



Emily V. Burton

PARTNER

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Emily Burton litigates internal governance issues and complex commercial disputes, primarily in the Delaware Court of Chancery. She has deep and broad expertise with Delaware corporate and alternative entity law, as well as a particular expertise representing special committees and litigating compliance with Delaware's corporate formalities, including issues involving corporate control under Section 225 or validation under Sections 204 or 205 of the DGCL.

Emily is a creative litigator who prioritizes solving clients' problems over winning a particular fight. She has worked on teams in both a lead and co-counsel role for both corporate boards and individual stockholders.

FOCUS:

- Corporate, alternative entity, and commercial litigation, primarily in the Delaware Court of Chancery.
- Litigation involving expedited proceedings, including requests for temporary restraining orders and preliminary injunctive relief.
- Experience in a variety of substantive areas, including: Delaware corporate and alternative entity law, control fights, proxy contests, mergers and acquisitions, special committee investigations, validating corporate acts, access to books and records, complex contractual agreements, and trade secret misappropriation.

Practices

- Alternative Entities Governance and Disputes
- Appeals
- Books and Records Demands
- Business Divorce
- Challenged Transactions Involving Controlling Owners
- Expedited Litigation
- Internal Investigations
- Litigation Monitoring

- Mergers and Acquisitions
- Portfolio Company Representation
- Proxy Disputes and Stockholder Activism
- Recapitalization and Distressed Transactions
- Resolution of Defective Corporate Acts
- Special Committee and Special Conflict Transaction Committees Representation
- Special Legal Counsel
- Statutory Actions under Delaware Corporate and Alternative Entity Law
- Stockholder Class and Derivative Actions

Education

- Boston University School of Law (J.D., *cum laude*)
- Boston University (B.A., *magna cum laude*)

Bar Admissions

- Delaware
- Wisconsin (inactive)

Distinctions

- LTC4 eDiscovery/eDisclosure Core Competency

Memberships and Affiliations

- Delaware State Bar Association
- American Bar Association
- Wisconsin Bar Association

Clerkships

Honorable Carolyn Berger, Associate Justice, Supreme Court of the State of Delaware