



## Kevin M. Coen

Partner

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t 302-351-9301

**Kevin's extensive trial experience and diverse litigation practice cover a mix of complex corporate and business disputes.**

He focuses on shareholder class and derivative actions, alternative entity disputes, and other challenges to mergers, acquisitions and other strategic transactions, as well as complex commercial disputes and non-compete litigation. Kevin's litigation practice concentrates on cases pending in the Delaware Court of Chancery, Delaware Superior Court and U.S. District Court for the District of Delaware, and he often handles expedited trials and preliminary injunction hearings.

Kevin serves as Practice Group Coordinator for Morris Nichols' Corporate & Business Litigation Group. He has been mentioned in *The Legal 500 US* for his M&A litigation work and named to *Benchmark Litigation's* annual "40 & Under Hot List" recognizing litigation attorneys in the United States.

### EXPERIENCE

Represented Anthem in a high-profile action resulting from the failed \$54 billion acquisition of Cigna Corporation. After a two-week trial, the Court of Chancery found that Anthem had defeated each of Cigna's claims, including Cigna's claim for a reverse termination fee. *In re Anthem-Cigna Merger Litigation*, C.A. No. 2017-0114-JTL (Del. Ch. August 2020). The Court of Chancery's decision was affirmed by the Delaware Supreme Court on appeal.

### PRACTICE AREAS

Corporate & Commercial Litigation

Complex Commercial Litigation

Mergers & Acquisitions Litigation

Shareholder Class & Derivative Litigation

### EDUCATION

Villanova University School of Law, JD, magna cum laude, Order of the Coif, 2005  
*Villanova Law Review*, associate editor, 2003-2005

Dartmouth College, AB, psychology, 2002

### ADMISSIONS

Delaware, 2005

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Represented Madison Dearborn Partners and its portfolio company, SIRVA Worldwide Inc., in expedited Court of Chancery action arising out of a agreement to purchase Realogy Holding Corp. Obtained dismissal of Realogy's claim for specific performance of purchase agreement. *Realogy Holdings Corp. v. SIRVA Worldwide, Inc.*, C.A. No. 2020-0311-MTZ (Del. Ch. June 2020)

Represented Oak Hill Capital Partners and former directors of Oversee.net in Court of Chancery litigation challenging the redemption of Oak Hill's preferred stock. After a two-week trial, the Court found that Oak Hill and the former directors' actions were entirely fair and dismissed all claims against them. *The Frederick Hsu Living Trust v. ODN Holding Corporation, et al.*, C.A. No. 12108-VCL (Del. Ch. May 2020)

Represented former officers of Hertz in Court of Chancery action seeking advancement of legal fees and expenses. Successfully briefed and argued motion for summary judgement resulting in Court order requiring advancement of clients' legal fees and expenses. *Sider v. Hertz National Holdings*, C.A. No. 2019-0237-KSJM (Del. Ch. May 2019)

Represented NRC Group Holdings Corp. in a suit challenging the company's planned merger with U.S. Ecology Inc. Obtained summary judgment in favor of client. *SBTS, LLC, v. NRC Group Holdings Corp., et al.*, Del. Ch., C.A. No. 2019-0566-JTL (Del. Ch. Oct 2019)

Represented mobile laboratory company in trial against former employer for breach of non-compete and other agreements. Obtained 2-year injunction against defendant and sanctions for spoliation of evidence. *Kan-Di-Ki, LLC (d/b/a Diagnostic Laboratories) v. Robert Suer*, 2015 WL 4503210 (Del. Ch. Jul. 2015)

Obtained judgment on the pleadings in favor of client against former controlling stockholders and founder on claims pertaining to a right of first refusal agreement covering hotel properties. The court adopted our clients' interpretation of the agreement and held that our clients had enforceable right of first refusal over certain hotel properties and that defendant is required to sell those properties. *JD Holdings et al v. Dowdy, et al.*, 2014 WL 4980669 (Del. Ch. Oct. 2014)

**NEWS & INSIGHTS**

*The Legal 500* Distinguishes Morris Nichols Among Leading US Law Firms for M&A Media Mention, *The Legal 500*, 06.10.2021

Landmark Victory for Anthem in High-Profile Merger Litigation Firm News, 05.03.2021

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*Benchmark Litigation 2021* Ranks Morris Nichols Among Top Delaware Firms  
Firm News, *Benchmark Litigation*, 10.05.2020

*Benchmark 40 & Under Hot List* Once Again Recognizes Kevin Coen and Ryan Stottmann  
Firm News, 07.30.2020

*The Legal 500* Identifies Morris Nichols Among Leading U.S. Law Firms for M&A  
Firm News, 06.10.2020

*Benchmark Litigation* Recognizes Morris Nichols Delaware Litigation Presence in 2020 Guide  
Firm News, 09.25.2019

Kevin Coen and Ryan Stottmann Named to 2019 *Benchmark 40 & Under Hot List*  
Firm News, 08.04.2019

*The Legal 500* Recognizes Morris Nichols Among Leading U.S. Law Firms for M&A  
Firm News, 05.29.2019

*The Legal 500* Ranks Morris Nichols Among Top U.S. Law Firms for M&A  
Firm News, 05.31.2018

*The Legal 500* Recognizes Morris Nichols as a Leading M&A Law Firm  
Firm News, 06.15.2016

**HONORS & RECOGNITIONS**

*Benchmark Litigation*, 40 & Under Hot List, 2019-2020

*The Legal 500 US*, mentioned in M&A litigation, 2016-2021

**PROFESSIONAL & CIVIC**

American Bar Association

Delaware State Bar Association

