

Andrew B. Clubok

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Practice Areas

- Securities & Shareholder Litigation
- Tax
- Commercial Litigation
- Telecommunications
- Environmental
- Litigation
- Restructuring
- Data Security & Privacy
- Environmental Litigation

Admissions

- 1994, Ohio
- 1997, District of Columbia
- 2010, New York
- Admitted to the U.S. Supreme Court, the U.S. Courts of Appeals for the 1st, 2nd, 6th, 7th, 9th, 11th, DC and Federal Circuits, the U.S. Court of Claims and the U.S. Tax Court

Education

- University of Michigan Law School, J.D., 1993 with Honors
- Harvard College, A.B., 1990 with Honors

Professional Profile

Andrew Clubok has a diverse practice, mixing trial, appellate and administrative litigation in a wide range of substantive areas including securities law, tax litigation, environmental litigation, telecommunications, restructuring and commercial litigation.

Andrew is the head of Kirkland's Securities and Shareholder Litigation Practice Group. His successful representations have included: obtaining complete defense verdicts and/or dismissal of dozens of securities class actions, shareholder derivative lawsuits and arbitrations, including those involving IPO-related alleged misconduct, mortgage backed securities, "short swing profits", "naked short selling", and preemption under SLUSA; successfully arguing numerous IRS tax appeals and serving as lead trial counsel in successful refund case; achieving class decertification and summary judgment in mass toxic tort cases and dismissals of environmental nuisance claims; successfully defending debtors in numerous bankruptcy proceedings; obtaining state regulatory approval for a significant telecommunications merger; enjoining a state statute that would have unconstitutionally regulated telephone rates; defending automobile manufacturers in government recall actions, including a complete defense verdict after trial; obtaining relief for clients from competitors' unfair trade practices and successfully suing for false advertising; litigating Internet sales contracts; and defending against individual employment claims. Andrew has also provided significant counseling on such issues as Sarbanes-Oxley, antitrust, federal election law and regulatory compliance.

Representative Matters

Currently representing world's biggest social media company and its officers and directors in defense of securities class actions and shareholder derivative lawsuits following one of the largest initial public offerings in history and in defense of claims brought under the TCPA;

Currently representing major global bank in lawsuit against hedge fund seeking more than \$700 million for fraud and breach of contract claim relating to collateralized debt obligations;

Currently representing health care consulting company and its officers and directors in shareholder class actions, derivative suits, and regulatory inquiries regarding earnings restatement, HIPAA, EMTALA, and FDCA;

Successfully represented major restaurant chain and its officers and directors in securities class action and derivative suits stemming from alleged failure to disclose immigration issues and earnings miss;

Successfully represented pharmaceutical companies and officers and directors by obtaining dismissal of class action following stock drop and in response to demand for derivative suit related to alleged insider trading by

third parties;

As "liaison counsel" for nine investment banks, achieved dismissal of 54 derivative actions alleging illegal short swing profit-taking (case also led to Supreme Court striking down longstanding 9th Circuit precedent that allowed unlimited tolling for §16(b) claims);

Successfully represented investment bank in series of nationwide cases alleging market manipulation and antitrust claims involving "naked short selling" resulting in a number of dismissals and favorable settlements;

On behalf of Investment Advisor, achieved complete defense verdict (including award of attorneys fees and full recovery on counterclaim) after two-week arbitration of \$80 million damages claim alleging losses suffered by national bank's investment in mortgage backed securities and credit default swaps;

Successfully represented underwriter in dozens of securities class actions alleging market manipulation, Section 11 violations and other misconduct in connection with IPOs;

Achieved removal to federal court and dismissal of several securities class actions, on grounds of preemption under federal securities laws;

Current and past representations of investment banks and investment advisors in defense of private arbitrations and investigations pending before the SEC and FINRA;

Successfully challenged, on constitutional grounds, a state statute that required sales of electric vehicles and state statutes that regulate fuel economy;

Prevailed on numerous IRS tax appeals that collectively involved hundreds of millions of dollars and successfully litigated refund case;

Won dismissal for major oil company of environmental nuisance claim;

Obtained summary judgments and class decertification in mass tort actions brought against defense contractor alleging environmental property damages and health claims;

Obtained permanent injunction for telecommunications provider, on constitutional grounds, against a state statute that cut and froze telephone rates;

Successfully represented automobile manufacturers in recall actions (including a two-month trial in the first-ever litigated emissions recall case) brought by U.S. Environmental Protection Agency and California's Air Resources Board;

Defeated claims by minority shareholders against large closely-held corporation;

Successfully represented high-tech companies in various commercial disputes, including those involving Internet sales contracts and fiber-optic cables;

Won favorable settlement, including public apology, on behalf of food

manufacturer that sued competitor for false advertising;

On behalf of defense contractor defeated effort by competitor to block major contract for anti-tank weapon systems;

Obtained removal of independent presidential candidate in Ohio from ballot due to petition fraud;

Obtained favorable opinion from F.E.C. on solicitation of P.A.C. money;

Successfully represented automobile manufacturer in products liability cases;

Counseled clients in connection with antitrust issues in mergers and acquisitions and in connection with threatened SEC action for alleged violations of insider trader laws; and

Many past and current representations on pro bono basis to assist victims of human trafficking, veterans and indigents in need of legal assistance.

Memberships & Affiliations

Current Trustee and Past Board Member for Washington Lawyers' Committee For Civil Rights and Urban Affairs

Member of Kirkland's Finance Committee and Pro Bono Management Committee

Other Distinctions

Recognized in *Chambers USA* from 2014-2016 for Litigation: Securities

Recognized in 2016 by *Super Lawyers* as a Top Rated Antitrust Litigation Attorney in Washington, DC

Recognized in *The Legal 500 U.S.* from 2009-2015 for Securities: Shareholder Litigation

Selected as a 2012 "Securities MVP" in *Law360's* "MVPs of the Year" list

Selected to serve on the 2013 *Law360* Securities Editorial Advisory Board

Recognized for securities litigation practice in *American Lawyer's* "Litigation Department of the Year" competitions in 2008 and 2010

Member of AIG Panel for preferred securities litigators

Seminars

Panelist at *Legaltech* on electronic discovery

Lecturer to American Management Association on "The Antitrust Aspects of Mergers and Acquisitions"

Guest lecturer at Georgetown University and University of Maryland on environmental regulation

Prior Experience

Law Clerk to the Hon. Frank J. Battisti, U.S. District Court, Northern District of Ohio

Campaign Manager for Ohio Attorney General candidate