

## People



### Amanda K. Pooler

Partner, Litigation

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Amanda K. Pooler represents public and private companies and their directors and officers in complex corporate, securities, and fiduciary duty litigation in courts around the country. Her practice focuses on disputes involving mergers and acquisitions, restructurings, and corporate governance. She also has experience litigating claims under the federal securities laws and advising entities on corporate transactions, including multibillion-dollar mergers and corporate restructurings.

Drawing on experience gained as a law clerk to Vice Chancellor Sam Glasscock III, Amanda has litigated numerous cases in the Delaware Court of Chancery, including expedited cases, emergency TROs, stockholder class actions, busted deals, and contests for corporate control. She has also represented large financial institutions in connection with deal litigation, including some of the largest cases in Delaware involving multibillion-dollar transactions. Amanda was also involved in a number of notable appeals in the Delaware Supreme Court, including the *El Paso* and *Brookfield* cases rewriting the law on derivative suits.

Outside of Delaware, Amanda has litigated governance and disclosure disputes in several state and federal courts around the country, including cases in New York, Illinois, Texas, New Jersey, and Virginia, among others, as well as federal courts of appeals. She also has experience litigating multijurisdictional cases, in both federal and state courts.

Amanda has represented clients in a variety of industries, including large financial institutions, private equity, oil and gas, media and entertainment, retail, and manufacturing companies. She regularly advises boards of directors, board committees, and senior executives on corporate governance issues and potential litigation risks. Amanda also has experience representing distressed companies and their directors and officers, in and outside of bankruptcy.

#### Areas of Experience

Litigation  
Appellate  
Class Action Defense  
Corporate Governance  
Corporate Restructuring and Insolvency  
Directors and Officers (D&O) Liability  
Distressed Transactions and Corporate Restructuring  
M&A and Private Equity  
Private Equity Litigation  
Preference and Fraudulent Transfer Litigation  
Securities Litigation

#### Education

J.D., Duke University School of Law, cum laude, *Duke Law Journal*  
B.A., Hamilton College, magna cum laude

#### Admissions

Bars  
New York  
North Carolina

#### Courts

U.S. Court of Appeals, Fourth Circuit  
U.S. District Court, Southern District of New York  
U.S. District Court, Eastern District of New York

Her securities litigation experience includes representing public companies and their directors and officers in cases involving initial public offerings under the Securities Act and securities fraud claims under the Securities Exchange Act. Amanda has also conducted investigations, both internally and in connection with regulatory inquiries, and has defended companies in connection with stockholder books and records demands.

Prior to joining the firm, Amanda worked for over a decade in the New York office of a large international law firm and, most recently, in the Charlotte office of a large Delaware firm. She has served as a Lecturing Fellow at Duke University School of Law, where she co-taught an annual seminar on M&A Litigation in Practice.

### Related Professional Experience

- Law Clerk to the Honorable Sam Glasscock III, Vice Chancellor, Court of Chancery of the State of Delaware

### Affiliations

- American Bar Association, Business Law Section, M&A Committee, Corporate Governance Committee, and Business and Corporate Litigation Committee Member

### Honors and Distinctions

- *Super Lawyers Magazine*, 2019–2024, Listed in New York as a “Rising Star” for Securities Litigation and Business Litigation