

MORRIS NICHOLS ARSHT & TUNNELL



DAVID A. HARRIS
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PRACTICE AREAS

Alternative Entities
Financings
Legal Opinions
Banking & Financial Services
Mergers, Acquisitions & Divestitures
Commercial

EDUCATION

J.D., with honors, 1996, University of
North Carolina School of Law
B.A., summa cum laude, 1993,
Salisbury University

ADMISSIONS

Delaware, 1997
U.S. District Court for the District of
Delaware, 1997

David's practice focuses on the fields of partnership, limited liability company and statutory trust law, with an emphasis on issues relating to the formation, operation and dissolution of private investment funds, mutual funds and other investment vehicles organized as Delaware entities.

His practice also includes state bank regulatory matters (including organization of Delaware limited purpose trust companies), mergers and acquisitions, financing transactions (including matters involving Article 9 of the Uniform Commercial Code ("UCC")) and other general commercial law counseling.

He regularly delivers third-party legal opinions, including opinions with respect to private investment funds, special purpose entities, perfection of security interests and deal closings.

His clients range from large, multinational corporations to local startup ventures, and include private investment fund sponsors such as Advent International, Apollo Global Management, Ares Management and Insight Venture Partners, mutual fund sponsors such as Franklin Templeton and Invesco and Fortune 500 companies such as Bayer, Comcast and Sears Holdings. David is often called upon to provide counsel to other attorneys domestically and internationally on matters relating to Delaware law.

An active member of the Delaware State Bar Association ("DSBA"), David serves on the DSBA Limited Partnership and LLC Committee, which is responsible for reviewing and updating Delaware's partnership and LLC statutes. He is a past-chair of the DSBA Commercial Law Section, which is responsible for reviewing and updating legislation involving commercial law matters, including laws relating to statutory trusts, the UCC and banking.

David has been recognized as a leading lawyer in his field in *Chambers USA*, *The Best Lawyers in America* and *Who's Who Legal: Private Funds*. He has also been mentioned in *The Legal 500 US* for his commercial law work.

A frequent writer on alternative entities, he is the coauthor of the Bloomberg BNA Corporate Practice Series Portfolio *Limited Liability Companies: Legal Aspects of Organization, Operation, and Dissolution*.

Professional Activities

- American Bar Association
 - Business Law Section (Mergers & Acquisitions Committee)
- Delaware State Bar Association

- Commercial Law Section (Chair, 2005-2007; Vice Chair, 2003-2005; Secretary, 2001-2003)
- Corporate Law Section (Limited Partnership and LLC Committee)

Representative Matters

- Delaware counsel to Bayer AG, advising on certain aspects of internal restructuring and financing in advance of \$66 billion acquisition of Monsanto Co. The transaction was named “Deal of the Year” at The European Deal Awards in 2018.
- Delaware counsel to Baker Hughes, advising on internal restructuring and \$7.4 billion business combination with General Electric Co.

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