

Jay Clayton

Select Engagements 2000-2017

Corporate Governance, Regulatory Matters and Investigations

- Ally Financial in connection with the \$25 billion mortgage origination and servicing settlement with the DOJ, HUD and state attorneys general
- Eni and subsidiaries in connection with an FCPA investigation by the SEC and DOJ
- A financial institution in connection with a civil investigation of its ECN currency facility by the Federal Reserve Bank of New York
- A financial institution in connection with the settlement of mortgage related securities claims with the FHFA
- A financial institution in connection with the settlement of mortgage related claims with the DOJ, HUD and FHFA
- A financial institution in connection with a regulatory review of transactions in government securities
- An investment manager in connection with a regulatory review of various credit market transactions
- A group of financial institutions in connection with their challenge to MBIA's restructuring
- The "Group of 100" general counsels of leading UK companies in connection with establishing audit protocols with the PCAOB
- A financial institution in connection with various issues arising from its employees' membership on the boards of public and private companies

Mergers & Acquisitions and Strategic Transactions

- Barclays Capital in connection with its purchase of assets of Lehman Brothers out of bankruptcy
- Goldman Sachs in connection with the investment of \$5 billion by Berkshire Hathaway and the U.S. Treasury's TARP Investment
- Bear Stearns in connection with the sale of Bear Stearns to JPMorgan Chase and related matters
- An ownership group for the Atlanta Hawks NBA franchise in connection with the purchase and later sale of the franchise
- Ally Financial Inc. in the \$4.2 billion sale of its operations in Europe and Latin America to General Motors (GM), as well as in the \$4.1 billion sale of its Canadian auto finance business to the Royal Bank of Canada (RBC) and in the sale of its Mexican insurance business (ABA Seguros) to ACE Group
- TeliaSonera in connection with various transactions involving its Eurasian subsidiaries, including Turkcell and Megafon.
- British Airways in its merger with Iberia and the formation of International Airlines Group and various other transactions
- Goldman Sachs and affiliated funds in connection with various acquisitions and investments in companies involved in financial services, banking, telecom and other industries
- Michael Krasny (founder) in the \$7.2 billion sale of CDW
- Castleon Commodities in its acquisition of Morgan Stanley's global oil merchants business; and a consortium of investors in connection with the acquisition of Castleon from Louis Dreyfus and Highbridge
- Altor Equity Partners in connection with various acquisitions and financing transactions

Capital Markets Transactions

- Initial public offering of Moelis & Co LLC and secondary offering
- Initial public offering of Ally Financial
- Initial public offering of Alibaba Group
- Initial public offering of Oaktree Capital Group
- Initial public offering of Och-Ziff
- \$1 billion 144A equity offering by Oaktree Capital (the first issuer to use the “GSTRUE”/“Portal Alliance” trading procedures)
- Initial public offering by Blackhawk Network Holdings
- Initial public offering and multiple public and private offerings of equity, preferred and debt securities of Capital Product Partners L.P. and other shipping companies
- Offerings of common stock in Ally Financial by the U.S. Treasury as well as related repurchases of preferred securities
- Public offering of \$6.0 billion of common stock and mandatory convertible preferred stock by Lehman Brothers
- Public and private offerings of \$1.5 billion in equity and equity-linked securities of AMBAC