



Andrea J. Robinson

RETIRED PARTNER

BOSTON

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Andrea Robinson had three decades of experience defending securities, insurance sales practice and other financial services and commercial litigation nationwide. She also represented public companies, financial services companies, financial institutions and their officers and directors in connection with SEC, FINRA and other regulatory investigations, as well as civil enforcement actions. Ms. Robinson defended numerous individual, derivative and class actions, including cases involving challenges to disclosures and financial services, alleged accounting improprieties, insider trading, market manipulation and insurance and annuity sales practice misconduct. Her enforcement practice encompassed wide-ranging issues, including alleged insider trading, options backdating, accounting improprieties, revenue sharing, market timing, failures to supervise, challenges to disclosures, gifts and gratuities, sales practice and suitability issues. In addition, she conducted internal investigations, counseled corporate clients regarding litigation avoidance strategies and compliance programs, and advised boards of directors regarding their fiduciary and other obligations.

In 1994, Ms. Robinson served as a special assistant district attorney for Middlesex County, prosecuting criminal cases for the Commonwealth of Massachusetts.

Professional Activities

Ms. Robinson was a member of the American Bar Association, Boston Bar Association and the ALIC (Association of Life Insurance Counsel).

Experience

- Decisions by the United States Court of Appeals for the Second Circuit affirming dismissals by the United States District Court for the Southern District of New York of two separate securities class actions brought under the Securities Act and Securities Exchange Act alleging false or misleading statements in connection with structured asset holdings and valuations, capital adequacy, risk controls, and the acquisition and integration of a European bank by a large international banking and financial services company
- Dismissal by the United States District Court for the District of Massachusetts of Securities Act and Securities Exchange Act claims brought on behalf of a putative class against a provider of demand response solutions to grid operators and utilities
- Dismissal by the United States District Court for the District of Connecticut of securities class action against a multilevel marketing company and its senior executives alleging a fraudulent scheme and misrepresentations and omissions regarding company's sales model, revenue growth, products, supply issues and business prospects
- Dismissals by the United States District Court for the Southern District of Florida and by the United States District Court for the Southern District of New York of complaints asserting common law violations by a custodian of accounts managed by third party investment manager
- Dismissals by the United States District Court for the Southern District of New York and the Supreme Court of the State of New York of securities fraud cases filed by arbitrageurs against a company and certain of its officers in connection with statements allegedly made about an anticipated merger that was not ultimately consummated
- Dismissal by the United States District Court for the District of Massachusetts of a shareholder class action alleging securities fraud by a biotechnology company accused of issuing financial statements made misleading by channel stuffing
- Dismissal by the United States District Court for the District of Massachusetts of a shareholder class action alleging securities fraud by a software developer and certain of its inside and outside directors
- Ruling by the Massachusetts Superior Court that the commonwealth's statutory business judgment standard, rather than Delaware's *Unocal* standard, governs the response of a Massachusetts company's board of directors to a perceived threat to the company's independence
- Dismissal by the United States District Court for the District of New Jersey of a shareholder class action asserting insider trading claims against a mutual fund company alleged to have sold securities on the basis of material inside information received from an issuer
- Dismissal by the United States District Court for the District of Massachusetts of derivative claims asserting that allegedly excessive executive compensation was misrepresented in proxy statements and violated state law
- Multiple rulings by federal district courts nationwide dismissing class actions against life insurance and annuity issuers which asserted common law, antitrust, ERISA, federal securities and RICO claims based on challenges to disclosures, sales and compensation practices, and product features
- Secured defense verdict in class action trial challenging over 40,000 sales of insurance products

- Ruling by a Florida state court denying plaintiff's motion to certify a class of policyholders alleging breach of contract and unjust enrichment by a life insurance company

Recognition

- Named to *Boston Magazine's* inaugural Top Lawyers list in 2021 and 2022 in the area of class action.
- Recognized as a leader in securities litigation in the 2007–2022 editions of *Chambers USA: America's Leading Lawyers for Business*, with clients describing her as “one of the best lawyers I have ever worked with,” “phenomenal—such a good litigator” who “has a smart, practical approach and sound business judgment, having been through many, many cases.” Clients also applaud her “crisp and pristine writing” and “intelligent, anticipatory approach,” and describe her as “a go-to litigator for a range of insurance and financial services companies, as well as individual executives.”
- Selected by peers for inclusion in the 2012–2023 editions of the *Best Lawyers in America* for her commercial litigation and securities litigation practices.
- Named among the “Top Women Attorneys in Massachusetts” in 2016, 2017 and 2019, and named a “*Massachusetts Super Lawyer*” for securities litigation in 2004–2016 and 2018–2023.
- Recommended by *The Legal 500 United States* in 2018 for her securities litigation practice and in 2017 for her financial services and securities litigation practice.

Credentials

EDUCATION

JD, University of Virginia
School of Law, 1984

*Virginia Law Review, Order of
the Coif*

AB, Harvard University, 1981

magna cum laude

Phi Beta Kappa

ADMISSIONS

Massachusetts

District of Columbia

New York