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FCPA/Anti-Corruption

Over the years, Steptoe has counseled many companies—US and foreign, their foreign affiliates, and individuals—on the scope, meaning, and application of the FCPA and other anti-corruption laws, involving a wide spectrum of countries and issues. Our practice includes both preventive advice and counseling and investigations and enforcement work. Our practice is worldwide, and includes extensive experience dealing with trade and investment transactions in emerging markets, particularly in Latin America, China, West Africa, Southeast Asia, the Middle East, and the former Soviet Union, which often involve government or quasi-governmental participation.

In serving our clients' needs in the anti-corruption area, Steptoe draws on the resources of our lawyers in both our International Regulatory & Compliance and White-Collar Criminal Defense groups. In addition to their extensive experience in private practice, our lawyers' governmental experience includes service in the Department of Justice, the staff of the Securities and Exchange Commission, and the Permanent Subcommittee on Investigations of the US Congress. In addition to our counseling practice, we represent companies before the Department of Justice, SEC, World Bank Board, and other bodies, and have performed special board committee investigations and internal investigations for companies, boards of directors, audit committees, and special litigation committees. Our European offices also provide important insight (for example, on EU data protection laws and UK anti-corruption and anti-money laundering laws) and support.

Our European and Asian offices also provide important regional insight (for example, on EU data protection laws and UK money laundering laws) and support.

Steptoe lawyers litigated the *Kay* case, one of the leading decisions to construe the FCPA's scope. We have also been involved and are currently involved in a number of recent FCPA investigations and enforcement actions involving the Middle East, Latin America, Russia and Eastern Europe, Africa, and Asia. We have also been in the forefront of World Bank investigations and sanctions proceedings, and have experience with parallel proceedings in multiple jurisdictions.

Steptoe lawyers have held and hold leadership positions in Transparency International and in ABA committees on corruption and money laundering, have testified before the US Congress on anticorruption issues, and served on US delegations to the OECD and OSCE on corruption issues. They write and speak extensively on cutting-edge issues under the FCPA and related international laws.

FCPA/Anti-Corruption

For a number of years, lawyers in our practice have consistently received the highest ranking in Chambers USA and Chambers Global.

The services of Steptoe's FCPA/Anti-Corruption Team includes the following:

- **Compliance:** Providing global anti-corruption compliance program development and implementation, including risk assessment, drafts of policies and procedures, training, benchmarking, and advice regarding best practices
- **Third Parties:** Counseling with respect to the scope and extent of due diligence, risk mitigation, and audits on partners, consultants, representatives, and other third parties
- **M&A:** Counseling on appropriate due diligence and risk mitigation measures, and representation of buyers and sellers in M&A transactions
- **Joint Ventures:** Advising on and conducting due diligence, safeguards and other mitigation measures
- **Foreign Operations:** Counseling and strategic support on foreign operational issues, including solicitation, local law prohibitions, and government payments
- **Opinions and Reviews:** Providing legal opinions, business review letters, and regulatory guidance on specific corporate transactions, offset requirements, and third-party agency arrangements, and representation under opinion procedure releases
- **Voluntary Disclosures:** Counseling and representation on voluntary disclosures to the US and other authorities. Advise on collateral regulatory regimes pertaining to marketing activities, sales commissions, corporate governance (Sarbanes-Oxley/whistleblowers/Dodd-Frank), anti-money laundering laws and regulations, tax issues, and political contributions
- **Related Laws:** Representation in Justice Department, SEC enforcement proceedings and investigations as well as collateral proceedings involving the US Congress, and other US agencies
- **Local Laws:** Identifying and supervising counsel in foreign jurisdictions to obtain opinions on local law regarding gratuities provided to government officials and coordinate integrated advice on FCPA and local law issues

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- **Collateral Disputes:** Assisting clients in resolving local disputes, arbitration, and litigation arising from FCPA compliance requirements and shareholder derivative complaints
- **World Bank Debarment Process:** Counseling and representation in World Bank and other international financial institution investigations, sanctions proceedings, cross-debarment matters, and voluntary disclosures.

Understanding local law is an increasingly important element in any effective global anti-corruption program. Steptoe has created the International Law Guides to meet this challenge. The Guides offer web-accessible compliance reports that provide corporate subscribers and their employees with detailed information on local anti-corruption laws around the globe. Currently 50 countries are included.

A second tool will launch in 2012 to provide information on laws affecting the hiring, retention, and termination of sales representatives in countries around the world. Each country guide is developed by an attorney in the local jurisdiction, is updated each year and is carefully vetted for clarity and scope.

Industries

- Aviation and transportation
- Chemicals
- Computer hardware and software
- Consulting and other professional services
- Defense
- Energy
- Engineering
- Extractive, includes oil and gas, mining, and related services
- Financial services, including private equity, hedge funds and insurance
- Hospitals and healthcare
- Manufacturing
- Pharmaceutical

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- Telecommunications services and equipment
- Retail industries

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