



## Theodore N. Mirvis

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Theodore N. Mirvis is Of Counsel in Wachtell, Lipton, Rosen & Katz's Litigation Department. Mr. Mirvis has been with the firm for over 45 years, and, during that time, has litigated some of the landmark cases regarding corporate governance issues, mergers and acquisitions, stockholders' rights and numerous other matters involving corporate and securities litigation. He has written extensively on topics ranging from white-collar crime, corporate governance, mergers and acquisitions and stockholder derivative suits. He is an adjunct professor of law at New York University School of Law and University of Virginia School of Law, and has been appointed Distinguished Visiting Professor at Tel Aviv University Law School.

Mr. Mirvis received a B.A. *summa cum laude* from Yeshiva University in 1973 and received a J.D. *magna cum laude* from the Harvard Law School in 1976. During law school, he served as case officer and as a member of the Editorial Board of *The Harvard Law Review*. Upon graduation, Mr. Mirvis was a law clerk to the Honorable Henry J. Friendly of the United States Court of Appeals for the Second Circuit. He is a Senior Fellow at the Institute for Corporate Governance & Finance of New York University, and is a member of the American Law Institute and the Advisory Board of the Harvard Law School Program on Corporate Governance.

### Clerkships

Honorable Henry J. Friendly, U.S. Court of Appeals for the Second Circuit, 1976–1977

## Recent Publications

[The Lipton Archive](#), in Harvard Law School Forum on Corporate Governance, May 17, 2021. The archive can be viewed at <https://theliptonarchive.org/>.

[SB 21's § 144 and Controlling Stockholders: Back to the Future?](#), in Harvard Law School Forum on Corporate Governance, November 5, 2025.

[Delaware and Caremark: An Update](#), in Harvard Law School Forum on Corporate Governance, August 9, 2022.

[Delaware Approves Permitting Exculpation of Officers from Personal Liability in Corporate Charters](#), in Harvard Law School's Forum on Corporate Governance, August 4, 2022 and [Columbia Law School's Blog on Corporations and Capital Markets](#), August 9, 2022.

[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.

[Raiders and Activists](#), in Harvard Law School Forum on Corporate Governance, October 28, 2021.

[Delaware Supreme Court Holds D&O Insurance Policy Does Not Cover Costs in Appraisal Proceeding](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, November 12, 2020.

[The Shareholder in France and the United States: A Comparative Analysis of Corporate Legal Priorities](#), in Business & Law Review, Business & Law Association (Paris), 17th ed. 2020. (Also available on the [Oxford Business Law Blog](#), [Columbia Law School's Blog on Corporations and the Capital Markets](#) and [SSRN](#).)

[ISS Proposes Explicit Support of Delaware Choice of Forum in Exclusive Forum Selection Charter and Bylaw Provisions; Addresses Federal Forum Selection](#), in Harvard Law School Forum on Corporate Governance, October 20, 2020.

[Proposed Rules Relating to the Reporting Threshold for Institutional Investment Managers](#), in Harvard Law School Forum on Corporate Governance, October 6, 2020.

[Regulators Around the World Address Short Selling in Response to the Covid-19 Market Crisis](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, March 26, 2020.

[A Judge With the Confidence to Go in New Directions](#), in Columbia Law School's Blog on Corporations and the Capital Markets, October 17, 2019.

[Shareholder Activism and Governance in France: Proposed Reforms](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, October 8, 2019.

[California Law Awaiting Governor's Signature Exceeds State's Jurisdiction](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, September 24, 2018.

[The New New Regime in Delaware Appraisal Law](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, March 1, 2018.

[Delaware Supreme Court Again Speaks to Market Evidence in Appraisal: Dell](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, December 16, 2017.