



# Representative Legal Matters

Perrie Weiner

## **Lease Litigation & Restructuring**

- Represents a makeup studio (with numerous stores in shopping centers around the US) and leader in virtual makeup classes in multiple lease negotiations and litigation matters due to COVID-19.
- Represents American music retailer chain with over 250 locations in lease litigation matters throughout the United States.
- Represents a high profile Beverly Hills plastic surgeon with a large surgery center in lease negotiations due to COVID-19.
- Represents a web designer for K-12 schools using intuitive content management software in ongoing COVID-19 related lease litigation.
- Represents a fintech company on ongoing COVID-19 related lease litigation and action for declaratory relief.

Prior to joining the Firm, Perrie acted on the following matters:

## **Securities: Death Spiral/PIPEs (Private Investment in Public Equities) Litigation**

- First in Texas, and then in New York, federal court, defense of an investment advisor and its principals in a purported death spiral securities fraud action against claims of unlawful market manipulation and fraudulent misrepresentations arising out of a securities purchase agreement for future priced securities. Based on the strength of the motion for judgment on the pleadings, and in order to avoid Rule 11 sanctions, plaintiffs voluntarily agreed to dismiss their complaint with prejudice and without any payment or consideration
- In Nevada federal court, defense of an investment advisor based in the United States, its principals and certain offshore investment funds, in a purported death spiral securities fraud action against claims of unlawful market manipulation and fraudulent misrepresentation arising out of a securities purchase agreement for future priced securities. Plaintiff voluntarily dismissed its action, and we obtained a judgment of USD 1 million for our client on its own claims against the plaintiff
- In Colorado state court, defense of broker-dealers in a purported death spiral securities fraud action against claims of unlawful market manipulation and fraudulent misrepresentations arising out of a securities purchase agreement for future priced securities. Our clients' motion to dismiss the complaint was granted in its entirety and with prejudice
- In Los Angeles and in San Diego federal courts, defense of an investment advisor based in the US, its principals and an offshore investment fund in a purported death spiral securities fraud action against claims of unlawful market manipulation and fraudulent misrepresentations arising out of a securities purchase agreement for future priced securities. After obtaining a temporary restraining order and then exposing serious weaknesses in the plaintiff's claims, our

clients were able to settle the action without any payment or consideration to plaintiffs. Our clients received both substantial monetary consideration and stock as part of the settlement

- In Los Angeles federal court, prosecution of an action on behalf of a Canadian broker-dealer for breach of a securities subscription agreement. Obtained judgment in favor of our client for more than USD 4 million
- First in Texas and then in New York federal court, defense of a US-based investment advisor, its principals and an offshore investment fund in a purported death spiral securities fraud action against claims of unlawful market manipulation and fraudulent misrepresentations arising out of a securities purchase agreement for future priced securities. Based on a motion to dismiss for misuse of the discovery process, widely publicized on the front page of the New York Law Journal and in the Los Angeles Daily Journal, the court dismissed the plaintiffs' USD 300 million securities fraud complaint with prejudice

## **Securities: Naked Shorting Litigation**

- In Texas, defense of a number of national broker-dealers including market makers in a purported naked shorting state securities fraud action against such alleged claims as unlawful market manipulation, RICO and common law fraud. After removing the action from Texas state to Texas federal court based on a federal preemption argument, we successfully moved to dismiss the case
- In Nevada federal court, representation of multiple national broker-dealers including a market maker in a naked shorting securities fraud action against such claims as unlawful market manipulation, RICO and common law fraud. The court granted our motion to dismiss the case
- Represented multiple nationally recognized securities broker-dealers in a stock manipulation lawsuit that sought more than USD 1 billion in damages. The case was filed in the United States District Court for the Central District of California by a public company and one of its shareholders against several individuals, dozens of broker-dealers and the Depository Trust Company and related entities. The Firm acted as lead counsel in the case and filed two successful motions to dismiss, in which all of the other broker-defendants in the action joined. When faced with a third motion to dismiss as well as a motion for Rule 11 sanctions, the plaintiffs agreed to dismiss the action with prejudice in exchange for a waiver of costs

## **Securities: China**

- Representation of Core Pacific Yamaichi, a Hong Kong investment bank, and Core-Pacific Securities, a related California-based broker-dealer, in a private securities fraud lawsuit in the Central District of California, ultimately obtaining dismissal for our clients on summary judgment
- Representation of an AMEX-traded Chinese company and several of its officers and directors in a securities class action involving allegations that, among other things, the company's finances as reported in its SEC filings did not correspond with financial results the company reported to the SAIC, that the company overpaid for several significant assets, pending in the Central District of California
- Representation of a NYSE-traded Chinese company in connection with market fallout relating to a change in management and the dismissal of the company's audit firm

- Representation of a placement agent in connection with a FINRA investigation concerning public statements by a China-based issuer listed on a US exchange
- Representation of an underwriter in a securities fraud class action lawsuit concerning alleged material misstatements in a prospectus filed by a China-based issuer listed on a United States exchange
- Representation of a US-traded Chinese company in an SEC investigation

## **Securities: Other**

- Representation of the CEO of a major Fortune 500 public company in five shareholder derivative lawsuits, an SEC investigation in California and a US Attorney investigation in the Eastern District of New York regarding options granting issues. The government investigations were terminated with no enforcement action against the client and the private litigation was resolved favorably for the client
- Representation of a public company merger target in a highly publicized class action lawsuit attempting to prevent a USD 2 billion merger. Contending that the target company had not made necessary disclosures to its shareholders in connection with its recommendation to accept the acquiring company's tender offer, the plaintiff attempted to stop the merger. As a result of our representation, the merger was completed in a timely manner
- Representation of the officers and directors of a publicly-traded regional bank in a shareholder derivative lawsuit alleging that the defendants rigged an internal investigation to reach a predetermined result. Obtained a complete victory for the defendants on summary judgment
- Representation of a publicly held medical device company, which was a co-defendant of a stock brokerage firm, in a claim of securities fraud based on alleged misrepresentations and/or omissions concerning the performance of the company. We persuaded the plaintiff to dismiss our client from the case in exchange for a waiver of costs
- In Los Angeles, represented a director of human resources of a public company in connection with an internal investigation by the audit committee of the board of directors after which no adverse action was taken against the client
- In New York, representation of individual defendants in criminal securities fraud cases investigated by the US Attorney alleging insider trading and market manipulation
- In New York, representation of a public company and its director and officer in an SEC enforcement action alleging accounting fraud
- Representation of multiple investment advisors in SEC informal and formal investigations into, and litigation concerning, allegations of improper trading including insider trading and violations of Section 5 of the Securities Act
- In New York, representation of investment advisors in civil lawsuits alleging violations of Section 16 for short swing trades. We successfully obtained a voluntarily dismissal with prejudice for our clients
- In New York federal court, representation of a broker-dealer in an action against a hedge fund to recover over USD 2 million in dividends. The court granted a preliminary injunction in

favor of our client requiring that the dividends be placed in a blocked account. Shortly thereafter, the parties entered into a confidential settlement agreement

- Represented a merger target in a class action brought by shareholders to stop a proposed merger

## **Complex Commercial and Business Tort Litigation**

- In Los Angeles Superior Court, prosecution of an action for breach of a loan and option to purchase stock agreement against a privately held technology company. When the court indicated at oral argument that it would grant our motion for summary judgment, we entered into a settlement with the defendant whereby our client received a payment of approximately USD 1 million and five percent of the authorized stock of the defendant
- In Los Angeles Superior Court, prosecution of an action for breach of fiduciary duty and other tort claims on behalf of the largest US privately held computer software company. It was discovered that the then-vice chairman had usurped and diverted a USD 3 million stock investment opportunity (turning out to be worth more than USD 70 million), belonging to a client, to a single purpose venture that he had formed. The case settled on terms very favorable to our client, but which were made confidential by the terms of the settlement agreement
- Representation of a major international bank, based in The Netherlands, over a complex international trade finance dispute. We obtained a multimillion-dollar settlement for our client
- Represented clients including brokers and outsourcing companies in class actions alleging invasion of privacy rights
- Represented a major homebuilder in a case brought by a putative class of homebuyers who alleged the company had engaged in a conspiracy to sell homes to "unqualified" and "high-foreclosure-risk" buyers, which allegedly led to the buyers' defaulting on their mortgages, foreclosures and short sales that in turn depressed the housing market. We successfully opposed plaintiffs' motion to consolidate this action with seven other class actions pending against other homebuilders. Thereafter, we won a motion to dismiss based both on the plaintiff's lack of standing (based on their failure to demonstrate they suffered an injury in fact) and on their failure to adequately plead causation.