



Bradley W. Foster

Partner

Brad.Foster@haynesboone.com

Dallas

+1 214.651.5734

PRACTICES Securities and Shareholder Litigation, Class Action Defense, SEC Enforcement, Government Enforcement and Litigation, Internal Investigations, Corporate Governance, Shareholder Activism, Fiduciary Disputes, Bankruptcy Litigation, Litigation, Appellate

Brad Foster represents clients in securities litigation and other complex business disputes. He has extensive experience in securities class actions, mergers and acquisitions (M&A) litigation, shareholder derivative litigation, corporate governance disputes, SEC and FINRA investigations, bankruptcy and receivership litigation, securities arbitration proceedings, accounting malpractice claims and regulatory investigations, and myriad other business litigation and arbitration proceedings. He also has substantial federal and state appellate experience, including at the U.S. Supreme Court.

Brad has decades of experience defending clients in “bet the company” litigation, including a recent multibillion-dollar class action arising from the Stanford Ponzi scheme. He has been nationally recognized in securities litigation by The *US Legal 500* (2015-2021), listed as a “*Texas Super Lawyer*” by Texas Monthly (2012-2021), and named as one of Texas’ “Top Rated” securities lawyers by *American Lawyer Media* (2013). He also has been honored as a “Legal Lion” by *Law360’s* Weekly Verdict in 2013 and as “Appellate Lawyer of the Week” by *Texas Lawyer* in 2014. He earned his J.D. from Southern Methodist University Dedman School of Law, where he was Valedictorian of the Class of 1990.

In addition, Brad is a licensed Certified Public Accountant. He passed the Uniform CPA Exam in May 1987, receiving the Elijah Watt Sells Award for performance with high distinction, which is given to candidates who earn one of the top overall scores in the nation.

QUALIFICATIONS

EDUCATION

- J.D., Southern Methodist University Dedman School of Law, 1990, magna cum laude; *SMU Law Review*; Order of the Coif; Valedictorian
- B.A., Baylor University, 1987, cum laude; Phi Beta Kappa; National Merit Scholar

ADMISSIONS

- Texas

COURT ADMISSIONS

- U.S. District Court for the Northern District of Texas
 - U.S. District Court for the Southern District of Texas
 - U.S. District Court for the Eastern District of Texas
 - U.S. District Court for the Western District of Texas
 - United States Supreme Court
 - U.S. Court of Appeals for the Fifth Circuit
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PUBLICATIONS AND SPEAKING ENGAGEMENTS

- “The Yin and Yang of Delaware Corporate Law,” author, *Insights: The Corporate & Securities Law Advisor*, Wolters Kluwer, October 2022.
 - “The Role of Tweets, Memes, Emoji in Musk Securities Saga,” author, *Law360*, September 20, 2022.
 - “Securities Litigation in the Trump Era,” author, *Texas Lawyer*, January 2017.
 - “The Changing Landscape of Securities and M&A Litigation,” author, *Inside the Minds: New Developments in Securities Litigation*, Thomson Reuters, 2016.
 - “Reversed and Remanded: The R. Allen Stanford Case – Five Years Later,” *Texas Lawyer*, September 19, 2014 (video interview).
 - “Securities Law: Fraud on the Market,” author, *Texas Lawyer*, December 16, 2013.
 - “Recent Developments in Securities and M&A Litigation,” author, *Inside the Minds: New Developments in Securities Litigation*, Thomson Reuters, 2013.
 - “U.S. Supreme Court to Review Fifth Circuit’s Controversial Loss Causation Rules for Securities Class Actions,” co-author, *Compliance Week*, March 3, 2011.
 - “The Dodd-Frank Act,” co-author, *Texas Lawyer*, December 20, 2010.
 - “The SEC, Insider Trading, and Dallas Sports,” author, Securities Litigation Client Alert, November 25, 2008.
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PROFESSIONAL AFFILIATIONS AND ENGAGEMENTS

- Sustaining Life Fellow, Texas Bar Foundation
 - Life Fellow, Dallas Bar Foundation
 - United Way of Dallas, Leadership Society
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SELECTED CLIENT REPRESENTATIONS

Federal Securities Litigation

- As lead counsel supervising a multi-office team of attorneys, represented an insurance industry client in a multibillion-dollar class action asserting fraud claims under the securities laws, related lawsuits in both state and federal court, and multiple appellate proceedings, including two appeals to the United States Supreme Court.
 - Represented a health-care industry client in class action litigation involving alleged accounting manipulations, obtaining a complete dismissal of all claims.
 - Represented 100+ financial advisors in federal court litigation arising from an alleged Ponzi scheme, appellate proceedings in the Fifth Circuit Court of Appeals and the United States Supreme Court, and related SEC and FINRA enforcement proceedings.
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- Represented a food-industry client in shareholder litigation arising from an alleged antitrust scheme. Obtained complete dismissal of all claims.
- Represented the officers and directors of a publicly-traded telecommunications company in federal securities litigation, related state court proceedings, and an appeal to Fifth Circuit Court of Appeals. Obtained complete dismissal of all claims.
- Represented the CFO of a publicly-traded construction company in class action litigation and parallel SEC enforcement proceedings involving alleged accounting fraud.
- Represented a publicly-traded hospitality company in proxy litigation under Section 14 of the Securities Exchange Act.
- Represented an international mining company in class action litigation arising out of the Bre-X gold scandal.
- Represented an investment bank in class action litigation involving real estate limited partnerships.
- Represented numerous clients (including underwriters, auditors, public company issuers, and individual officers and directors) in various class actions and putative class actions asserting claims under the federal securities laws. Served as “panel counsel” for a leading insurance carrier on securities class actions and D&O claims.

State Court M&A, Shareholder Derivative, and Corporate Governance Litigation

- Represented a publicly-traded technology company and its board of directors in a Delaware class action arising from a \$560 million merger transaction.
- Represented two senior officers of a bankrupt manufacturing company in a corporate governance lawsuit brought by the Chapter 7 trustee asserting claims against the company’s officers and directors.
- Represented a publicly-traded waste management company and its board of directors in a nationwide shareholder class action arising from a \$525 million merger transaction.
- Represented a Texas corporation and its board of directors in shareholder derivative litigation arising from a merger transaction.
- Represented a corporate officer in shareholder derivative litigation involving alleged antitrust violations. Obtained complete dismissal of all claims.
- Represented a publicly-traded restaurant company and its board of directors in a nationwide shareholder class action arising from a \$650 million merger transaction.

SEC Enforcement, FINRA Investigations, and Broker-Dealer Arbitration

- Represented a corporate officer in an SEC investigation and related federal court proceedings involving alleged accounting manipulations by a leading wholesaler in the food industry.
- Represented a senior executive of a publicly-traded technology company in an SEC investigation involving allegedly fraudulent sales practices.
- Represented a real estate investment firm in an SEC investigation concerning alleged violations of the Investment Advisers Act.
- Represented numerous clients in connection with SEC and FINRA inquiries involving alleged insider trading.
- Represented a corporate financial officer in an investigation conducted by the Texas State Board of Public Accountancy. Obtained “no-action letter” from the TSBPA.
- Represented a broker-dealer and multiple supervisory employees in a FINRA investigation involving the misappropriation of client funds.
- Represented an investment bank in a \$250 million NYSE arbitration proceeding involving complex international transactions.
- Represented a securities broker-dealer and its employees in state court litigation and related arbitration proceedings involving an alleged Ponzi scheme.

HAYNES BOONE

- Represented an investment bank in a multimillion-dollar arbitration proceeding involving collateralized mortgage obligations (CMOs).
- Represented a national broker-dealer in multiple state and federal appellate proceedings involving federal arbitration law.

Some of these representations were handled by Brad prior to joining Haynes Boone.

AWARDS AND RECOGNITION

- Recognized by *The Legal 500 U.S.* in Securities/Shareholder Litigation (2015) and Securities Litigation – Defense (2015-2021)
- Recognized in *Texas Super Lawyers*, Thomson Reuters (2012-2021)
- Named “Appellate Lawyer of the Week” by *Texas Lawyer* (July 2014)
- Recognized in *Law360’s Weekly Verdict* as a “Legal Lion” (September 2013)
- Recognized as a “Top Rated Lawyer” in Securities Law, *American Lawyer* and *Corporate Counsel* (2013)
- *Martindale-Hubbell* AV Preeminent Rating