



Elina Tetelbaum

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Elina Tetelbaum is a Corporate Partner at Wachtell Lipton.

Ms. Tetelbaum has advised both public and private companies in a wide range of industries in connection with mergers and acquisitions and capital markets transactions. Ms. Tetelbaum has also advised with respect to proxy contests, takeover defense strategies and other corporate governance matters. Ms. Tetelbaum has been named a Dealmaker of the Year by *The American Lawyer*, was recognized as one of *The Deal's* Top Women in Dealmaking and a Law 360 Rising Star for M&A, among other honors. Recent transactions include:

- **Kansas City Southern** in its \$31 billion acquisition by Canadian Pacific Railway
- **Allergan** in its \$83 billion acquisition by AbbVie
- **National Instruments** in its \$8.2 billion acquisition by Emerson
- **PDC Energy** in its \$7.6 billion acquisition by Chevron
- **Forest Laboratories, Inc.** in its \$28 billion acquisition by Actavis plc.
- **Envision Healthcare** in its \$9.9 billion acquisition by KKR
- **Regeneron Pharmaceuticals** in the \$11.6 billion secondary offering and repurchase of its stock held by Sanofi
- **Constellation Pharmaceuticals** in its \$1.7 billion acquisition by MorphoSys AG

- **AbbVie** in its \$21 billion acquisition of Pharmacyclics
- **Vulcan Materials Company** in its \$1.294 billion acquisition of U.S. Concrete and its response to the \$4.7 billion unsolicited offer by Martin Marietta Materials
- **Dorian LPG** in its response to the \$1.1 billion unsolicited proposal by BW LPG
- **Expedia** in the initial public offering of its subsidiary, trivago N.V.

Ms. Tetelbaum received an A.B. *magna cum laude* in Economics from Harvard University, as a John Harvard Scholar and was elected a member of Phi Beta Kappa. Ms. Tetelbaum completed a J.D. from Yale Law School, where she was a Paul & Daisy Soros Fellow and served as editor-in-chief of the *Yale Journal on Regulation* and editor of the *Yale Law Journal*. After law school, Ms. Tetelbaum served as a law clerk on the U.S. Court of Appeals for the Ninth Circuit.

Ms. Tetelbaum is the President of the Stuyvesant High School Alumni Association as well as a director. Previously, she served as secretary to the Corporation Law Committee of the Association of the Bar of the City of New York and Secretary of the First Generation Harvard Alumni.

Clerkships

United States Court of Appeals, Ninth Circuit, 2010 – 2011

Recent Publications

[Takeover Law and Practice: Current Developments](#), in Harvard Law School Forum on Corporate Governance, May 3, 2023.

[Use of Special Committees in Conflict Transactions: An Update](#), in The M&A Journal, Volume 22 Number 6, September 2022.

[Preparing for the 2023 Proxy Season in the Era of Universal Proxy](#), in Harvard Law School Forum on Corporate Governance, November 14, 2022.

[Combatting Racial Inequity: A Two-Year Retrospective](#), in Harvard Law School Forum on Corporate Governance, July 8, 2022.

[Using ESG Tools to Help Combat Racial Inequity: One Year Retrospective](#), in Harvard Law School Forum

on Corporate Governance, July 21, 2021.

[The ESG/TSR Activist “Pincer Attack”](#), in Harvard Law School Forum on Corporate Governance, January 26, 2021.

[The New SEC Regulation S-K Rules: Practical Advice for Companies](#), in Harvard Law School Forum on Corporate Governance, October 14, 2020.

[DOL Proposes Rules Clarifying When ERISA Fiduciaries Need to Vote Proxies](#), in Harvard Law School Forum on Corporate Governance, September 9, 2020.

[ISS and Glass Lewis: SEC Adopts Proxy Advisory Reform – Initial Perspectives and Implications](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, August 8, 2020.

[Using ESG Tools to Help Combat Systemic Racism and Injustice](#), in Harvard Law School Forum on Corporate Governance, June 17, 2020, [NYU Law School’s Blog on Compliance and Enforcement](#), June 15, 2020 and [Columbia Law School’s Blog on Corporations and the Capital Markets](#), June 16, 2020.

[Use of Special Committees in Conflict Transactions](#), in The M&A Journal, Volume 19 Number 8, August 2019.

[SEC Provides Updated Guidance on Excludability of Rule 14a-8 Shareholder Proposals, Eschewing One-Size-Fits-All](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, October 19, 2019.

[SEC Provides New Guidance on Institutional Investors’ Proxy Voting Responsibilities and Use of Proxy Advisory Firms](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, August 22, 2019.

[2018 Private Equity Year In Review](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, January 17, 2019.