

Public Company Advisory Group

Public companies and their boards of directors face a wide range of business, regulatory, and legal challenges that carry significant risk. For decades, Jenner & Block has helped public companies across industries navigate their most complex and high-stakes issues. From the board room to the courtroom, before the US Securities and Exchange Commission (SEC) and beyond, we help clients overcome challenges and maximize the opportunities that will shape their businesses.

Our multidisciplinary team of experienced transactional lawyers, litigators, investigators, and government strategists represent the world's leading brands and businesses in their most consequential matters. We offer publicly held companies comprehensive, strategic, practical advice to address the full spectrum of legal issues they face—whether it is counseling the board of directors on governance frameworks and fiduciary duties, SEC disclosure obligations, disclosure controls and internal control issues, executive compensation or succession planning; preparing for a transaction or defending against a hostile takeover; responding to a government investigation, data breach, or stockholder activism; or advocating for clients in securities litigation or other complex business disputes.

Corporate Governance and Legal Strategy for Boards of Directors and Committees

Our team works closely with boards of directors to help them identify and prepare for opportunities and challenges as they shape the future of their businesses. We are experienced strategists who frequently counsel directors and other senior leaders on corporate governance and control issues, fiduciary duties, indemnification of directors and officers, management succession, and planning and crisis response. We also represent public company audit committees, as well as independent directors and other public company committees, in matters involving restatements, compensation clawbacks, and corporate governance.

Ironclad Corporate Compliance Programs

We advise public companies across a wide range of compliance issues, from developing disclosure controls, company policies, and compliance programs to disclosure obligations. Our experience as court-appointed independent corporate compliance monitors for public companies gives us a unique perspective into cultural issues that can breed compliance risk. We regularly counsel publicly held companies on securities law compliance, Exchange Act reporting, and ongoing disclosure requirements, including on the requirements of the Sarbanes-Oxley Act, the Dodd-Frank Act, and NYSE and Nasdaq rules.

Proven Experience in Large and Complex Deals

With a successful track record of representing clients in some of the largest deals in history, Jenner & Block provides the full spectrum of transactional services for public company clients. From M&A deals to restructurings, corporate finance to capital markets, corporate governance to joint ventures, and with special capabilities in tax, real estate, employee benefits and executive compensation, antitrust, intellectual property, and environmental law, our experienced and talented team of practitioners provide public companies with clear vision, sound judgment, and thoughtful strategic guidance throughout the transaction lifecycle and beyond.

Solving Employment Challenges with Comprehensive Experience

We are distinguished by decades of experience in corporate, tax, and employment law and by our knowledge of all aspects of employee benefits and executive compensation. We assist public companies in the full range of traditional benefit and executive compensation matters, as well as in emerging issues involving post-*Dobbs* health plan compliance counseling, pension de-risking, plan committee governance, plan corrections, clawback policies, and more.

A Winning Track Record in Securities Litigation

With leading trial, investigations, transactional, tax, and bankruptcy capabilities, our team helps clients navigate the financial and reputational risks and nuanced legal issues that arise in securities litigation. We defend public companies against private securities claims, navigate financial restatements and reporting issues, and represent them in class actions and other group litigation, derivative shareholder litigation, and other securities-related litigation, and counsel their officers and directors facing personal liability. We also represent issuers, officers, and directors in civil proceedings brought by plaintiffs alleging inadequate consideration or disclosure in connection with a merger or acquisition.

A Robust Enforcement Practice

We regularly represent clients in DOJ, SEC, and other regulatory investigations relating to allegations of financial fraud, accounting irregularities and restatements, disclosure and internal control deficiencies, insider trading, Ponzi schemes, foreign corrupt practices, and other misconduct. We have extensive experience managing multiple litigation fronts, such as parallel criminal and SEC investigations, state regulatory investigations, and private litigation. We also have significant experience conducting internal investigations, including investigations and evaluations of allegations of director and officer breaches of fiduciary duty, professional malpractice, impropriety, and other wrongdoing.

A Steady Hand in Cyber Incident Response

Whether it is by assessing cybersecurity and data privacy risk, building privacy programs, helping clients navigate evolving regulatory frameworks, assessing disclosure requirements, or aggressively litigating on behalf of our clients, we help organizations develop and defend secure and practical legal frameworks for the data they collect, use, analyze, and share. We offer a steady hand to

companies preparing for, investigating, and responding to cybersecurity threats. In the event of an incident, we are sought-after crisis managers throughout the lifecycle of a response.

Deep Government and Regulatory Experience

Our team includes partners with extensive government and regulatory experience, including dozens of former prosecutors and senior SEC lawyers, who help clients navigate the financial and reputational risks and nuanced legal issues impacting public companies. Our team also includes alumni of the US Federal Trade Commission (FTC), the Department of Justice (DOJ), the Federal Communications Commission (FCC), the Federal Energy Regulatory Commission (FERC), the Federal Aviation Administration (FAA), the Department of State, the White House, and State Attorneys General, among others.

Key Contacts

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Related Capabilities

[AI Task Force](#)

[Anti-Corruption and FCPA](#)

[Antitrust and Competition Law](#)

[Business Litigation](#)

[Corporate](#)

Culture Risk and Sensitive Investigations

Data Privacy and Cybersecurity

ESG: Environmental, Social, and Governance

Employee Benefits and Executive Compensation

Environmental and Workplace Health and Safety

Finance

Insurance Recovery and Counseling

Investigations, Compliance, and Defense

Investor and Securities Litigation

Labor and Employment

Mergers and Acquisitions

Organizational Values and Strategy Task Force

Post-*Chevron* Task Force

Reproductive Health Task Force

Securities and Capital Markets

Tax