

Partner, Wilmington

Complex Litigation and Trials; Corporate Restructuring



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Education

J.D., Villanova University School of Law, 2006 (*magna cum laude*;
Order of the Coif; Associate Editor,
Villanova Law Review)

B.A., University of Richmond, 2003
(*magna cum laude*)

Bar Admissions

Delaware
Pennsylvania

Experience

Law Clerk, Hon. R. Barclay Surrick,
U.S. District Court for the Eastern
District of Pennsylvania (2006-2007)

Joe Larkin represents a broad range of clients in high-profile, bet-the-company disputes involving mergers and acquisitions, commercial contracts, antitrust matters, securities class actions and corporate control challenges. Mr. Larkin has substantial experience representing debtors, committees and creditors in litigation related to bankruptcies, and frequently advises clients on Delaware law governing corporations and alternative entities. He was recently recognized by *Turnarounds & Workouts* magazine as one of its Outstanding Young Restructuring Lawyers for 2020, and was named as a Litigator of the Week in September 2020 by *The American Lawyer* for a victory in the Delaware Court of Chancery.

Throughout his career, Mr. Larkin has represented companies and boards in litigation arising from some of the largest transactions in history, and he has been at the forefront of corporate innovation. Mr. Larkin was one of the lead litigators that represented MacAndrews & Forbes in the Delaware Supreme Court's seminal decision in *Kahn v. M&F Worldwide Corp.* (MFW), in which the court held for the first time that the deferential business judgment standard of review applied to a controller-led merger. In April 2020, he was one of the lead litigators for Sabre Corporation in its trial victory in Delaware federal court against the Department of Justice's challenge to Sabre's proposed acquisition of FareLogix, which was dubbed by one major media outlet as a "stunning court victory in the U.S." Additionally, in recent years he has tried cases successfully to judgment for Commonwealth REIT, TravelCenters of America LLC and the stockholders of EPCO Carbon Dioxide Products, Inc.

In the bankruptcy and troubled-company arena, Mr. Larkin most recently represented the official equity committee of VIVUS, Inc. in obtaining significantly greater value for equity holders than initially contemplated under the debtor's initial plan of reorganization (D. Del. Bankruptcy); Stearns Holdings, LLC, the parent company of Stearns Lending, LLC, in its comprehensive financial restructuring plan (U.S. Bankruptcy Court for the Southern District of New York); Melinta Therapeutics in its comprehensive financial restructuring in Chapter 11 (D. Del. Bankruptcy); and a stalking horse bidder in the successful resolution of "bid-rigging" allegations arising from bankruptcy auction (U.S. Bankruptcy Court for the Southern District of New York).

Outside of bankruptcy, Mr. Larkin has extensive experience representing companies and their boards in all types of corporate litigation, including:

- GCI Liberty, Inc. and certain of its directors and officers in litigation arising from GCI's multibillion-dollar merger with Liberty Broadband, Inc.;
- Ionis Pharmaceuticals, Inc., in litigation arising from its recent merger with Akcea Therapeutics, Inc.;
- Stemline Therapeutics, Inc. in litigation arising from its acquisition by Menarini Group;
- the Special Litigation Committee of Clovis Oncology Inc. in ongoing derivative litigation;
- Melinta Pharmaceuticals, Inc. in shareholder litigation in the Delaware Court of Chancery and its subsequent comprehensive financial restructuring in Chapter 11 in Bankruptcy Court in Delaware;
- Gilead Pharmaceuticals in its recent acquisition of Forty Seven, Inc.;

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- Array BioPharma in its \$11.4 billion acquisition by Pfizer;
 - Alder Biopharmaceuticals, Inc. in its sale to Lundbeck for up to \$1.95 billion;
 - Achillion Pharmaceuticals, Inc. in its sale to Alexion for up to \$1.225 billion;
 - ArQule, Inc. in its \$2.7 billion sale to Merck;
 - Merrimack Pharmaceuticals, Inc. in litigation against its convertible noteholders arising from Merrimack's sale of certain assets to Ipsen S.A;
 - the defense of a significant shareholder in the successful resolution of litigation arising from Lions Gate's acquisition of STARZ, Inc. (Delaware Court of Chancery and California Superior Court); and
 - the special committee of Wesco Financial Corporation in its merger with its controlling shareholder Berkshire Hathaway, Inc.

Mr. Larkin has written numerous articles on Delaware law issues and was appointed twice by the Delaware Supreme Court to serve on the Delaware Board of Bar Examiners.

Selected Publications

"Inside the Courts," *Skadden, Arps, Slate, Meagher & Flom LLP*, Recurring publication

"A Look at 2019 Court Decisions That May Shape Restructuring Issues in the Year Ahead," *Skadden's 2020 Insights*, January 21, 2020

"Delaware Court Precludes Creditors of Limited Partnership From Pursuing Derivative Claims," *Skadden, Arps, Slate, Meagher & Flom LLP*, June 18, 2019

"Supreme Court Clarifies Standard of Appellate Review of Creditor's Insider Status," *Skadden, Arps, Slate, Meagher & Flom LLP*, April 25, 2018

"Guidance on "Credible Basis" Standard for Obtaining Books," *The Corporate & Securities Law Advisor's Insights*, June 2017

"Court of Chancery's Guidance on "Credible Basis" Standard for Obtaining Books," *Harvard Law School Forum on Corporate Governance and Financial Regulation*, May 23, 2017, and *Skadden, Arps, Slate, Meagher & Flom LLP*, May 8, 2017

"Skadden Discusses Delaware's Corwin Case and the High Bar for Post-Closing Damages," *CLS Blue Sky Blog*, November 29, 2016

"After *Corwin*, Court of Chancery Provides Additional Guidance on Application of Business Judgment Rule to Post-Closing Damages Claims," *Skadden, Arps, Slate, Meagher & Flom LLP*, November 17, 2016

"Recent Amendments to the Delaware General Corporation Law Address Fee-Shifting and Forum Selection Provisions," *Skadden, Arps, Slate, Meagher & Flom LLP*, October 22, 2015