



## Washington, DC

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## Related Services

- Government Affairs
- Government Affairs & Regulatory Support
- Government Contracts
- Litigation
- National Security / CFIUS / Compliance
- Technology Transactions and Cybersecurity

## Education

J.D., University of Denver Sturm College of Law, 1988

B.A., Dartmouth College, 1981

## Gregory Jaeger Special Counsel

Greg Jaeger's practice focuses in the areas of government contracts, export controls, international trade sanctions, government investigations and the Foreign Corrupt Practices Act (FCPA) and related anti-corruption laws. He counsels companies on legal issues involving export controls and US sanctions laws and regulations under the International Traffic in Arms Regulations (ITAR), Export Administration Regulations (EAR), and Office of Foreign Assets Control (OFAC) regulations. Mr. Jaeger also advises companies and investors on supply chain accountability and on national security reviews of foreign investments in the United States by the Committee on Foreign Investment in the United States (CFIUS).

Mr. Jaeger has over 20 years of experience in representing both foreign and domestic clients in government contracts matters. He provides counsel on a range of issues involving the award, formation and performance of government contracts and, in particular, assists companies in addressing the numerous government contracting issues that can arise in connection with M&A transactions. These issues can include contractual compliance and performance, novations, organizational conflicts of interest, procurement integrity, small business/socio-economic programs, subcontracts and teaming agreements, government rights in IP and technical data, suspensions/debarments, and terminations for convenience and default. He also works with the firm's Real Estate Practice Group on GSA leasing issues.

Mr. Jaeger handles government contracts litigation, including pre- and post-award protests, claims and terminations, False Claims Act (FCA) matters, Fifth Amendment takings, and complex damages claims against the government. In addition to working as a trial and appellate lawyer in private practice, Mr. Jaeger served as a trial and appellate attorney for the United States Department of Justice in the Commercial Litigation Branch in Washington, DC, where he represented the United States and numerous Federal agencies in commercial litigation matters before the United States Court of Appeals for the Federal Circuit, the United States Court of Federal Claims and the United States Court of International Trade and was awarded a Special Commendation Award.

Mr. Jaeger's previous experience as a trial attorney for the Justice Department enables him to provide clients with unique insight and capabilities in negotiating with, and litigating against, the government. He is well versed in all aspects of FCA litigation: from the defense of companies

in the initial stages of an FCA suit, including responding to agency subpoenas and Department of Justice Civil Investigative Demands, conducting internal investigations regarding FCA allegations, strategically employing early motions practice regarding the unique elements of FCA claims, to dismissal of allegations asserted against a company. His experience also includes the conduct of, and the defense against, written discovery, fact and expert witness depositions and trial before the Court or jury.

In FCA cases that are initiated by private individuals (known as *qui tam* relators), Mr. Jaeger has litigated the unique issues that arise from these suits and in developing the particular defenses that the FCA statute provides against such suits. He has not only defended large corporate clients against both government-initiated FCA suits and *qui tam* suits, but has also prosecuted such suits on behalf of the Department of Justice. This experience on “both sides of the aisle” provides clients with unique insight and capabilities in defending against FCA allegations.

Mr. Jaeger also has trial and appellate experience in state court litigation, and in litigating complex commercial matters before various federal district and appellate courts, including the U.S. Supreme Court.

Mr. Jaeger has represented both foreign and domestic clients in export control and trade sanctions matters, including compliance with the International Traffic in Arms Regulations (ITAR), the Export Administration Regulations (EAR), the trade sanctions/embargo regulations administered by the Office of Foreign Assets Control (OFAC), the Anti-Boycott Regulations administered by the Department of Commerce and the Foreign Corrupt Practices Act. He also has worked with clients in resolving Committee on Foreign Investment in the United States (CFIUS) and national security issues.

Mr. Jaeger’s experience in these areas includes compliance counseling and reviews, the development and implementation of compliance programs, classification and licensing issues, voluntary disclosures, due diligence reviews and investigations of individuals and corporate entities, conducting internal investigations and defending against government investigations. In the M&A arena, Mr. Jaeger has conducted dozens of due diligence reviews/investigations in each of the above areas, from both the buy and sell side.

#### **Representative Matters**

- Representation of major corporations operating globally in aerospace, defense and security sectors; advice and counsel concerning U.S. national security regulatory approvals for acquisitions, including export control compliance matters before the Department of State and the Department of Commerce.
- Represented an Italian multinational electric power transmission and telecom cable manufacturer in a \$1.5 billion transaction before CFIUS, and counseled on a variety of matters involving export controls, general security, industrial security, U.S. sanctions and FOCI compliance.

- Advise a major European company engaged in the defense contractor market in the U.S. on matters of national security; foreign ownership, control, and influence; export control compliance; government contracts; intellectual property; and corporate and employment issues.
- Representation of German multi-national corporation before CFIUS and the Directorate of Defense Trade Controls in connection with the German corporation's \$5 billion acquisition by a Chinese corporation, the largest acquisition of a German company by a Chinese investor, and the first Chinese corporate acquisition of a publicly traded German company.
- Representation of a major Italian industrial group operating globally in aerospace, defense and security sectors; advice and counsel concerning U.S. national security regulatory approvals for acquisitions.
- Representation of major British defense company in numerous acquisitions of U.S. national security contractors, including a \$1.8 billion acquisition.
- Representation of a major U.K. electronics firm in its acquisition of several U.S. defense businesses.
- FCPA investigations, training and compliance programs.
- Export-control matters before the U.S. Departments of State and Commerce.
- Trade sanctions matters before the U.S. Department of the Treasury, OFAC and OFAC Compliance Programs.

#### **Speeches & Events**

- Participant, Roundtable Discussion on Topics on the Under Secretary's 2019 Agenda, Washington, D.C., March 25, 2019
- Moderator, "Anticipating and Navigating Government Review of Tech Transactions," Licensing Executives Society (LES) 2017 Spring Meeting, Washington, DC, May 10, 2017
- Speaker, "The Annual Aerospace & Defense Acquisitions Roundtable," Washington, DC, April 19, 2016
- Speaker, Special Briefing for Embassy of the United Kingdom, Washington, DC, February 26, 2016
- Speaker, U.S. Legal Implications of Foreign Direct Investment for Chinese CEO's, Washington, DC, September 23, 2015
- Speaker, "Legal and Regulatory Issues that Make the Defense Sector Unique," The Defense Industry in a Time of Change, New York City Bar Association, March 27, 2014

#### **Publications**

- Co-author, "Senior Leadership Offers the Inside Scoop on CFIUS: A Few Items Worth Noting," *Stroock Client Alert*, September 18, 2023
- Co-author, "What We Saw in the Shadows: A Close Look at the CFIUS Annual Report," *Stroock Client Alert*, August 3, 2023
- Co-author, "Proximity to Power: CFIUS Seeks to Broaden its Jurisdiction over Real Estate Transactions," *Stroock Client Alert*, May 8, 2023

- Co-author, "The BEA Survey of Foreign-Owned Businesses Is Coming Around Again," *Stroock Client Alert*, February 23, 2023
- Co-author, "It's Now Official: The United Kingdom and New Zealand Are 'Excepted Foreign States,'" *Stroock Client Alert*, February 14, 2023
- Co-Author, "New Russia Sanctions: Focus on Facilitators of Sanctions Evasion and Virtual Currency Mining," *Stroock Client Alert*, April 22, 2022
- Co-Author, "FinCEN to Banks: Look Out for Proceeds of Russian Kleptocracy (But Other Businesses Need to Pay Attention as Well)," *Stroock Client Alert*, April 18, 2022
- Co-Author, "New U.S. Sanctions, Prohibition on New Investment in Russia, and Possible Russian Countermeasures," *Stroock Client Alert*, April 13, 2022
- Co-author, "The U.S. is Going After Oligarchs' Assets: Is Your Transaction at Risk?," *Stroock Client Alert*, March 22, 2022
- Co-author, "New Bans on Russian Imports, Exports and Investments: What Businesses Need to Know," *Stroock Client Alert*, March 14, 2022
- Co-author, "Russian Sanctions Reach the Energy Sector: What Businesses Can and Can't Do," *Stroock Client Alert*, March 9, 2022
- Co-author, "The Bright Line Gets Brighter: The List of 'Critical Technologies' Requiring CFIUS Review Gets an Update," *Stroock Client Alert*, November 25, 2021
- Co-author, "Stopping The Clock: CFIUS Gives 'Excepted Foreign States' Another Year To Get Their House In Order," *Stroock Client Alert*, November 17, 2021
- Co-author, Bankruptcy Can Trigger CFIUS Review, *Stroock Client Alert*, May 10, 2021
- Co-author, "New Year, New NISPOM," *Stroock Client Alert*, February 24, 2021
- Co-author, "CFIUS Initiatives Signal Opportunities for Some Foreign Investors," *Stroock Client Alert*, February 4, 2021
- Co-author, "NID Requirements Further Liberalized for NTIB Countries," *Stroock Client Alert*, December 1, 2020
- Co-author, "Déjà vu All Over Again: Biden's CFIUS Should Feel Familiar," *Stroock Client Alert*, November 23, 2020
- Co-author, "Foreign Investments in the U.S. Insurance Industry Are Subject to Potential Review by the Committee on Foreign Investment in the United States," *Stroock Client Alert*, October 23, 2020
- Co-author, "This Week: New Rules Affect Mandatory CFIUS Filings and Export Controls," *Stroock Client Alert*, October 13, 2020
- Co-author, "Foreign Investments in the U.S. Insurance Industry are Subject to Potential Review by the Committee on Foreign Investment in the United States," *Stroock Client Alert*, September 30, 2020
- Co-author, "Tick-Tock, TikTok: CFIUS Indicates Time May Be Running Out for Chinese Ownership of TikTok," *Stroock Special Bulletin*, August 4, 2020

- Co-author, “Bipartisan Legislation Could Open Foreign Supply Chains to New Scrutiny”, *Stroock Special Bulletin*, July 13, 2020
- Co-author, “Proposed CFIUS Regulations May Shortcut Filing Requirements for Investors From Allied Countries”, *Stroock Special Bulletin*, May 27, 2020
- Co-author, “Treasury Takes a Cut: CFIUS Filing Fees Begin This Week,” *Stroock Special Bulletin*, April 29, 2020
- Co-author, “Foreign Ownership, Control, or Influence: FOCI Review Now Reaches DOD Unclassified Contracts and Subcontracts,” *Stroock Special Bulletin*, April 16, 2020
- Co-author, “Is There a New Sheriff in Town?” *Stroock Special Bulletin*, April 10, 2020
- Co-author, “An Old Law for the New War: Defense Production Act Not Just for Government Contractors,” *Stroock Special Bulletin*, April 2, 2020
- Co-author, “Mapping Risk: New CFIUS Tool for Real Estate Investors,” *Stroock Special Bulletin*, March 31, 2020
- Co-author, “COVID-19, CFIUS and the Defense Production Act,” *Stroock Special Bulletin*, March 26, 2020
- Co-author, “CFIUS Filing Fees: Proposed Rule Announced,” *Stroock Special Bulletin*, March 5, 2020
- Co-author, “New Decade, New CFIUS: New Rules Expand CFIUS Reach Into Non-controlling Investment and Real Estate,” *Stroock Special Bulletin*, January 22, 2020
- Co-author, “Breaking News: Final CFIUS Regulations Published by Treasury,” *Stroock Special Bulletin*, January 13, 2020
- Co-author, “CFIUS and Foreign Investment: 2020 Brings Changes to U.S. National Security Regulations,” *Stroock Special Bulletin*, January 6, 2020
- Co-author, “Outside Director/Proxy Holder Requirements Are Changing,” *Stroock Special Bulletin*, October 15, 2019
- Co-author, “Real Estate Transactions Impacted by New CFIUS Regulations,” *Stroock Special Bulletin*, September 23, 2019
- Co-author, “Long-awaited CFIUS Regulations Published for Comment,” *Stroock Special Bulletin*, September 18, 2019
- Co-author, “Key CFIUS Concerns for Funds,” *Stroock Special Bulletin*, September 12, 2019
- Co-author, “CFIUS Clarifies Its Investment Funds Exceptions (Via Additions to Its FAQs for the Critical Technology Pilot Program),” *Stroock Special Bulletin*, July 10, 2019
- Co-author, “Feddo Senate Confirmation Hearing Heralds New Era of Leadership for CFIUS,” *Stroock Special Bulletin*, June 6, 2019
- Co-author, “NID Requirement Will End Sooner Than Anticipated for Some Entities,” *Stroock Special Bulletin*, April 25, 2019
- Co-author, “The New Reality: CFIUS Now Able to Impact Deal Timelines During a Government Shutdown,” *Stroock Special Bulletin*, January 23, 2019

- Co-author, "New Rules for New Deals: What You Need to Know About the CFIUS Pilot Program," *Stroock Commentary*, December 4, 2018
- Co-author, "Treasury Pilot Program Requires CFIUS Declarations for All Qualifying Investments," *Stroock Special Bulletin*, October 10, 2018
- Co-author, "CFIUS Reform Flies, But With Clipped Wings," *Stroock Special Bulletin*, July 26, 2018
- Co-author, "CFIUS Reform Easily Passes Senate," *Stroock Special Bulletin*, June 19, 2018
- Co-author, "The Elephant in the Room," *Stroock Special Bulletin*, December 4, 2017
- Co-author, "Four Things You Need to Know About the CFIUS Reform Legislation," *Stroock Special Bulletin*, November 8, 2017

**Admitted To Practice**

District of Columbia

Various Federal Courts of Appeals and District Courts; U.S. Supreme Court

**Clerkships**

Law Clerk, U.S. District Court, District of Colorado, 1988-1989