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RELATED PRACTICES

Evaluation of Regulatory Risk
Lawyers and Ethics Compliance
Operational Advice
Regulation and Compliance
Securities Enforcement, Internal and Government Investigations and Criminal Defense
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Trading/Ethical Policies and Compliance

Corporate Governance

Companies, senior management and boards of directors regularly seek RK&O's advice in managing the elaborate web of rules, regulatory expectations and best practice standards that affect corporate governance today.

Our clients rely on RK&O to assist in both the development of risk-based strategies for anticipating potential corporate governance issues, and the implementation of effective procedures and controls to mitigate governance-related risk. Our market-specific expertise enables our clients to monitor and respond to business issues before they become compliance problems or regulatory matters.

Where compliance issues are identified, we counsel corporate boards and senior management on how to respond effectively to ensure that they are adequately discharging their responsibilities to the company and its stakeholders. Whether the response entails conducting an internal investigation, communicating with relevant regulators and law enforcement authorities, commencing civil litigation or taking internal disciplinary action, we provide solutions for minimizing legal, regulatory and reputational risks.

Our governance advice to clients is further informed by our experience working with government actors to resolve particularly complex and novel issues. The government and the courts in fact have turned to senior RK&O lawyers to serve as corporate monitors, compliance counsel, receivers and trustees in a number of high profile matters, including serving as the Independent Examiner for Computer Associates International, Inc. and Receiver for Bernard L. Madoff Investment Securities LLC.

RK&O's corporate governance practice is closely connected to our Securities Enforcement, Internal and Government Investigations and Criminal Defense practice.

PUBLICATIONS

"Ninth Circuit's Reversal of Evidence Exclusion in Broadcom Case Does Not Alter Lessons Learned Regarding *Upjohn* Warnings" by Shari Brandt and James Walker

"Issuing a Proper *Upjohn* Warning Will Not Cure Multiple Representation Conflicts" by James Walker and Shari Brandt

"Can an *Upjohn* Warning Avoid Representational Ambiguity?" by Shari Brandt and James Walker

PRESENTATIONS

James Walker presents "Corporate Governance: Legal Implications of Working with Boards," a webinar sponsored by National Constitution Center

CORPORATE GOVERNANCE (Cont.)

RK&O partners participate in the panel discussion "Receiving Information, Managing Risk, and Preserving Liquidity: Strategies for the Current Regulatory Landscape" at the Financial Services General Counsel Luncheon in San Francisco

James Walker participates in the PLI "Hot Issues in Executive Compensation 2011" seminar

RK&O partners present "Receiving Information, Managing Risk and Preserving Liquidity: Strategies for the Current Regulatory Landscape" at the Alternative Asset Management General Counsel Luncheon in New York City

William Barry moderates DC Bar panel discussion titled "Hot Topics in Corporate Internal Investigations"

James Walker presents "What Board Members Need to Know About the Scope of Director Duties to Creditors of Financially Distressed Corporations - Making Sense of the Split in Authority Among U.S. Courts, and How it Affects You."

James Walker participates as a Panelist at the Aon Large Law Firm Symposium

NEWS & ANNOUNCEMENTS

Eva Marie Carney quoted in *Hedge Fund Law Report* article "Dual-Hatting: Benefits, Challenges and Recommendations for Persons Simultaneously Serving as General Counsel and Chief Compliance Officer of a Hedge Fund Manager"

Craig Newman quoted in *The Wrap* article "For Rupert Murdoch, Parliament Report Could Spur U.S. Legal Woes"

Shari Brandt quoted in *Investor's Business Daily* article "Best Buy Botched CEO Exit News But Shined in Probe"

Richards Kibbe & Orbe LLP names Jeffrey Lehtman a partner and Catherine Turgeon and Ryan Jackson counsel

MaryJeanette Dee and James Walker appear in *Super Lawyers - Corporate Counsel Edition*

Lee Richards and Michael Mann recognized in the 2011 edition of *The Best Lawyers in America*