Emily L. Wheatley

Associate

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OVERVIEW

Emily focuses her practice on business litigation matters. She works primarily on complex corporate and commercial litigation in the Delaware Court of Chancery, including merger and acquisition (M&A) disputes, fiduciary duty actions, and statutory proceedings under the Delaware General Corporation Law and Delaware Alternative Entity Law. She also brings significant experience in a variety of matters, including litigating a number of cases in the Delaware Superior Court's Complex Commercial Litigation Division and various commercial disputes pending in the District of Delaware.

Additionally, Emily helps equip disadvantaged and underserved individuals, families, and nonprofit groups with the necessary resources and support in a wide array of legal issues, through her work as a pro bono ambassador at the firm.

After graduating from The George Washington University Law School, Emily clerked in the Delaware Superior Court for two years, before working in private practice.

REPRESENTATIVE MATTERS

- *Shareholder Representative Services, LLC v. Prescient Medicine Holdings, Inc.*, C.A. No. 2022-0160-JTL (Del.Ch.) – Represented a stockholder representative seeking to recover portions of merger consideration owed to selling stockholders under the parties' merger agreement.
- *Atwood v. Remine, Inc.*, C.A. No. 2022-0141-SG (Del. Ch.) – Represented a respondent in an appraisal proceeding brought in the Delaware Court of Chancery pursuant to 8 Del. C. § 262(f).
- *AMETEK, Inc. v. Richard Sorelle, et al.*, C.A. No. 2021-1065-VCZ (Del. Ch.) – Represented a global manufacturer of electronic instruments and electromechanical devices in an action to enforce confidentiality and noncompetition restrictions against former executive who accepted CEO position with competitor.
- *Schoenmann v. Irvin* (Clear Align, LLC), C.A. No. 2021-0326-SG (Del. Ch.) – Achieved dismissal of breach of contract and implied covenant claims asserted against the controlling member and director of an optical engineering and systems integration company.
- *Automatic Apartment Laundries Inc. v. Delange, et al.*, C.A. No. 2022-0342-SG (Del. Ch.) – Represented a coin-operated laundry services provider in an action to enforce noncompetition and nonsolicitation covenants against former employee who accepted executive position with direct competitor.
- *Alpine Hill Capital, LLC v. DeLee Development LLC*, C.A. No. 2023-0360-LWW (Del. Ch.) – Represented a

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limited liability company manager in a dispute over whether removal was proper.

AWARDS

- *Best Lawyers in America®: Ones to Watch*: Corporate Law (2025-2027)

TOP AREAS OF FOCUS

- Business Litigation
- Delaware Court of Chancery Litigation
- Securities Litigation

PROFESSIONAL/COMMUNITY INVOLVEMENT

- Member, Delaware State Bar Association

PROFESSIONAL EXPERIENCE

- Clerk, Hon. Richard F. Stokes, Superior Court of Delaware, 2016 – 2018

EDUCATION AND CERTIFICATIONS

EDUCATION

- The George Washington University Law School, J.D., *with honors*, 2016, member, *Federal Communications Law Journal*; Thurgood Marshall Scholar
- University of Delaware, B.A., *magna cum laude*, 2013, history and political science, Phi Beta Kappa; National Society of Collegiate Scholars; Alpha Lambda Delta Honor Society

BAR ADMISSIONS

- Delaware
- California

COURT ADMISSIONS

- U.S. District Court, District of Delaware

CLERKSHIPS

- Hon. Richard F. Stokes, Superior Court of Delaware, 2016-2018

PUBLICATIONS

- Co-author, "Delaware Court of Chancery Highlights Seriousness of Cybersecurity Concerns While Maintaining High Standard for Caremark Claims," *Troutman Pepper*, October 12, 2021.
- Co-author, "Delaware Supreme Court Addresses Increasingly Common Choice of Law Issue in New Context — Directors' and Officers' Liability Insurance Policies," *Troutman Pepper*, March 19, 2021.

- Co-author, “Court of Chancery Speaks on an Increasingly Common Choice of Law Issue,” *Delaware Business Court Insider*, November 25, 2020.
- Co-author, “Delaware Court of Chancery: Companies Must Maintain Trade Secret Confidentiality in a Remote World,” *Troutman Pepper*, August 28, 2020.
- Co-author, “In Mergers, Common Interest Doctrine Applies Only When Parties Share Primarily Legal, Not Commercial, Interests,” *Delaware Business Court Insider*, May 27, 2020.