

## Securities, Shareholder, and M&A Litigation (U.S.)

Our global group has extensive experience in all kinds of corporate and securities litigation. Our European and U.S. practices are trusted advisors in their markets.

In particular because of the global nature of our group, we are able to offer seamless advice, worldwide and across all industries.

When disputes arise involving a company's stockholders, investors, executive leaders, or board of directors, the resulting litigation and regulatory actions can lead to business disruption, financial exposure, reputational damage, and diluted valuation. You must engage seasoned litigators who will work with you through the full lifecycle of the dispute to protect your interests. We are the team to have on your side, to obtain favorable outcomes at the earliest possible stage, or to defend your interests all the way to verdict through appeal, when necessary.

We've helped clients achieve favorable outcomes in matters across the spectrum of securities, shareholder, and M&A disputes:

- Corporate governance litigation
- Federal securities litigation
- Public company M&A litigation
- Private company M&A disputes
- Investment fund disputes and litigation

### Key contacts

**Jon M. Talotta,**  
Northern Virginia

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New York

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### Trending Topics

[Getting the Deal Through: M&A  
Litigation](#)

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[Quarterly Corporate / M&A  
Decisions Update Series](#)

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### Areas of focus

Corporate and Shareholder  
Litigation in Europe

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We have a unique approach to defending our clients in securities, shareholder, and M&A litigation. First and foremost, we work with you to identify and prioritize your business objectives. We also help you develop the factual and legal framework to drive the proper narrative. We put together the right team to handle your matter, including lawyers across different practices, geographies, and industry experience. We are able to do this in a cost effective way through use of our advanced technology platforms, such as machine learning and other types of AI, to review documents, prepare litigation outcome assessments, help surface new insights, and realize other efficiencies and enhance service quality.

## Representative experience

Secured a dismissal with prejudice for Papa John's in a Section 10(b) securities class action arising from inappropriate statements by the company's founder and an article alleging workplace misconduct issues.

Affirmation by Delaware Supreme Court ruling for our client on equitable grounds that the "affirmative deception" by the founder/director of tech company voided his attempt to take over control of the company.

Represented the buyer in a US\$2.5 billion public hotel REIT merger against shareholder class action suit in Delaware federal court alleging disclosure claims.

Representing a privately held U.S. energy company in a series of bet-the-company cases pending in Texas against claims of breach of fiduciary duty, breach of the underlying investment agreement, and fraud.

Won US\$385 million jury trial for aerospace company Orbital ATK, Inc. in a case involving derivative claims alleging breach of fiduciary duty over dissolution of joint venture.

Secured dismissal of a RICO action seeking US\$1 billion in damages in the Southern District of New York for a multi-billion euro REIT based in Luxembourg, their

largest shareholder, and other executives.

Representing a former investor in a hedge fund in high-profile litigation as trial counsel against claims of breaches of fiduciary duty, fraud, conspiracy, and mail and wire fraud under the RICO statute.

Advising founder/chairman of a consumer company on securities class actions and derivative suits in Maryland federal and state courts, alleging securities fraud and breach of fiduciary duty claims.

Representing of one of China's leading specialty chemical companies, as well as its individual directors, in three related class action litigations stemming from a proposed controlling shareholder transaction.

Leading in a RICO action pending in the US District Court for the District of Puerto Rico brought by residents of Puerto Rico against 15 defendants, with US\$ billions at stake.

Representing a U.S. pharmaceutical company in connection with two subpoenas it has received concerning disclosure and accrual issues related to one of its products, including representation before the SEC.

Advising on a high-stakes post-closing dispute that arose out of high-value M&A, including novel issues of, among other things, employment, real estate, international trade and commercial contract law.

## Latest thinking and events

- Hogan Lovells Events
  - Trends and developments in M&A disputes: Legal and accounting perspectives
- Webinar
  - (Post) M&A Disputes: Earn-out clauses in times of COVID-19
- Webinar
  - D&O liability risks due to cyber attacks
- Webinar
  - Extended liability risks for managing directors

under the new SanInsFoG (in Germany)

- Hogan Lovells Publications
  - The Litigation Landscape: How to prevail when technology fails
- Press Releases
  - Hogan Lovells welcomes the New Year and 25 new partner and 60 new counsel promotions