

FILED

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MOLLY C. DWYER, CLERK
U.S. COURT OF APPEALS

NOT FOR PUBLICATION

UNITED STATES COURT OF APPEALS

FOR THE NINTH CIRCUIT

EASTWEST UNITED GROUP, INC.,

Plaintiff - Appellant,

v.

BELL FLAVORS AND
FRAGRANCES, INC.,

Defendant - Appellee.

No. 10-55256

D.C. No. 2:08-cv-04677-SJO (RC)

MEMORANDUM*

Appeal from the United States District Court
for the Central District of California
S. James Otero, District Judge, Presiding

Submitted June 9, 2011**
Pasadena, California

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This disposition is not appropriate for publication and is not precedent except as provided by Ninth Circuit Rule 36-3.

**

The panel unanimously concludes this case is suitable for decision without oral argument. *See* Fed. R. App. P. 34(a)(2).

Before: KOZINSKI, Chief Judge, and IKUTA, Circuit Judge, and
PIERSOL, Senior District Judge.***

The district court did not err in determining that Bell Flavors is not the alter ego of West Grand Companies. First, Eastwest failed to show that there was such a “unity of interest and ownership” between the companies that their “separate personalities” ceased to exist. *Mid-Century Ins. Co. v. Gardner*, 9 Cal. App. 4th 1205, 1212 (1992). Indeed, Bell Flavors produced substantial evidence establishing its separate corporate existence. Second, Eastwest failed to present evidence of “some conduct amounting to bad faith” that would make it “inequitable for the corporate owner to hide behind the corporate form.” *Sonora Diamond Corp. v. Superior Court*, 83 Cal. App. 4th 523, 539 (2000).

Finally, Eastwest waived its unjust enrichment claim by failing to raise any argument regarding this claim in its briefs. *See Smith v. Marsh*, 194 F.3d 1045, 1052 (9th Cir. 1999).

AFFIRMED.

The Honorable Lawrence L. Piersol, Senior District Judge for the District of South Dakota, sitting by designation.