



C. Barr Flinn

PARTNER

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Barr is one of Delaware's most experienced corporate litigators, with more than thirty years of experience, primarily as lead counsel, but also as Delaware counsel.

He began his legal career with a clerkship for the Honorable William T. Allen, Chancellor of the Delaware Court of Chancery and is now a member of YCST's Management Committee.

As lead counsel, Barr has successfully tried, resolved by motion or settled numerous cases, involving tens or hundreds of millions of dollars, primarily for private equity or hedge fund clients.

The disputes that he has litigated have concerned, among other issues, mergers and acquisitions, post-closing indemnification issues, breaches of creditor, limited liability company and limited partnership agreements, dilutive stock issuances, books and records, transactions with controlling stockholders and alleged misuses of trade secrets and other confidential information.

During the last decade, his lead counsel cases have included the following:

[*Hills v. LW Buyer, LLC.*, 2019 WL 3492165 \(Del. Ch. July 31, 2019\)](#) (post-closing indemnification dispute) (prevailed on most claims on early motion for summary judgment and successfully settled remaining claims before depositions)

[*Pine River Master Fund Ltd. v. Amur Finance Company, Inc.*, 2017 WL 4023099 \(Del. Ch. Sept. 13, 2017\)](#) (breach of creditor agreement) (prevailed on early motion for summary judgment and appeal)

[*Textron, Inc. v. Acument Global Technologies, Inc.*, 2014 WL 2903060 \(Del. Super. Mar. 25, 2014\)](#) (post-closing indemnification dispute) (prevailed at trial and appeal)

[*Seibold v. Camulos Partners LP*, 2012 WL 4076182 \(Del. Ch. Sept. 17, 2012\)](#) (alleged misuse of confidential information) (prevailed at trial)

[*CNL-AB LLC v. Eastern Property Fund I SPE \(MS REF\) LLC*, 2011 WL 353529 \(Del. Ch. Jan. 28, 2011\)](#) (alleged breach of creditor agreement) (prevailed on motion for temporary restraining order)

Barr also has successfully argued appeals in the Delaware Supreme Court. See, e.g., [*Amur Finance Company, Inc. v. Pine River Master Fund Ltd.*, 190 A.3d 196 \(Del. 2018\)](#); [*Textron, Inc. v. Acument Global Technologies, Inc.*, 108 A.3d 1208 \(Del. 2015\)](#).

As Delaware counsel, Barr has assisted out-of-state counsel in several high profile matters, including his current representations of Cantor Fitzgerald, L.P. and Baker Brothers Investments, L.P. in derivative litigation. See, e.g.,

[In re BGC Partners, Inc., 2019 WL 4745121 \(Del. Ch. Sept. 30, 2019\)](#); *Flannery v. Genomic Health, Inc.*, C.A. No. 2020-0492-JRS.

A substantial portion of Barr's practice has involved the representation of demand and special litigation committees. For example, Barr successfully represented a special litigation committee of DISH Network Corporation, in a case before the Nevada courts that established the standard for special litigation committees in Nevada. See, e.g., [Matter of DISH Network Derivative Litigation, 133 Nev. 438 \(2017\)](#). He previously represented a demand committee of FINRA (Financial Industry Regulatory Authority) concerning potential claims against FINRA's directors arising from FINRA's 2008-09 investment losses. See, e.g., [Report of the Amerivet Demand Committee \(finra.org\)](#).

Practices

- Appeals
- Expedited Litigation
- Internal Investigations
- Mergers and Acquisitions
- Portfolio Company Representation
- Post-Transaction Earn-out, Escrow, and Indemnification Disputes
- Special Committee and Special Conflict Transaction Committees Representation
- Statutory Actions under Delaware Corporate and Alternative Entity Law
- Stockholder Class and Derivative Actions

Education

- Princeton University (A.B.)
 - with Honors
- Duke University School of Law (J.D., L.L.M., *cum laude*)

Bar Admissions

- Delaware
- New York

Court Admissions

- U.S. District Court for the District of Delaware
- U.S. District Court for the Eastern District of New York
- U.S. District Court for the Southern District of New York
- Supreme Court of the State of Delaware
- U.S. Court of Federal Claims



Distinctions

- *Chambers USA - America's Leading Lawyers for Business*, Chancery, 2020
- *The Best Lawyers in America*®, Litigation - Mergers & Acquisitions and Corporate Law, 2009 - Present
- *Lawdragon 500 Leading Litigators in America*, 2022, 2024

Memberships and Affiliations

- Delaware State Bar Association, Member
- American Bar Association, Member
- International Bar Association

Clerkships

- Honorable William T. Allen, Chancellor, Court of Chancery of the State of Delaware