

## Overview

Ranked among the world's leading securities and corporate finance advisors, Dentons draws upon decades of experience in sophisticated markets to deliver integrated, strategic, tactical and technical advice to our clients. Securities and corporate transactions have become increasingly complex and challenging, particularly in the midst of fluctuating market conditions. We are innovative thinkers in all aspects of securities regulation and transactions, corporate finance and capital markets.

Dentons counsels companies and underwriters in connection with public and private offerings of debt and equity securities, including high-yield bond offerings, corporate governance, compliance with securities laws and the disclosure and filing requirements of the US Securities and Exchange Commission (SEC), the New York Stock Exchange, Nasdaq and other exchanges and financial oversight bodies. We represent clients across a diverse set of industries, ranging from Fortune 100 corporations to middle-market companies. With several lawyers who have held posts at the SEC, we are adept at navigating the complex regulatory framework in which our clients operate. We have experience representing parties on all sides of a securities transaction and provide holistic counsel that considers our clients' risk tolerance and business objectives.

Our lawyers advise in connection with the full array of securities transactions and ongoing compliance, including:

- Securities transactional matters, including debt issuances (high-yield debt, investment-grade term debt, convertible debt, and medium term notes, secondary stock offerings, certificate of deposit programs, subordinated note issues and more), Rule 144A and Regulation S offerings, rights offerings and exchange offers, offerings of hybrid, equity-linked or tax-advantaged securities, initial public offerings (IPOs), tender offers, "going private" transactions and other issues
- SEC compliance/regulatory matters and corporate governance, including reporting and disclosure requirements for public companies, establishing corporate governance and compliance standards programs, managing internal investigations and government inquiry responses, legal and capital structures and other matters
- Takeover preparedness, including hostile takeover attempt preparation, charter amendment preparation, stockholder rights plans preparation and implementation, dual-class stock structures, proxy contests, hostile tender offers and other issues.

## Your Key Contacts

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