

MEMORANDUM

[DATE]

PRIVILEGED & CONFIDENTIAL

TO: DISTRIBUTION [COMPANY MANAGERS (RELEVANT DEPARTMENTS),
SPECIFIC PERSONS INVOLVED IN OR LIKELY TO HAVE INFORMATION
RELATING TO THE INVESTIGATION]

FROM: [GENERAL COUNSEL, RISK MANAGER, OR OTHER SENIOR MANAGER]

RE: INVESTIGATION OF _____

Over the past several weeks, I have distributed several memoranda relating to [BRIEF DESCRIPTION OF SUBSTANCE OF THE INVESTIGATION]. That effort is being conducted in association with the [GOVERNMENT AGENCIES]. The Company intends to cooperate fully with all of those agencies in these matters and we must take care to ensure that the government receives accurate and complete information.

It is common in these situations for the government to try to talk to employees of the company at issue. Sometimes, government agents try to contact employees outside the workplace, even in their homes. While the Company recognizes that you may object to unannounced visits to your home by government agents, it cannot prevent these visits. You should understand that it is entirely up to you whether to grant such an interview. You are not under any obligation to grant an interview to any law enforcement officer or government investigator. You may simply decline to be interviewed. On the other hand, you are free to grant an interview if you choose to do so.

[DEPENDING ON THE COMPANY'S SPECIFIC POLICIES: You have the right to consult with a lawyer before deciding whether to talk to government agents. Investigations like this are not run-of-the-mill legal matters. Therefore, you will be best served if any lawyer who you might retain has experience in matters of this nature. We have a list of qualified attorneys and will provide you with the name of one if you wish. In most instances, the Company will pay for your counsel. Please be assured that this lawyer will be acting for you and not the Company. The discussions that you have with your lawyer will remain between you and your lawyer unless you tell your lawyer that it is all right to share information with others. These lawyers will act solely in your personal interests, not the Company's. If you wish to talk to a lawyer before deciding whether to grant an interview, you may tell any government investigator who contacts you that you will call him or her back as soon as you have spoken with counsel.]

If you do decide to speak with government agents, it is imperative that the information that you provide be completely truthful and accurate. Providing false information to government

agents can be a crime and can be harmful to the Company as well as to the individual who provides the information. Similarly, information that may be inaccurate because it is based on speculation or rumor could have unintended harmful consequences.

We have asked the government agencies to tell us the names of any employees with whom they may wish to speak. However, they are under no obligation to do so. If you are contacted by the government, the Company requests that you let me know of that request, regardless of whether you decide to speak with them.

Please feel free to contact me if you have any questions or concerns. I can be reached at _____.