

SULLIVAN & CROMWELL LLP

Lawyers



William B. Monahan

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Bill Monahan is a partner in the Firm's Litigation Group and head of the Firm's Products Liability & Mass Torts Group. His diverse trial, appellate and arbitration practice around the country focuses on products liability/mass tort, shareholder, securities, complex commercial, employment, and M&A litigation, as well as related governmental and internal investigations. Bill's corporate clients have included prominent automotive, telecom, financial services, computer, and pharmaceutical companies.

Bill has been a member of *Law360's* Product Liability Editorial Advisory Board since 2018.

Publications

- "Derivative Actions by Stockholders," *Business and Commercial Litigation in Federal Courts, Fourth Edition*, co-authored with John Warden, Garrard Beeney and Brian Frawley (March 2017)
- "M&A Litigation: Traits and Trends," *Practical Law The Journal*, co-authored with Adam Magid (October/November 2016)
- "New York Appeals Court Provides Guidance For Merger Parties Sharing Privileged Communications," *The M&A Lawyer*, co-authored with Brian Frawley, John Hardiman and David Rein (January 2015)
- "Shareholder Derivative Litigation: Demands from Parties Whose Shareholder Status is Uncertain," *Practical Law Journal*, co-authored with Adam Magid (October 2014)
- "Delaware Court Authorizes 'Books and Records' Discovery of Internal Investigation," *The Corporate & Securities Law Advisor*, co-authored with John Hardiman, Brian Frawley and Nicolas Bourtin (September 2014)
- "Investigating Shareholder Derivative Claims: The

PRACTICES & CAPABILITIES

Appellate

Financial Services
Investigations & Litigation

Labor & Employment

Litigation

M&A Litigation

Products Liability & Mass
Torts

Securities

EDUCATION

2003, University of
Pennsylvania Law School,
J.D.

1999, Cornell University,
B.S.

BAR ADMISSIONS

New York

CLERKSHIPS

Magistrate Judge Gabriel W.
Gorenstein, United States
District Court, Southern
District of New York,
2003-2004

Importance of Independent Counsel,” *The CLS Blue Sky Blog*, co-authored with Adam Magid (March 2013)

- “Now What? Strategic Considerations for Managing Civil Litigation After a Criminal Investigation Has Concluded,” published in PricewaterhouseCoopers’ 2008 securities litigation study

Rankings & Recognitions

- *Law360* – recognized as a “Rising Star” in Transportation (2017)
- *Benchmark Litigation* – named a Top Litigator Under 40 (2017, 2018) and to the 40 & Under Hot List (2016, 2017, 2018)
- *New York Super Lawyers* – recognized as a “Rising Star” in the areas of Securities, Business and Appellate Litigation (2013, 2014, 2015, 2016, 2017)
- *The Legal 500 United States* (2014, 2015, 2016, 2017, 2018)
- Sanctuary for Families – recipient of Above & Beyond Award for Excellence in Pro Bono Advocacy (2013)

SELECTED REPRESENTATIONS

- Representing **Volkswagen** and **Fiat Chrysler Automobiles** as one of their lead counsel in numerous federal and state actions, including multidistrict litigations in San Francisco, as well as regulatory investigations, regarding allegations that certain of their diesel vehicles emitted nitrogen oxides in excess of the limits imposed by U.S. law. Work has included class action litigation, opt-out litigation, securities litigation, litigation brought by State Attorneys General, and litigation with the companies’ primary regulators, including the EPA, as well as the Department of Justice and the Securities and Exchange Commission.
- Represented **Volkswagen** in a three-week jury trial in federal court in San Francisco, California. Following 11 days of trial, the jury rejected bellwether consumers’ claims seeking millions of dollars in damages after opting out of the landmark consumer class action settlements arising out of Volkswagen’s sale of diesel cars that violated emissions laws. The 10 consumers ultimately recovered approximately \$28,000 in the aggregate – less than what they would have been entitled to under the class action settlements.
- Represented **AT&T** in securing, at the pleading stage, the dismissal of a securities class action in New York Supreme Court alleging violations of Sections 11, 12, and 15 of the Securities Act of 1933 in connection with AT&T’s June 2018 acquisition of Time Warner.

- Represented **Fiat Chrysler Automobiles** and **Ferrari** in obtaining the voluntary dismissal—following an oral argument at which the court issued a tentative ruling dismissing all claims—of a securities action in the Northern District of California alleging misstatements in connection with Fiat Chrysler’s 2016 spinoff of its remaining equity stake in Ferrari.
- Representing **Illinois Tool Works** as plaintiff in litigation in Delaware Superior Court alleging that the defendant private equity firm fraudulently induced plaintiff into buying one of defendant’s portfolio companies.
- Representing **various companies** in “Delaware-style” litigation, including shareholder derivative actions, M&A litigation, appraisal actions, and Section 220 “books and records” proceedings.
- Represented **Goldman Sachs** in FINRA arbitration and related state court action concerning alleged investor losses arising from an investment in a mortgage-related product, culminating in a favorable decision from a panel of three arbitrators.
- Represented **Fiat Chrysler Automobiles** in Delaware Chancery Court in a pricing dispute concerning the terms of a call option to purchase certain company membership units.
- Represented a **CA Technologies** in connection with its defense of claims brought in the New York federal courts concerning a shareholder proxy contest and, separately, a motion to overturn a settlement of class action and derivative litigation on the grounds of fraud.
- Represented **Philips Healthcare** in a contract action in California federal court concerning a license agreement for an oral healthcare product and the theory that Philips failed to adequately market the product.
- Represented **Microsoft** in appeal in the Second Circuit Court of Appeals on plaintiffs’ theory that defendants fraudulently induced plaintiffs to enter into an agreement assigning certain patent applications to Microsoft.
- Represented a **pharmaceutical company** in the District of Minnesota in litigation concerning the proper interpretation of a bond indenture.
- Represented **prominent former director of a Texas state savings bank** that failed during the 2008 financial crisis in class action litigation in the Texas federal courts.
- Represented a **computer software company** in the Delaware Supreme Court – in the first case ever certified by the SEC to the Delaware Supreme Court – concerning a proposed shareholder bylaw requiring the mandatory reimbursement of proxy solicitation expenses.

