition, and Trade Regulation group has been recognized by *Chambers USA* for Antitrust in Illinois (2020-2023), by Best Law Firms® Tier 1 Antitrust Law (2017-2023) and as the "Cartel & Trade Regulation Law Firm of the Year in Illinois" by the international review and assessment programs of both Corporate INTL Magazine and Global Law Experts (2016). Lauren is a frequent author and speaker on numerous topics relating to antitrust, government investigations, and compliance issues.

Lauren's commitment extends to providing pro bono legal services, and she has successfully represented several individuals seeking asylum in the United States. She is also actively involved in the firm-wide Women in the Profession Committee and is the chair of both the Chicago office's Women in the Profession Group, and the Chicago office's Associate Development Committee.

Lauren was a summer associate at a Chicago-based law firm in 2006. During law school, she was a judicial extern to the Honorable Ronald Guzman of the United States District Court for the Northern District of Illinois. Also, she was a law clerk for a small insurance defense firm in Chicago throughout law school.

ACHIEVEMENTS

- Named to Thomson Reuters' Stand-out Lawyers, 2024
- Listed by *Chambers USA* for Antitrust in Illinois, 2021-2023
- Recognized by *Chambers USA* as an Up-and-Coming lawyer for Antitrust in Illinois, 2018-2020
- Named to Lawdragon's 500 Leading Litigators in America, 2023-2024
- Named to Crain's Notable Women in Law, 2020, 2024
- Named to the Chicago Law Bulletin Media *Women in Law* list, 2023
- Named to the Illinois Rising Stars list in the area of Antitrust Litigation, 2015-2021
- Named an "Emerging Lawyer" in the areas of Antitrust Law and Criminal Defense Law: White Collar by Leading Lawyers, 2015-2019

PROFESSIONAL / CIVIC ACTIVITIES

- American Bar Association, Antitrust Section, Litigation Section, Health Law Section
- Chicago Women in Antitrust Network, Co-Chair
- American Health Lawyers Association, Antitrust Practice Group Member

SPEAKING ENGAGEMENTS

- No Laying Up (NLU) Podcast, Episode 589: AIG Women's Open, Wyndham Recap + LIV/PGA Tour Complaint, 8 August 2023 (guest speaker)
- Women in Manufacturing: Navigating 2023 Disruptors, 16 May 2023 (co-presenter)
- "Healthcare and the End of Antitrust Safety Zones: Increased Scrutiny of Information Exchanges, Collaborations, Mergers," Strafford Group, 3 May 2023 (co-presenter)
- "Expanded Merger Review Under the Biden FTC: Implications for Horizontal and Vertical M&A," Strafford Group, 2 February 2022 (co-presenter)
- "Non-Competes, Wage Fixing, and No-Poach Agreements: Hot Issues and Looming Changes," The American Law Institute, 1 March 2023 (co-presenter)
- "Expanded Merger Review Under the Biden FTC: Implications for Horizontal and Vertical M&A," Strafford Group, 2 February 2022 (co-presenter)

- New Data Available Under the Hospital Price Transparency Rule (co-presenter), 17 November 2022
- Antitrust Invades the Workplace: What Employers Need to Know About "No Poach" Agreements, Non-Solicitation Clauses, and Employee Non-Competes (co-presenter), March 2022
- Antitrust Earthquake! What corporate M&A attorneys need to know about recent developments in antitrust merger enforcement (co-presenter), October 2021
- "Antitrust Compliance: Developments, Best Practices and New Approaches," The 33rd Annual Antitrust and Consumer Protection Seminar, Seattle, WA, 2 November 2016 (co-presenter)
- "Business Risks and Mitigation Strategies for Japanese Companies in an Era of Increased Antitrust Enforcement," K&L Gates Event, Chiyoda-ku, Tokyo, September 2016 (co-presenter)
- "Business Risks and Mitigation Strategies in an Era of Increased Antitrust Enforcement," K&L Gates Event, Chicago, November 2015 (co-presenter)
- "Cartel and Criminal Practice Update," ABA Section of Antitrust Law, Cartel and Criminal Practice Committee, March 2015
- "Federal and State Regulation of Food," Feeding America, Chicago, January 2009 (co-presenter)

EDUCATION

- J.D., Loyola University Chicago School of Law, 2007 (*cum laude*; *Loyola University Chicago Law Journal*)
- B.A., University of Illinois, 2004 (*cum laude*)

ADMISSIONS

- Bar of Illinois
- United States District Court for the Northern District of Illinois

THOUGHT LEADERSHIP POWERED BY HUB

- 24 April 2024, Challenge Accepted: Federal Trade Commission Issues Final Rule Banning Noncompete Agreements for Most Workers
- 21 February 2024, The New US Merger Guidelines Unpacked
- 31 January 2024, FTC Announces New HSR Notification Thresholds and Filing Fees for 2024
- 21 December 2023, DOJ Jettisons Its Last Criminal No-Poach Prosecution, but Antitrust Scrutiny of Labor Markets Is Here to Stay
- September 2023, September 2023 Accolades

- 20 September 2023, Antitrust and AI: US Antitrust Regulators Increasingly Focused on the Potential Anticompetitive Effects of AI
- 25 July 2023, FTC Joins DOJ in Withdrawing From Long-Standing Health Care Antitrust Policy Statements
- 20 July 2023, FTC and DOJ Release Draft of Updated Merger Guidelines: What this Means for Companies' M&A Plans Now and in the Future
- 28 June 2023, FTC and DOJ Propose Significant Changes to US Merger Review Process
- 20 April 2023, No-Poach Agreements Receive Their Marching Orders in the US and Europe: Do's and Don'ts for HR Departments
- 15 February 2023, DOJ Antitrust Division Indicates Increased Scrutiny of Information Sharing and Use of Pricing Algorithms
- 15 February 2023, DOJ Withdraws Long-Standing Health Care Antitrust Policy Statements
- 6 January 2023, FTC Proposes Sweeping Ban on Employee Noncompete Clauses: What Employers Need to Know, Proposed Alternatives, and Opportunity for Public Comment
- 17 November 2022, New Data Available Under the Hospital Price Transparency Rule
- March 2022, Antitrust Invades the Workplace: What Employers Need to Know About "No Poach" Agreements, Non-Solicitation Clauses, and Employee Non-Competes
- October 2021, Antitrust Earthquake! What corporate M&A attorneys need to know about recent developments in antitrust merger enforcement
- 26 January 2021, Department of Justice Brings First-Ever Criminal Charges for Alleged Anticompetitive Conduct in Labor Markets
- 23 April 2020, COVID-19: Will Today's COVID-19 Distressed Businesses Become Tomorrow's Antitrust-Cured Acquisition Targets?
- 20 April 2020, COVID-19: Price Gouging Enforcement in the United States - Key Considerations
- 20 April 2020, COVID-19: Another Warning from the U.S. Antitrust Agencies – Anticompetitive Conduct in Labor Markets Risks Criminal and/or Civil Liability
- 25 March 2020, COVID-19: COVID-19 Crisis Increases Risk of Antitrust and Price Gouging Violations: Practical Guidance and Mitigation Strategies
- 12 March 2020, COVID-19: Warning from the U.S. Department of Justice: Remain Compliant with Antitrust Laws During Coronavirus (COVID-19) Crisis
- 5 February 2020, Antitrust Agencies Release Draft Vertical Merger Guidelines: A Healthcare Perspective
- 27 January 2020, Competition in U.S. Labor Markets: Non-Compete Clauses Increasingly Under Fire
- 23 January 2020, Antitrust Agencies Release Draft Vertical Merger Guidelines

- 14 November 2019, Government Contractors Beware: DOJ Announces Creation of Interagency Procurement Collusion Strike Force
- 25 July 2019, Got An Antitrust Compliance Program?
- 16 May 2019, DOJ Revises Corporate Compliance Guidance Calling Attention to Three Areas Where Most Companies Fall Short: Risk Assessments, Compliance Culture, and Continuous Compliance Program Improvement
- 19 March 2019, DOJ Antitrust Division Provides Additional Insight on Its Analysis of No-Poach Agreements that May Be Subject to Criminal Prosecution
- 9 October 2018, “Modernizing Merger Reviews”: DOJ Antitrust Division Aims to Shorten Time and Increase Efficiencies of Merger Reviews with Process Changes
- 24 May 2018, “A Prescription for Competition”: DOJ Antitrust Division Affirms Its Enforcement Focus on the Healthcare Industry
- 31 January 2018, Assistant Attorney General Announces that DOJ Antitrust Division is Building Criminal Cases Against Companies for Anti-Poaching Agreements
- 13 September 2017, Warning from the U.S. Antitrust Agencies: Remain Compliant with Antitrust Laws During Post-Hurricane Harvey and Irma Relief Efforts
- 11 November 2016, HR Professionals Beware: Antitrust Violations in the Employment Arena May Subject Employers and their HR Personnel to Criminal Prosecution
- 12 October 2016, Giving Weight to the Failing Firm Defense, FTC Consents to Physician-Services Merger with Caveats: Suspend Enforcement of Non-Competes and Make Departure Payments to Exiting Physicians Creating or Joining Competing Practices

OTHER PUBLICATIONS

- Co-author, “Competitive Implications of Pricing Algorithms Under the United States Antitrust Laws,” CPI Antitrust Chronicle, 28 February 2024
- “State Pre-Merger Notification Requirements for Healthcare Transactions,” *The Health Lawyer*, 20 December 2023
- Co-author, “Ninth Circuit: Apple Case Leads to Additional Clarity on Section 1 Claims,” GCR US Courts Annual Review, Ch. 7 (4th ed.), 2023
- “U.S. Antitrust Agencies Propose Significant Changes to Premerger Notification Requirements,” *Reuters*, 30 June 2023
- “No-Poach Guilty Plea Flags How to Mitigate Risks,” *Bloomberg Law*, 22 September 2022
- “Antitrust Enforcement of No-Poach Agreements in Health Care and Unique Considerations for AMCs,” *American Health Law Association*, 18 August 2022

- "U.S. Courts Annual Review, Ninth Circuit," *Global Competition Review*, 6 July 2020 (co-author)
- "Mitigating Antitrust Risks with DOJ-FTC Pandemic Guidance," *Competition Law360*, 31 March 2020 (co-author)
- "HR Professionals Beware: Antitrust Violations in the Employment Arena May Subject Employers and their HR Personnel to Criminal Prosecution," *Business Law Today*, December 2016
- "FTAIA Case Update: Seventh Circuit Decision in Motorola," *Mobility LLC v. AU Optronics Corp*, *European Competition Law Review*, 2015
- "Criminal Antitrust Enforcement Poses Significant Risks for FDA-regulated Industry," *FDLI Update*, November/December 2015
- "Antitrust Compliance: Practical Ways to Mitigate Antitrust Risk," *K&L Gates' Global Boardroom Risk Solutions Newsletter*, December 2014 (co-author)
- "Exclusive Dealing: An Antitrust Analysis," *The 101 Practice Series: Breaking Down the Basics*, American Bar Association Young Lawyers Division, Spring 2013
- "Highlights from the FTC's Recent Workshop on Preventing Patent "Hold-Ups" in the Standard-Setting Context," *ABA Antitrust Section, Joint Conduct Committee E-Bulletin*, Fall 2011
- "Foreign Investment Update: Proposed Regulations to the Recently Amended Exon-Florio Provision," *Client Alert, Antitrust and Trade Regulation Group*, May 2008

NEWS & EVENTS

- 23 April 2024, US Anti-Corruption and Cartel Enforcement Update: Recent Trends, Key Developments, and New Tools
- 16 April 2024, Trade Association Best Practices: What Your Trade Association Needs to Know (and Might Not)
- 1 June 2023, K&L Gates Receives Firm, Individual Rankings in 2023 *Chambers USA* Guide
- 16 May 2023, Women in Manufacturing: Navigating 2023 Disruptors
- 26 September 2022, K&L Gates Secures Victory for Koch Foods in Criminal Price-Fixing Case
- 23 September 2022, K&L Gates Assists Shields Health Solutions on Acquisition by Walgreens Boots Alliance
- 1 June 2022, K&L Gates Receives Firm, Individual Rankings in 2022 *Chambers USA* Guide
- 16 February 2022, Expanded Merger Review Under the Biden FTC: Implications for Horizontal and Vertical M&A, Hosted by Strafford
- 13 July 2021, K&L Gates Launches Expanded Guidebook on Doing Business in the United States

- 21 May 2021, K&L Gates Policy and Regulatory Practice, Lawyers Ranked Among Leaders in 2021 Chambers USA Guide
- 2 November 2020, Numerous K&L Gates Diverse and Women Lawyers Recognized for Leadership and Legal Accomplishments
- 9 September 2020, Four Chicago Partners Listed Among 2020 Notable Women in Law by *Crain's Chicago Business*
- August 2020, K&L Gates Lawyers Provide Insights on Impact of COVID-19 Across Various Industries
- 23 April 2020, K&L Gates, Lawyers Recognized in 2020 Chambers USA Guide
- 26 April 2019, Chambers USA 2019 Guide Ranks K&L Gates, Lawyers Among Leaders
- 16 November 2018, K&L Gates Advises II-VI Incorporated on US\$3.2 Billion Acquisition Agreement with Finisar Corporation
- 17 February 2016, K&L Gates Names 50 New Partners

MEDIA MENTIONS

- Quoted, "New FTC guidelines could complicate UPMC acquisition," *Becker's Hospital Review*, 28 July 2023
- Quoted, "New Guidelines May Snag UPMC Merger Plan," *Pittsburgh Post-Gazette*, 28 July 2023
- Mentioned, "CALIFORNIA: Parties Seek to Modify Sealing Procedures," *Class Action Prospector*, 16 January 2023
- Mentioned, "DOJ Drops Criminal Price-Fixing Case Against Chicken Cos.," *Law360*, 15 September 2022

AREAS OF FOCUS

- Antitrust, Competition, and Trade Regulation
- Class Action Litigation Defense
- Commercial Disputes
- Health Care and FDA
- Health Care Fraud and Abuse (U.S.)
- White Collar Defense and Investigations

REPRESENTATIVE EXPERIENCE

Civil Litigation & Class Action Defense

- Representing a US property developer, owner, and operator in a nationwide antitrust class action brought by renters of multifamily residential housing units alleging a price-fixing and information sharing conspiracy based on common use of a pricing algorithm within a vendor's property management software.
- Representing a global energy trading company and its US-subsiary in a series of 25 federal class actions and a civil action by the California Attorney General involving allegations of market manipulation and violations of the antitrust and unfair competition laws stemming from trading activity in the California gasoline spot market.
- Represented a Japanese auto-parts manufacturer and its US-subsiary in a nationwide antitrust class action brought by various purchasers alleging a global price-fixing cartel in the sale of automotive parts.
- Represented a Japanese electronic components manufacturer and its US-subsiary in a nationwide multidistrict antitrust class action brought by direct and indirect purchasers alleging a global price-fixing cartel. These actions followed a criminal antitrust investigation conducted by the Department of Justice Antitrust Division.
- Representing a global generic pharmaceutical manufacturer headquartered in Australia in a nationwide multidistrict antitrust class action brought by various purchasers alleging an industry-wide cartel involving price-fixing and customer allocation agreements and conspiracies.
- Represented a global agricultural equipment manufacturer in multi-district antitrust, consumer fraud, and RICO class actions involving lawnmower horsepower.
- Represented Canadian containerboard manufacturer in an antitrust class action brought by direct purchasers alleging a price-fixing conspiracy to raise the price of containerboard products. We also represented the company in a related opt-out action filed by one of its customers where we won our motion to dismiss state antitrust claims against our client, and eventually succeeded in having the entire action dismissed with prejudice.
- Represented a US railway component manufacturer in a nationwide antitrust class action brought by employees alleging anticompetitive "no-poach"/"no-hire" agreements in railway employee labor markets.

Cartel Investigations

- Represented a US-based food processor and distributor in a grand jury investigation and prosecution conducted by the US Department of Justice Antitrust Division regarding alleged bid-rigging and price-fixing in the sale of poultry products. We achieved a full dismissal of the indictment for our client.
- Representing the former senior vice president of sales for Starkist, a packaged seafood manufacturer, in a criminal antitrust investigation conducted by the Department of Justice Antitrust Division concerning price-fixing.
- Represented an investment management company in a grand jury subpoena from the Department of Justice Antitrust Division concerning alleged no-poach agreements.
- Represented an individual in response to a grand jury subpoena from the Department of Justice, Antitrust Division concerning anticompetitive "no-poach" agreements in the health care industry.

- Represented a Japanese electronic capacitor manufacturer in a criminal antitrust investigation conducted by the Department of Justice Antitrust Division. The representation included coordination with investigations conducted in numerous other countries, as well as representation of both the parent and its US-subsiary in numerous follow-on class actions and opt out litigations.
- Represented a global generic pharmaceutical manufacturer in response to grand jury and investigatory subpoenas from the Department of Justice Antitrust Division and state attorneys general concerning alleged price-fixing and customer allocation in the generic drugs market.
- Represented the president of a transportation and entertainment industry company in a criminal antitrust investigation conducted by the Department of Justice Antitrust Division concerning alleged price-fixing and market allocation. The investigation was resolved without enforcement action against the company or its president.
- Represented a large Japanese manufacturer of resistors and other passive electronic components and its US-subsiary in a criminal antitrust investigation conducted by the Department of Justice Antitrust Division concerning alleged price-fixing and bid-rigging. We conducted a thorough and rapid internal investigation, and used the information to persuade the Antitrust Division to terminate the investigation against our client.
- Represented the president of an oil and gas exploration company located in Oklahoma City in an investigation conducted by the Department of Justice Antitrust Division concerning alleged price-fixing, bid-rigging, and market allocation. Our client was not charged in the investigation although a criminal indictment was brought against the competitor company and its president.
- Represented a senior executive from a Japanese automotive parts manufacturer in an investigation conducted by the Department of Justice Antitrust Division concerning alleged price-fixing, bid-rigging, and market allocation in the sale of plastic components.
- Represented a senior sales executive from a North American chain of truck stops in the United States and Canada in an investigation conducted by the US Attorney's Office in Knoxville, Tennessee concerning fraudulent conduct in the withholding of diesel fuel price discounts.
- Represented a senior executive from an automotive parts electronics manufacturer in an investigation conducted by the Department of Justice Antitrust Division concerning alleged price-fixing, bid-rigging, and market allocation. The government was persuaded to decline prosecution against our client.
- Represented a senior executive from an investment bank in Dallas in an investigation conducted by the Department of Justice Antitrust Division concerning alleged bid-rigging in municipal bond sales. Although the prosecutors in Dallas recommended a multi-count indictment, we persuaded the senior decision-makers in the Antitrust Division in Washington, DC to decline prosecution.
- Represented the president of a major electronics and lighting company located in Amsterdam in an investigation conducted by the Department of Justice Antitrust Division concerning alleged price-fixing and bid-rigging in the TV monitor market. The government was persuaded to decline prosecution against our client although charges were brought against the corporation.

- Represented a Chicago company that produces and distributes ice in a criminal antitrust investigation conducted by the Department of Justice Antitrust Division and a civil antitrust investigation conducted by the Illinois Attorney General concerning alleged price-fixing among sellers of ice in the Chicago regional market and throughout the nation. We persuaded the Antitrust Division to decline prosecution of both the company and its employees, and resolved the civil investigation conducted by the Illinois Attorney General.
- Represented an agricultural chemicals company from Australia in a civil investigation and litigation conducted by the Federal Trade Commission in the United States. The case was resolved through a favorable agreement.
- Represented a global manufacturer of automotive parts and its US-subsiary in a criminal antitrust investigation conducted by the Department of Justice Antitrust Division. Representation included participation in the coordination of the company's response to investigations in numerous other jurisdictions.

Merger Control

- Represented Shields Health Solutions, a specialty pharmacy management company, on the antitrust aspects of its US\$1.37 billion sale to Walgreens Boots Alliance (WBA) which required a premerger notification in the United States.
- Represented II-VI Incorporated, a leader in engineered materials and optoelectronic components, on the antitrust aspects of its US\$6.3 billion acquisition of a worldwide provider of semiconductor solutions which involved competition approvals in the United States, Germany, China, and South Korea.
- Represented T-Mobile, a US wireless carrier, on antitrust aspects of its US\$26.5 billion merger with Sprint Corp.
- Represented II-VI Incorporated, a leader in engineered materials and optoelectronic components, on the antitrust aspects of its US\$3.2 billion acquisition of Finisar Corporation, a leading optical communications developer, which involved competition approvals in the United States, China, Germany, Mexico, and Romania.
- Represented a large health care system in its acquisition of a local hospital.
- Advised a health care system on its potential acquisition of a competing physician group practice.

Compliance & Counseling

- Advised multiple health care providers in the development of Clinically Integrated Networks (CINs), as well as other antitrust regulatory matters.
- Advised multiple health care providers and GPOs on antitrust compliance issues related to joint purchasing arrangements.
- Advised multiple national and multinational corporations in the development, implementation, and maintenance of antitrust compliance programs across multiple business units and product lines in the agriculture, manufacturing, transportation and logistics, health care, and consumer products industries.

- Retained advisor to a sales and distribution joint venture formed by competitors in the transportation industry, counseling on a variety of antitrust and compliance issues.