



DAVID COOK

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OVERVIEW

David C. Cook, a seasoned investigator, leads the San Francisco and Los Angeles offices of Guidepost Solutions. He specializes in litigation support, internal investigations, due diligence, fraud and theft of trade secret investigations.

Mr. Cook utilizes his background as a former special agent with the Federal Bureau of Investigation when conducting investigations and interviews. His usual approach is to listen, while suspending judgment and empathizing with both victims and those who may have been dishonest or deceitful. Those who have worked with him remark on his ability to find the humanity in serious situations and put his clients at ease.

With more than 30 years of experience, Mr. Cook has worked with law firms, corporations, financial institutions, high tech companies, non-profits as well as private equity and venture capital firms, and companies in the medical device and food and beverage products sector. He has been engaged on cases involving embezzlement, trade secret theft and misappropriation, export violations, stock options backdating, securities fraud, franchise litigation, workplace harassment and assault and background investigations of people and entities worldwide in connection with proxy battles, investments, and joint venture/supplier/distributor agreements.

Additionally, Mr. Cook has counseled law firm and corporate clients on issues involving workplace violence, including the planning and implementation of enhanced security measures, and conducting interviews of both victims and alleged perpetrators.

Prior to joining Guidepost in 2013, Mr. Cook served as the director of the Ryan LLC Fraud and Forensic Recovery practice in California. Previously, he was a director at the San Francisco office of Deloitte Financial Advisory Services LLP and led its West Coast Business Intelligence Services practice.

Mr. Cook also served as a regional managing director for SafirRosetti, founder and chief executive officer of Noesis and managing director of Kroll Associates. Earlier in his career, he served eight years with the Federal Bureau of Investigation as a special agent, legal advisor and instructor. He worked on white collar crime, organized crime and foreign counterintelligence matters.

SOLUTIONS

Risk + Compliance

Corporate Integrity Monitoring

Corporate Investigations

Litigation Support

Due Diligence + Business Intelligence

Workplace Investigations

Forensic Accounting

Federal Procurement

EXPERIENCE

- Retained by Special Committee of Board of Directors of a high-profile Silicon Valley software company to investigate allegations that the CEO threatened his finance team to inappropriately book revenue and grossly inflate forecasted and annual recurring revenue to investors while underpaying royalties and ignoring revenue sharing obligations.
- Managed internal investigation of Silicon Valley startup founded by a high-profile technology Founder/CEO after a whistleblower alleged fraudulent revenue recognition practices, inflation of forecast revenues within a culture lacking internal controls. Our investigation established the company was worth 25% of what was presented to investors, revealed documents had been altered by a senior officer and uncovered conflicts of interest – numerous transactions with vendors were not arm's length. Our research, investigation and interviews encouraged those vendors to collectively return approximately \$500,000.
- Retained by general counsel of U.S. subsidiary of an iconic Japanese company to investigate allegations that senior management practiced race-based favoritism when making promotions, granting pay increases, approving expense accounts and awards for employee recognition, and selecting those to attend and present at international conferences.
- Retained by public software company to investigate allegations that a senior sales representative had sexually assaulted an employee of another company at an industry trade show. With interviews of eyewitnesses and local law enforcement who had conducted a limited investigation and decided there was insufficient evidence to successfully prosecute, Mr. Cook interviewed the employee and obtained voluntary admissions that supported termination for violating the client's business code of conduct. Owing to the delicate manner in which the investigation was handled, neither the employee nor the victim filed suit against our client.
- Prior to joining Guidepost, retained by a major law firm in its defense of the CFO of a pharmaceutical company in a federal criminal securities trial. This stemmed from what was then the largest drop in share price of a public company after it was discovered that a company recently acquired by the pharmaceutical company was riddled with fraud. Mr. Cook interviewed witnesses with lead counsel, reviewed contracts and communications records and testified as a summary witness at the six-week bench trial that resulted in a complete acquittal.
- Retained by law firm representing lifetime director of a charitable foundation in a lawsuit alleging mismanagement, self-dealing, conflict of interest and breach of fiduciary duty by the foundation's president and other directors. Mr. Cook qualified and testified at trial as an expert on conducting internal corporate investigations. This was to support the director's right to inspect books and records via direct unfiltered on-site access, countering defendant counsel's claim that traditional voluntary discovery, overseen by the foundation, was sufficient to satisfy the plaintiff director's request.

- Mr. Cook was part of the Guidepost team in the federal monitorship (2015-2018) of General Motors pursuant to a deferred prosecution agreement entered with the U.S. Attorney's Office, Southern District of New York.
- Retained by the Chairman of a corporate partner to one of the world's largest entertainment companies whose public reputation was built on promoting "family values," to investigate an extortion plot against the corporate partner's CEO. Based on a forensic examination of the client's servers, the CEO's corporate laptop and cell phone, travel records and an interview of the CEO, the CEO confessed to having arranged during an international business trip, a liaison at his hotel through a dating app that connected persons with certain sexual fantasies. It was a dating site used by extortionist participants who threatened to release video recordings of liaisons unless the male participant paid. Following the confession and proof the CEO used corporate funds to pay the extortionist's initial demands, the CEO voluntarily and quietly resigned.
- After being interviewed by the Tribal Council of an Indian tribe in California, its general counsel and executive director, Mr. Cook was retained to conduct an internal investigation into the role of a senior council member in an advance fee loan scheme perpetrated by an ostensible charitable foundation and a supposed outside escrow attorney. The foundation had requested and received a \$250,000 fee in exchange for its best efforts to obtain a \$10M loan the tribe needed to operate a recently constructed casino. Our investigation cleared the senior council member who had also been victimized in a similar scheme by the same foundation. Following an exhaustive review of emails, other correspondence and conducting approximately 20 interviews, Mr. Cook determined that no tribal member personally benefited from the sham loan transaction. Guidepost's report was used to pursue assets of the perpetrator who Guidepost had discovered had been indicted for a similar scheme just after loan negotiations began with the tribe. The report also provided recommendations on due diligence procedures for the tribe's future financial transactions with outside third parties.
- Retained by a U.S. graduate school to conduct due diligence on an Asia based educational company which wished to partner with our client. Mr. Cook conducted an extensive review of the potential partner's track record in other joint ventures as well as their corporate culture and reputation. Based on this research, the client proceeded with the partnership that has successfully expanded the curriculum for our client's students.
- Conducted due diligence on a China based educational company wishing to represent a U.S. based foreign student exchange program. Mr. Cook's research and investigation in China determined that the representations made to the client were fabricated and the Chinese company's stated physical location did not exist.
- Retained by the defense team of a top 20 law firm in a high-profile international defamation case that required research and investigation of the plaintiff's professional and personal life in the United Kingdom and Asia. Mr. Cook's findings assisted counsel in setting trial strategy. Jury verdict was for the defense.
- Retained by the private office of one of Silicon Valley's highest profile tech entrepreneurs to investigate theft of his identity resulting in negative publicity within the community and financial loss. Mr. Cook's investigation identified the perpetrator and established liaison with law enforcement who prosecuted the individual.
- Retained by a national religious organization to conduct due diligence on a prospective donor to establish the person's reputation and financial wherewithal to make good on a multi-million-dollar pledge.
- Retained by a venture capital founder who wished to hire a well-qualified candidate to fill a senior position. The candidate had voluntarily disclosed a family association with a convicted felon, now international fugitive in a major drug trafficking case. Through international sources and law enforcement liaison, Mr. Cook determined the circumstances of the relative's fugitive status and confirmed the candidate's account of his family's distant relationship with the fugitive.
- Prior to joining Guidepost, Mr. Cook was retained by the Kecker & Van Nest law firm (KVN) on behalf of Cadence Design Systems, Inc. in *Cadence v. Avant!*, one of Silicon Valley's highest-profile and largest misappropriation of trade secrets cases. In addition to conducting an investigation contributing to KVN obtaining an injunction, restitution, and a settlement exceeding \$450M against Avant!, Mr. Cook's investigation helped support a criminal search warrant by the Santa Clara County District Attorney's office which won criminal convictions of Avant! and several executives. His investigation included surveillance that determined Avant! had leased an office for clandestine meetings with current and former Cadence employees who were misappropriating trades secrets.
- Retained by major multinational pharmaceutical company in a bet the company arbitration over contractual and

patent rights to a breakthrough drug therapy. Assignment was to conduct in depth research on opposing expert scientists. Based on Mr. Cook's research, identifying all the scientists' published articles including those authored at U.S. and UK universities when they were then Ph.D. candidates, and their testimony in previous cases, the client's trial counsel was able to fashion an effective cross examination strategy during the two-week arbitration where the client prevailed.

- Law firm contacted Mr. Cook to determine why its corporate client's former 50-acre industrial parcel remained contaminated several years after retaining a soil remediation expert to treat the soil. The property, located adjacent to a closed railroad yard where various chemicals and oil had been dumped, had been sold to a major municipal entity that had since constructed several public buildings on the site. Based on an anonymous letter produced by the remediation firm during discovery (suggesting that corners had been cut during the remediation process), Mr. Cook assisted the client in identifying and locating the likely author from a list of suspect employees, based on a handwriting report. After conducting a background investigation of this potential witness and designing an approach with a former FBI profiler, Mr. Cook learned during the interview, despite the interviewee writer's reluctance to cooperate, that a portion of the anonymous letter, unbeknownst until that interview, had been purposely omitted by the soil remediation firm before it was produced during discovery. This finding that uncovered even more damaging information about the remediation practices, greatly assisted the law firm's strategy in pretrial settlement negotiations and allowed their client to avoid millions in damages.

EDUCATION

- Juris Doctor, Gonzaga University School of Law
- Bachelor of Science, Economics and Political Science, Willamette University