

FCPA & Anti-Corruption

Sullivan & Cromwell is a leader in advising clients around the world on issues arising under the U.S. Foreign Corrupt Practice Act (FCPA) and related international laws. S&C's team includes former Assistant United States Attorneys and other lawyers with extensive experience in FCPA and related matters.

Given the Firm's geographic reach and the breadth of its practice, S&C is uniquely positioned to address the geographic and industry-specific challenges inherent in anti-corruption matters. S&C lawyers synthesize data from a variety of jurisdictions to assist clients in implementing robust compliance programs and responding to alleged compliance breaches. The Firm's integrated network of 13 offices located in financial capitals around the world, along with its diverse language capabilities, allows its team of lawyers to collaborate efficiently with clients and regulators across borders and practices.

The Firm's history and experience with FCPA matters has involved some of the most significant investigations, including obtaining the first deferred prosecution agreement ever offered by the U.S. Securities and Exchange Commission. The Firm has also resolved multijurisdictional investigations and secured numerous declinations on behalf of a number of major, international clients.

S&C's team routinely assists clients in all aspects of FCPA and anti-corruption matters, including:

Investigations

- Conducting robust internal investigations into possible FCPA violations around the world
- Representing companies and individuals—based both within and outside the United States—in investigations by the Department of Justice and the Securities and Exchange Commission

Transactions

- Advising principals, financial advisers and underwriters on FCPA and anti-corruption issues and compliance enhancements in connection with mergers and acquisitions and corporate finance transactions
- Leading due diligence efforts and vetting relating to FCPA and anti-corruption issues for M&A or other transactions
- Advising companies in the midst of FCPA investigations on potential corporate transactions, including divestitures or acquisitions
- Drafting anti-bribery contractual provisions for, among others, M&A, shareholder, supplier and other third-party agreements

Compliance & Training

PRACTICES & CAPABILITIES

Litigation

Antitrust

Bankruptcy Litigation

Commodities, Futures & Derivatives

Congressional Investigations

Corporate Culture, Workplace Investigations & Whistleblower Litigation

Corporate Governance Litigation

Criminal Defense & Investigations

Environmental Litigation

European Competition

FCPA & Anti-Corruption

Financial Services Investigations & Litigation

Intellectual Property & Technology Litigation

International Arbitration and Global Dispute Resolution

Labor & Employment

Products Liability & Mass Torts

Securities & Commodities Investigations Practice

Securities Litigation

Supreme Court and Appellate

Latin America Dispute Resolution

PRACTICE CONTACTS

Nicolas Bourtin

New York

- Conducting reviews of companies' worldwide anti-bribery compliance
- Designing and advising on the implementation of compliance policies and programs

Foreign Corrupt Practices Act Clearinghouse

S&C and Stanford Law School have launched the Foreign Corrupt Practices Act Clearinghouse, a public database that aggregates and curates source documents and provides analytic tools relating to enforcement.

SELECTED REPRESENTATIONS

S&C has represented clients in major FCPA-related investigations and advised on FCPA compliance programs across a broad range of industries.

Energy

- Tenaris in resolving multi-year investigations by the Department of Justice and the Securities and Exchange Commission, which concluded in June 2022 when the DOJ closed its investigation without taking any action and the company resolved the matter with the SEC without admitting or denying wrongdoing.
- ENI S.p.A. in two high-profile FCPA investigations related to its oil and gas businesses in Africa, both of which the DOJ closed without taking any enforcement action, and in resolving related SEC investigations.
- The former CEO of SBM Offshore in criminal investigations in the United States, Brazil and the Netherlands related to alleged corruption in Brazil, Angola, Equatorial Guinea and other countries.
- Statoil ASA (now Equinor) in investigations by the SEC, DOJ and U.S. Attorney's Office for the Southern District of New York of the agencies' charges that payments made by Statoil violated the FCPA.
- Current and former employees of Rolls-Royce in DOJ and Serious Fraud Office investigations of corruption in the use of intermediaries in Rolls-Royce's energy business.

Automotive and Aviation

- Dallas Airmotive Inc., an aviation services company, in resolving an FCPA investigation and negotiating a substantially discounted monetary penalty.
- A multinational automotive company in securing declinations in SEC and DOJ investigations.

Mining

- Kinross Gold Corp., a Toronto-based gold mining company, in its

NEW YORK

T. +1-212-558-3920
F. +1-212-558-3588
bourtinn@sullcrom.com

Laura Kabler Oswell

Palo Alto
T. +1-650-461-5600
F. +1-650-461-5700
oswell@sullcrom.com

Aisling O'Shea

Washington, D.C.
T. +1-202-956-7500
F. +1-202-293-6330
osheaa@sullcrom.com

favorable settlement with the SEC stemming from an FCPA investigation arising from the company's activities in West Africa, and in a parallel investigation by the DOJ, which closed its investigation and declined to pursue charges.

- An Australian mining company in a DOJ investigation related to a joint venture.
- A global mining company regarding the design of an FCPA compliance program.

Financial Institutions and Insurance

- Goldman Sachs as lead counsel in reaching coordinated resolutions in multiple criminal and regulatory investigations in jurisdictions around the world relating to an alleged multi-billion dollar money laundering and corruption scheme involving the Malaysia sovereign development company, 1MDB, and senior public officials in Malaysia and the United Arab Emirates, including a deferred prosecution agreement with the DOJ and resolutions with the government of Malaysia, the SEC, Federal Reserve, New York DFS, and regulators in the UK, Hong Kong and Singapore.
- A major non-U.S. financial institution in U.S. authorities' long-running investigation into hiring practices in Asia.
- A U.S.-headquartered insurance company in conducting an investigation of a potential FCPA violation by the company's Mexican subsidiary.
- A major U.S. insurance company in connection with a violation of the FCPA by an employee.

Industrial and Manufacturing

- A global engineering and contracting company concerning a corruption investigation in the Middle East.
- The former CEO of the Brazilian subsidiary of an international offshore construction company in connection with criminal investigations in the United States, Brazil and Singapore related to the Brazilian authorities' "Operation Car Wash."
- A lawyer formerly employed in the legal department of a U.S. manufacturing company in an FCPA investigation.

Technology and Electronics

- A major engineering and electronics conglomerate in entering into a settlement with the SEC to resolve FCPA charges relating to conduct by a former employee.
- A technology company in conducting an internal investigation and finding that no reporting was required.
- An African e-commerce company in connection with an internal investigation and advising on its compliance program and internal controls.

Healthcare

- A pharmaceutical company in securing a declination from the DOJ in an investigation relating to activities involving an Asian subsidiary.
- Philips in an investigation of allegations that employees made improper payments to officials at government-run healthcare facilities in Poland.