



Andrew T. Sumner

Partner

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Related Services

Securities Litigation ■ Litigation ■ Commercial ■ Corporate Governance ■ Special Purpose Acquisition Companies (SPACs) ■ White Collar, Government & Internal Investigations ■ Corporate & Business Transactions ■ Mergers & Acquisitions ■ M&A Litigation ■ Contingent Risk Insurance

Andy Sumner defends public and private companies, directors, officers, majority shareholders, and financial industry professionals in securities class actions, M&A and SPAC litigation, shareholder derivative suits, D&O and corporate governance matters, regulatory enforcement actions, internal investigations, and other high-stakes litigation. Andy has been recognized by *Super Lawyers* as a 2022 and 2023 “Rising Star” for Securities Litigation.

Representative Experience

- Counsel for numerous publicly traded companies and their directors, officers, and financial advisors in M&A litigation matters alleging claims for breach of fiduciary duty and violations of the federal securities laws.
- Counsel to public companies and their boards of directors on matters related to mergers and acquisitions, corporate governance, shareholder disclosure, internal investigations, and D&O insurance and indemnification.
- Long-standing counsel to a leading global technology company in numerous M&A and securities class actions filed throughout the country.
- Outside general counsel for a New York-based, veteran-owned investment bank and broker-dealer.
- Trial counsel for the former owners of a construction company in a breach of contract suit challenging various merger agreement disclosures.
- Represented a building products distributor with internal and SEC investigations into alleged accounting irregularities.
- Represented the former CFO of a public utilities company in a series of related shareholder class and derivative actions pending in South Carolina federal and state courts.
- Defended the executives of a Louisiana-based health care company in New York federal court where our motion to dismiss was granted.
- Counsel for one of the nation’s largest electric cooperatives in a class action brought by the cooperative’s members alleging violations of state statutory law and breaches of fiduciary duty.
- Represented the former directors and officers of a Georgia-based bank holding company in securities fraud actions alleging that the defendants made false and misleading statements about the financial condition of a subsidiary bank.
- Defended the directors and officers of a California-based optical components manufacturer in a securities-fraud class action alleging that the defendants made false and misleading statements about the business and financial condition of the company.

- Counsel for the 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 alleged insider trades.

Publications & Presentations

Publications

- “Minority Shareholder Litigation,” in *Georgia Business Litigation, Daily Report*, 2016-2021.
- “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.
- “Biotech on the Front Lines of Fee-Shifting Debate,” *Daily Journal*, August 27, 2014.

Professional & Community Engagement

- 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