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Webcast: M&A Insights: AI Clauses, New HSR Form Litigation, Johnson & Johnson Earn-Out Decision, Moelis Stockholder Agreement Decision

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Join us for a recorded briefing covering several M&A topics, including:

- The use of AI clauses in merger agreements
- The status of litigation challenging the new HSR form
- The implications of the recent *Johnson & Johnson* decision for earn-outs
- The Delaware Supreme Court's decision in the *Moelis* stockholder agreement case

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PANELISTS: Elizabeth P. Papez is a former Deputy Assistant Attorney General at the U.S. Department of Justice and partner in Gibson Dunn's litigation, appellate, and regulatory groups. Elizabeth has expertise litigating high-stakes complex commercial and class actions, appeals, and parallel government enforcement matters. She has successfully led both the defense and prosecution of several high-exposure matters, and has extensive experience working with economic experts and business personnel to craft powerful legal and factual narratives that resonate with courts and regulators. **Jamie E. France** is a partner in the Washington, D.C. office of Gibson Dunn and a member of the firm's Antitrust and Competition Practice Group. Jamie represents clients in antitrust merger and non-merger investigations before the U.S. Federal Trade Commission and the U.S. Department of Justice Antitrust Division, as well as in complex private and government antitrust litigation. She also counsels clients on a range of antitrust merger and conduct matters. Her experience encompasses a broad set of industries, including healthcare, technology, consumer goods, retail, pharmaceuticals, software, financial services, and gaming. Jamie has been recognized in the 2024 edition of the *Best Lawyers: Ones to Watch® in America* for Antitrust Law and Litigation – Antitrust. **Branden C. Berns** is a partner in the San Francisco office of Gibson Dunn where he practices in the firm's Transactional Department. He represents leading life sciences companies and investors on a broad range of complex corporate transactions, including mergers and acquisitions, asset sales, spin-offs, joint ventures, PIPEs, as well as a variety of financing transactions, including initial public offerings, secondary equity offerings and venture and growth equity

Related People

Elizabeth P. Papez

Jamie E. France

Branden C. Berns

Mark H. Mixon Jr.

Stephen Glover

financings. Branden also serves as principal outside counsel for numerous publicly-traded life sciences companies and advises management and boards of directors on corporate law matters, SEC reporting and corporate governance. **Mark H. Mixon, Jr.** is Of Counsel in the New York office of Gibson Dunn and is a member of the firm's Litigation and Securities Litigation Practice Groups. Mark is a general corporate and commercial litigator who represents individual and corporate clients in complex, high-stakes business and corporate governance disputes, including commercial breach of contract actions, corporate-control litigation, disputes related to directors' and controlling stockholders' fiduciary duties, stockholder derivative and securities litigation, M&A-related litigation, and antitrust and competition matters. He frequently litigates in the Delaware Court of Chancery, where he clerked for the Honorable J. Travis Laster, the Honorable Tamika R. Montgomery-Reeves, and the Honorable Donald F. Parsons, Jr. Mark has been recognized in Best Lawyers: Ones to Watch in America™ (2024-2026), including for Securities Litigation, Commercial Litigation, and Corporate Governance. **MODERATOR: Stephen I. Glover** is a partner in the Washington, D.C. office of Gibson Dunn and a former Co-Chair of the firm's Global Mergers and Acquisitions Practice. Stephen has an extensive practice representing public and private companies in complex mergers and acquisitions, joint ventures, equity and debt offerings, and corporate governance matters. His clients include large public corporations, emerging growth companies and middle market companies in a wide range of industries. He also advises private equity firms, individual investors, and others. Stephen has been ranked in the top tier of corporate transactions attorneys in Washington, D.C. for the past nineteen years (2005 – 2025) by *Chambers USA* America's Leading Business Lawyers, among numerous other accolades.

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