



# Richard H. Zelichov

Partner

Securities Litigation

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Sharp declines in stock prices often trigger shareholder litigation, particularly for companies in the technology, life sciences and financial sectors. Yet lawsuits alleging securities fraud are often filed quickly on the assumption that bad news means somebody did something wrong. Richard Zelichov represents clients in these precise high-stakes situations. He presents their stories clearly and effectively to the courts and regulators, often resulting in early dismissals and allowing his clients to refocus on their core business goals.

## Clear strategy for complex securities disputes

Richard handles a wide range of complex commercial litigation, with particular depth in representing public companies and their directors and officers in securities class actions and derivative suits across federal and state courts nationwide. He also counsels clients on corporate governance issues, Securities and Exchange Commission (SEC) enforcement matters, and conducts internal investigations.

Each matter begins with Richard building a detailed understanding of the client's business, operations and industry realities. That preparation allows him to present facts clearly to courts and regulators, defend the conduct of companies and individuals, and develop creative legal strategies grounded in the record.

Richard prides himself on being dedicated to his clients and responsive to their requests. He understands that his clients or client contacts often have persons to whom they need to report and provide information, or find themselves in the uncomfortable position of being named defendants in a litigation for the first time. He also explains the pros and cons of strategic options to clients so they can make informed decisions about what is in their best interests.

Spanning the technology and life sciences industries, Richard's clients have included Stamps.com, Amdocs, Edwards Lifesciences, Stratasys, Vulcan Ventures, Spectranetics, Retalix, Enzymotec and Camtek, as well as senior executives from numerous other companies. He defends organizations across a broad spectrum of matters, including accounting

## Practices

- Appeals and Critical Motions
- Litigation
- Securities Litigation

## Education

- JD, Columbia Law School, *James Kent Scholar*; *Harlan Fiske Stone Scholar*
- BA, Yale University, *cum laude with Distinction in Economics*

## Bar Admissions

- California

## Court Admissions

- US Supreme Court
- US Court of Appeals, Ninth Circuit
- US Court of Appeals, Tenth Circuit
- US District Court, Central District of California
- US District Court, Northern District of California
- US District Court, Southern District of California

## Community Involvements

- American Bar Association
- Association of Business Trial Lawyers, Los Angeles Chapter

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restatements, missed earnings projections, product recalls, executive compensation disputes, stock option issues, and M&A-related litigation.

Richard frequently authors articles and speaks on securities law topics. After law school, he served as a judicial clerk for the Honorable Alfred T. Goodwin of the US Court of Appeals for the Ninth Circuit.

## Representative Experience

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### Issuer Representations

- Defended Edwards Lifesciences Corporation in securities class action concerning missed forecasts for new transcatheter heart valve product.
- Defended Stamps.com in securities class action and stockholder derivative lawsuit in connection with issues arising out of its relationship with its largest strategic partner.
- Defended a community bank with a focus on fintech and technology companies in securities class action and individual stockholder action alleging that the bank engaged in a scheme to defraud the stockholders of one of its clients.
- Defended global medical supply company and its officers and directors in securities class action arising from its recall of a multipurpose contact lens solution.
- Defended Camtek, Ltd. in securities class action alleging claims of improper revenue recognition.
- Defended genetic testing and diagnostics company in securities class action in state court regarding statements made in its registration statement and prospectus for IPO.
- Defended director and investment company in securities class action and bondholder lawsuit arising out of failure and bankruptcy of a telecommunications company.\*
- Defended developer of cardiac health equipment and supplies and its officers and directors in securities class action, derivative litigation and SEC investigation arising out of allegations that company promoted its products for "off-label" use.
- Defended electric company and its officers and directors in securities class action litigation arising from investigation by Federal Energy Regulatory Commission.\*
- Defended Santa Barbara-based high technology company, and its officers and directors, in securities class action and derivative litigation arising out of company's failure to meet public projections.\*

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- Represented diversified global semiconductor leader as *amicus curiae* in securities class action before the US Supreme Court.\*

## Director and Officer Representations

- Defended former C-Suite executives of an electric vehicle manufacturer in securities class action and stockholder derivative litigation arising out of delays in production and loss of potential transformative government contract.
- Defended a former director of a public company bank holding company whose bank subsidiary was placed under the receivership of the Federal Deposit Insurance Company.
- Defended former CEO of Chinese operations of a pharmaceutical company in connection with Foreign Corrupt Practices Act investigations by US Department of Justice and US Securities and Exchange Commission.
- Defended officers and employees of mortgage lender in connection with investigations by US Department of Justice and US Securities and Exchange Commission concerning loan underwriting.
- Defended director of contact lens manufacturer in securities class action and derivative litigation arising out of numerous issues company faced over a two-year period during and following merger with competitor.\*
- Defend former CFO of Blue Coat Systems, Inc. in SEC investigation and various securities cases regarding the company's past practices relating to option grants.
- Defended former senior executive of Krispy Kreme, Inc. in various civil securities matters and in US Securities and Exchange Commission and US Department of Justice investigations related to company's restatement of financial results.\*

## Complex Civil Litigation

- Represented companies in connection with "earn-out" disputes and litigation related to mergers, licensing agreements, and other contracts.
- Defended major financial institution in lawsuit alleging claims for fraud, breach of fiduciary duty and violation of RICO in the sale of interest rate swaps.
- Defended multiple class action and mass action lawsuits alleging software negligence in the design and installation of point-of-sale software at gas stations and associated convenience stores throughout the United States.

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\*Experience prior to Katten

## Recognitions

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*Recognized or listed in the following:*

- *Best Lawyers in America*
  - Litigation - Securities, 2022–2024
  - Litigation - Regulatory Enforcement (SEC, Telecom, Energy), 2022–2024
- *Chambers USA*
  - Litigation: Securities, 2022–2025
- *Super Lawyers*
  - Southern California, 2013–2018
- *Super Lawyers Rising Stars*
  - Southern California, 2011–2012
- *The Legal 500 United States*
  - Recommended Attorney, 2016, 2019–2020, 2023–2025

## News

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- Katten Expands West Coast Securities Litigation Team With Return of Richard Zelichov (February 2, 2026)
- Katten Lauded in The Legal 500 United States 2023 (June 9, 2023)
- Katten Boosts Rankings in *Chambers USA Guide 2023* (June 1, 2023)
- Katten Attorneys Recognized by *Best Lawyers®* (August 18, 2022)
- Katten Ranked Leading Law Firm by *Chambers USA 2022* (June 1, 2022)
- Coronavirus (COVID-19) Resource Center (November 10, 2021)
- Katten Attorneys Listed in *The Best Lawyers in America®* (August 19, 2021)
- COVID-19 Securities Class Actions May Hinge on Disclosures (April 16, 2020)
- California Court of Appeals Affirmed Securities Class Action Win for Katten Client Natera (March 11, 2020)
- Katten Praised in The Legal 500 United States 2019 Guide (June 11, 2019)

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- Katten Attorneys in Southern California Honored on Super Lawyers List (February 16, 2018)
- Katten Attorneys Recognized in 2017 Southern California *Super Lawyers* List (March 9, 2017)
- Eighteen Katten Practices and 70 Attorneys Recognized by *The Legal 500 United States* 2016 (June 17, 2016)
- Nineteen Katten Attorneys Recognized in 2016 Southern California *Super Lawyers* List (January 20, 2016)
- Twenty-One Katten Attorneys Recognized as Top Attorneys in Southern California (January 21, 2015)
- Twenty-One Katten Attorneys Recognized on Southern California *Super Lawyers* List (February 10, 2014)
- Katten Wins Favorable Ruling for Board of Chinese Company in Nevada Supreme Court (October 15, 2013)
- Twenty-Two Katten Attorneys Included on 2013 Southern California *Super Lawyers* List (January 21, 2013)
- Attorneys Bruce Vanyo, Richard Zelichov and Christina Costley Discuss Say-on-Pay Lawsuits in *Business Law Today* (November 19, 2012)
- Attorneys Bruce Vanyo, Richard Zelichov and Christina Costley Author Article in *The D&O Diary* on "Say on Pay" Compensation (October 31, 2012)

## Publications

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- Financial Markets and Funds Quick Take | Issue 15 (June 13, 2023)
- *Capital Markets Compass* | Issue 6 (May 2023)
- *ESG Guidepost* | Issue 2 (May 2023)
- Risk Factor Disclosures Should Not Create More Risk for Companies (February 17, 2023)
- Delaware Chancery Court Issues *Delman* Decision Potentially Increasing Scrutiny of the Actions of SPAC Sponsors and Boards (January 31, 2023)
- Financial Markets and Funds Quick Take | Issue 6 (September 15, 2022)
- Financial Markets and Funds Quick Take | Issue 5 (August 16, 2022)

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- Increasing Geopolitical Risks Raise Disclosure Issues (July 28, 2022)
- Managing Shareholder Litigation Risk in an Unstable Geopolitical Environment (June 2, 2022)
- Section 11: Cases in State Court Post-Cyan – Is the Tide Turning? (May 18, 2020)
- Sometimes It's What You Don't Say That Gets You in Trouble (January 2018)
- Proxy Statement Attacks Continue (December 5, 2012)
- A New Wave of Say-on-Pay and Executive Compensation Proxy Litigation (October 29, 2012)
- Stamping Out Merger Objection Cases – Expedited Proceedings: A Privilege Not a Right (September 3, 2012)
- *In Terrorem* Impact of Securities Class Actions May Increase After *Amgen* (June 21, 2012)
- Supreme Court Holds That Proof of Loss Causation Not Required at Class Certification (June 9, 2011)
- Credit Crisis Litigation (September 1, 2008)
- 2006 Securities Class Action Perspectives (January 1, 2007)

## Presentations and Events

- Securities Litigation and Enforcement: Recent Developments and Current Trends (January 27, 2022)
- Rising Risks of Securities Litigation (NACD Webinar) (February 13, 2020) | *Speaker*
- Supreme Court Roundup: The Most Impactful Decisions for Corporations from the 2017–18 and 2018–19 Terms (July 18, 2019) | *Participant*
- 2015 Proxy Season Update: Key Considerations for Public Companies (December 11, 2014) | *Panelist*
- 2014 Proxy Season Update: Key Considerations for Public Companies (December 10, 2013) | *Panelist*
- Attacks on Proxy Statement Compensation Disclosure (March 22, 2013) | *Presenter*
- Trends in Securities Class Actions & Shareholder Derivatives Suits (July 9, 2009) | *Speaker* | *Trends in Securities Class Actions & Shareholder Derivatives Suits*

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- Practicing Law Institute's Securities Litigation (October 1, 2008)