



Martin S. Lessner

PARTNER

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Marty Lessner has over 30 years of experience in litigating corporate and commercial disputes, mainly in the Delaware Court of Chancery and Delaware Supreme Court.

He has tried and won various complex multi-million dollar cases including corporate stock appraisal, breach of fiduciary duties, expedited mergers and acquisitions disputes, corporate control, proxy and voting, fraud, breach of contract, books and records, valuation disputes, asset purchase agreements, officer advancement, and trade secrets.

Marty has represented the Governor of the State of Delaware in various litigations in Federal Court involving parties seeking injunctive relief and damages under the Federal Constitution and state law, and has represented the Governor in non-litigation related issues.

Marty is included in *The Best Lawyers in America*® for Commercial Litigation, Corporate Law, and Litigation - Mergers and Acquisitions. He has been invited to speak on issues of Delaware corporate law and Court of Chancery procedure at Harvard Law School, Columbia Law School, Penn Law School, and various other law schools, forums and panels.

Marty graduated cum laude from the Wharton School of the University of Pennsylvania in 1985. He graduated cum laude from Villanova University School of Law in 1992, where he was the winner of the annual Villanova Moot Court competition and winner of the Herman J. Obert Award for the graduating student attaining the highest grade in Corporation law. Upon graduation from law school, Marty served as the law clerk to the Honorable Carolyn Berger, Vice Chancellor, Court of Chancery of the State of Delaware for the 1992-1993 term.

Prior to law school, Marty was a staff and senior consultant for Arthur Andersen and Andersen Consulting, where he specialized in the design and installation of IBM-based mainframe computer solutions for business and financial operations of large commercial and governmental entities.

Practices

- Advancement and Indemnification
- Appeals
- Appraisal Litigation

- Business Divorce
- Expedited Litigation
- Litigation Monitoring
- Mergers and Acquisitions
- Portfolio Company Representation
- Post-Transaction Earn-out, Escrow, and Indemnification Disputes
- Proxy Disputes and Stockholder Activism
- Recapitalization and Distressed Transactions
- Special Legal Counsel
- Statutory Actions under Delaware Corporate and Alternative Entity Law
- Stockholder Class and Derivative Actions

Education

- Villanova University Charles Widger School of Law (J.D., *cum laude*, 1992)
- Wharton School of the University of Pennsylvania (B.S., *cum laude*)
 - Economics

Bar Admissions

- Delaware
- Pennsylvania (inactive)

Distinctions

- *Chambers USA - America's Leading Lawyers for Business*, Chancery, 2013-Present
- *The Best Lawyers in America*®, Commercial Litigation, Corporate Law, Litigation - Mergers and Acquisitions, 2009 - Present
- Recognized in 2024 *Lawdragon* 500 Leading Litigators in America

Memberships and Affiliations

- American Bar Association
- Delaware State Bar Association, Member, Corporate Law, Business Law and Litigation Sections
- Rodney Inn of Court, Master
- Court of Chancery Rules Committee (appointed by Chancellor Andre G. Bouchard to committee composed of highly experienced lawyers who litigate frequently in the Court of Chancery)
- Board of Advisors of the University of Pennsylvania Institute for Law and Economics, Member

- [Council on Transportation](#), Appointed by Governor Jack A. Markell as one of the nine members of the statutory panel that advises and approves the Delaware Department of Transportation's priorities, annual Capital Improvement Program, highway realignments, and certificates to public carriers.
- [Jewish Community Center of Delaware](#), President (2012-2014), Board of Directors, Executive Committee
- [Lincoln Club of Delaware](#), President (2011-2012), Board of Directors
- [Delaware Greenways](#), Board of Directors
- [Naamans Little League](#), Legal Advisor

Clerkships

- Honorable Carolyn Berger, Vice Chancellor, Court of Chancery of the State of Delaware, 1992-1993