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Practices

Corporate Governance &
Investigations

Securities Litigation & White
Collar Defense

Corporate Governance & Advisory

Crisis Advisory

Commercial Litigation

Antitrust Litigation

Education

Harvard Business School,
Certificate in Management
Excellence

Georgetown University Law
Center, LL.M., *with distinction*

Cornell University, Certificate in

Bradley J. Bondi is a nationally recognized litigation partner and board advisor in Cahill's litigation department and the Chair of the firm's White Collar and Government Investigations Practice Group. *Securities Docket* describes Brad as "*the first choice among Boards of Directors and Audit Committees of the Fortune 500 when their company is faced with SEC or DOJ problems.*"

Brad has two decades of experience representing and counseling companies, financial institutions, boards of directors, audit committees, and senior executives in a broad range of investigations and complex business litigation, with an emphasis on securities and financial regulations and corporate governance matters. He previously held senior positions in government, including at the Securities and Exchange Commission. The *Legal 500* characterizes Brad as "*tenacious, knowledgeable and highly effective*" and also with "*in-depth knowledge of the SEC and how to deal with it.*"

Named by Benchmark Litigation as both a National and Local "Litigation Star," and designated since 2015 by Super Lawyers as a "Super Lawyer" for securities litigation and white-collar criminal defense, Brad leads the representation of significant legal matters including major litigation in trial and appellate courts (securities litigation, derivative litigation, and complex business litigation), SEC, FINRA and PCAOB enforcement matters, criminal inquiries (including FCPA, DOJ and USAO matters), and various investigations (including independent investigations overseen by audit committees and special committees). Brad has been listed on the *Securities Docket* "Enforcement 40" since its inception, a list of the 40 best securities enforcement defense lawyers in the country. Since 2015 he has been included in the Best Lawyers publication for Financial Services Regulation Law. Brad and the Cahill team also appear on the approved counsel lists for the major insurers for litigation and government investigations.

Brad regularly serves as a senior advisor to boards of directors, audit committees, special committees, independent directors, and senior executives during corporate crises, significant transactions, and governance challenges. He has guided boards and board committees through the most extraordinary corporate events, including independent investigations, defense of derivative lawsuits against directors and officers, class actions, accounting irregularities and Restatements, auditor disputes, hostile takeover attempts and activist shareholders, mergers and acquisitions disputes, cyber intrusions and data breaches, and investigations of alleged misconduct by executives. For his experience counseling boards of directors, Brad was listed in the National Association of Corporate Directors' Directorship 100 list of "People to Watch" in the board room.

Brad advises clients in connection with regulatory enforcement

Executive Leadership

University of Florida College of Law, J.D., *with High Honors*

University of Florida, M.B.A., Finance and Management

University of Florida, B.S., *with highest honors, Honors Program*

Clerkships/Government Service

Hon. Edward E. Carnes, U.S. Court of Appeals, 11th Circuit

Securities & Exchange Commission

Special Assistant United States Attorney

Member of the Presidential Transition Team

Admissions

District of Columbia

New York

Florida

Certified Fraud Examiner (CFE)

actions, private lawsuits, governmental and congressional investigations arising from suspected violations of securities laws, accounting irregularities, auditor disputes, internal controls, market manipulation, revenue recognition issues, tax-related matters, insider trading, the Foreign Corrupt Practices Act (FCPA) and other commercial bribery law compliance, matters involving LIBOR and other reference rates, compliance with the Sarbanes-Oxley and Dodd-Frank Acts, potential antitrust concerns, and cybersecurity. Brad also oversees complex civil and criminal litigation, such as securities litigation, corporate control litigation, commercial litigation, contractual disputes, arbitrations, and criminal proceedings. He has litigated significant legal disputes in various state and federal courts, including serving as counsel of record for successful briefs before the Supreme Court of the United States: for an investment bank in *Credit Suisse First Boston Ltd. v. Billing* (interpreting securities laws as implicitly precluding the application of antitrust laws in the IPO process) and for an amicus curiae in *Yates v. United States* (construing Sarbanes-Oxley's criminal provision for document destruction, 18 U.S.C. § 1519). He also served as counsel of record for an amicus curiae brief before the Supreme Court of the United States in *Salman v. United States* (concerning the personal benefit element of insider trading law) and advised on other cases.

For financial institutions, he regularly advises banking institutions, broker-dealers, investment advisers, mutual funds, and hedge funds and their respective boards on issues relating to compliance with securities laws, criminal laws, SEC and FINRA rules, and governance requirements.

Brad defends clients in enforcement actions, prosecutions, and investigations initiated by federal and state agencies and departments, including the Securities and Exchange Commission (SEC), Department of Justice (DOJ), United States Attorneys and grand juries, State Attorneys General, Federal Deposit Insurance Commission (FDIC), Office of the Controller of the Currency (OCC), Financial Industry Regulatory Authority (FINRA), Federal Reserve, Office of Foreign Assets Control (OFAC), Public Company Accounting Oversight Board (PCAOB), Consumer Financial Protection Bureau (CFPB), and Federal Trade Commission (FTC).

On occasion, Brad has served as an expert witness regarding issues relating to securities law and insider trading law.

Former Government Service:

Brad formerly served as a member of the executive staff of the SEC as Counsel to two Commissioners for enforcement actions and regulatory rulemaking. In this capacity, he advised on enforcement matters and regularly liaised with SEC Enforcement staff in the home and regional offices on numerous enforcement actions. He also served on the steering committee for the SEC's "Strategic Plan for Fiscal Years 2010-2015" and on working groups related to enforcement initiatives. While at the SEC, Brad was detailed to the Financial Crisis Inquiry Commission where he served as deputy general counsel and led one of the three investigative teams examining the causes of the financial crisis. In that role, he interfaced with various other regulators and law enforcement agencies. He also briefly served on detail as a Special

Assistant United States Attorney, handling criminal prosecutions in the U.S. Attorney's Office for Eastern District of Virginia, and as a state criminal prosecutor in an externship while in law school. Following law school, Brad served as a law clerk to the Honorable Edward E. Carnes (now-Chief) Judge of the United States Court of Appeals for the Eleventh Circuit. In late 2016 and early 2017, Brad served on the Presidential Transition Team (45th President of the United States) for the financial services agencies, leading the "Landing Team" to the Export-Import Bank of the United States.

SELECTED MATTERS

Internal Investigations and Counseling for Boards of Directors

- Represented and counseled dozens of audit committees in many independent investigations and in connection with various government investigations including by the DOJ and SEC.
- Counseled several boards of directors regarding the removal of executives.
- Represented the audit committee of a global company in connection with an independent investigation and SEC Enforcement investigation.
- Represented the audit committee of the board of directors of a transportation authority for an independent, internal investigation into conduct of board members, management, and employees.
- Counseled boards of directors on various issues relating to governance, activists, proxy access, 10b5-1 plans, removal of executives, removal of directors, insider trading law, and cybersecurity.

SEC Enforcement

- Represented the audit committee of a Fortune 150 company in an independent, international investigation and in interfacing with SEC Division of Enforcement in its investigation.
- Represented an investment company in connection with SEC investigation that resulted in the SEC closing the matter without action.
- Represented a hedge fund in connection with SEC investigation that resulted in the SEC closing the matter without action.
- Represented a leading automotive manufacturer in connection with SEC investigations that resulted in the SEC closing the investigations without action.
- Represented a trading firm and trader in connection with SEC Enforcement action for alleged Reg SHO (short selling) violations that resulted in successful resolution.

- Served as an expert witness in a matter involving alleged violations of federal securities law, including failure to supervise and insider trading.
- Represented the audit committee of a global company in connection with an independent investigation and SEC Enforcement investigation.
- Represented an investment firm in connection with investigation by the Consumer Financial Protection Bureau (CFPB).
- Represented financial services firm in an ongoing basis in various SEC, FINRA, and State Attorneys General Investigations
- Represented power generation company in connection with SEC investigation that resulted in the closing of the SEC investigation without action.

Criminal Defense

- Represented large international food manufacturer in FCPA investigation involving the DOJ, SEC and foreign law enforcement agencies.
- Represented international travel, tourism & hospitality company in connection with a criminal environmental investigation and prosecution.
- Represented a leading automotive manufacturer in connection with U.S. Attorney investigation that resulted in no action taken.
- Represented a former head of mortgage finance in connection with a New York State Attorney General Investigation and civil litigation.
- Represented an investment banker in connection with multi-national criminal and civil LIBOR investigation.
- Represented former “Big Four” audit firm executive in criminal prosecution in the Southern District of New York
- Represented senior government official in connection with Special Counsel Fitzgerald investigation
- Represented individual in connection with Special Counsel Mueller investigation
- Represented individual against insider trading charges.

Litigation

- Represented board of directors of company in a derivative lawsuit brought under Delaware law and in an SEC investigation.
- Represented directors/shareholders in governance litigation and change-of-control litigation.
- Represented power generation company in connection with

a securities class action lawsuit that resulted in a dismissal of the litigation.

- Represented insurance company in litigation against two hedge funds over PIPE transaction.
- Represented many executives and directors in various securities litigation.
- Represented an investment bank before the U.S. Supreme Court in *Credit Suisse First Boston Ltd. v. Billing*, reversing Second Circuit decision denying antitrust immunity and reinstating district court dismissal.
- Represented an underwriter in district court and affirmance in *Miles v. Merrill Lynch, In re IPO Securities Litigation*, denying rehearing of Second Circuit's reversal of district court's grant of motion for class certification.
- Represented amicus curiae as counsel of record in Supreme Court of the United States in *Yates v. United States* (construing Sarbanes-Oxley's criminal provision for document destruction, 18 U.S.C. § 1519).
- Represent amicus curiae as counsel of record in Supreme Court of the United States *Salman v. United States* (concerning the personal benefit element of insider trading law).

Professional Activities:

Brad is a frequent speaker at business and legal conferences, and he has authored articles and book chapters on securities law, criminal law, corporate governance, and the attorney-client privilege and work-product protection. Articles that he authored have been published by the law journals of Harvard Law School, New York University School of Law, Northwestern University School of Law, the University of Virginia School of Law, and Fordham Law School. He has authored two book chapters on white-collar criminal defense strategy for *Inside the Minds* (Aspatore Books, 2007), and he formerly served as an associate editor of the *Business Crimes Bulletin*. He also has co-authored, among other pieces, a definitive piece on insider trading law, "The Law of Insider Trading: Legal Theories, Common Defenses, and Best Practices for Ensuring Compliance," and, with SEC Commissioner Paul Atkins, wrote an extensive account of the SEC Enforcement program, "Evaluating the Mission: A Critical Review of the History and Evolution of the SEC Enforcement Program." He routinely writes on issues pertaining to directors for the National Association of Corporate Directors (NACD).

In addition to his practice, Brad teaches advanced securities law classes as an adjunct professor at Georgetown University Law Center and George Mason University School of Law. He has provided expert testimony to Congress on securities law enforcement and has aided Congress in drafting legislation. He serves as a senior fellow at the Center for Financial Stability, a nonprofit, nonpartisan, and independent think tank focusing on financial markets for the benefit of investors, officials, and the public. He is involved in international regulatory issues as a

member of the Pallanza Group, an annual gathering of U.S. and European leaders hosted by the Istituto Bruno Leoni of Milan, Italy. In 2012, he served as a delegate to the 34th Annual American Council on Germany Young Leaders Conference in Germany. He also is a member of the board of advisers of the Economic Crime and Cybersecurity Institute, which supports education and research in economic crime and information security and functions as a resource for corporate, government, and law enforcement entities; and he is a member of the Exchequer Club of Washington.

Honors and Awards:

Brad has earned national recognition in multiple areas of the law: securities enforcement defense, board counseling and representation, criminal law, financial and securities regulation, and litigation. In the field of securities enforcement defense, he has been named to *Securities Docket's* current "Enforcement 40," the list of the top 40 "best and brightest" securities enforcement attorneys in the country (regardless of age). He is one of only 22 lawyers in the country to receive this distinction twice. He also is recognized by Chambers and Partners in the nationwide category for Securities Regulation and Enforcement. For his work with boards of directors, Brad was listed in the National Association of Corporate Directors' 2012 *Directorship* 100 list of "People to Watch" in the board room. In the field of criminal law, the National Institute of Trial Lawyers named him to its Top 100 Criminal Trial Lawyers in the State of New York for 2014 and 2015. Since 2015, the *Super Lawyers* Directory has identified him as a "Super Lawyer" for securities litigation and white-collar criminal defense. *The Legal 500* has recommended him in the categories of securities litigation defense, and corporate investigations and white-collar criminal defense, and has described Brad as "tenacious, knowledgeable and highly effective" and having an "in-depth knowledge of the SEC and how to deal with it." Since 2015, Brad also has been listed in the *Best Lawyers* publication for Financial Services Regulation Law. *Benchmark Litigation* recognizes Brad as both a National and Local "Litigation Star." Brad has achieved the highest peer review rating from Martindale-Hubbell of "AV Preeminent" in securities law, litigation, and corporate law. *Global Investigations Review* previously named Brad to its "40 Under 40" list of the world's leading investigations lawyers under the age of 40; and *Legal Force* previously listed him as a "best lawyer" in financial securities law. In 2018, he was named a BTI "Client Service All-Star" and received an award for efficiency from Lincoln Financial Group.

Charitable and Civic Involvement:

Brad is active in charitable and civic organizations. He currently serves on the board of directors of the Congressional Coalition on Adoption Institute (a non-profit organization that works to raise awareness about the needs of children without families and to remove policy barriers that hinder children from knowing the love and support a family provides), the National Sporting Arts Library and Museum (an organization dedicated to preserving, promoting, and sharing the literature, art, and culture of equestrian, angling,

and field sports), and the Arlington Soccer Association (an organization that provides quality soccer programs and experiences for people of all abilities, backgrounds and financial means in Arlington and surrounding communities). For over a decade, Brad served as a “Big Brother” with Big Brothers Big Sisters. Brad regularly participates in *pro bono* representations and is active in Cahill’s Veterans’ New Business Initiative, through which he and many other Cahill attorneys provide *pro bono* representation and advice to military veterans who are in the early stages of starting small businesses.

Education:

Brad earned his LL.M. (with distinction) in Securities and Financial Regulation from Georgetown University Law Center, where he finished with an unprecedented perfect grade-point average and seven book awards. He received Georgetown's Thomas Bradbury Chetwood, S.J. Prize for having the best academic record in his class. He earned his J.D. (with high honors, Order of the Coif, Intramural Best Trial Advocate), M.B.A. (dual concentrations in both Finance and Management), and B.S. (with highest honors, the Outstanding Male Graduate, Beta Gamma Sigma, undergraduate honors program) from the University of Florida. He was admitted into the University of Florida Hall of Fame, received numerous academic and leadership awards, and finished at the top of the class in each academic degree while matriculating early. In addition, he studied at Oxford University for a semester during law school; he earned a Certificate in Executive Leadership from Cornell University; and he earned a Certificate in Management Excellence from Harvard Business School.

Brad serves on Cahill’s Diversity and Inclusion Committee, Business Development Committee, and Publications Committee. He is admitted to practice in Washington, D.C., New York and Florida, and several federal courts. He also is a Certified Fraud Examiner (CFE).