



## **Matthew G. Nielsen**

Partner

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### **About Matthew**

Matthew Nielsen represents companies, boards, executives, and securities firms and professionals in internal and government investigations and litigation involving civil and criminal misconduct. Matthew has deep experience in handling matters involving public company accounting and disclosure issues, insider trading, securities fraud, US export controls and sanctions, Foreign Corrupt Practices Act (FCPA), whistleblower complaints and healthcare fraud. In addition, Matthew regularly represents clients before and in litigation with the Securities and Exchange Commission (SEC), Department of Justice (DOJ), Financial Industry Regulatory Agency (FINRA), Bureau of Industry and Security (BIS), Department of the Treasury and other federal and state agencies.

Drawing on more than two decades of defending clients in government investigations and litigation, Matthew assists management and directors in running internal investigations; addressing sensitive governance issues; and establishing and evaluating compliance programs to help deter and detect problems early. His experience includes leading the court-appointed compliance monitor team for a large, international technology company, where he evaluated, for the court and government, the company's obligations to build a world-class compliance program and investigated potential violations of its plea agreement.

When issues cannot be avoided or resolved, Matthew brings his substantial trial experience to defend clients in state and federal courts, administrative proceedings and arbitrations. Among his successes for clients, he has tried and won cases against the SEC; successfully resolved a multi-billion dollar securities class action; won an injunction and appeal for a public-company in a proxy fight and obtained an injunction and recovered damages for a client for theft of trade secrets.

Matthew is also the co-host of the [Bracewell Sidebar](#), a podcast devoted to government enforcement and investigations with a focus on white-collar criminal defense.

## Recent Notable Matters

**Audit committee of NYSE-listed company** — conducted internal investigation into potential misconduct by CEO of a public company on behalf of the audit committee

**Fortune 50 company** — representing Fortune 50 company in state Attorney General investigation of sales practices

**Real estate fund** — conducted internal investigation into allegations of self-dealing by company executive

**Public Oil Field Service Company** — conducted internal investigation into allegations of potential US export control violations

**Real estate executive** — representing executive of Dallas-based REIT in parallel SEC and DOJ securities fraud investigations\*

**Investment fund** — conducted internal investigation into alleged related party transactions involving fund's investment advisor\*

**Public company CEO** — represented CEO of public company in SEC investigation into alleged accounting and disclosure fraud; client not charged in suit against other executives\*

**Monitorship** — led the court-appointed monitor team for an international company after it was found guilty of violating US export control laws\*

**Financial advisor** — represented captive financial advisor of multi-billion university endowment in SEC investigation into potential pay-to-play violations\*

**Broker-dealers and investment advisers** — represented broker-dealers, investment advisers and registered representatives in FINRA and SEC investigations including alleged anti-money laundering violations, unsuitability, issues involving structured and complex products and matters stemming from compliance inspections\*

**Audit committee of nonprofit organization** — led internal investigation for audit committee of high-profile, Dallas-based nonprofit, leading to discovery of accounting fraud and fraudulent reports to board of directors\*

**Public oil and gas company** — internal investigation of potential insider trading for one of the largest independent liquid terminal and pipeline operators in the United States\*

**Foreign government-owned oil company** — represented foreign government-owned oil company in FCPA investigation stemming from Panama Papers\*

**Oilfield service company** — represented US-based oil services company in FCPA investigation by DOJ and SEC; no charges brought against client\*

**Public REIT** — defended a REIT in an SEC inquiry regarding marketing practices, resulting in the SEC closing the inquiry after attorney presentation; counseled the REIT in developing new policies and procedures relating to the preparation, approval and dissemination of marketing and advertising material\*

**Oil and gas executive** — defended an oil and gas executive in SEC investigation into alleged insider trading\*

**Energy public company** — represented public energy company in Reg FD SEC investigation; obtained close out of investigation\*

**Public company executive** — represented executive in audit committee investigation; client cleared of involvement in CEO's wrongdoing\*

**FCPA and export controls compliance** — evaluated and designed FCPA and export control compliance programs and related professional training programs for public and private companies to address overseas investments, operations and marketing activities\*

**Ashford Hospitality Prime, Inc.** — obtained a federal court injunction on behalf of NYSE-listed REIT against hedge fund in proxy fight, which was upheld on appeal. *See Ashford Hospitality Prime, Inc. v. Sessa Capital*

(Master), L.P.\*

**Broker-dealer executive** — overturned the lifetime bar of a 30-year securities professional by successfully challenging the constitutionality of SEC administrative proceedings\*

**Insurance company** — represented an insurance industry client in a multi-billion dollar securities class action, a separate receivership claim, numerous related lawsuits filed in both state and federal court, a federal multi-district litigation (MDL) proceeding and appellate proceedings in the Fifth Circuit Court of Appeals and the US Supreme Court. *See Chadbourne & Parke LLP, et al. v. Troice*, 134 S. Ct. 1058 (2014); *Rishmague v. Winter*, 616 Fed. Appx. 138 (5th Cir. 2015)\*

**Financial advisors** — represented more than 100 financial advisors in federal court litigation arising from an alleged Ponzi scheme and in related appellate proceedings at the Fifth Circuit Court of Appeals and the US Supreme Court. *See Janvey v. Alquire*, 539 Fed. Appx. 478 (5th Cir. 2013), cert. denied, 134 S. Ct. 2871 (2014)\*

**Executives, financial advisors and SEC-registered issuers** — defended public company executives, financial advisors and SEC-registered issuers in SEC federal court litigation and injunctive actions\*

**City of Lewisville, Texas** — counsel to plan and execute the annexation of the Castle Hills development, which encompassed nearly 3,000 acres and approximately 18,000 residents and added nearly \$3 billion in property value to the City

\* Work completed prior to Bracewell

## Publications and Speeches

"WEBCAST: CARES Act Enforcement," DC Bar, October 22, 2020

## Education

Baylor Law School, J.D.  
2001 – *magna cum laude*

Texas Christian University, B.B.A.  
1998 – *cum laude*

## **Noteworthy**

*Chambers USA*, Texas Litigation: White Collar Crime & Government Investigations, 2022

*The Legal 500 United States*, Securities Shareholder Litigation, 2015; Securities Litigation Defense, 2016 – 2107

Thomson Reuters, *Texas Super Lawyers*, 2017 – 2020, 2022

Thomson Reuters, *Texas Super Lawyers*, Rising Star, 2006 – 2009, 2011 – 2016

*D Magazine*, “Best Lawyers” in Dallas, Securities Litigation and Enforcement, 2016 – 2018, 2021, 2022

Baylor Law School, *Baylor Law Review*, Assistant Managing Editor, Executive Editor, Notes and Comments Editor

## **Affiliations**

Dallas Bar Foundation

Dallas Association of Young Lawyers Foundation, Fellow

Dallas Volunteer Attorney Program

Rockwall Economic Development Corporation, Board of Directors

Dallas Summer Musicals, Advisory Board, Finance Committee, Audit Committee

## **Bar Admissions**

Texas