

MORRIS NICHOLS ARSHT & TUNNELL



ERIC S. KLINGER-WILENSKY
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PRACTICE AREAS

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

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 counsels corporations and special committees in the context of potential transactions, aids corporations and investors in structuring capital investments, and advises 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 chair of the American Bar Association (ABA) Section of Business Law Private Equity and Venture Capital Committee, and the co-chair of the ABA Section of Business Law Mergers and Acquisitions Committee Task Force on Two-Step Transactions. He previously 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.

Eric is actively involved in the Delaware legal community. At the request of the Delaware Supreme Court, Eric served as a member of the Access to Justice Commission and 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.

Eric is a member of the Board of Trustees of the Delaware HIV Consortium, a statewide non-profit organization established to facilitate collaboration among its community partners and to ensure that quality, non-duplicative HIV treatment and prevention services are available throughout Delaware. He is currently the vice chair of the ABA Section of Business Law Diversity Committee's LGBT Involvement Subcommittee and previously served as the chair of Gay and Lesbian Lawyers of Philadelphia, an organization of gay and lesbian legal professionals serving the Philadelphia metro area.

Eric is a Lecturer in 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 an editor of the Drexler, Black, and Sparks, *Delaware Corporation Law and Practice* annual publication.

He has been repeatedly listed among leading Delaware Corporate/M&A attorneys in *Chambers USA* and mentioned in *The Legal 500 US* for his corporate counseling work. Eric has been recognized in *Delaware Super Lawyers* since 2013 and selected for inclusion in *The Best Lawyers in America* since 2016.

Professional Activities

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

Community Activities

- Delaware HIV Consortium (Board of Directors)
- Gay and Lesbian Lawyers of Philadelphia (Past Chair)
- University of Pennsylvania Institute for Law and Economics (Board of Trustees)

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