



DAVIS GRAHAM

JOHN A. ELOFSON PARTNER

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EXPERTISE

Corporate Finance, Corporate Governance, Corporate Governance Disputes, Executive Compensation, Mergers & Acquisitions, Oil & Gas, Private Equity, Public Companies & Capital Markets

EDUCATION

Columbia Law School, J.D., 1997
University of Colorado, M.A., 1992
University of Colorado, B.A., 1989

ADMITTED IN

Colorado, New York, and Nevada

John Elofson's practice focuses on securities offerings and compliance, mergers and acquisitions, and corporate governance. He has represented clients in a variety of industries in debt and equity offerings, mergers, stock and asset purchases, joint ventures, tender offers, and proxy contests. In addition, he frequently advises clients on reporting obligations under the federal securities laws and stock exchange rules, as well as on fiduciary duty matters and takeover defenses.

The clients that he has represented include:

- Issuers of over \$10 billion in debt and equity in dozens of public and private capital markets transactions
- Target companies and acquirers in multiple \$1 billion-plus public company merger transactions
- Target companies and insurgents in proxy fights and other hostile takeover situations
- Public companies in numerous \$100 million-plus acquisitions and related financings

John joined Davis Graham in 2004 after practicing in the corporate department of Wachtell, Lipton, Rosen & Katz in New York City. Following the completion of his legal studies, John served one-year terms as a law clerk for the Honorable Shira A. Scheindlin of the U.S. District Court for the Southern District of New York and for the Honorable Douglas H. Ginsburg of the U.S. Court of Appeals for the District of Columbia.

While pursuing his legal education at Columbia University, John was a James Kent Scholar in 1995-1996 and 1996-1997, a Harlan Fiske Stone Scholar in 1994-1995, and the recipient of the Class of 1912 Prize in 1994. He also served as the managing editor of the Journal of Law & Social Problems from 1996 to 1997. He has been an adjunct professor at the University of Denver Sturm College of Law and has written numerous articles on corporate law. He is a regular contributor of articles on corporate and securities law to the Wall Street Lawyer.

His community activities include serving as

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an officer of the Denver Scholarship Foundation, a provider of college scholarships and related services to graduates of the Denver Public Schools system.

John has been named in *The Best Lawyers in America* by Woodward/White for Corporate Law as well as in *Colorado Super Lawyers*. He has also been listed in *Chambers USA* for Corporate/M&A and Natural Resources & Energy. John was recently included among the “Top 10 Influential Colorado Energy & Natural Resources Lawyers in 2023” by *Business Today*.

SELECTED ARTICLES

- Lie Back and Think of Europe: American Reflections on the EU Takeover Directive
- Proposed EU Directive on Cross-Border Mergers (with David A. Katz)
- United States, in *From Bid to Closing, The Law and Practice of Hostile and Friendly Public Bids in Europe and the U.S. 183* (Adam Fredrickson ed., 2000) (with Daniel A. Neff and David A. Katz)
- Judges, Juries and Sexual Harassment (with Judge Shira A. Scheindlin)
- Should Dead Hand Poison Pills be Sent to an Early Grave?
- The Dilemma of Changed Circumstances in Contract Law: An Economic Analysis of the Foreseeability and Superior Risk Bearer Tests