

Gregory V. Varallo



Partner
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Greg Varallo heads BLB&G's Delaware office. Greg focuses his practice on protecting investor rights, trying cases in Delaware and around the US. Greg's cases, while primarily derivative and class actions, also include plaintiffs' side business-to-business disputes, fiduciary litigation in Bankruptcy Court, and, where appropriate, ADR.

Prior to joining the firm, Greg spent a distinguished 36-year career with elite corporate defense firm Richards, Layton & Finger, capped by a three-year term as its President, where he represented top U.S. and global corporations on various Delaware business matters. He has litigated hundreds of complex business disputes in state and federal courts throughout the United States, including Delaware, and has earned a reputation as one of the country's leading corporate governance experts and trial lawyers.

Greg brings a unique and varied background to his practice. As an active director of both for-profit and not-for-profit companies, and the past CEO of a large defense firm who has also prosecuted cases from the plaintiffs' side, his experience crosses traditional boundaries. That unusually wide perspective helps shape BLB&G's creative approach to problem solving for its clients.

Greg is widely recognized by the industry for his many accomplishments. He is hailed as one of the nation's leading business litigators by *Chambers USA*, *Legal 500 USA*, *Best Lawyers*[®], Thomson Reuters' *Super Lawyers* and *Lawdragon*. Greg was also named a "Top Lawyer" by *Delaware Today*, a "500 Leading Plaintiff Financial Lawyer" by *Lawdragon*, and a "Litigation Star" by *Benchmark Litigation*.

Significant representative matters in which Greg has served as lead counsel or co-lead counsel include:

- Lead counsel for 21st Century Fox and its directors in settlement of derivative litigation arising from sexual abuse scandal;
- Lead counsel for News Corp. and its board in settlement of derivative litigation arising from hacking scandal;
- Lead trial and appellate counsel for Goldman Sachs Group in connection with challenge to worldwide compensation in *In Re Goldman Sachs Group, Inc. Litig.*, Del. Ch., C.A. No. 5215-VCG (Oct. 12, 2011), aff'd., No. 608, 2011 (Del. May 3, 2012);
- Lead counsel in first confidential Chancery arbitrations;
- Lead counsel for the tobacco industry in Delaware in connection with the entry of the landmark consent decree between that industry and the state attorneys general; and
- Lead counsel in *PL Capital, LLC v. Central Bancorp, Inc.*, No. 03-0554 BLS, Van Gestel, J. (Mass. Super. June 30, 2003), in which the client succeeded in enjoining and then defeating the first attempted use of the "poison pill" or stockholder rights plan against a stockholder.

A frequent speaker and author on a wide range of corporate governance and securities related issues, Greg was involved in the drafting and passage of the 2018 Delaware Certification of Adoption of Transparency and Sustainability Standards Act and the 2015 Delaware Rapid Arbitration Act. He has been published in *The Business Lawyer*, *The Securities Regulation Law Journal*, *M&A Lawyer*, *Corporate Governance Advisor*, *Insights*, and *Business Law Today*. He is co-author

of several publications, including *The Practitioner's Guide to the Delaware Rapid Arbitration Act*, *Special Committees: Law and Practice*, and *Fundamentals of Corporate Governance*.

Greg is an active member in various respected legal organizations. He is the Founding Trustee, Vice President and Secretary of the American College of Governance Counsel, and a fellow of the American College of Trial Lawyers, the Litigation Counsel of America and the Salzburg Global Seminar, Corporate Governance. Greg also served as a past Chair and Co-Chair on several committees and forums with the American Bar Association and previously served on the Delaware Supreme Court Rules Committee.

Among his charitable and volunteer works, Greg is the immediate past chair (President) of the Board of Directors for the Ministry of Caring, Inc., and recently completed his term as a Trustee for The American University of Rome.

Education

- Temple University School of Law, J.D., 1983, President, Moot Court
- University of Pennsylvania, B.A., 1980

Admissions

- Delaware
- U.S. Court of Appeals, Second Circuit
- U.S. Court of Appeals, Third Circuit
- U.S. Court of Appeals, Fifth Circuit
- Certified Superior Court Mediator

News

- April 9, 2021 - BLB&G Partner Gregory V. Varallo Quoted in *Law360* Article Covering the Appointment of Vice Chancellor Kathaleen S. McCormick as Delaware Chancery Court Successor
- April 2, 2021 - *Law360 Pulse* Publishes "6 Questions With Bernstein Litowitz's Gregory V. Varallo"
- March 16, 2021 - Mark Lebovitch and Gregory V. Varallo Quoted in *Law360* article, "Delaware's Appeal For Firms Outshines Virus Uncertainty"
- February 1, 2021 - *Lawdragon* Names BLB&G Attorneys to 2021 500 Leading Lawyers in America List
- January 13, 2021 - Press Coverage: *Williams Companies Stockholder Litigation* Trial Challenging Novel Anti-Shareholder Corporate Governance Provision
- October 19, 2020 - Trends in Corporate Governance Litigation: A *Lawdragon* Discussion with BLB&G
- March 28, 2020 - Protecting Investors in a Time of Crisis: A Message from BLB&G on Access to Justice and COVID-19
- August 2019 - BLB&G Opens New Delaware Office Led by Top Litigator and New Partner Greg Varallo

Publications

- November 25, 2020 - "Acting-in-Concert Poison Pills: This Pill Comes With a Silencer" by Mark Lebovitch, Gregory V. Varallo, and Thomas James published by *The New York Law Journal*
- June 2, 2020 - "Sharpening the Tools at Hand: New Rulings Provide Sensible Balance to Section 220 Litigation" by Gregory Varallo, Andrew Blumberg, and Alla Zayenchik published by *Harvard Law School Forum on Corporate Governance*
- April 10, 2020 - "Protecting Investors in a Time of Crisis: A Response to Those Who Would Utilize COVID-19 to Eviscerate Investor Protection" by Mark Lebovitch, Jeroen van Kwawegen, and Greg Varallo published by *Harvard Law School Forum on Corporate Governance*
- April 10, 2020 - "Protecting Investors in a Time of Crisis: Access to Justice and COVID-19" by Mark Lebovitch, Jeroen van Kwawegen, and Greg Varallo published by *Lawdragon*

Awards

- October 7, 2020 - *Benchmark Litigation* Again Names BLB&G One of the Top Firms in the Nation in 2021 Guide
- September 20, 2020 - 20 BLB&G Attorneys Named by *Super Lawyers* to its 2020 New York Metro Edition
- August 2020 - *Lawdragon* Names BLB&G Partners to The 2020 Edition of the "500 Leading Plaintiff Financial Lawyers" List
- August 2020 - BLB&G Partners Named to The 27th Edition of the *Best Lawyers in America*®
- April 23, 2020 - *Chambers* Again Ranks BLB&G Top Securities Litigation Firm With Band 1 Rankings In All Categories
- September 2019 - *Lawdragon* Names 20 BLB&G Attorneys Among its "500 Leading Plaintiff Financial Lawyers" list

Events

- May 6, 2021 - BLB&G Partner Gregory V. Varallo to Participate at Salzburg Global Corporate Governance Forum event: "Driving Accountability: Integrating EESG into Executive Compensation"
- April 22, 2021 - BLB&G Partner Gregory V. Varallo to Speak at the Market Trends Subcommittee and Public Companies Subcommittee Spring Meeting Hosted by The American Bar Association
- November 19, 2019 - Mark Lebovitch and Greg Varallo Address Delaware Landscape at Skytop Strategies' "Shareholder Activism 2019"

Cases

- Baker Hughes Incorporated
- Grand Canyon Education, Inc.
- HC2 Holdings
- MINDBODY, Inc.
- Regency
- TD Ameritrade
- Tile Shop
- Viacom
- Williams Companies