

SULLIVAN & CROMWELL LLP

Lawyers



Tracey E. Russell

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Ms. Russell is special counsel in the Firm's General Practice Group. Ms. Russell regularly advises Firm clients in respect of Federal and State broker-dealer regulatory matters and applicable self-regulatory organization (SRO) matters. She advises clients on, among other things, Securities and Exchange Commission (SEC) financial responsibility rules, foreign broker-dealer/cross-border requirements, books and records requirements, general broker-dealer registration (and SRO membership), and material change in business operations and change in ownership/control requirements, dealer/trader/finder issues, fee payment/splitting issues, underwriting issues (FINRA corporate financing and conflicts of interest, fixed price offering, and new issues/IPO allocation/spinning requirements), and compliance with FINRA rules, including research requirements, sales literature issues, and trading issues (including short-sale and front running requirements). Ms. Russell works with the Firm's clients in the FINRA Corporate Financing approval process, interfacing with the Corporate Finance staff, and providing advice with respect to FINRA's Corporate Financing rules as a general matter. Ms. Russell has helped obtain FINRA clearance on numerous public offerings. Ms. Russell also helps Firm clients navigate through state "Blue Sky" securities and insurance laws, assisting in registration and notice submissions and interfacing with state regulators on the registration or exemption process, having obtained exemptive relief or approval in numerous securities issuances. In addition, Ms. Russell advises the Firm's litigation and financial institutions group in regulatory exams and investigations and provides guidance on collateral consequences in connection with regulatory and criminal matters.

Prior to joining S&C, Ms. Russell was senior counsel in FINRA's Enforcement Group and worked previously with a large firm in that firm's securities enforcement practice group representing large financial institutions in regulatory exams and investigations.

PRACTICES & CAPABILITIES

General Practice

Capital Markets

Financial Services

Broker-Dealer

EDUCATION

**2001, Brooklyn Law School,
J.D.**

**1997, New York University,
B.A.**

BAR ADMISSIONS

New York