



U.S. Department of Justice

Criminal Division

Office of the Assistant Attorney General

Washington, D.C. 20530

June 5, 2025

MEMORANDUM

TO: All Criminal Division Personnel

FROM: Matthew R. Galeotti
Head of the Criminal Division

SUBJECT: Guidance on Coordinating Corporate Resolution Penalties in Parallel
Criminal, Civil, Regulatory, and Administrative Proceedings¹

Vindicating the rights of victims is a critical part of the work we do in the Criminal Division. In corporate and other white-collar cases, we work to deprive criminals of their ill-gotten gains, punish them through the imposition of fines, forfeitures, and penalties, and seek compensation for victims through restitution and other mechanisms. Recoveries from bad actors can be used to compensate and support victims: restitution orders that compensate victims of the charged offenses; forfeiture orders that compensate victims through remission and restoration; and other penalties that contribute to the Crime Victims Fund, which supports a broader pool of those who have suffered at the hands of criminals. Resolutions in corporate and white-collar cases can be complex, particularly where those resolutions are coordinated with other domestic or foreign regulatory or law enforcement authorities. Therefore, I am providing you with this memorandum to ensure that, as prosecutors in the Criminal Division, we fulfill our mission to vindicate victims' rights when resolving such cases.

Specifically, this memorandum provides guidance for Criminal Division prosecutors in: (1) determining whether and how to credit monetary penalties that companies pay to other domestic and foreign criminal, civil, and regulatory authorities as part of coordinated corporate resolutions; and (2) coordinating corporate investigations with foreign jurisdictions. In determining when the Criminal Division should coordinate corporate investigations with other authorities, Criminal Division prosecutors should consider the guidance below. If Criminal Division prosecutors pursue a corporate investigation in parallel to domestic or foreign counterparts and propose a coordinated resolution that involves a crediting of penalties owed to

¹ This memorandum is not intended to, does not, and may not be relied upon to create any right or benefit, substantive or procedural, enforceable at law or equity by any party against the United States, its departments, agencies, or entities, its officers, employees, or agents, or any other person.

multiple authorities, prosecutors must seek to maximize recoveries for and assistance to victims of crime.²

I. Background

Many of the Criminal Division’s investigations—in particular, its white-collar and corporate investigations—involve parallel investigations by other domestic and foreign authorities. Parallel actions are critical to the Department’s efforts to comprehensively hold individuals and companies that commit misconduct accountable. *See* Justice Manual § 1-12.000. In parallel investigations, the Justice Manual instructs Department attorneys to ensure early, effective, and regular communication among criminal, civil, and regulatory investigative teams as permitted by law. *See id.*

The Justice Manual also counsels Department attorneys to coordinate with each other and with other enforcement authorities to avoid the unnecessary imposition of duplicative fines, penalties, or forfeiture in parallel matters involving the same misconduct. *See* Justice Manual § 1-12.100. As part of that coordination, prosecutors should consider the fines, penalties, and forfeiture companies will pay or have paid to other federal, state, local, or foreign authorities that resolve a case with a company for the same misconduct. *Id.*

The Justice Manual instructs Department attorneys to consider “all relevant factors” when assessing whether to coordinate and apportion penalties between Department components and other authorities and includes a non-exhaustive list of factors for consideration. Department policy prioritizes victim compensation, including when exercising prosecutorial discretion.³ Accordingly, as set forth herein, among the factors Criminal Division prosecutors must consider is how the various components of criminal, civil, and regulatory monetary penalties would be used by each authority involved in the resolution and how to apportion those penalties to provide the greatest amount of recovery for victims of the criminal schemes with compensable losses and assistance to victims of crime.

II. Crediting in Parallel Corporate Resolutions

A. Available Penalties and Victim Compensation – Criminal Cases

Where a corporate criminal investigation, consistent with principles of justice and fairness, uncovers conduct that constitutes a federal offense and admissible evidence sufficient to obtain

² All corporate resolutions must be approved by the Assistant Attorney General, or the individual acting in that capacity, with appropriate notice to the Office of the Deputy Attorney General as set forth in Justice Manual § 1-14.000.

³ *See, e.g.*, Principles of Federal Prosecution, Justice Manual § 9-27.000 (§ 9-27.230 (consider victim interests including the Crime Victims Fund (CVF) when initiating and declining charges); § 9-27.420 (defendant’s agreement to provide restitution as part of plea agreement); § 9-27.620 (NPAs and cooperation, victim interests including CVF)); Principles of Federal Prosecution of Business Organizations, Justice Manual § 9-28.000 (§ 9-28.300 (consider corporation’s remedial actions including compensation and restitution, harm mitigation); § 9-28.110 (DPAs and NPAs and “restitution and other compensation for victims”); § 9-28.140 (victims’ interests, CVF)).

and sustain a conviction, prosecutors are instructed to recommend prosecution. *See generally* Justice Manual § 9-28.000. Where prosecution is warranted, corporate criminal investigations can be resolved through guilty pleas, deferred prosecution agreements (DPAs), and non-prosecution agreements (NPAs), all of which require companies to disgorge their illicit gains, pay fines or penalties, and compensate victims where applicable. Additionally, declinations under the Criminal Division's Corporate Enforcement and Voluntary Self-Disclosure Policy (CEP) also require companies to disgorge any ill-gotten gains, and, if applicable, compensate victims. Criminal Division prosecutors should consider what penalties, fines, forfeiture, and victim compensation are appropriate in each case given the conduct and applicable law and Department policy.

Where a corporate guilty plea is appropriate, a corporation may be subject to criminal fines, forfeiture, and restitution. Typically, such fines, forfeiture, and restitution are agreed to between the Criminal Division and the corporate defendant as part of a plea pursuant to Rule of Criminal Procedure 11(c)(1)(C) and approved by the court. Individual victims of the underlying crimes may have losses eligible for compensation in a specific case under the Crime Victims' Rights Act (CVRA), the Mandatory Victim Restitution Act (MVRA), the applicable remission statutes and regulations, and other applicable laws. Restitution, which must be approved by the court and is paid to the Clerk of the Court, may be available to compensate victims of the underlying crimes who have losses eligible for compensation under the MVRA. *See* 18 U.S.C. §§ 3663, 3663A. Where a guilty plea is appropriate, forfeited funds may also be used to compensate victims of the underlying crimes who have losses eligible for compensation through restoration or remission.⁴ *See* 28 C.F.R. Part 9. Criminal fines are collected by the court, which will then deposit them in the Crime Victims Fund (CVF) for general support of crime victims. *See* 34 U.S.C. § 20101.⁵

Where a resolution through a DPA or NPA is appropriate, a corporation may be subject to a monetary penalty equivalent to a criminal fine, as well as civil or administrative forfeiture. Restitution, which the court may order only upon conviction of a crime, is not available in these resolutions and thus prosecutors should assess whether there are any victims of the underlying crime with compensable losses that could be otherwise compensated through restitution if the case had resolved through a guilty plea. In these circumstances, victims may be compensated via remission following civil or administrative forfeiture of assets or through direct compensation from the company pursuant to the DPA or NPA. Alternatively, where the criteria set forth in the CEP are met, a CEP declination with civil or administrative forfeiture with remission and/or an agreement to directly compensate victims of the underlying crime may be appropriate. Pursuant to statute, penalties imposed in guilty pleas, DPAs, NPAs, and amounts the Department collects pursuant to CEP declinations are deposited into the CVF, except that three percent of penalties and

⁴ Criminal Division prosecutors cannot promise as part of pleas or other resolution agreements that forfeited funds will be used for remission or restoration as that authority resides with the Attorney General and is administered by the Money Laundering and Asset Recovery Section (MLARS). *Asset Forfeiture Policy Manual* (2025), Chap. 14. However, Criminal Division prosecutors should contact MLARS in advance of resolution to discuss whether restoration or remission from forfeiture may be available for victims in the context of a corporate resolution.

⁵ Fines paid pursuant to guilty pleas are collected by the court. Penalties and disgorgement paid pursuant to DPAs, NPAs, and declinations are collected by the Department. Criminal Division prosecutors should consult with supervisors in the Fraud Section or MLARS for contact information to ensure the appropriate routing and tracking of payments, and coordination of deposit in the appropriate fund including the CVF.

amounts collected pursuant to DPAs, NPAs, and CEP declinations (which are civil debt) are deposited into the Department's Working Capital Fund. *See* 34 U.S.C. § 20101(b)(6); 28 U.S.C. § 527 (statutory notes). Forfeiture collected pursuant to guilty pleas, DPAs, NPAs, or declinations are deposited into the appropriate forfeiture fund.

B. Considerations

First, prosecutors must determine appropriate penalties, fines, and forfeiture based on the evidence and the law in each case. This can include review of the U.S. Sentencing Guidelines, statutory penalties, assessment of victim loss, and determination of any discount on the fine as a result of a corporate defendant's cooperation and remediation pursuant to the CEP.

As noted above, when resolving a criminal investigation with a company that is under investigation by multiple Department components or other federal, state, local, or foreign authorities, the Justice Manual counsels Department attorneys to avoid duplicative fines, penalties, or forfeitures. *See* Justice Manual § 1-12.100. To ensure a resolution is coordinated, the company must inform the Criminal Division about those other investigations and potential resolutions. Companies must request a coordinated resolution and in doing so must bring to the Department's attention another authority's investigation and potential resolution as early as possible and well before the resolution with the other enforcement authority or enforcement authorities is finalized.

After determining the appropriate penalty, fine or forfeiture in any particular case, Criminal Division prosecutors should assess whether to deem a portion of the penalty, fine, or forfeiture imposed in the criminal resolution with the Department satisfied by the company's payment of a penalty to another authority. This is known as crediting or apportioning payments made to other authorities with parallel resolutions. This process may, pursuant to the Justice Manual, reduce the amount of duplicative penalty, fine or forfeiture paid in the resolution with the Department or other authorities.

Penalties companies pay pursuant to agreements with other Department components or domestic, state, or local authorities may be used for various purposes. Some domestic agencies may use penalties to compensate victims, deposit penalties in the general fund of the Treasury, or deposit all or a portion of the penalties in whistleblower funds, among other uses. Foreign agencies may likewise have mechanisms to use penalties to compensate victims. When considering crediting of penalties in parallel resolutions, Criminal Division prosecutors should gather information about how penalties in other authorities' resolutions will be used, including whether other authorities have the ability to compensate victims through their resolutions.

1. *Crediting Payments Made to Domestic Authorities*

In determining whether to credit and how to apportion payments a company makes to other domestic authorities pursuant to coordinated resolutions, Criminal Division prosecutors should prioritize recoveries for and assistance to victims of crime and consider whether penalties paid to other agencies can be used to compensate victims of the underlying criminal scheme with compensable losses or can be used to generally support victims. Prosecutors should do so according to the two principles below.

First, prosecutors should prioritize compensation to victims of the underlying crime with compensable losses. To do so, prosecutors should not credit penalties imposed by other domestic authorities by foregoing either (a) restitution or (b) forfeiture that could be used for remission to compensate those victims, unless other authorities have an effective mechanism to compensate victims of the underlying crime. Second, prosecutors generally should not credit penalties imposed by other domestic authorities from criminal penalties that would otherwise be used for general victim support through mechanisms such as the CVF, unless those other authorities use their penalties to similarly support victims.

For example, where another domestic authority's fine or penalty will be deposited in a general state treasury fund or the general fund of the Treasury, and the Department's fine will be deposited in the CVF, Criminal Division prosecutors should generally not credit the criminal penalty against the other Department component's or authority's penalty. In such a circumstance, Criminal Division prosecutors can consider crediting forfeiture against the other authority's or component's penalty only if remission or restoration of forfeited funds would not be available to compensate victims of the underlying crime with compensable losses.

2. Crediting Payments Made to Foreign Authorities

White-collar crime is often transnational in scope, with schemes and illicit proceeds crossing international boundaries. The Criminal Division has built strong relationships with foreign law enforcement authorities and will continue to preserve and deepen those relationships. In certain cases, prosecution by U.S. authorities—whether in coordination with foreign counterparts or alone—is the only effective means to vindicate American interests, prosecute criminals who prey on U.S. persons or the U.S. economy, and deter other wrongdoing.

To decide whether to pursue an investigation and corporate prosecution that is also being advanced by foreign authorities, Criminal Division prosecutors should determine as early as possible if a foreign authority has a parallel investigation into the same entities.

Where there is a parallel investigation by a foreign authority that results in a coordinated resolution, appropriate crediting and apportioning of payments a company makes pursuant to a coordinated resolution with a foreign authority not only enhances the global fight against transnational crime but it can also serve to effect justice in the United States and in jurisdictions in which the harm caused by these crimes is most acutely experienced. Indeed, in many cases, international cooperation is necessary to ensure that the Department can bring impactful cases with meaningful financial recoveries to achieve the goals set forth above.

In determining whether to credit and how to apportion payments a company makes in parallel coordinated resolutions with foreign authorities, Criminal Division prosecutors should consider whether there are victims of the underlying crime with compensable losses and should *not* credit payments that support such victim compensation unless the foreign authority has a more effective mechanism for directly compensating victims of the underlying crime. In resolutions with foreign authorities, if the only payments available for crediting are criminal penalties that would otherwise be used to provide general victim assistance through deposit in the CVF, prosecutors must seek to balance (1) the interest in providing general assistance to victims of crime through such deposits, (2) the interests of jurisdictions where the misconduct occurred, where the

effects of the misconduct are most acutely felt, or who have other equities in the investigation, and (3) the advancement of other critical Department and Division goals. Criminal Division prosecutors should also consider the additional non-exhaustive factors listed below in balancing such interests, making crediting assessments, and seeking to maximize victim recoveries and assistance to victims through deposits into the CVF:

1. the degree of overlap in the conduct under investigation in the parallel matters by the various authorities;
2. the equities of the investigating and prosecuting authorities involved, including how the case originated, which authorities developed key evidence, and the investigative and prosecutorial resources expended by the respective authorities;
3. where the misconduct occurred, where and how the effects of the misconduct are felt, and seriousness of the harm;
4. the relative level and value of cooperation provided by other authorities;
5. the timeliness and genuine efforts of the company in seeking and advancing a coordinated resolution;
6. the anticipated timing of the respective resolutions; and
7. general enforcement practices and priorities of the Department.

In all cases, Criminal Division prosecutors will not credit payments to other authorities when a company does not meaningfully attempt to coordinate resolutions. Typically, such coordination will require that payment be made to the other authority within a year of the Criminal Division resolution.

III. Training

The Criminal Division will offer training to its prosecutors on coordinating with other authorities, the forms of resolution in corporate investigations, the types of monetary penalties available pursuant to statute and what purposes those penalties may serve, including victim compensation and support, and considerations for crediting in parallel resolutions.