



Securities Compliance, Enforcement & Litigation Practice



Comprehensive Approach

Kilpatrick Townsend has experience representing public companies, broker-dealers, investment advisers, banks, investment companies, financial planners, issuers, promoters, and associated persons in all aspects of federal and state securities regulatory compliance and defense matters before the SEC, CFTC, DOJ, FINRA, CBOE, CME, NFA, NASAA multistate task forces, and state securities regulators, attorneys general, and local authorities. Our strong combination of securities regulatory experience and corporate know-how allows us to create effective and coordinated strategies. We routinely handle a full array of securities regulatory compliance and enforcement matters, civil litigation matters, and criminal proceedings for individuals and entities of all sizes, ranging from startups to global financial institutions. Moreover, we manage enforcement risks and collateral consequences resulting from multiple federal and state regulators and law enforcement authorities, as well as private litigants.

Our close relationships and frequent interactions with the SEC, FINRA, DOJ, NASAA, state securities agencies, and offices of the state attorneys general, complemented with a team of former federal prosecutors, give us an inside perspective into rulemaking, regulatory and enforcement priorities, and the potential to create process efficiencies when seeking negotiated resolutions. Additionally, two of our former prosecutors served as liaisons with the SEC within their respective U.S. Attorney's Offices. They worked closely with the SEC and other civil regulatory authorities in investigations and prosecutions. One of our team members previously served on the first NASAA multistate task force, on the NASAA board of directors, and as the NASAA president, and has represented financial institutions in numerous NASAA task force investigations and global settlements. Our attorneys have successfully represented clients before every state securities commission in the U.S., as well as FINRA, U.S. Attorney's offices, and SEC branch offices across the country.

We are especially qualified to represent regulated entities before NASAA task force investigations, with over 35 years of collective experience handling NASAA global settlements.

Multijurisdictional Services

Our attorneys regularly defend clients in federal and multistate regulatory, civil, and criminal actions through all phases of investigations, self-reporting, testimony, productions, and administrative proceedings or court actions, as well as through negotiations, settlement, and implementation of required undertakings and remedial measures. We help clients preserve clients' reputations, brands, and assets by minimizing multijurisdictional exposure and managing civil and criminal risks. Representative services include:

- Responding to SEC, FINRA, and state regulatory examinations, inquiries, investigations, and litigation.
- Conducting internal investigations and aiding in implementation of corrective measures and best practices.
- Defending federal and state class actions and derivative lawsuits for publicly-held corporations, investment companies, investment advisers, underwriters, and brokerage firms and their officers and directors.
- Defending claims involving investor complaints and employment disputes in the courts and through arbitration and mediation.
- Assisting clients with criminal exposure in federal and state investigations, grand jury proceedings, and criminal trials.

National reputation
for handling complex,
high-profile, and
precedent-setting
cases

Extensive experience,
industry acumen, and
practical know-how handling
multijurisdictional cases and
their collateral consequences

Straightforward,
efficient, and cost-
effective solutions

Precedent-Setting Experience

Our attorneys have successfully handled large and complex federal, state, and multijurisdictional securities litigation and regulatory enforcement matters, establishing new precedents and spawning books and headline news. Highlights include:

- Successfully represented a client in a high-profile constitutional challenge to SEC in-house judicial appointments, raising questions about the constitutionality of the SEC's process and approach when appointing administrative law judges to hear cases brought by SEC enforcement staff.
- Negotiated numerous global settlements for national broker-dealers in high-stakes cases before various NASAA multistate task forces, including U.S. Treasury bond auctions, limited partnership sales, sales practices, research analysts' conflicts of interest, and sales of auction rate securities.
- Obtained a complete declination by the DOJ and SEC of an FCPA matter for a public company client. We conducted a multi-national FCPA investigation and provided a voluntary disclosure to the DOJ and SEC on behalf of an Audit Committee. The investigation required the attorneys to review materials and interview witnesses in both English and Spanish. We also assisted with training and instituting company-wide compliance improvements.
- Represented large international law firm in SEC investigation related to insider trading allegations.
- Represented a money manager in a landmark SEC market timing case through the investigation, Wells Submission, and SEC settlement negotiation.
- Defended a derivatives trader in investigations by worldwide governmental authorities regarding allegations of manipulation of the Yen LIBOR interest rates.
- Defended an investor in an SEC insider trading investigation and Wells Submission, resulting in no action and closure of the investigation.
- Defended a financial services firm subjected to a threat of an injunctive action by the SEC on allegations of fraud and sales of unregistered securities, resulting in a Letter of No Action.
- Successfully defended a dually registered Broker-Dealer and Investment Adviser in an SEC investigation of mutual fund share class selections for discretionary model portfolio accounts resulting in a Letter of No Action.

“Every challenge requires the best response. So for all of our clients — individuals to multibillion-dollar enterprises — we come fully committed to tackle the intricacies of each case, while navigating the complexities of multiple regulatory and law enforcement authorities and successfully mitigating the risks in human and capital costs.”

ANCHORAGE
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SAN FRANCISCO
SEATTLE
SHANGHAI
SILICON VALLEY
STOCKHOLM
TOKYO
WALNUT CREEK
WASHINGTON D.C.
WINSTON-SALEM



Counsel to Innovative Businesses and Brands Around the World

We help leaders create, expand, and protect the value of their businesses and most prized assets. Our attorneys bring a balance of business savvy, technical skills, and creative thinking to the opportunities and issues our clients face daily. From the most complex challenges to the routine, we work together to make businesses better protected, smarter, and more competitive.