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Contracting parties routinely choose Delaware law to govern their commercial arrangements. In fact, according to a report from the American Bar Association, 99% of merger agreements involving a public Delaware corporation and a strategic acquiror entered into in 2013 chose Delaware as the governing law; even for targets not incorporated in Delaware, Delaware law governed 39% of the time. As a result, Delaware contract law serves as a form of national contract law, and Morris Nichols litigators are at the front lines. Firm attorneys have litigated many of the key contract cases in Delaware, including *Frontier v. Holly* (material adverse effect clauses), *Cigna v. Audax* (contractual indemnification), *GRT, Inc. v. Marathon* (representation survival clauses), and *ACE v. Capital Re* (nonsolicit clauses).

Attorneys in the Litigation Group and Business Reorganization & Restructuring Group handle a broad array of business disputes, including claims for breaches of supply agreements, asset purchase agreements and other breach of contract actions. Members of the Litigation Group handle such proceedings in the Delaware Court of Chancery, Delaware Superior Court, and Federal District Courts throughout the country. The members of the Business Reorganization & Restructuring Group routinely handle bankruptcy adversary proceedings in both Federal Bankruptcy Courts and Federal District Courts nationwide.

In addition to a substantive knowledge of the laws applicable to business disputes, Morris Nichols provides unmatched experience in the procedure governing litigation. Firm attorneys have a history of working alongside Delaware judges to draft the Delaware rules on civil procedure. Currently, two Morris Nichols attorneys serve on the Delaware Supreme Court Rules Committee and one attorneys chairs the Court of Chancery Rules Committee. In addition, through roles as diverse as service on the Delaware Board of Bar Examiners to participating on panels, Firm attorneys use apply their knowledge of the Delaware bar in providing their judgment on litigation strategies.

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