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December 23, 2021

Gregg Gordon
Managing Director
SSRN
1239 University Ave, Floor 2
Rochester, NY 14607

Re: Cease and Desist Demand

Dear Mr. Gordon:

We represent Philip R. Shawe and write on his behalf to demand that you immediately remove from your website the defamatory statements made in the article entitled *Capital Discrimination*, which falsely assert that Mr. Shawe engaged in sex and/or gender-based misconduct during his business dispute with his former partner, and cease and desist from any further publication of those defamatory statements. The laws of Puerto Rico make it unlawful and defamation *per se* to make false statements about a person in the context of their business, trade or profession, and Mr. Shawe has already sustained injury to his reputation resulting from your publication.

The defamatory article defines “capital discrimination” as “when women *principals* experience sex discrimination” and then incorrectly identifies four alleged instances of litigated cases, including one involving Mr. Shawe, that demonstrate “The Many Faces of Capital Discrimination.” The article admits that “sex discrimination was neither alleged nor proved,” but nonetheless falsely asserts that the lack of allegations and proof was “because there is no clear avenue of recourse” and that “these stories exemplify instances where firm ... partners acted against women principals for reasons that at least appear to have stemmed from the principals’ status as *women*, and the managers’ relationship to the principals specifically as women... What these scenarios have in common is that the managers may have acted because of the woman’s sex.”

The first of several false examples of alleged discrimination is called “Clash of the Founders,” and details certain findings of the Delaware Chancery Court regarding Mr. Shawe’s alleged conduct. After one paragraph about a failed romantic relationship between Elizabeth Elting and Mr. Shawe in 1999, the article factually ignores 12 years of profitable joint business operations to arrive at the 2012 disagreements between the co- CEOs over the direction of the company. What follows are anecdotes plucked from the record which have no obvious connection to sex or gender except for the fact that the co-CEO/founders were a man and a woman. Without any factual basis, the article falsely states “[r]eading the Delaware court’s findings and the parties’ submissions, the gendered aspects of the conflict are difficult to miss.” In fact, the gendered aspects of the conflict are *difficult to find*, because they do not exist. The article then goes on to more specifically falsely accuse



Mr. Shawe of so-called capital discrimination by “refusing to pay dividends” and “making a low-ball buyout offer” to his former partner. Finally, the article falsely states, in the absence of any claim or proof of sex or gender-based conduct, that “if Shawe’s stalking and undermining of Elting’s authority had been identified as gender-based harassment, his breach of fiduciary duty to the TransPerfect corporation may have persuaded the court to impose a non-competition order, allowing for a sales process that would have been more favorable to Elting.”

We demand that you remove the defamatory article from your website immediately and that you cease and desist from any further publication. If you have not complied with our request by the close of business on Friday, December 31, 2021, we have been instructed to pursue Mr. Shawe’s legal remedies to the fullest extent of the law, including seeking injunctive relief and monetary damages for injury to his reputation. We reserve all rights.

Very truly yours,

Martin P. Russo

cc:

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