

The background of the slide is a collage of three distinct images. On the left, there is a close-up of a US Treasury bond, showing its intricate security patterns and the words 'Treasury'. In the upper right, a portion of a blue US dollar bill is visible, featuring the '100' denomination and a wavy security pattern. The lower right section is dominated by a large, detailed image of a clock face, with its hands and numerical markings clearly visible. A semi-transparent red rectangular box is positioned in the upper right, containing the text for the practice group.

Corporate Compliance & Regulatory Enforcement Practice Group

 **Benesch**
Attorneys at Law



MY BENESCH MY TEAM

Consider Us Your First Responder

In today's world economy, a broader business marketplace means that the fine line between best practices, industry customs and rules of law can often become blurred. The free-wheeling growth of corporate America and the general globalization of business has brought about the expanded reach of federal law. As a result, at Benesch we are prepared to represent our clients on a myriad of related issues. Whether it is the far-reaching enforcement powers of the United States Department of Justice (DOJ) through the Foreign Corrupt Practices Act, the aggressive and increased activities of the Securities and Exchange Commission (SEC) to go after corporate executives and companies, or the use of the False Claims Act by federal regulators to bring health care fraud actions, Benesch assists our clients in responding to the full breadth of civil and criminal actions that can be brought against individuals and entities in today's legal environment.

Our Corporate Compliance & Regulatory Enforcement (CCRE) Practice Group serves clients in a two-tiered approach. In addition to providing proactive counsel about best practices and policies that help clients guard against legal pitfalls, we also defend clients against internal and external attacks and claims. Benesch's multidisciplinary team of attorneys is prepared to work with and for our clients to keep their businesses and visions moving forward.

We serve our clients' local, national and global interests. In light of the increasing volume of securities litigation, investigations of corporate officers and executives, globalization of business, and tightening and strengthening of federal regulations regarding business practices in general, the CCRE Practice Group is prepared to partner with clients as both counselors and practitioners-advocates. The group's focus is largely on compliance matters, and counseling clients on ways to avoid potential pitfalls and trouble areas that can detrimentally affect a company or executive. We act as our clients' first responder and defender in internal investigations, subpoena response and other legal and regulatory actions that can penetrate a company's walls or an executive's personal life.

Benesch is prepared for and capable of responding to the full breadth of civil and/or criminal actions that can be brought against individuals and entities in today's legal environment.



MY BENESCH MY TEAM

Corporate Compliance & Regulatory Enforcement

AREAS OF FOCUS

Our team has the background necessary to assist our clients in the following areas:

- Responses to environmental investigations and prosecutions
- Responses to Grand Jury subpoenas or subpoenas duces tecum
- Responses to Consumer Product Safety Commission (CPSC) investigations
- Responses to Federal Trade Commission (FTC) investigations and inquiries
- Responses to misconduct claims
- Responses to SEC investigations
- Conducting internal assessments
- Conducting internal investigations
- Foreign Corrupt Practices Act matters
- Occupational Safety and Health Administration (OSHA) investigations
- Corporate ethics/Sarbanes-Oxley Act compliance and disclosure issues
- Multifront litigation
- Health care enforcement
- Directors and officers insurance issues

We act as our clients' first responder and defender in internal investigations, subpoena response and other legal and regulatory actions that can penetrate a company's walls or an executive's personal life.

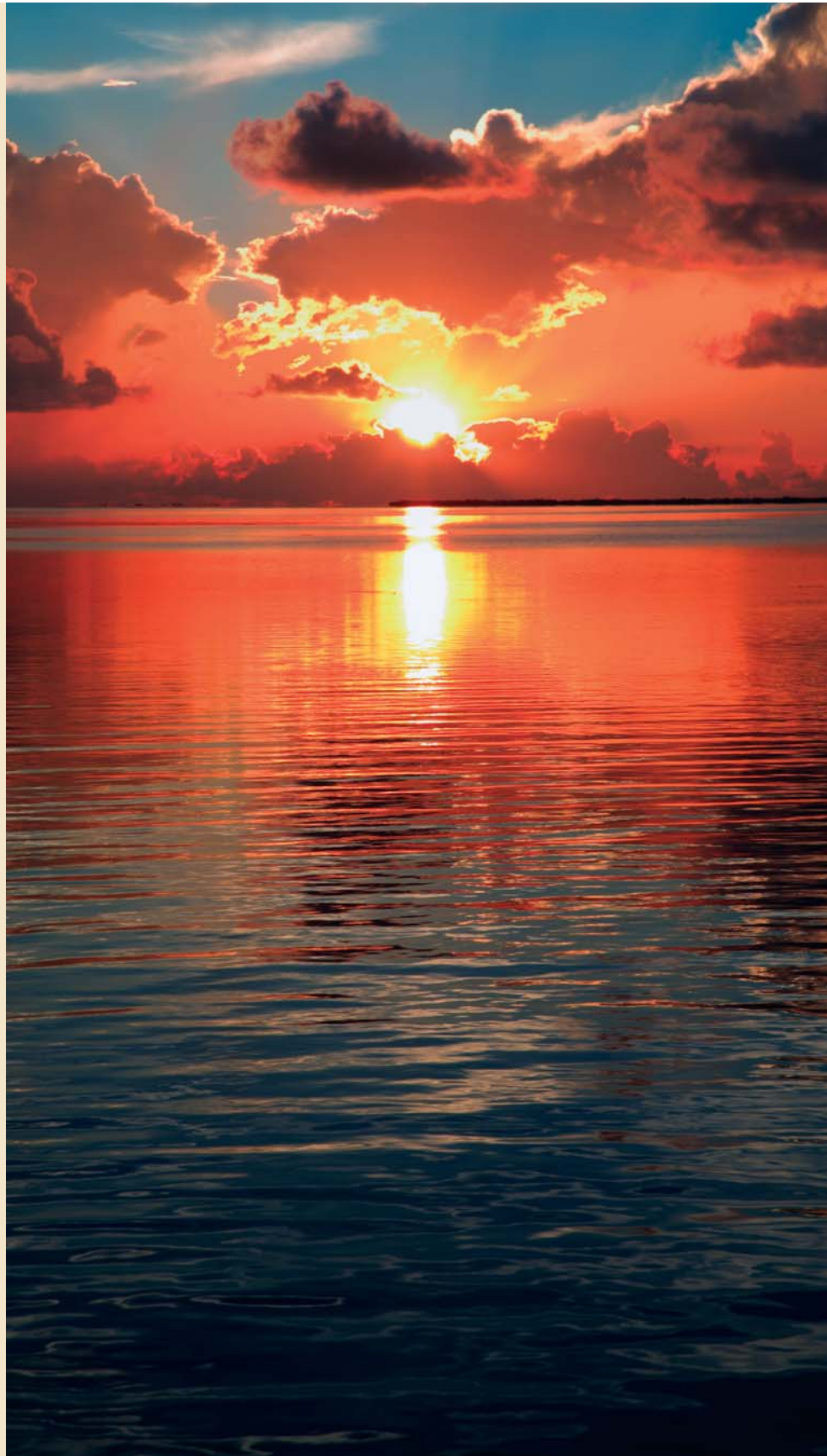
FORUMS

Attorneys in Benesch's CCRE Practice Group are frequently involved in representing clients involved in investigations by government forums, such as:

- Securities and Exchange Commission
- Offices of the Inspector General
- U.S. Environmental Protection Agency (EPA)
- Department of Health and Human Services (DHHS)
- Department of Justice (DOJ)
- Consumer Products Safety Commission
- Federal Trade Commission
- Many state and local agencies

In addition, our attorneys are experienced in working alongside government officials from these and other federal agencies, as well as special committees.

The CCRE Practice Group is a team of litigation attorneys and counselors at law who bring their skills, experience and breadth of knowledge to bear on behalf of our clients to help them avoid, or, if necessary, aggressively respond to, exposure to claims, issues and causes of action that can invoke the civil or criminal enforcement powers of government. With the talents necessary to advise and guide our clients through the current legal landscape brought on by ever-changing economic times and global markets, Benesch's CCRE Practice Group is the committed partner and response team that visionary, progressive and forward-thinking businesses and business leaders need to succeed.





Corporate Compliance

PRACTICE STRENGTHS

We are experienced in handling internal investigations involving complex and highly sensitive matters. Such investigations often arise from situations in which clients are faced with a range of legal and nonlegal challenges, including employment discrimination, sexual harassment, potential criminal prosecution, SEC and stock exchange enforcement actions, board of directors responses to shareholder litigation, regulatory compliance issues and corporate governance concerns. With practical experience in matters involving the SEC, the various stock exchanges, OSHA, EPA, FTC, CPSC, DHHS, DOJ, various offices of the Inspector General and offices of state Attorneys General, our attorneys are prepared to provide knowledgeable legal advice when these challenges arise. We conduct internal audits, reviews and investigations on behalf of clients to assist in isolating issues, identify issues that may result in civil, criminal or monetary exposure, and assist clients in targeting and addressing internal matters that affect their businesses.

In addition, because the CCRE Practice Group includes both transactional and litigation attorneys, we are able to blend all necessary skills and backgrounds to offer a depth of experience in compliance with policies and procedures, as well counseling in the areas of corporate governance, ethics and best practices. We routinely assist with the review, modification, creation and implementation of policies and procedures for corporate entities to address local, state and federal regulatory and legal requirements. Because many corporate investigations, audits and criminal matters arise from overlooked ethical issues, we offer proactive advice and insight to companies, management, boards of directors and special independent committees in order to help clients avoid potential ethical drawbacks.

We are experienced in counseling clients in the creation, development and implementation of policies, procedures and best practices in a myriad of disciplines.

REPRESENTATIVE MATTERS

- Conducted an internal investigation on behalf of a government municipality related to discriminatory hiring practices. As a result of the investigation, we developed policies and procedures for the municipality related to hiring practices, ethics and internal procedures for responding to claims of harassment and/or discrimination.
- Drafted and created an ethics policy for a multimillion-dollar national private business entity regarding corporate officer conduct, including interaction, patronage and business dealings with federal officials and agencies.
- Provide ongoing regulatory and technical advice to numerous long-term care providers in connection with licensure and certification surveys.
- Served as independent investigator in connection with a National Association of Securities Dealers (NASD) and SEC insider trading inquiry.
- Served as special independent investigator in connection with a shareholder litigation demand and counseled a special committee of a public company board.
- Represented multiple public and private entities as independent investigator and/or auditor in relation to New York Stock Exchange (NYSE) and NASD insider trading inquiries.
- Represented a client in challenging liquidated damages as initially imposed by the U.S. Customs and Border Patrol.
- Represented a client during an investigation by the FTC pertaining to false advertising claims.
- Served as independent investigator in connection with allegations of improper conduct by the chief executive officer of a multimillion-dollar, international private manufacturer.
- Served on behalf of a global entity (Fortune 100 company) as risk manager and internal auditor related to internal investigations regarding antitrust, sexual harassment and officer conduct.
- Created and assisted in implementation of best practices regarding labor standards for a large manufacturing entity.
- Counseled clients in the public and private sector regarding corporate ethics and policies and drafting of legal compliance policies.
- Represented a truck-driving school whose license was at risk of being revoked after several violations were discovered. The case was settled without the company losing its permit, and with a 90-day probation subject to satisfying certain conditions.

DISCLAIMER: Benesch, Friedlander, Coplan & Aronoff LLP does not guarantee similar or any particular results. Every case or other legal matter is different, and past results afford no guarantee of future results.





Responding effectively to criminal investigations and prosecutions requires, first and foremost, experience with the subtleties of the criminal enforcement process.

Regulatory Enforcement/ Advocacy Representation

PRACTICE STRENGTHS

With a unique combination of both litigation and enforcement experience, the CCRE Practice Group comprises seasoned and highly skilled litigation attorneys who use their experience to assess clients' options and develop the most effective litigation or settlement strategy. Our litigation attorneys are prepared to provide defense representation when necessary and serve as advocates for our clients. Among the enforcement matters we commonly handle for clients are outside audits, subpoenas and governmental investigations, administrative hearings and jury trial to verdict. Responding effectively to criminal investigations and prosecutions requires, first and foremost, experience with the subtleties of the criminal enforcement process. Should a company or individual cooperate in the investigation and, if so, to what extent? Should the company conduct its own investigation? How should potential civil or criminal exposure be managed? Benesch has successfully represented its clients in these important matters and decisions.

Our primary goal for each client is to arrive at the best possible legal outcome with the least negative effect on the client's business. Whether appearing before government agencies or state or federal courts, we offer clients depth of skill and experience before various types of adjudicative bodies. In addition to litigation, this also includes arbitration and mediation skills, as the best solution to a problem is often to find a middle ground and minimize the eventual loss. Alternative resolutions to full litigation can save the client both money and exposure to severe penalties.

REPRESENTATIVE MATTERS

- Defended a Chief Financial Officer to verdict in a six-week jury trial in the largest private securities fraud case in United States history.
- Defended a private physicians practice group against a health care fraud investigation by the Ohio Attorney General, resulting in closure of the criminal and civil investigation against the group.
- Defended a private health agency against an investigation by the U.S. DHHS related to Medicaid fraud, resulting in closure of the criminal investigation and achievement of a successful civil settlement.
- Represented private entities relating to investigation by the EPA regarding the U.S. Clean Air Act, U.S. Clean Water Act and other regulatory compliance issues.
- Represented private entities in exhaustive and complex product manufacturer investigations before the CPSC regarding product design, production and marketing.
- Represented a corporate officer and entities before the SEC regarding officer and company conduct.
- Represented a Fortune 20 company in connection with an internal investigation of a former executive's wide-ranging allegations of violations of business ethics policies and the company's code of conduct. The former employee's allegations included charges that the company disclosed confidential information, that certain employees engaged in insider trading and that the company over-reported revenue.
- Developed export compliance training programs to meet Department of Commerce, Department of State and Department of Treasury requirements.
- Represented a national, publicly traded provider of long-term care in connection with an internal investigation, and criminal investigation, into a nurse's alleged mishandling of scheduled narcotics.
- Represented a regional transportation and warehousing company in connection with an internal investigation related to the sourcing of certain equipment and services.
- Defended a multimillion-dollar private business entity regarding claims of environmental violation related to the U.S. Clean Air Act and municipal regulations, resulting in no federal criminal or civil action or penalties, and successful settlement negotiation with the municipality resulting in no monetary penalty or fine.



Regulatory Enforcement/ Advocacy Representation

REPRESENTATIVE MATTERS, CONTINUED

- Represented the President and Chief Executive Officer of a nationwide multimillion-dollar private company regarding misconduct claims and investigation instituted by the DOJ, Public Integrity Section, resulting in the investigation being terminated and no criminal or civil charges or penalties being imposed.
- Represented the corporate officer of a nationwide private entity before the state regulatory agency and licensing board regarding misconduct claims involving securities and investment vehicles.
- Represented an out-of-state national trucking company that owned underground storage tanks in Ohio that had a release, and was denied insurance coverage for the remediation. Obtained a favorable result for client.
- Represented a former truck wash that was the target of investigation by the Ohio Environmental Protection Agency. Assisted the company in successfully obtaining a closure permit, subject to the Resource Conservation Recovery Act.
- Represented a residential real estate company in relation to an Ohio Department of Commerce, Division of Real Estate & Professional Licensing, investigation of a complaint alleging unlawful practices. The Board dismissed the complaint after a one-day hearing.
- Represented a residential real estate company in relation to a U.S. Department of Housing and Urban Development investigation of a complaint alleging unlawful practices. The investigation resulted in a no probable cause determination.
- Represented a publicly held company in connection with the federal and state regulatory investigations of U.S. Drug Enforcement Administration (DEA) record-keeping violations.
- Represented a multimillion-dollar private health agency in a Attorney General investigation related to claims of misconduct and illegality related to Medicaid and Medicare billing, resulting in the investigation being terminated with no criminal or civil violations being found.

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