



## Eric S. Robinson

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Eric S. Robinson is of counsel in Wachtell, Lipton, Rosen & Katz's Corporate Department, focusing principally on corporate mergers and acquisitions. His practice includes negotiated as well as hostile takeovers, spin-offs, proxy contests and advising boards of directors on takeover defense and corporate governance matters.

Mr. Robinson received an A.B. from Harvard College, a J.D. from Yale Law School and a M.B.A. from Yale School of Management. He joined the firm in 1983, became partner in 1990 and of counsel in 2011. He is the author of articles on poison pills, takeover tactics, SEC rules regarding public offerings and tender offers, and audit committee guidelines that have been published in *CLS Blue Sky Blog*, *The Business Lawyer*, *World Securities Law Report*, *International Financial Law Review* and other legal journals.

Mr. Robinson was a visiting lecturer in law at Yale Law School from 2008 – 2019, where he taught a course on mergers and acquisitions, and has been a guest lecturer for courses on shareholder activism and mergers and acquisitions at Harvard Law School, Yale Law School and the Wharton School. He is a member of the Board of Advisors of the Yale Law School Center for the Study of Corporate Law and the Yale Law & Business Society Alumni Board.

## Recent Publications

[Expanding on the SEC's Proposal to Modernize Section 13\(d\) and \(g\) Beneficial Ownership Reporting](#), in Harvard Law School Forum on Corporate Governance, April 14, 2022.

[The Anti-Activist Pill in The Williams Companies Stockholder Litigation: A Response to Professor Gordon](#), in Columbia Law School's Blog on Corporations and the Capital Markets, September 1, 2021.

[Forum-Selection Bylaws - Another Attack Rebuffed](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, December 15, 2016.

[The Bebchuk Syllogism](#), in The Harvard Law School Forum on Corporate Governance and Financial Regulation, August 26, 2013.

[Shareholder Returns of Hostile Takeover Targets - A Counterpoint to ISS's "The IRR of 'No'"](#), in The Harvard Law School Forum on Corporate Governance and Financial Regulation, October 24, 2014.

[Canada Proposes Substantial Improvements in Blockholder Disclosure and Increased Flexibility for Boards of Directors to Use Rights Plans](#), in The Harvard Law School Forum on Corporate Governance and Financial Regulation, March 20, 2013.

[Rulemaking Petition Rightly Calls for Modernization of Section 13 Beneficial Ownership Rules](#), in The Harvard Law School Forum on Corporate Governance and Financial Regulation, February 8, 2013.

[Fair Markets and Fair Disclosure: Some Thoughts on the Law and Economics of Blockholder Disclosure, and the Use and Abuse of Shareholder Power](#), in Harvard Business Law Review, Volume 3 Issue 1 (2013).

[D.C. Circuit Strikes Down Proxy Access Rules](#), in The Harvard Law School Forum on Corporate Governance and Financial Regulation, July 22, 2011.

[Call for Modernization of the Section 13 Beneficial Ownership Reporting Rules](#), in The Harvard Law School Forum on Corporate Governance and Financial Regulation, March 22, 2011.

[SEC's Amendment of Reg FD to Remove Exemption for Rating Agencies Less Than It Seems](#), in Bank and Corporate Governance Law Reporter Volume 45 Number 4, December 2010.

[Governance Changes Under Dodd-Frank: What to Do and When](#), in Bank and Corporate Governance Law Reporter Volume 45 Number 4, December 2010.

[SEC Adopts Final Rules for Shareholder Proxy Access](#), in Bank and Corporate Governance Law Reporter Volume 45 Number 3, November 2010.

[Shareholder Proxy Access: Time to Get Ready](#), in The Harvard Law School Forum on Corporate

Governance and Financial Regulation, September 16, 2010.

[SEC Issues Wide-Ranging Concept Release on Proxy System](#), in Bank and Corporate Governance Law Reporter Volume 45 Number 1, September 2010.