Fish & Richardson’s growing Chancery and Corporate Governance group dovetails with and augments its world-class intellectual property practice, providing a full range of corporate services for its IP-rich clients. Fish’s Chancery and Corporate Governance group provides fast-paced resolution of corporate and technology disputes in the Delaware Court of Chancery and in federal and state courts throughout the country.

Why choose Delaware?

The best overall legal environment

Delaware is consistently ranked as the nation’s best legal environment by the US Chamber of Commerce. It has ranked first in nine out of 12 individual categories, including judges’ impartiality and judges’ competence.

The most influential courts

The Delaware courts have received high marks from the press. The Associated Press named the Delaware Court of Chancery “the most influential business court in the nation.” The Delaware Department of State’s Division of Corporations, in its Annual Report, stated, “the Delaware Court of Chancery...has written most of the modern US corporation case law,” and Bloomberg Businessweek reported that the Delaware Court of Chancery is “virtually the national corporate law.”

The home of the Fortune 500

Delaware is the corporate home to approximately 61 percent of Fortune 500 companies as well as half the companies trading on the NYSE and NASDAQ. Consequently, a majority of business litigation occurs in the Delaware Court of Chancery.

Available forum/personal jurisdiction

The Delaware Court of Chancery has personal jurisdiction over any entity formed under Delaware law and over the officers, directors, and managers of such entities.

Favorable law for protecting intellectual assets

The Delaware Court of Chancery can act swiftly and equitably to protect intellectual assets, including IP and trade secrets, with trade secret, noncompete, and unfair trade practice law more favorable than that in many other jurisdictions.
Why choose Fish & Richardson for Chancery and Corporate Governance?

Why choose Fish?

Fish’s attorneys work side by side to form the premier hybrid of corporate and technology law. The synergy of that combination results in corporate advice enriched by our deep understanding of intellectual property strategy.

Fish handles approximately 230 percent more patent cases than our nearest competitor. Most important, we win the largest cases, worth billions of dollars and with businesses often on the line.

We offer our clients the strongest, most experienced team practicing before the ITC today. Fish tops the list of ITC law firms and was recently named International Trade Group of the Year by Managing Intellectual Property. Fish is also one of the most active firms in helping to capture the value of clients’ intellectual property through patent, trademark, copyright, and trade secret protection.

Technology litigation

Fish’s attorneys handle technology cases in the Delaware Court of Chancery:

- Actions to enforce confidentiality, nondisclosure agreements, and nonsolicitation agreements and to enjoin or remedy misuse of information obtained thereby
- Actions related to technology licensing agreements and equitable relief (injunctions, constructive trusts, etc.) related to the underlying technology
- Actions involving claims for misappropriation of trade secrets, conversion, tortious interference with contractual and business relations, unfair competition, and deceptive trade practices

Corporate governance counseling and litigation

Fish offers corporate governance advice and litigation to corporate boards and their committees on the following:

- Their fiduciary obligations in connection with IP oversight and with various transactions including mergers, acquisitions, and asset sales
- Compliance with the provisions of the Delaware General Corporation Law best practice guidelines, as well as reporting and information systems and controls, particularly with respect to intellectual assets
- Defending shareholder suits alleging breaches of the fiduciary duties of care, loyalty, disclosure, and oversight (or other business torts)

Litigation under the Delaware General Corporation Law (DGCL)

Fish’s attorneys have brought and defended statutory actions under the DGCL, including the following:

- Actions relating to the advancement and indemnification of litigation expenses of officers and directors
- Suits to compel the issuance of new stock certificates or the registration of stock transfers
- Actions to compel annual meetings of stockholders
- Actions to break a deadlocked vote of shareholders
- Actions to enforce the rights of shareholders and directors to inspect and copy corporate books and records
- Actions to determine the rightful directors of a corporation following a contested corporate election
- Appointment of custodians of solvent corporations to resolve director or shareholder deadlocks
- Appraisal proceedings to determine the fair value of the shares of stock of minority shareholders in a force-out merger
- Dissolution and insolvency proceedings

Expedited litigation

Fish’s attorneys have considerable expertise in expedited proceedings in the Delaware Court of Chancery:

- Actions for TROs and preliminary and permanent injunctions
- Actions for rescission or rescissory damages to unwind a transaction
- Actions for reformation of an agreement or corporate document
- Actions for specific performance of an agreement
- Actions for an accounting of assets
- Actions for constructive or resulting trusts or equitable liens on misappropriated property

Fish & Richardson attorneys have been involved in some of the largest corporate cases of the last decade:

- Norfolk Southern’s hostile $10.5 billion bid for Conrail
- American General Corporation’s $6 billion hostile takeover attempt of Unitrin
- Rohm and Haas’s action for specific performance of its $15 billion merger agreement with Dow Chemical Co.

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Fish attorneys have appeared on CNBC and written for Fortune, Barron’s, Investor’s Business Daily, Directorship, Bloomberg Businessweek, and The M&A Journal regarding business and corporate issues. The firm’s attorneys are consistently selected as the top litigators in Delaware by Chambers USA: America’s Leading Lawyers for Business, and Delaware Today magazine.

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Fish & Richardson is a global commercial litigation, patent, and intellectual property (IP) litigation law firm with more than 400 attorneys and technology specialists across the U.S. and Europe. Fish has been named the #1 patent litigation firm in the U.S. for 10 consecutive years. Fish has been winning cases worth billions in controversy—often by making new law—for the most innovative clients and influential industry leaders since 1878. For more information, visit www.fr.com.

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