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Education

J.D., University of Chicago
Law School, 1981

B.S., New York University, 1978
(*summa cum laude*)

Bar Admissions

New York

Jeremy A. Berman has worked on a wide array of litigation, arbitration and mediation matters, including claims alleging accounting fraud and malpractice, bankruptcy litigation, securities fraud, breach of contract, tender offer and proxy fight litigation, breach of fiduciary duty, real estate, intellectual property, trusts and estates, and civil rights. He has extensive experience with accounting matters, including those relating to mortgage, banking and insurance companies.

Mr. Berman currently is working on major cases involving bankruptcy litigation including:

- UniCredit in its defense against claims brought by the trustee of the Bernard L. Madoff Investment Securities Estate, including the successful withdrawal of the bankruptcy court reference of two multibillion-dollar lawsuits and obtaining a dismissal of all common law claims in one of the suits. This was named among the top matters in the Litigation & Dispute Resolution category in the *Financial Times*' 2013 "US Innovative Lawyers" report; and
- Paul Allen in connection with the Bankruptcy Court confirmation, district court affirmance and Second Circuit appeal of Charter Communication's plan of reorganization, one of the nation's largest and most complex reorganizations.

Mr. Berman is representing companies in class actions and derivative lawsuits including:

- BlackRock in class action and derivative lawsuits in New York, Delaware and Maryland alleging breach of fiduciary duties; and
- Deloitte & Touche LLP in connection with lawsuits brought by a putative class of Actrade Financial Technologies securities holders and the trustee for the Actrade liquidation trust.

Mr. Berman has represented companies or directors in the settlement of class action and derivative lawsuits including:

- the directors of Popular, Inc. in derivative and ERISA suits alleging the overstatement of certain assets on the company's financial statements;
- Deloitte & Touche LLP in a class action lawsuit alleging securities fraud and a lawsuit by a bankruptcy liquidation trustee alleging negligence relating to American Home Mortgage, a large mortgage originator;
- National Grid in the successful settlement of a class action lawsuit arising out of its acquisition of KeySpan;
- Aeroflex, Inc. in connection with the defense of a lawsuit arising out of its acquisition by an investment firm; and
- Sara Lee Corporation in settling a lawsuit relating to its purchase of Chock Full O'Nuts.

Mr. Berman has been involved in takeover litigation. He participated in Gold Fields Limited's successful defense against a tender offer by Harmony Gold Mining Company Limited; the successful defense of a going-private transaction involving Edison Schools, Inc.; and the successful solicitation of consents by ICN Pharmaceuticals to remove directors of Ribapharm Inc., among others.

Jeremy A. Berman

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Mr. Berman also has worked on many other commercial matters in the federal and state courts. He currently is involved in an arbitration over an earnout calculation in an asset purchase agreement. He helped obtain a successful settlement for Cigna in a post-closing dispute over representations and warranties concerning an insurance subsidiary it sold and North Fork Bancorporation, Inc. in a contract dispute with another bank over the sale of car loans. He successfully argued in the New York State Court of Appeals over ownership of a security deposit. He actively participated in a trial in which the court approved the reorganization of Home Holdings, Inc., and in a bankruptcy proceeding in the District of New Jersey in which the Bankruptcy Court approved a plan of reorganization proposed by a major creditor. Mr. Berman helped defend against an action seeking to enjoin an offering of stock of NASDAQ. He participated in the successful opposition to a petition to stay arbitration. He defended claims of breach of duty against a real estate management company in a dispute over an alleged obligation to provide mailing lists. He defended litigations involving alleged breaches of royalty agreements. Mr. Berman helped obtain summary judgment, which was affirmed on appeal, on behalf of individual clients against a claim that a joint venture had been formed for the development of a casino.

Mr. Berman represented the New York Metropolitan Transportation Authority in its successful defense of a lawsuit alleging it violated plaintiffs' civil rights by raising subway and bus fares; The Andy Warhol Foundation for the Visual Arts, Inc. in its successful defense of a claim by a lawyer who sought additional legal fees from the estate of Andy Warhol; and Smith Barney Inc. in a victory in the New York Court of Appeals in a lawsuit brought by former minority shareholders who claimed that they had been defrauded into paying additional taxes. Mr. Berman successfully has prosecuted a number of cases on behalf of plaintiffs. For example, he helped plaintiffs procure a large settlement in a fraud suit involving the sale of a family oil business.

Associations

New York City Bar Association
Member, State Courts of Superior Jurisdiction Committee and Head of its Legislation Subcommittee (2009-Present)
Member, Litigation Committee (2006-2009)
Member, New York City Affairs Committee (2004-2006)

Honors

Partnership In Education Certificate, Board of Education, City of New York (1996)
Recipient, New York State Certificate of Appreciation for Exemplary Public Service (1989)

Mediation and Service

Mediator on Panels of United States District Courts for the Southern and Eastern Districts of New York (successfully mediated many cases)
Deputy Counsel, Governor's Judicial Screening Committee, Statewide and First Judicial Department (1989-1991); Acting Counsel (1987-1988)

Testimony

Testified before the New York City Council Committee on Governmental Operations on behalf of the New York City Bar Association (June 21, 2006)

Publications

Primary Author, "Report on the 1993 Amendments to the Federal Rule of Civil Procedure 11," issued by the New York City Bar Association's Committee on Litigation (2010)
Presentation to American Corporate Counsel Association, "Communicating With Your Firm's Insurance Company During The Course of a Litigation" (1999)
Co-Author, "Current Developments in Accountants' Potential Liability Under the Federal Securities Laws," *Professional Liability: Effective Responses for Lawyers and Accountants* (1994)
Co-Author, "Added Firepower for Boards to Resist Takeover Offers," *Mergers & Acquisitions* (1990)
Co-Author, "The Resurgence of Proxy Contests," *10th Annual Institute on Acquisitions and Takeovers*, Prentice Hall Law and Business (1988)
Co-Author, "Selected Developments In Takeover Litigation," *Securities Litigation*, Practising Law Institute (1987)