



## Corporate & Securities

### *Public Companies*

Jones Walker represents more than half of the largest publicly traded companies based in the New Orleans metropolitan area, and we represent most of those companies as primary corporate and securities counsel. We also represent a number of public companies headquartered elsewhere in Louisiana, Texas, and in other states. Our attorneys handle public and private offerings of equity and debt securities, mergers and acquisitions, venture capital financing, takeover defense planning, corporate governance matters, proxy contests, executive compensation, general corporate matters, and compliance with federal and state securities laws and the rules of national securities exchanges and markets.

### *Privately Held Companies*

Our corporate attorneys serve as general counsel to many large private companies, providing advice in a variety of areas. We represent both majority and minority positions in shareholder disputes, and we represent both buyers and sellers of privately held companies of all sizes. We regularly advise our clients regarding organizational options, we have structured countless business enterprises, and we have assisted many companies and investors in venture capital and mezzanine financings.

### *Private Equity & Venture Capital*

We handle the full range of transactional work for certain private equity funds, including venture, leveraged buyout (LBO), accelerator, distressed debt, mezzanine, and industry-specific funds involving public and private companies. Our work has also included going-private transactions, acquisitions and dispositions of subsidiaries, various acquisitions of businesses from entrepreneurs, roll-ups of fragmented industries, sales of portfolio companies, and transactions effected in bankruptcy proceedings.

### *Industry Experience*

Our attorneys represent clients in a host of industries, including many highly regulated industries. Our attorneys serve as principal corporate and securities

counsel to companies in such diverse industries as telecommunications; retailing; banking; oil and gas exploration, development, and production; oilfield services; mining; shipbuilding; marine transportation; construction; chemical production; manufacturing; real estate development; pharmaceuticals; and death care. From time to time, we also serve as principal securities law counsel to regional investment banking firms. Our attorneys have substantial international business law experience, including international mergers and acquisitions, the formation of joint ventures, and licensing arrangements.

### *Public Finance*

Our reputation for innovative strategies in the dynamic environment of public and project finance makes us a leader in the area. We represent clients in numerous public finance transactions and in state and local government tax-secured and revenue bond issues as bond counsel, underwriters' counsel, special real estate counsel, and/or special counsel to the issuer. We are proficient in securing revenue bonds, tax exempt bond transactions, and related matters.

Our attorneys serve as bond counsel, underwriters' counsel, or special counsel for many transactions undertaken for the purpose of constructing, improving, refinancing, or equipping various public projects and facilities, including publicly owned infrastructure, tax-secured borrowings, colleges and universities, manufacturing facilities, single- and multi-family housing projects, hospitals and nursing homes, solid waste and wastewater facilities, and student loan programs. Additionally, we provide specialized opinions and draft legislation related to public finance.

When we are selected as counsel, we assist clients in legal proceedings leading to the formation of issues; tax election matters; drafting ordinances, resolutions, and notices for publication and supporting documentation; and reviewing transcripts of legal proceedings leading to the issuance, sale, and delivery of obligations.

In addition to our core corporate law experience, we draw on our experience in our other practice groups, including tax, intellectual property, securities, real estate, antitrust, business and finance, labor and employment, environmental, litigation, and health care, among others. We also have

substantial experience in all aspects of senior, mezzanine, high-yield, and structured debt financings.

In addition to control investments, we are experienced in advising clients in transactions involving preferred equity, subordinated debt, and other types of securities, as well as in formulating structures and provisions designed to protect the interest of minority investors.

Our private equity experience also includes representation of sponsors and institutional investors, including trusts, foundations, universities, financial institutions, pension plans, and other entities in the formation of and their primary and secondary investments in private equity funds.

### *Debt Financing*

Jones Walker has extensive experience in the area of debt financing, representing lenders, borrowers, and funds. Our debt financing practice includes secured and unsecured lending transactions; senior secured lending; mezzanine financing; structured, asset-based, and cash flow loans; subordinated financings; cross-border transactions; foreign debt restructurings; public and 144A debt financings; and collateralized obligations, securitizations, and swaps.

