



SECURITIES

The Gallagher & Kennedy securities and transactions team is dedicated to exceptional service and client driven outcomes. Our attorneys provide advice and services to companies of all sizes in a wide array of industries. As the needs of our clients change with the evolution of their business operations, we are a trusted source of support for:

- Private placements
- Public offerings
- Deal structuring, documentation, negotiation and closing
- Compliance and reporting obligations
- Risk assessment and management

SOLUTIONS FOR ENTITIES OF ALL SIZES

We work effectively with the unique needs of *start-ups and emerging companies* in preparing private placement memoranda and other documentation needed for private offerings of equity or debt.

We also understand the needs of companies contemplating an exit strategy via “going public” through an IPO or reverse merger transaction. Where many smaller companies cannot obtain IPO underwriting from an investment banker, we have extensive experience guiding clients through the *reverse merger* process to obtain liquidity.

We are especially adept in working with *microcap or small sized public companies*, focusing on ensuring compliance with ongoing reporting obligations and exchange listing requirements. Where capital is needed, our attorneys have extensive experience with *registered direct offerings* and other public offerings, including Form S-1 and S-3 registration statements, as well as the registration statements used for equity incentive plans (Form S-8) and for mergers and acquisitions (Form S-4).

PUTTING OUR EXPERIENCE TO WORK FOR YOU

We know and understand the needs of *funders and capital seekers* in both public and private capacities. Using our experience for optimal benefit to clients at either end of the investment spectrum, we counsel and provide expertise to:

- Angel investors
- Investment bankers
- Private equity
- Venture capital and venture leasing funds
- Issuers and underwriters
- Broker-dealers
- Institutional investors
- Syndications

Our industry experience includes securities transactions in a wide range of fields, including:

- Technology
- Medical devices
- Telecommunications
- Internet
- Restaurants
- Motion pictures
- Aviation
- Solar energy
- Health care
- Life sciences
- Biotechnology
- Manufacturing
- Banking

At Gallagher & Kennedy, our attorneys have the experience to serve corporate financing needs throughout the full lifecycle of any

business. Drawing upon the exceptional talent and collaborative approach within the firm, we seamlessly access other Gallagher & Kennedy attorneys in areas such as federal and state tax, intellectual property or litigation when a matter necessitates such specific resources.

PRACTICE AREAS

- Private Equity
- Private Placements and State Blue Sky Law Compliance
- Public Offerings
- Securities Compliance and Reporting Obligations