

Corporate Practice Profile

## Corporate and Transactional Practice

We are a full-service corporate and transactional practice and regularly represent clients across a broad spectrum of business matters in which we have extensive experience, some of which are listed here.

### **General Counsel**

- Board meetings
- Business entity selection and formation for corporations, LLCs, LPs, PCs, and LLPs
- Capitalization and re-capitalization
- Commercial claims analysis
- Conflicts of interest and interested director safe harbors
- Covenant compliance
- Customer contracts
- Dispute resolution
- Dissolution
- Equity compensation
- Fiduciary duties
- Governance
- Insolvency process alternatives analysis
- Insurance
- Leases
- Nondisclosure agreements (NDAs)
- Options
- Outsourced manufacturing agreements
- Professional service contracts
- Proxies
- Regulatory compliance, including securities Hart-Scott, ITAR, and EAR
- Resolutions and written consents
- Restructuring
- Sales and marketing
- Securities transfers
- Shareholders' agreements
- Stock plans
- Supply agreements
- Voting and control

### **M&A and Finance**

- Acquisitions
- Angel financings
- Asset purchases and sales
- Assignments for the benefit of creditors (ABCs)
- Bridge financings
- Cash deals
- Change of control transactions
- Closings
- Confidential Information Memoranda (CIMs)
- Debt financings, both secured and unsecured by real and/or personal property
- Definitive agreements
- Derivatives
- Due diligence investigations and responses
- Equity financings
- Escrows
- Islamic financings and Shari'ah-driven transactions
- Letters of Understanding (LOIs)
- Memoranda of Understanding (MOUs)
- Mergers
- Private Placement Memoranda (PPMs)
- Restructurings
- Securities offerings
- Special counsel engagements
- Stock deals
- Structured finance
- Syndications and fund formations
- Tax sensitive and tax driven transactions
- Term sheets
- Transcripts
- Venture capital transactions