

Richard H. Zelichov

Partner

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Practices

FOCUS: Securities Litigation
Appeals and Critical Motions
Litigation

Education

JD, Columbia Law School
BA, Yale University, *cum laude*

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

A sudden drop in stock prices — and the disappointment of stockholders that follows — can pose a danger to a company and its directors and officers, especially in the technology and life sciences industries. But accusations of deliberately misleading stockholders are frequently asserted too quickly and without any basis. Richard Zelichov helps clients in exactly this situation, digging deep to tell their story to the courts, government regulators and investors so cases can be dismissed, and his clients can get back to business.

Digging deep to tell his client's story

Clients turn to Richard for a wide range of commercial litigation matters. He has particular experience representing public companies and their directors and officers in securities class-action and derivative litigation in both federal and state courts throughout the United States. He also helps with matters before the SEC and with internal investigations.

Richard digs in to learn the details of the client's business to understand the issues facing his clients so that he can present them to courts and regulators in a comprehensible way. This allows him to explain the actions of the company or individual in a more convincing way and to develop creative arguments unique to a client's specific case.

Representing clients throughout the technology and life sciences sectors, Richard has worked with Amdocs, Vulcan Ventures, Edwards Lifesciences, Spectranetics, Retailix, Enzymotec, Superconductor Technologies and officers from several other companies. He defends companies in a wide variety of other industries in lawsuits arising from accounting restatements, failure to meet public projections, product recalls, executive compensation, option grants and mergers and acquisitions.

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"Richard's work is top-notch and timely. He's also excellent at explaining strategic choices available to the client." "Richard is one of the most talented lawyers available for securities. His dedication to the client is unmatched."

- *Chambers USA 2022*
(California, Litigation: Securities) survey response

Richard writes and speaks extensively on topics related to securities law. After law school, Richard served as a judicial clerk for the Honorable Alfred T. Goodwin of the US Court of Appeals for the Ninth Circuit.

Representative Experience

- Defend genetic testing and diagnostics company in securities class action in state court regarding statements made in its registration statement and prospectus for IPO.
- Defended Camtek, Ltd. in securities class action alleging claims of improper revenue recognition.
- Defended director and investment company in securities class action and bondholder lawsuit arising out of failure and bankruptcy of a telecommunications company.*
- 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.*
- 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.
- Represented diversified global semiconductor leader as *amicus curiae* in securities class action before the US Supreme Court.*
- Defended global medical supply company and its officers and directors in securities class action arising from its recall of a multipurpose contact lens solution.
- Defend 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.

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- 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.*
- 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.*
- Defended electric company and its officers and directors in securities class action litigation arising from investigation by Federal Energy Regulatory Commission.*
- Prosecute arbitration on behalf of former stockholders of Israeli-based technology company in dispute concerning "earn-out" provision in merger agreement.
- Defend major financial institution in lawsuit alleging claims for fraud, breach of fiduciary duty and violation of RICO in the sale of interest rate swaps.
- Prosecute lawsuit on behalf of private California corporation against certain shareholders relating to interpretation and application of corporation's articles of incorporation and bylaws.
- Defend Australian high technology company in various business disputes arising from expansion of its business into the United States.
- Defend television network against claims seeking half its profits in connection with successful animated series.
- Defended Edwards Lifesciences Corporation in securities class action concerning missed forecasts for new transcatheter heart valve product.
- 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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- Defended developer and manufacturer of nutritional ingredients and medical foods in securities class action concerning IPO, secondary offering, and other public statements concerning its two leading products.
- Defended lawsuit alleging trade secret misappropriation and breaches on NDAs on behalf of a leading provider of software billing, customer management and payment solutions to telecommunication and media companies.

*Experience prior to Katten

Recognitions

Recognized or listed in the following:

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

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News

- 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)
- Katten Named Top-Tier Firm in Structured Finance and Securitization by The Legal 500 United States 2020 Guide (June 16, 2020)
- 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)
- 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)

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- Katten Wins Favorable Ruling for Board of Chinese Company in Nevada Supreme Court (October 15, 2013)
- Partner Richard Zelichov Discusses the Evolution of Executive Compensation Securities Litigation with Law360 (March 25, 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

- Financial Markets and Funds *Quick Take* | Issue 5 (August 16, 2022)
- 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)
- Standards Vary for "Misleading" Statements in Stock Suits (February 25, 2019)
- Corporate Mismanagement Becomes Event-Driven Securities Litigation (October 21, 2018)
- 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)

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- 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)
- Who Cares What SCOTUS Says on Securities Fraud? (May 12, 2010)
- Securities Roundtable (February 2010)
- Securities Litigation Roundtable (August 2009)
- Reform Act Under Attack? (October 23, 2008)
- Credit Crisis Litigation (September 1, 2008)
- Securities Roundtable (April 2008)
- 2006 Securities Class Action Perspectives (January 1, 2007)

Presentations and Events

- Securities Litigation and Enforcement: Recent Developments and Current Trends (January 27, 2022)
- ESG Preparation, Enforcement, and Litigation: Past, Present, and Future (May 18, 2021) | *Panelist*
- 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*

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