



# Securities Litigation and D&O Insurance: Leading Experts Discuss Emerging Issues

October 15, 2020

**Seyfarth Shaw LLP**

"Seyfarth" refers to Seyfarth Shaw LLP (an Illinois limited liability partnership).  
©2020 Seyfarth Shaw LLP. All rights reserved. Private and Confidential



# Speakers

---



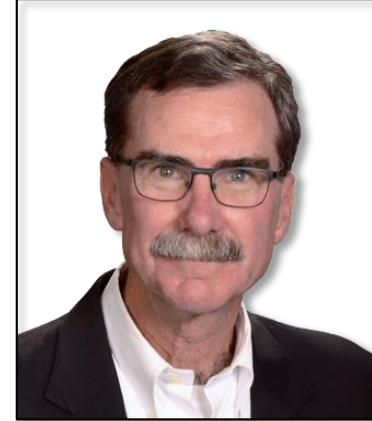
**Gregory A. Markel**  
Partner  
Seyfarth Shaw LLP



**Giovanna A. Ferrari**  
Partner  
Seyfarth Shaw LLP



**Priya Cherian Huskins**  
Partner and SVP  
Woodruff Sawyer



**Kevin M. LaCroix**  
Attorney and EVP  
RT ProExec



**Jarrod Schlesinger**  
EVP  
Chubb

---

# Agenda

1. Year In Review
2. COVID-19 Related D&O Litigation
3. M&A Update
4. Board Composition and ESG Issues
5. Cyan / Sciabacucchi / Restoration Robotics
6. Factors Influencing the D&O Market

# 2020 Year In Review





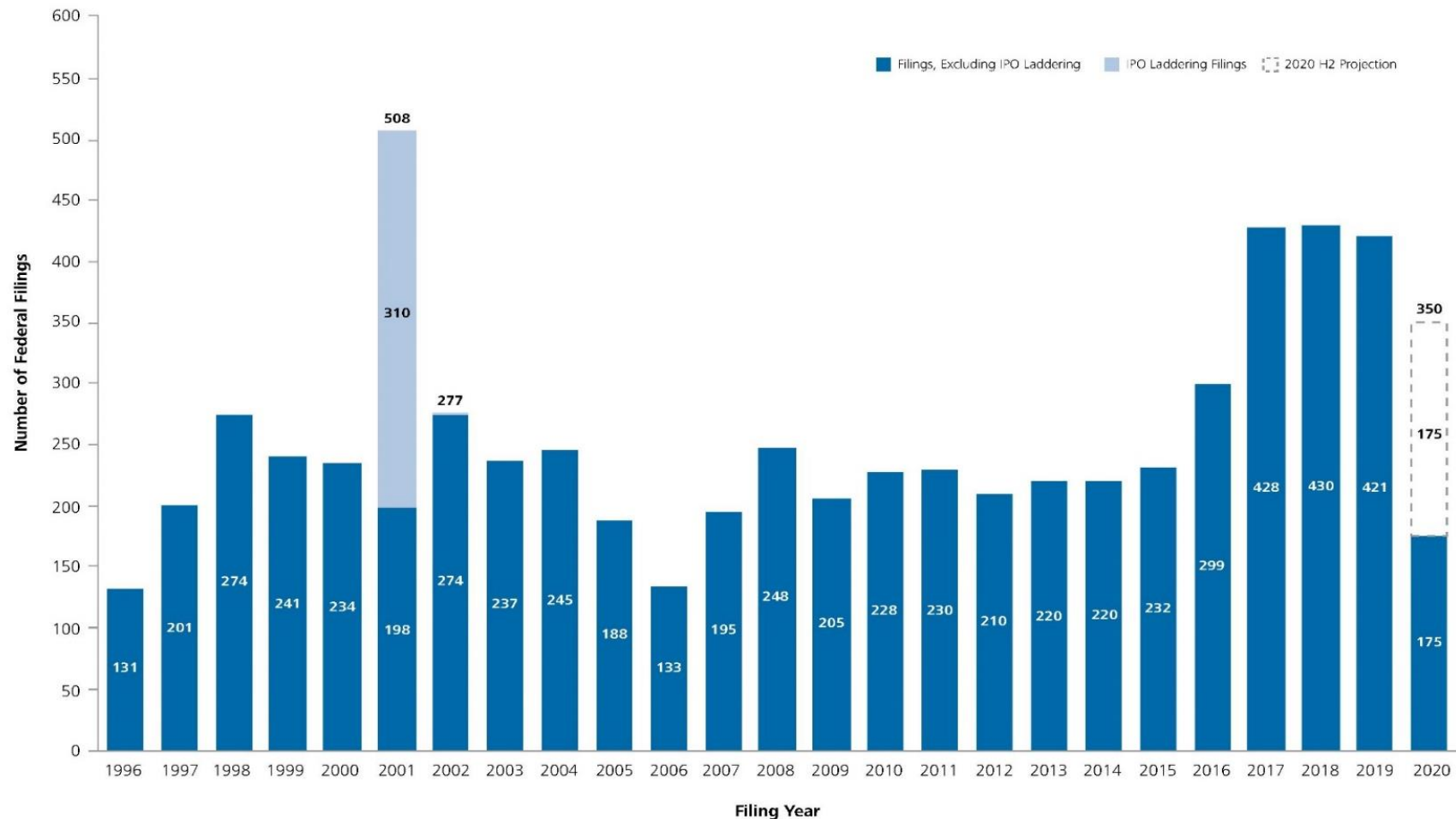
- Will The Lull Continue?
- Substantive Trends and Developments
- Expectations For Remainder of the Year



# Federal Court Securities Class Action Lawsuits, 1996-First Half 2020

**NERA**  
ECONOMIC CONSULTING

Figure 1. **Federal Filings**  
January 1996–June 2020



# COVID-19 Related D&O Litigation





- COVID Outbreak Cases
- Public Statement Cases
- Revenue/Operations Cases
- D&O Claims and Considerations



# M&A Update



# M&A Suits Filed In 2020

- As long as M&A deals continue to go forward, plaintiffs will continue to file suit.
- As of the end of September, there were over 100 deal-related federal securities suits alleging violations of the Securities Exchange Act of 1934 filed in 2020.
- Over 80 of these cases have been filed jointly by the same two law firms in Delaware District Court.

Rigrodsky & Long, P.A.

RM Law, P.C.

- More than 60% of the cases filed jointly by these two firms since January have already been voluntarily dismissed

# M&A Trends

- Mootness Fee Cases and Statistics
- D&O Considerations

# Board, ESG and *Caremark* Considerations



# Board and ESG Trends

- The Rise of the “S” in ESG
- California’s SB 826 and AB 979
- SEC Human Capital Disclosures
- Board Diversity Cases
- *Caremark* Considerations
- Damages and Litigation Costs

# State Court Securities Class Actions







- From *Cyan* to the Grundfest Solution
- Delaware: *Sciabacucchi*
- California: *Restoration Robotics*

# D&O Market Update



# Hard Market Continues

- Event Driven Litigation
- Decrease in D&O Claims; Increase in Other Claims
- Changes to the Fundamentals
- Renewing/Obtaining Policies
- What To Expect From Your Carrier

# Questions?

---



**Gregory A. Markel**  
[gmarkel@seyfarth.com](mailto:gmarkel@seyfarth.com)  
+1 (212) 218-5579



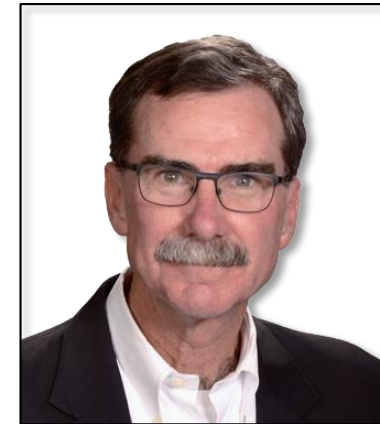
**Giovanna A. Ferrari**  
[gferrari@Seyfarth.com](mailto:gferrari@Seyfarth.com)  
+1 (415) 544-1019



**Priya Cherian Huskins**  
[phuskins@woodruffsawyer.com](mailto:phuskins@woodruffsawyer.com)  
+1 415.402.6527



**Jarrod Schlesinger**  
[jarrod.Schlesinger@chubb.com](mailto:jarrod.Schlesinger@chubb.com)



**Kevin M. LaCroix**  
[kevin.lacroix@rtspecialty.com](mailto:kevin.lacroix@rtspecialty.com)