



Contact

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Partner

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Sam Waldon is a partner in the Litigation Department and a member of the Asset Management Litigation, Securities Litigation, and White Collar Defense & Investigations Groups.

Sam's practice focuses on advising private fund managers on securities litigation, enforcement and regulatory matters. He also represents corporations and financial institutions, and their officers, directors and employees, in investigations, exams, internal investigations and litigation. Sam has in-depth experience in a broad range of Securities and Exchange Commission (SEC) enforcement matters, including investment adviser, asset management, private equity, insider trading and market abuse, financial disclosure, accounting, broker dealer, FCPA, and cyber-related misconduct.

Before joining Proskauer, Sam served as Assistant Chief Counsel in the SEC's Division of Enforcement for eight years. In that role, Sam helped develop and implement many of the Division's policies and procedures, and advised the Division's senior leadership, investigative staff and trial unit attorneys on a wide range of legal and policy issues. He regularly provided guidance on the terms of negotiated settlements and charging decisions in litigated matters. Sam also worked closely with staff in other Divisions and Offices throughout the SEC on enforcement

related issues, including playing a key role in the drafting of the rules establishing the SEC's whistleblower program.

Matters

Asset Management

- Represented private equity fund manager in favorable settlement with SEC involving MNPI and related policies and procedures.
- Conducted expedited internal investigation of suspected improper use of confidential information by employee of a hedge fund.
- Advised registered fund trust and CCO in SEC exam and enforcement investigation regarding alleged failures to implement adequate compliance policies and procedures.
- Represented private fund portfolio manager in SEC enforcement investigation into alleged insider trading.
- Advised private fund managers in responding to SEC exam deficiency letters.
- Advised hedge fund managers on compliance policies and managing potential risks relating to MNPI/insider trading.
- Drafted, reviewed and revised compliance policies and procedures for hedge fund and private equity fund managers.
- Counseled private fund managers regarding compliance with SEC rules, including fee and expense disclosures, valuations, Rule 105 of Reg M, and Reg D offerings.

Financial Fraud and Accounting

- Represented public company in SDNY, SEC and NYSE investigations into alleged financial fraud.
- Represented audit company in connection with internal investigation of allegations of financial fraud.

- Represented Chief Accounting Officer of Fortune 100 company in SEC investigation into alleged financial fraud.

Practices

Litigation, Asset Management Litigation, Private Funds, Private Credit Restructuring, Business Development Companies, Securities Litigation, White Collar Defense & Investigations, Broker-Dealer

Industries

Private Equity, Financial Services

Education

University of Texas School of Law, J.D., 1992

With Honors

Order of the Coif

Virginia Tech, B.A., 1989

summa cum laude

Admissions & Qualifications

District of Columbia

Awards & Recognition

U.S. Securities and Exchange Commission's Philip A. Loomis, Jr. Award, 2010

The Legal 500 United States: General Commercial Disputes 2019

The Legal 500 United States: Securities: Litigation Defense 2019

The Legal 500 United States: Corporate Investigation and White Collar Criminal Defense 2019