

Corporate and Shareholder Litigation in the U.S.

When it comes to disputes with shareholders or M&A partners, your board members and your company need counsel early. The stakes can be too high to hesitate. The sooner we become involved, the more likely we are able to solve the problem before a lawsuit is filed.

We provide valuable counseling to companies when an M&A transaction is just being negotiated and even before a public filing has been made. The best wins are the ones we achieve for our clients before a complaint is filed and, often, when the dispute is avoided altogether.

Our team has experience throughout the U.S. and the world assisting companies and their management to defend — and to try to avoid entirely — litigation stemming from corporate management or transactions.

Our team is different. We are one of the few law firms that has tried securities fraud class actions, and we have done so successfully. We work in tandem with the firm's government regulatory attorneys whose deep subject matter know-how enables us to quickly scale the otherwise formidable learning curve that otherwise could delay or hinder the crafting of a successful defense.

Representative experience

Defended a global accounting firm in a '34 Act class action alleging failure to discover a client fraudulently concealed true financial condition.

Contacts

Jon M. Talotta,
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New York

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New York

Practices

Commercial Litigation

Corporate and Shareholder
Litigation

Defended a biotech company in a '33 Act class action alleging a subsidiary misled investors by failing to disclose core products declining sales.

Defended the CEO of a major sporting goods manufacturer: '34 Act class action alleged failure to disclose negative impact on revenue/profit margins.

Defended an infrastructure engineering and construction company: '34 Act class action alleged false fiscal performance and estimate fee claims.

Defended a commercial-stage pharmaceutical company: '34 Act class action alleged false claims on efficacy, results, and likely market for its drug.

Defended a pharmaceutical company and its officers: '34 Act class action alleged false claims regarding product efficacy and clinical trial results.

Defended a manufacturing CEO in a US\$20 billion securities fraud class action alleging misleading statements about its product demand and accounting.

Defended a clinical stage pharmaceutical company: '34 Act class action alleged misrepresentation regarding FDA approval for a new drug application.

Defended a financial institution in a '34 Act class action alleging the bank failed to accurately report its allowance for loan and lease losses.

Defended former officers of an energy company in a '34 Act case alleging the executives concealed the company's deteriorating financial condition.

Defended a communications company: shareholder derivative action asserting breach of fiduciary duty by introducing certain subscription TV offers.

Defended a bank: shareholder derivative action alleged breach of fiduciary duty to a subsidiary by stopping an IPO and accelerating loan repayment.

Defended a Cayman Island hedge fund in a shareholder

derivative action alleging the management entity misled investors and wasted corporate assets.

Defended a Maryland-based mortgage REIT: multidistrict shareholder derivative suit challenged internalizing REIT's past external manager and fees.

Defended a Delaware bio-tech corporation in multidistrict shareholder litigation challenging a proposed merger.

Defended a public aerospace and defense industry company dispute; joint-venture partner alleged breaches with aiding and abetting of fiduciary duty.

Defended a healthcare company in a post-acquisition dispute regarding a US\$100 million post-closing price adjustment dispute.

Latest thinking and events

Hogan Lovells Publications

Getting The Deal Through: M&A Litigation 2019

Law Business Research

Hogan Lovells Publications

Getting The Deal Through: M&A Litigation 2019 - United States

Law Business Research

Hogan Lovells Publications

Going global: the spread of U.S.-style M&A litigation to Europe

Hogan Lovells Publications

Getting The Deal Through M&A Litigation 2018 – United States

Law Business Research