

# MORRIS NICHOLS ARSHT & TUNNELL



**DAVID J. TEKLITS**  
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## PRACTICE AREAS

Corporate & Business Litigation  
Alternative Dispute Resolution  
Alternative Entities  
Appraisals & Business Valuations  
Business & Contract Litigation  
Class & Derivative Actions  
Contests for Corporate Control  
Mergers, Acquisitions & Divestitures  
Special Committees  
Statutory Proceedings under  
Delaware's Business Statutes  
Stockholder Activism

## EDUCATION

J.D., magna cum laude, 1993,  
Georgetown University Law Center  
B.S. in economics, magna cum laude,  
1990, Wharton School of the  
University of Pennsylvania

## ADMISSIONS

Delaware, 1993

David's practice focuses on corporate and alternative entity litigation before the Delaware Court of Chancery with a particular emphasis on shareholder class and derivative actions, appraisal cases, and shareholder activism lawsuits.

In addition, David advises boards of directors and special committees of directors on all aspects of Delaware corporate law, including related party transactions with controlling shareholders and directors, mergers and acquisitions, proxy and consent solicitations, and shareholder derivative demands. As lead or co-lead counsel, he has successfully argued and tried cases concerning fiduciary duties, corporate governance, and breach of contract issues.

He has been recognized in *The Legal 500 US* for his M&A litigation work and also selected for inclusion in *The Best Lawyers in America®* for Delaware since 2008.

## Professional Activities

- American Bar Association (Business Law and Litigation Sections)
- Delaware State Bar Association

## Representative Matters

- Represented True Value Company and its board of directors in action in the Delaware Court of Chancery challenging a corporate transaction. Successfully argued in opposition to plaintiff's motion seeking to enjoin corporate transaction. *Standard Plumbing Supply Co., Inc. v. John Hartman, et al.*, C.A. No. 2018-0257-JRS
- Represented venBio Select Advisors LLC in connection with its proxy solicitation to elect a majority of the board of directors of Immunomedics, Inc. Successfully argued a motion for a temporary restraining order enjoining the consummation of a license agreement between Immunomedics and Seattle Genetics, Inc. in Chancery Court action. Represented a shareholder activist and assisted the activist in electing a majority of the board. *venBio Select Advisors LLC v. Goldenberg, et al.*, C.A. No. 2017-0108 (Del. Ch. March 9, 2017)
- Represented members of the Conflicts Committee of Regency Energy Partners LP in an action in the Delaware Court of Chancery challenging Regency's merger with Energy Transfer Partners, L.P. *Dieckman v. Regency GP, L.P., et al.*, C.A. No. 11130-CB
- Represented John Q. Hammons Hotels, Inc., its board of directors and Atrium LLC in a breach of fiduciary duty trial in the Court of Chancery.
- Represented Cadbury Schweppes plc, The Carlyle Group L.P., and Dr Pepper Bottling Company of Texas in breach of fiduciary duty and appraisal trial in the Court of Chancery.
- Represented CA, Inc. in a trial before the Court of Chancery involving a breach of contract claims against Ingres Corporation.
- Represented Conflicts Committee of Crestwood Gas Services G.P., LLC in litigation challenging merger with Inergy Midsream L.P.

- Represented Constellation Energy Partners LLC in Court of Chancery lawsuit challenging transaction with Sanchez Oil & Gas Corporation.
- Represented Inergy, L.P. in Court of Chancery action challenging merger between Inergy, L.P. and Inergy Holdings, L.P.
- Served as counsel to Icahn Associates and High River Limited Partnership in litigation brought against Hallwood Realty, LLC and its directors in connection with tender offer for all of the outstanding units of Hallwood Realty Partners L.P.
- Represented Pan American Energy Corporation in jury trial in the Delaware Superior Court.
- Represented Special Committee of Methode Electronics, Inc. in shareholder class action brought in the Delaware Court of Chancery challenging conflict transaction.
- Served as counsel to the directors of eUniverse, Inc. in breach of fiduciary duty trial before the Delaware Court of Chancery.

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