

OUR PEOPLE



Philip Trainer, Jr.

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Philip ("Lee") Trainer is a member of both the firm's Corporate and Commercial Litigation & Counseling groups. The focus of his practice is trial work and, although primarily appearing before the Court of Chancery, Lee also regularly litigates matters in Delaware's Federal, Bankruptcy and law courts. As a member of the firm's Corporate Litigation and Counseling group, Lee has

tried a broad array of matters, including defending shareholder challenges to going-private transactions, determining the appropriate valuation mechanism for stock put rights and contesting proposed mergers. Lee has particular experience in litigating and counseling clients in matters related to Delaware limited partnerships.

As a member of the firm's Commercial Litigation and Counseling group, Lee's experience has ranged from defending lender liability claims to prosecuting a breach of contract action against a major Western utility. He has also represented one of Delaware's largest municipal waste haulers in a Constitutional challenge to local "flow control" regulations.

REPRESENTATIVE MATTERS

Lee has acted as lead or Delaware co-counsel on behalf of a broad range of clients in Delaware's Court of Chancery, including Bausch & Lomb in *Medi-Tec of Egypt Corp. v. Bausch & Lomb Surgical, Inc.*, 2004 WL 1813283 (Del. Ch.); acquirers in interested transactions in *In re Speedway Motorsports, Inc. Derivative Litigation*, 2003 WL 22400758 (Del. Ch.) and *In re Cysive, Inc. Shareholders Litigation*, 836 A.2d 531 (Del. Ch. 2003); management directors in *In re Siliconix Inc. Shareholders Litigation*, 2001 WL 716787 (2001); activist limited partners in *In re Paine Webber Qualified Plan Property Fund Three, L.P. Litigation*, 698 A.2d 389 (Del. Ch. 1997) and *Madison Avenue Investment Partners, LLC v. America First Real Estate Partners, L.P.*, 806 A.2d 165 (2002); special committee members in *Hollinger Int'l, Inc. v. Black*, 844 A.2d 1022 (Del.Ch. 2004), *aff'd*, *Black v. Hollinger Int'l, Inc.*, 872 A.2d 559 (Del. 2005); former CEO in *Oracle Corporation v. PeopleSoft, Inc.* (Del. Ch. C.A. No. 20377-N); Walter Hewlett in *Hewlett v. Hewlett-Packard Co.*, 2002 WL 818091 (Del. Ch.); Nextel Partners in *Nextel Communications v. Nextel Partners, Inc.* (Del. Ch., C.A. No. 1704-N); and Michael Eisner in *In re Walt Disney Co. Derivative Litigation*, 2005WL 2056651 (Del. Ch. 2005), *aff'd*, 2006 WL 152466 (Del.).

In Bankruptcy court, Lee has represented various commercial clients in bankruptcy-related litigation, such as the debtor in *In re Morphogen Pharmaceuticals*,

PRACTICE AREAS

- Commercial Litigation and Counseling
- Corporate Litigation and Counseling

EDUCATION

- Widener University School of Law, J.D., 1989 (cum laude; Delaware Journal of Corporate Law)
- The College of William & Mary in Virginia, B.A., 1982

BAR & COURT ADMISSIONS

- Delaware State Courts
- United States District Court for the District of Delaware
- United States Court of Appeals for the Third Circuit
- United States Court of Appeals for the Tenth Circuit
- United States Supreme Court

Philip Trainer, Jr. (continued)

Inc., 03-5106 (MFW) (Bankr. D. Del.), *rev'd*, 2006 WL 297298 (D. Del.); the purchaser of the debtor's assets in *In re Stone & Webster, Inc.*, 276 B.R. 360 (Bankr. D. Del. 2002); and a significant trade creditor in *In re Trico Steel Co., L.L.C.*, 282 B.R. 318 (Bankr. D. Del. 2002), *aff'd*, 302 B.R. 489 (D. Del. 2003).

NEWS & PUBLICATIONS

- Ashby & Geddes Obtains \$2.8 Million Damage Award For Mining Client Against Major Western Utility
- Ashby & Geddes Successfully Defends The Association Of Tennis Professionals And Its Directors In Antitrust Suit
- Ashby & Geddes Wins Important Delaware Chancery Court Decision Regarding Conduct of Board Elections

PROFESSIONAL AFFILIATIONS

- Member, Delaware State Bar Association