

J.B. HEATON

Chicago, Illinois  
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## EDUCATION

University of Chicago Graduate (now Booth) School of Business, 1992-1999.  
Ph.D. (finance), 1999; M.B.A., 1999.

University of Chicago Law School, 1996-1999.  
J.D., 1999. Bradley Fellow in Law and Economics, 1998-99.

University of Illinois Urbana-Champaign  
A.B., 1990. Phi Beta Kappa. *Magna Cum Laude*. Edmund J. James Scholar. Robert W. Rogers Scholar in Liberal Arts and Sciences

## SELECTED EXPERIENCE

April 2019 – Present	One Hat Research LLC Managing Member.
November 2017 – October 2020	J.B. Heaton, P.C. President. Legal consulting.
September 1999 – October 2017	Bartlit Beck LLP Litigation Partner (2004-2017).

## SCHOLARLY PUBLICATIONS

### *Solvency Tests, Insolvency, and Bankruptcy*

“The Altman Z Score Does Not Predict Bankruptcy,” *AIRA Journal*, 33(3), 32-34 (2020).

“Distance to Insolvency,” 32(4) *AIRA (Association of Insolvency and Restructuring Advisors) Journal* (2020).

“Insolvency Detection Using Publicly-Traded Debt and Equity,” 32 *AIRA (Association of Insolvency and Restructuring Advisors) Journal* (2019).

“Simple Insolvency Detection for Publicly-Traded Firms,” *Business Lawyer*, Vol 74(3), 723-734 (2019). (peer-reviewed)

“Debt and Insolvency,” *Review of Banking and Financial Law* Vol. 38, 363-388 (2019).

“Too Much Insolvency: ‘Unmatured Interest’ and ‘Debt’ Under the Code,” *American Bankruptcy Institute Law Review*, Vol 27, 45-49 (2018). (peer-reviewed)

“Worthless Companies,” 24 *European Financial Management*, 721-727 (2018). (peer-reviewed)

“Positive Equity Prices with Insolvency Under Legal Solvency Tests,” 23 *Journal of Forensic Economics*, Vol 23, 63-70 (2018). (peer-reviewed)

“Solvency Tests,” *Business Lawyer*, Vol. 62, No. 3, 983-1006 (2007). (peer-reviewed)

“Deepening Insolvency,” *The Journal of Corporation Law*, Vol. 30, No. 3, pp. 465-500 (2005).

“Incomplete Financial Contracts and Non-Contractual Legal Rules: The Case of Debt Capacity and Fraudulent Conveyance Law,” *Journal of Financial Intermediation*, Vol. 9, pp. 169-183 (2000). (peer-reviewed)

### ***Price Impact and Securities Litigation***

“Kill *Cammer*: Securities Litigation Without Junk Science,” *William & Mary Business Law Review*, 11, 417-477 (2020).

“Misleading Omissions: A Bayesian Framework,” *Journal of Law, Economics & Policy* 15, 201-210 (2020).

“Bias-Corrected Estimation of Price Impact in Securities Litigation” (with Taylor Dove and Davidson Heath), 21 *American Law and Economics Review*, Vol. 21(1), 184-208 (2019). (peer-reviewed)

“Event Studies in Securities Litigation: Low Power, Confounding Effects, and Bias,” 93 *Washington University Law Review* pp. 583-614 (2015) (with Alon Brav).

“Market Indeterminacy,” *The Journal of Corporation Law*, Vol. 28, No. 4, pp. 517-539 (2003) (with Alon Brav, Duke University).

### ***Economic Analysis of Litigation and Litigation Funding***

“The Siren Song of Litigation Funding,” *Michigan Business & Entrepreneurial Law Review*, Vol 9(1), 139-155 (2020).

“Litigation Funding: An Economic Analysis,” *American Journal of Trial Advocacy*, Vol 42, 307-330. (2019).

“Risk Aversion as Risk-Neutral Pessimism: A Simple Proof,” *International Review of Law & Economics*, Vol. 56, 70-72 (2018). (peer-reviewed)

“Settlement Pressure,” *International Review of Law and Economics*, Vol. 25, pp. 264-275 (2005). (peer-reviewed)

## ***Asset Management and Asset Pricing***

ESGBS: The False Narrative of Environmental, Social & Governance Investing (2023).

“Brown Assets for the Prudent Investor” (with Alon Brav), *Harvard Business Law Review Online*, art. 2, 2021, at 1.

“Synthetic Financial Data: An Application to Regulatory Compliance for Broker-Dealers” (with Jan Hendrik Witte), *Journal of Financial Transformation*, November 2019, 32-37 (2019).

“How Active Management Survives” (with Ginger L. Pennington), *Financial Planning Review* (2019). (peer-reviewed)

“Quantitative Investing and the Limits of (Deep) Learning from Financial Data,” 47 *Journal of Financial Transformation*, 117-122 (2018).

“Why Indexing Works,” *Applied Stochastic Models in Business and Industry*, 2017, 33(6) (with Nick Polson and Jan Hendrik Witte). (peer-reviewed)

“Rejoinder to ‘Deep learning for finance: deep portfolios’” *Applied Stochastic Models in Business and Industry* 33 (1), 2017, 19-21 (with Nick Polson and Jan Hendrik Witte). (peer-reviewed)

“Deep learning for finance: deep portfolios,” *Applied Stochastic Models in Business and Industry* 33 (1), 2017, 3-12 (with Nick Polson and Jan Hendrik Witte). (peer-reviewed)

“The Limits of the Limits of Arbitrage,” *Review of Finance*, 14(1):157-187 (2010) (with Alon Brav and Si Li), runner-up for the 2010 Deutsche Bank Prize in Financial Economics for Best Paper in the Review of Finance. (peer-reviewed)

“The Economics of Naked Short Selling,” *Regulation*, Vol. 31, No. 1, 46-51 (2008) (with Christopher L. Culp).

“The Rational-Behavioral Debate in Financial Economics,” *Journal of Economic Methodology*, 11(4) 2004 (Lead Article) (with Alon Brav and Alexander Rosenberg). (peer-reviewed)

“Competing Theories of Financial Anomalies,” *The Review of Financial Studies*, Vol. 15, No. 2, pp. 475-506 (2002) (with Alon Brav, Duke University). Winner, Barclays Global Investors (BGI) Michael Brennan Award for the best paper published in The Review of Financial Studies. (peer-reviewed)

## ***Corporate Finance, Corporate Governance, and Hedge Fund Activism***

“Hedge Fund Activism and Financial Performance,” chapter 14 in *The Oxford Handbook of Hedge Funds* (Douglas Cumming, Sofia Johan and Geoffrey Wood, eds.) (2021).

“The Social Costs of Dividends and Share Repurchases,” *Journal of Business, Entrepreneurship & the Law*, Vol 12, 77-96 (2019).

“Managerial Optimism: New Observations on the Unifying Theory,” *European Financial Management*, Vol. 25(5),1150-1167 (2019). (peer-reviewed)

“The Unfulfilled Promise of Hedge Fund Activism,” *Virginia Law & Business Review*, Vol. 13, 317-333 (2019).

“Corporate Governance and the Cult of Agency,” *Villanova Law Review*, Vol. 64(2), 201-221 (2019).

“Failed Anti-Activist Legislation: The Curious Case of the Brokaw Act” (with Alon Brav and Jonathan Zandberg), 11 *Journal of Business, Entrepreneurship & the Law* 329-352 (2018).

“What Injures a Corporation? Toward Better Understanding Corporate Personality,” *Business Lawyer* Vol. 73(4), 1031-1050 (2018). (peer-reviewed)

“The ‘Long Term’ in Corporate Law,” *Business Lawyer*, Vol. 72 (2), 353-366 (2017). (peer-reviewed)

“Overconfidence, Compensation Contracts, and Capital Budgeting,” *Journal of Finance*, Vol. 66, No. 5, pp. 1725-77 (2011) (with Simon Gervais and Terry Odean). (peer-reviewed)

“The Uses and Abuses of Finite Risk Reinsurance,” *Journal of Applied Corporate Finance*, Vol. 17, No. 3, pp. 18-31 (2005) (with Christopher L. Culp).

“Managerial Optimism and Corporate Finance,” *Financial Management*, Vol. 31, pp. 33-45 (Summer 2002). (peer-reviewed)

## **OTHER PUBLICATIONS**

“Proposed SEC Rule On Order Competition Should Be Dropped,” *Law360.com*, December 20, 2022.

“Ch. 11 Isn't Twitter Creditors' Only Hope Of Getting Paid,” *Law360.com*, November 15, 2022 (with M. Todd Henderson).

“Twitter's Argument Reflects Del. Chancery Stance On Boards,” *Law360.com*, September 15, 2022 (with M. Todd Henderson).

“Twitter’s Lawsuit Against Elon Musk Looks Like a Loser,” *The Wall Street Journal*, July 13, 2022 (with M. Todd Henderson).

“Big Cos. Shouldn't Cry 'Settlement Pressure' To Justify Appeal,” *Law360.com*, April 18, 2022.

“DOL's Proposed Rule Doesn't Make ESG Investment Risk-Free,” *Law360.com*, October 19, 2021.

“GameStop Hype Exposes Securities Litigation Theory’s Flaws,” *Law360.com*, March 11, 2021.

“Hertz’s Aborted Ch. 11 Stock Sale Smacks Of Securities Fraud,” *Law360.com*, June 19, 2020.

“PG&E’s Bankruptcy Plan Should Not Be Approved,” *Law360.com*, January 24, 2020.

“2 Overlooked Advantages Of Hourly Fees,” *Law360.com*, January 3, 2020.

“PG&E Bankruptcy Will Test Shareholder Capitalism,” *Law360.com*, September 16, 2019.

“How To Identify Insolvent Publicly Traded Companies,” *Law360.com*, August 15, 2019.

“Securities Litigation Should Not Be Based on Junk Science,” *Law360.com*, July 23, 2019.

“Sex, Drugs, and Rock ‘N’ Roll: Some Observations of Life on a Trial Team,” 64 *South Dakota Law Review* (2019), 175-182 (Lead Article).

“Just This Once: A More Plausible Model of Addiction and Its Policy Implications,” 87 *UMKC Law Review* (2019), 817-826.

“Jury Trials are in Decline for Good Reasons,” *Law360.com*, April 18, 2019.

“Judge Shines Needed Light on Expert Qualifications,” *Law360.com*, March 26, 2019.

“Hedge Fund Activism Delivers Unimpressive Impact,” *Law360.com*, March 6, 2019.

“The Problem With ‘Optimal’ Diversity,” *Law360.com*, February 19, 2019.

“Sanders and Schumer (Mostly) Right on Share Repurchases,” *Law360.com*, February 8, 2019.

“Law Schools Should Be More Like Medical Centers,” *Law360.com*, January 24, 2019.

“Market Evidence Will Likely Be Key in Sears Bankruptcy,” *Law360.com*, October 15, 2018.

“One Pill Makes You Larger: Flaws in Sisk’s Westlaw Methodology Illustrated with Leiter's Citations,” 2018 *Wisconsin Law Review Forward*, 27-33 (2018).

“Akorn Could Alter ‘Material Adverse Effect’ Law in Delaware,” *Law360.com*, October 4, 2018.

“The Challenges of Valuing Litigation-Driven Equities,” *Law360.com*, August 30, 2018 (with Alexander Burger).

“Judges Shouldn’t Force Attorneys on Absent Class Members,” *Law360.com*, August 3, 2018.

“It’s Not All About the Benjamins, Baby (Lawyer),” *Law360.com*, July 13, 2018.

“Analyzing the Economics of Litigation Funding,” *Law360.com*, May 29, 2018.

“Alternative Fees: My Experience at Bartlit Beck,” *Law360.com*, December 15, 2017.

“Why Stock Prices of Insolvent Firms Can Still Be Positive,” *Law360.com*, December 5, 2017.

“The Psychology of Hourly Fee Arrangements,” *Law360.com*, August 31, 2017.

“Petrobras Strikes Heavy Blow Against Use of Event Studies,” *Law360.com*, July 11, 2017.

“Returns, Risk, and Financial Due Diligence,” Chapter 5 in *Finance Ethics: Critical Issues in Theory and Practice*, J. Boatright, ed. (Robert W. Kolb Series) (with Christopher L. Culp).

### **TEACHING EXPERIENCE (ADJUNCT/LECTURER)**

University of Chicago Booth School of Business, Lecturer, 2000-2001, 2005.

Duke University Fuqua School of Business, Adjunct, 2001-2003 (Winner, Excellence in Teaching Award in the Weekend Executive M.B.A. Program).

Northwestern University Pritzker School of Law, Lecturer, 2008.

University of Chicago Law School, Lecturer, 2008-2010; Business Law Fellow, Fall 2018.

Duke University School of Law, Lecturer, 2016.

### **BAR ADMISSIONS**

Illinois (Active, admitted in 1999); New York (Active, admitted 2012)

### **EXPERT TESTIMONY**

Spence v. American Airlines, Inc., 23-cv-00552-O (N.D. Tex.). Expert for plaintiff in an ERISA action challenging the employee benefits committee of certain AA retirement plans for allegedly failing to protect investors from the ESG activism of its largest asset manager, BlackRock. Deposition (January 12, 2024). Case pending.

In Re: Sanchez Energy Corporation, et. al., 19-34508 (Bankr. S.D. Tex.). Expert for Ad Hoc Group of Senior Secured Noteholders and DIP Lenders and DIP Agent concerning the value of a Section 550(a) cause of action related to lien avoidance at the Plan effective date for purposes for purposes of allocation post-effective date equity in the reorganized debtor. Deposition (February 14, 2023) and evidentiary hearing (April 19, 2023).

In Re: Aeero Technologies LLC, et al. 22-02890-JJG-11 (Bankr. S.D. Ind.). Expert for Keller Postman LLC regarding (1) the likely minimum value of claims against the Debtors and 3M Company given the evidence to date from bellwether trials in the Combat Arms Earplug Products Liability Litigation (No. 3:19-md-2885); (2) 3M’s ability to fund such claims from its existing free cash flow under its current dividend policy, its share repurchase practice, and its planned spinoffs; and (3) the effect on 3M of an injunction preventing 3M from making asset transfers without consideration in the form of dividends, share repurchases, and spinoffs. Deposition (August 13, 2022) and preliminary injunction hearing (August 16, 2022).

Xerox Corp. v. Travelers Casualty and Surety Company of America (NY Supreme Court, 653549/2019). Expert for Travelers regarding the reasonableness of a settlement entered into by Xerox and its directors with Carl Icahn and others. Deposition (June 9, 2022). Case pending.

Intelsat S.A., et al., 20-32299 (KLP) (Bankr. E.D. Va). Expert for Jackson Crossover Group and the Jackson Unsecured Trustee regarding solvency analysis of Intelsat S.A. Deposition (November 10, 2021) and confirmation hearing (December 13, 2021).

CenterPoint Energy Res. Corp. v. Comm’r of Revenue, No. 9252-R and 9358-R (Minn. Tax). Expert for the Commissioner of Revenue of the State of Minnesota on valuation and cost of capital. Deposition (March 31, 2021) and trial testimony (September 23-24, 2021).

CenterPoint Energy Res. Corp. v. Comm’r of Revenue, No. 9125-R (Minn. Tax July 15, 2020). Expert for the Commissioner of Revenue of the State of Minnesota on cost of capital. Deposition and trial testimony. Reported decision at 2020 WL 4045620 and 2020 Minn. Tax LEXIS 36.

#### **ADDITIONAL DISCLOSABLE EXPERT REPORTS**

Team Health Holdings, Inc. v. Ironshore Specialty Insurance Company, 5:22-CV-143 (E.D. Tex.). Expert for Ironshore Specialty Insurance Company regarding reasonableness of attorneys’ fees in underlying litigation subject to coverage action. Expert Report (August 22, 2023). Case settled.

In re Mattel, Inc. Securities Litigation, No. 219CV10860MCSPLA (C.D. Cal.). Expert for defendants Mattel, et al. regarding lack of price impact. Expert reports filed July 12, 2021 and September 1, 2021. Case settled.

Sean Rad v. IAC InteractiveCorp (NY Supreme Court, 0654038/2018). Sealed affidavit for plaintiffs. Case settled.