

# MORRIS NICHOLS ARSHT & TUNNELL



**JOHN P. DITOMO**  
PARTNER

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## PRACTICE AREAS

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

## EDUCATION

J.D., 2004, University of Pennsylvania  
Law School  
Associate, 2002-2003 and Research  
Editor, 2003-2004, *University of  
Pennsylvania Journal of  
Constitutional Law*  
Certificate of Study in Business  
Economics and Public Policy, 2004,  
University of Pennsylvania  
B.A., 1997, Richard Stockton College  
of New Jersey

## CLERKSHIPS

Law Clerk to the Honorable William  
B. Chandler III, Chancellor, Delaware  
Court of Chancery, 2004-2005

## ADMISSIONS

Delaware, 2006  
Pennsylvania, 2005  
New Jersey, 2004

John is a partner in the Corporate & Business Litigation Group, and a former member of the Firm's Executive Committee. John's practice includes representing investors, directors and officers, corporations, limited liability companies and general and limited partnerships in litigation concerning mergers and acquisitions and other complex commercial disputes.

John routinely defends corporate defendants against stockholder lawsuits and has significant experience with takeover litigation. Family Dollars' \$8.5 billion acquisition of Dollar Tree, the Men's Wearhouse \$1.8 billion acquisition of Jos. A. Bank, Air Products' \$7 billion takeover attempt of Airgas, the Bear Stearns merger with JPMorgan in the midst of the 2008 financial crash, and Caremark Rx, Inc.'s \$27 billion merger with CVS Corporation are just some of John's representative matters.

John also routinely represents both individual and corporate clients who need to prosecute or defend corporate governance disputes including, for example, contests for board control, demands for appraisal or similar valuation disputes, demands for books and records, advancement and indemnification, requests for dissolution and receiverships, and a broad variety of other corporate governance disputes. John has extensive trial experience and has received the National Institute for Trial Advocacy, Advocate designation awarded to individuals who have devoted substantial time to trial practice continuing education.

John's litigation practice is complimented by his advisory work and he also routinely advises boards of directors and special committees in internal investigations, and stockholder derivative demands.

At the invitation of the Honorable Andre G. Bouchard, Chancellor of the Delaware Court of Chancery, John serves on the Delaware Court of Chancery Rules committee, a body charged with regularly reviewing the Court's rules and practices and working with the Court to ensure that the Court's rules and practices remain optimal. He also frequently writes and speaks on emerging issues in corporation law both nationally and internationally. Most recently he partnered with the Honorable Randy J. Holland, Justice of the Delaware Supreme Court, and the Taiwan Corporate Governance Association in a project to develop an international corporate law database that will serve as a resource for judges assigned to Taiwan's newly developed business court. In 2015, John was invited to deliver the key note address at the Taiwan Corporate Governance Association's 2015 International Summit on Corporate Governance, a two-day event focused on strengthening internal and external corporate governance mechanisms. The corporate governance summit was attended by members of Taiwan's Securities and Futures Exchange, members of Taiwan's Judicial and Legislative branches and a panel of international corporate governance experts and academics from various countries, including the United States, Japan, South Korea, Hong Kong, Singapore and Australia.

## Professional Activities

- Delaware State Bar Association

## Representative Matters

- *Abrams v. Wainscott et al.* (District of Delaware)
- *Air Products and Chemicals, Inc. v. Roberts Oxygen Company, Inc. et al* (Delaware Superior Court)
- *AT&T Corp. v. Lillis* (Delaware Supreme Court– Appeal from Delaware Court of Chancery)
- *Bouchard, Margules & Friedlander PA vs Sun-Times Media Group Inc et al.* (Delaware Superior Court)
- *City of Roseville Employees' Retirement System et al. v. Lawrence Ellison, et al.* (Delaware Court of Chancery)
- *Computer Services, Inc. v. Bluepoint Solutions, Inc.* (Delaware Superior Court)
- *David P. Simonetti Rollover IRA v. Margolis* (Delaware Court of Chancery)
- *ENI Holdings, LLC v. KBR Group Holdings, LLC* (Delaware Court of Chancery)
- *Fillip v. Centerstone Linen Services, LLC* (Delaware Court of Chancery)
- *Fisk Ventures, LLC v. Segal* (Delaware Court of Chancery)
- *Franklin Balance Sheet Investment Fund v. Crowley* (Delaware Court of Chancery)
- *Freedman v. Sumner M. Redstone et al.* (Third Circuit)
- *Gold v. Ford Motor Company et al.* (Third Circuit)
- *Highfields Capital, Ltd. v. AXA Financial, Inc.* (Delaware Court of Chancery)
- *In re Affiliated Computer Services, Inc. Shareholders Litigation* (Delaware Court of Chancery)
- *In re Del Monte Foods Co. Shareholders Litigation* (Delaware Court of Chancery)
- *In re ISN Software Corp. Appraisal Litigation* (Delaware Court of Chancery)
- *In re MoneyGram International, Inc. Stockholder Litigation* (Delaware Court of Chancery)
- *In re SS&C Technologies, Inc.* (Delaware Court of Chancery)

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- *Kistefos AS v. Trico Marine Services, Inc.* (Delaware Court of Chancery)
- *LaPoint v. AmerisourceBergen Corp.* (Delaware Supreme Court)
- *Olson v. Halvorsen* (Delaware Supreme Court)
- *Pfeffer v. Redstone* (Delaware Supreme Court)
- *Pre Solutions, Inc. v. Blackhawk Network, Inc.* (District of Delaware)
- *Weiss v. Swanson* (Delaware Court of Chancery)

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