

Bilal Zaheer

Partner

Chicago

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When business relationships unravel, Bilal provides advice to clients that is grounded in principled judgment and strategic tenacity. A seasoned trial attorney with nearly 20 years of courtroom experience, he tailors legal solutions to fit business realities and navigates clients through litigation's toughest moments.

OVERVIEW

Bilal is a trial attorney with nearly two decades of experience representing clients in high-stakes, complex commercial disputes, often stemming from failed deals, broken partnerships, and governance breakdowns. He is frequently called to advise on “corporate divorces,” where once-promising business relationships have turned adversarial and the financial and reputational risks are highest. His clients span a range of industries, including technology, life sciences, health care, financial services, and industrial, and include early-stage companies, *Fortune 500* companies, private equity sponsors and their portfolio companies, executives, and boards.

As an experienced trial attorney and member of the Trial Bar for the Northern District of Illinois, Bilal has first-chaired trials and arbitrations across the U.S. and served as lead counsel in bet-the-company disputes. He helps clients efficiently navigate complex issues and delivers legal strategies that align with the client’s business objectives. What sets him apart is his ability to understand both the legal and human dynamics involved in high-pressure commercial disputes, which allows him to serve as a steady force in uncertain times. Bilal brings a focus on outcomes, whether that means resolving disputes before litigation or taking them all the way through trial.

Bilal serves as a professional development partner for the firm’s Business Litigation Practice Group and co-chairs the firm’s AAPI Affinity Group.

REPRESENTATIVE MATTERS

Corporate Governance, M&A and Related Litigation

- Advises clients on a range of disputes arising from complex corporate ?transactions and commercial agreements, including mergers, ?acquisitions, going private transactions, partnerships, joint ?ventures, LLC operating agreements, books and records demands, and various post-closing matters, such as earn-outs, ?claims for breaches of representations and warranties and ?indemnification, and enforcement of noncompetition and non-solicitation provisions in the sale of company context.
- Defended a group of former directors and officers of an insolvent medical ?device company against a \$50 million claim for breach of fiduciary duty ?and related claims asserted by a post-confirmation litigation trustee.

- Defended a Chinese auto parts manufacturer in a Delaware books and records ?litigation initiated by shareholders after the company announced a ?going private transaction.
- Represented a financial advisory firm in connection with a shareholder ?derivative litigation arising out of a going private transaction.
- Defended an insurance broker against claims brought by a court-appointed ?corporate receiver for aiding and abetting in the alleged diversion of ?millions of dollars in insurance commissions; secured a defense judgment ?on behalf of the client after a five-day bench trial that was affirmed on ?appeal involving issues of first impression under Illinois law?.
- Represented a bankruptcy court-appointed litigation trustee in a series of ?federal and state court cases, including trial and appeal, against ?the corporation's former executives to enforce more than \$70 million in ?promissory notes executed in connection with funding an employee ?stock option program; litigated claims and defenses under federal ?securities laws and Federal Reserve Board regulations?.
- Represented a group of shareholders, including the company's former CEO, in ?a shareholder derivative lawsuit asserting breach of fiduciary duty claims ?against the corporation's officers and directors for waste of corporate funds ?and improper related party transactions; secured appellate reversal of ?the trial court order dismissing the case in an appeal involving issues of first ?impression under Illinois corporate governance law.

Health Care + Life Sciences Litigation

- Represented a health care technology startup in federal court litigation with ?more than \$200 million in a dispute concerning the rights to cutting-edge health ?care technology; litigated claims for trade secret misappropriation, unfair ?competition, commercial disparagement, computer fraud, tortious ?interference, defamation, and breach of six different commercial ?contracts, including non-competition, non-solicitation, and earnout ?provisions in a merger agreement?.
- Defended a specialty generic pharmaceutical manufacturer in federal court ?litigation against claims for trade secret misappropriation under federal ?and state law and a breach of a business-to-business no-hire agreement; ?asserted counterclaims for breach of contract and tortious interference?.
- Represented health plans and managed care organizations in breach of ?contract litigation and arbitrations against health care providers and ?advise on health care laws and regulations, including Medicare, Medicaid, and the Affordable Care Act.
- Represented medical device and health care technology ?companies in commercial contract disputes.

Commercial Litigation

- Advises clients facing or pursuing business litigation claims, including breach ?of contract under the common law and Uniform Commercial Code, ?breach of fiduciary duty, common law and statutory fraud, tortious ?interference, unfair competition, commercial disparagement, defamation?, and related business torts.
- Advises clients on employment-related matters intersecting with or adjacent ?to disputes arising from corporate and commercial transactions, ?including enforcement of non-competition and non-solicitation ?agreements with high-level employees via preliminary injunctions and temporary restraining orders, disputes with executives ?involving stock options or other equity grants, state and federal claims ?concerning misappropriation of confidential information and trade ?secrets, and state and federal wage and hour claims.
- Represent technology service providers and commercial purchasers of technology platforms in disputes involving “software as a service” (SaaS) and related technology agreements, including disputes arising from implementation failures, service level obligations and shortfalls, and disputes over AI-enabled functionality in software platforms.
- Secured a multimillion-dollar judgment for a global water treatment company in ?a federal lawsuit involving the breach of a joint venture agreement with a Chinese ?national; obtained a dismissal of the joint venture partner's fraud ?counterclaims.
- Defended a French industrial manufacturer and its affiliates against claims of ?ERISA withdrawal liability

allegedly arising from restructuring transactions preceding an acquisition; obtained dismissal of the complaint on the merits and jurisdictional grounds in a case involving novel issues of ERISA law and civil procedure.

- Defended a Chinese manufacturer and its U.S. subsidiary in a federal jury trial involving claims of trade secret misappropriation and damages claims of more than \$100 million.
- Defended a Canadian subsidiary of a global food manufacturer in a federal lawsuit brought by a former vendor alleging breach of manufacturing and supply agreements under the Uniform Commercial Code and common law.
- Defended national toy retailer in a multimillion-dollar contract dispute with a Chinese vendor; secured dismissal of the vendor's claims for fraud and equitable relief.
- Prosecuted a federal lawsuit on behalf of a Japanese airline carrier involving a breach of an aircraft purchase agreement and related Uniform Commercial Code issues; obtained dismissal of counterclaims.
- Defended a global manufacturer of electronic components against claims asserted by former company executives for breach of contract and related employment claims.

AWARDS

- National Asian Pacific American Bar Association, Best Under 40 Award
- *Super Lawyers*® Illinois Rising Star, Business Litigation
- *Leading Lawyers*®, Emerging Lawyers

TOP AREAS OF FOCUS

- Corporate Governance
- Health Care + Life Sciences
- Litigation + Trial
- Securities Litigation

ALL AREAS OF FOCUS

- Business Litigation
- Corporate Governance
- Health Care + Life Sciences
- Litigation + Trial
- Noncompete + Trade Secrets
- Private Equity
- Securities Litigation

PROFESSIONAL/COMMUNITY INVOLVEMENT

- Governing board member, The Chicago Committee on Minorities in Large Law Firms
- Fellow, Leadership Council on Legal Diversity (2017)
- Advisory board member, Muslim Bar Association of Chicago
- Member, National Asian Pacific American Bar Association (past committee co-chair)

EDUCATION AND CERTIFICATIONS

EDUCATION

- University of Illinois College of Law, J.D., *magna cum laude*, 2006, member, *University of Illinois Law Review*
- Washington University in St. Louis School of Law, B.A., *with honors*, 2003, Phi Beta Kappa

BAR ADMISSIONS

- Illinois

COURT ADMISSIONS

- Supreme Court of the United States
- U.S. Court of Appeals, Seventh Circuit
- U.S. District Court, Central District of Illinois
- U.S. District Court, Northern District of Illinois
- U.S. District Court, Northern District of Indiana
- U.S. District Court, Southern District of Indiana
- U.S. District Court, Eastern District of Michigan
- U.S. District Court, Western District of Michigan
- U.S. District Court, Eastern District of Wisconsin
- U.S. District Court, Western District of Wisconsin

SPEAKING ENGAGEMENTS

- Speaker, “Damages Decoded: How Receiving and Losing Trade Secrets Can Cost Your Company Millions,” Troutman Pepper Locke Webinar, January 21, 2026.
- Speaker, “Practical Steps for Protecting Trade Secrets,” Troutman Pepper Locke Webinar, August 26, 2025.
- Speaker, “Mid-Level Associate Forum,” Chicago Committee on Minorities in Large Law Firms, October 26, 2023.
- Speaker, “A Strategic Approach to Reviews and Feedback,” Chicago Committee on Minorities in Large Law Firms: Mid-Level Associates’ Mini-Conference, August 24, 2022.
- Speaker, “Defending Breach of Fiduciary Duty Claims Against Directors and Officers of Distressed Companies in the Era of COVID-19,” August 12, 2020.

PUBLICATIONS

- Author, “Delaware Court of Chancery Finds That Crossing the ‘Fine Line Between Glaringly Egregious Conduct and an Aggressive Litigation Position’ Costs Gilead \$1.76 Million in Attorneys’ Fees,” Locke Lord QuickStudy, July 29, 2021.
- Author, “Delaware Supreme Court Rules Stockholders Are Entitled to Books and Records Based on ‘Investigatory Purpose’ Without Stating Objectives of Investigation,” Locke Lord QuickStudy, January 25, 2021.
- Author, “Delaware Court of Chancery Applies Revlon, Not Business Judgment Rule, Despite Stockholder Approval in *In re Mindbody, Inc.*,” Locke Lord QuickStudy. November 12, 2020.
- Author, “COVID-19 and Director Liability: Discharging Fiduciary Duties While Navigating the Financial Distress and Business Uncertainty Caused by the Pandemic,” Locke Lord QuickStudy, April 30, 2020.
- Author, “Practical Considerations for Commercial Litigation during the COVID-19 Era,” Locke Lord QuickStudy, April 9, 2020.

MEDIA COMMENTARY

- Quoted, “Mergers Are About People, Not Paperwork: Here’s Why,” *The Recorder*, February 3, 2025.