

Our multidisciplinary team provides high-level counseling on the FCPA and other anti-corruption, anti-bribery, and economic sanction measures. We advise on the full spectrum of FCPA issues, including ensuring that deal due diligence flags FCPA issues; implementing and training employees on comprehensive compliance programs that reflect best practices; and investigating and defending FCPA issues that arise despite best efforts.

Dykema's team draws from diverse experience and includes a former chief compliance officer for a publicly traded global healthcare company, former federal prosecutors who have investigated and charged FCPA cases and led anti-corruption units at USAOs, former in-house counsel at a Fortune 20 company, and defense counsel with decades of experience in the FCPA space. Our team has developed and presented compliance programs and presentations to large companies and has drafted compliance materials relating to the FCPA and other international regulations, such as the anti-boycott provision.

## **Deal Due Diligence**

Every deal should include due diligence on FCPA, anti-corruption, and anti-bribery risks. Our team has experience providing guidance on FCPA exposure, mitigation, compliance, and remediation in a variety of industries. We have led investigations and counseled clients in several sectors during pre-transactional due diligence to identify FCPA exposure and mitigate risks using reps and warranties and contractual provisions such as indemnification clauses. We have also advised clients about the FCPA implications of expansion into international markets.

Examples of representative matters include:

- Represented a bank, as administrative agent and lender, in connection with the financing of two loans totaling \$100 million secured by multifamily residential properties in New York owned by corporate affiliates of a Chinese entity, including pre-transactional anti-corruption due diligence and an internal investigation.
- Represented a U.S.-owned for-profit medical university located in the West Indies in connection with the sale of majority interest of the company, including an extensive internal investigation focused on FCPA and anti-corruption issues.

## **Compliance Policy Development, Implementation, and Training**

Every company that engages in international transactions needs a practical and effective compliance program tailored to the company's business. Dykema helps clients develop efficient and cost-effective compliance and training programs focused on implementing pragmatic approaches to address their specific needs. Dykema's programs are designed with government regulators in mind – they not only create a culture of compliance designed to prevent issues from arising but also provide vital defenses that can significantly reduce financial penalties in the event an employee or third-party acts outside a company's advice. Dykema's programs also help attract and preserve investor capital by meeting regulatory requirements.

By way of example, Dykema:

- Advises and drafts compliance materials for our clients, including codes of conduct, FCPA compliance manuals and policies, procedures for responding to search warrants and grand jury subpoenas, and internal investigation guidelines, including guidelines on responding to whistleblower claims.
- Counsels clients on addressing hotline complaints and whistleblower anti-retaliation policies.

### FCPA Enforcement and Internal Investigations

Companies must expect the unexpected, and when the unexpected happens, Dykema's team is prepared to respond. We conduct internal investigations designed to gather all relevant evidence while reducing the risks of privilege waiver, spoliation of evidence, and whistleblower claims. Dykema's internal investigations are not one size fits all – they are tailored to the needs of the individual client and situation and are designed to reach an answer in the most cost-effective and efficient way possible, given the circumstances and end goals of the investigation.

Examples of representative matters include:

- Represented a U.S.-listed foreign telecommunications company in internal investigations in connection with a foreign law enforcement agency investigation, including assessment of FCPA risks under U.S. law associated with remuneration packages and executive compensation.
- Represented individuals in connection with the international soccer FIFA investigations.
- Represented a foreign government official in an FCPA grand jury investigation.

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