

**quinn emanuel trial lawyers**  
quinn emanuel urquhart & sullivan, llp

## **Representative Securities Class Action Matters**

- We represented **Charles Schwab & Co.** and its related entities in two class actions related to two popular mutual funds that suffered substantial losses during the credit crisis of 2007-2008. Plaintiffs claimed that Schwab had violated a broad variety of state and federal securities and unfair competition statutes, and also alleged common law claims. We filed motions to dismiss the class actions and achieved dismissals with prejudice for both.
- We represented internet advertising firm **Betawave** in a securities class action brought by private equity firm Sunrise Equity Partners. Claims arose from the PIPE transaction which took Betawave public. Plaintiffs first filed in federal court, but we convinced Plaintiffs to voluntarily dismiss. Sunrise re-filed in federal court and Justice Kornreich granted Betawave's motion to dismiss with prejudice.
- The firm defeated a preliminary injunction motion in California Superior Court on behalf of **Johnson & Johnson**, an internationally leading manufacturer of health care products. The motion sought to block Johnson & Johnson's \$1.4 billion acquisition of Conor Medsystems, alleging that the proxy statement provided to Conor Medsystems' shareholders omitted material information regarding the transaction. Due to the imminency of the transaction, briefing was conducted on an expedited schedule. Plaintiff filed its motion on a Friday evening, with Quinn Emanuel filing Johnson & Johnson's opposition the following Monday morning. At the Tuesday hearing, the Court provided a detailed ruling denying plaintiff's request for a preliminary injunction and in favor of Johnson & Johnson and the other defendants on all points. Conor Medsystems' shareholders overwhelmingly approved the transaction the next day and Johnson & Johnson's acquisition of Conor Medsystems was completed two days after the Court's ruling.
- We represent a lead defendant and former director of **Peregrine Systems, Inc.** against claims by putative classes of federal plaintiffs, two state-court lawsuits by groups of investors, and claims by the Peregrine Litigation Trust, which seeks more than \$2 billion from Peregrine's directors, officers, and others, arising from the company's \$500 million financial restatement. The claims allege improper accounting for reseller channel sales and other revenue recognition issues, including interpretation of SOP 97-2. (A dozen insiders have already either pleaded guilty or been indicted in connection with these claims.) We obtained complete dismissal of all federal securities fraud claims, leading to a successful settlement, and after obtaining dismissal of two state-court lawsuits, settled the third on favorable terms. The largest action had been pending for more than three years, and we never let plaintiffs in that case progress beyond the pleading stage.

- We represented **Hughes Electronics** in securities litigation arising out of the failed Hughes-EchoStar merger. All claims were dismissed, and the dismissal was affirmed on appeal.
- We defended **Vencor** against proxy claims seeking to enjoin \$2 billion Vencor/Hillhave merger transaction (USDC W.D. Wash. and successfully opposed TRO/preliminary injunction, resulting in consummation of merger.
- We were selected by former Vice President Al Gore to represent a Special Litigation Committee in connection with shareholder derivative suits and securities class actions related to the alleged backdating of stock option grants.
- We represented **Barnes & Noble, Inc.**, in federal and state derivative litigations that alleged the company's stock option practices violated securities laws and breached fiduciary duties. We settled the cases with minimal attorneys fees, particularly as compared to a number of other stock options cases. The matters were brought in the Southern District of New York and the Supreme Court of the State of New York.
- We represented **IAC Inc.** and several of its officers and directors in securities fraud class action arising in context of leveraged buyout transaction. We obtained early dismissal for a nominal settlement.
- We represented **UAL Corporation (United Airlines)** in class action securities and takeover litigation arising out of efforts of UAL's unions to acquire the airline.
- We represented **Coke** in a securities fraud class action in the Southern District of Florida. The case was dropped before a motion to dismiss was decided.
- We represented **Northrop Grumman** in various consolidated class actions alleging breach of fiduciary duty and various federal and state securities laws violations. The cases were dismissed with no class certification and affirmed on appeal.
- We defended **Conmed Corporation** against claim for tortious interference seeking to enjoin pending merger (California Superior Ct., Orange County). We successfully opposed to preliminary injunction motion after expedited discovery, resulting in successful settlement.
- We represented **Vivendi S.A.** and its chairman in a holders/best price rule tender offer class action arising from a tender offer for U.S. Filter. We obtained dismissal on the pleadings.
- We represented a major investment bank in the **In re AIG Securities Litigation**, forcing the plaintiffs to withdraw a multi-billion dollar securities class action prior to the filing of a threatened motion to dismiss.

- We represented **Unisys Corporation** against claims that the company and its officers had fraudulently failed to disclose adverse business developments when Unisys missed quarterly revenue growth projections and experienced a significant drop in stock price. As much as \$1 billion in damages was at stake. After limited discovery, we settled litigation for nuisance costs of approximately \$5 million, including attorneys fees.
- We represented **PIMCO Advisors** and several of its officers and directors in a securities fraud class action arising in the context of a merger transaction. We obtained early dismissal for a nominal settlement.
- We represented **AOL Time Warner** in the **Homestore.com** securities litigation, as a defendant in a \$1 billion securities matter related to the bankrupt internet company. Our client was alleged to have participated in roundtrip or barter transactions that the debtor had misrepresented in its financial statements. The matter was dismissed as to our client, and the dismissal was affirmed by the Ninth Circuit in 2006.
- We represented **Deutsche Bank** in a securities fraud class action in the Southern District of Florida and the Southern District of New York. We obtained dismissal of the case.
- We were retained, on the eve of trial, as counsel to **Terayon Communications Systems** and its various officers and directors to assume the defense of shareholder class and derivative actions. We successfully resolved matters after summary judgment argument and expert discovery. Aspects of this litigation are still ongoing as lead plaintiffs and their counsel are alleged to have engaged in a short selling conspiracy in target issuer stock. Further, we serve as company counsel in an audit committee investigation arising out of an accounting restatement.
- We represented **PricewaterhouseCoopers** in two federal shareholder class actions in the ICN Pharmaceuticals Securities Litigation, obtaining dismissals with prejudice. PwC was alleged to have prepared and certified false financial statements for its audit client ICN, and was the only defendant dismissed with prejudice. The dismissal was affirmed by the Ninth Circuit.
- We represented **Bain Capital** and various individuals in the In re DDi Securities Litigation (alleged misstatements about product success and sales prospects). We obtained a favorable settlement before the class certification stage and before discovery.
- We represented the former President and Chief Operating Officer of **Brocade Communications Systems, Inc.** in federal securities class action and shareholder derivative suits; we obtained dismissal of our client from the federal class action.
- We represented **GE Capital** in McKesson-HBOC merger securities fraud litigation (alleged fraudulent revenue recognition at pre-merger HBOC). All claims were dismissed.
- We represented a **director of a software company** in obtaining dismissal with prejudice of a California Superior Court class action on the basis that allegations that the directors

mismanaged the company and violated fiduciary duties by engaging in an "acquisition spree" could only be maintained as a derivative action; the dismissal was affirmed by the California Court of Appeal.

- We represented **Goldin Restructuring Fund** and **Harrison Goldin** in a securities fraud class action pending in the Southern District of New York arising out of a failed hedge fund investment.
- We represented **ChoicePoint** in securities fraud class actions in the Northern District of Florida and Northern District of Georgia. We obtained dismissal of the case.
- We represented **Chohung Bank of Korea** in a class action securities fraud and RICO litigation in the Southern District of New York arising from the collapse of Lernout & Hauspie Speech Products.
- We represented **Hussmann Corporation** in a securities fraud class action in the Southern District of New York.
- We represented a **leading New York law firm** in a securities fraud class action growing out of Wall Street insider trading investigations of Ivan Boesky, Dennis Levine, Michael Milken and others.
- We represented and advised **Bank One** in connection with a securities fraud class action arising from the failure of NCFE, a leading medical finance company.
- We represented **First City Financial Ltd.** (a diversified Canadian corporation owned by the Belzberg family) in a securities fraud class action and takeover litigation in the Southern District of New York.
- We represented **Comcast** in a securities fraud class action in the Northern District of Illinois. We obtained dismissal of the case.
- We represented **Nu Horizons/Titan Supply** in the Vitesse Semiconductor securities class action alleging channel stuffing and accounting fraud at Vitesse in the Central District of California. All claims were dismissed.
- We represent Maxim **Integrated Products** in a securities class action related to alleged stock option backdating in the Northern District of California.
- We represented **Bank of America** in the MDL Bank of America-NationsBank merger securities fraud litigation alleging failure to disclose hedge fund investment at pre-merger Bank of America.
- We represented chairman and founder of **E-Universe** in securities class actions related to revenue recognition. All claims were dismissed, and the dismissal was affirmed on appeal.

- We represented the chairman and founder of **Ariba, Inc.**, in a securities class action related to alleged accounting misstatements and failure to properly report expenses. All claims were dismissed.
- We represented **Infonet Securities** in class actions alleging various federal securities laws violations in the Central District of California. It was settled on favorable terms following motions to dismiss.
- We represented **G & L Realty** in a class action alleging shareholder fraud and breach of fiduciary duty in connection with a management buyout. The case settled on favorable terms following successful motions to dismiss.
- We represented **NewMediaSpark plc** in a class action alleging fraud related to a private placement memorandum for a startup company to make e-commerce investments. The case was dismissed on repeated demurrers with no certification.
- We represent **SeeBeyond** in five consolidated class actions alleging various federal securities laws violations in the Central District of California.
- We represented **Medstone International** and several officers and directors in a class action federal securities fraud matter involving a new product launch in an IPO setting. We obtained a complete dismissal on summary judgment. The decision was reversed in part on appeal and settled for nominal amount.
- We represented **St. John Knits** and several of its officers and directors in a securities fraud class action arising in the context of a leveraged buyout transaction. We obtained early dismissal for a nominal settlement.
- We represent **a former officer of Blue Coat Systems, Inc.** in shareholder derivative litigation related to the alleged backdating of stock option grants.