

EXHIBIT B



Brett D. Jaffe

Partner

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Mr. Jaffe's practice focuses on the litigation of complex corporate and commercial disputes; securities, shareholder and derivative litigation; corporate control and M&A litigation; and real estate litigation. Mr. Jaffe represents corporate and individual clients in many industry sectors at the trial and appellate levels in federal and state courts throughout the United States, as well as in arbitration and other ADR forums. He has particular expertise in representing hedge funds, private equity funds (and their portfolio companies), venture capital funds, investment advisory firms, and broker-dealers. Mr. Jaffe also has extensive experience in white-collar criminal and enforcement proceedings (including investigations undertaken by the DOJ, SEC, CFTC, FINRA and various other regulators), and internal investigations on behalf of corporations, boards of directors and audit/special committees.

Mr. Jaffe is a graduate of New York University School of Law. In addition to his extensive litigation experience, Mr. Jaffe served as a vice president at a multi-strategy hedge fund, where he was responsible for negotiating and structuring PIPE financing transactions and participated in the management of the fund's investment portfolio.

Experience

- Represented a group of hedge funds in connection with litigation brought in the United States District Court for the Southern District of New York against an Asian sovereign wealth fund, asserting violations of the federal securities laws in connection with debt offering.
- Represented a major U.S. broker-dealer and its affiliates in the defense of multidistrict litigation resulting from a failed leveraged buyout.
- Represented a leading U.S. broker-dealer in the defense of federal class action litigation arising out of an offering of approximately \$700 million of RMBS mortgage pass-through certificates. The matter settled on terms favorable to client.
- Represented a major U.S. broker-dealer in connection with a series of FINRA arbitration proceedings arising out of the sale of auction rate securities and the subsequent collapse of the auction rate securities market. Completed arbitrations have resulted in three outright victories for the client, resulting in denial of claims seeking aggregate damages in excess of \$250 million.
- Represented a major U.S. airline in successful litigation brought in the United States District Court for the Eastern District of Virginia against one of the world's largest hospitality companies, seeking expedited injunctive relief stemming from the breach of a joint marketing agreement between the parties.
- Represented a leading U.S. investment fund in connection with litigation arising out of a failed real estate and private equity transaction.
- Represented a Philadelphia-based investment advisory firm in the successful defense of litigation in the Eastern District of New York alleging breach of fiduciary duty and violations of the federal



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Related Services

Litigation

Class Action

Financial Services
Litigation

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Investigations

Securities Litigation

Commercial

Education

New York University
(J.D., 1997)

University of Michigan
(B.A., 1994)

Admitted To Practice

New York

ERISA statute.

- Represented a major Houston-based oil and gas production and marketing company in connection with litigation in the Southern District of New York alleging breach of contract, fraud and conversion in connection with a series of complex oil and gas financing transactions. Obtained complete dismissal of the litigation in the district court and argued appeal in the Second Circuit, affirming the dismissal.
- Represented a major Texas-based hedge fund in connection with a complex civil litigation brought in the Commercial Division of the New York State Supreme Court relating to the client's participation in a lending syndicate under a credit facility and the borrower's (a major television station owner) alleged violation of various financial covenants in the operative credit agreement.
- Represented a major U.S. airline in connection with litigation in the Southern District of New York and the Western District of North Carolina related to contract disputes arising out of the airline's lease of several Boeing 737 commercial aircraft.
- Represented a former senior corporate executive in connection with various civil litigations related to the alleged back-dating of employee stock options.
- Represented a leading global investment banking, securities and investment management firm and several of its investment funds and senior executives in connection with litigation alleging fraudulent conveyance, breach of fiduciary duty, unjust enrichment, and professional malpractice claims arising out of the leveraged buyout of an entity in which the funds held a significant private equity stake.
- Represented a major media company and a number of its senior officers and directors in connection with all civil litigation, including various shareholder class actions and derivative cases, arising out of the media company's sale of a biopharma company's stock.
- Represented a manufacturer of natural hand sanitizer and surface disinfectant products in connection with an investigation by the Maryland Attorney General's Office related to sales practices and advertising claims.
- Represented the president of a Dallas-based natural gas trading firm in connection with a joint investigation by the CFTC and Manhattan District Attorney's Office alleging impropriety in natural gas futures trading.
- Represented a senior corporate executive in connection with a Department of Justice investigation of alleged price-fixing in the market for TFT-LCD display panels.
- Represented a major broker-dealer in connection with parallel SEC and USAO investigations relating to the alleged misuse of material non-public information in the client's retail and institutional equities businesses.
- Represented the former general counsel of a major securities exchange in connection with an SEC investigation and subsequent Wells process related to the exchange's option-order handling rules.

News

- **Alston & Bird Client Blu Funds Wins Ruling on Sovereign Immunity**

On behalf of client Blu Funds, Alston & Bird secured a significant victory in the U.S. Court of Appeals for the Second Circuit.

February 11, 2016 Press Release

- **Alston & Bird Welcomes Brett Jaffe to Its Litigation & Trial Practice Group**

Alston & Bird today announced Brett Jaffe has joined the firm's New York office as a partner in the Litigation & Trial Practice Group.

June 16, 2014 In the News

Publications

- **"TRENDS in Litigation," Winter 2015**

Trends features updates on key litigation issues and highlights Alston & Bird's broad and diverse litigation practices. Our Winter 2015 edition is filled with a variety of short articles addressing interesting and timely topics.

January 7, 2015 Publications

- "Litigation: Lessons Learned from the Dell Saga in Going-Private Transactions," *InsideCounsel*, January 9, 2014.

January 9, 2014 Publications

- "Litigation: Delaware Court Decision Lowers Bar for Insurgent Director Slates," *InsideCounsel*, December 26, 2013.

December 26, 2013 Publications

- "Litigation: Forcing the Foreign Debtor to Keep Its Promises," *InsideCounsel*, December 12, 2013.

December 12, 2013 Publications

- "Litigation: The Erosion of the Fraud-on-the-Market Presumption of Reliance in Securities Class Action," *InsideCounsel*, December 5, 2013.

December 5, 2013 Publications

Memberships and Affiliations

- Member, American Bar Association (Co-Chair, Private Equity Litigation Sub-Committee, Section of Litigation)
- Member, Federal Bar Council
- Member, Securities Industry and Financial Markets Association (SIFMA)