



# Securities

## Primary Contacts



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We provide comprehensive legal services to both public and private companies, leveraging our extensive experience in navigating federal and state securities law compliance. Our team provides tailored advice and strategic guidance on a wide variety of securities matters, including public and private sales of equity and debt securities, mergers and acquisitions, business sales, SEC disclosure and insider trading compliance, corporate governance, and shareholder matters, such as proxy contests. We also assist with matters involving broker-dealers, investment advisers, and private investment funds.

Our practice covers a diverse array of industries, ensuring that our clients receive industry-specific advice grounded in a deep understanding of the regulatory landscape. We represent clients across sectors such as financial institutions, manufacturing, construction and real estate, food and beverages, employment services, software and technology, biomedical products, and media information services. This broad experience enables us to provide well-rounded, insightful counsel for a range of legal needs.

We take a team-based approach to address the multifaceted challenges that our clients face. Our attorneys possess deep experience in various areas critical to securities transactions, including:

- **Mergers, Acquisitions, and Sales of Businesses:** We provide strategic guidance to both buyers and sellers in navigating complex transactions, from structuring deals to negotiating terms and ensuring compliance with securities regulations.
- **Equity Securities Financings:** We assist with the intricacies of registered securities offerings, private placements, and other exempt offerings and sales of securities, including preparation of transaction documents and legal opinions, SEC and state securities filings, exchange listing applications, and shareholder transaction reporting.
- **Debt Securities Transactions:** Representing both corporate and nonprofit borrowers and investors, we handle transactions in debt securities, providing legal support across regulatory issues, transaction structuring, and securities compliance.
- **Corporate Governance:** We assist companies in developing sound governance frameworks, helping to ensure compliance with best practices and regulatory requirements at both the state and federal levels and securities exchange rules.

- **Emerging Business Formation and Financing:** From startup formation to capital raising, we advise emerging businesses on structuring and financing, with a focus on compliance with securities regulations and market-entry strategies. We help clients select and negotiate terms for SAFEs, convertible notes, preferred stock, and similar securities appropriate for early-stage companies.
- **Equity-Based Compensation:** We offer guidance on structuring equity-based compensation in compliance with relevant securities laws and regulations.
- **Other Issues:** Our attorneys provide advice on other issues that commonly arise in securities and M&A transactions, including commercial lending, federal, technology licensing, state and local tax issues, and antitrust and bank regulatory issues.

Our goal is to build long-term relationships with our clients, founded on trust and superior client service. By delivering tailored solutions and proactive counsel, we aim to support our clients through every stage of their business lifecycle, from growth and financing to compliance and exit strategies.