

# Peter A. Mahler

Partner

New York City · Water Mill

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Peter A. Mahler is a litigator focusing on business divorce cases involving dissolution and other disputes among co-owners of closely held business entities, such as limited liability companies, corporations, and partnerships. Peter represents both control and non-control owners, often involving family-owned businesses. Frequently counseling business owners prior to litigation, he advises them of their rights and also assists in designing and negotiating an amicable separation between parties. Peter's counsel helps avoid litigation by means of a buy-out, sale, or division of business assets.

Peter has decades of litigation experience prosecuting and defending business divorce cases at the trial and appellate levels, as well as in mediation and arbitration proceedings. A thorough and collaborative professional, Peter works closely with appraisers for the valuation of business interests in appraisal contests, such as elective buy-outs in dissolution proceedings and dissenting shareholder appraisals following cash out mergers.

With a longstanding focus on business divorce, both for his clients and as a prolific author and lecturer, Peter is widely recognized as an authority on dissolution and valuation proceedings involving closely held business entities. He frequently lectures on diverse business divorce topics at continuing education programs for lawyers, judges, and appraisers, and a number of his published articles are cited in judicial opinions and law reviews.

Peter publishes a widely followed blog called New York Business Divorce. With more than 800 articles, the blog covers all aspects of dissolution and dissenting shareholder proceedings, involving limited liability companies,

## PRACTICE AREAS

Business Divorce

Commercial Litigation

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## EDUCATION

New York University School of Law, J.D.

University of California Santa Barbara, B.A.

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## AFFILIATIONS AND APPOINTMENTS

American College of LLC and Partnership Attorneys, Founding Fellow

American Bar Association

## ADMISSIONS

### Bar Admissions

New York

### Court Admissions

United States District Court, Eastern District of New York

United States District Court, Southern District of New York

United States Court of Appeals, 2<sup>nd</sup> Circuit

United States Supreme Court

corporations, and partnerships, business valuation, and more. He also produces the podcast Business Divorce Roundtable, on which he interviews experts in the field of business divorce, including lawyers, law professors, and business appraisers. Peter is the author of the “*Practice Commentaries*” in *McKinney’s Consolidated Laws of New York Annotated for the Limited Liability Company Law* and the *Revised Limited Partnership Act*.

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## Experience

- Won landmark appellate decisions interpreting provisions of the Limited Liability Company Law addressing cash-out mergers, action by written consent of members in lieu of meeting, and the status and rights of LLC members following voluntary withdrawal.
- Won landmark appellate decision in partnership dispute recognizing fraud-based breach of fiduciary duty as basis for applying the fraud-discovery rule for statute of limitations purposes.
- Obtained summary dismissal of dissolution petition alleging deadlock between 50-50 shareholders involving a law firm organized as professional corporation.
- Won post-trial decision granting judicial dissolution of moving company owned by deadlocked 50-50 members.
- Successfully defended clients against claim for “wrongful dissolution” of general partnerships that owned major real estate holdings.
- Obtained favorable fair value award and recovery of legal fees for dissenting minority shareholder following merger of family-owned realty-owning close corporation.
- Won arbitral award upholding client’s authority to remove 49% LLC member as officer and barring him from business premises.
- Achieved highly favorable settlement for minority member of realty-holding LLCs in complex fair value appraisal proceeding following cash-out mergers.
- Obtained summary judgment which was later affirmed on appeal invalidating cash-out merger of minority shareholder of realty-holding close corporation.
- Obtained summary judgment for majority owner of family-owned close corporation enforcing shareholder agreement’s buy-out provisions against claim that certificate of value was invalid because never updated.

## Recognition

- Best Lawyers in America, Commercial Litigation, 2024
- Super Lawyers, New York Metro, Business Litigation, 2013-Present
- Martindale Hubbell, AV Preeminent Peer Review Rating
- New York University School of Law, Editor, Law Review