

## ANN M. LIPTON

Michael M. Fleishman Professor in Business Law and Entrepreneurship  
Tulane University Law School  
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### EDUCATION

#### HARVARD LAW SCHOOL, J.D., 2000

Honors: *magna cum laude*  
Sears Prize for Second-Year Grade Point Average  
Best Brief, First-Year Ames Moot Court Competition

Activities: *Harvard Law Review*, Articles and Commentaries Committee  
Research Assistant to Professor Laurence H. Tribe  
Research Assistant to Professor Daniel J. Meltzer  
Prison Legal Assistance Project

#### STANFORD UNIVERSITY, A.B. in Communication and Psychology, 1995

Honors: Phi Beta Kappa  
Graduated with Distinction

### ACADEMIC APPOINTMENTS

**TULANE UNIVERSITY LAW SCHOOL**, New Orleans, LA July 2015–present  
Joint appointment with The Murphy Institute, Tulane University.  
Associate Dean for Faculty Research (July 2021–present).  
Michael M. Fleishman Professor in Business Law and Entrepreneurship (full professor as of July 2024; with tenure as of July 2021).  
Courses: Business Enterprises; Securities Regulation; Mergers & Acquisitions.  
Service: Intellectual Life, Hiring (2024–2025, 2022–2023, 2020–2021, 2016–2017)

**DUKE UNIVERSITY SCHOOL OF LAW**, Durham, NC July 2013–June 2015  
Visiting Assistant Professor. Courses: Securities Litigation; Legal Responses to the Financial Crisis (co-taught with Professor Tanya Marsh of Wake Forest University School of Law).

**BENJAMIN N. CARDOZO SCHOOL OF LAW**, New York, NY Oct. 2003–June 2004  
Adjunct Professor of Legal Writing.

### CLERKSHIPS

**UNITED STATES SUPREME COURT**, Washington, DC Aug. 2001–July 2002  
Law clerk for the Honorable David H. Souter.

**THIRD CIRCUIT COURT OF APPEALS**, Philadelphia, PA Aug. 2000–July 2001  
Law clerk for the Honorable Edward R. Becker.

## ARTICLE-LENGTH PUBLICATIONS

*Every Billionaire is a Policy Failure*, 18 Virginia Law & Business Review 327 (2024)

*Inside Out (or, One State to Rule them All): New Challenges to the Internal Affairs Doctrine*, 58 Wake Forest L. Rev. 321 (2023) (selected for inclusion in *Corporate Practice Commentator*)

*Capital Discrimination*, 59 Hous. L. Rev. 843 (2022) (selected for inclusion in *Corporate Practice Commentator*)

*Not Everything is About Investors: The Case for Mandatory Stakeholder Disclosure*, 37 Yale J. on Reg. 499 (2020)

*Shareholder Divorce Court*, 44 J. Corp. L. 297 (2018)

*Reviving Reliance*, 86 Fordham L. Rev. 91 (2017) (selected for inclusion in *Securities Law Review* and *Corporate Practice Commentator*)

*Manufactured Consent: The Problem of Arbitration Clauses in Corporate Charters and Bylaws*, 104 Geo. L.J. 583 (2016) (selected for inclusion in *Corporate Practice Commentator*)

*Slouching Towards Monell: The Disappearance of Vicarious Liability Under Section 10(b)*, 92 Wash. U. L. Rev. 1261 (2015)

## BOOKS

SECURITIES REGULATION: CASES AND MATERIALS (Aspen) (beginning with 9<sup>th</sup> ed. 2019) (with James Cox, Donald Langevoort, Patrick Corrigan)

## ADDITIONAL LAW-RELATED PUBLICATIONS

*Corporate Purpose and the Blurred Boundaries of Internal and External*, in CORPORATE PURPOSE, CSR AND ESG: A TRANS-ATLANTIC DIALOGUE (JENS-HINRICH BINDER, KLAUS J. HOPT, & THILO KUNTZ, EDS., forthcoming)

*Not Dead Yet: A Reply to Professors Manesh and Grundfest*, Bus. Law. (forthcoming)

*Of Chameleons and ESG*, 107 Marq. L. Rev. 597 (2024)

*Will the Real Shareholder Primacy Please Stand Up? A Review of The Profit Motive: Defending Shareholder Value Maximization* by Stephen M. Bainbridge, 137 Harv. L. Rev. 1584 (2024)

*Are syndicated loans securities? And why does it matter?*, FT Alphaville, July 26, 2023

*Twitter v. Musk: Reflections on the "Trial of the Century" That Wasn't*, 40 Del. Law. Magazine, Fall 2022, at 10 (with Eric Talley)

*The Three Faces of Control*, 77 Bus. Law. 801 (2022)

*A Most Ingenious Paradox: Competition vs. Coordination in Mutual Fund Policy*, 71 Case W. Res. L. Rev. 1275 (2021)

*ESG Investing, or, If You Can't Beat 'Em, Join 'Em*, in RESEARCH HANDBOOK ON CORPORATE PURPOSE AND PERSONHOOD (ELIZABETH POLLMAN & ROBERT THOMPSON, EDS. 2021)

*Beyond Internal and External: A Taxonomy of Mechanisms for Regulating Corporate Conduct*, 2020 Wisc. L. Rev. 657

*After Corwin: Down the Controlling Shareholder Rabbit Hole*, 72 Vand. L. Rev. 1977 (2019)

*Fact or Fiction: Flawed Approaches to Evaluating Market Behavior in Securities Litigation*, 20 Tenn. J. Bus. L. 741 (2019)

*What We Talk About When We Talk About Shareholder Primacy*, 69 Case W. Res. L. Rev. 863 (2019) (selected for inclusion in *Corporate Practice Commentator*)

*Mixed Company: The Audience for Sustainability Disclosure*, 107 Geo. L.J. Online 81 (2018)

*Limiting Litigation Through Corporate Governance Documents*, in RESEARCH HANDBOOK ON REPRESENTATIVE SHAREHOLDER LITIGATION (SEAN GRIFFITH ET AL., EDS. 2018)

*Family Loyalty: Mutual Fund Voting and Fiduciary Obligation*, 19 Tenn. J. Bus. L. 175 (2017)

*Supreme Court to Decide the Operation of Statutes of Repose*, INSIGHTS, May 2017, at 21

*Halliburton and the Dog That Didn't Bark*, 10 Duke J. Const. L. & Pub. Pol'y 1 (2015)

*Searching For Market Efficiency*, 57 Ariz. L. Rev. 71 (2015)

*Case Comment — Wyoming v. Houghton*, 113 Harv. L. Rev. 255 (1999)

*Recent Case — Childress v. City of Richmond*, 112 Harv. L. Rev. 725 (1999)

## HONORS AND AWARDS

New Orleans CityBusiness Leader in Law Class of 2023

2021 Felix Frankfurter Award for Distinguished Teaching

*Not Everything is About Investors: The Case for Mandatory Stakeholder Disclosure* selected as one of *Corporate Practice Commentator's* Best Corporate and Securities Articles of 2020

## PRESENTATIONS

Invited Lecturer, *Value vs. Values: ESG Investing and the Social Responsibility of Business*, College of the Holy Cross, Apr. 2024

Legitimizing Shareholder Primacy, *Faculty Development Workshop*, Seattle University School of Law, March 2024

Every Billionaire is a Policy Failure, *Faculty Workshop*, Ohio State College of Law, Feb. 2024

Every Billionaire is a Policy Failure, *Heyman Center on Corporate Governance Colloquium*, Benjamin N. Cardozo School of Law, Jan. 2024

Panelist, *Conflict of Laws and Corporate Governance*, AALS, Washington, DC, Jan. 2024

Discussant, *The Future of ESG*, sponsored by the Institute for Law and Economic Policy and the University of Pennsylvania Business Law Journal, University of Pennsylvania Carey Law School, Nov. 2023

Discussant, *Corporate Law at a Crossroad*, Wisconsin Law School, Oct. 2023

Boden Lecturer, *Of Chameleons and ESG*, Marquette University Law School, Sept. 2023

Invited Lecturer, *The Future of Markets, Firms and Investing Series*, Ontario Securities Commission, June 2023

Discussant, *Vanderbilt 25<sup>th</sup> Annual Law & Business Conference*, Vanderbilt Law School, Apr. 2023

Participant, *Conference on Standardized Corporate Social Responsibility Reporting*, University of Florida Levin College of Law, Feb. 2023

Inside Out, *Law and Economics Workshop*, University of Chicago Law School, Jan. 2023

Panelist, *Conference on M&A and Corporate Governance*, Columbia Law School, Dec. 2022

Keynote Speaker – Every Billionaire is a Policy Failure, *Southeastern Academy of Legal Studies in Business Annual Conference*, New Orleans, LA, Nov. 2022

Panelist, *Seventh Annual Berkeley Forum on Corporate Governance*, San Francisco, CA, Nov. 2022

Panelist, *2022 Apollo Sustainability & ESG Conference*, sponsored by Apollo Global Management, UNLV William S. Boyd School of Law, Oct. 2022

Inside Out, *Randall-Parks Speakers*, University of Kentucky Rosenberg College of Law, Sept. 2022

Corporate Purpose and the Blurred Boundaries of Internal and External Governance, *The Public Corporation and Its Environment: How “Public” Is It?*, Eberhard Karls University, Tübingen, Germany, June 2022

Discussant, *Harvard/Yale/Stanford Junior Faculty Forum*, Harvard Law School, June 2022

Panelist, *Poison Pills After Williams*, sponsored by the Institute for Corporate Governance & Finance, NYU School of Law, Apr. 2022

Inside Out, *University of Texas at Austin School of Law Business Law Workshop*, University of Texas Law School, Apr. 2022

Panelist, *Tulane Energy Law Conference*, Tulane Law School, Apr. 2022

Inside Out, *Criser Distinguished Lecture Series*, University of Florida, March 2022

Inside Out, *BYU Winter Deals Conference*, Park City, Utah, March 2022

Panelist, *Mergers & Acquisitions 2022: Advanced Trends and Developments*, sponsored by the Practising Law Institute, Jan. 2022

Panelist, *Temperatures Rising: Risks and Opportunities from Anticipated ESG Disclosure Regulation*, sponsored by Quinn Emanuel, Nov. 2021

Capital Discrimination, *Law & Economics Colloquium*, University of Toronto Faculty of Law, Oct. 2021

Panelist, *Controlling Stockholders*, Delaware Court of Chancery Retreat, Oct. 2021

Panelist, *Should the SEC mandate disclosure of environmental and social matters?*, sponsored by the Corporate Law Academic Webinar Series, Sept. 2021

Panelist, *ESG 2021: What It Means for Boards, Management, and Counsel*, sponsored by the Practising Law Institute, June 2021

Panelist, *Corporate & Securities Law in the Time of Coronavirus*, sponsored by the University of Richmond Law Review, University of Richmond Law School, March 2021

Capital Discrimination, *Cornell Law School Faculty Legal Studies Workshop*, Cornell Law School, Feb. 2021

Panelist, *Corporate Governance and Social Issues*, sponsored by the University of Pennsylvania Business Law Journal, University of Pennsylvania Carey Law School, Feb. 2021

Capital Discrimination, *Institute for Law & Economics Workshop*, University of Pennsylvania Carey Law School, Feb. 2021

Conflict and Cooperation Among Mutual Funds, *Leet Symposium: Equity Holdings in the Three Index Funds: Anti-Competitive Effects, Fiduciary Duties and Environmental, Social and Governance Issue*, Case Western Reserve University Law School, Nov. 2020

Limiting Shareholder Litigation Through Corporate Charters and Bylaws, *Business Law: Connecting the Threads IV*, sponsored by the University of Tennessee College of Law, Oct. 2020

Panelist, *Financial Advice Landscape in 2020 Amidst New SEC, CFP Board and ERISA Standards*, sponsored by the Institute for the Fiduciary Standard, Sept. 2020

Not Everything is About Investors, *UC Hastings Workshop in Law, Business & Economics*, UC Hastings Law School, Apr. 2020

Beyond Internal and External, *Fourth Annual Tulane Corporate and Securities Roundtable*, Tulane Law School, March 2020

Panelist, *Corporate Social Responsibility: Maximizing Shareholder Returns and Community Benefits*, sponsored by the Ohio State Business Law Journal, Ohio State Moritz College of Law, Feb. 2020

Not Everything is About Investors, *Berkeley Law, Economics and Business Workshop*, UC Berkeley Law School, Feb. 2020

Panelist, *22nd Annual Federalist Society Faculty Conference*, sponsored by the Federalist Society, Washington, D.C., Jan. 2020

Beyond Internal and External, *The New Realism in Business Law and Economics*, Minnesota Law School, Nov. 2019

Not Everything is About Investors, *Minnesota Faculty Works in Progress Lecture*, Minnesota Law School, Nov. 2019

After *Corwin*: Down the Controlling Shareholder Rabbit Hole, *Rethinking the Shareholder Franchise*, Wisconsin Law School, Sept. 2019

Panelist, *Legal Issues in Social Entrepreneurship and Impact Investing - in the US and Beyond*, sponsored by the Impact Investing Legal Working Group and the Grunin Center for Law and Social Entrepreneurship at NYU Law, June 2019.

Panelist, *NASAA Public Policy Roundtable*, sponsored by North American Securities Administrators Association (NASAA), Washington, D.C., May 2019.

Panelist, *Thirteenth Annual Judicial Symposium on Civil Justice Issues*, George Mason University Antonin Scalia Law School, May 2019

After *Corwin*: Down the Controlling Shareholder Rabbit Hole, *Corporate Accountability Symposium*, sponsored by the Institute for Law and Economic Policy and the Vanderbilt Law Review, Bahia Beach, PR, Apr. 2019

Panelist, *Forum for Institutional Investors: Protecting Shareholder Rights*, sponsored by Bernstein Litowitz Berger & Grossmann LLP, New Orleans, LA, Apr. 2019

Not Everything is About Investors, *Law and Business Workshop*, Vanderbilt Law School, March 2019

Not Everything is About Investors, *Third Annual Tulane Corporate and Securities Roundtable*, Tulane Law School, March 2019

Keynote Speaker – Working for the Unicorn, *North American Securities Administrators Association (NASAA) Corporate Finance Training*, New Orleans, LA, Nov. 2018

What We Talk About When We Talk About Shareholder Primacy, *Leet Symposium: Fiduciary Duty, Corporate Goals, and Shareholder Activism*, Case Western Reserve University Law School, Nov. 2018

Fact or Fiction: Flawed Approaches to Evaluating Market Behavior in Securities Litigation, *Business Law: Connecting the Threads II*, University of Tennessee College of Law, Sept. 2018

Discussant – Disclosure, *Deconstructing the Regulatory State: Perils and Possibilities Symposium*, sponsored by the Institute for Law and Economic Policy and the Georgetown Law Journal, Bal Harbour, FL, Apr. 2018

Shareholder Divorce Court, *Second Annual Tulane Corporate and Securities Roundtable*, Tulane Law School, March 2018

Shareholder Divorce Court, *University of North Carolina Faculty Speaker Series*, UNC Law School, Feb. 2018

Shareholder Divorce Court, *Regulation and Markets Workshop*, Boston College Law School, Jan. 2018

Family Loyalty: Mutual Fund Voting and Fiduciary Obligation, *Business Law: Connecting the Threads*, University of Tennessee College of Law, Sept. 2017

*Corporate Governance*, Shareholder and Investor Engagement Subcommittee, ABA Business Law Section Spring Meeting, New Orleans, LA, Apr. 2017

Reviving Reliance, *Navigating Federalism in Corporate and Securities Law*, Tulane Law School, Apr. 2017

Reviving Reliance, *Emory Faculty Colloquium*, Emory Law School, March 2017

*Deception Roundtable – Chicago*, Research Program on Law and Market Behavior, sponsored by University of Notre Dame Law School, Chicago, IL, May 2016

Discussant – Navigating Alternatives to Securities Fraud Class Actions: State Law and Opt-out Litigation, *The New Landscape of Securities Fraud Class Actions*, sponsored by Loyola University Chicago School of Law’s Institute for Investor Protection and Institute for Law and Economic Policy, Oct. 2014

*The Meaning of Halliburton II, and Where We Go From Here*, UNC Law School Supreme Court lunch series, July 2014

Discussant – The Role of Fraud on the Market Theory in Class Actions, *Business Litigation and Regulatory Agency Review in the Era of the Roberts Court*, sponsored by Institute for Law and Economic Policy Symposium, Boca Raton, FL, Apr. 2014

### SELECTED MEDIA APPEARANCES

Assorted posts, *BusinessLawProf Blog*, [http://lawprofessors.typepad.com/business\\_law/ann-lipton/](http://lawprofessors.typepad.com/business_law/ann-lipton/)

Quoted in Sujeet Indap, *Corporate law changes would favour big shareholders in influential Delaware*, Fin. Times, June 21, 2024

Interviewed on *Squawk Box*, CNBC, July 13, 19, Aug. 24, & 30 2022, Feb. 6, Apr. 17, June 3 & 14, 2024

Quoted in Sean McLain & Erin Mulvaney, *Musk Pay Victory Removes Cloud at Tesla, but Fresh Legal Fight Looms*, Wall St. J., June 14, 2024

Interviewed on *Bloomberg: The Close*, Bloomberg TV, June 13, 2024

Interviewed on WSJ Explains, *Elon Musk’s \$46B Pay Package: Four Ways the Vote Could Unfold*, Wall St. J., June 12, 2024

Quoted in Michael J. de la Merced & Sarah Kessler, *Tesla Shareholders Will Vote on Elon Musk’s Big Payday. What Happens Then?*, N.Y. Times Dealbook, June 8, 2024

Quoted in Kia Kokalitcheva, *A Texas brand of business mojo*, Axios Pro Rata, June 8, 2024

Quoted in Kia Kokalitcheva, *I big thing: The next front in ESG wars is governance*, Axios, June 1, 2024

Quoted in Mike Leonard, *Meta Ruling Rejecting Stakeholderism Embraced by ESG Boosters*, Bloomberg Law News, May 28, 2024

Quoted in David Ingram, *Should Elon Musk be paid \$56 billion? Tesla shareholders get to vote*, NBC News, May 27, 2024

Quoted in Mike Leonard, *Crackdown on Corporate Insiders Collides With New Era of Control*, Bloomberg Law News, Apr. 23, 2024

Quoted in Taylor Telford & Aaron Gregg, *Tesla revives Musk's multibillion-dollar pay proposal despite court ruling*, Wash. Post, Apr. 17, 2024

Quoted in Jennifer Kay & Mike Leonard, *TripAdvisor Nevada Relocation Ruling Set for Swift Appeal*, Bloomberg Law News, Apr. 17, 2024

Quoted in Leslie Pappas, *Del. Courts Examining 'Colonoscopy'-Like Bylaw Rules*, Law360, March 22, 2024

Quoted in Martina Barash, *Fewer Lawsuits Ease Public Pathway as Reddit Wakes Up IPO Market*, Bloomberg Law, March 21, 2024

Quoted in Mike Leonard, *Activist Investors Confront 'Weaponized' Board Nomination Bylaws*, Bloomberg Law News, Feb. 12, 2024

Quoted in Dylan Sloan, *Why did Tim Cook's pay package hold up in court while Elon's failed?*, Fortune, Feb. 8, 2024

Quoted in Joseph N. DiStefano, *Why is Elon Musk so mad at Delaware?*, Phil. Inquirer, Feb. 6, 2024

Interviewed on Stephanie Hughes, *Why do so many companies incorporate in Delaware?*, Marketplace Morning Report, Feb. 2, 2024

Quoted in John Gapper, *Tesla's board took a holiday from managing Elon Musk*, Fin. Times, Feb. 2, 2024

Quoted in Dana Hull & Jef Feeley, *Elon Musk Meets His Match in Shakespeare-Quoting Delaware Judge*, Bloomberg, Feb. 2, 2024

Quoted in Gareth Vipers, Ryan Felton, & Ginger Adams Otis, *Elon Musk Wants to Move Tesla's Incorporation From Delaware to Texas*, Wall St. J., Feb. 1, 2024

Quoted in Faiz Siddiqui, Taylor Telford, & Rachel Lerman, *How the deal that made Musk the world's richest person could unravel*, Wash. Post, Feb. 1, 2024

Quoted in Erin Mulvaney, *Why Elon Musk's \$55.8 Billion Tesla Pay Package Was Struck Down in Court*, Wall St. J., Jan. 31, 2024

Quoted in Andrew Ross Sorkin et al., *Technology Companies Are Cutting Jobs and Wall Street Likes It*, N.Y. Times Dealbook, Jan. 30, 2024

Quoted in Sujeet Indap, *Texas is throwing down a legal challenge to Delaware*, Fin. Times, Jan. 28, 2024

Quoted in Corbin Hiar, *Brazilian meat giant with mega emissions races to attract US investors*, E&E News ClimateWire, Jan. 24, 2024

Quoted in Peter Coy, *Can Elon Musk Really Do That?*, N.Y. Times, Jan. 19, 2024

Quoted in Aditya Soni, Akash Sriram, & Hyunjoo Jin, *Musk's warning about Tesla stake raises governance questions*, Reuters, Jan. 16, 2024

Quoted in Robert Armstrong & Ethan Wu, *Investing After Easy Money*, Fin. Times Unhedged, Jan. 11, 2024

Quoted in Max Zahn, *Would Elon Musk sell X as losses mount? Experts weigh in*, ABC News, Jan. 2, 2024

Quoted in Jeff Montgomery, *AmerisourceBergen Ruling Sharpens Del.'s Compliance Focus*, Law360, Dec. 19, 2023

Quoted in Rebecca Elliott & Ryan Felton, *Tesla's Engineers Are Less Boastful About Autopilot Than Elon Musk*, Wall St. J., Dec. 15, 2023

Quoted in Ben Schreckinger, *OpenAI and the future of the corporation*, Politico, Nov. 27, 2023

Interviewed on June Grasso, *Weekend Law: Flipping on Trump, Instagram Promoters & Meta Sued*, Bloomberg Law Podcast, Oct. 27, 2023

Quoted in Martina Barash, *iRhythm Securities Ruling Poised to Shape Who Is Lead Plaintiff*, Bloomberg Law, Oct. 26, 2023

Quoted in Matthew Bultman, *Instagram Promoters Test Limits of 90-Year-Old Securities Law*, Bloomberg Law, Oct. 20, 2023

Quoted in Andrew Ross Sorkin et al., *A Mega-Deal May Await in the Oil Patch*, N.Y. Times Dealbook, Oct. 6, 2023

Quoted in Mike Leonard, *Poison Pills Targeting Activists Push Judges to Draw New Lines*, Bloomberg Law News, Oct. 3, 2023

Quoted in Ben Foldy, *Money-for-Nothing Lawsuits Against Private-Equity Founders Get Boost*, Wall St. J., Sept. 5, 2023

Quoted in Sujeet Indap, *Companies now need to be more careful in denials of wrongdoing*, Fin. Times, Sept. 3, 2023

Quoted in Brooke Masters, *When tackling crypto, the SEC should be wary of overreach*, Fin. Times, Aug. 16, 2023

Quoted in Martina Barash & Matthew Bultman, *Goldman Ruling Undoing Investor Class Shows New Path for Peers*, Bloomberg Law, Aug. 15, 2023

Quoted in Alison Frankel, *As 'anti-woke' lawsuits ramp up, should companies boost risk disclosure?*, Reuters, Aug. 10, 2023

Quoted in Declan Harty, *Crypto court victory reignites power struggle with Gensler's SEC*, Politico, July 14, 2023

Quoted in Alison Frankel, *SolarWinds forum selection clause kills shareholders' derivative suit*, Reuters, July 10, 2023

Quoted in Mahira Dayal, *Health, Energy Deals Push Kirkland to Top of M&A Legal Advisers*, Bloomberg Law, July 6, 2023

Quoted in Alison Frankel, *AMC meme investors win rare access to evidence in fight over \$129 mln settlement*, Reuters, May 22, 2023

Quoted in David Hood & Clara Hudson, *Disney-DeSantis Fight Tests Boundaries of Corporate ESG Push*, Bloomberg Law, Apr. 28, 2023

Quoted in Alison Frankel, *In new TripAdvisor suit, Delaware lawyers deride Nevada's 'no-liability regime'*, Reuters, Apr. 24, 2023

Quoted in Jody Godoy & Helen Coster, *Fox investors seek records in possible step toward suing directors*, Reuters, Apr. 17, 2023

Cited in Alexa Corse, *Twitter Inc. Changes Its Name to X Corp. and Moves to Nevada*, Wall St. J., Apr. 12, 2023

Quoted in Jacob Adelman, *Tellus Earned Silicon Valley's Biggest Prize. The FinTech Misled Many Along the Way.*, Barron's, Apr. 11, 2023

Quoted in Andrew Ross Sorkin et al., *Trump's Indictment and What's Next*, N.Y. Times Dealbook, Mar. 31, 2023

Quoted in David Hood, *Fox Defamation Suits Expose Board of Directors to Fresh Risks*, Bloomberg Law News, Mar. 20, 2023

Quoted in Devin Leonard & Dasha Afanasieva, *How Ben & Jerry's Ended Up at War With Itself*, Bloomberg, Feb. 13, 2023

Quoted in Kia Kokalitcheva, *Delaware ruling may create SPAC havoc*, Axios, Feb. 4, 2023

Interviewed on *News at 4 pm*, KTVU FOX 2 News, Jan. 18, 20, & Feb. 3, 2023

Quoted in Martina Barash, *Crypto Class Lawsuits Doubled, SPAC Suits Sank in 2022*, Bloomberg Law News, Feb. 1, 2023

Quoted in Jody Godoy & Tom Hals, *Musk bets big on beating shareholders at 'funding secured' trial*, Reuters, Jan. 13, 2023

Quoted in Matthew Bultman, *SEC Chooses 'Simpler Case' in Pursuing FTX's Bankman-Fried*, Bloomberg Law News, Dec. 14, 2022

Quoted in Alison Frankel, *In the SEC's suit against Bankman-Fried, what about the customers?*, Reuters, Dec. 13, 2022

Quoted in Martina Barash, *Gap Diversity Case Pits Corporate Bylaws Against Stockholders*, Bloomberg Law News, Dec. 9, 2022

Quoted in Sam Karlin, *Inside John Schroder's 'crusade' against ESG: National groups, Fox News and former Trump pick*, The Advocate, Dec. 5, 2022

Quoted in Matthew Bultman, *C-Suite Liability Shield Poised for More Shareholder Balloting*, Bloomberg Law News, Nov. 15, 2022

Appeared in Thomas Rowe, *What to watch for in the next phase of Twitter v Musk*, Reuters Video, Aug. 8, 2022

Quoted in Saabira Chaudhuri, *Ben & Jerry's to Take On Owner in Court Hearing Over Israeli Business*, Wall St. J., Aug. 7, 2022

Quoted in David Rosenberg, *Ben & Jerry's: The Israel Boycott That Won't Quite Go Away*, Haaretz, Aug. 7, 2022

Quoted in Cara Lombardo, *Elon Musk and Twitter's Epic Battle Heads to Court: What to Expect*, Wall St. J., July 22, 2022

Interviewed on *Bloomberg Markets: Triple Take*, Bloomberg TV, July 20, 2022

Quoted in Brendon Bordelon, *Why judges might balk at forcing Musk to buy Twitter*, Politico, July 11, 2022

Interviewed on Fredricka Whitfield, *CNN Newsroom with Fredricka Whitfield*, CNN, July 10, 2022

Quoted in Julie Jammot, *Twitter's future uncertain as it faces messy breakup with Musk*, AFP, July 9, 2022

Interviewed on Shannon Bond, *Twitter says it will take Elon Musk to court over cancelled purchase of the company*, NPR, July 9, 2022

Interviewed on *BBC Newshour*, BBC News Radio, July 9, 2022

Quoted in Michael Hiltzik, *Elon Musk is walking away from his Twitter deal, just as you knew he would*, L.A. Times, July 8, 2022

Quoted in Kate Conger & Lauren Hirsch, *Elon Musk Moves to End \$44 Billion Deal to Buy Twitter*, N.Y. Times, July 8, 2022

Quoted in Avery Ellfeldt, *Why the Supreme Court's climate ruling matters to the SEC*, E&E News, July 7, 2022

Quoted in Vivian Giang, *Behind the fight between Ben & Jerry's and its owner, Unilever.*, N.Y. Times, July 7, 2022

Quoted in Mike Isaac, *Elon Musk tells Twitter's employees he wants the service to 'contribute to a better, long-lasting civilization.'*, N.Y. Times, June 16, 2022

Quoted in Lauren Hirsch, *Elon Musk threatens to pull out of Twitter deal without more information about fake accounts*, N.Y. Times, June 6, 2022

Quoted in David Ingram & Daniel Arkin, *Musk misconduct allegation won't stop Twitter deal, experts say*, NBC News, May 20, 2022

Interviewed on Robin Smythe, *As it Happens*, CBC Radio, May 18, 2022

Quoted in Faiz Siddiqui, Rachel Lerman, & Reed Albergotti, *Elon Musk tweeted that Twitter deal is temporarily on hold*, Wash. Post, May 13, 2022

Quoted in Shawn Tully, Declan Harty, Anne Sraders, & Kevin Kelleher, *The inside story of how Elon Musk won Twitter—and could still lose it*, Fortune, Apr. 30, 2022

Interviewed on Patricia Karvelas, *RN Breakfast*, ABC Radio National, Apr. 18, 2022

Quoted in Amanda Holpuch, *What Is a 'Poison Pill' Defense?*, N.Y. Times, Apr. 15, 2022

Quoted in Ethan Baron, *Elon Musk's missed Twitter deadline made him millions, experts say*, The Mercury News, Apr. 7, 2022

Appeared in Alex Cohen, *SEC crashes the SPAC party with proposed new rules*, Reuters Video, Apr. 1, 2022

Quoted in Lydia Beyoud & Alex Wolf, *ESG Pressure Raises Ante on Board Duty Breach Claims in Delaware*, Bloomberg Law News, Jan. 18, 2022

Quoted in Alison Frankel, *Delaware Chancery Court opens door to liability for SPAC sponsors*, Reuters, Jan. 5, 2022

Appeared in Alex Cohen, *Robinhood facing big hurdles post-IPO*, Reuters Video, Aug. 2, 2021

Quoted in Ian Lopez, *Covid Vaccine Makers Are 'Tempting Targets' for Investor Suits*, Bloomberg Law News, July 15, 2021

Quoted in Kevin T. Dugan, *Elon Musk nearly dictated the Tesla-SolarCity deal. Does that matter?*, Fortune, July 13, 2021

Quoted in Tom Hals & Sierra Jackson, *Musk trial asks the \$2 bln question: Who controls Tesla?*, Reuters, July 9, 2021

Quoted in Michael Hiltzik, *Oil firms and others face unprecedented pressure to come clean on climate change*, L.A. Times, June 25, 2021

Quoted in Lydia Beyoud, *Shareholders Take Baton in California Board Diversity Law Fight*, Bloomberg Law News, June 23, 2021

Quoted in Sierra Jackson, *Del. Chancery lets SmileDirect escape derivative suit over IPO*, Reuters, June 1, 2021

Quoted in Tom Hals, *Robinhood and Reddit protected from lawsuits by user agreement, Congress*, Reuters, Jan. 30, 2021

Quoted in Alison Frankel, *COVID-19 MAE cases keep ending with revised deals. That wouldn't happen without litigation*, Reuters, Nov. 16, 2020

## PROFESSIONAL EXPERIENCE

**BERNSTEIN LITOWITZ BERGER & GROSSMANN LLP**, New York, NY Apr. 2009–May 2013  
Specialized in securities and corporate litigation, both at the trial and appellate levels. Drafted  
amicus briefs and coordinated amicus efforts in the United States Supreme Court.

**BERNSTEIN LIEBHARD LLP**, New York, NY Dec. 2006–Apr. 2009  
Specialized in securities and corporate litigation, both at the trial and appellate levels. Drafted  
amicus briefs and assisted with amicus efforts in the United States Supreme Court.

**SECURITIES AND EXCHANGE COMMISSION**, New York, NY Apr. 2006–Nov. 2006  
Conducted discovery, drafted summary judgment briefing.

**MILBERG WEISS BERSHAD & SCHULMAN LLP**, New York, NY

Oct. 2002–Mar. 2006

Specialized in securities and corporate litigation, both at the trial and appellate levels.

### **BAR ADMISSIONS**

New York State, Southern and Eastern Districts of New York, Courts of Appeals for the First, Second, and Third Circuits, United States Supreme Court