

PARTNER

Renee Zaytsev

New York

55 Hudson Yards
20th Floor
New York, NY 10001
Phone 212 446 2359

PROFILE

Renee is an experienced trial lawyer who has secured victories in securities, shareholder, and complex commercial cases around the country.

Renee's practice focuses on defending corporations, directors, officers, and private entities from alleged violations of the federal securities laws and alleged breaches of fiduciary duty. Renee also has significant experience handling shareholder activism litigation and has represented some of the best-known activist investors in proxy contest-related disputes.

In addition to her work in the courtroom, Renee also advises boards of directors and management teams on corporate governance matters, ESG-related topics, and activist and crisis situations. Renee has also been selected to serve on the *Law360* Mergers & Acquisitions Editorial Board for the last three years.

A first-generation lawyer, Renee is a member of the Legal Mentor Network, a non-profit dedicated to connecting law students and recently barred attorneys with legal mentors. Renee speaks several languages, including fluent Spanish.

EXPERIENCE

Renee's representations have included:

Securities & Shareholder Litigation

- Winning multiple motions to dismiss class action and derivative breach of fiduciary duty claims asserted against a Delaware public corporation and its directors and officers relating to executive compensation and financing decisions



PRACTICES

Securities and Shareholder Disputes
Corporate Governance and ESG
Financial Institutions and Private Funds

EDUCATION

Georgetown University Law Center, J.D.; Editor, *Georgetown Immigration Law Journal*

Stanford University, B.A.

ADMISSIONS

Bars

New York

U.S. District Court: Southern District of New York

U.S. District Court: Eastern District of New York

U.S. Court of Appeals: Second Circuit

U.S. Court of Appeals: Tenth Circuit

AWARDS AND ASSOCIATIONS

They've Got Next: The 40 Under 40, Securities Category, Bloomberg Law (2022)

40 & Under Hot List, Benchmark Litigation (2022)

Law360 Mergers & Acquisitions Editorial Board (2022-present)

Legal Mentor Network (2020-present)

- Successfully defending a public company and its directors and officers against class action Rule 10b-5 claims arising out of allegedly misleading press releases
- Securing a post-trial defense judgment in a class action shareholder suit alleging breach of fiduciary duty in connection with the sale of a Delaware corporation
- Representing a big four accounting firm in defense of a shareholder suit alleging aiding and abetting breach of fiduciary duty claims arising under Delaware law
- Leading an expedited trial relating to the rejection of a stockholder nomination under a corporation's advance notice bylaws
- Representing a well-known activist in litigation relating to a proxy contest to replace a corporation's entire board of directors
- Representing hedge funds, investment managers, and offshore fund directors in defending against Section 16(b) claims
- Winning a defense award in favor of a bulge-bracket investment bank after a three-day FINRA arbitration regarding a disputed bond trade
- Defeating a preliminary injunction motion seeking to block shareholder from serving as a director due to alleged violations of Sections 14(a) and 13(d) of the Exchange Act and Section 8 of the Clayton Act

Council on Judicial Administration, New York City Bar Association (2019-2022)

Federal Bar Council (2020-2021)

Member & Secretary, Professional Responsibility Committee, New York City Bar Association (2008-2011)

Other Commercial Disputes

- After a week-long trial, obtaining a complete post-trial victory on behalf of an international investment company under a multimillion-dollar loan agreement
- Achieving reversal of a post-trial decision in which the appellate court vacated the lower court's findings of fraud and breach of fiduciary duty and directed entry of judgment in client's favor
- Obtaining summary judgment on private corporation's claims to enforce a settlement agreement and to dismiss counterclaims seeking to enforce warrants for 25% of the company
- After a month-long federal jury trial, achieving the then-largest verdict in New Mexico history on claims for breach of contract and unfair competition
- Representing a real estate developer defrauded out of his one-third ownership interest in a hotel
- Achieving a complete victory and 100% advancement of legal fees for founder of broker-dealer in a partnership dispute in which founder was accused of fraud and breach of fiduciary duty

Bankruptcy Litigation

- After a multiday trial, obtained findings that debtor had lied about her assets, including her ownership interest in various entities, leading to the appointment of a chapter 11 trustee
- Representing a trustee in a high-profile adversary proceeding involving cast members of *The Real Housewives of New Jersey* in which the court found the defendants liable for fraud and breach of fiduciary duty

Pro Bono

- Achieving a rare reversal in the Appellate Division, First Department of an indigent defendant's criminal conviction and 20-year-to-life sentence due to improper disqualification of counsel; arguing further appeal to the New York Court of Appeals
- Assisting in the organization of a benefit concert to assist war refugees from Ukraine
- Obtaining a victory on behalf of an animal rights organization seeking records relating to animal testing
- Providing assistance with obtaining tax-exempt status for an organization that provides digital literacy training to underprivileged communities in New York

PUBLICATIONS & PRESENTATIONS

Co-author, **Del. Match.com Ruling Maintains Precedent In Time Of Change**, *Law360* (April 2024)

Presenter, Managing Your Legal ESG Risk: Disclosure Best Practices and Averting Greenwashing and SEC Claims Society of Corporate Compliance and Ethics ESG and Compliance Conference (April 2022)

Co-author, **2021 ESG Litigation Offers Pointers for The Year Ahead**, *Law360* (January 2022)

Presenter, Recent Trends in Shareholder Litigation Thompson Hine Investment Management Coffee Chat Webinar Series (October 2021)

Host, A Conversation with The Hon. J. Travis Laster, Vice Chancellor, Delaware Court of Chancery NYC Bar Council on Judicial Administration (April 2021)

Co-author, **2 Investment Advice Rulings Offer Lessons on Insider Liability**, *Law360* (July 2020)

Co-author, **Syndicated Loan Industry Gets a Win in New York Federal Court**, *Bloomberg Law* (July 2020)

Co-author, **Covid-19 Securities Class Actions – Forecasts and Challenges**, *Bloomberg Law* (April 2020)

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