

An aerial photograph of Washington, D.C., featuring the U.S. Capitol building with its iconic dome in the upper center. A wide, multi-lane road, likely Constitution Avenue, runs vertically through the center of the image, lined with green trees. To the right, the red-tiled roof of a building is visible in the foreground. The background shows a hilly landscape with more greenery and distant buildings under a clear sky.

Simpson
Thacher

Washington, D.C.

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Overview

With more than 80 lawyers, our Washington, D.C. office is the only firm in the Nation's capital with a true "Wall Street" transactional practice, and offers elite antitrust and competition, regulatory enforcement investigations and national security regulatory practices.

Our lawyers work on integrated, cross-practice teams across our 11 global offices in order to put the collective strength of the entire Firm to work for our clients.

- Antitrust and Trade Regulation
- Banking and Credit
- Capital Markets
- Financial Institutions
- Funds Regulatory and Investigations
- Government and Internal Investigations
- Investment Funds
- Mergers and Acquisitions
- National Security Regulatory Practice
- Pro Bono
- Public Company Advisory Practice (PCAP)

Top Band
Rankings
in 31 categories

Chambers Global
2021

"They are our go-to firm for all complicated matters. They provide seamless service across offices, practice groups and time zones for us."

Chambers Global
quoting a client

"The Simpson Thacher team excels at bringing both world-class lawyering and careful attention to client relationships to all of their work."

The Legal 500 U.S.

Antitrust and Trade Regulation

Companies across every major industry rely on our premier practice for every aspect of their global antitrust and competition needs.

Clients appreciate our in-depth understanding of their industries and how the competition authorities operate. Our bench includes former enforcement attorneys, prosecutors and trial lawyers from the FTC and the DOJ.

Tier 1
Antitrust

Benchmark Litigation
2019-2021

Merger Control and Enforcement

Clients turn to us for our record in achieving regulatory clearances for many of the largest and most challenging mergers in history. Our cross-border team has extensive experience in obtaining antitrust clearances for hundreds of deals reviewed in the U.S., as well as in managing and coordinating merger reviews in jurisdictions across the globe. We have successfully represented clients in numerous Second Request antitrust investigations by the FTC and the DOJ.

Litigation and Investigations

Our successes in criminal and civil antitrust matters, as well as in FTC administrative proceedings, have shaped antitrust law through cutting-edge legal arguments on issues such as monopolization, price-fixing, bid-rigging, predatory pricing, tying, reverse settlement payment and group boycott claims. We also handle government investigations of suspected anti-competitive activity, including the most significant international and national cartel investigations.

Antitrust Counseling

We routinely provide clients with ongoing antitrust counseling, providing advice on antitrust concerns arising out of our clients' supply chain (*e.g.*, suppliers, customers, competitors, contracting, etc.); designing and implementing compliance programs; and proactively identifying issues and risks.

Antitrust and Trade Regulation *(continued)*

Clients turn to us for our success in achieving regulatory clearance for the largest and most complex transactions and handling high-stakes Second Request antitrust investigations.

Select Matters—Merger Clearance:

- | | |
|---|---|
| • <i>BMC Stock Holdings</i> in securing clearance for its merger with Builders FirstSource | • <i>Cypress Semiconductor</i> in its merger with Infineon Technologies AG for \$10.1 billion |
| • <i>Borg Warner Inc.</i> in obtaining multijurisdictional clearance for its \$3.3 billion acquisition of Delphi Technologies | • <i>K2M Group Holdings</i> in its \$1.4 billion sale to Stryker |
| • <i>Change Healthcare</i> in its announced \$13.8 billion acquisition by UnitedHealth Group, including in a Second Request | • <i>PPD Inc.</i> in its \$17.4 billion acquisition by Thermo Fisher Scientific Inc., including in a Second Request |
| • <i>CSL Behring</i> in its acquisition of novel late-stage gene therapy candidate for hemophilia B patients from uniQure | • <i>Siltronic AG</i> in its approximately \$5.3 billion acquisition by GlobalWafers |

Corporations and financial institutions have turned to us for many of the highest-profile antitrust litigations and investigations of recent decades.

Select Matters—Litigation and Investigations:

- Corsair* against antitrust class action claims alleging unlawful “no poach” agreements among Jackson Hewitt franchises
- Fortune 100 company* in obtaining declination in a DOJ antitrust investigation
- HCA* in defeat of plaintiffs’ motion for class certification and ultimate resolution of an antitrust suit involving wages paid to hospital nurses
- McKesson* in a class action lawsuit alleging that McKesson joined a conspiracy between drug manufacturers to fix prices and allocate customers
- Micron* in a class action lawsuit alleging that Samsung, Micron and Hynix conspired to fix prices of DRAM sold in the U.S.
- Tyson Foods* in a class action lawsuit alleging a decade-long wage-fixing conspiracy

Banking and Credit

With a widely recognized top-level practice, Simpson Thacher advises on many of the largest and most significant financing transactions in the market.

Year in and year out, we rank among the top law firms for financing. We have achieved the following rankings from *Loan Pricing Corporation* in *each of the past 10 years*:

| | |
|----------|--|
| #1 or #2 | Overall Law Firm, by Volume |
| Top 3 | Overall Law Firm, Leveraged, by Volume |
| Top 5 | Overall Law Firm, by Number of Deals |

Additionally, *Loan Pricing Corporation* has consistently ranked the Firm as a leader in both lender and borrower-side transactions in *each of the past 10 years*:

| | |
|----------|---|
| #1 or #2 | Borrower Law Firm, Leveraged, by Volume |
| Top 3 | Borrower Law Firm, by Volume |
| Top 3 | Lender Law Firm, by Volume |
| Top 5 | Lender Law Firm, Leveraged, by Volume |

Band 1
Ranking in
Banking and
Finance

Chambers USA
2007–2021

Advice across the spectrum:

- Leveraged finance
- Acquisition finance
- Bridge financing
- Investment grade finance
- Project finance
- Energy finance
- Alternative lending
- Direct lending

1,000+
transactions
in the past five years

\$1.4+ trillion
total financing volume
in the past five years

Capital Markets

With a balanced practice representing both issuers and underwriters, we enjoy premier standing in advising on offerings of equity and all types of debt.

Simpson Thacher’s unique balance of issuer and underwriter clients ensures that we are current with developments in the securities laws and in the capital markets generally.

Year in and year out, we are a global leader in capital markets transactions. Our rankings have included:

| | | |
|----------|---|-------------------------|
| #1 | U.S. / Global IPOs, representing the issuer or manager (by value or deal count), <i>Refinitiv</i> | 10 of the past 15 years |
| #1 or #2 | U.S. High Yield Corporate Bonds, representing the issuer (by value or deal count), <i>Bloomberg</i> | 8 of the past 10 years |
| #1 or #2 | Global Bonds, representing the manager (by value), <i>Bloomberg</i> | 8 of the past 10 years |
| #1 or #2 | U.S. Common Stock, representing the issuer or manager (by value), <i>Refinitiv</i> | 8 of the past 10 years |
| #1 or #2 | U.S. Investment Grade Debt, representing the manager (by value), <i>Refinitiv</i> | 7 of the past 10 years |

320+

IPOs
in the past ten years

\$235B+

in total IPO volume
in the past ten years

Tier 1 Ranking
in U.S. Capital
Markets: Debt &
Equity

The Legal 500 U.S.
2013 –2021

“They have such
deep knowledge and
experience of how the
market operates because
they see so much of the
Fortune 500.”

Chambers USA

Capital Markets *(continued)*

We have advised on some of the largest IPOs in the world:

| | |
|-------------|---|
| 2021 | Roblox – the first direct listing of 2021 |
| 2020 | Airbnb – the second largest technology IPO of 2020 |
| 2019 | Avantor* – the largest healthcare IPO in U.S. history |
| 2018 | Dropbox – the largest venture capital-backed software IPO of 2018 |
| 2017 | Invitation Homes* – the third largest U.S. IPO of 2017 |
| 2016 | LINE Corporation – the second largest technology IPO of 2016 |
| 2015 | First Data Corporation* – the largest U.S. IPO of 2015 Japan Post – the largest global IPO of 2015 |
| 2014 | Alibaba Group Holding Limited* – the second largest IPO ever |
| 2013 | Hilton Worldwide* – the second largest U.S. IPO of 2013 |
| 2012 | Facebook – the largest U.S. IPO of 2013 |
| 2011 | HCA Holdings* – the largest U.S. IPO of 2011 |
| 2007 | The Blackstone Group* – the largest U.S. IPO of 2007 |
| 2006 | MasterCard Incorporated* – the largest U.S. IPO of 2006 |
| 2004 | Google – the largest technology IPO of 2004 |

*Advised the issuer

Recent matters include:

- **Apria** in its \$172.5 million IPO
- **Bumble** in its \$2.5 billion IPO
- **Change Healthcare** in its \$640.7 million IPO
- **GFL Environmental** in its \$2.2 billion IPO
- **TaskUs** in its \$349.0 million IPO
- **ZoomInfo Technologies** in its \$1.07 billion IPO

“Frequently involved in some of the most high-profile IPOs in the market.”

Chambers Global

Capital Markets Practice Group of the Year

Law360
2014–2020

Financial Institutions

With decades of experience working with regulators and advising on many of the most prominent transactions, disputes and regulatory enforcement matters, our team offers one of the most experienced financial institutions practices in the world.

Our team advises clients spanning the financial services spectrum—including banking, insurance, brokerage, specialty finance, investment management and credit cards—on major mergers, capital raising transactions, securities litigation, investigations and regulatory matters.

Band 1 or 2
Ranking in
Financial Services
Regulation: Financial
Institutions M&A

Chambers USA
2009–2021

We provide advice on a variety of governance, regulatory and compliance needs, such as:

- Advice regarding governance frameworks, risk management and compliance controls, including heightened standards and enhanced prudential standards
- Advice regarding activity analysis and control implications, including compliance with the Volcker Rule, CFPB regulations, as well as the rules of the federal banking agencies
- Preparation for examinations and inspections and advice regarding successful resolution of examiner-identified issues
- Advice on governance matters, including support for Boards of Directors and Board committees
- Advice regarding regulatory investigations, civil investigative demands and regulatory-related litigation
- Preparation of registration statements and SEC filings for publicly-traded financial institutions and advice on current disclosure issues
- Advice regarding interest-rate exportation, federal preemption and fiduciary powers
- Preparation of applications and notices to federal and state banking agencies
- Securities class actions, antitrust class actions and consumer class actions and false advertising
- Disputes arising out of structured finance and complex financial instruments, including RMBS, CDOs and credit default swaps

Funds Regulatory and Investigations

Increased scrutiny of the funds industry requires a proactive approach in advising clients in connection with regulatory scrutiny and investor expectations.

- Drawing on the unparalleled depth and sophistication of our market-leading funds practice, attorneys in our Funds Regulatory and Investigations Practice are at the forefront of industry and regulatory developments.
- We apply our broad market coverage and regulatory expertise on a daily basis in providing sponsor and advisor clients with practical and creative solutions to complex regulatory, compliance and enforcement issues.

Our team includes:

- Attorneys with decades of experience in the funds industry
- Former senior government officials from the Securities and Exchange Commission and Department of Justice
- Former U.S. federal prosecutors
- A former PE Chief Compliance Officer

“Excellent subject matter expertise, solid inside knowledge with SEC staff, and not afraid to make risk-based analyses.”

*The Legal 500 U.S.
quoting a client*

“[V]ery prominent practitioners with impressive government experience . . . extensive strength in SEC investigations and enforcement proceedings.”

Chambers USA

Funds Regulatory and Investigations *(continued)*

We draw upon our deep experience and institutional knowledge to provide sophisticated advice to clients on a broad spectrum of critical regulatory and compliance issues.

We have extensive experience advising clients on the following:

- examinations by the SEC's Division of Examinations (previously, OCIE), where we have a dedicated team available for on-site or off-site exam preparation, streamlined exam document productions, strategic exam advice and thorough and nuanced deficiency letter response preparation
- if necessary, SEC enforcement inquiries and investigations
- advising on regulatory considerations and inquiries relating to the offering and trading of digital and crypto assets
- best practices for complying with the Investment Advisers Act's and Investment Company Act's substantive requirements
- navigating the Investment Advisers Act's contractual requirements, including identifying changes of control/assignments and counseling as to which consent procedures are most appropriate
- internal controls and disclosure obligations and best practices
- the design, implementation, monitoring and enhancement of our clients' compliance programs, including their written compliance policies and procedures, routinely working productively with other client advisors
- co-investment and affiliate transaction matters, and on eligible portfolio company determinations
- identifying areas of risk for boards and management teams to adequately protect against undue exposure or contingencies
- board and executive compensation, indemnification and D&O arrangements, as well as other personnel matters
- maintaining investment advisor registration exemptions
- advising on compliance with the newly enacted Corporate Transparency Act
- counseling in-house counsel and deal teams alike on a wide range of reputational and risk management matters
- advising on anti-money laundering, economic sanctions, export controls, anti-corruption and other compliance risks, including designing and improving relevant compliance policies, procedures and controls
- performing and advising on "Know-Your-Customer" investor diligence and other counterparty investigations and assessments
- negotiating a variety of regulatory and financial crime related contractual issues with investors, lenders, targets and other parties

Government and Internal Investigations

Multinational companies and their boards, committees, officers and directors turn to us for advice on a wide range of criminal, regulatory, congressional and other sensitive government inquiries and internal investigations.

Tier 1
White Collar

Benchmark Litigation
2019-2021

The Firm's bench includes:

- Former Chief of the DOJ Fraud Section
- Former Chief of the SEC's FCPA Unit
- Former Director of Criminal Enforcement of the DOJ, Antitrust Division
- Former Director and Acting Director of the SEC's Division of Enforcement
- Former Chief of the Securities and Commodities Fraud Task Force at the U.S. Attorney's Office for the Southern District of New York
- Former Chief of the SEC's Complex Financial Instruments Unit
- Former Director of the SEC's Division of Corporation Finance
- Former Chief Counsel and Associate Director of the SEC's Division of Trading and Markets

Our team advises clients in matters involving allegations of:

- FCPA and anti-corruption violations
- Criminal bid-rigging and price-fixing
- Securities, accounting and financial fraud
- Investment advisor fraud
- Anti-money laundering violations
- Violations of the False Claims Act and FIRREA
- Intellectual property theft, computer hacking and data breaches
- Violations of OFAC and economic sanctions
- Insurance and healthcare fraud
- Misconduct by senior executives

We also work proactively with our clients to design and implement compliance policies and procedures.

Government and Internal Investigations (*continued*)

Government and internal investigations can be a highly sensitive, time-consuming ordeal for any company.

Clients rely on our guidance in investigations by FINRA, the SEC, the CFTC, the DOJ, U.S. Attorneys' Offices, state attorneys general, district attorneys, Federal Reserve Bank, Senate Permanent Subcommittee on Investigations and other regulators throughout the world.

Representative Government and Internal Investigations Matters:

- Global financial institution in DOJ, SEC and CFTC investigations of alleged market manipulation and spoofing in derivatives markets
- Major mining consortium in South America in connection with the design and implementation of an enhanced anti-corruption program
- SEC-appointed Independent Consultant to global life sciences company, relating to FCPA internal control failures
- Leading global pharmaceutical manufacturer in FCPA investigation focused on alleged misconduct in multiple jurisdictions
- National healthcare provider in a criminal antitrust “no-poach” investigation
- Major internet platform company in a New York AG inquiry related to potential antitrust issues
- Energy trading firm in DOJ and CFTC investigations relating to alleged violations of the FCPA and Commodity Exchange Act
- Brazil-based food company in DOJ and SEC investigations of alleged product quality fraud and corruption
- Major Asian telecommunications company in SEC FCPA investigation
- Global bank in Senate, SEC and internal investigations into the bank's reporting of a financial metric

Investment Funds

Band 1
Ranking in Global
Private Equity:
Fund Formation

Chambers Global
2009–2021

The Firm’s Investment Funds Practice is global and multidisciplinary. With unmatched strength in relevant practice areas, the Firm offers top-notch integrated solutions to its investment funds clients.

From private and registered fund formation and ongoing advice for investment advisors to counseling in corporate financings, securities offerings and mergers and acquisitions, we provide superior advice in both the public and private fund arenas.

Private Funds

We have represented private funds clients for more than 40 years, serving a prominent role in developing the private funds industry and earning a unique leadership role in the sector.

We provide “one-stop shopping” with an unrivaled track record representing investment advisory firms, asset managers and other financial institutions that sponsor a range of funds, from diversified, publicly listed managers to privately owned single strategy firms, providing us a deep and unique market perspective.

| We represent sponsors and sophisticated investors in: | |
|--|---|
| • Private equity funds | • Secondary funds |
| • Hedge funds | • Energy funds |
| • Real estate funds | • Venture capital funds |
| • Infrastructure funds | • Fund-of-funds |
| • Credit funds (including mezzanine, senior loan and distressed) | • Other types of funds pursuing alternative investment strategies |

Investment Funds *(continued)*

Registered Funds

We offer a dynamic and well-established Registered Funds Practice that encompasses all aspects of the investment management business.

Our practice focuses on alternative asset managers seeking to access retail investor channels, asset management mergers and acquisitions and cutting-edge regulatory policy and strategy matters.

We counsel a range of U.S. registered open-end and closed-end funds, business development companies (BDCs), exchange-traded funds and their investment advisors and boards of directors. We also represent underwriters of securities offerings by closed-end funds and BDCs.

Nominee
Registered Funds
Law Firm of the Year
(2016-2020)

*Fund Intelligence
US Mutual Fund
Services Awards*

We advise on:

- Business development company organizational, transactional and ongoing matters for leading sponsors
- Alternative products, including registered funds of private funds, manager of managers funds and liquid alts
- Co-investment and other affiliated transactions issues
- Status questions under the Investment Company Act of 1940
- Regulatory compliance and governance matters for investment advisors, registered open-end and closed-end funds, ETFs and BDCs
- Capital markets transactions, including common and preferred stock offerings, note offerings and rights offerings
- Mergers, acquisitions and restructurings, including fund consolidations
- Leverage facilities

Mergers and Acquisitions

We consistently rank among the world's leading M&A advisors. We offer clients the skill and insight gained by representing M&A players globally in all capacities.

The Firm's Mergers and Acquisitions Practice ranks every year as one of the leaders in global transactions. Per *Bloomberg*, our rankings by value have included:

| | | |
|----------|---|---------------------------|
| #1 or #2 | Global Private Equity | 12 of the past 15 years |
| Top 5 | U.S. Announced Deals | 11 of the past 15 years |
| Top 5 | U.S. Announced Deals, Counsel to Principals | 11 of the past 15 years |
| Top 10 | Global Announced Deals | each of the past 10 years |

870

announced deals
in the past five years

\$1.7+ trillion

in aggregate value
in the past five years

Band 1
Ranking in
Corporate/M&A:
The Elite

Chambers USA
2007–2021

“They are excellent in every respect. It is one of the best firms I have dealt with [...] just an absolute premier M&A firm.”

Chambers USA
quoting a client

Mergers and Acquisitions *(continued)*

Our M&A lawyers have a proven track record and depth of experience advising on complex and sophisticated M&A transactions across a wide range of industries. We are skilled negotiators and are adept at understanding the needs of all parties, devising creative solutions and helping parties reach agreement across the table.

By being at the forefront of deal-making and corporate activity, we are able to provide our clients with insight into the most current trends and developments and assist them in achieving their goals in the most commercial, effective way.

M&A
Practice Group
of the Year

Law360
4 of the last 6 years

Representative M&A Matters:

- *Dell* in its \$67 billion acquisition of *EMC*, the largest ever technology acquisition, and its spin-off of its 81% equity interest in *VMware, Inc.*
- *Refinitiv* in its \$27 billion acquisition by the *London Stock Exchange Group*
- *Microsoft* in its \$26.2 billion acquisition of *LinkedIn*, its proposed \$19.7 billion acquisition of *Nuance*, its \$8.5 billion acquisition of *Skype*, its \$7.5 billion acquisition of *GitHub* and its \$7.5 billion acquisition of *ZeniMax Media*
- Legal counsel on the \$22 billion merger of *Kronos Incorporated* and *Ultimate Software*
- *Change Healthcare* in its proposed acquisition by *UnitedHealth Group* in a transaction valued at approximately \$13.8 billion
- De-SPAC mergers/business combinations, including representation of:
 - *Paysafe* in its \$9.0 billion business combination with *Foley Trasimene Acquisition Corp. II*
 - *EJF Acquisition Corp.* in its proposed \$8.5 billion business combination with *Pagaya Technologies*
 - *Supernova Partners Acquisition Company* in its \$3.0 billion business combination with *Offerpad*
 - *Finance of America Companies* in its \$1.9 billion business combination with *Replay Acquisition Corp.*

National Security Regulatory Practice

Multinational corporations, state-owned enterprises and investment funds routinely rely on our practice for their most significant cross-border investments and transactions. We help clients navigate national security reviews before the Committee on Foreign Investment in the United States (CFIUS) and equivalent foreign direct investment (FDI) regimes worldwide.

“Top of the class—the highest quality in terms of execution and advice.”

*Chambers USA
quoting a client*

Our clients often engage in acquisitions and investments that touch numerous jurisdictions around the world. Our team has developed a framework to perform multijurisdictional analyses, working with local counsel where appropriate, to provide a holistic view of the national security regulatory landscape for a transaction.

Representative CFIUS and Global FDI Matters:

- *ChemChina* in successfully obtaining CFIUS clearance of its \$43 billion acquisition of *Syngenta AG*, the largest proposed outbound investment by a Chinese company
- *Microsoft* in worldwide FDI and regulatory approvals for its announced \$19.7 billion acquisition of *Nuance Communications*
- *Cypress Semiconductor* in securing CFIUS approval of its merger with *Infineon Technologies* for \$10.1 billion
- *Refinitiv* in obtaining CFIUS and global FDI clearances regarding its acquisition by the *London Stock Exchange Group* for \$27 billion
- *Hellman & Friedman* in achieving CFIUS clearance of its acquisition of *Ultimate Software* for \$11 billion
- *Blackstone* in securing CFIUS and global FDI clearances with respect to its acquisition of *Ancestry* for \$4.7 billion
- *Tyco* in securing CFIUS approval of its \$36 billion merger with *Johnson Controls*
- *Sprint* in obtaining CFIUS approval of Sprint’s merger with *T-Mobile* for \$59 billion
- *Melrose Industries plc* in securing CFIUS and global FDI approvals in connection with its successful unsolicited £8 billion takeover of aerospace and automotive giant *GKN plc*
- An investor consortium including *Blackstone*, *Carlyle* and *Hellman & Friedman* in securing global FDI clearances for its majority investment in *Medline Industries* for \$34 billion

National Security Regulatory Practice *(continued)*

We provide OFAC- and AML-related guidance to major financial institutions and multinational corporations with respect to some of the largest capital markets, credit and M&A transactions every year.

Clients regularly turn to us to assess regulatory risk and to conduct sensitive investigations with national security and financial crime implications. While our roles in these matters are often not public, clients have engaged us on a number of high-profile matters.

“[Simpson Thacher] has strong experience involving the Office of Foreign Assets Control (OFAC) [...that] enables us to make informed risk-based decisions in relation to OFAC matters. No doubt, one of the top firms in this area.”

*The Legal 500
quoting a client*

Representative OFAC and AML-Related Matters:

- Consortiums of the world’s leading financial institutions regarding regulatory diligence performed in connection with numerous IPOs and other capital markets transactions for major brand names, including:
 - Leading online vacation rental platform
 - Major oil and gas exploration companies
 - Aerospace and defense contractors
 - Premier hotel chain
 - Global provider of medical-grade nuclear isotopes
- Leading global funds and international investment advisors on funds-related OFAC, AML, export control matters and related international regulatory and national security matters
- One of the largest food producers in the world in connection with an internal review of the company’s transaction history with sanctioned persons and countries, and the development of a comprehensive economic sanctions compliance program
- Acquirers of companies (such as private equity sponsors, Fortune 100 companies and others) in connection with complex acquisitions involving targets with potential exposure to economic sanctions, export control or other international trade laws and regulations
- Cyber-insurance providers regarding OFAC and AML implications of facilitating ransomware payments
- A leading semiconductor testing and packaging provider regarding U.S. regulatory implications of commercial dealings with Huawei
- Global shipping vessel operators with respect to port calls involving Venezuela, Cuba and Iran, and resolving issues resulting from sanctioned counterparties
- A global financial institution in a high-stakes money-laundering and FCPA multi-agency investigation coming out of Latin America
- Major Chinese companies navigating the recent Executive Orders targeting Chinese Communist Military Companies
- Charities and major grant making organizations on OFAC, AML, FCPA and related national security and international regulatory matters

Pro Bono

Commitment to public service and pro bono legal work is engrained in Simpson Thacher's culture and values.

For decades, we have made significant contributions to legal service programs, government and not-for-profit groups across the country and in Washington, D.C. We approach our pro bono projects with the same commitment to excellence as we do all of our work, and we credit our attorneys' hours contributed to these matters equally with hours spent on engagements for paying clients.

Select Pro Bono Representations:

- Secured landmark consent decree with ACLU in unconstitutional policing lawsuit
- Successfully represented, along with co-counsel from the Catholic Legal Immigration Network, a mother and her child before the U.S. Court of Appeals for the Fourth Circuit, vacating a decision from the Board of Immigration Appeals ordering they be removed from the U.S.
- Together with NCIP, won client's freedom and overturned wrongful murder conviction after 18 years
- Won compassionate release under the First Step Act for a pro bono client with significant spinal issues
- Teaming with the Southern Coalition for Social Justice to challenge an unjust North Carolina law criminalizing voting
- Hosted a virtual call center for Election Protection, the nation's largest non-partisan voter protection coalition
- Representing two documentary film organizations in suit challenging U.S. rule requiring visa applicants to disclose social media handles
- Appeared before the U.S. Court of Appeals for the Federal Circuit to argue that the VA's five-year delay in deciding a disabled veteran's administrative appeal amounts to statutory unreasonable delay and a violation of due process

Pro Bono Firm
of the Year

Benchmark Litigation 2020

Pro bono matters include:

- Civil and human rights
- Death-penalty defense
- Housing and homelessness
- Immigration and representation of undocumented children
- Nonprofit corporate and tax
- Services to veterans
- Voting rights and election law

"Pro Bono
Hot List"

*The National Law
Journal 2020*

Public Company Advisory Practice (PCAP)

With unique, in-depth experience counseling public company clients in the important matters that they face, our attorneys serve as the “right-hand” counterpart to clients’ in-house legal groups.

We leverage our attorneys’ knowledge of the latest market trends and developments and public company best practices to deliver superior legal advice in a prompt and cost-effective manner.

“The Simpson
Thacher team is strong
in addressing and
solving complex and
significant securities and
corporate issues.”

*Chambers USA
quoting a client*

Clients seek our advice in facing ever-increasing challenges with respect to:

- | | | |
|--|---------------------------------|------------------------------|
| • Exchange Act reporting | • Corporate governance | • Regulation FD |
| • Disclosure issues | • Director independence | • Insider trading |
| • Proxy statement review | • Stock exchange rules | • Rule 144 |
| • Shareholder proposals | • Auditor independence | • Schedule 13D/13G |
| • Executive compensation disclosure | • Sarbanes-Oxley and Dodd-Frank | • Rule 10b-5 trading plans |
| • Employee-related securities laws matters | • SEC/stock exchange inquiries | • SEC comment letter process |

What Others Say

Simpson Thacher is consistently recognized as “top tier.”

- “They’re the hardest-working, smartest, most practical and most responsive attorneys; top to bottom, I think it’s the best firm in the world.” – *Chambers USA, quoting a client*
- “Simpson really lives up to its reputation as one of the preeminent firms in the U.S.” – *Chambers USA*
- “Applauded for its ‘commercial approach,’ ‘in-depth knowledge of complex matters’ and its ability to ‘retain sight of the big picture.’” – *The Legal 500, quoting a client*
- Clients agree that “you go to Simpson Thacher because you want experts who have a global reputation.” – *Chambers USA, quoting a client*
- “‘Uniformly excellent in all respects,’ Simpson Thacher & Bartlett LLP acts for household-name companies from various industries.” – *The Legal 500 U.S.*
- “A blue-ribbon bench.” – *Benchmark Litigation, quoting a client*
- “Top of the class – the highest quality in terms of execution and advice.” – *Chambers USA, quoting a client*
- “[Simpson Thacher] has the brightest and most talented team around.” – *The Legal 500 U.S., quoting a client*
- “They are very smart and extraordinarily hard working.” – *Chambers USA, quoting a client*
- “They think outside the box and are willing to explore creative approaches to legal situations.” – *Chambers USA, quoting a client*
- “They are among the best if not the best. They are clearly thought leaders in the funds practice.” – *Chambers Global, quoting a client*
- “They’re a delight to work with, and their skills are at the highest level.” – *Chambers USA, quoting a peer*

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