

M&A Litigation Early Resolution Successes

Polsinelli's M&A Litigation Team has successfully defended buyers, sellers, officers, directors, and other parties involved in or impacted by M&A transactions and securities offerings. As litigators, we often determine our success on trial outcomes. However, the M&A Litigation group recognizes that, for our clients, a pre-trial successful resolution is the gold standard.

A few of our most recent early resolution successes are anonymized below. Click [here](#) to learn more about the M&A Litigation team at Polsinelli.

Voluntary Dismissals

Polsinelli represented a capital formation company in two lawsuits related to the crash of multiple cryptocurrencies. The Polsinelli team successfully negotiated the voluntary dismissal of both cases before the Motions to Dismiss were even filed.

The client was named as a defendant in the two lawsuits where Plaintiffs sought to recoup their losses arising out of the cryptocurrency crash. News articles identified the client as one of the participants in an offering of tokens. Polsinelli was able to convince the plaintiff's counsel in both cases that they had not done a sufficient pre-suit investigation to support their claims. Polsinelli was able to save the client significant fees by getting them dismissed as a defendant in both cases before briefing the Motions to Dismiss.

In these cases, it is very unusual for a plaintiff's attorney to voluntarily dismiss a defendant at this stage. Many of the other defendants' counsel reached out to Polsinelli to find out how we were able to get such a great result for our client. [Bryan M. Westhoff](#), [Mozianio "Trey" S. Reliford, III](#), [Aaron E. Zerykier](#) and [Kevin M. Hogan](#) represented the client in this case.

SEC Enforcement Action Dismissal

Polsinelli represented a real estate app in an SEC investigation. In late 2022, the SEC concluded their investigation of the app and informed Polsinelli it would not be recommending an enforcement action against the client.

The SEC was investigating the client to determine if the accounts offered in the app were unregistered securities. The Polsinelli team was able to successfully persuade the SEC to close the investigation without bringing an enforcement action. Team members [Bryan M. Westhoff](#), [Michael A. Campbell](#), [Daniel A. Peterson](#), [Philip G. Feigen](#) and [Nicholas A. Griebel](#) represented the client.

Out-of-Court Resolution

Polsinelli represented a private equity firm in recovering escrow funds following the sale of an LLC. The client was happy to achieve the result without spending significant fees on litigation.

The buyers in the transaction had wrongfully attempted to retain \$100,000 in an escrow account following the purchase of a California based LLC. In an effort to reach an out-of-court resolution, the Polsinelli team drafted a complaint to be filed in the Delaware Court of Chancery to recover the \$100,000. The draft complaint included claims for breach of contract and declaratory judgment, and sought an order of specific performance requiring the buyer to release the funds.

After sending the draft complaint to the buyers' counsel, Polsinelli reached an agreement to split the funds 50-50. [Stephen J. Kraftschik](#) supported the client in drafting a persuasive complaint in the Delaware Court of Chancery. The client was represented by [Frank Koranda](#).

Business Divorce Dispute Success

Polsinelli represented a former member of a gas company in a business divorce dispute. The Polsinelli team achieved the individual's goal – an acceptable price for his shares -- in months, not years, and avoided the cost and stress of motion practice, discovery and the possibility of a trial.

The three other members of the gas company notified the client that he was being terminated without cause, thus triggering his obligation to sell and their obligation to buy his membership interest at an "agreed price." Despite believing the termination was a breach of the agreement, the client agreed to sell his interest, but refused the company's initial offer. After obtaining business appraisers, filing a lawsuit in Oklahoma and a suit filed in Kansas, the other side decided to pause litigation and seek out mediation. After a day-long mediation with a persuasive mediation statement from the Polsinelli team, the mediator was able to secure an offer the client found acceptable.

The client was represented by [Russell S. Jones Jr.](#), [Lauren E. Tucker McCubbin](#), [Emma R. Schuering](#), [Eric E. Packel](#) and [Elizabeth M. Marden](#). [Jason L. Bush](#) was instrumental in quickly filing the action in Kansas state court.

About Polsinelli

Polsinelli is an Am Law 100 firm with more than 1,000 attorneys in 23 offices nationwide. Recognized as one of the top firms for excellent client service and client relationships, Polsinelli is committed on meeting our clients' expectations of *what a law firm should be*. Our attorneys provide value through practical legal counsel infused with business insight with a focus on health care, real estate, finance, technology, private equity, and corporate transactions. Polsinelli LLP in California, Polsinelli PC (Inc) in Florida.

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