

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA**

UNITED STATES OF AMERICA,

Plaintiff,

v.

BAYER AG,
MONSANTO COMPANY, and
BASF SE,

Defendants.

Civil Action No. 1:18-cv-01241 (JEB)
Judge: James E. Boasberg

DECLARATION OF SCOTT A. WESTRICH

I, Scott A. Westrich, declare as follows:

1. I am a trial attorney with the United States Department of Justice Antitrust Division, and I represent the United States in the above-captioned action. I make this declaration in support of the Unopposed Motion of the United States to Appoint Monitoring Trustee.

2. The facts set forth in the Memorandum of Points and Authorities in Support of Unopposed Motion of the United States to Appoint Monitoring Trustee are true and accurate to the best of my belief and knowledge.

3. A copy of the Honorable Michael B. Mukasey's professional biography is attached as Exhibit A.

4. A copy of Mark Califano's professional biography is attached as Exhibit B.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: August 14, 2018

Respectfully submitted,

/s/

Scott A. Westrich
Trial Attorney
U.S. Department of Justice
Antitrust Division
450 5th Street, NW, Suite 8000
Washington DC 20530
Tel: (202) 532-4398

EXHIBIT A



Michael B. Mukasey

Michael B. Mukasey served as the 81st Attorney General of the United States, the nation's chief law enforcement officer, from November 2007 to January 2009. During that time, he oversaw the U.S. Justice Department and advised on critical issues of domestic and international law. From 1988 to 2006, he served as a district judge in the United States District Court for the Southern District of New York, becoming chief judge in 2000. In February 2009, Judge Mukasey joined the New York office of Debevoise & Plimpton LLP, where he is of counsel in the litigation department and focuses his practice primarily on international litigation and arbitration, internal corporate investigations and corporate governance.

MARK G. CALIFANO
mcalifano@nardelloandco.com

PROFESSIONAL EXPERIENCE

NARDELLO & CO., LLC, New York, NY **2018 – Present**

Chief Legal Officer

Managing Director, Head of the Americas

Chief Legal Officer and Head of the Americas of a global investigations and consulting firm that handles a broad range of matters including: reputational due diligence; civil litigation and arbitration support, including civil and white-collar criminal litigation; corruption investigations; cyber defense and digital investigations; and asset tracing. Clients include the world's leading law firms and financial institutions, and Fortune 500 companies. Oversee investigation and consulting teams operating in the Americas and Europe, including counsel, investigators and analysts. Lead complex multinational investigations and advise a wide-range of matters involving complex litigation, arbitration, corruption, fraud, competition, due diligence, money laundering and regulatory issues.

AMERICAN EXPRESS COMPANY, New York, NY **2011 – 2018**

Senior Vice-President, Managing Counsel

Senior lawyer in charge of global litigation and government investigations for the world's largest payment card issuer and travel network. Responsible for building and managing a diverse, top-rated legal team providing legal support and advice on key business initiatives and processes. Report to General Counsel, with oversight of a \$60M+ budget, 25+ legal professionals and 40+ operational employees.

- Managed the company's highest priority – the successful defense of government antitrust and private actions challenging its business model and arbitration provision and seeking tens of billions of dollars in damages. Led two Supreme Court campaigns resulting in favorable landmark decisions on arbitration and antitrust law.
- Advised the Board and senior management on business initiatives, cybersecurity, litigation, investigations, acquisitions, ventures, negotiations, governance, and regulatory filings.
- Resolved billions of dollars of claims and challenges to company practices, products and IP.
- Developed and defended the company's use of arbitration clauses in its agreements, obtaining a favorable Supreme Court decision on their validity.
- Served as liaison to government regulators and enforcement authorities on a wide variety of legal issues.
- Overhauled key legal operations and management, saving tens of millions of dollars in costs.

GENERAL ELECTRIC CAPITAL CORPORATION, Norwalk, CT **2006 – 2011**

Senior Vice-President, Head of Litigation & Legal Policy

Global Chief of Compliance, GE Commercial Finance

2007

Responsible for litigation and legal policy at diversified financial services company with assets of over \$600B and businesses in over 35 countries. Assembled and managed a best-in-company diverse team that handled all major global litigation, criminal matters and internal investigations. Reported to General Counsel, with oversight of a \$10M+ budget and a team of 20+ professionals.

- Advised on business strategies and defended billions of dollars in claims and investigations in connection to the Japan gray market lending business, residential mortgage and securitization businesses, and transfer pricing practices.
- As Global Chief of Compliance with a team of 100+ professionals, overhauled policies and processes, and introduced a regulatory contact system and compliance platform to track compliance and share regulatory contacts and intelligence. Introduced new anti-money laundering and SAR guidelines and processes.
- Member of a senior team that formulated and executed the strategic defense of major credit and lending relationships during the 2008 liquidity crisis.
- Assessed and advised on the structuring of overseas investments and ventures to mitigate legal risk.
- Developed model processes to assess and remediate business operations and controls.

INDEPENDENT INQUIRY COMMITTEE INTO THE UN OIL-FOR-FOOD PROGRAMME, New York, NY 2004 – 2006
Chief Legal Counsel

Day-to-day leader and one of the architects of the Volcker Committee's investigation of the UN Oil-for-Food program, the Secretariat, the Security Council, UN agencies, member states, government officials, public figures and over 2,200 multinational companies. Reported to Chairman Paul A. Volcker. Helped manage a \$35M budget and 55+ staff.

- Advised the Committee and its Chairman, served as legal representative, and oversaw production of five reports totaling 2,400 pages and over 300 referrals to criminal and enforcement authorities around the world.
- Recruited and managed a diverse, highly-motivated international team of prosecutors, attorneys, investigators, accountants and analysts operating in offices in New York, Paris and Baghdad.
- Co-authored (with Volcker and Hon. Jeffrey A. Meyer) *Good Intentions Corrupted: The Oil-for-Food Scandal and the Threat to the UN* (PublicAffairs, 2006), an account of the investigation and the efforts of the former Iraqi regime to undermine UN sanctions.

UNITED STATES ATTORNEY'S OFFICE, DISTRICT OF CONNECTICUT 1992 – 2006
Assistant United States Attorney

Established and led a nationally-renowned cyber/IP prosecution team and pursued pioneering cybercrime, IP, corruption, financial fraud and terrorism investigations and prosecutions spanning over a dozen countries. These and other cases earned a number of awards and international recognition. Led counsel in scores of prosecutions, trials and appeals.

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, Washington, DC 1990 – 1992
DUNNELLS, DUVALL, BENNETT & PORTER, Washington, DC 1989 – 1990
 Associate, white-collar criminal defense group.

HON. STANLEY SPORKIN, US DISTRICT JUDGE, DISTRICT OF COLUMBIA 1988 – 1989
 Judicial Clerk

EDUCATION

JURIS DOCTOR, Duke University School of Law, Durham, NC (1988)
BA, HISTORY, Princeton University, Princeton, NJ (1984)

BAR ADMISSIONS & ASSOCIATIONS

Admitted to practice in California, the District of Columbia and various federal courts.

Chief Litigation Counsel Association, Chairman (2015) and Executive Committee (2012 – Present)

National Chamber Litigation Center, Constitutional & Administrative Law Committee (2012 – Present)

Life Member, Council on Foreign Relations (2008 – Present)

Adjunct Professor, Quinnipiac University School of Law, Hamden, CT (2011 – 2013)

Lecturer, presenter and panelist at numerous public and private sector forums.