

^Δ Admitted in RI, MA, CT & IA**-VIA ECF AND EMAIL-**

July 25, 2022

The Honorable Analisa Torres
 United States District Judge
 Daniel Patrick Moynihan Courthouse
 500 Pearl Street
 New York, NY 10007

Re: Amici curiae's Reply in *SEC v. Ripple Labs Inc.*, et al., No. 1:20-cv-10832-AT-SN (SDNY)

Dear Judge Torres:

Unprecedented is a gross understatement when describing this case. Because of the SEC's sweeping allegations that XRP itself is a security, almost immediately this case was dubbed: *The Cryptocurrency Trial of the Century*. See *SEC v. Ripple: The Cryptocurrency Trial Of The Century*, at <https://forbes.com/sites/roslynlayton/2021/12/29/sec-v-ripple-the-cryptocurrency-trial-of-the-century/?sh=63ac2cf55417> ("The case represents a significant regulatory overreach."). If this Court were to adopt the SEC's theory regarding XRP, it would dramatically change the regulatory landscape for the entire cryptocurrency industry.

I. The SEC's Unlawful Expansion of Howey: The Token Represents A Security *Per Se*

Although the SEC laments amici's presence in this case, the SEC itself is to blame because of its unprecedented allegations. Indeed, the SEC's XRP is a security *per se* theory has been at issue from the *very beginning* of this case. As the defense correctly pointed out:

The SEC included in its complaint conclusory allegations suggesting XRP is **always** a security, and therefore that **every** offer, sale, or transaction involving XRP is subject to the panoply of regulatory requirements mandated by the federal securities laws.

ECF No. 86 at 2 (emphasis added). During the *very first* substantive hearing, Judge Netburn questioned the SEC's implausible theory that "every individual in the world who is selling XRP [is] committing a Section 5 violation." See *Hr'g Tr.* 44:7-9 (Mar. 19, 2021). The Defendants' cogent recitation of the SEC's response to Judge Netburn encapsulates the underlining issue:

The SEC did not dispute the premise of [Judge Netburn's] question, responding ambiguously that... **non-parties' XRP transactions** would likely be exempt under Section 4...which only applies to a "security" subject to registration under Section 5, the SEC essentially confirmed that – **regardless of the seller or circumstances of the sale** – XRP is in its view, *per se*, an investment contract and therefore **a security *per se***. That premise – if accepted – **would empower the SEC to regulate vast numbers of non-parties**, including digital asset exchanges, vendors, and **retail holders**. This directly threatens the interests of [amici]...even though there is **nothing about their conduct** that could plausibly make XRP an "investment contract" (and thus a security) in the context of this litigation.

ECF No. 86 at 3 (emphasis added). After that hearing, and prior to the Court granting amicus status, the Defendants specifically asked the SEC to clarify its theory and thus minimize amici's involvement. ECF No. 86. The Defendants unambiguously asked whether the SEC was seeking "to establish...XRP is an investment contract *per se*...or that Defendants' sales of XRP resulted

in an investment contract based on the circumstances of those sales.” *Id.* at 1. The SEC responded: “[t]he XRP traded, even in the secondary market...*represents* that investment contract.” ECF No. 153 at 24 (original emphasis). The SEC’s “representation theory” constitutes an unlawful expansion of *Howey*. Commissioner Hester Peirce agreed that SEC enforcement lawyers are precariously expanding *Howey* (as applied to XRP) when she publicly criticized the SEC’s theory by stating: “**What we’ve done now** is said the orange groves are kind of like [i.e. represent] the security.” See Mar. 9, 2021 Interview of SEC Commissioner Hester Peirce on the *Thinking Crypto* YouTube Channel, available at https://youtu.be/_qihfMblk_g (emphasis added).

II. The Expert Firestorm

In order to somehow prove that the XRP traded *today*, in the secondary market, independent of Ripple, *represents* an investment contract with Ripple, the SEC arms itself with the opinions of a paid expert from an entity granted a multi-million-dollar government contract - funded by the SEC to support its unprecedented expansion of *Howey*. The SEC objects to my request to file a non-duplicative Amicus Brief regarding this one expert. ECF No. 556. Despite the expert providing opinions regarding amici’s state of mind when purchasing XRP, the SEC asserts amici should not be allowed to participate because Ripple shares a common interest and the “proposed brief would merely duplicate Defendant’s efforts.” *Id.* at 3. But I made clear I would only seek “leave to file a **non-duplicative** *Daubert* Amicus Brief.” ECF No. 489 at 2 (emphasis added). Unfortunately, my request inadvertently provoked a firestorm the SEC blames on me. However, all the recent issues related to this expert would have been avoided had the SEC agreed to share a then *non-Confidential report* after I agreed to comply with the existing protective order. My proposal was that I would read the report and deposition testimony and, after reviewing Ripple’s *Daubert* motion, would only seek leave if I could offer the Court a “**non-duplicative**” perspective. *Id.* It was entirely possible that I would review Ripple’s motion and do nothing. The SEC now not only objects to amici’s participation in the *Daubert* challenge but moves to punitively bar me from participating any further. ECF No. 556 at 4.

A. Ripple and SEC Lawyers Identified Experts Well Before Amici’s Motion

It was impossible to foresee the issues that arose from the disclosure of the expert’s name. Prior to amici’s motion identifying an expert, both Ripple and the SEC publicly discussed one of the SEC’s other experts as well as defense experts in relation to a Motion to Strike an SEC Supplemental Expert Report. See ECF Nos. 439, 442, 448, and 455. Judge Netburn’s decision on the issue also publicly identified experts. See ECF No. 469. I never anticipated the issues with the second SEC expert nor should I have been expected to, particularly in view of the release of the other expert’s identity by the parties. As for threats or harassment, I have publicly denounced and discouraged such activity. I have received threats myself and take them seriously. In truth, the parties and the Court are aware that I have been included on threatening correspondence. In light of the above it would be grossly unfair to single out and punish me for threats made by people over whom I have no control.

B. The SEC’s Hypocritical Stance Regarding The Expert Report

Not surprisingly, the SEC took the opposite position (regarding the same expert) with different XRP holders who share the SEC’s desired goal. In an Oakland federal court, several XRP holders sued Ripple alleging XRP sales violated securities laws. See *In Re: Ripple Labs Inc. Litigation*, Case No. 18-cv-06753 (N.D. Cal.). In Oakland, the judge ruled Ripple must produce all written discovery and deposition testimony produced **in this case**, including all SEC

expert reports *Id.* at D.E. 167 at 1. The SEC did not object to these XRP holders obtaining the same information sought by amici. In Oakland, the XRP holders already have the identical expert report the SEC refuses to provide amici only because the SEC is aligned with those XRP holders. The SEC's diametrically opposed legal positions is consistent with Judge Netburn's harsh but accurate observation that the SEC is "adopting its litigation positions to further its desired goal, and not out of a faithful allegiance to the law." ECF No. 531 at 6.

III. A Common Interest Doesn't Negate Amici's Role

In determining whether to reject the SEC's request to bar amici, the Court should consider that, in a sworn interrogatory, Ripple unambiguously stated it "does not have knowledge of all current and potential 'uses' and 'functions' of XRP, and such information is outside of Ripple's possession, custody or control[.]" See Def.'s Resps. and Objs. to Pl.'s First Set of Interrogs. at 6-7, ECF No. 165-4. The SEC had asked Ripple to list all known use cases for XRP and Ripple responded, in part, by referring the SEC to a letter motion put forward by me. *Id.* Even assuming a common interest, it does not negate amici's role considering this Court acknowledged: "[amici] may view XRP differently from Defendants and **thus may stress different arguments[.]**" ECF No. 372, at 9 (emphasis added). The specific *Daubert* issue here involves amici's acquisition and use of XRP, acquired in the secondary market, independent of Ripple. It follows that amici may offer a distinct perspective and "stress different arguments." *Id.*

IV. Amici Complied With This Court's Order

The SEC attempts to cast amici in an unfavorable light, suggesting amici is attempting to avoid this Court's order disallowing amici to present evidence. I delivered to **the parties, not the Court**, affidavits signed by XRP holders from the U.S. and abroad. I provided information demonstrating the validity and methodology of their creation and collection. Considering Ripple affirmed that it lacked knowledge of all current and potential uses of XRP and that such information was outside of Ripple's possession, it made sense to provide the information. I delivered the documents **to the parties** in an effort to offer the foundational basis of amici's perspective for potential participation in the briefing of legal issues. The SEC is upset because I stated that I hoped Ripple would choose to utilize the affidavits. But I made no demands or threats of any kind. I hoped the affidavits would be helpful to a party that swore under oath it lacked full knowledge. All I and amici can do is hope because *the reality is the parties are free to use or reject the affidavits as they see fit and I and amici can do nothing about it*. In essence, the SEC criticizes me for complying with this Court's order. See ECF No. 372 at 10 ("Defendants have the opportunity and motive to **acquire the evidence [amici] would offer**") (emphasis added). Candidly, I could have forwarded the affidavits to *only* Ripple to be utilized pursuant to Rule 56 but instead forwarded them to both sides for transparency. See Rule 56.¹

V. Since The SEC Cannot Attack Amici's Message, It Attacks Amici's Messenger

For the second time, the SEC engages in character assassination, asking the Court to revoke amici status and bar me from further participation in this matter. It is not a coincidence that the SEC makes this radical request on the eve of summary judgment filings – the proceedings this Court signaled as the most relevant and desirable for amici's participation. ECF

¹ The SEC also complains about the Proposed Answer I filed accompanying the motion to intervene. Rule 24(c), however, provides that "the motion **must** state the grounds for intervention **and be accompanied by a pleading** that sets out the claim or defense for which intervention is sought." (emphasis added).

No. 372 at 11 (“The Court contemplates that such assistance will be most beneficial during briefing on dispositive motions”). The SEC recycles materials it previously provided to this Court when it argued against granting amici status. This information was known to the Court when it granted amici status but granted it anyway. This issue was fully addressed in amici’s reply memorandum to the motion to intervene. It deserves no further comment. *See* ECF No. 186 at 8-10. While I cannot control people on social media, I have made every effort to promote and respect the judicial process. Considering the public outcry related to this case, my presence has likely minimized disruptions from the public. I have cautioned against recording Court proceedings; to never contact the Court, witnesses, the parties or their attorneys; and cautioned against calling into hearings before the scheduled time. *See* Deaton Decl. Ex. A.

Nothing “presented by the SEC warrants a reversal of this Court’s decision to allow [amici’s] participation.” ECF No. 555 at 2. In truth, the SEC’s personal attack is retaliation over my efforts demanding an investigation into the massive conflicts of interests related to the June 14, 2018 Hinman speech, declaring Ether a non-security.² That speech has been the main focus of litigation throughout this case and it continues to dominate the proceedings. My efforts, with others, led an independent non-profit watch-group, Empower Oversight, to request a referral to the Inspector General to investigate the Hinman speech. Additionally, my Connect to Congress Campaign has caused almost 60,000 messages to reach members of Congress regarding the improprieties related to the Hinman Speech. Recently, during a congressional hearing, the Director of Enforcement was questioned regarding the speech and the ethical issues associated with giving it. *See* Hybrid Hearing – Oversight of the SEC’s Division of Enforcement, at <https://youtu.be/hIYJ4aa8k2I> (at 1:05:35). Hence, the SEC’s vicious personal attack on me.

VI. Conclusion: Amici Should Not Be Denied Participation

The relevant inquiry is whether this Court views an amicus brief “desirable because they represent third parties whose particular interests may be affected by the Court’s ruling and whose particular interests are echoed in broader public interests.” ECF No. 372 at 10. In light of the Court’s language, other than summary judgment, it is difficult to imagine a more specific and relevant issue deserving amici’s participation. It is undeniable that amici’s interests “are echoed in broader public interests.” *Id.* Although this Court envisioned amici’s assistance during briefing on dispositive motions the Court stated it “may exercise its discretion to request or deny further applications as appropriate.” *Id.* at 11. Considering the SEC’s unyielding claim that *all* XRP are investment contracts *per se*, the Court’s decision regarding *Daubert* could prove dispositive. Amici should not be punished for making such an application. The expert’s opinion and testimony strike at the heart of amici’s desired role in this case. The only chance the SEC has at establishing today’s XRP, traded in the secondary market, is an investment contract (or representation thereof), is by offering expert testimony regarding the state of mind of secondary market purchasers, like amici. Amici did not rely on the efforts of Ripple when acquiring XRP, nor will they voluntarily choose to rely on the efforts of Ripple or its Defense team to protect them. Accordingly, while Ripple is capable of litigating the *Daubert* issue, amici’s participation at this stage, and clearly at the dispositive motion stage, will offer the Court the “unique perspective” it recognized as important when it first granted amici status to XRP holders.

² While at the SEC, Hinman was also a profit-sharing partner at Simpson Thacher, a member of the Enterprise Ethereum Alliance - which **exclusively** promotes Ether. The SEC Ethics Chief informed Hinman he was criminally barred from contacting his partners at Simpson Thacher, although he continued to do so. *See* Deaton Decl. Ex. B.

Respectfully submitted,

/s/ John E. Deaton

John E. Deaton, Esq.

Deaton Law Firm LLC.

450 North Broadway

East Providence, RI 02914

Tel: +1 (401) 351-6400

Fax: +1 (401) 351-6401

all-deaton@deatonlawfirm.com

Counsel for Amici Curiae

Cc: All Counsel (via ECF and email)

**UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

v.

RIPPLE LABS, INC., BRADLEY GARLINGHOUSE, and
CHRISTIAN A. LARSEN,

Defendants,

**20-cv-10832 (AT) (SN)
(S.D.N.Y.)**

DECLARATION OF JOHN E. DEATON

I, John E. Deaton, hereby declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the following is true and correct:

1. I am an attorney admitted to practice before this Court *pro hac vice* and the managing partner of The Deaton Law Firm, LLC., and I am counsel for amici curiae in the above-captioned action.
2. I respectfully submit this declaration in support of amici's reply to Plaintiff's opposition to amici's application to file an amicus brief regarding the opinions of one of the SEC's experts.
3. Attached hereto as Exhibit A is a true and accurate copy of John Deaton Tweets.
4. Attached hereto as Exhibit B are true and accurate copies of William Hinman emails (Hinman) indicating Hinman was informed by the SEC Ethics Office that he was barred by criminal statute from contacting his law firm, Simpson Thacher, along with emails establishing that Hinman continued to have contact thereafter.

Executed on July 25, 2022, in East Providence, Rhode Island.

Respectfully Submitted,

/s/John E. Deaton
John E. Deaton

EXHIBIT A



John E Deaton
@JohnEDeaton1



#XRP HOLDERS:

It has been brought to my attention that several people may have contacted Judge Torres via email or letter to the Court.

AGAIN, PLEASE DO NOT CONTACT THE COURT OR ANY ATTORNEYS IN THIS CASE!

If you want your story included or told then please email my firm but

1:33 PM · Mar 31, 2021 · Twitter for iPhone

490 Retweets **44** Quote Tweets **1,496** Likes



Thread

Back



John E Deaton

@JohnEDeaton1

...

Replying to [@JohnEDeaton1](#)

PLEASE - I BEG YOU - DO NOT CONTACT THE JUDGE
OR THE MAGISTRATE OR THE COURT OR THE
[@SEC_Enforcement](#) ATTORNEYS OR THE [@Ripple](#)
ATTORNEYS.

My firm reads your emails. I know that many of you have
suffered economic hardships.

But no good can come from disturbing the process. 🙏
🙏

1:33 PM · Mar 31, 2021 · Twitter for iPhone

298 Retweets **10** Quote Tweets **1,286** Likes



Thread



John E Deaton @JohnEDeaton1 · Apr 6

...

IMPORTANT NOTICE:

The Court is aware that many members of the public have been calling into the Court's telephone conference line many hours in advance of the conference. There are other court proceedings currently taking place prior to the conference in this matter, so for any

39

106

508



John E Deaton
@JohnEDeaton1

...

Replying to @JohnEDeaton1

member of the public that wishes to listen in to the conference in this matter, please do not call in until 2:00 p.m. EST. SO ORDERED.

Please do not call before 2.

12:33 PM · Apr 6, 2021 · Twitter for iPhone

60 Retweets 3 Quote Tweets 410 Likes



Tweet



John E Deaton
@JohnEDeaton1



[#XRPCommunity](#)

Judge Netburn and Judge Torres are very smart and very fair Judges.

[@Ripple](#), [#XRPHolders](#) and the Crypto community are lucky that these two Judges were assigned a case of this magnitude.

Please do not release any recordings of this hearing, if it was recorded.

4:09 PM · Apr 6, 2021 · Twitter for iPhone

434 Retweets **8** Quote Tweets **2,283** Likes

← **Tweet**



John E Deaton
@JohnEDeaton1



Great job [#XRPCommunity](#) making your presence known.

Please make sure we all comply with no recordings, etc.

If we are granted oral argument on our motion to intervene, I may write a letter to the Court asking for the number to be increased to at least 10k if needed.



Jeremy Hogan @attorneyjeremy1 · Apr 30

Congratulations XRP People. By the start of the hearing today the telephone system MAXED OUT at 4k listeners! The Court is very aware of the "High Interest" in the case (quote from Judge Netburn). MISSION ACCOMPLISHED! I need to finish up some pleadings and then home to video!

11:08 AM · Apr 30, 2021 · Twitter for iPhone

269 Retweets **8** Quote Tweets **1,705** Likes



John E Deaton (207K Followers Beware Imposters)

@JohnEDeaton1

...


Please be advised that the @SECGov has already complained about #XRP HOLDERS listening on the phone. 🙄 That was early on and there haven't been any issues since.

Let's max out the conference call but give them zero to complain about.

underlying actions to a halt.” *Bear Stearns*, 2003 WL 22000340, at *4. Given the high level of interest in this litigation, participation by thousands of investors has already proven “incredibly disruptive” to Judge Netburn’s court conferences. Ex. G (Tr. of Apr. 6, 2021 Hrg.) at 3:13–4:20.⁵ Thus,

XRP investors, both those who agree with the SEC’s litigation position and those who do not, appear to follow this litigation closely. Routine discovery hearings are attended by thousands of participants, and Judge Netburn has admonished some of them for posting recordings of the conferences online, in contravention of the Court’s rules. Ex. 4:21–5:13. While it is understandable that these individuals wish to protect the vitality of their investments (or to help countable parties who they believe have harmed them), allowing an army of investors with competing viewpoints to enter this enforcement action would result in significant logistical burdens for the Court and the parties.

 **CryptoLaw** @CryptoLawUS · Aug 30, 2021

 **BREAKING:** Judge Netburn has published the dial-in for tomorrow's discovery hearing (8/31) at 12:00pm EST (16:00 UTC):

USA: (844) 867-6163

INTL: (409) 207-6969

Access Code: 9453921#

****Recording and/or broadcasting the hearing is STRICTLY PROHIBITED.**

9:52 PM · Aug 30, 2021 · Twitter for iPhone

322 Retweets 14 Quote Tweets 1,226 Likes





John E Deaton (207K Followers Beware Imposters)
@JohnEDeaton1



Considering this issue ultimately relates to the pending motion I filed as amicus counsel, I will resist the temptation to comment.



James K. Filan 🇺🇸 🇮🇹 106k (beware of imposters) @FilanLaw · Jul 10

#XRPCommunity #SECGov v. #Ripple #XRP BREAKING: Defendants and SEC in brawl over expert reports. SEC is taking the “extreme position . . . that the names of its experts and any substantive criticism of their reports should be kept from public view.” Expedited briefing requested.

EXHIBIT

Case No. 1:20-cv-10832-AT-SN
U.S. District Court
Southern District of New York

Case No. 1:20-cv-10832-AT-SN
U.S. District Court
Southern District of New York

July 10, 2022

Ms. Filan

Hon. Andrea Torres
United States District Court
Southern District of New York
500 Pearl Street
New York, NY 10007

SEC v. Ripple Labs Inc., et al., No. 20-cv-10832 (AT) (SN) (S.D.N.Y.)

Dear Judge Torres

The parties are scheduled to file their *Daubert* motions on Tuesday, July 12, 2022. Defendants write to seek an expedited briefing schedule on the extreme position taken by the U.S. Securities and Exchange Commission (“SEC”) that the names of its experts and any substantive criticism of their reports should be kept from public view.

As the Court is aware, there is a pending SEC request to seal information identifying one of the SEC’s experts (“Expert 1”) and the substance of his testimony. See D.E. 498, 508 at 2-3, 512 at n.1. The SEC has informed Defendants that they will seek to extend that relief to three additional experts (“Experts 2-4”). For those three experts, the SEC has insisted not only that their names and identifying information be withheld, but also that any mention of the substance of their reports or deposition testimony should also be sealed until the motion concerning Expert 1 is resolved. Since the whole point of a *Daubert* motion is to call into question the reliability and admissibility of an expert’s report and testimony, this effectively means that the entire *Daubert* motions for Experts 1-4 would have to be filed and kept under seal.

The report of Expert 3, including his name and affiliation, has already been filed on the public record by the SEC. The SEC nonetheless insists that Defendants redact even Expert 3’s name and any identifying information from its *Daubert* motion and the exhibits thereto, including his report (which is already public).

The existing factual record in the pending SEC request (as to Expert 1) does not support the extraordinary relief the SEC seeks even as to Expert 1, let alone as to its other experts. The SEC’s attempt to shield the identities and opinions of its experts from any public scrutiny is both unprecedented and unsupported by any evidence of need. It is antithetical to the right of the public to have access to substantive materials that will be critical to this Court’s upcoming rulings on the parties’ *Daubert* motions. The “substantial” presumption of public access is strongest where, as

identity

For the past five days, Defendants endeavored in earnest to find some temporary compromise with the SEC that would allow at least some of the *Daubert* motions to be filed publicly on July 12. Those efforts were unsuccessful.¹

Given the SEC’s confidentiality designations, Defendants have no choice but to file four of their five *Daubert* motions and exhibits under seal pending a court ruling on the SEC’s position. The *Daubert* motion as to Expert 5 will be filed (at the SEC’s insistence) provisionally sealing that expert’s name and other identifying information. Defendants accordingly request that the Court establish the following expedited schedule to resolve these issues:

- July 12: *Daubert* motions and exhibits (with the limited sealing as to Expert 3) are filed under seal.
- July 18: Parties identify to each other any *Daubert* material that they contend should be redacted and filed under seal.
- July 20: Parties meet and confer on proposed redactions.
- July 22: Parties seeking redactions that have not been agreed to file motion(s) to seal with the Court.
- July 25: Parties file oppositions to redactions that have not been agreed to.

A FREDERICK PLLC
Counsel for Defendant Ripple Labs Inc.

HAMILTON LLP
Counsel for Defendant Bradley
Garlinghouse

cc: All Counsel of Record (via ECF)

12:25 AM · Jul 11, 2022 · Twitter for iPhone

139 Retweets 4 Quote Tweets 795 Likes



← Tweet



John E Deaton (207K Followers Beware Imposters)
@JohnEDeaton1

...

In short: [@Ripple](#) has asked for the [@SEC_News](#) to produce its non-public internal policies governing SEC employees' purchases or sales of digital assets.

The SEC claims that these documents are irrelevant.

Because our motion is pending, I won't comment, but you sure can!



James K. Filan 🇺🇸🇮🇹 106k (beware of imposters) @FilanLaw · Jun 11, 2021
#XRPCommunity #SEC_NEWS v. #Ripple #XRP The SEC has filed its Response to Ripple's Motion to Compel the SEC to turn over the internal BTC, ETH and XRP documents Judge Netburn has already twice told them to turn over.

dropbox.com/s/h1k93xz090sh...

7:09 PM · Jun 11, 2021 · Twitter for iPhone

158 Retweets 12 Quote Tweets 820 Likes





Tweet



John E Deaton (207K Followers Beware Imposters)

@JohnEDeaton1



As I tweeted before since this involves a pending motion I filed, I won't comment.

 **James K. Filan**   **106k (beware of imposters)** @FilanLaw · Jun 14

#XRPCommunity #SEC v. #Ripple #XRP The SEC has filed under seal a redacted version of the brief and its exhibits opposing the amici motion to participate in the Daubert challenge. It's now up to District Judge Torres to decide what will be public and what will remain under seal.

8:45 PM · Jun 14, 2022 · Twitter for iPhone

52 Retweets **1** Quote Tweet **411** Likes



EXHIBIT B

To: Hinman, William (b) (6)
Cc: Serrano, Danae (b) (6)
From: Minton, Shira
Sent: 2018-01-25T09:44:41-05:00
Importance: Normal
Subject: RE: AdHoc mtg in London
Received: 2018-01-25T09:44:41-05:00

Happy to talk live - my outlook is up to date if you want to schedule something. However, the analysis is the same for Simpson as it's always been - you have a bar under the criminal financial conflict with Simpson because you have an ongoing financial interest in the firm. meeting with them while having such a conflict is not permitted. As we discussed during your briefing - even calls with them are not permitted.

It's also a serious optics issue - you can't be seen to be granting special access to a firm you have a financial interest in. this meeting is small enough to raise concerns.

As for Rob - I will coordinate with him and his staff on whether this presents any conflicts for him.

To: Minton, Shira[
From: Hinman, William
Sent: 2018-01-24T16:32:50-05:00
Importance: Normal
Subject: Re: AdHoc mtg in London
Received: 2018-01-24T16:32:50-05:00

It's law firms only. His old firm and mine are likely to attend.

Sent from my iPhone

To: Hinman, William[
From: Minton, Shira
Sent: 2018-01-24T16:36:48-05:00
Importance: Normal
Subject: RE: AdHoc mtg in London
Received: 2018-01-24T16:36:48-05:00

if it will be less than a dozen, please provide the names so I can vet for Rob

To: Minton, Shira[]
From: Hinman, William
Sent: 2018-01-24T16:59:57-05:00
Importance: Normal
Subject: Re: AdHoc mtg in London
Received: 2018-01-24T16:59:58-05:00

Do you need the individuals partners or just the law firms?

Sent from my iPhone

To: Hinman, William (b) (6)]
Cc: Serrano, Danae (b) (6)]
From: Minton, Shira
Sent: 2018-01-24T17:09:42-05:00
Importance: Normal
Subject: RE: AdHoc mtg in London
Received: 2018-01-24T17:09:42-05:00

The firms - but Bill, it occurs to us that you have a full financial conflict with your old firm, not just an impartiality one. hence, you should not be having any meetings with your old firm. even group meetings.

To: Minton, Shira (b) (6)]
Cc: Serrano, Danae (b) (6)]
From: Hinman, William
Sent: 2018-01-25T09:33:27-05:00
Importance: Normal
Subject: Re: AdHoc mtg in London
Received: 2018-01-25T09:33:28-05:00

Cleary, Cravath, Davis Polk, Shearman, Simpson and Sullivan.
Let's talk live about my restrictions. Thanks

> -----Original Message-----

> From: Hinman, William

> Sent: Wednesday, January 24, 2018 4:08 PM

> To: Minton, Shira

> Subject: AdHoc mtg in London

>

> Shira

> Rob and I have been invited to attend a meeting of the London arm of the Ad Hoc group of securities law firms when we are over there for the PLI conference. Assuming we pay our share of any meal- not sure if there will be dinner- are you okay with us attending? It's a good way for us to educate and learn from the private bar. Jay and I will likely visit with the NYC arm of the group this spring.

>

> Thanks

> Bill

>

>

>

> Sent from my iPhone

> On Jan 24, 2018, at 4:10 PM, Minton, Shira <(b) (6)> wrote:

>

>

To: Minton, Shira[]

From: Hinman, William

Sent: 2018-01-24T16:22:14-05:00

Importance: Normal

Subject: Re: AdHoc mtg in London

Received: 2018-01-24T16:22:14-05:00

A number of firms other than STB and S&S will be present. Probably about a dozen. (b) (5)

Sent from my iPhone

To: Hinman, William[(b) (6)]

From: Minton, Shira

Sent: 2018-01-24T16:30:56-05:00

Importance: Normal

Subject: RE: AdHoc mtg in London

Received: 2018-01-24T16:30:56-05:00

(b)

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2017-06-30T11:26:44-04:00
Importance: Normal
Subject: Congratulations!
Received: 2017-06-30T11:26:47-04:00

On what I am sure will be only the first of your brilliant moves!

I hope things are going well for you here in DC! If you were willing to do it would be great if we could each buy ourselves lunch together sometime?

Joshua Ford Bonnie
Simpson Thacher & Bartlett LLP
T: +1-212-455-3986/+1-202-636-5804
jbonnie@stblaw.com

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To: Bonnie, Joshua F.[jbonnie@stblaw.com]
From: Hinman, William
Sent: 2017-06-30T12:59:42-04:00
Importance: Normal
Subject: Re: Congratulations!
Received: 2017-06-30T12:59:43-04:00

Thanks Josh. Hope you are well. It's good to get something out quickly. I think the year one aspect may be particularly valuable. Would be great to buy ourselves lunch together sometime. Send me some dates!

Best
Bill

Sent from my iPhone

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2017-06-30T18:18:48-04:00
Importance: Normal
Subject: RE: Congratulations!
Received: 2017-06-30T18:18:51-04:00

Super valuable. I literally was advising a client earlier in the week about the process for a follow-on during the first year and we were lamenting being hung up publicly while the Staff undertakes its protocols to decide whether or not to review....

Here are some dates – if one of these doesn't suit I can send more! July 12, 13, 17. 24. 25 or 26.....

Would you be willing to give me a five minute tour? Apart from coming over that one time to do a presentation on IPOs with the Hilton team moderated by Keith in that auditorium on the first floor I have never seen where it all happens! Kind of weird when you think about it how little back and forth there is between the Wall Street firms and the SEC in some respects....

To: Bonnie, Joshua F.[jbonnie@stblaw.com]
From: Hinman, William
Sent: 2017-06-30T21:09:04-04:00
Importance: Normal
Subject: Re: Congratulations!
Received: 2017-06-30T21:09:05-04:00

Let me pick a date when I am back next week. Had a good session with the society of corporate secretaries and governance professionals this morning at their annual meeting in San Francisco. Laid out some key themes for my tenure, which will be increased collaboration, transparency and efficiency. So I guess that means I will give you a tour! Should be fun.

Sent from my iPhone

On Jun 30, 2017, at 3:18 PM, Bonnie, Joshua F. <jbonnie@stblaw.com> wrote:

From: Bonnie, Joshua F. [mailto:jbonnie@stblaw.com]
Sent: Friday, August 25, 2017 2:44 PM
To: Hinman, William
Subject: RE: Congratulations!

This stalled out! Do you want me to send some dates in September/October?

To: Bonnie, Joshua F.[jbonnie@stblaw.com]
From: Hinman, William
Sent: 2017-08-25T14:46:53-04:00
Importance: Normal
Subject: RE: Congratulations!
Received: 2017-08-25T14:46:54-04:00

Soory- my fault. Out next week, but please send some dates--thanks

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2017-09-05T21:13:35-04:00
Importance: Normal
Subject: RE: Congratulations!
Received: 2017-09-05T21:13:42-04:00

Welcome back from vacay to both of us!

1. Here are some dates – if you don't like any of them just say the word and I will come up with more:

September 13, 14
September 25, 26, 27, 28
October 5
October 10, 11, 12
October 17, 18, 19

2. Would you be willing to have dinner with the Ad Hoc group up in NY? I have been asked to extend the invitation. As you may (or may not!) recall we generally meet on the first Monday evening of each month (although this month it was tonight). So, for the rest of the year, we are slated for October 2, November 6 and December 4.

To: Bonnie, Joshua F.[jbonnie@stblaw.com]
From: Hinman, William
2017-09-06T09:39:49-04:00
Importance: Normal
Subject: RE: Congratulations!
Received: 2017-09-06T09:39:51-04:00

Josh,
Thanks for following up the Sept 25 date works for lunch for me.
Both Jay and I would like to go to an Ad Hoc dinner-- Can you give me some Mondays in 2018 that might work for the group? I think that 2018 is more likely to be possible.
Thanks!
Bill

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2017-09-06T14:31:47-04:00
Importance: Normal
Subject: RE: Congratulations!
Received: 2017-09-06T14:32:19-04:00

We are on for the 25th! I will reconfirm as the date approaches.

On Ad Hoc, that would be great to have Jay too! January 8, Feb 5, March 5 and April 2 are the dates we would ordinarily be meeting in the first part of 2018, but if any other night is better just let us know!

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2017-09-21T12:23:31-04:00
Importance: Normal
Subject: RE: Congratulations!
Received: 2017-09-21T12:23:55-04:00

Is the 25th still OK for you? I made us a rezzie at Bistro Cacao over near there for 12:30 on Monday, but neither that venue nor time is magical. And, I want to get the nickel tour!

To: Bonnie, Joshua F.[jbonnie@stblaw.com]
From: Hinman, William
Sent: 2017-09-21T17:43:37-04:00
Importance: Normal
Subject: RE: Congratulations!
Received: 2017-09-21T17:43:38-04:00

Sure - can we do it at 12:45? Thanks for arranging, I am looking forward to seeing you then

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2017-09-22T15:34:14-04:00
Importance: Normal
Subject: RE: Congratulations!
Received: 2017-09-22T15:34:18-04:00

Of course. Shall I meet you at restaurant or come by the office?

To: Bonnie, Joshua F.[jbonnie@stblaw.com]
From: Hinman, William
Sent: 2017-09-22T18:11:39-04:00
Importance: Normal
Subject: Re: Congratulations!
Received: 2017-09-22T18:11:40-04:00

I want to give you a quick tour but Tuesday may be tight. Let's meet at cacao and if we have time after bring you in for a visit. Otherwise we can schedule another time to have lunch in.

Sent from my iPhone

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2017-09-22T18:13:33-04:00
Importance: Normal
Subject: RE: Congratulations!
Received: 2017-09-22T18:13:55-04:00

OK! See you at cacao at 12:45 on Monday. Can't wait to hear how it is going?

To: Bonnie, Joshua F.[jbonnie@stblaw.com]
From: Hinman, William
Sent: 2017-09-25T11:00:09-04:00
Importance: Normal
Subject: Re: Congratulations!
Received: 2017-09-25T11:00:11-04:00

It's turning out to be a tough day. Do you mind if we reschedule?

Sent from my iPhone

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2017-09-25T11:01:59-04:00
Importance: Normal
Subject: Re: Congratulations!
Received: 2017-09-25T11:02:10-04:00

Of course not. Duty first. Remember you owe me dates for ad hoc to host you and Jay.....

To: Bonnie, Joshua F.[jbonnie@stblaw.com]
From: Hinman, William
Sent: 2017-11-06T13:00:16-05:00
Importance: Normal
Subject: RE: Congratulations!
Received: 2017-11-06T13:00:16-05:00

Yes lets still do lunch. Checking with the boss on Ad Hoc dates. Lunch on 27th or 28th?

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2017-11-06T18:10:56-05:00
Importance: Normal
Subject: RE: Congratulations!
Received: 2017-11-06T18:11:00-05:00

28th is good! I will put it in my calendar and ping you a few days before.

Lmk what the Boss says about the field trip to the Links Club next year....

From: Bonnie, Joshua F. [mailto:jbonnie@stblaw.com]
Sent: Monday, November 27, 2017 1:13 PM
To: Hinman, William
Subject: RE: Congratulations!

Bill,

PING! I made us a rezzie at Bistro Cacao for 12:15 tomorrow (the 28th) but let me know if that is not good?

Josh

To: Bonnie, Joshua F.[jbonnie@stblaw.com]
From: Hinman, William
Sent: 2017-11-28T09:32:48-05:00
Importance: Normal
Subject: RE: Congratulations!
Received: 2017-11-28T09:32:49-05:00

Josh,

I made a res at Bistro Bis at 12:15 as an alternative. They tend to do a better job of getting you in and out and it's a bit closer for you. Hope that's okay, but I am a bit tight on time . Thanks

To: Bonnie, Joshua F.[jbonnie@stblaw.com]
From: Hinman, William
Sent: 2017-12-05T13:19:42-05:00
Importance: Normal
Subject: RE: Congratulations!
Received: 2017-12-05T13:19:42-05:00

Great seeing you for lunch. Thanks for making time. How about April 2 for the Ad Hoc group?

To: Hinman, William[hinmanw@SEC.GOV]
Bonnie, Joshua F.
Sent: 2017-12-05T15:06:40-05:00
Importance: Normal
Subject: RE: Congratulations!
Received: 2017-12-05T15:07:18-05:00

I don't think I am going out on a limb by saying that we will all be honored to have you and Jay on April 2. Lets book it! Thank you for getting back to me. Will let the rest of the gang know.

It was great to have lunch. Lets not make it so infrequent!

To: Bonnie, Joshua F.[jbonnie@stblaw.com]
Hinman, William
Sent: 2018-02-28T09:31:45-05:00
Normal
Subject: RE: Congratulations!
Received: 2018-02-28T09:31:45-05:00

Any more thoughts about [REDACTED]

From: Bonnie, Joshua F.
Sent: Wednesday, February 28, 2018 11:51 AM
To: Hinman, William <hinmanw@SEC.GOV>
Subject: RE: Congratulations! [EXT]

Sorry for delay!! [REDACTED] [REDACTED]
[REDACTED] [REDACTED] [REDACTED]

What are next steps!

You and Jay are still coming up to ad hoc early April right?

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2018-03-07T15:28:03-05:00
Importance: Normal
Subject: RE: Congratulations!
Received: 2018-03-07T15:28:31-05:00

Bill – I got promoted to be (co) head of the DC office. Not sure what an office head does but I guess I will find out. I am sure you are very interested in our internal BS over here (not).

Is there a headache for you coming to ad hoc next month if folks from Simpson are there? We can sit out a month if it makes your life easier. Not really sure what I am talking about (and may have it completely wrong) but I heard that there could be hassle for you.....

On Mar 7, 2018, at 5:15 PM, Hinman, William <hinmanw@SEC.GOV> wrote:

Josh
Thanks for your note and Congrats to you!!

Lets discuss ad-hoc. Our ethics folks were resisting my attending if STB was going to be present—I don't like the idea of STB having to miss the meeting because of me but we can talk about it.

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2018-03-11T09:13:58-04:00
Importance: Normal
Subject: RE: Congratulations!
Received: 2018-03-11T09:14:07-04:00

Maybe we could implement a protocol where we would not speak or ask questions so that our presence was purely passive? I am not intuitively grasping what the issue is, however, so that may be a completely stupid idea. In any event we are happy to sit on the bench this month to make things easy if need be. Does Jay have the same issue with S&C?

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2018-03-22T10:53:58-04:00
Importance: Normal
Subject: RE: Congratulations!
Received: 2018-03-22T10:54:11-04:00

Bill – Any further thoughts on ad hoc? Sorry to bug on this – trying to make travel plans (or not!) and also tell Davis Polk whether they need to do the work to put together an actual agenda if you and Jay won't be able to make it!

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2018-03-22T12:57:54-04:00
Importance: Normal
Subject: RE: Congratulations!
Received: 2018-03-22T12:58:16-04:00

Bill – So.... Do you think you would be able to come up separately to a different ad hoc dinner in the near term (May 7, June 4, July 9)? If so, we might go ahead and show our faces in April without fear that we were depriving everyone else of your august presence and take a pass on that later dinner. If that is not realistic, however (and I am guessing given how busy you are that it certainly will not be), we will more than gladly just take a knee in April and make things easier for everyone....

Josh

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2018-03-26T15:34:13-04:00
Importance: Normal
Subject: Re: Congratulations!
Received: 2018-03-26T15:34:38-04:00

This seems like a giant hassle. We will cut the cord so you and Jay can do together.

From: Hinman, William [mailto:hinmanw@SEC.GOV]
Sent: Monday, March 26, 2018 5:18 PM
To: Bonnie, Joshua F. <jbonnie@stblaw.com>
Subject: RE: Congratulations! [EXT]

Okay—lets plan on that. If I get stuck down here I will let you know so STB can show up. Thanks

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2018-04-02T11:07:01-04:00
Importance: Normal
Subject: RE: Congratulations!
Received: 2018-04-02T11:15:32-04:00

Is it true you are bailing (so we should show up)?

To: Bonnie, Joshua F.[jbonnie@stblaw.com]
From: Hinman, William
Sent: 2018-04-02T11:31:14-04:00
Importance: Normal
Subject: RE: Congratulations!
Received: 2018-04-02T11:31:15-04:00

That rumor is false. Sorry but I will be there.

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2018-04-02T11:35:34-04:00
Importance: Normal
Subject: RE: Congratulations!
Received: 2018-04-02T11:36:32-04:00

LOL. OK! Enjoy! I think the food is surprisingly good, actually.

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2018-08-20T14:08:59-04:00
Subject: RE: Congratulations!
Received: 2018-08-20T14:09:34-04:00

How is it going?? Crazy busy as usual? Want to have lunch again some time?

To: Bonnie, Joshua F.[jbonnie@stblaw.com]
From: Hinman, William
Sent: 2018-08-27T09:50:05-04:00
Importance: Normal
Subject: RE: Congratulations!
Received: 2018-08-27T09:50:05-04:00

Hey
Thanks for reaching out. I'm around next week for lunch if that sounds good

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2018-08-29T09:13:33-04:00
Subject: RE: Congratulations!
Received: 2018-08-29T09:14:04-04:00

Sounds good! Do any Tuesday (4th) or Thursday (6th) or even Friday (7th) work?

To: Bonnie, Joshua F.[jbonnie@stblaw.com]
From: Hinman, William
Sent: 2018-08-30T10:08:15-04:00
Importance: Normal
Subject: Re: Congratulations!
Received: 2018-08-30T10:08:15-04:00

Let's shoot for Thursday. Where would you like to meet?

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2018-08-30T10:14:38-04:00
Subject: RE: Congratulations!
Received: 2018-08-30T10:31:54-04:00

OK. You pick!

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2018-09-05T18:28:36-04:00
Subject: Re: Congratulations!
Received: 2018-09-05T18:29:30-04:00

Is we is? Or is we ain't?

To: Bonnie, Joshua F.[jbonnie@stblaw.com]
From: Hinman, William
Sent: 2018-09-05T18:37:45-04:00
Importance: Normal
Subject: RE: Congratulations!
Received: 2018-09-05T18:37:46-04:00

We is. Booked Bistro Bis again at 12:15

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2018-09-05T18:50:18-04:00
Subject: Re: Congratulations!
Received: 2018-09-05T18:50:35-04:00

See you then and there, Boss!

To: Bonnie, Joshua F.[jbonnie@stblaw.com]
From: Hinman, William
Sent: 2019-02-12T12:33:02-05:00
Importance: Normal
Subject: RE: Lobrano
Received: 2019-02-12T12:33:03-05:00

You going to the dinner tonight? I may go up on the 3pm Acela, work and weather permitting.

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2019-02-12T13:27:05-05:00
Subject: RE: Lobrano
2019-02-12T13:27:45-05:00

Now you have shamed me. I was not planning to go. Having retirement dinner fatigue....
I bet it is still quite a situation there digging out of the shutdown mess.

To: Bonnie, Joshua F.[jbonnie@stblaw.com]
From: Hinman, William
Sent: 2019-02-12T14:20:47-05:00
Importance: Normal
Subject: RE: Lobrano
Received: 2019-02-12T14:20:47-05:00

No need for shame—I'm thinking of bailing out.
Shutdown backlog is manageable, but real.
Hope you are well.

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2019-02-12T14:23:30-05:00
Subject: RE: Lobrano
Received: 2019-02-12T14:24:34-05:00

All good here. Lets get together again at some point? Maybe next month.... but not the last week –
[REDACTED] . Do you want to toss out dates?

[REDACTED]

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2019-08-15T13:15:45-04:00
Subject: After the summer is over, do you want to....
Received: 2019-08-15T13:16:37-04:00

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Buy yourself lunch while you are sitting at the same table as me also buying myself lunch? If so, let me know if it would be easier for me to toss out dates or you?
Then I can commend you in person for keeping the hits coming with the modernization of the reporting regime!

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jbonnie@stblaw.com

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To: Bonnie, Joshua F.[jbonnie@stblaw.com]
From: Hinman, William
Sent: 2019-08-20T09:28:02-04:00
Importance: Normal
Subject: RE: After the summer is over, do you want to....
Received: 2019-08-20T09:28:02-04:00

Thanks Josh. Buying my lunch to watch you eat a lunch you bought for yourself sound perfect. I'm generally around next week. Any day you prefer?

From: Bonnie, Joshua F. [mailto:jbonnie@stblaw.com]

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2019-08-20T09:50:03-04:00
Subject: RE: After the summer is over, do you want to....
Received: 2019-08-20T09:50:12-04:00

CAUTION: This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.

Ugghh. Next week I am going to your favorite state – Montana! [REDACTED]

[REDACTED] [REDACTED] [REDACTED]
[REDACTED] [REDACTED] [REDACTED]

Any other times good? I am around this week and, apart from a couple of trips to NY during the first couple of weeks of September, all that month too?

From: Hinman, William

To: Bonnie, Joshua F.[jbonnie@stblaw.com]
From: Hinman, William
Sent: 2019-08-20T11:43:22-04:00
Importance: Normal
Subject: RE: After the summer is over, do you want to....
Received: 2019-08-20T11:43:23-04:00

Let's shoot for September. I am generally around that month

To: Bonnie, Joshua F.[jbonnie@stblaw.com]
From: Hinman, William
Sent: 2019-09-03T18:20:33-04:00
Importance: Normal
Subject: Re: After the summer is over, do you want to....
Received: 2019-09-03T18:20:33-04:00

Thanks for following up. Glad to hear you like Montana. It's a great place. 18th, 19th and 23rd could work. You choose.

Sent from my iPhone

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2019-09-03T18:24:35-04:00
Subject: Re: After the summer is over, do you want to....
Received: 2019-09-03T18:24:50-04:00

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12:30pm on the 18th! That Bistro Bis place again or do you want to try something else?

To: Bonnie, Joshua F.[jbonnie@stblaw.com]
From: Hinman, William
Sent: 2019-09-04T09:30:16-04:00
Importance: Normal
Subject: RE: After the summer is over, do you want to....
Received: 2019-09-04T09:30:16-04:00

Sounds good bistro bis is fine thanks

From: Bonnie, Joshua F.
Location: Bistro Bis
Importance: Normal
Subject: Bill/Josh Lunch
Start Date/Time: 2019-09-18T12:30:00-04:00
End Date/Time: 2019-09-18T14:00:00-04:00

>>>>>

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When: Wednesday, September 18, 2019 12:30 PM-2:00 PM (UTC-05:00) Eastern Time (US & Canada).

Where: Bistro Bis

Note: The GMT offset above does not reflect daylight saving time adjustments.

~~*~*~*~*~*~*~*~*

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2020-02-06T14:53:13-05:00
Subject: Lunch again?
Received: 2020-02-06T14:53:23-05:00

.....
sssss

CAUTION: This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.

Wanna buy yourself lunch next to me again? Name dates?
Also, look what I have!

(b)(6)



To: Bonnie, Joshua F.[jbonnie@stblaw.com]
From: Hinman, William
Sent: 2020-02-10T12:06:27-05:00
Importance: Normal
Subject: RE: Lunch again?
Received: 2020-02-10T12:06:27-05:00

"" [REDACTED] . Congrats!! Lunch sounds good. Thursday?

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2020-02-11T15:31:43-05:00
Subject: RE: Lunch again?
Received: 2020-02-11T15:31:53-05:00

CAUTION: This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.

Thanks! [REDACTED] [REDACTED] [REDACTED]

[REDACTED] at 11:30 on Thursday which makes lunch downtown tough, unless you wanted to make it a pretty late lunch.... Alternatively, do any of Tuesday, Wednesday or Thursday next week work, by chance?

To: Bonnie, Joshua F.[jbonnie@stblaw.com]
From: Hinman, William
Sent: 2020-02-11T17:58:25-05:00
Importance: Normal
Subject: RE: Lunch again?
Received: 2020-02-11T17:58:25-05:00

Next Thursday could work.

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2020-02-12T06:01:41-05:00
Subject: Re: Lunch again?
Received: 2020-02-12T06:02:16-05:00

CAUTION: This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.

Great! Next Thursday it is.....

From: Bonnie, Joshua F.
Location: Bistro Bis 15 E Street, NW
Importance: Normal
Subject: Josh/Bill Lunch
Start Date/Time: 2020-02-20T12:30:00-05:00
End Date/Time: 2020-02-20T14:30:00-05:00

CAUTION: This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.

When: Thursday, February 20, 2020 12:30 PM-2:30 PM (UTC-05:00) Eastern Time (US & Canada).
Where: Bistro Bis 15 E Street, NW

Note: The GMT offset above does not reflect daylight saving time adjustments.

~~*~*~*~*~*~*~*~*

This reservation is for 12:30 PM, local time at the restaurant.

Bistro Bis is a contemporary French Bistro by Chef/Owner Jeffrey Buben. Please note that our menus do change frequently and online menu might not reflect the changes.

2026612700

Confirmation Number: 2110450090

Special Requests:

Map: <https://protect2.fireeye.com/v1/url?k=a99bf8bf-f510e650-a99b1c09-0cc47ad9c0ae-f97bcd52d4261298&q=1&e=198510d1-ba2e-432c-a2a2-bc2529f99181&u=http%3A%2F%2Fmaps.google.com%2F%3Fhl%3Den-US%26ie%3DUTF-8%26oe%3DUTF-8%26q%3D15%2BE%2BStreet%252c%2BNW%2B%2CWashington%2CDC%2C20001>

bc2529f99181&u=http%3A%2F%2Fmaps.google.com%2F%3Fhl%3Den-US%26ie%3DUTF-8%26oe%3DUTF-8%26q%3D15%2BE%2BStreet%252c%2BNW%2B%2CWashington%2CDC%2C20001

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2020-02-20T12:03:26-05:00
Subject: RE: Josh/Bill Lunch
Received: 2020-02-20T12:03:44-05:00

CAUTION: This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.

See you soon.....!

-----Original Appointment-----

From: Bonnie, Joshua F.
Sent: Wednesday, February 12, 2020 9:23 AM
To: Hinman, William
Subject: Josh/Bill Lunch
When: Thursday, February 20, 2020 12:30 PM-2:30 PM (UTC-05:00) Eastern Time (US & Canada).
Where: Bistro Bis 15 E Street, NW

This reservation is for 12:30 PM, local time at the restaurant.

Bistro Bis is a contemporary French Bistro by Chef/Owner Jeffrey Buben. Please note that our menus do change frequently and online menu might not reflect the changes.

2026612700

Confirmation Number: 2110450090

Special Requests:

Map: <https://protect2.fireeye.com/v1/url?k=beeb8034-e260a082-beeb6482-0cc47ad9c14e-24f1614f729b43b5&q=1&e=1d8be463-792f-4b6f-8202-83b0c899b8b6&u=http%3A%2F%2Fmaps.google.com%2F%3Fhl%3Den-US%26ie%3DUTF-8%26oe%3DUTF-8%26q%3D15%2BE%2BStreet%252c%2BNW%2B%2CWashington%2CDC%2C20001>

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2020-09-09T14:49:51-04:00
Subject: Is lunch still a thing?
Received: 2020-09-09T14:50:10-04:00

CAUTION: This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.

If so, wanna buy your own lunch with me? Or, if not, find some other medium of social interaction?

Joshua Ford Bonnie
Simpson Thacher & Bartlett LLP
900 G Street, N.W.
Washington, D.C. 20001

T: +1-202-636-5804
jbonnie@stblaw.com

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To: Bonnie, Joshua F.[jbonnie@stblaw.com]
From: Hinman, William
Sent: 2020-09-11T21:26:55-04:00
Importance: Normal
Subject: Re: Is lunch still a thing?
Received: 2020-09-11T21:26:55-04:00

Lunch would be great. I may be coming into the city next week - probably 17th. Would that work?

William H Hinman
Director, Division of Corporation Finance
hinmanw@sec.gov
(202) 551-3110

To: Hinman, William[hinmanw@SEC.GOV]
From: Bonnie, Joshua F.
Sent: 2020-09-12T05:21:01-04:00
Subject: RE: Is lunch still a thing?
Received: 2020-09-12T05:21:40-04:00

CAUTION: This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.

It would! It looks like Bistro Bis is actually open for business. Do you want to just go back to the well?
Noon?

From: Bonnie, Joshua F.
Location: 15 E St NW, Washington, DC, US 20001
Importance: Normal
Subject: Was this OK? Reservation at Bistro Bis
Start Date/Time: 2020-09-17T12:00:00-04:00
End Date/Time: 2020-09-17T13:30:00-04:00

CAUTION: This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.

When: Thursday, September 17, 2020 12:00 PM-1:30 PM (UTC-05:00) Eastern Time (US & Canada).

Where: 15 E St NW, Washington, DC, US 20001

Note: The GMT offset above does not reflect daylight saving time adjustments.

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To: Bonnie, Joshua F.[jbonnie@stblaw.com]
From: Hinman, William
Sent: 2020-09-16T14:41:51-04:00
Importance: Normal
Subject: RE: Was this OK? Reservation at Bistro Bis
Received: 2020-09-16T14:41:52-04:00

,,.,.,.,

Yes thanks see you there

-----Original Appointment-----

From: Bonnie, Joshua F.
Sent: Wednesday, September 16, 2020 12:38 PM
To: Hinman, William
Subject: Was this OK? Reservation at Bistro Bis
When: Thursday, September 17, 2020 12:00 PM-1:30 PM (UTC-05:00) Eastern Time (US & Canada).
Where: 15 E St NW, Washington, DC, US 20001

CAUTION: This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.
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When: Thursday, September 17, 2020 12:00 PM-1:30 PM (UTC-05:00) Eastern Time (US & Canada).

Where: 15 E St NW, Washington, DC, US 20001

Note: The GMT offset above does not reflect daylight saving time adjustments.

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