

## Securities Enforcement

Sandra M. Hanna

PRACTICE LEAD

For decades, the firm has represented entities and individuals in a wide range of complex securities enforcement issues. We have worked with public companies, financial institutions, hedge funds, boards of directors, audit committees and executives, in responding to concerns raised by internal reviews, boards, external auditors, whistle-blowers, regulators and criminal authorities. The types of issues vary, but include potential accounting and disclosure violations, insider trading, and violations of the Foreign Corrupt Practices Act (FCPA). Drawing on our experience in litigation, white collar criminal defense, and compliance program design and testing, we are keenly focused on the client's business needs as we help them navigate complex investigations and related civil litigation.

Our lawyers regularly conduct complex internal investigations on behalf of boards and audit committees. For public companies, this frequently includes engaging with external auditors and responding to regulatory inquiries. We assist clients in navigating parallel civil and criminal investigations, including matters where action is being contemplated in multiple jurisdictions. Our lawyers have decades of experience, including some having served in senior roles at the Department of Justice (DOJ) and the Securities and Exchange Commission (SEC), and we understand how best to anticipate and address the concerns of government authorities. We have successfully represented clients before the DOJ, the SEC, the Financial Industry Regulatory Authority (FINRA), and the Public Company Accounting Oversight Board (PCAOB). In addition, we have worked on numerous matters involving foreign securities regulators and criminal authorities.

## Representative Engagements

- Represented the audit committee of a publicly traded multinational manufacturer in conducting an independent investigation and interacting with external auditor regarding allegations related to cost accounting, reserve accounting, and whistleblower issues.
- Represented the audit committee of a publicly traded, Fortune 500 vertically integrated oil and gas company in conducting an independent investigation and interacting with U.S. regulators regarding allegations related to internal controls for financial reporting, accounting, and corruption issues.
- Represented current and former employees of a publicly traded, Fortune 25 financial services and banking company in connection with DOJ and SEC investigation involving allegations of fraud, disclosure, and other regulatory violations.
- Represented the audit committee of a global asset manager in conducting an independent investigation and interacting with U.S. regulators regarding allegations of FCPA violations, economic sanctions, and money laundering.
- Represented the audit committee of a U.S.- and Canadian-listed public company in an independent investigation into revenue recognition and reserve accounting issues.
- Represented a privately-held retail company in conducting an investigation into internal financial controls issues and in interacting with external auditors.
- Defended a former chief executive officer of a Fortune 25 company in an SEC accounting investigation.
- Obtained a declination from the SEC on behalf of the chief financial officer of a business development company in an investigation relating to allegations of accounting fraud.
- Successfully defended an investment adviser in connection with an SEC insider trading investigation involving a global pharmaceutical company.
- Obtained a declination from FINRA on behalf of a registered broker and investment adviser at a large wealth management and financial services firm in connection with allegations that the broker had engaged in insider trading relating to exchange-traded funds (ETFs).
- Successfully represented a registered broker and investment adviser at a large wealth management and financial services firm in a FINRA investigation into allegations that the broker had engaged in insider trading and breaches of the firm's information barriers. Following an interview and written submissions, FINRA determined not to proceed against this individual.
- Represented a trader at a multinational bank and financial services corporation in a FINRA investigation into allegations that the trader engaged in insider trading, mismarked positions in his trading book, and traded U.S. Treasury securities in a manner that was not authorized.
- Represented a global hedge fund in an insider trading investigation and proceedings conducted by the French Autorité des marchés financiers (AMF).
- Assisted investment advisers by representing investment analysts, traders, and other personnel when the DOJ, SEC, and/or FINRA seek testimony in connection with insider trading and other securities law matters.
- Advised multibillion-dollar hedge fund and private equity fund clients with respect to anti-corruption due diligence and compliance issues related to investments in and monitoring of portfolio companies in Brazil, Russia, India, and China.

- Advised financial institutions with respect to AML policies, procedures, and controls. Conducted AML compliance audits of third-party administrators.

## Government Experience

- Director, Office of International Affairs, and Assistant Chief Litigation Counsel, Division of Enforcement, U.S. Securities and Exchange Commission
- Assistant to the Solicitor General, U.S. Department of Justice
- Assistant United States Attorney, District of Columbia
- Assistant United States Attorney, Civil Division, District of Columbia
- Trial Chief, Public Defender Service for the District of Columbia
- Senior Investigative Counsel, Special Committee on Investigations, U.S. Senate

## Rankings and Recognition

- *Chambers USA*: Corporate Crime & Investigations (Nationwide), 2015 - 2022
- *Chambers USA*: Litigation: White-Collar Crime & Government Investigations (District of Columbia), 2011 - 2022
- *Chambers USA*: FCPA (Nationwide), 2014 - 2022
- *Chambers Global*: Corporate Crime & Investigations (USA), 2016 - 2022
- *Chambers Global*: Corporate Investigations/Anti-Corruption (Global-wide), 2017 - 2022
- *Chambers Global*: Corporate Investigations (Latin America-International Counsel), 2015 - 2022
- *Chambers Global*: FCPA (United States), 2015 - 2022
- *Chambers Global*: Investigations & Enforcement (International & Cross-Border) (USA), 2020 - 2022
- *Chambers Latin America*: Corporate Crime & Investigations (International Counsel), 2015 - 2022
- *Legal 500*: Dispute Resolution: White-Collar Criminal Defense - Advice to Individuals (U.S.), 2011 - 2022
- *Legal 500*: Dispute Resolution: White-Collar Criminal Defense - Advice to Corporates (U.S.), 2011 - 2022
- *Legal 500*: Antitrust: Cartel (U.S.), 2015 - 2022
- *Legal 500 Latin America*: International Firms: Compliance and Investigations, 2021 - 2022
- *Global Investigations Review*: GIR 30 Top Global Investigations Practice, 2015 - 2020
- *Global Investigations Review*: Boutique or Regional Practice of the Year, 2016
- *U.S. News - Best Lawyers*® "Best Law Firms": Criminal Defense: White-Collar (National), 2019 - 2022
- *U.S. News - Best Lawyers*® "Best Law Firms": Criminal Defense: White-Collar (District of Columbia), 2010 - 2022
- *U.S. News - Best Lawyers*® "Best Law Firms": Commercial Litigation (District of Columbia), 2011 - 2012, 2014 - 2018

