

**Tracy A. Nichols, Esq.**

Tracy A. Nichols is a nationally recognized leader and a Band 1 Chambers USA-ranked expert in Securities Litigation. She specializes in resolving Derivative Actions, Mergers and Acquisition (including handling representations and warranty insurance claims), and complex commercial litigation disputes. She serves as an arbitrator, mediator, mock trial advisor and case evaluator.

After nearly 40 years, she recently retired from Holland & Knight LLP where she founded, built and led the firm's securities litigation practice. Ms. Nichols has overseen

more than three dozen shareholder class actions and derivative lawsuits, successfully defending companies and their directors and officers. She and her team secured the largest Rule 11 sanction ever awarded in frivolous securities class actions. Her experience also includes extensive management of derivative suits, merger challenges, and representation of clients in SEC enforcement proceedings. She also regularly advised boards of directors on fiduciary duties and disclosure obligations.

She has led multiple arbitrations involving coverage disputes and effectively used mock arbitrations to facilitate resolution prior to hearings. In addition to her federal securities litigation practice, Ms. Nichols has advised insurers in evaluating complex representation and warranty claims.

A sought-after speaker, Ms. Nichols has lectured widely on securities class actions, derivative litigation, and M&A-related legal issues.

Ms. Nichols is also deeply committed to public service. She is a past co-chair of Legal Services of Greater Miami's Campaign for Justice, a current board member of the Legal Services Foundation, and a trustee of the University of Florida Law Center Association. She led several high-impact pro bono class actions on behalf of children and juvenile offenders.

Ms. Nichols earned her undergraduate degree from the University of Florida with high honors and her J.D. with honors. She served as Editor-in-Chief of the *University of Florida Law Review* and was elected to the Order of the Coif. Following law school, she clerked for the Hon. Howell W. Melton, U.S. District Judge for the Middle District of Florida.

Areas of Expertise

- Accounting & Finance
- Commercial Disputes
- Complex Litigation

- Contracts
- Corporate Governance
- Directors & Officers Liability
- Fiduciary Duty Litigation
- Insurance & Reinsurance
- Mergers & Acquisitions
- Representation & Warranties

Representative Experience:

Securities Class Actions

- Represented major cruise line in obtaining dismissal of the first Securities class action alleging misrepresentations regarding impact of COVID-19 on business
- Represented one of seven companies first named in *Wall Street Journal* article alleging option back-dating issues
- Represented multiple pharmaceuticals in obtaining dismissals of securities class actions when planned drug release dates were delayed
- Obtained several Rule 11 sanctions in connection with the filing of frivolous securities class actions
- Persuaded plaintiffs counsel to voluntarily dismiss securities class actions after explaining facts would not support a successful pursuit of such actions
- Engaged in more than three dozen successful mediations to resolve complex securities and derivative actions

Representation and Warranties Experience

- Represented multiple Insurers in evaluating dozens of representation and warranty claims and successfully resolved more than 30 claims
- Represented Insurers in multiple arbitrations, engaging in full fact and expert discovery. Successfully resolved all arbitrations through lawyer-to-lawyer settlement discussions
- Worked extensively with valuation and forensic accounting experts to evaluate complex accounting and valuation claims
- Represented seller in Delaware action alleging breach of reps/warranties

Speaking Engagements

- Speaker on Class Action Update panel at SIFMA Legal & Compliance Annual Seminars, Orlando, Flo. and Scottsdale, Ariz. for more than 10 years
- For more than a decade, she's chaired a Panel on Private Securities Litigation Updates at Federal Securities Institute, Miami, Flo.
- Speaker, Updates in Rep/Warranty Claims Handling, ExecuSummit, Mohegan Sun, CT
- Speaker, Annual Updates in Delaware Law and Rep/Warranties Claims to various Insurers including AIG, Chubb, Liberty, Travelers, Berkshire