

From: [Teresa L. Williamson](#)
To: "Brest, Phillip (Judiciary-Dem)"
Cc: [Deborah J. Bortot](#); [Heather A. Jones](#); [Teresa L. Williamson](#); (b)(6) - Anjali Phillips' email address"; (b)(6) - Jeanne Duross' email address"; (b)(6) - Adam Raviv's email address"; (b)(6) - Oluwafunmilayo Olorunnipa's email address";
Subject: Public Financial Disclosure Report - Jonathan S. Kanter (Attachments Contain CUI)
Date: Friday, August 27, 2021 8:33:37 AM
Attachments: [OGE CUI Coversheet.pdf](#)
[Kanter, Jonathan S. finalEA.PDF](#)
[Kanter, Jonathan S. finalsenateltr.pdf](#)
[Kanter, Jonathan S. final278.pdf](#)

Attachments 1-3 follow. Att. 4 WIF/(b)(3), 16 pages.

CONTROLLED

Attachments contain CUI. When the attachments are removed, this email is uncontrolled unclassified information.

Good Morning,

I've attached the financial disclosure package for Jonathan S. Kanter, who has been nominated by President Biden for the position of Assistant Attorney General, Antitrust Division, Department of Justice.

Please respond to this message to confirm receipt of the attached package.

If you have any questions, please contact Teresa Williamson @ 202-482-9283.

Thanks!

Teresa Williamson

Presidential Nominations Branch

U.S. Office of Government Ethics

1201 New York Avenue, NW - Suite 500

Washington, DC 20005

202-482-9283



CONTROLLED UNCLASSIFIED INFORMATION (CUI)

The attached document contains CUI that requires protection and safeguarding in a manner that prevents unauthorized disclosure of CUI. (e.g., locked file cabinet, restricted access to CUI, etc.)

ATTENTION

All individuals handling this information are required to protect it from unauthorized disclosure.

Handling, storage, reproduction, and disposition of the attached document(s) must be in accordance with 32 CFR Part 2002 and applicable agency policy.

Access to and dissemination of CUI shall be allowed as necessary and permissible to any individual(s), organization(s), or grouping(s) of users, provided such access or dissemination is consistent with or in furtherance of a Lawful Government Purpose and in a manner consistent with applicable law, regulations, and Government-wide policies.





U.S. Department of Justice

Washington, D.C. 20530

August 24, 2021

The Honorable Emory A. Rounds, III
Director
Office of Government Ethics
Suite 500
1201 New York Avenue, NW
Washington, DC 20005-3919

Dear Mr. Rounds:

In accordance with the provisions of Title I of the Ethics in Government Act of 1978 as amended, I am forwarding the financial disclosure report of Jonathan Kanter. President Biden has nominated Mr. Kanter to serve as Assistant Attorney General, Antitrust Division, U.S. Department of Justice. We have conducted a thorough review of the nominee's report and have counseled him on the government ethics rules. The purpose of this letter is to describe the steps that Mr. Kanter will take to avoid any actual or apparent conflict of interest in the event that he is confirmed for the aforementioned position. Mr. Kanter understands that it is his responsibility to understand and comply with commitments outlined in this agreement.

Although it is not possible to provide for all of the specific circumstances which might give rise to a financial conflict of interest because the work of the Assistant Attorney General, Antitrust Division, U.S. Department Justice, involves a wide variety of matters involving specific parties, and it is not possible to predict where conflicts will arise until specific parties are identified, we have counseled Mr. Kanter on the applicable conflict of interest laws and regulations and, in particular, on the application of the criminal conflicts of interest law at 18 U.S.C. § 208.

SECTION 1 – GENERAL COMMITMENTS

As required by the criminal conflicts of interest law at 18 U.S.C. § 208(a), Mr. Kanter will not participate personally and substantially in any particular matter in which he knows that he has a financial interest directly and predictably affected by the matter, or in which he knows that a person whose interests are imputed to him has a financial interest directly and predictably affected by the particular matter, unless he first obtains a written waiver, pursuant to 18 U.S.C. § 208(b)(1), or qualifies for a regulatory exemption, pursuant to 18 U.S.C. § 208(b)(2). He understands that the interests of the following persons are imputed to him:

- His spouse or any minor child of his;
- Any general partner of a partnership in which he is a limited or general partner;
- Any organization in which he serves as officer, director, trustee, general partner or

- employee; and
- Any person or organization with which he is negotiating or has an arrangement concerning prospective employment.

In determining whether a particular matter has a direct and predictable effect on his financial interests or on those of any other person whose interests are imputed to him, Mr. Kanter will consult with Department of Justice ethics officials. As stated in the attachment to this ethics agreement, Mr. Kanter understands and agrees to comply with the conflict of interest laws and regulations, and to follow the procedures set forth in this agreement.

If Mr. Kanter has a managed account or otherwise uses the services of an investment professional during his appointment, he will ensure that the account manager or investment professional obtains his prior approval on a case-by-case basis for the purchase of any assets other than cash, cash equivalents, investment funds that qualify for the regulatory exemption for diversified mutual funds and unit investment trusts at 5 C.F.R. § 2640.201(a), or obligations of the United States.

Mr. Kanter will receive a live ethics briefing from Department ethics officials after his confirmation but not later than 15 days after his appointment pursuant to the ethics program regulation at 5 C.F.R. § 2638.305. Within 90 days of his confirmation, Mr. Kanter will submit his Certification of Ethics Agreement Compliance to Department ethics officials, which documents his compliance with this ethics agreement.

Mr. Kanter understands that as an appointee he will be required to sign the Ethics Pledge (Exec. Order No. 13989) and that he will be bound by it. Among other obligations, he will be required to recuse from particular matters involving specific parties involving his former employer or former clients for a period of two years after he is appointed, with the exception of Federal, state, and local governments.

Mr. Kanter will not modify this ethics agreement without my approval and the approval of the U.S. Office of Government Ethics pursuant to the ethics agreement requirements contained in the financial disclosure regulation at 5 C.F.R. § 2634.803(a)(4).

SECTION 2 – LAW FIRM

Mr. Kanter is the sole equity partner of his law firm, which does business as The Kanter Law Group. Upon confirmation, his law firm will cease engaging in any business, including the representation of clients. During his appointment to the position of Assistant Attorney General, the law firm will remain dormant and will not advertise. He will not perform any services for the firm, except that he will comply with any requirements involving legal filings, taxes and fees that are necessary to maintain the law firm while it is in an inactive status. As Assistant Attorney General, he will not participate personally and substantially in any particular matter that to his knowledge has a direct and predictable effect on the financial interests of The Kanter Law Group. All amounts owed to him by any of his clients will be fixed before he assumes the duties of the position, and he will not participate personally and substantially in any particular matter that to his knowledge has a direct and predictable effect on the ability or willingness of any of these clients to pay these amounts. In addition, pursuant to the impartiality regulation at 5 C.F.R.

§ 2635.502, he will not participate personally and substantially in any particular matter involving specific parties in which he knows a former client of his is a party or represents a party for a period of one year after he last provided service to that client, unless he is first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

SECTION 3 – FORMER EMPLOYER

Mr. Kanter resigned from his position with Paul, Weiss, Rifkind, Wharton and Garrison, LLP in September 2020. Pursuant to the impartiality regulation at 5 C.F.R. § 2635.502, for a period of one year after his resignation, he will not participate personally and substantially in any particular matter involving specific parties in which he knows Paul, Weiss, Rifkind, Wharton and Garrison, LLP, is a party or represents a party, unless he is first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d). In addition, pursuant to the impartiality regulation at 5 C.F.R. § 2635.502, he will not participate personally and substantially in any particular matter involving specific parties in which he knows a former client of his is a party or represents a party for a period of one year after he last provided service to that client, unless he is first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

SECTION 3 – DIVESTITURES

Mr. Kanter will divest his interest in the following funds as soon as practicable but not later than 90 days after his confirmation:

- iShares Global Healthcare ETF
- iShares Mortgage Real Estate Capped ETF
- iShares MSCI United Kingdom ETF

Until he has completed these divestiture, he will not participate personally and substantially in any particular matter that to his knowledge has a direct and predictable effect on the financial interests of any holding of the funds that is in the specific sector in which the funds concentrate, unless he first obtains a written waiver, pursuant to 18 U.S.C. § 208(b)(1), or qualifies for a regulatory exemption, pursuant to 18 U.S.C. § 208(b)(2). He has verified that he will be able to carry out the divestitures within the timeframe described above.

Mr. Kanter is also invested in the Oak Hill Capital Partners V LP and PW Kohlberg IX Investment LP funds. As soon as practicable but not later than 90 days after his confirmation, he will divest his interests in Oak Hill Capital Partners V LP and PW Kohlberg IX Investment LP and will no longer have any capital commitments to the funds. With regard to each of these funds, he will not participate personally and substantially in any particular matter that to his knowledge has a direct and predictable effect on the financial interests of the fund or its underlying holdings until he has divested it, unless he first obtains a written waiver, pursuant to 18 U.S.C. § 208(b)(1), or qualifies for a regulatory exemption, pursuant to 18 U.S.C. § 208(b)(2). He has verified that he will be able to carry out the divestitures within the timeframe described above.

He understands that he may be eligible to request a Certificate of Divestiture for qualifying

assets and that a Certificate of Divestiture is effective only if obtained prior to divestiture. Regardless of whether he receives a Certificate of Divestiture, he will ensure that all divestitures discussed in this agreement occur within the agreed upon timeframes and that all proceeds are invested in non-conflicting assets. He understands that he must timely submit his request for a Certificate of Divestiture to allow for adequate time for OGE to process the Certificate of Divestiture, and in order to divest assets within the agreed upon timeframe.

He (including his spouse and dependent children if applicable) will not repurchase any asset he was required to divest without consulting with his agency ethics official and the U.S. Office of Government Ethics.

SECTION 4 – EXEMPTIONS


If Mr. Kanter relies on a *de minimis* exemption under 5 C.F.R. § 2640.202 with regard to any of his financial interests in securities, he will monitor the value of those interests. If the aggregate value of interests affected by a particular matter increases and exceeds the *de minimis* threshold, he will not participate personally and substantially in the particular matter that to his knowledge has a direct and predictable effect on the interests, unless he first obtains a written waiver pursuant to 18 U.S.C. § 208(b)(1).

SECTION 5 – PUBLIC POSTING

Mr. Kanter has been advised that this ethics agreement and the Certification of Ethics Agreement Compliance will be posted publicly, consistent with the public information law at 5 U.S.C. § 552, on the website of the U.S. Office of Government Ethics with ethics agreements of other Presidential nominees who file public financial disclosure reports.

Based on the above agreements and counseling, I am satisfied that the enclosed report presents no conflicts of interest under applicable laws and regulations and that you may so certify to the Senate Judiciary Committee.

Sincerely,

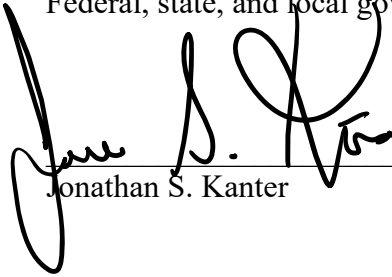
Lee Lofthus  Date: 2021.08.24
13:46:45 -04'00'

Lee J. Lofthus
Assistant Attorney General
for Administration and
Designated Agency Ethics Official

Enclosure

NOMINEE STATEMENT

I have read the Ethics Agreement signed by Lee J. Lofthus, Assistant Attorney General for Administration and Designated Agency Ethics Official on August 24, 2021, and I agree to comply with the commitments outlined in this agreement. In addition, in the event that an actual or potential conflict of interest arises during my appointment, I will consult with the Department ethics officials and take the measures necessary to resolve the conflict, such as recusal from the particular matter or divestiture of an asset. I will not modify this ethics agreement without your approval and the approval of the U.S. Office of Government Ethics pursuant to the ethics agreement requirements contained in the financial disclosure regulation at 5 C.F.R. § 2634.803(a)(4). Finally, I understand that as an appointee I will be required to sign the Ethics Pledge (Exec. Order No. 13989) and that I will be bound by it. Among other obligations, I will be required to recuse from particular matters involving specific parties involving my former employer or former clients for a period of two years after I am appointed, with the exception of Federal, state, and local governments.



Jonathan S. Kanter

Date: **August 24, 2021**

UNITED STATES OFFICE OF
GOVERNMENT ETHICS



The Honorable Richard Durbin
Chairman
Committee on the Judiciary
United States Senate
Washington, DC 20510

Dear Mr. Chairman:

In accordance with the Ethics in Government Act of 1978, I enclose a copy of the financial disclosure report filed by Jonathan S. Kanter, who has been nominated by President Biden for the position of Assistant Attorney General, Antitrust Division, Department of Justice.

We have reviewed the report and have obtained advice from the agency concerning any possible conflict in light of its functions and the nominee's proposed duties. Also enclosed is an ethics agreement outlining the actions that the nominee will undertake to avoid conflicts of interest. Unless a date for compliance is indicated in the ethics agreement, the nominee must fully comply within three months of confirmation with any action specified in the ethics agreement.

Based thereon, we believe that this nominee is in compliance with applicable laws and regulations governing conflicts of interest.

Sincerely,

Enclosures



UNITED STATES OFFICE OF
GOVERNMENT ETHICS



August 26, 2021

The Honorable Richard Durbin
Chairman
Committee on the Judiciary
United States Senate
Washington, DC 20510

Dear Mr. Chairman:

In accordance with the Ethics in Government Act of 1978, I enclose a copy of the financial disclosure report filed by Jonathan S. Kanter, who has been nominated by President Biden for the position of Assistant Attorney General, Antitrust Division, Department of Justice.

We have reviewed the report and have obtained advice from the agency concerning any possible conflict in light of its functions and the nominee's proposed duties. Also enclosed is an ethics agreement outlining the actions that the nominee will undertake to avoid conflicts of interest. Unless a date for compliance is indicated in the ethics agreement, the nominee must fully comply within three months of confirmation with any action specified in the ethics agreement.

Based thereon, we believe that this nominee is in compliance with applicable laws and regulations governing conflicts of interest.

Sincerely,

DAVID APOL

Digitally signed by DAVID
APOL
Date: 2021.08.26 18:46:54
-04'00'

David J. Apol
General Counsel

Enclosures





CERTIFICATE OF DIVESTITURE

CERTIFICATE NO: OGE-2022-048

DATE OF ISSUANCE: February 10, 2022

ELIGIBLE PERSON: Jonathan S. Kanter and Lisa Kanter [spouse of Jonathan S. Kanter],
Department of Justice

[The divestiture property is identified in the attachment to this Certificate.]

[Please note: Upon the sale of this property, only the capital gain realized under Federal tax law is eligible for deferral under section 1043. This Certificate of Divestiture does not apply to ordinary compensation income.]

This Certificate of Divestiture is issued in accordance with section 1043 of the Internal Revenue Code and 5 C.F.R. § 2634.1002 with respect to the specific property described in the attachment. I hereby determine that the divestiture of the described property is reasonably necessary to comply with 18 U.S.C. § 208, or other applicable Federal conflict of interest statutes, regulations, rules, or executive orders.

Section 1043 of the Internal Revenue Code and the rules of 5 C.F.R. part 2634, subpart J provide for nonrecognition of gain in the case of sales to comply with conflict of interest requirements. The substantive and procedural rules relating to the tax aspects of such sales and rollovers pursuant to the statutory scheme are subject to the jurisdiction of the Internal Revenue Service. Eligible persons should seek the advice of their personal tax advisors for guidance as to the tax aspects of divestiture transactions and whether proposed acquisitions meet the requirements for permitted property. Internal Revenue Service regulations and other guidance should also be consulted as to these matters. Eligible persons must follow Internal Revenue Service requirements for reporting dispositions of property and making an election not to recognize gain under section 1043 (IRS Form 8824).

A Certificate of Divestiture may only be used if the person identified above is an “eligible person” at the time of divestiture. The rules of 5 C.F.R. part 2634, subpart J relate to the issuance of Certificates of Divestiture and the permitted property into which reinvestment must be made during the 60-day period beginning on the date of such a sale in order for nonrecognition to be permitted. Such reinvestments are called rollovers, and are limited to obligations of the United States and diversified investment funds as defined in 5 C.F.R. § 2634.1003.

**DAVID
APOL**

David J. Apol
General Counsel

Digitally signed by
DAVID APOL
Date: 2022.02.10 16:31:26
-05'00'

Attachment



