OUR FIRM

Davis Polk is one of the world’s premier law firms. Known for our skillful work in highly complex matters, we offer breadth and excellence across all our practices and specialties. Our clients, many of them industry and global leaders, rely on the exceptional, collaborative service we deliver through our nine offices worldwide.

We are distinguished across a range of practices, including litigation, M&A, private equity, investment management, insolvency and restructuring, tax, executive compensation/employee benefits, credit, antitrust, intellectual property, capital markets and corporate governance.

Our team-oriented culture allows us to draw on each of our functional areas in each of our offices worldwide. We focus on providing sophisticated, yet practical, advice that addresses our clients’ needs and in the process builds long-term relationships with our clients.

WORLDWIDE PRESENCE

- We have over 800 lawyers in 10 offices around the world. In addition to our Tokyo office, we have offices in New York, Menlo Park (Silicon Valley), Washington DC, São Paulo, London, Paris, Madrid, Hong Kong and Beijing.

- Our global footprint allows for seamless client service on large, geographically diverse investigations, litigation matters and corporate transactions.

- More than 40% of our clients are based outside of the United States.

- Our global capability is complemented by the preferred relationships we have established with a select number of preeminent local law firms around the world to which we turn for the highest-quality local law advice. We regularly work with the leading Japanese law firms to provide our clients with comprehensive solutions to their global legal service needs.

JAPAN LITIGATION AND DISPUTE RESOLUTION PRACTICE

Davis Polk has a long tradition of representing Japanese clients in a variety of litigation and enforcement matters. Major Japanese companies and financial institutions regularly turn to us to handle matters in the United States and abroad in connection with a range of regulatory investigations, enforcement actions, arbitrations, internal investigations, commercial disputes and civil and criminal court proceedings.

With the breadth of experience and resources of our Litigation Department and Tokyo office, we can quickly and efficiently deploy experienced teams of lawyers to Japan.

- We are advising in connection with a contract dispute between a Japanese company and another international company.

- We are representing Nippon Express Co., Ltd., a major Japanese freight forwarder, in its ongoing antitrust-related civil litigation and U.S. Department of Justice investigations.

- We represented a major Japanese technological and industrial firm in a securities class action in the United States. The litigation arose from the initial public offering of our client’s former majority-owned subsidiary.

- We represented a former executive of a major Asian airline in a criminal grand jury investigation of alleged price-fixing, including the Antitrust Division of the U.S. Department of Justice.
We represented a major Japanese consumer electronics maker in connection with enforcement of its technology patents.

We represented a Japanese insurance company in connection with investigations, including the SEC and the U.S. Attorney for the Southern District of New York.

We represented a Japanese manufacturer in a product disparagement lawsuit against a consumer magazine. In conjunction with this suit, a U.S. federal appellate court reversed a lower court decision, thereby allowing the suit to proceed to a jury trial.

We obtained a summary judgment in favor of our client, a Japanese manufacturing conglomerate, in a contract action brought in the Supreme Court for the State of New York against a financial institution involving a revolving standby letter of credit.

We advised a Japanese industrial company in connection with the termination of and settlement agreements for its collaboration arrangement with a U.S. company for the design and construction of specialty equipment.

We represented a Japanese financial institution in charges of alleged breach of contract and fraud for failure to pay a commission and finder’s fee to a licensed broker.

We represented a major Japanese financial institution in a grand jury antitrust investigation into market price-fixing for reinvestment agreements.

GLOBAL LITIGATION AND DISPUTE RESOLUTION PRACTICE

Litigation has been a cornerstone of our practice since the firm’s inception. Clients from around the world turn to our litigators to handle their important trials, business disputes and governmental enforcement matters. Davis Polk litigators are recognized for the breadth of their skills, creativity, integrity and strategic approach.

First and foremost, our litigators are courtroom lawyers, who have earned the respect of judges, prosecutors and regulators. We view matters through the lens of our clients’ business objectives, drawing on the deep experience of our firm across all major industry sectors. Our approach has created a long track record of success for our clients, at trial and on appeal, through motions, verdicts and strategic settlements.

Some examples of Davis Polk’s leading practices:

- Davis Polk’s antitrust practice combines broad experience in complex corporate transactions with a sophisticated litigation practice. Working closely with our M&A Group, our antitrust lawyers advise and represent clients in a wide variety of U.S. and cross-border transactions in many industries. We also handle all types of antitrust litigation, including class actions, criminal and administrative investigations and enforcement actions, and we defend mergers against private and government challenges.

- Davis Polk is widely recognized as having one of the preeminent white collar criminal defense and investigations practices in the United States. We represent corporations and individuals from around the world in high-profile and complex white collar criminal defense matters, regulatory enforcement matters and internal investigations. Our litigators include some of the most highly respected criminal defense lawyers in the country, many of whom served with distinction before joining the firm as federal and state prosecutors or senior officials at the Department of Justice and the SEC.
Regularly ranked among the very best securities litigation firms, we counsel a variety of clients in high-profile, complex securities litigation matters, including issuers, investment banks and auditors. We have extensive experience litigating civil securities cases in state and federal courts in the United States, as well as in handling non-public securities enforcement and internal compliance matters.

Our intellectual property litigators are trial lawyers with extensive experience handling patent infringement cases in courtrooms throughout the United States, as well as disputes regarding trade secret misappropriation, trademark and copyright infringement and false advertising. We regularly bring our courtroom experience to bear in counseling clients regarding preparation for potential IP litigation, IP enforcement and litigation avoidance.

In addition to antitrust, white collar crime, securities litigation and IP, Davis Polk’s more than 200 litigators are at the top of their fields in the following practice areas:

- Commercial Litigation
- Arbitration
- Insolvency and Restructuring
- Mass Torts and Consumer Actions
- Products Liability
- Acquisition-Related Litigation

FOREIGN CORRUPT PRACTICES ACT

Davis Polk’s Foreign Corrupt Practices Act (FCPA) practice is one of the most distinguished. Our litigators have represented corporate and individual clients in some of the largest and most significant recent FCPA investigations, including global investigations involving corruption allegations brought by regulators and enforcement authorities in several countries. We have considerable experience in advising clients on compliance with the FCPA, conducting internal investigations and defending clients in governmental investigations and enforcement actions. These matters frequently are international in scope and increasingly involve Davis Polk lawyers working closely with counsel in many other countries.

Recent Notable Matters

- We represented Siemens AG in the largest-ever FCPA investigation, which resulted in a landmark settlement with the DOJ and SEC. We coordinated the company’s global defense to investigations in multiple jurisdictions and a settlement with the World Bank.
- We represent two major financial institutions in connection with the SEC’s industry-wide FCPA review of the sovereign wealth fund business.
- We represent BHP Billiton, one of the world’s largest mining companies, in a publicly disclosed FCPA investigation relating to certain exploration projects in multiple worldwide jurisdictions.
- We represented a major U.S. financial institution in connection with DOJ and SEC investigations into possible FCPA violations relating to real estate investing operations.
- We have conducted confidential FCPA-related investigations or reviews for clients in many countries, including Argentina, Brazil, China, Colombia, Hong Kong, India,
Indonesia, Japan, Korea, Kuwait, Mexico, Pakistan, the Philippines, Russia, Singapore, Thailand and Venezuela.

INTERNATIONAL LITIGATION, ARBITRATION AND ENFORCEMENT

Davis Polk has a long tradition of representing clients in cross-border litigation, arbitration and enforcement matters. Major international companies and financial institutions regularly turn to us to handle matters in the United States and abroad in connection with a range of global regulatory investigations and enforcement actions, arbitrations, internal investigations, commercial disputes and civil and criminal court proceedings. Our experience includes representing foreign clients in U.S. proceedings, as well as representing U.S. and non-U.S. clients in foreign jurisdictions. We also frequently advise leading international companies on global compliance matters.

Our international matters frequently take our lawyers to locations across the globe, including Japan, China, Hong Kong, South Korea, the U.K., Germany, Italy, Pakistan, Russia, Mexico, Brazil, Venezuela and other jurisdictions.

Recent Notable Matters

- We represented Deloitte in connection with a shareholder litigation, as well as criminal and regulatory proceedings, arising from a restatement by Royal Ahold, N.V. – the Dutch grocer and former owner of U.S. Foodservice – that was prompted by the discovery of two large-scale frauds.
- We served as independent counsel to the Audit Committee of Royal Dutch Shell, leading an investigation into the re-categorization of almost four billion barrels of oil equivalent from proved reserves to other reserve categories.
- We represented Altria Group and Philip Morris International in connection with a cooperation agreement with the European Union and several of its member states to reduce the illegal trade in cigarettes.
- We represented ABN AMRO in connection with several investigations by the Manhattan District Attorney’s Office and U.S. Department of Justice regarding the processing of U.S. dollar payments on behalf of entities and countries subject to U.S. economic sanctions administered by the U.S. Treasury Department’s Office of Foreign Assets Control (or “OFAC”).
- We represented an Argentine joint venture in an ICC arbitration brought by a major petroleum company.

ANTITRUST

Davis Polk has one of the leading antitrust practices. Working closely with our M&A Group, our antitrust lawyers advise and represent clients in a wide variety of U.S. and cross-border transactions in many industries. We also handle all types of antitrust litigation, including class actions, criminal and administrative investigations and enforcement actions, and we defend mergers against private and government challenges.

Recent Notable Matters

CIVIL LITIGATION

- We successfully represented Roche in a case before the U.S. Supreme Court concerning the extraterritorial reach of the U.S. antitrust laws, in which the Court
voted 8-0 in favor of our client. The Court ruled that the federal antitrust laws do not reach anticompetitive conduct where the complained-of injuries occurred outside of the United States and wholly independent of the alleged injury to U.S. commerce.

- We were chosen by Panasonic, SanDisk and Toshiba to defend their joint venture, SD-3C, against antitrust claims filed recently by Samsung. The case claims that the creation of the SD Card Flash Memory standard and related patent pool activities have harmed consumers and violated the U.S. antitrust laws.

- We successfully represented Morgan Stanley, and acted as liaison counsel for the joint defense group, in an action against all major prime brokers in the U.S. alleging a Section 1 Sherman Act antitrust claim with respect to “naked short selling.”

- We are defending T-Mobile against approximately 40 federal antitrust class actions alleging that major U.S. wireless service carriers fixed text-messaging rates. There is a related U.S. Senate investigation, which we are also handling.

- We represented J.P. Morgan in a long-running series of lawsuits in which it was accused of manipulating copper prices through complex derivative transactions. After more than 10 years of litigation, including numerous motions, appeals and depositions in the United States, Japan and Europe, we settled the final piece of the litigation on the eve of trial.

- We are defending LG Electronics against approximately two dozen antitrust class actions claiming price-fixing in the alleged market for optical disk drives. These cases have been centralized in a multidistrict litigation proceeding in the Northern District of California.

CRIMINAL INVESTIGATIONS AND LITIGATION

- We are representing Nippon Express Co., Ltd., a major Japanese freight forwarder in its ongoing antitrust-related civil litigation and DOJ investigations.

- We represent a major Asian industrial conglomerate in connection with a criminal investigation by the Antitrust Division of the U.S. Department of Justice, involving potential allegations of obstruction of justice and other crimes.

- We represented the largest defendant, in civil and criminal vitamins price-fixing cases, which proceeded in a variety of federal and state jurisdictions.

- We represented a German manufacturing firm in a federal grand jury investigation and federal and state antitrust class actions alleging a cartel in the magnetic tape industry.

- We represent a large Asian electronics company in connection with a DOJ investigation into acquisitions of intellectual property rights.

- We represent Nautilus Hyosung, a Korean manufacturing conglomerate, in an obstruction of justice investigation by the Antitrust Division of the U.S. Department of Justice.

MERGERS AND ACQUISITIONS

- We advised Comcast on the corporate and antitrust aspects of its $37.2 billion agreement with General Electric to form the NBCUniversal joint venture.

- We represented SLM Corp. (Sallie Mae), the largest student lender in the United States, in a DOJ investigation of its $25 billion acquisition by a consortium of private equity and strategic buyers.
■ We advised Citi on its joint venture with Morgan Stanley that combined Morgan Stanley’s Global Wealth Management Group and Citi’s Smith Barney retail brokerage units in the U.S., U.K. and Australia into a new entity, Morgan Stanley Smith Barney.

■ We represented Comcast in DOJ and FTC second-request investigations of a number of successful acquisitions, including its $18 billion joint acquisition (with Time Warner) of Adelphia Communications, and its $52 billion acquisition of AT&T’s cable and broadband businesses.

■ We advised PepsiCo on the corporate and antitrust aspects of its $7.8 billion acquisition of The Pepsi Bottling Group and PepsiAmericas.

WHITE COLLAR CRIMINAL DEFENSE AND INVESTIGATIONS

Davis Polk’s White Collar Criminal Defense and Investigations practice offers world-class experience. We represent corporations and individuals from around the world in high-profile and complex white collar criminal defense matters, regulatory enforcement matters and internal investigations. Our litigators include some of the most highly respected criminal defense lawyers in the United States, many of whom served with distinction before joining the firm as federal and state prosecutors or senior officials at the Department of Justice and the SEC.

Our criminal defense and investigation lawyers currently play leading roles in major enforcement and regulatory proceedings in areas, including, among others, the subprime and financial markets crisis; the Foreign Corrupt Practices Act (FCPA); anti-money laundering and sanctions compliance; commercial bribery and business practices; and insider trading and market manipulation.

A large part of our practice involves representing corporations, individuals, financial institutions and professional firms in non-public criminal and regulatory investigations and proceedings conducted by the DOJ, the SEC, the New York Attorney General’s Office, the Manhattan District Attorney’s Office, the NYSE Euronext, FINRA, the Federal Trade Commission, the Federal Reserve Bank and other U.S., state and foreign law enforcement and regulatory agencies.

Recent Notable Matters

■ We represented Siemens AG in the largest-ever FCPA investigation, which resulted in a landmark settlement with the DOJ and SEC. We coordinated the company’s global defense to investigations in multiple jurisdictions and a settlement with the World Bank.

■ We represent Intesa Sanpaolo, a major European bank, in parallel criminal and civil investigations by the Manhattan District Attorney, the U.S. Department of Justice, the Federal Reserve and the U.S. Treasury regarding alleged violations of U.S. sanctions against Iran. These investigations are part of a significant industry-wide investigation by the U.S. government which involves billions of dollars of cross-border transactions.

■ We represent Con Edison, the New York utility company, in connection with investigations by the U.S. Department of Justice and other agencies into allegations that Con Ed employees received kickbacks from contractors in exchange for the approval of inflated and fraudulent payments.
We represented a former senior executive of British defense contractor BAE in the much-publicized investigations by the U.S. and U.K. governments into alleged corruption violations by that company.

SECURITIES CLASS ACTION

We counsel a variety of clients in high-profile, complex securities litigation matters, including issuers, investment banks and auditors. We have extensive experience litigating civil securities cases in state and federal courts throughout the United States, as well as in handling non-public securities enforcement and internal compliance matters.

We are frequently retained to conduct internal investigations relating to allegations of insider trading or other misconduct. We are regularly called upon by United States and foreign boards of directors, audit committees and special committees to handle their most sensitive assignments.

We have represented clients in the most well-known investigations and litigations in recent years, including those relating to the mortgage meltdown and financial crisis of 2007-2009, the collapse of MF Global, the Bernard Madoff Ponzi scheme, the massive Adelphia litigation, IPO practices, options backdating, LBO fraudulent conveyance, Enron and Global Crossing.

Recent Notable Matters

- We represent each of MF Global’s independent directors in connection with all litigation and investigations surrounding MF Global’s well-publicized failure and bankruptcy.
- We represent CNinsure Inc., a Chinese insurance broker, in a recently filed securities fraud class action lawsuit alleging accounting irregularities.
- We represented Pfizer executives named in several lawsuits alleging Pfizer’s directors and officers had consciously disregarded signs of misconduct. We were instrumental in reaching what is widely considered to be a landmark resolution, the centerpiece of which is the creation of a new committee of Pfizer’s board of directors.
- We represent the Board of Directors of Bank of America in connection with shareholder derivative cases relating to Bank of America’s acquisition of Merrill Lynch.
- We represent Morgan Stanley and certain of its officers and directors in lawsuits arising out of its announced $9.4 billion loss for the fourth quarter of 2007 resulting from subprime-related trading write-downs – including a purported shareholder class action alleging fraud under Section 10(b) of the Securities Exchange Act and SEC Rule 10b-5; a shareholder derivative suit under the Delaware General Corporation Law; and federal ERISA lawsuits.
- We successfully represented Banco Santander in purported class action lawsuits relating to its proposed $1.9 billion acquisition of the remaining publicly held shares of Sovereign Bancorp. Following the court’s preliminary approval of the settlement, both companies’ shareholders voted overwhelmingly to approve the transaction, allowing it to close.

INTELLECTUAL PROPERTY LITIGATION

Our IP litigators are trial lawyers with substantial experience handling patent infringement cases in courtrooms throughout the United States, as well as disputes regarding trade
secret misappropriation, trademark and copyright infringement and false advertising. We regularly bring our courtroom experience to bear in counseling clients regarding preparation for potential IP litigation, IP enforcement and litigation avoidance.

**Recent Notable Matters**

- We have represented VNUS in patent infringement litigation since 2005, in connection with the endovenous treatment for varicose veins. Litigation included a jury verdict of infringement and an award of $45.8 million in favor of VNUS, and several favorable settlements.
- We represented Playtex in litigation in the Southern District of New York asserting false advertising claims under the Lanham Act.
- We obtained a summary judgment of noninfringement and final judgment in favor of Comcast in patent litigation in the Eastern District of Texas concerning Comcast’s video-on-demand services.
- We successfully represented Baidu, Inc. in the Southern District of New York in connection with a copyright infringement lawsuit related to downloading MP3 files.
- We represented DHgate in connection with a copyright and trademark infringement lawsuit filed in the Northern District of California related to Internet sales.
- We represented Sony Corporation in connection with the enforcement of various Sony patents relating to its consumer electronics technology.

**CONSUMER CLASS ACTION**

Davis Polk regularly represents clients in consumer class action litigations brought under a variety of contract, tort, antitrust and unfair competition theories.

**Recent Notable Matters**

- We successfully represented Pfizer in numerous consumer fraud class actions, including federal multidistrict litigation (MDL), relating to the marketing of Neurontin. We defeated class certification in the MDL and in state courts and have won dismissal of a number of other purported class actions brought on behalf of national and statewide classes of consumers and third-party payers.
- We represent T-Mobile in class action litigation, including numerous consumer class actions related to early termination fees, late payment fees, the legality of handset locks and customer service agreement disputes.
- We won dismissal of a putative nationwide class action brought in New Jersey federal court against our client Smith & Nephew, a manufacturer of orthopedic devices, and a second orthopedic device manufacturer.
- We won a significant victory on behalf of Verizon in New York state court that resulted in the class being decertified in a series of purported consumer class actions alleging that Verizon had falsely advertised and marketed its high-speed Internet service.
# Primary Contact Lawyers

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<tr>
<th>Location</th>
<th>Phone</th>
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TOKYO CONTACTS

- Admitted in New York
- Messrs. Gregor and Paradise registered as Gaikokuho Jimu Bengoshi in Japan

Eugene C. Gregor
81 3 5561 4566 tel
eugene.gregor@davispolk.com

Mr. Gregor is a partner in the Tokyo office. He has worked on a wide range of securities transactions for U.S. and non-U.S. enterprises and governments, including privatizations and global equity offerings by Aozora Bank, Shinsei Bank, China Unicom, Korea Electric Power, China Steel of Taiwan and CVRD of Brazil. He also advises on high-yield debt and leveraged finance transactions across the Asian region. In addition to his capital markets practice, Mr. Gregor concentrates on cross-border private equity transactions, mergers and acquisitions and joint ventures and dispute resolution matters.

Mr. Gregor regularly counsels clients on litigation and dispute resolution, FCPA and other investigation on enforcement matters.

Mr. Gregor served as a law clerk in the United States Court of Appeals, the Ninth Circuit before joining Davis Polk.

Theodore A. Paradise
81 3 5561 4430 tel
theodore.paradise@davispolk.com

Mr. Paradise is a partner in the Tokyo office. He advises clients on mergers and acquisitions and joint ventures, particularly cross-border transactions involving Japanese parties, and on corporate finance transactions, representing issuers and underwriters in global and U.S. targeted securities offerings by Japanese issuers and dispute resolution matters. Fluent in Japanese, Mr. Paradise has practiced in the Tokyo office since 1991.

He has represented Japanese companies in SEC investigations, and securities litigation, among other matters. Mr. Paradise regularly advises on anti-trust, bank regulatory and FCPA compliance.

Michael T. Dunn
81 3 5561 4433 tel
michael.dunn@davispolk.com

Mr. Dunn is counsel in the Tokyo office, concentrating in corporate finance transactions, representing issuers and underwriters in global and U.S.-targeted securities offerings by Japanese issuers. Together with Messrs. Gregor and Paradise, he also advises clients on joint ventures and mergers and acquisitions, particularly cross-border transactions involving Japanese parties. Fluent in Japanese, Mr. Dunn is resident in the Tokyo office.

Together with Messrs. Gregor and Paradise, Mr. Dunn also counsels clients on litigation, enforcement, dispute resolution, FCPA and internal investigations.
Mr. Muller is a member of Davis Polk’s Litigation Department, its White Collar Criminal Defense and Investigations Group and the firm’s Global Compliance and Investigations Group. He represented Siemens AG in its landmark settlements of corruption matters and is currently representing a wide variety of companies and boards on transnational issues, including corruption, trade sanctions, money laundering and tax.

From October 2002 through July 2004, he served as General Counsel of the Central Intelligence Agency, and from 1979 to 1982, he served as an Assistant U.S. Attorney for the Southern District of New York.

He pioneered the use of the corporate “deferred prosecution” to resolve a federal criminal investigation and has advised numerous domestic and foreign companies, boards and board committees on matters relating to compliance, regulatory and criminal enforcement. A former Vice Chairman of the ABA’s White Collar Crime Committee, he has lectured widely and taught criminal investigations at Georgetown University Law Center as an Adjunct Professor.

Mr. Muller clerked for the Watergate Special Prosecution Force and the Honorable Francis L. Van Dusen, U.S. Court of Appeals, Third Circuit.

WORK HIGHLIGHTS

Mr. Muller has handled numerous internal investigations and has represented and advised financial and industrial companies in matters before the U.S. Department of Justice, the SEC and financial regulators in the U.S. and elsewhere.

Recent Representations

- Siemens AG, Morgan Stanley & Co. and others in corruption investigations
- Roche Holdings in criminal and civil antitrust proceedings relating to the vitamins industry
- Prudential Securities and Prudential Insurance in numerous matters relating to, among other things, the sale of over $3 billion in real estate, oil and gas and other limited partnerships
- Warner Lambert (now owned by Pfizer) in criminal investigations relating to drug marketing and environmental compliance
- Texaco in civil, criminal and derivative matters relating to a civil rights matter
- Law firms and accounting firms in accounting and professional liability matters

RECOGNITION

OF NOTE

Current Membership

• Member, American Law Institute

Past Memberships and Roles

• Vice Chairman, White Collar Crime Committee, American Bar Association
• Chairman of the Board, Center for the Community Interest
• Panelist, Practising Law Institute seminars
• Adjunct Professor, Georgetown University Law Center (taught seminars in advanced criminal process)
• Speaker on corruption-related topics
• Member, Audit Committee, National Cathedral Foundation (Washington DC)
• National Trustee, Boys and Girls Clubs of America (1998-2002) (Concord, NH)
• Member, Board of Governors, St. Albans School (Washington DC)
• Served on the Board of Trustees of St Paul's School and as Chairman of its Alumni Fund

PROFESSIONAL HISTORY

• Partner, 1985-2002; 2005-present
• Associate, Davis Polk, 1976-1978; 1982-1985
• General Counsel of the Central Intelligence Agency, 2002-2004
• Assistant U.S. Attorney for the Southern District of New York, 1979-1982
• Law Clerk, Hon. Francis L. Van Dusen, U.S. Court of Appeals, Third Circuit 1975-1976
Ms. Thomsen, who was the first woman to serve as the Director of the Division of Enforcement at the Securities and Exchange Commission, is a partner in Davis Polk’s Litigation Department and practices in the Washington DC office. Her practice concentrates in matters related to the enforcement of the federal securities laws. She has represented clients in SEC enforcement investigations and inquiries, in enforcement matters before other agencies, including the Department of Justice (various U.S. Attorneys Offices) and the Commodities Futures Trading Commission, in investigations and inquiries from self-regulatory agencies, including FINRA, and in internal investigations. These matters, which are typically non-public, have covered a broad range of securities related subject matters, including insider trading, foreign corrupt practices, financial reporting, manipulation and regulatory compliance. Her clients have included major financial institutions, regulated entities, public companies and senior executives.

Ms. Thomsen returned to Davis Polk in 2009 after 14 years of public service at the SEC. While there she held a variety of positions and ultimately served as the Director of Enforcement from 2005 through February 2009. During her tenure as the Director of Enforcement, she led the Enron investigation, the auction rate securities settlements, the stock options back dating cases and the expansion of the enforcement of the Foreign Corrupt Practice Act.

RECOGNITION

■ Chambers USA: America’s Leading Lawyers for Business
■ Legal Media Group’s Benchmark Litigation
■ The Legal 500 United States
■ Named to Ethisphere’s “100 Most Influential People in Business Ethics” in 2009
■ Named to the Wall Street Journal’s “The 50 Women to Watch” in 2005 and 2006

PROFESSIONAL HISTORY

■ Partner, Davis Polk, 2009-present
■ Counsel, Davis Polk, 1989-1995
■ Associate, Davis Polk, 1979-1983; 1985-1989
Carey R. Dunne

212 450 4158  tel
carey.dunne@davispolk.com

Mr. Dunne is the head of Davis Polk’s litigation practice and a member of the firm’s three-person Management Committee. He represents clients in a wide variety of criminal, civil and regulatory matters, including grand jury inquiries, internal investigations, enforcement actions by state and federal agencies, and complex commercial disputes. Most of the cases that he handles involve “parallel proceedings”: competing actions and investigations that must be defended simultaneously in multiple forums. His white collar criminal and regulatory matters have involved allegations of securities fraud, insider trading, foreign corrupt practices, money laundering and other financial crimes. He also has extensive experience advising companies, boards and audit committees on compliance and corporate governance issues.

He was a prosecutor in the office of Manhattan District Attorney Robert Morgenthau from 1984 through 1987. Mr. Dunne’s recent matters have included assignments in China, Korea, Pakistan, Indonesia, the Philippines, the Dominican Republic, Italy and the United Kingdom.

WORK HIGHLIGHTS
Recent Representations

- Hyundai Heavy Industries, the manufacturer of the Deepwater Horizon Oil Rig, in litigation arising out of the Gulf oil spill
- A major investment bank in the SEC’s industry-wide FCPA inquiry into the Sovereign Wealth Fund business
- A commodities-firm executive in a market manipulation investigation by the CFTC
- Freddie Mac in the Department of Justice’s investigation into mortgage-related losses
- Intesa Sanpaolo, a major European bank, in an international investigation of Iranian sanctions violations
- Nautilus Hyosung, a Korean manufacturing company, in an obstruction-of-justice investigation by the Antitrust Division of the Justice Department
- A senior executive of BAE Plc. in the Justice Department’s investigation of alleged Foreign Corrupt Practice Act violations by that company
- Marsh & McLennan in the investigations of potential conflicts in the insurance industry, as well as the $850 million settlement reached with New York Attorney General Eliot Spitzer and the New York State Insurance Department
- Credit Suisse First Boston in the multiple investigations of “analyst independence” conducted by the SEC, the Department of Justice, the New York Stock Exchange, the NASD and the fifty state securities regulators, and in connection with the obstruction of justice trials of former banker Frank Quattrone
- ImClone in the criminal, Congressional and regulatory investigations of alleged insider trading by Samuel Waksal and Martha Stewart, and a senior executive of WorldCom in the Justice Department’s investigation of accounting fraud at that company

Bar Admissions
- State of New York
- U.S. Supreme Court
- U.S. Court of Appeals, First Circuit
- U.S. Court of Appeals, Second Circuit
- U.S. Court of Appeals, Eleventh Circuit
- U.S. District Court, E.D. New York
- U.S. District Court, S.D. New York

Education
- B.A., Oberlin College, 1980
- J.D., Harvard Law School, 1984  cum laude
RECOGNITION

■ In 2008, he was presented by the Fund for Modern Courts with the John J. McCloy Award for outstanding contributions to the administration of justice in New York State.

■ In 2006, he was chosen by Chief Judge Judith S. Kaye to chair her statewide Special Commission on the Future of the New York State Courts.

Listed as a leading lawyer in several legal industry publications including:

■ Chambers USA: America’s Leading Lawyers for Business, where he is ranked in Band 1 and recognized as a “major presence in the white-collar world”

■ The Legal 500 (United States), where he is commended by clients as a “superb” lawyer who “really know[s] our business and [has] our absolute trust”

■ Legal Media Group’s Benchmark: America’s Leading Litigation Firms and Attorneys and Expert Guide to the World’s Leading White Collar Crime Lawyers


OF NOTE

Past Memberships

■ Chair, Judiciary Committee, New York City Bar
■ Vice President and Member, Executive Committee, New York City Bar
■ Chief Judge Judith Kaye’s Commission on the Future of Indigent Defense Services
■ Chief Counsel, New York State Commission on Drugs and the Courts
■ Trustee, Federal Bar Council
■ Director, Fund for Modern Courts, (chair of the Task Force on Judicial Selection)
■ Director, The Legal Aid Society, (member of the Executive Committee)
■ Director, National Center for Law and Economic Justice

PROFESSIONAL HISTORY

■ Partner, 1993-present
■ Member, Management Committee, 2005-present
■ Associate, 1987-1993
■ Prosecutor, Manhattan District Attorney’s Office, 1984-1987
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Mr. Hockett is a member of Davis Polk’s Litigation Department, practicing in the Menlo Park office. He represents clients in a broad range of complex commercial litigation matters, including antitrust and unfair competition disputes, IP litigation, securities litigation, professional malpractice matters, contract cases, and consumer class actions. He has also counseled and represented clients in connection with government investigations and the antitrust aspects of mergers and acquisitions. His clients have included well-known technology and telecommunications companies such as AT&T, Comcast, Hewlett-Packard, Intel, Microsoft, Oracle and T-Mobile. Mr. Hockett has also represented a variety of leading firms in other industries, including financial and legal services, e-commerce, media, manufacturing and health care.

Mr. Hockett is the global head of Davis Polk’s antitrust practice. He has served in the senior leadership of the ABA Section of Antitrust Law for over 15 years, and currently serves as its Vice-Chair. He will become Chair of the ABA Section of the Antitrust Law in 2013.

WORK HIGHLIGHTS

- Lead counsel in over 100 antitrust class actions in industries such as microprocessors, telecommunications, optical disk drives, memory cards, LCD-TFT displays, medical equipment and chemical manufacturing
- Lead counsel for wireless communications company in dozens of consumer class actions in more than 20 states challenging the legality of early termination fees, late fees, handset locking practices, arbitration agreements and text message pricing
- Lead counsel in more than a dozen patent lawsuits involving a variety of technologies, including computers, software, e-commerce, medical devices, optical networking and telecommunications
- Lead counsel for large software company in high profile trade secrets, copyright, interference with economic advantage and business theft case against largest competitor
- Lead antitrust counsel for several multi-billion dollar mergers
- Tried and won defense judgment in antitrust action filed to stop newspaper merger and related divestiture
- Lead counsel in a variety of securities class action and derivative claims in industries such as accounting, finance and telecommunications
- Lead counsel in defending large law firms against professional malpractice claims

RECOGNITION

Listed as a leading lawyer in several legal industry publications, including:

- Chambers USA: America’s Leading Lawyers for Business
- Legal Media Group’s Benchmark Litigation
- Woodward/White’s Best Lawyers in America
- Legalease’s *The Legal 500 United States*
- Practical Law Company’s *Cross-border Competition and Leniency Handbook*
- Daily Journal’s Top 100 Lawyers in California 2010

**OF NOTE**

- Frequent speaker on trial advocacy, competition and intellectual property issues

**Memberships**

- Vice-Chair, Section of Antitrust Law, American Bar Association, 2011-present
- Member, House of Delegates, American Bar Association, 2009-present
- Liaison, ABA Task Force on Financial Markets Regulatory Reform, 2009-2011
- Member, University of Virginia Law School Alumni Council, 2007-2010
- Member, Association of Business Trial Lawyers
- Member, Board of Directors, Bay Area Legal Aid, 1999-present

**PROFESSIONAL HISTORY**

- Partner, Davis Polk, 2008-present
- Partner, Bingham McCutchen, 1992-2008
- Associate, McCutchen Paris, 1985-1992