

David F. Wertheimer

Partner
New York

Biography

David Wertheimer represents public companies, directors, and management in securities class actions and corporate governance disputes. Working in various legal areas and industries, he litigates complex commercial cases in state and federal courts, as well as conducting private arbitrations.

David's practice focuses on disputes involving complex financial and accounting issues often arising in the context of class actions. He defends public companies in securities class actions that raise issues ranging from accounting restatements to unexpected operating results. He represents clients in corporate governance disputes, including shareholder actions arising from public merger and acquisition (M&A) transactions and derivative claims asserting purported director misconduct. He also frequently advises on drafting post-closing, price adjustment terms in private M&A transactions and arbitrating disputes arising under those provisions.

In addition to these core practice areas, David represents clients in a range of disputes, including financial institutions in commercial class actions; national audit firms in securities class actions and professional negligence claims, as well as proceedings before state and federal regulators; individuals before the SEC; manufacturers in trade secret disputes; and



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Practices

Corporate and Shareholder
Litigation

Corporate Governance

Financial Services

Litigation Services

Capital Markets

Commercial

Investigations, White Collar, and
Fraud

Commercial Litigation

Banking and Finance Litigation

Industries

telecommunication carriers in regulatory proceedings.

Representative experience

Represents medical device manufacturer Orthofix Int'l N.V. in a securities class action arising from a restatement of its prior reported earnings.

Represented Flamel Tech., S.A. in a securities fraud class action arising out of a new pharmaceutical product incorporating the company's technology.

Represented WellCare Health Plans, Inc. in a securities class action and in shareholder derivative actions alleging healthcare reimbursement fraud.

Defended Harmony Gold Mining Co. Ltd. in its hostile tender offer and in a securities class action based on an erroneous quarterly earnings report.

Defended The Mills Corp., a REIT, in a securities class action based on its accounting restatement and in a shareholder suit over the company's sale.

Defended Morgans Hotel Group Co. in derivative and direct shareholder actions based on a proposed debt recapitalization and rights offering plan.

Represented UnitedHealth Group in a price adjustment arbitration arising from its sale of carved-out business lines, with claims of over US\$100m.

Defending banking institution in consumer class actions based on its alleged failure to timely file lien releases on satisfied residential mortgages.

Latest thinking and events

- Hogan Lovells Publications
 - Supreme Court upholds limited SEC right to obtain disgorgement in court enforcement proceedings
SEC Update
- Hogan Lovells Publications
 - Supreme Court expands liability for false

Aerospace, Defense, and Government Services

Automotive

Consumer

Diversified Industrials

Education

Energy and Natural Resources

Financial Institutions

Insurance

Life Sciences and Health Care

Real Estate

TMT

Areas of focus

Accountants' Liability

Proxy Solicitations, Shareholder Meetings, and Shareholder Proposals

Alternative Dispute Resolution

Class Actions and Group Litigation

Consumer Finance Litigation

Corporate and Shareholder Litigation in the U.S.

Financial Services Regulatory Investigations and Enforcement

Regular Contracts and Business Issues

Consumer Protection and Privacy

Education and admissions

statements under the federal securities laws *SEC Update*

■ Published Works

- Do Stock Drops Over Securities Fraud Suits Now Count as Securities Fraud Damages? *New York Law Journal*

■ Published Works

- Mootness attorney fee awards: Will New York prove less friendly than Delaware? *New York Law Journal*

■ Hogan Lovells Publications

- Supreme Court Clarifies Liability Standard Under Securities Act Section 11 for Statements of Opinion in Registration Statements *SEC Update*

■ Hogan Lovells Publications

- Martin Act Does Not Preclude a Private Litigant from Bringing a Non-Fraud Common-Law Cause of Action

Education

J.D., Columbia Law School, 1984

B.A., Yale University, magna cum laude, 1980

Bar admissions and qualifications

New York

Court admissions

U.S. District Court, Southern District of New York
