

# SEC ACCOUNTING AND ADVISORY SERVICES

FTI Consulting's SEC Accounting and Advisory Services group assists public companies and boards, audit committees and legal counsel with accounting and financial reporting issues and with navigating corresponding regulatory requirements. The group is comprised of CPAs, including former members of the SEC's Office of the Chief Accountant, Division of Corporation Finance, Division of Enforcement, and Office of Compliance and Inspections. In addition, FTI Consulting professionals have served with the Financial Accounting Standards Board (FASB), the Public Company Accounting Oversight Board (PCAOB), the Office of Comptroller of Currency of the U.S. Department of Treasury (OCC) and with major accounting firms.

## SERVICE HIGHLIGHTS

- Proactive assistance in the resolution of SEC staff comments and inquiries
- Independent research and advisory services to support clients' preliminary accounting and reporting positions, including discussion with external auditors
- Experienced source of technical accounting, information technology, and interim management resources
- Expertise in a wide range of technical accounting and disclosure topics related to federal securities laws
- Independent and credible source of technical accounting expertise for boards of directors and audit committees
- Consulting and testifying expert witness services in SEC enforcement and private litigation matters that involve complex financial issues
- Focused and cost-efficient forensic accounting investigations and record reconstruction
- Assistance with requests to the SEC Office of the Chief Accountant for accounting guidance
- Assistance with SEC waiver requests

We analyze and clarify complex accounting and SEC reporting and International Financial Reporting Standards (IFRS) issues, provide advice on alternative courses of action, and deliver timely and insightful recommendations tailored to client needs. Along with first-rate technical knowledge and credentials, FTI Consulting professionals possess an unrivaled understanding of the historic evolution and current state of SEC staff practice—the “why” behind the rule or policy and securities regulations most frequently encountered. FTI Consulting's people are easy to talk with and have a track record of working with clients to achieve exceptional results when dealing with the SEC.

## COMMUNICATIONS WITH THE SEC

With our first-hand experience and inside knowledge of the SEC's workings, we can assist companies and legal counsel to better understand, translate and respond to comments raised by SEC staff. We bring a valuable understanding of current “hot button” accounting and disclosure issues of the staff. Our experienced professionals are well-suited to pre-review registrant filings with the goal of minimizing SEC staff comments. In addition, we help accelerate closure of complex accounting issues by anticipating staff questions and by articulating satisfactory responses that resolve contentious issues before they escalate into restatements or enforcement matters.

## TECHNICAL ACCOUNTING AND FINANCIAL REPORTING CONSULTING

FTI Consulting's SEC Accounting and Advisory Services group is uniquely suited to help both public and nonpublic companies resolve accounting and financial reporting issues, including those raised by independent auditors. We regularly interpret and apply the most recent accounting pronouncements on live client engagements, providing us with current knowledge and practical experience with emerging and complex accounting issues. Our breadth of experience with technical accounting issues and SEC reporting requirements provides our clients with an independent source of technical accounting knowledge and expertise.

Accounting issues often require significant judgment, subjecting management's decisions to scrutiny by SEC staff and auditors. The importance of getting the accounting right is compounded by the SEC's financial reporting rules and the CFO/CEO certification and associated requirements of the Sarbanes-Oxley Act. Because FTI Consulting does not provide audit or other attest services, companies can rely on our technical experience without being concerned about violating auditor independence requirements or creating the appearance of “opinion shopping.” Our professionals have proven experience working with independent auditors in a productive and collegial manner. We can help determine the most appropriate accounting solution and effectively communicate the rationale for the company's accounting position.

## SPECIFIC TOPICAL AREAS OF EXPERTISE INCLUDE:

- Fair value and impairment issues
- Revenue recognition
- International financial reporting standards (IFRS) and convergence
- Auditor independence
- Derivative instruments and hedges
- Asset and business acquisitions
- SEC reporting and disclosure rules (Regulation S-X and S-K)
- Financial statement presentation and disclosure
- Consolidations and equity method accounting
- Special purpose entities
- Stock option and other compensation issues
- Structured finance and securitizations
- Joint ventures
- Restructuring
- Leases
- Long-lived and intangible assets
- Complex financial instruments

## RESTATEMENT OF PREVIOUSLY ISSUED FINANCIAL STATEMENTS

Due to time pressure and incremental staff demands, restating financial statements may be one of the most demanding tasks that a company's management and audit committee will face. We have assisted many public companies with restatements, including several of the most complex and challenging engagements for clients with global operations. Our deep experience enables FTI Consulting to utilize accounting professionals who have the right experience and are invaluable in streamlining the restatement process. We help ensure that a company completes the restatement accurately and in a timely manner. In addition, FTI Consulting has the in-house information technology capability to collect, organize, track, and reconstruct the necessary financial data to help complete the restatement efficiently. Given the potentially high cost of delay and error, retaining FTI Consulting at inception is often the most economical long-term approach to completing a restatement.

## SPECIAL EXPERTISE FOR AUDIT COMMITTEE MEMBERS

Since passage of the Sarbanes-Oxley Act, Audit Committees have greater responsibilities, and consequently, more potential liability. The Audit Committee must effectively comprehend and address a wide range of internal control, accounting, disclosure and auditor independence issues that arise during the course of an audit. FTI Consulting provides Audit Committees with a confidential, independent source of financial and accounting expertise. We facilitate communications among management, the independent auditors and the audit committee while providing an objective and practical perspective on how to resolve issues raised by a company's external auditors or the SEC.

## SEC ENFORCEMENT AND SECURITIES LITIGATION

FTI Consulting's SEC Accounting and Advisory Services group has the technical accounting and SEC expertise to effectively respond to SEC enforcement initiatives or private securities litigation. Our seasoned accounting professionals—including several individuals who have served on the staff of the SEC's Enforcement Division—have extensive experience defending and pursuing claims under the registration and reporting, anti-fraud, and record keeping provisions of federal securities laws. We provide on-going consulting and expert services to counsel during all phases of SEC actions and litigation, including assessing the claims made and preparing witnesses. FTI Consulting offers professionals who are experienced testifying experts. Because these individuals have typically testified both for and against the government, they have enhanced credibility with juries and courts.

## GLOBAL LOCATIONS

### United States

Annapolis  
Atlanta  
Baltimore  
Bethesda  
Boston  
Brentwood  
Charlotte  
Chicago  
Cleveland  
Dallas  
Denver  
Detroit

Houston  
Indianapolis  
King of Prussia  
Los Angeles  
Miami  
Morristown  
Nashville  
New York  
Oakland  
Philadelphia  
Phoenix  
Pittsburgh  
Rockville

Roseland  
Saddle Brook  
Salt Lake City  
San Francisco  
Santa Barbara  
Seattle  
Tucson  
Walnut Creek  
Washington, D.C.  
Wayne  
West Palm Beach

### Argentina

Buenos Aires

### Australia

Melbourne  
Perth  
Sydney

### Bahrain

Manama

### Belgium

Brussels

### Brazil

Rio de Janeiro  
São Paulo

### Canada

Toronto  
Vancouver

### China

Beijing  
Guangzhou  
Hong Kong  
Shanghai

### Colombia

Bogotá

### France

Paris

### Germany

Berlin  
Frankfurt  
Munich

### India

New Delhi

### Indonesia

Jakarta

### Ireland

Dublin

### Japan

Tokyo

### Mexico

Mexico City

### Panama

Panama City

### Philippines

Manila

### Russia

Moscow

### Singapore

Cape Town

### South Africa

Johannesburg

### Spain

Madrid

### United Arab Emirates

Abu Dhabi  
Dubai

### United Kingdom

Epsom  
London  
Manchester  
Northampton  
Stirling



FTI  
CONSULTING

Critical thinking at the critical time™

### About FTI Consulting

FTI Consulting, Inc. is a global business advisory firm dedicated to helping organizations protect and enhance enterprise value in an increasingly complex legal, regulatory and economic environment. With more than 3,800 employees located in 24 countries, FTI Consulting professionals work closely with clients to anticipate, illuminate and overcome complex business challenges in areas such as investigations, litigation, mergers and acquisitions, regulatory issues, reputation management and restructuring. The company generated \$1.4 billion in revenues during fiscal year 2010. More information can be found at [www.fticonsulting.com](http://www.fticonsulting.com).

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