

Partner

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### Practice Areas

Banking & Financial  
Services

Business & Commercial  
Transactions

Corporate & Securities

Corporate Compliance &  
White Collar Defense

Mergers & Acquisitions

Venture Capital & Emerging  
Companies

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### Bar Admissions

Louisiana, 1990

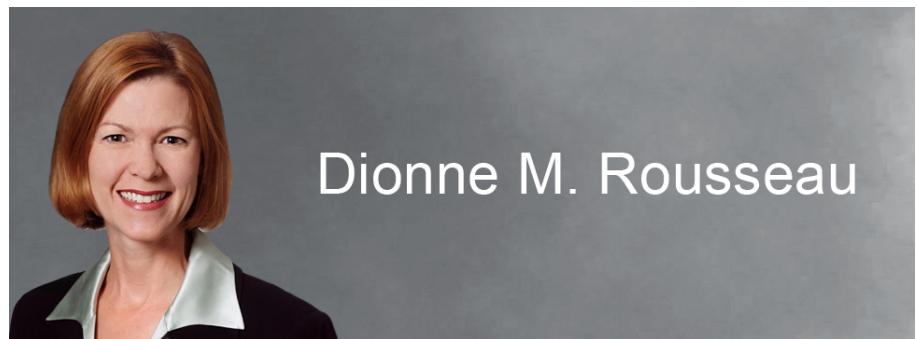
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### Education

The University of Chicago  
Law School, J.D., 1990, with  
honors; Order of the Coif;  
Member, *University of  
Chicago Law Review*

Georgetown University, B.A.,  
1985, *magna cum laude*; Phi  
Beta Kappa; Baker  
Scholarship; Foley Medal

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Dionne Rousseau is the lead outside corporate and securities counsel for seven public companies, and is the boardroom lawyer for three of those companies. She has more than 20 years of experience handling corporate finance and mergers & acquisitions transactions for public and private companies. Transactions handled include a \$750-million at-the-market common stock offering for a *Fortune* 500® Company; a \$1-billion debt refinancing, including \$300 million in senior subordinated notes and a \$200-million debt tender offer; a \$250-million senior convertible note offering (Rule 144A); a \$700-million public company stock-for-stock merger; a \$500-million public company cash-for-stock merger; a \$215-million public company sale through a negotiated cash tender offer; initial public offerings (IPOs); taking a private company client public in an \$80-million reverse merger transaction; a \$40-million acquisition by a public company of private company assets; and a management leveraged buyout of a publicly traded company. She provides ongoing corporate and securities law advice to public companies and their boards of directors, including compliance with the corporate governance requirements of the securities laws and trading markets, reviewing Forms 10-Ks, 10-Qs, 8-Ks, proxy statements and press releases, and handling board and executive compensation matters. Ms. Rousseau also represents companies and funds in connection with private equity transactions. She has been an adjunct faculty member at Loyola University New Orleans College of Law and an organizer of the Tulane Burkenroad Reports SEC Conference. Prior to practicing law, she was an investment banker with PaineWebber (now UBS) in New York City.

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### Noteworthy

- Listed in *The Best Lawyers in America*® 2012 (Copyright 2011 by Woodward/White, Inc., Aiken, SC) in the areas of Corporate Law and Securities / Capital Markets Law (listed annually since 1999)

- Recognized by "*Chambers USA – America's Leading Lawyers for Business*" in the area of Corporate/M&A (annually since 2005)
  - **AV® Peer Review Rating in Martindale-Hubbell**
  - Selected by *New Orleans CityBusiness* as one of the leading 50 attorneys in New Orleans in 2005 and 2007, and as one of *New Orleans CityBusiness'* 2003 Women of the Year
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#### **Presentations**

- "Dodd-Frank Wall Street Reform and Consumer Protection Act Executive Compensation Provisions: One Year Later"  
SEC Institute Advanced Accounting & Reporting for SEC Professionals Conference, September 2011
  - "The Changing Landscape of Disclosure"  
August 20, 2010
  - "Building a Great Board"  
March 1, 2010
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#### **Memberships**

- American Bar Association
- Bureau of Governmental Research (Treasurer, Secretary, and Executive Committee Member, 2001–2003; Board Member, 1998–2003)
- Junior Achievement of Greater New Orleans, Inc. (Board Member, 2003–2007)
- Louisiana State Bar Association