

# Stuart M. Glass

Partner

T +1 (617) 248-4804 | sglass@choate.com



## EDUCATION

Boston University School of Law  
*cum laude*, JD, 1998

*Boston University Law Review*

University of Michigan  
*with high distinction, Phi Beta Kappa*,  
AB, 1995

Stuart Glass is a partner in the firm's Securities Litigation Practice. Mr. Glass has been named a *Massachusetts Super Lawyer* in Securities Litigation.

## PRACTICE FOCUS

### Securities Litigation:

Represents companies and individuals in securities class action lawsuits, derivative litigation, SEC investigations, internal investigations, merger and acquisition related litigation and corporate governance matters. Represents mutual funds, trustees and investment advisers in litigation involving alleged violations of the Investment Company Act of 1940, federal securities law violations and breaches of fiduciary duty. Represents boards of directors and special committees in internal investigations, including those relating to Foreign Corrupt Practices Act (FCPA) matters.

### Complex Commercial Litigation

Represents public and private companies, officers, directors, private equity funds and hedge funds in a wide range of business litigation matters.

## REPRESENTATIVE ENGAGEMENTS

- Represented pharmaceutical company in SEC investigation concerning clinical trials and disclosure of results. No enforcement action taken.
- Represented founder of apparel company in obtaining dismissal of securities fraud class action and derivative litigation concerning product quality disclosures.
- Represented former public company senior executive in dismissal of derivative litigation concerning revenue recognition issues.
- Conducted multinational investigation of private equity portfolio company concerning FCPA issues.
- Conducted investigations on behalf of special committees in response to shareholder derivative demand letters.

**ADMISSIONS**

Massachusetts

U.S. District Courts,  
Massachusetts & Colorado

U.S. Courts of Appeals,  
First, Second & Ninth  
Circuits

**PRACTICE AREAS**

Securities Litigation &  
Corporate Governance

- Represented public companies, officers and directors and investment banks in numerous cases in which plaintiffs have sought to enjoin M&A transactions. All deals closed on time.
- Represented companies, audit committees, special committees of the board and officer and directors in internal investigations and investigations by the SEC, FINRA and the Massachusetts Attorney General's Office.
- Represented Fortune 500 company in class action litigation alleging fraud and breach of contract.
- Conducted internal investigation of hedge fund concerning alleged insider trading. Represented company and its board of directors and senior management in class action and derivative lawsuits concerning the collapse of the credit and capital markets, including dismissal with prejudice of cases in which plaintiffs sought damages in excess of \$2 billion.
- Represented mutual fund trustees in obtaining dismissal of litigation involving redemption of auction-rate securities.
- Represented Fortune 100 company in trial of books and records case under Section 220 of Delaware General Corporation Law in which institutional shareholder sought access to corporate records involving executive compensation.
- Represented investment advisers, mutual funds and trustees in class and derivative actions, including litigation under Section 36(b) of the Investment Company Act of 1940 for the payment of allegedly excessive management fees and allegedly improper revenue sharing and distribution expenses.
- Represented major financial institution in arbitration involving termination of senior executive. Judgment entered for client on all claims.
- Represented public company and its officers and directors in post-closing dispute alleging fraud and unfair and deceptive acts and practices. Judgment in favor of clients upheld on appeal.

**PUBLICATIONS AND PRESENTATIONS**

- "SEC Enforcement Issues," *panelist Center for Professional Education Revenue Recognition Conference*, June 2017.
- "Third Ave. Directors, Others Settle Credit Fund Lawsuits", *quoted Board IQ*, April, 2017.
- "3 Ways To Help Chancery M&A Suits Survive Trulia," *quoted, Securities Law360*, July 2016.
- "SEC Enforcement Issues," *panelist, Center for Professional Education Revenue Recognition Conference*, June 2016.
- "Del. Wal-Mart Ruling Seeds Doubt Over Records Demands," *quoted, Class Action Law360*, May 2016.

- "Lawyers Weigh in on Supreme Court's Newman Rejection," *quoted, Securities Law360*, September 2015.
- "Lawyers Weigh in on DOJ's Newman Appeal to High Court," *quoted, Appellate Law360*, July 2015.
- "FEI Boston's Annual Ethics Seminar," *speaker, Financial Executives International*, June 2015.
- "SEC Enforcement Issues," *panelist, Center for Professional Education Revenue Recognition Conference*, June 2015.
- "Bharara's Newman Appeal Faces Steep Odds in 2<sup>nd</sup> Circ.," *quoted, Securities Law360*, January 2015.
- "Attorneys React to 2nd Circ.'s Insider Trading Ruling," *annotator, White Collar Law360*, December 2014.
- "Fraud on the Market after Halliburton," *speaker, Boston Bar Association*, September 2014.
- "Annual Ethics Continuing Education Program," *presenter, Boston Chapter of Financial Executives International*, Westborough, June 2014.
- "Libor Litigation Must Overcome Significant Obstacles," *co-author, Securities Law360*, May 2013.
- "Clouded Risks Will Require Lawyer-Accountant Collaboration," *co-author, Boston Business Journal*, January 2013.
- "\$104M Whistleblower Award – A Sign of Things to Come," *co-author, Law360*, December 2012.
- "Best Way for Boards to Answer Demand Letters? It Depends," *quoted, BoardIQ*, November 2012.
- "Caution: LIBOR Litigation Ahead," *co-author, Corporate Counsel*, September 2012.
- "On The Move: Spotlight," *featured, Boston Business Journal*, April 2012.
- "Choate Hall Lures Away Goodwin Procter Securities Vet," *featured, Securities Law360*, April 2012.
- "Securities and Business Litigation," *co-moderator, Massachusetts Continuing Legal Education Business Litigation Conference*, Boston, January 2010.

## PROFESSIONAL AND COMMUNITY INVOLVEMENT

Mr. Glass is a member of the Boston, Massachusetts and American Bar Associations. The Medical Legal Partnership of Boston awarded Mr. Glass its 2010 "Excellence in Pro Bono Award" for his representation of a foster mother in a housing discrimination case..