

With decades of experience in the industry, Skadden attorneys have an in-depth understanding of the challenges accounting firms and individual accountants face, from sea changes in the global economy and the litigation that may follow. Our accounting practice provides integrated legal services — including litigation and investigations, regulatory and compliance issues, global and national structuring, acquisitions and divestitures, financing, tax and general commercial matters — to the Big Four and other accounting firms of all sizes, among others. Skadden also advises public companies across all industries and individuals on various accounting and professional liability issues.

Litigation and Investigations

Skadden litigators have significant experience defending Big Four and other auditor clients in civil litigation, white collar crime matters and regulatory and enforcement investigations. Our team includes attorneys with prosecutorial, enforcement agency and accounting firm backgrounds.

Our firm also litigates securities, professional liability and financial fraud matters. We have represented clients in class and derivative actions and arbitrations — including matters related to audit challenges, tax consulting engagements, appraisals and consultancies — where audit firms and partners were issuers' co-defendants or sole defendants, including as lone remaining “deep pockets” after issuer bankruptcy. Our attorneys also have represented clients in revenue recognition cases, including those arising out of bankruptcies and financial scandals. We have handled cases establishing the application of strict comparative negligence to auditors under Massachusetts law so that greater negligence by the issuer bars auditor malpractice liability to its client.

We have handled investigations and enforcement proceedings by the Securities and Exchange Commission (SEC) and the Public Company Accounting Oversight Board (PCAOB), federal and state

grand juries, inspectors general, state attorneys general and other regulatory and government agencies. We also have handled tax and appraisal cases where we have obtained limits on liability, and we regularly conduct internal investigations in response to allegations of accounting irregularities and other improprieties raised by enforcement agencies and whistleblowers.

We also advise clients on complex business matters, including fact-finding and analysis in connection with the Foreign Corrupt Practices Act, the Office of Foreign Assets Control and other global issues. Our work in this area ranges from simultaneous U.S./foreign government agency investigations to inquiries in emerging-market countries.

Regulatory and Compliance

An integral component of Skadden's relationships with accounting and other professional services firms is navigating the ever-changing regulatory landscape together. We have a deep knowledge of accounting firm operations and how their professional responsibilities intersect with federal and state laws. From Sarbanes-Oxley regulations to emerging issues in the current economy, our attorneys

Accounting

Continued

work closely with clients on corporate governance issues, ethics and compliance program development.

When accounting disputes and investigations arise, or when clients look for counsel on best practices to avoid or minimize controversy, Skadden's regulatory experience is best demonstrated by our tax and litigation resume. We counsel on every aspect of tax law, including from tax accounting to consolidated returns to federal, state and local taxes. Our attorneys have provided Big Four clients with annual assessments of tax practices and procedures to ensure quality and minimize risk. We also represent clients in federal and state tax controversy matters related to accounting issues, including in connection with examinations, administrative appeals and special programs designed to reach expedited results. We have served as special tax counsel in connection with internal investigations on tax-related matters. Our team includes a former IRS commissioner and two former assistant secretaries of the Treasury for Tax Policy.

Global Structuring, Transactions and General Commercial

Skadden collaborates with clients on the design and implementation of national, regional and global legal-entity structures to house different service lines (*e.g.*, audit, consulting, tax and advisory) or to facilitate cross-border or cross-functional cooperation, coordination and service delivery. Much of this work involves efforts to balance tax, regulatory and operational goals with effective risk management strategies. Our team also brings in-depth industry knowledge to acquisition and divestiture transactions in this sector.

We also regularly advise clients on U.S. and international financing matters, and have represented Big Four firms in private placements, credit facilities and partner capital loan facilities. We also provide clients with advice on corporate restructurings and major commercial leasing transactions.