

MORRIS NICHOLS ARSHT & TUNNELL



ERIC S. KLINGER-WILENSKY
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PRACTICE AREAS

Benefit Corporation Governance
Contests for Corporate Control
Corporate Counseling
Corporate Governance
Financings
Mergers, Acquisitions &
Divestitures
Opinions
Special Committees
Stockholder Activism

EDUCATION

J.D., cum laude, Order of the Coif,
2003, University of Pennsylvania
Law School

Executive Editor, *University of
Pennsylvania Law Review*

B.A., social sciences, summa cum
laude, 2000, Hofstra University

CLERKSHIPS

Law Clerk to Chancellor William
B. Chandler III and Vice
Chancellor John W. Noble,
Delaware Court of Chancery,
2003-2004

ADMISSIONS

Delaware, 2005
New York, 2004

Eric Klinger-Wilensky is a partner with the Delaware Corporate Counseling Group. Eric's work often involves counseling corporations and special committees in the context of potential transactions, aiding corporations and investors in structuring capital investments, and advising generally on corporate governance issues. He also provides corporate-related advice in the context of transaction and governance litigation, and has been involved in a number of key M&A and other corporate opinions issued by the Delaware courts over the past decade.

Eric is the co-chair of the American Bar Association (ABA) Section of Business Law Mergers and Acquisitions Committee Task Force on Two-Step Auctions, and the chair of the ABA Section of Business Law Committee on Private Equity and Venture Capital. He was selected by the ABA Leadership Diversity Outreach Committee to participate in the 2015-2017 Envoy Program, a springboard for LGBT attorneys with demonstrated leadership ability. At the request of the Delaware Supreme Court, Eric currently serves on that Court's Access to Justice Commission and previously served as a member of the Permanent Advisory Committee on Supreme Court Rules. In addition, he has repeatedly served on drafting committees of the Council of the Corporation Law Section of the Delaware State Bar Association, including serving on the drafting committee for what ultimately became Section 251(h) of the Delaware General Corporation Law, facilitating the consummation of two-step mergers.

He has been listed among leading Delaware Corporate/M&A attorneys in *Chambers USA* and mentioned in *The Legal 500 US* for his corporate counseling work. In 2016, *Delaware Law Weekly* selected Eric as one of the 15 "Delaware Lawyers on the Fast Track." In 2015, Eric was named one of *The M&A Advisor's* "40 Under 40 Emerging Leaders" in the legal advisor category and the *Delaware Business Times* 40 Under 40 achievers and innovators in Delaware. Eric has been recognized as a Rising Star in *Delaware Super Lawyers* since 2013 and selected for inclusion in *The Best Lawyers in America* since 2016.

Eric is an adjunct professor of law at the University of Pennsylvania Law School, where he teaches classes on M&A contract drafting and

on Venture Capital, and is on the Board of Trustees of that school's Institute for Law and Economics. He also serves on the academic advisory board for Bloomberg Law's Corporate Transactions product. He frequently speaks and writes on emerging issues in Delaware corporate law and serves as a lead editor of the Drexler, Black, and Sparks, *Delaware Corporation Law and Practice* annual publication.

Professional Activities

American Bar Association (Section of Business Law: Envoy Program (2015-2017); Mergers and Acquisitions Committee; Two-Step Merger Agreement Task Force, co-chair; Committee on Private Equity and Venture Capital, chair; LGBT Involvement Subcommittee, vice chair)

Bloomberg Law: Corporate Transactions (Advisory Board)

Delaware State Bar Association (Corporation Law Section)

Delaware Supreme Court (Access to Justice Commission)

Community Activities

Delaware HIV Consortium (Board of Directors)

Gay and Lesbian Lawyers of Philadelphia (Past Chair)

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