

No. 15-15343

**UNITED STATES COURT OF APPEALS**  
**FOR THE NINTH CIRCUIT**

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**AM TRUST, on behalf of itself and  
all others similarly situated,**

**Plaintiff – Appellant,**

**v.**

**UBS AG,**

**Defendant – Appellee.**

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**APPELLANT’S OPENING BRIEF**

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Appeal from the Final Judgment of the United States District Court.  
Northern District of California, Oakland (Hon. Phyllis J. Hamilton)  
D.C. No. 4:14-cv-04125-PJH

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## **CORPORATE STATEMENT**

AM Trust is a Bahamian private trust and does not issue shares to the public, does not have a parent company, and no public company has an ownership interest in it.

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## I. JURISDICTIONAL STATEMENT

This is an appeal from a judgment dismissing AM Trust's case with prejudice for failing to state a claim on which relief could be granted. AM Trust filed a putative class action complaint against UBS AG on various legal theories seeking return of Adam Malik's bank deposits

UBS AG sought dismissal on grounds that there was no general jurisdiction in California for events that occurred in Singapore, Indonesia, and Switzerland despite the presence of UBS AG in California including its federally chartered bank branches.

The district court agreed with UBS AG and found there was no general jurisdiction over a bank that is incorporated and has its principal place of business in Switzerland and that as for specific jurisdiction, the claims asserted by AM Trust had no connection to the United States.

A district court's dismissal of a complaint under Rule 12(b)(6) is reviewed de novo on appeal. *Gonzalez v. Metropolitan Transp. Auth.*, 174 F.3d 1016, 1018 (9<sup>th</sup> Cir.1999) (district court's dismissal under Rule 12(b)(6) subject to de novo review).

## II. STATEMENT OF THE ISSUES PRESENTED FOR REVIEW

This Appeal requests the Appellate Court to reexamine the current rule on general jurisdiction as it has been applied by the trial court to the worldwide financial giant UBS AG, and to carve out a small but necessary niche to permit general jurisdiction over the defendant UBS AG, based upon consent. Specifically, plaintiff is asking the Appellate Court to find that UBS AG, which has federal bank branches in California, is so enmeshed with the United States banking and financial regulatory system that it too is also “at home” in the United States, even though it is based in Switzerland, because it has impliedly consented to general jurisdiction.

To do so this Court must go beyond the literal and limited reading of *Daimler AG v. Bauman*, 134 S. Ct. 746 utilized by the trial court and examine in detail the issue of jurisdictional consent raised by Plaintiff.

UBS AG is a Swiss financial giant headquartered in Zurich with federally chartered bank branches in California and elsewhere in the United States and is classified as a “too big to fail” non-bank holding company under federal rules. See: 12 CFR §243 and 12 CFR §381. The plaintiff is a trust that represents the beneficiaries of the Estate of Adam Malik, the former Indonesian Foreign Minister and Vice President and UN General Assembly President. The decedent Adam Malik deposited in

excess of \$5 million in Switzerland and Singapore with UBS' predecessor banks. The predecessor banks and UBS while indicating they had a former relationship with Adam Malik refused to account for the funds to the Malik estate improbably claiming that no records were in extant. The AM Trust brought suit against UBS AG on behalf of itself and all other similarly situated worldwide.

UBS AG obtained a dismissal on grounds that general jurisdiction may be had only where a foreign corporation is domiciled and primarily conducts its business. Plaintiff disagrees because it asserts UBS AG has consented to jurisdiction and that the US Supreme Court in *Daimler v. Bauman* specifically reserved the issue of consent and did not consider consent, implied consent, or other consideration unique to the regulated financial industry.



### **III. STATEMENT OF THE CASE**

Plaintiff AM Trust is the sole named plaintiff in this putative class action. AM Trust is a Bahamian trust created by or for the heirs of Adam Malik ("Malik"), an Indonesian politician who served as Foreign Minister under Sukarno, Vice President of Indonesia under Suharto, and who was also the 26th President of the U.N. General Assembly. Malik died in September 1984. AM Trust's settlor, trustees and beneficiaries are the heirs, assignees, creditors, and executors of the Estate of Adam Malik. (ER 30).

Defendant UBS AG has a 152-year history as a Swiss financial institution. The present-day UBS AG was formed in 1998, when Union Bank of Switzerland and Swiss Bank Corporation ("SBC") merged to form the new company. (ER 33). Today, UBS AG is Switzerland's largest bank. UBS AG is incorporated, domiciled, and has its principal place of business and global headquarters in Switzerland. It operates under the Swiss Code of Obligations and Swiss Federal Banking Act as an "Aktiengesellschaft" ("AG") - a corporation that issues shares of common stock to investors. UBS AG and its subsidiaries have offices and bank branches in the United States.

Adam Malik obtained and came in possession or was assigned several bank and safekeeping accounts with UBS AG's predecessor banks.

(ER 31). The accounts were for Malik's personal use and contained well over five million dollars in currency and gold bullion. (ER 31). Other accounts were assigned to Adam Malik by Jusuf Muda Dalam, the former Director of the Indonesian Central Bank, under undisclosed circumstances. (ER 31). AM Trust asserts that the accounts and their contents are believed to be in compliance with Indonesian law of that time and were not the proceeds of unlawful activity. (ER 31).

In 1985 representatives of the Estate of Adam Malik made a small, partial withdrawal from one or two of the UBS accounts in Zurich, in the amount of \$2.9 million Swiss Francs, while the Estate was being settled. (ER 31). AM Trust also alleges that since 1985, the Estate of Adam Malik has made continuous efforts to trace the ultimate disposition of other SBC or Union Bank of Switzerland accounts in Switzerland and Singapore as well as to access known accounts by hiring attorneys and investigators. (ER 32). This search has allegedly been complicated by the corruption endemic during the Suharto regime in Indonesia. (ER 32).

In 1993, the Estate of Adam Malik entered into extensive correspondence with UBS AG's predecessor SBC and its lawyers regarding SBC accounts at the Swiss Basel, Breganzona, and Biningen branches that

were tied to a Union Bank of Switzerland account in Zurich that was controlled by Adam Malik. (ER 32).

According to the complaint, SBC's Legal Department eventually admitted that while Malik had dealt directly with Ernest Siedel, Principal Director of Swiss Banking Corporation in Basel, no further record of the accounts could be located because 10 years had elapsed since the Basel account or accounts were presumably closed. (ER 33).

AM Trust asserts, however, that SBC conducted only a partial search confined to its Basel branch even though the Estate had also identified Adam Malik accounts at Zurich, Breganzona, and Binningen connected to SBC. (ER 33-34). AM Trust claims that the Estate relying on SBC's false assurance did not realize at the time that SBC itself had converted the proceeds of the accounts and that the records still existed and that the alleged search had not been conducted in good faith.

AM Trust alleges that in 1997, a night bank guard at Union Bank of Switzerland, discovered that bank officials were destroying documents about dormant assets, believed to be the balances of deceased Jewish clients whose heirs' whereabouts were unknown, as well as books from the German Reichsbank, which listed stock accounts for companies in business during the Holocaust, and real-estate records for Berlin property that had

been seized by the Nazis, placed in Swiss accounts, and then claimed to be owned by Union Bank of Switzerland. (ER 32). The guard's whistleblowing led to the filing of class actions in federal court in New York, a \$1.25 million settlement, several official reports, the release of records, and the necessity for the promulgation of the 62 year statute of limitations law on dormant accounts in Switzerland. (ER 33).

AM Trust alleges that in 2006, with newly discovered documentation in hand representatives of the Estate traveled to Zurich to meet with representatives of UBS AG. A quantity of information was handed over to UBS officers including information on the merged Malik accounts. (ER 33).

However, in November 2006, UBS AG advised that there was no UBS AG account under the name Adam Malik, although Union Bank of Switzerland had had an account relationship that was closed in 1985. According to AM Trust, UBS AG falsely stated that no records existed because 10 years had elapsed since the date of closure. (ER 33).

AM Trust alleges that in 2007, the Estate made further inquiries about the accounts in Singapore and Hong Kong, but did not receive a definitive answer from UBS AG, and that between 2007 and 2013, the Estate made additional attempts through intermediaries and representatives, with no result. (ER 33-34). In July 2013, the Swiss Banking

Ombudsman Central Claims Office undertook a search of its centralized database, and in November 2013, the Office reported that no assets connected with Adam Malik had been reported to it as dormant, an opinion it reaffirmed in March 2014. (ER 34).

AM Trust filed the present action on September 12, 2014, as a purported class action (on behalf of a “worldwide class”), and alleging diversity jurisdiction under the Class Action Fairness Act, 28 U.S.C. § 1332(d). AM Trust asserts seven causes of action -- (1) quasi-contract (unjust enrichment); (2) accounting; (3) restitution; (4) breach of fiduciary duty; (5) conversion; (6) constructive trust; and (7) trespass to chattel.

The complaint defines the proposed class as follows: Secret Bank Account Holders at UBS AG And its predecessors Swiss Banking Corporation (SBC) and Union Bank Switzerland who held an interest in secret bank accounts during the past 62 years (the current Swiss Statute of Limitations for dormant accounts) which were deliberately closed and converted by defendants without consent of the account holders and records destroyed, concealed, or withheld under the so called ten year rule when subsequent inquiries were initiated.

The class *excludes*: certain beneficiaries of the Swiss Bank Holocaust settlements if their membership in the class is based solely on accounts for

which they have already been compensated, all account holders who have previously relinquished or settled their claims, the Judge or Magistrate Judge to whom this case is assigned and their families, all class members whose claim is solely based on accounts that have been reported to the Swiss Banking Ombudsman Dormant Account Database and who therefore have a remedy available and all class members who timely exclude themselves. (ER 35).

AM Trust claims it has exhausted the limited remedy offered by the Swiss Banking Ombudsman Central Claims Office and UBS AG, and has reason to believe that because of the nature of this claim it cannot receive a fair trial in Switzerland and that its claim would be rejected out of hand without remedy. (ER 29). AM Trust also asserts that revelations about Malik's financial affairs and historical legacy would cause political repercussions in Indonesia thus rendering a fair trial impossible, and would revive numerous false allegations and conspiracy theories involving the former rulers of Indonesia Suharto and Sukarno. (ER 29).

Since this matter was dismissed on a Rule 12(b)(6) motion, the only facts in the record are those stated in the first amended complaint, which are deemed true. *Epstein v. Washington Energy Co.*, 83 F.3d 1136, 1140 (9<sup>th</sup> Cir. 1996)(on review of dismissal under Rule 12(b)(6) all factual

allegations set forth in the complaint are taken as true and construed in the light most favorable to plaintiff).

#### **IV. SUMMARY OF ARGUMENT**

1. UBS AG operates federally chartered bank branches in California, is classed by the US government as “too big to fail” and has consented to submit to blanket jurisdiction by numerous agencies the federal government in the United States and thus is also “at home” in the United States for the purposes of general jurisdiction because of its enmeshment and regulation with the US financial regime.

2. Plaintiff was improperly denied jurisdictional discovery.



## V. STANDARD OF REVIEW & ARGUMENT

### A. STANDARD OF REVIEW

The standard of review for failure to state a claim is *de novo*. *Knievel v. ESPN*, 393 F.3d 1068, 1072 (9<sup>th</sup> Cir. 2005). Dismissal of a complaint without leave to amend is improper unless it is clear, upon *de novo* review that the complaint could not be saved by any amendment. *Thinket Ink Info. Res., Inc. v. Sun Microsystems, Inc.*, 368 F.3d 1053, 1061 (9<sup>th</sup> Cir. 2004).

### B. ARGUMENT DISCUSSION

Prior to the Supreme Court's ruling in *Daimler AG v. Bauman*, 134 S. Ct. 746, federal and state courts have on occasion exercised general jurisdiction over foreign corporations on the basis that those corporations were “doing business” through a local office or branch. *See Daimler AG*, 134 S. Ct. at 761 n.18.

The Supreme Court held in *Daimler* for the first time that a court cannot exercise general jurisdiction over a corporate entity “in every State in which a corporation engages in a substantial, continuous, and systematic course of business”. *Id.* at 761. The Court observed that for a corporation that has not consented to jurisdiction in a forum, “only a limited set of affiliations with a forum will render a defendant amenable to all-purpose jurisdiction there,” and that the “paradigm forum for the exercise of

general jurisdiction [over a corporation] is one in which the corporation is fairly regarded at home”. *Id.* (quoting *Goodyear Dunlop Tires Operations, S.A. v. Brown*, 131 S. Ct. 2846, 2853-54, 180 L. Ed. 2d 796 (2011)). “Home,” the Supreme Court ruled, is traditionally the corporation's place of incorporation, and its principal place of business. UBS AG is at home in Switzerland not California.

In *Gucci Am. Inc. v Weixing Lee* 768 F.3d 122 (2<sup>nd</sup> Cir. 2014) the Second Circuit held that a nonparty bank whose principal places of business and incorporation are located outside the United States and which had not consented to jurisdiction is not subject to general jurisdiction in a United States court simply because it maintains and operates branches or offices in the United States. *Gucci Am.* 768 F.3d at 135.

The Second Circuit also explicitly left open for the district court to

“consider whether BOC [Bank of China] has consented to personal jurisdiction in New York by applying for authorization to conduct business in New York and designating the New York Secretary of State as its agent for service of process”. *Id.* at 768 F.3d at 137

Therefore both *Gucci* and *Daimler* expressly reserved the issue of consent. Consent may be both express and implied in law.

“*Express consent* is that directly given, either *viva voce* or in writing. *Implied consent* is that manifested by signs, actions, or facts, or by inaction or silence, from which arises an inference that the consent

has been given.” *Wade v. Southwest Bank*, 211 Cal.App.2d 392, 406 (1962).

Therefore Plaintiff can only assert jurisdiction over UBS AG in California if it can be demonstrated that UBS AG has expressly or impliedly consented to jurisdiction. Plaintiff has argued that UBS AG acquired a dual corporate nationality by operating federally chartered bank branches in California.

However, it is not the International banking Act or Edge Act that is the sole basis for this claim; these are but the predicates to the consent or “dual nationality” that Plaintiff asserts applies here and from which consent is derived. (ER 19-20).

### **1. GENERAL JURISDICTION**

Plaintiff in their Opposition to UBS’s Motion to Dismiss responded: First, because a federally chartered foreign branch bank under the International Banking Act (IBA), 12 USCS §§ 3101 et seq, is virtually “at home” in this district by statute and is heavily regulated by the federal and/or state governments. (ER 17-18, 9 to 12). Finally, plaintiffs argue that the presence of the defendant’s federally or state chartered bank branches in this district amounts to jurisdictional consent. (ER 17-18, 20 to 21).

Plaintiff however did not claim that federal statutes like the IBA conferred jurisdiction *per se* but instead were indicative of an overall consent evidenced by the regulatory scheme of foreign banks operating branches in the United States. While the IBA cannot by itself confer jurisdiction on the federal courts over a foreign bank; the intent of the IBA is to treat foreign banks and hold them to substantially the same requirements as domestic banks. (ER 17-18, 12 to 15).

The district court held: “UBS AG is not subject to general jurisdiction in this District (or anywhere in the United States) because it is incorporated in Switzerland and its principal place of business is in Switzerland.” (ER 3-16, 10 to 12). The Court therefore found that the existence of federally chartered branches of UBS in California was largely irrelevant because UBS was still a foreign bank based in Switzerland.

The District Court did not address the issue of consent or implied consent except to agree with Plaintiff that the IBA itself did not confer consent over UBS AG: “UBS AG has not consented to jurisdiction in this forum via operation of the Edge Act (or otherwise).” (ER 3-16, 12-13). The District Court however did not explain its reasoning except to note that IBA type statutes confer subject matter jurisdiction instead of personal

jurisdiction: “. . . Personal jurisdiction of a corporation is based solely on the place of incorporation and principal place of business.” (ER 3-16, 27).

While *Daimler* suggests that general jurisdiction may usually be had on a foreign corporation in its home jurisdiction; it expressly did not address the issue of consent in any of its forms.

“*Daimler* does not eliminate consent as a basis for a state to establish general jurisdiction over a corporation which has appointed an agent for service of process in that state, as is required as part of registering to do business in that state . . . . Consistent with *Daimler*, it remains the law that general jurisdiction may be established by showing that a corporation is 'at home' in the sense described in detail in *Daimler*, or separately general jurisdiction may be established by a corporation's consent to such jurisdiction.” *Acorda Therapeutics, Inc. v. Mylan Pharms. Inc.*, 2015 U.S. Dist. LEXIS 4056, 2015 WL 186833, at \*12 (D. Del. Jan. 14, 2015).

The district court we believe is incorrect here; personal jurisdiction may also be obtained by consent which is an issue that was not examined *Daimler*.

## **2. UBS AG's Enmeshment with the US Financial Regime Amounts to Consent**

UBS' worldwide assets exceed \$50 billion and because it conducts business in the United States it is required to file a "Resolution Plan" pursuant to 12 CFR §243 and 12 CFR §381 as a nonbank financial company supervised by the Board of Governors of the Federal Reserve System. The Resolution Plan details UBS financial stability, assets and liabilities. *See* Plaintiff's Motion for Judicial Notice, 2014 UBS US Resolution Plan, Public Section, 2014 hereafter referred to as "Resolution Plan."

The Resolution Plan describes the involvement of UBS with the US financial regime:

"UBS's operations in the US are subject to a variety of regulatory regimes. UBS maintains branches and representative offices in several states, including Connecticut, Illinois, New York, California and Florida. These branches are licensed either by the Office of the Comptroller of the Currency (OCC) or the state banking authority of the state in which the branch is located. The representative offices are licensed by the OCC. Each US branch and representative office is subject to regulation and supervision, including on-site examination, and to licensing and supervision by the Board of Governors of the Federal Reserve System (FRS). UBS also maintains state and federally chartered trust companies and a Federal Deposit Insurance Corporation (FDIC)-insured institution (IDI) subsidiary, which are licensed and regulated by state regulators or the OCC." (Resolution Plan at 22).

UBS's financial contacts with the United States therefore are not insubstantial. According to UBS AG: "Although global in nature, the great majority of UBS's operations are located in three jurisdictions: Switzerland, the United Kingdom and the United States." (Resolution Plan at 4).

But that is not all, because of UBS' size further regulation is involved: Because UBS maintains branches in the US, it is subject to oversight regulation and Supervision by the FRS [Federal Reserve System] under various laws (including the International Banking Act of 1978, the Federal Reserve Act of 1913 and the Bank Holding Company Act of 1956 (BHCA). (Resolution Plan at 22).

Foreign banks in order to obtain federally chartered branches are required to adopt and consent to US laws as the price of operating bank branches in the United States. Banking by its very nature is a globalized activity. Sometimes a general rule does not fit all instances. Here it is very dangerous to ignore the special nature of the banking industry and the classification of the behemoth UBS AG by the federal government as "too big to fail." If UBS has been converting account holders funds as a regular practice alleged in the Complaint, this surely is a matter of concern in the United States and California where UBS operates bank branches. Logically,

if there are bank branches in California, then the courts should have jurisdiction over these matters and the bank.

A foreign bank wishing to establish a US branch may seek authority to do so under state law or federal law. This federal/state option is consistent with the US policy of according foreign banks “national treatment,” which gives foreign banks the same powers and applies the same limitations to them as are given and applied to domestic banks. The policy of national treatment underpins the International Banking Act of 1978 (IBA). Federally chartered branches of foreign banks are authorized and licensed by the OCC.<sup>1</sup> The Foreign Bank Supervision Enhancement Act of 1991 or “FBSEA” added additional layers of regulation of foreign bank branches by the Federal Reserve.

Needless to say, the field of federally chartered branch banking is highly regulated. In 2006 for example, UBS AG consented to blanket federal jurisdiction over its nationwide banking activities in agreement with the OCC:

“UBS AG consents to the jurisdiction of the Federal courts of the United States and of all United States government agencies, departments and divisions for purposes of any and all claims made by, proceedings initiated by, or obligations to, the United States, the

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<sup>1</sup> The Office of the Comptroller of the Currency—a bureau of the US Treasury Department, which charters, regulates, supervises and examines



Office of the Comptroller and any other United States government agency, department or division, in any matter arising under the National Bank Act, the International Banking Act, and other applicable Federal banking laws.<sup>2</sup>”

As courts have sorted out the *Daimler* precedent, it is emerging that foreign banks operating in the United States present a problem. Banking is a highly regulated and sensitive area and courts are realizing that providing foreign banks a carte blanche exemption from jurisdiction is not a very good concept in practice.

In the recent case of *Vera v. Cuba*, BBVA, a foreign bank with a branch in New York sought to evade the court’s jurisdiction under the *Daimler* analysis. The New York federal court however held that foreign banks that have obtained the privilege to conduct business in a state may be deemed to have consented to jurisdiction: “I hold that BBVA consented to the necessary regulatory oversight in return for permission to operate in New York, and is therefore subject to jurisdiction requiring it to comply with the appropriate Information Subpoenas.” *Vera v. Cuba*, 2015 U.S. Dist. LEXIS 32846, p 26 (SDNY March 2015). Plaintiff asserts that the same analysis applies herein.

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<sup>2</sup> <http://www.occ.gov/static/interpretations-and-precedents/aug06/ca750.pdf>

In another recent post *Daimler* case, *Otsuka Pharm. V. Mylan*, the court reaffirmed that a foreign firm registering to do business in New Jersey and having a substantial presence there was sufficient to confer general jurisdiction. *Otsuka Pharm. V. Mylan*, 2015 U.S. Dist. LEXIS 35679, at p. 25 et seq. (Dist. NJ 2015). Similar holdings have been made recently that *Daimler* did not eliminate jurisdiction by implied consent coupled with in state service. *Acorda Therapeutics, Inc. v. Mylan Pharmaceuticals Inc.*, 2015 U.S. Dist. LEXIS 4056, 2015 WL 186833, at \*12 (D. Del. Jan. 14, 2015).

More importantly, the US Supreme Court in *Burnham v. Super. Court of California*, 495 U.S. 604, 110 S. Ct. 2105, 109 L. Ed. 2d 631 (1990) has not repudiated its own doctrine that held that personal service upon a defendant who was within a forum state was enough to establish personal jurisdiction, regardless of whether the defendant had sufficient minimum contacts to satisfy due process. The Court explained that the long-standing in-state service rule does not require an independent inquiry into whether "traditional notions of fair play and substantial justice" were observed. 495 U.S. at 622. Citing a string of cases, including, importantly, some applying the in-state service rule to foreign corporate defendants accepting service by agent, the Court explicitly stated that the in-state service rule:

"remains the practice of, not only a substantial number of the States, but as far as we are aware *all* the States and the Federal Government." 495 U.S. at 615-16.

UBS AG was served in California at its bank branch and not Switzerland.

UBS specifically consented to service in California by way of a stipulation and order. (ER 19-22). There is no dispute UBS AG was served in state at its office.

Therefore it is UBS' custom and practice to submit to both US government regulation and federal court jurisdiction regarding its worldwide operations. Given that it is alleged UBS AG has been covertly converting client accounts both in the United States and worldwide; general jurisdiction should exist where UBS AG operates its retail bank operations. According to the New York Federal Reserve Bank:

"Foreign banking institutions, which include foreign bank branches, agencies, and U.S.-chartered bank subsidiaries, hold approximately one-fourth of all commercial banking assets in the United States . . . In December 2006, foreign banking institutions held about \$216 billion in commercial and industrial loans, roughly 18 percent of the total in the United States.<sup>3</sup>"

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<sup>3</sup> <http://www.ny.frb.org/aboutthefed/fedpoint/fed26.html>.

Therefore a formulaic dismissal of this lawsuit without first examining consent issues sets a dangerous precedent in the US banking sector wherein foreign banks figure so prominently.

### **C. DISCOVERY IMPROPERLY DENIED**

The trial court deemed Plaintiff's request for jurisdictional discovery "a fishing expedition." (ER 22, 14). However, given the non public nature of UBS AG's dealing with the federal government including several high profile settlements and investigations regarding tax evasion<sup>4</sup> and LIBOR rate fixing (In re LIBOR-Based Financial Instruments Antitrust Litigation), discovery in regards UBS AG is the best way know if UBS AG has consented to federal court jurisdiction or not. Plaintiff therefore should be permitted to ask UBS AG, three simple questions:

1. Has UBS AG ever consented to the jurisdiction of the federal courts, if so, when and where.
2. Has UBS consented to the jurisdiction of the federal courts regarding it banking operations, if so, when and where?
3. What is the nature and extent of UBS AG's California banking and financial services operations?

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<sup>4</sup> *United States v. UBS AG*, No. 09-60033 (S.D. Fla. Feb. 19, 2009).

## VII. CONCLUSION

The district court has erred by relying overly much on the *Daimler* analysis while ignoring traditional consent based approaches to general jurisdiction. It is undisputed UBS AG is present in California and consented to service in California at 555 California Street, 34<sup>th</sup> Floor, San Francisco, CA, 94104. Under *Burnham v. Super. Court of California* alone, general jurisdiction may be obtained.

DATED: July 1, 2015

Respectfully submitted,  
/s/ Thomas Easton  
Thomas Easton  
Attorney for Plaintiff AM Trust