



CONNOLLY  
GALLAGHER LLP

## Delaware Business, Commercial and Corporate Litigation

### Delaware: Home to Business

Delaware has long been known as America's corporate capital. Nearly one million businesses, including more than half of all publicly-traded American companies and nearly two-thirds of the Fortune 500, call Delaware home. The keys to Delaware's business prominence are its well-developed laws governing corporations and other entities and its highly respected courts and judiciary. Our team of business, commercial, and corporate attorneys – well versed in the business laws applied in Delaware and its courts – is experienced in conducting litigation on behalf of those who do business in Delaware. Connolly Gallagher attorneys have led many business, commercial, and corporate litigations in Delaware's state and federal courts.

### Delaware Clients

Connolly Gallagher attorneys have represented a variety of different parties in business litigation, including both plaintiffs and defendants, as well as nominal parties. We have represented:

- Corporations
- General partnerships
- Limited liability companies
- Limited partnerships
- Limited liability partnerships
- Delaware statutory trusts
- Non-profits
- Professional associations
- Directors, officers, and managers
- Shareholders and other investors
- Special Committees

Connolly Gallagher attorneys have experience in a wide array of commercial litigations involving a variety of Delaware business law issues, including:

- Breach of fiduciary duty
- Business torts
- Complex contract litigation
- Corporate disclosures
- Declaratory judgment actions
- Employment
- Expedited litigation, including suits for TRO and preliminary injunction
- Merger and acquisition / deal litigation

- Special committee investigations

Statutory proceedings under Delaware's General Corporation Law ("DGCL"), Limited Liability Company Act ("DLLCA"), Revised Uniform Limited Partnership Act ("DRULPA"), and Revised Uniform Partnership Act ("DRUPA"), including:

- Suits for advancement and indemnification of officers and directors under DGCL § 145
- Suits to compel stockholder meetings under DGCL § 211
- Suits to obtain books and records under DGCL § 220, DLLCA § 305, DRULPA § 305, and DRUPA § 403
- Suits to determine rights of directors, officers, managers and general partners to hold office under DGCL § 225, DLLCA § 110, and DRULPA § 110
- Suits for appointment of a custodian or receiver of a corporation under DGCL § 226
- Suits for appraisal rights under DGCL § 262, DLLCA § 210 and DRULPA § 212
- Suits for dissolution of a joint venture under DGCL § 273
- Suits for appointment of a receiver for an insolvent corporation under DGCL § 291
- Suits for judicial dissolution of LLCs under DLLCA § 802 and LLPs under DRULPA § 802

## Delaware Courts

Whether injunctive relief or money damages are at issue, Connolly Gallagher attorneys have handled business litigation in Delaware's state and federal trial and appellate courts, including the Delaware Court of Chancery, the Superior Court (including its Complex Commercial Litigation Division formed in May 2010), the Delaware Supreme Court, and the United States District Court for the District of Delaware.

## Delaware Alternative Dispute Resolution

Connolly Gallagher attorneys represent clients in various forms of alternative dispute resolution. This includes private mediation and arbitration, as well as mediation in the Court of Chancery.

## Delaware Knowledge

Through participation in bar association committees and related activities, Connolly Gallagher's business litigators stay current on developments in Delaware law so as to be in a position to advise clients on new developments and legislation affecting Delaware businesses. For example, Hank Gallagher has served for many years on the Council of the Corporation Law Section of the Delaware State Bar Association, the professional organization responsible for overseeing legislative changes to Delaware's nationally-prominent corporation and business laws, and David Conway serves on the Alternative Entity Subcommittee of the same council. Connolly Gallagher attorneys also issue timely summaries on key opinions and other developments in Delaware commercial law.

## Delaware Counsel

In addition to being experienced first-chair litigators, Connolly Gallagher attorneys frequently serve as active Delaware counsel and have partnered with many esteemed national firms, including:

- Arnall Golden Gregory LLP
- Bracewell LLP
- Cahill Gordon & Reindel LLP

- Cravath, Swaine & Moore LLP
- Davis Polk & Wardwell LLP
- Day Pitney LLP
- Dentons
- Faegre Drinker Biddle & Reath LLP
- Hogan Lovells US LP
- Hunton Andrews Kurth LLP
- Jones Day
- Latham & Watkins LLP
- Lathrop GPM
- Perkins Coie LLP
- Quinn Emanuel Urquhart & Sullivan, LLP
- Seyfarth Shaw LLP
- Shook Hardy & Bacon LLP
- Steptoe & Johnson LLP
- Sullivan & Cromwell LLP
- Williams & Connolly LLP
- Willkie Farr & Gallagher LLP