




GOODWIN

**SECURITIES +
SHAREHOLDER
LITIGATION**

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DEFENDING
YOUR INTERESTS.
AND YOUR
PEACE OF MIND.



In today's business environment, companies face uncertainty and obstacles at every turn. Moving your business forward means facing scrutiny from regulators, activist shareholders and opportunistic plaintiff lawyers that can lead to sensitive internal investigations and litigation.

Put simply, Goodwin helps companies like yours increase business certainty. How? By removing regulatory obstacles to corporate goals and mitigating the risk of securities litigation.

Our attorneys have an outstanding record of successfully defending against a wide array of securities litigation and enforcement actions. From multinational Fortune 100 companies and their officers and directors to individual business leaders, we protect and defend our clients' interests across a broad spectrum of industries.

What does that mean to you? We have the experience to vigorously defend your interests. Here's how.

What Goodwin Can Do For You.

We combine creativity, insight and experience to deliver greater business certainty. Our team will support you with the services and representation you need so you can more effectively manage your business. With Goodwin, you get:

- Targeted early assessment of risk utilizing fee arrangements and cost management solutions that keep you in control
 - Attorneys who excel at defending against securities class action suits, shareholder derivative claims, M+A litigation and partnership disputes
 - Extensive experience in counseling clients on disclosure, accounting and transactional issues and a proven track record of success in defending senior management and boards of directors whose decisions are being challenged
 - Deep experience in representing special committees, audit committees and boards of directors in responding to whistleblower complaints, conducting internal investigations and defending against government enforcement actions
 - A firm with an excellent track record of terminating litigation at its initial stages, avoiding the expense of lengthy discovery and trial
 - Trusted, proven advisors on corporate governance, compliance and disclosure issues
- Deep market knowledge of litigation-related trends such as rep and warranty insurance in private M+A deals, and methods of securing optimal D+O coverage
 - An understanding that value is defined by what is important to you—we tailor our approach to each unique set of needs, drawing from five essential elements: service excellence, consistent and open communication, focused teams, innovative pricing and project management

MANY MARKETS. SINGULAR PASSION.

Market volatility and stock price fluctuations. Government approvals and regulatory scrutiny. Shareholder activism. We've seen it all. Goodwin's securities litigation team provides the representation you need to protect your business, empowering you with decades of experience across a variety of scenarios and organizations, with a particular focus on the following markets:

- Financial Services + Investment Management
- Healthcare
- Life Sciences
- Private Equity + Venture Capital
- Real Estate
- Technology

OUR PORTFOLIO IS STACKED.

With an extraordinary collective reputation, we are well prepared to handle the full range of challenges facing our clients, from government inquiries to full-scale enforcement actions, criminal trials and related civil lawsuits. So, we deliver a full gamut of securities litigation services tailored to meet your specific needs, including:

- Securities class actions
- Shareholder derivative and other shareholder litigation
- Post-closing disputes
- Breach of fiduciary duty litigation
- Appraisal proceedings

- Special litigation committee and audit committee investigations
- Board of directors representation
- Risk management and mitigation
- Corporate governance counsel

UNPRECEDENTED BALANCE:

While we have resolved many securities matters quickly and quietly in advance of litigation and public scrutiny, **we are genuine trial lawyers who do not hesitate to try a case** when we—and our clients—believe it is the best approach.



READING IS BELIEVING.

You've seen our skills and our services. But the real proof is in our successes for companies like yours.

INJECTING HOPE INTO MEDICAL INNOVATION.



We successfully defeated shareholder class action litigation efforts to disrupt transaction in a \$10.4 billion merger—clearing the way for one of the largest mergers ever in the biotech industry and enabling the continued development of vital cancer treatments.

STRATEGIC DEFENSE IN THE CREDIT CRISIS BATTLE.



Goodwin has helped its clients resolve billions of dollars of claims relating to the credit crisis and mortgage-backed securities litigation. As one of just a few national firms playing a lead role in responding to and defending credit crisis litigation, a number of our client wins were resolved on motion to dismiss or summary judgment, as well as with favorable settlements for our clients.

FIRST-OF-ITS-KIND TRIAL WIN.



When a pharmaceutical client was faced with two shareholder derivative claims relating to clinical trial results and a follow-up lawsuit seeking inspection of the books and records of an internal investigation, Goodwin stepped in. We directed an investigation that ultimately rejected the derivative claims and defended a first-of-its-kind trial relating to the books and records claim, resulting in a complete victory for our client.

ON THE FOREFRONT OF EXCESSIVE FEES LITIGATION.



Our securities litigators have worked closely with our investment management team to defend a number of mutual fund companies against 36(b) claims, or so-called “excessive fee” litigation. These cases, which require an in-depth understanding of this unique industry, have hit numerous clients, and we've achieved success in many of these matters at their initial stages.

TALK TO US

Rely on a team that understands your industry, your challenges and your options. We view each securities litigation matter from a big-picture business perspective, which allows us to achieve the best bottom-line results for our clients. Let us do the same for you.

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