

MORRIS NICHOLS ARSHT & TUNNELL



RYAN D. STOTTMANN
PARTNER

(302) 351-9430 T

(302) 425-4676 F

rstottmann@mnat.com

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., cum laude, 2008, University of
Maryland School of Law
Associate Editor, 2007-2008, Staff
Member, 2006-2007, *Maryland Law
Review*
B.A., political science, summa cum
laude, 2005, York College of
Pennsylvania

ADMISSIONS

Delaware, 2008
U.S. District Court for the District of
Delaware, 2009

Ryan's litigation practice focuses on corporate and commercial litigation in the Delaware Court of Chancery and appeals before the Delaware Supreme Court.

He has served as lead counsel and co-counsel to companies, stockholders and directors in appraisal and fiduciary duty litigation, trade secrets and licensing cases, employee non-compete and non-solicitation matters, statutory matters arising under Delaware corporate and alternative entity laws, and post-closing indemnification and escrow disputes arising from merger, stock purchase or asset purchase agreements.

Ryan has represented both plaintiffs and defendants from a variety of industries, including technology, finance, software and electronics, real estate management, healthcare, telecommunications, chemicals, and pharmaceuticals.

Ryan also advises company boards and special committees on stockholder-related matters, including stockholder litigation demands and demands for corporate reforms.

He frequently appears before the Delaware Superior Court, including the Complex Commercial Litigation Division, and the U.S. District Court for the District of Delaware.

In 2018, Ryan was named to *Benchmark Litigation's* annual "40 & Under Hot List" recognizing litigation attorneys in the United States.

Professional Activities

- American Bar Association
- Delaware State Bar Association

Representative Matters

- Representing Dow Chemical in asserting claims for misappropriation of trade secrets in Court of Chancery action. See *The Dow Chemical Company, et al. v. Organik Kimya Holding A.S., et al.*, C.A. No. 12090-VCG (Del. Ch. Ct.)
- Represented bank holding company in an appraisal action taken through trial, resulting in favorable post-trial opinion. See *Dunmire v. Farmers & Merchants Bancorp of W. Pennsylvania, Inc.*, 2016 WL 6651411, at *1 (Del. Ch. Nov. 10, 2016)
- Represented venture capital preferred stockholders of Good Technology in connection with fiduciary duty and aiding and abetting claims arising out of BlackBerry's acquisition of Good Technology.
- Represented former minority stockholders of national real estate management company asserting breach of fiduciary duty and appraisal claims. See *In re Riverstone Nat'l, Inc. Stockholder Litig.*, 2016 WL 4045411, at *1 (Del. Ch. July 28, 2016)
- Represented various companies in appraisal litigation, including DirecTV, Eastman Chemical, United Rentals, Thoma Bravo, Qlik Technology.

- Represented various entities (plaintiffs and defendants) in post-closing indemnification and escrow disputes arising from merger, stock purchase or asset purchase agreements.
- Represented former managing directors of international consulting firm regarding non-compete and trade secret allegations in connection with new employment at worldwide management consulting firm.
- Member of a team that successfully represented a software company in dispute regarding licensing agreement and obtained first of its kind ruling supporting termination of agreement for breaches of confidentiality. See *eCommerce Industries, Inc. v. MWA Intelligence, Inc.*, 2013 WL 5621678 (Del. Ch. 2013)
- Involved in representing former directors of insolvent LLC in obtaining first of its kind ruling that creditors of an LLC lacked derivative standing under the language of the Delaware LLC Act; decision affirmed on appeal by the Delaware Supreme Court. See *CML V, LLC v. Bax*, 28 A.3d 1037 (Del. 2011), *CML V, LLC v. Bax* 6 A.3d 238 (Del. Ch.)
- Member of a trial team that represented Air Products in hostile takeover and poison pill litigation. See *Air Products v. Airgas*, 16 A.3d 48 (Del. Ch. 2011)
- Worked on behalf of eBay in dispute with Craigslist and its directors challenging corporate governance actions taken by Craigslist against eBay as a stockholder of Craigslist. See *eBay Domestic Holdings, Inc. v. craigslist*, 16 A.3d 1
- Involved in representing Versata in litigation regarding validity of 4.99% NOL poison pill. See *Versata Enterprises, Inc. v. Selectica, Inc.*, 5 A.2d 586 (Del. 2010)
- Participated in litigation before the Delaware Court of Chancery arising from mergers and acquisitions, representing various targets and acquirors.
- Worked on behalf of pharmaceutical company in licensing dispute in Delaware Court of Chancery regarding generic drug launch.
- Involved in representing Toll Brothers, Inc. as a nominal defendant in derivative litigation in the Delaware Court of Chancery asserting breaches of fiduciary duty for alleged insider trading by directors and officers.
- Member of a trial team that represented mortgage servicing company in litigation against Morgan Stanley arising from delinquent mortgages.
- On behalf of General Electric, participated in Delaware Court of Chancery litigation involving trade secret and non-competition allegations.

mnat.com

1201 North Market Street, 16th Floor
P.O. Box 1347
Wilmington, DE 19899-1347