



## Aaron H. Marks

PARTNER | NEW YORK

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amarks@kasowitz.com

### RELATED PRACTICES

Antitrust Litigation  
Commercial Litigation  
Complex Financial Products  
Litigation  
Financing Litigation  
Intellectual Property Litigation  
Mass Tort and Product Liability  
Real Estate - Litigation  
Securities Litigation

### EDUCATION

- Emory Law School (J.D., 1993)  
Editor, *Emory Law Journal*
- University of Pennsylvania (B.A., B.S., 1990)

### BAR ADMISSIONS

- 1994, New York

### COURT ADMISSIONS

- 1993, U.S. District Court, District of New Jersey

Aaron is an accomplished trial lawyer focusing on complex commercial litigation. He is widely recognized as one of the top litigators in the country, including in the most recent editions of *Chambers USA: America's Leading Lawyers for Business* ("extremely methodical", "particularly deep expertise in IP", "very understanding and sensitive to the needs of in-house counsel"); *Legal 500* (recognized as one of the 45 Leading Trial Lawyers in the U.S.; a leading Trade Secrets attorney); *Euromoney*, *Benchmark Litigation: The Definitive Guide to America's Leading Firms and Attorneys*; and *New York Super Lawyers*. Aaron was profiled as one of the nation's most accomplished litigators under the age of 45 by *The American Lawyer magazine* (see related "Fab Fifty" article). He was also one of the firm's attorneys featured in *The American Lawyer* cover story chronicling the firm's "Fast Rise to the Top."

Aaron has expertise in disputes relating to securities, corporate governance, lender liability, mass torts and trade secrets. Aaron currently is representing clients in a variety of lawsuits relating to the credit market crisis, including disputes regarding mortgage-backed securities, CDOs, credit default swaps, acquisition financings, and failed broker dealers. He has represented corporations, private equity and other investment firms, and individuals in state and federal courts throughout the country, before arbitration panels, and in proceedings involving the Securities and Exchange Commission, the U.S. Department of Justice and various states' attorneys general.

Aaron has extensive trial experience, including having served as first chair representing companies in several significant cases. For example, Aaron led cigarette manufacturer Liggett Group's defense of the nine-month trial of the Department of Justice's RICO lawsuit against the tobacco industry. Federal District Judge Kessler issued a lengthy decision awarding judgment in favor of Liggett (whereas substantial relief was ordered against all of the other major cigarette manufacturers). Aaron, together with other firm partners, also defended The Port Authority of New York and New Jersey in the trial concerning the Port Authority's liability for the 1993 World Trade Center bombing.

- 1996, U.S. Court of Appeals, Fifth Circuit
- 1997, U.S. Court of Appeals, Fourth Circuit
- 1998, U.S. District Court, Eastern District of New York
- 1998, U.S. District Court, Southern District of New York

## MEMBERSHIPS

- Faculty Member, Emory University Law School Trial Techniques Program
- Board Member, New York American Inn of Court
- Board Member, Legal Aid Society of New York
- Board Member, Project Morry

## NOTABLE REPRESENTATIONS

- TSL (USA), Inc., an affiliate of National Australia Bank, and Royal Park Investments SA/NV, an entity created in connection with the Belgian State's sale of Fortis Bank SA/NV to BNP Paribas S.A. for the purpose of purchasing and managing certain of Fortis Bank's structured credit risks, in three separate actions against Oppenheimer and its affiliates relating to defendants' misconduct as administrators of three structured finance vehicles, alleging damages of more than \$2.5 billion.
- Hilton Worldwide in an action alleging trade secret misappropriation brought by Hilton's competitor, Starwood Hotels & Resorts, and in a grand jury investigation conducted by the United States Attorney's Office (S.D.N.Y.), relating to the same underlying facts.
- MBIA Inc., the world's largest bond insurer, in actions brought by 20 of the world's largest financial institutions, which challenge as a fraudulent conveyance MBIA's \$5 billion restructuring of its structured finance and municipal bond insurance businesses.
- Purolite International, a specialty chemical manufacturer, in an action against competitor Thermax Ltd. (India) for misappropriation of trade secrets relating to formulae and production processes for ion-exchange resin. The case settled on the eve of trial with a \$38 million payment by Thermax.
- Freescale Semiconductor in an expedited action by senior term lenders challenging Freescale's issuance of \$1 billion of incremental term loans as barred by an occurrence of a Material Adverse Change.
- Apollo Management L.P. and its portfolio company, Hexion Specialty Chemicals, in prosecuting an expedited proceeding against Credit Suisse and Deutsche Bank to compel specific performance of their commitment to provide \$15 billion in financing for Hexion's proposed merger with Huntsman Chemical, and negotiating a settlement with Huntsman that major media outlets, including *The Wall Street Journal*, lauded as a "sweet deal" for Hexion and Apollo.
- Several of the nation's largest private-equity firms (Apollo Management L.P., Bain Capital, Carlyle Group, Centerbridge Capital Partners, L.P., Clayton, Dubilier and Rice, Fortress Investment Group and TPG Capital) in disputes over acquisitions and acquisition financings for several large leveraged buyout transactions. These disputes involved the applicability of material adverse change clauses, post-merger insolvency, and specific performance of debt financing commitments. Most of these buyouts, including Home Depot Supply (\$9 billion) and Harrah's Entertainment (\$30 billion), funded and closed.
- BankUnited, Florida's largest bank, with respect to non-compete and trade secret lawsuits brought by Capital One, N.A.

- Safra National Bank, in an action brought by Bank of America, and in several arbitrations brought by investors.
- Cigarette manufacturer Liggett Group Inc. in ten jury trials, including several in which Liggett was the sole defendant. A March 2006 verdict in favor of Liggett (returned in 90 minutes) is believed to be the fastest rendered jury verdict in the 50-year history of litigation against cigarette manufacturers.
- Interstate Bakeries to litigate against certain lenders that balked on their commitment to provide financing to facilitate the company's exit from chapter 11 bankruptcy.
- A foreign battery manufacturer in an action brought by a large manufacturer of touch control panels over responsibility for alleged product defects and recall costs.
- One of the nation's largest hotel companies (owners) in attorney general and putative class actions arising out of alleged consumer fraud. In February 2007, a New York court issued a ruling denying nationwide class certification.
- Real estate developers in litigation concerning ownership, financing disputes, and eminent domain.
- Professional athletes in disputes concerning promotional contracts, endorsement deals and use of performance-enhancing drugs.
- Video-game maker Take-Two Interactive Software in shareholder derivative actions arising out of alleged insider trading.
- Cigarette manufacturer Liggett in state and federal class action cases alleging price fixing by all major cigarette companies.
- Armstrong World Industries, a leading manufacturer of floor tiling, in defending claims of a purported nationwide class of millions of residential and commercial property owners. The court denied plaintiffs' motion to certify the proposed class.



[About Our Firm](#) | [Attorneys](#) | [Practice Areas](#) | [Contact Us](#)



Allison S. Menkes

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vCard: 

#### Education

- Georgetown University Law Center, J.D., 2007  
*The Georgetown Journal of Gender and the Law*, Staff  
The Willem C. Vis Commercial Arbitration Moot  
Team, Member
- Cornell University, B.S., 2001

#### Professional Experience

- Clifford Chance US LLP, 2007 – 2009  
Associate

#### Admissions

- New York

### Allison S. Menkes

Allison S. Menkes specializes in white collar criminal defense, regulatory enforcement actions and commercial litigation in federal and state court. She has represented individuals and corporations in investigations and criminal prosecutions concerning money laundering, bribery, antitrust violations, and securities and accounting fraud, and has also conducted internal investigations on behalf of corporations.

Ms. Menkes is a graduate of Cornell University (B.S. 2001) and Georgetown University Law Center (J.D. 2007). While in law school, she was Managing Director of the Barristers' Council, the umbrella organization for the Moot Court, Mock Trial and Alternative Dispute Resolution teams and a staff member of *The Georgetown Journal of Gender and the Law*. In 2006, Ms. Menkes was awarded an individual Honorable Mention for her oral argument performance at the Willem C. Vis Commercial Arbitration Moot in Vienna, Austria.

Prior to law school, Ms. Menkes was an aide to U.S. Senators Joseph I. Lieberman and Carl Levin in Washington, D.C.

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**Christopher G. Elko**  
*Associate*

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[vcard](#)

**Admitted to Practice:**

New Jersey  
New York  
U.S. District Court, District of New Jersey  
U.S. District Court, Eastern and Southern Districts of New York

**Location:**

Morristown  
**Office:** 973-753-0635  
**Fax:** 973-656-1611

**Practice Areas:**

Employment Law  
Litigation  
Wage and Hour  
Traditional Labor Relations

Chris focuses his practice on traditional labor relations and also advises employers on issues involving state and federal discrimination claims and wage and hour policies.

In the area of traditional labor law, Chris counsels employers during labor negotiations and in the implementation and enforcement of employment policies in the context of a unionized workforce. Additionally, Chris assists employers through the grievance and arbitration process and defends employers in proceedings before the National Labor Relations Board. Chris also provides comprehensive union-avoidance advice.

Chris also interprets and counsels employers on state and federal employment laws, including Title VII, the ADA, the New Jersey Law Against Discrimination, The New York State Human Rights Law and federal and state wage and hour laws, with a specialized expertise in interpreting and applying the WARN Act.

Chris prides himself on his ability to track emerging trends in labor and employment law and has written about and presented on cutting edge issues in the workplace, including the impact of social media, B.Y.O.D. programs and violence in the workplace.

**Courtney E. Ozer**  
**Senior Counsel – Litigation**  
**Unilever**



Courtney E. Ozer recently joined Unilever, a global consumer products company, as Senior Counsel – Litigation. Prior to joining Unilever, Ms. Ozer was a senior associate at Levine Lee LLP, and previously an associate at Kasowitz, Benson, Torres & Friedman LLP. Ms. Ozer has a wide range of experience in white collar and complex civil litigation. She is a graduate of Georgetown University Law School, where she was the Editor-in-Chief of the Georgetown Law Weekly, which was the recipient of the American Bar Association’s Best Law School Newspaper award during her tenure, the recipient of the Michael Feldman Advocacy Award, a Student Attorney in the Criminal Justice Clinic, and sat on the Student-Faculty Admissions Committee. Her note, “Make It Right: The Case for Granting Tohono O’odham Nation Members U.S. Citizenship,” was published in the Georgetown Immigration Law Journal, of which she was Senior Articles Editor. Ms. Ozer received her undergraduate degree from New York University. Ms. Ozer also acts as copy editor for the family-run monthly Phoenix area newspaper *CITYSunTimes*.

**Bar Admissions:**

- New York, Arizona
- U.S. District Courts for the Eastern and Southern Districts of New York
- U.S. Supreme Court

**Professional Affiliations:**

- Association of the Bar of the City of New York
  - Committee on Professional Responsibility
- New York American Inn of Court
  - Member

## **Elena A. Tisnovsky** **TisnovskyLaw, P.C.**

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[elena@tisnovskylaw.com](mailto:elena@tisnovskylaw.com)

Elena Tisnovsky has a J.D. degree from the Ukrainian National Academy of Law and an LL.M in Corporate Law from New York University. Upon graduation, Elena worked as Staff Attorney with the Council of Jewish Organizations (COJO), representing low-income clients in civil and administrative proceedings. While at COJO, Elena initiated and developed an immigration practice group to assist clients with adjustment of status and naturalization applications, family reunion petitions, visa extensions, and applications for travel permit.

In 2007, Elena entered private practice. She worked as an Associate with a boutique real estate and litigation law firm in New York City, where she represented clients in commercial, employment, bankruptcy, and real estate matters. Recently, Elena has opened TisnovskyLaw, P.C., located in Westchester County. The firm concentrates its practice in the areas of civil litigation and family law, and serves clients in the New York City area, Westchester, and Rockland Counties.

Elena speaks Russian and Ukrainian languages and is a certified Court Interpreter.

Elena worked on pro bono basis with the non-profit organizations Sanctuary for Families, Legal Services for New York City, New York Legal Assistance Group, and Immigration Equality. She also participated at the Chambers Volunteer Program of the Supreme Court of the State of New York and volunteered as Law Clerk to the Hon. Richard B. Liebowitz.



### **BAR ADMISSIONS:**

- U.S. District Court for the Southern District of New York (2007)
- New York (2005)
- Ukraine (1996)

### **MEMBERSHIPS:**

- New York Inn of Court

### **EDUCATION:**

- New York University School of Law (New York, NY) 2002 - 2003
  - Master of Laws (Corporate Law)
- The Institute of Legislation of the Supreme Council of Ukraine (Kiev, Ukraine) 1996 - 1997
  - Doctor of Juridical Science Candidate (Labor and Employment Law).
- Ukrainian National Academy of Law (Kharkiv, Ukraine) 1991 - 1996
  - Jurist Degree (equivalent to J.D.)

### **LANGUAGES:**

- Native in Russian and Ukrainian



## Emilie B. Cooper

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### RELATED PRACTICES

Commercial Litigation

### EDUCATION

- Georgetown University Law Center (J.D., *cum laude*, 2004)  
Symposium Editor, *Georgetown Immigration Law Journal*
- University of Ottawa (B. Soc. Sci., *magna cum laude*, 2001)

### BAR ADMISSIONS

- 2005, New York

### COURT ADMISSIONS

- 2005, U.S. District Court, Southern District of New York
- 2005, U.S. District Court, Eastern District of New York

Emilie Cooper's practice focuses on complex civil litigation. She has represented a wide variety of clients in both state and federal courts. Recently she has been involved in a variety of matters relating to the credit market crisis, including a workout of multiple construction loans, foreclosures on two New York City hotels, and a suit for specific performance of a financing commitment for a proposed merger. She also devotes time to a variety of pro bono case including a recent case to reunite a young boy who was living in a refugee camp in the Sudan with his family in Brooklyn.

### NOTABLE REPRESENTATIONS

- Gibraltar Private Bank & Trust in a dispute with its former parent, Boston Private Financial Corporation, concerning the interpretation and implementation of a stock purchase agreement.
- RPAP, a joint venture between Atlas Capital Group LLC, The Procaccianti Group and Rockpoint Group LLC, in several actions in New York state court to foreclose on more than \$300 million of loans secured by the Alex Hotel and the Flatotel, both located in New York City, and to recover on the personal guaranties with respect to the loans.
- Partners in several partnerships that own prominent New York City office buildings, including the Seagram Building, in connection with several disputes, including three lawsuits concerning the two managing partners' failure to properly distribute sale and other proceeds relating to the properties, and a lawsuit seeking partnership dissolution and sale of the Seagram Building.
- Hilton Worldwide in an action alleging trade secret misappropriation brought by Hilton's competitor, Starwood Hotels & Resorts, and in a grand jury investigation conducted by the United States Attorney's Office (S.D.N.Y.), relating to the same underlying facts.

- 2009, U.S. Supreme Court

- The Related Group, a major condominium developer in south Florida, as borrower and guarantor on seven condominium project construction loans and eleven land loans, including the loans for the ICON Brickell Towers and Viceroy Hotel.
- Apollo Management L.P. and its portfolio company, Hexion Specialty Chemicals, in prosecuting an expedited proceeding against Credit Suisse and Deutsche Bank to compel specific performance of their commitment to provide \$15 billion in financing for Hexion's proposed merger with Huntsman Chemical, and negotiating a settlement with Huntsman that major media outlets, including *The Wall Street Journal*, lauded as a "sweet deal" for Hexion and Apollo.
- Successful representation of a consortium of three well-known private-equity firms (Bain Capital, The Carlyle Group and Clayton, Dubilier and Rice) in a multi-billion-dollar dispute with major banks over acquisition financing for their \$8.5 billion acquisition of Home Depot Supply - a deal that ultimately funded and was closed.
- Southern Union Company in a three-week jury trial over charges concerning Southern Union's allegedly illegal storage of elemental mercury at its Pawtucket, Rhode Island facility.



## Evan S. Fensterstock

ASSOCIATE | NEW YORK

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### RELATED PRACTICES

Commercial Litigation

### EDUCATION

- New England School of Law (J.D., *cum laude*, 2009)  
Executive Literary Editor, *New England Law Review*
- Bowdoin College (B.A., 2006)

### BAR ADMISSIONS

- 2009, Connecticut
- 2010, New York

### COURT ADMISSIONS

- 2010, U.S. District Court, Eastern District of New York
- 2010, U.S. District Court, Southern District of New York

Josh Spiegel is a Principal and founding partner of Cypress Associates LLC. Mr. Spiegel has been an investment banker for over 12 years. His transaction experience includes public and private equity raises, sell-side and buy-side M&A transactions including fairness opinions and restructurings. Mr. Spiegel's Cypress transactions have included representing Micronetics in its acquisition by Mercury Computer, Cenvo in its acquisition of Nashua Corporation, ChemRx in its Chapter 11 restructuring, COM DEV International's acquisition of the passive microwave devices product line from L-3 Communications, Gaia Real Estate Holdings in the restructuring and acquisition of PJ Finance, ITI Group in the sale of its controlling stake in Grupa Onet (Internet portal) to TVN, the going private transaction of Case Pomeroy, the Special Committee of Aristotle Corporation in its proposed sale to Geneve Corporation, Cenvo's sale of Supremex to the Supremex Income Fund, the equity owner in the Chapter 11 case of Venture Industries, and representing the Trustee for the SIPA Liquidation of Lehman Brothers Inc.

Mr. Spiegel has also been a consultant in more than 30 complex litigations involving mergers and acquisitions, restructurings, valuations and capital raising. He regularly consults with attorneys at law firms regarding potential cases.

Before joining Cypress Associates, Mr. Spiegel was a Senior Analyst in the Technology Investment Banking Group at CIBC World Markets. Mr. Spiegel started his career at Josephthal & Co, Inc.'s Investment Banking group focusing on private placements and mergers and acquisitions. Mr. Spiegel received his B.A. in Economics and Public Policy Studies from Duke University.

Cypress Associates LLC is an advisory firm specializing in mergers and acquisitions, private placements of debt and equity, corporate restructurings and recapitalizations and litigation advisory services/expert witness representations. As part of activities on behalf of clients, Cypress provides advisory services to acquirors and sellers of assets, debtors, creditors and other parties-in-interest. Cypress acts as placement agent in arranging financing for clients seeking to obtain financing for growth or acquisitions. Cypress also works its clients' attorneys by providing expert witness reports and supporting testimony. Cypress' clients include Fortune 500 as well as middle market companies, large mutual funds and insurance companies, debtors, creditors and financial sponsor and strategic buyers.

# Laurel S. Fensterstock

Vinson&Elkins

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## Biography

Laurel is an associate in the complex commercial litigation practice group.

## Laurel S. Fensterstock

Associate

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## Education and Professional Background

- Columbia Law School, J.D., 2012 (Senior Editor, *The American Review of International Arbitration*)
- University of Vermont, B.A., Psychology, 2009
- Admitted to practice: New York, 2013

## Activities and Affiliations

- Member: New York City Bar Association, The New York Inn of Court, New York County Lawyers Association

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## Industries/Practices

Commercial and  
Business Litigation

“Seeger Weiss made sure  
I was **taken care of.**”

-Keith Medeck



#### Our Practices

Asbestos  
Class Actions  
Commercial Litigation  
Defective Products  
Drug Injury  
Personal Injury  
Securities Fraud  
Toxic Exposure

#### Current Investigations

##### General

Background Checks  
Herbalife Lawsuit  
Hidden Hotel Fees  
NFL Concussions

##### Drug Injury

Actos  
Accutane  
Fosamax  
GranuFlo/NaturaLyte  
Gadolinium  
Ocella, Yasmin, Yaz  
Pradaxa  
Sleeping Pills  
SSRIs

##### Steroids Meningitis

Topamax  
Tylenol  
Zocor/Simvastatin

##### Medical Devices

Mirena  
DePuy Hip Recall  
Stryker Recall  
Transvaginal Mesh  
Zimmer Hip Implant

##### Product Liability

Aveeno Lawsuit  
Atlas Roofing Lawsuit  
Avon/Clarins Products  
AZEK Decking  
Chinese Drywall  
Chrysler Lock-Ups  
Demilec Insulation  
Electrolux Lawsuit



**Parvin K.  
Aminolroaya**  
Associate

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F: (212) 584-0799

Parvin K. Aminolroaya is an associate in the firm's New York office. She focuses her practice on consumer and antitrust class actions, shareholder derivative actions, and other commercial litigation.

During law school, Ms. Aminolroaya represented investors in arbitration actions against securities brokers at the Benjamin N. Cardozo Securities Arbitration Clinic.

#### Admitted:

New York, New Jersey, United States District Court, Southern and Eastern Districts of New York, District of New Jersey, United States Court of Appeals for the Second Circuit

#### Memberships and Associations:

- Executive Committee, Benjamin N. Cardozo School of Law Alumni Association
- Vice Chair, Cardozo School of Law Black, Asian, Latino Law Students Association (“BALLSA”) Alumni Committee
- Member, New York American Inn of Court
- Member, American Bar Association

#### Education:

Benjamin N. Cardozo School of Law (J.D., 2008; Editorial Board Member of the Moot Court Honor Society); Fordham University (B.A., 2004)

#### Honors and Awards:

Jacob Burns Medal for outstanding contribution to Moot Court  
Benjamin N. Cardozo Writing Award

Member of Championship team and coauthor of Best Brief at the 2007 regional rounds of the New York City Bar Association National Moot Court Competition

Member of Second Place team and coauthor of Best Petitioner Brief at the 2007 Fordham Law School Irving R. Kaufman Memorial Securities Competition

#### Languages:

Spanish, French, Persian

Energy Drink Lawsuit  
Flushmate Systems  
Ford 5.4L Engine  
Ford & Mercury  
Transmissions  
Ford Mileage Claims  
GAF Decking  
Hyundai Lawsuit  
Jeld-Wen Low E  
Norcold Lawsuit  
Pozzi and Jeld-Wen  
Remington Lawsuit  
TimberTech Decking  
Toyota Power Windows  
Trex Decking Lawsuit  
*Food*  
Arctic Zero  
Tropicana

**Pending Settlements**  
Nutella Class Action  
Settlement

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Rishi Bhandari is a partner at Mandel Bhandari LLP, which he co-founded. He is an experienced litigator and problem solver. Rishi is a highly respected trial attorney who frequently takes cases just days or weeks before trial. In 2011 and 2012, he was selected as a Rising Star by the New York Super Lawyers magazine and has been certified as a Trial Advocacy Teacher by NITA

Since founding the firm, Rishi has been lead counsel or co-lead counsel in seven cases that have resulted in verdicts or settled on very favorable terms on the first day of jury selection or shortly after opening statements. Rishi has achieved outstanding results for his clients, including a jury verdict that was more than nine times larger than the defendants' final settlement offer and the settlement of claims worth more than \$35,000,000.

Rishi started his legal career at the business litigation powerhouse Quinn Emanuel Urquhart & Sullivan. While at Quinn Emanuel, Rishi represented Fortune 500 companies, helped formulate the litigation strategy on behalf of one of the world's largest dairy producers, and worked closely with one of the name partners on behalf of a major Hollywood talent agency embroiled in a legal malpractice and bad faith insurance action.

Before co-founding Mandel Bhandari, Rishi practiced at the highly regarded white collar and commercial litigation boutique Brune & Richard. At Brune & Richard, Rishi represented billion-dollar hedge funds, sizable private equity funds, and many different types of operating companies, from the publisher of business-to-business magazines, to one of the nation's largest temporary staffing agencies, to a leading manufacturer of video game accessories.

Rishi has also devoted considerable time to public interest causes. He was a Teach for America Corps member and teacher in Baltimore and Washington, D.C. and worked for the Democratic National Committee's voter protection unit. Rishi co-authored materials and led training sessions for over 1,200 attorneys who volunteered for Michigan's voter protection program.

**EDUCATION**

**N.Y.U. School of Law, J.D.;**  
Vanderbilt Medal, Extraordinary Contribution to Law School Community; Student Bar Association, President

**Vassar College, B.A.;**  
First Place Speaker, Harvard, Stanford and Cambridge University Debates; Second-ranked "Speaker of the Year", American Parliamentary Debate Association

**BAR ADMISSIONS**

California  
New York  
SDNY  
EDNY  
ND Illinois  
Second Circuit  
United State Supreme Court



## Ryan M. Philp

### ASSOCIATE

New York

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ASSISTANT

Kelley Raphael

212.508.6111

### Key Focus

Director and Officer Liability

Securities Litigation

### Practices

Internal Investigations

Litigation

Ryan M. Philp is an associate in the trial section of Bracewell & Giuliani's New York office. Mr. Philp maintains a broad-based litigation practice in both federal and state courts. He concentrates his practice on complex commercial disputes, including claims involving breach of contract, breach of fiduciary duty, fraud and other business disputes, securities litigation, corporate governance and derivative actions. He also has experience litigating bankruptcy-related matters. He has represented clients in many industries, with a particular emphasis on those in the financial sector, in all phases of civil litigation, including trial, dispositive motion practice, and document and deposition discovery, as well as in settlement negotiations and alternative dispute resolution.

Prior to joining Bracewell & Giuliani, Mr. Philp was an associate in the litigation/regulatory department of an AmLaw 100 firm and a member of that firm's securities and corporate governance practice group. Mr. Philp also served as a law clerk to the Honorable Garrett E. Brown, Jr., Chief Judge of the United States District Court for the District of New Jersey, from September 2004 through September 2005.

### Representative Matters

Lead associate representing publicly-traded asset management company, its former chief executive officer and a subsidiary in case challenging a merger transaction under Delaware law.

Member of team representing private equity firm, its funds and principals in related federal actions, including a derivative action involving various claims under Delaware law, including breach of fiduciary, aiding and abetting breach of fiduciary duty and corporate waste.

Lead associate representing computer software company in connection with several New York state and city investigations.

Member of team representing municipality in federal litigation against Monoline Insurance Companies.

Member of team that represented private equity firm, on behalf of its managed funds, in litigation regarding the sale of assets pursuant to Section 363 of the Bankruptcy Code and issues of corporate governance under Delaware law.

Represented private equity firm and its chief executive officer in case involving claims of fraud and negligent misrepresentation and a shareholder derivative claim for breach of fiduciary duty under Delaware law.

Obtained favorable settlement in litigation involving fraud, negligent misrepresentation and tortious interference claims.

Served as lead associate on team that obtained favorable settlement in litigation and mediation concerning post-closing indemnification claims made pursuant to a Stock Purchase Agreement.

Represented private equity fund as plaintiff and defendant in litigations arising out of numerous real estate transactions.

Member of team that represented creditors committee in an adversary proceeding involving bankruptcy law avoidance claims that culminated in a six month bench trial.

Member of team that represented private equity firm and its agents acting in their capacities as directors of an affiliated entity in a Multi-District Litigation involving federal securities fraud claims, state law fraud claims, and RICO claims.

Member of team that represented an affiliate of a private equity fund in case involving claims arising out of a third-party's reliance on agreements and promises that raised issues regarding the extent to which lenders can rely on information learned in their due diligence.

Represented estate of deceased executive in insurance coverage dispute.

#### Publications and Speeches

Panelist, "Does a New Era of Ponzi Scheme Fraud Necessitate Heightened Regulation?", New York American Inn of Court, April 15, 2010.

Panelist, "The Future of Securities Regulation under the Obama Administration: A Critical Analysis of Key Legislative Proposals," New York American Inn of Court, March 26, 2009.

"Silence At Our Expense: Balancing Safety and Secrecy in Non-Disclosure Agreements," 33 *Seton Hall L. Rev.* 845 (2003).

#### Education

J.D., *cum laude*, *Order of the Coif*, Seton Hall University School of Law, 2003

B.A., *cum laude*, Loyola College in Maryland, 2000

#### Bar Admissions

New Jersey

New York

#### Court Admissions

U.S. Court of Appeals for the Second Circuit

U.S. District Court for the Southern, Eastern and Northern Districts of New York

U.S. District Court New Jersey

#### Noteworthy

Senior Symposium Editor, Seton Hall Law Review

# MOLOLAMKEN

LLP

## Steven F. Molo

Lawyers

Professional Staff

New York

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### Honors & Awards

Recognized by peer and client review for inclusion in *Best Lawyers in America* (New York: commercial litigation, white collar defense, appeals), *Chambers Guide to the World's Leading Business Lawyers, Superlawyers, PLC Which Lawyer?* (highly recommended, New York, disputes), *EuroMoney's Guide to the World's Leading White Collar Crime Lawyers, Leading Attorneys* (business litigation, white collar criminal defense, antitrust, appeals), *Who's Who in America, Who's Who in the Law, and Who's Who in Business and Finance*

Named to the *Lawdragon 500 Leading Lawyers in America*

### Education

University of Illinois,  
College of Law, J.D., 1982  
  
University of Illinois,  
College of  
Communications, B.S.,  
1979

### Bar and Court Admissions

New York  
  
Illinois  
  
Bar of England and Wales  
  
United States Supreme Court  
  
United States Courts of Appeals for the 2nd, 4th, 5th, 7th, 9th, 11th, D.C., and Federal Circuits  
  
London Court of International Arbitration

Steven Molo maintains an active trial and appellate practice representing corporations, boards of directors, funds, special committees, and individuals in complex business litigation, regulatory matters, and white collar criminal matters throughout the United States and abroad. He began his career as a prosecutor in Chicago, he then practiced with Winston & Strawn for 18 years where he was a senior litigator and member of that firm's Executive Committee, he then spent five and a half years as a litigation partner with the Wall Street firm Shearman & Sterling.

He has been recognized by peer and client review for inclusion in *Best Lawyers in America* (New York: commercial litigation, white collar defense, appeals), *Chambers Guide to the World's Leading Business Lawyers, Superlawyers, PLC Which Lawyer?* (highly recommended, New York, disputes), *EuroMoney's Guide to the World's Leading White Collar Crime Lawyers, Leading Attorneys* (business litigation, white collar criminal defense, antitrust, appeals), *Benchmark Litigation* (Circuit Star), *Who's Who in America, Who's Who in the Law, and Who's Who in Business and Finance*. For the past three years he has been named by *Lawdragon* to its list of *500 Leading Lawyers in America*.

The substantive skills that Mr. Molo brings to his matters are those of a courtroom advocate. He regularly tries civil and criminal cases before juries and judges. He has extensive experience in post-trial and appellate advocacy as well and is retained frequently to assist a client after an adverse result has occurred in a trial court.

Mr. Molo has been involved in advising a number of individuals and organizations in connection with litigation matters arising from the current financial crisis including issues relating to collateralized debt obligations, credit default swaps, commercial real estate loan defaults and foreclosures, fund redemptions and management, and the Madoff scandal.

The civil commercial matters he has handled include those involving issues of antitrust, breach of contract, fraud, shareholder rights, consumer fraud, insurance, RICO, mergers and acquisitions, real estate, defamation and privacy, securities, and banking. His cases frequently involve class actions as well as individual suits.

Mr. Molo has extensive experience in the white collar arena. He has been recognized for his creative approaches in defending corporations and executives, which have resulted in declinations of prosecution, favorable verdicts, and reversals of convictions. He has handled a broad array of matters including those involving issues of antitrust, mail, wire, bankruptcy and securities fraud, environmental crimes, obstruction of justice, tax fraud, and other complex crimes. He frequently conducts internal investigations for management, boards, and audit committees. He co-authored the leading treatise, *Corporate Internal Investigations*, and has been recognized as an expert in federal court where he has testified on that topic and corporate prosecutions.

Mr. Molo also has served as trial counsel in intellectual property matters including patent, trademark, trade dress, and copyright cases.

He serves on the editorial advisory board of *Executive Counsel* and speaks and writes extensively on the subjects of business litigation, corporate criminal liability, and trial and appellate advocacy. He has commented on legal topics for CNN, CNBC, *The Wall Street Journal*, *The New York Times*, the *Chicago Tribune* and other news media. He has taught or lectured at Northwestern University Law School, Loyola University of Chicago Law School, John Marshall Law School,

SMU Law School, William & Mary Law School, the University of Illinois College of Law, and the National Institute for Trial Advocacy. He is also co-author and general editor of *Your Witness: Lessons on Cross-Examination and Life from Great Chicago Trial Lawyers*. For five years, he served as counsel to the Illinois Judicial Inquiry Board. He is a fellow of the American Academy of Appellate Lawyers. He is also a fellow of the American Bar Foundation.

### **Representative Matters**

A former CEO of a publicly traded retailer in defending criminal securities fraud charges

A former managing director of a leading investment bank in defending criminal securities fraud charges related to the sale of derivatives

A private equity firm in a lawsuit over post-closing purchase price adjustments in connection with the sale of a portfolio company

A global consulting firm in investigating a senior executive's misconduct

A CEO of a leading financial services firm in a dispute with a former firm member concerning investments

A leading insurance company in investigating fraud by a major vendor and related civil litigation

A Fortune 500 company in prosecuting a legal malpractice case against an Am Law 50 firm

A senior executive of a Japanese manufacturing company in a price-fixing investigation conducted jointly by USDOJ and the JFTC

A CDO management firm in connection with civil litigation and regulatory matters emanating from the global financial crisis

A private Silicon Valley technology company in a suit against one of the world's largest banks based on events arising from an m+a transaction

An investment bank in obtaining judgment in its favor and the reversal of a \$1.6 billion jury verdict in a suit alleging fraud in connection with its role in a corporate acquisition

A former senior executive of Bear Stearns in ERISA and securities litigation and related matters

A former CEO and private equity firm partner in obtaining dismissal of a federal indictment charging securities and bank fraud as well as obstruction of agency proceedings

A former Foreign Service Officer and West Point graduate in a federal criminal jury trial on charges of bribery and conspiracy to facilitate the issuance of visas in violation of State Department policies

The former CFO of a publicly traded technology company in a federal criminal jury trial, regulatory, and civil proceedings based on alleged securities and accounting fraud

A major broker-dealer in a civil jury trial in which a hedge fund claimed fraud in the sale of collateralized mortgage obligations

A hedge fund in a suit in the Delaware Chancery Court challenging a gate and proposed restructuring of another fund in which it invested

An entertainment company in a lengthy arbitration involving allegations of 10b-5 violations and other claims following an acquisition

The world's largest insurance broker in a civil jury trial concerning senior executive compensation

A leading real estate developer and its lender in a bench trial relating to a dispute with a major tenant

A lending syndicate in defending multi-billion dollar tort claims and in prosecuting a personal guaranty action against a prominent real estate developer (and reality TV show host) relating to financing of 92-story building in Chicago

Two non-U.S. financial institutions in connection with recovery actions and the defense of claims relating to Madoff

The Illinois Senate relating to procedures for the impeachment trial of the Governor

A non-US based insurance holding company in SEC and DOJ investigations into balance sheet fraud through finite reinsurance

A New York real estate developer in investigating and reporting a ponzi scheme fraud perpetrated by the client's former lawyer, the name partner of a prominent New York firm

A senior mutual fund executive in an investigation by the SEC and New York Attorney General

A midwest manufacturing company in an internal investigation and defense of an SEC investigation relating to insider trading

A CEO in numerous shareholder and derivative actions, parallel SEC proceedings, and a trial before the bankruptcy court relating to allegations of fraud and breach of fiduciary duties following the discovery of accounting irregularities

The nation's largest bar review course provider in a civil antitrust class action alleging a price-fixing and market allocation conspiracy and a separate civil antitrust class action alleging product tying

A national insurance company in defending a federal grand jury investigation, state regulatory inquiries, consumer class actions, whistle-blower allegations, and media scrutiny emanating from claims handling practices following a major natural disaster

A midwest manufacturing company in a DOJ grand jury investigation into price-fixing in the market for certain building supplies

A publicly traded insurance broker in multiple consumer class actions alleging civil antitrust and RICO violations, as well as Attorneys General and insurance regulatory investigations

A national retailer in attempted nationwide consumer fraud class actions in multiple forums and Attorney General investigations

A national publisher and sweepstakes company in an appeal of a class certification order in an attempted consumer class action

A group of mortgage lenders in an appeal of an order challenging certain lending restrictions

A major broker-dealer in an appeal in litigation relating to sales practices which resulted in a challenge to certain whistle-blower legislation

A majority shareholder of a public company in shareholder derivative litigation relating to Revlon duties and change of control

An investment advisor and mutual fund company in a derivative suit alleging breaches of fiduciary duty relating to fund management

A global pharmaceutical manufacturer in a federal grand jury investigation and civil litigation emanating from a foreign subsidiary's falsification of information to the FDA

A internet telephone services provider in patent infringement litigation relating to the company's core technology

A gaming company in defending allegations of trademark and trade dress infringement in injunction proceedings in the trial court

A manufacturer of batteries in pursuing copyright, trademark, and trade dress claims relating to a well-known advertising campaign

A rock star in defending copyright infringement allegations in the trial court and court of appeals

A major political party in a trial before a three-judge federal district court relating to voter rights and legislative reapportionment issues

### News & Appearances

- ▶ Rude Discovery: End of an Era for Recession-Racked Big Law
- ▶ Law Firm Management: Building to Suit
- ▶ Molo and Lamken both named to Lawdragon 500
- ▶ *Wall Street Journal* quotes Molo on the limitations of big law
- ▶ AM Law cover story profiles ML's new approach
- ▶ ML takes on Department of Justice in Auction Rate Securities case
- ▶ Firm on winning side for amicus in Nascar antitrust suit
- ▶ Molo provides expert testimony on internal investigations at Broadcom trial
- ▶ Musical Chairs: Shearman & Sterling and Baker Botts Partners Start New Firm
- ▶ Prominent Litigators Launch Elite National Boutique
- ▶ Shearman, Baker Botts Lawyers Join to Form Boutique

### Publications

- ▶ Corporate Internal Investigations
- ▶ Your Witness

- ▶ Executive's Guide to Understanding the Laws Behind White Collar Crimes
- ▶ Successful Partnering Between Inside and Outside Counsel
- ▶ The Appellate Lawyer's Manual
- ▶ The Executive's Desk Book on Corporate Risks and Response for Homeland Security
- ▶ The Litigation Manual 2nd Edition
- ▶ Interview with Judge Diane P. Wood
- ▶ *Brady* Summaries and the Obligation to Disclose Favorable Evidence
- ▶ Corporate Criminal Liability FAQs
- ▶ Jury Research FAQs
- ▶ Wrong, maybe. But is it a crime?
- ▶ Find a Career, Not a Job
- ▶ To Fight or Not to Fight

### **Professional Affiliations**

American Inns of Court Foundation, Trustee  
United States Supreme Court Historical Society, Trustee  
New York Inn of Court, Member (Past Vice President, Executive Committee)  
Illinois Supreme Court Rules Committee, Member (2004 - 2010)  
Seventh Circuit Bar Association (Past President)  
Federal Bar Council, Member (Courts Committee)  
Chicago Inn of Court, Member (Past President)  
American, Illinois, Chicago Bar Association, Member  
American Bar Association, Trial Attorney Advisory Board, Member  
Association of the Bar of the City of New York, Member  
*Scribes*, The Society of Legal Writers, Member  
Economic Club of Chicago, Theodore Roosevelt Association, Member  
University of Illinois College of Law Board of Visitors, Member

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