

## Andrew T. Sumner

Senior Associate

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Andy Sumner focuses his practice primarily on securities class actions, merger litigation, shareholder derivative suits, director, officer, and professional liability matters, regulatory enforcement actions, corporate investigations, and other complex civil and criminal litigation. His clients include publicly traded and privately held companies, financial institutions, and their directors, officers, and shareholders.

Andy graduated law school magna cum laude with a concentration in business transactions and was elected to membership in the Order of the Coif. While in law school, Andy served as senior commentary editor for *Transactions: The Tennessee Journal of Business Law* and interned with the Honorable Richard L. Voorhees of the U.S. District Court for the Western District of North Carolina.

### **Representative Experience**

- Counsel for corporate directors, officers, and financial advisors in numerous merger litigation matters alleging claims for breach of fiduciary duty, aiding and abetting breach of fiduciary duty, and violations of federal securities laws.
- Member of the litigation team representing a leading global technology company in an appraisal action, merger litigation, and securities-fraud class action.
- Counsel for one of the nation's largest rural electric cooperatives in a purported class action brought by the cooperative's members alleging violations of Florida statutory law and breach of fiduciary duty.
- Represented former directors and officers of a Georgia-based bank holding company in purported securities fraud actions alleging that the defendants made false and misleading statements about the financial condition of a subsidiary bank.
- Represented directors and officers of a California-based optical components manufacturer in a purported securities-fraud class action alleging that the defendants made false and misleading statements about the business and financial condition of the company.
- Counsel for directors and officers of distressed financial institutions in numerous investigations and lawsuits brought by the Federal Deposit Insurance Corporation.
- Defended a biologics company executive in a parallel DOJ and SEC investigation of alleged accounting irregularities.
- Counsel for a former hedge fund portfolio manager in parallel DOJ and SEC enforcement proceedings involving various insider trades.

### **Publications & Presentations**

#### **Publications**

- "Scrutiny Begins for M&A Mootness Fee Settlements," *Transaction Advisors*, October 2019.

- “The Continuing Shift of Merger Litigation to Federal Courts,” *Transaction Advisors*, March 2019.
- “The Continuing Shift of Merger Litigation to Federal Courts,” *Law360*, December 18, 2018.
- “Strategic Considerations in Internal Investigations,” in *Strategic Litigation: Forms and Analysis*, Vol. 27, Thomson Reuters, 2018.
- “Minority Shareholder Litigation,” in *Georgia Business Litigation*, Daily Report, 2016-2019.
- “Biotech on the Front Lines of Fee-Shifting Debate,” *Daily Journal*, August 27, 2014.
- “Executive Compensation,” in *Business and Commercial Litigation in Federal Courts*, 3rd ed., Thomson Reuters, 2011.

## ***Professional & Community Engagement***

- Atlanta Bar Association

## ***Court Admissions***

- U.S. Court of Appeals for the Eleventh Circuit
- U.S. District Court for the Northern District of Georgia
- U.S. District Court for the Southern District of Georgia
- Supreme Court of Georgia

## ***Education***

- University of Tennessee (J.D., 2011)
- The University of North Carolina at Chapel Hill (B.A., 2008)

## ***Admitted to Practice***

- Georgia

## ***Related Services***

Securities Litigation | Litigation | Commercial | Corporate Governance