

Recent Developments in Delaware Corporate Law: Transactional and Litigation Perspectives

Thursday, May 22, 2014 | 1:00 p.m. - 5:15 p.m.
Chase Center on the Riverfront, Wilmington, Delaware
4.0 hours CLE credit for Delaware and Pennsylvania attorneys

PROGRAM

Transactional Panel

Stockholder Activism: A View from All Sides

Panelists will discuss the legal issues that arise when a stockholder nominates, and succeeds in electing, candidates to a Board of Directors of a publicly held corporation, with insight from a member of the Delaware Court of Chancery and from legal and financial advisors. Panelists will discuss stockholder compensation of director candidates, disputes that arise in proxy fights and the fiduciary duty issues that counsel might confront after a stockholder candidate is elected as director.

Litigation Panel

Coping with Conflict

Conflict of interest transactions are a perennial staple of corporate litigation. In the last year, the Delaware Supreme Court and Delaware Court of Chancery have provided significant guidance concerning transactions involving: (1) conflicts between the controlling and minority stockholders, (2) conflicts between directors and officers and the stockholders and (3) investment banker and other advisor conflicts. Panelists will discuss these developments with an eye to advising parties negotiating a transaction that may involve conflict of interest and attacking or defending a conflict transaction in litigation.

See page 2 for full program description.



Sponsored by the
**Corporation Law Section
of the Delaware State Bar Association**

Material to be provided as download only. A link will be e-mailed with registration confirmation.



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MODERATOR

Lewis H. Lazarus, Esquire
Morris James LLP

PROGRAM

12:30 p.m. - 1:00 p.m.

Registration and Light Lunch

1:00 p.m. - 3:00 p.m.

Transactional Panel

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Moderator: Patricia O. Vella, Esquire
Morris, Nichols, Arsht & Tunnell LLP

Panelists: The Honorable J. Travis Laster
Vice Chancellor, Delaware Court of Chancery
Scott A. Barshay, Esquire
Cravath, Swaine & Moore LLP
James D. Honaker, Esquire
Morris, Nichols, Arsht & Tunnell LLP
Charles G. Penner, Esquire
Partner and Chief Legal Officer
JANA Partners LLC
Janine M. Salomone, Esquire
Potter Anderson & Corroon LLP
Chris Young, Esquire
Managing Director
Head of Contested Situations, Credit Suisse

3:00 p.m. - 3:15 p.m.

Break

3:15 p.m. - 5:15 p.m.

Litigation Panel

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Panelists: Michael J. Barry, Esquire
Grant & Eisenhofer, P.A.
Rolin P. Bissell, Esquire
Young Conaway Stargatt & Taylor, LLP
Anne C. Foster, Esquire
Richards, Layton & Finger, P.A.

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Litigation Panel Coping with Conflict

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Please return by May 15, 2014 • DSB05222014RECEN

Tuition: DSBA Members and Staff Registering Before 5/15/14:
DSBA Members and Staff Registering On or After 5/15/14:
Non-Members:
 PA Credit – Add \$12.00 PA ID No. _____

Seminar and Download materials - \$285.00
 Seminar and Download materials - \$305.00
 Seminar and Download materials - \$405.00

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General Information

Return registration form to Delaware State Bar Association, 405 N. King St., Suite 100, Wilmington, DE 19801, or fax to (302) 658-5212. Refunds issued if cancellation is received no later than one week prior to a seminar. All refund requests must be in writing. Unpaid registrants who fail to attend the seminar are responsible for the full registration fee. Call DSBA at (302) 658-5279 for more information. Visit www.dsba.org for all seminar policies.

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