Corporate & Securities Practice

Womble Carlyle's Corporate and Securities Practice Group, comprised of nearly 60 attorneys, works with both established and emerging growth companies and assists its clients in evaluating, structuring and negotiating complex business transactions, including the following:

- Mergers and acquisitions
- Public and private securities offerings
- Venture capital and private equity financings
- Joint ventures
- Strategic alliances
- Intellectual property transfer and licensing transactions
- Securities law
- Sarbanes-Oxley compliance

Mergers & Acquisitions

Womble Carlyle has extensive experience in advising clients on all phases of buying and selling businesses, including mergers, purchases and sales of capital stock and assets, recapitalizations and other corporate restructurings. We have handled both taxable and tax-deferred transactions ranging in size from several hundred thousand dollars to over a billion dollars.

Team Approach

Our Firm typically uses a team approach in handling larger complex transactions. This approach brings together, under the direction of a partner with substantial transactional experience, practitioners in corporate law, tax, securities, environmental, employee benefits, labor, real property and finance, intellectual property and other relevant practice areas in a collaborative effort to ensure that the highest quality service is provided to the client.

Securities & General Corporate Issues

Womble Carlyle is widely recognized for its active securities law practice. We have served as counsel to a variety of issuers and regional and national securities underwriting firms in connection with initial and other public offerings of securities. In addition, we have significant experience in advising companies and their directors, officers and affiliates regarding their obligations under the federal securities laws, including the Sarbanes-Oxley Act of 2002, the Investment Company Act of 1940 and the Investment Advisers Act of 1940.

Representative Matters

Corporate Financings:

- Formation and funding of the largest ($125 million) de novo bank and bank holding company ever founded in the United States.

- A nationally-recognized investment bank as placement agent in a Rule 144A offering of trust certificates funded by a major life insurance company.

- A U.S. bank holding company and its subsidiary in an underwritten offering of $500 million principal amount of trust preferred securities.

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- A tissue preservation services and medical device company in a $21.5 million PIPE sold to institutional investors and a $23 million underwritten offering of convertible preferred stock.
- A development stage vaccine and therapeutic pharmaceutical company in a $10 million equity line structured as a PIPE.
- A medical transcription services company in a $42.7 million underwritten public offering.
- A leading less-than-truckload motor carrier in a $70 million follow-on offering of common stock.
- A global leader in the design and manufacture of high-performance semiconductor components and compound semiconductor technologies in Rule 144A offerings of convertible debt securities.
- A developer and producer of unconventional natural gas properties in a $200 million Rule 144A offering of high yield debt.

M&A Transactions:

- A global pharmaceutical company in the sale of a pharmaceutical manufacturing facility with related supply agreement for products with aggregate supply price over $500 million and related technology transfer issues.
- A biopharmaceutical company developing drugs to treat central nervous system disorders, in a partial spin-off from its parent company, in closing of its initial $30.4 million venture capital financing and in multiple closings involving the sale of $92.5 million of its Series C Preferred Stock to leading life science investors.
- A nationally-recognized investment bank in over 30 buy-side and sell-side financial advisory engagements.
- A regional investment bank in the acquisition of a boutique firm that provided M&A and other services to companies to the aerospace, defense and government services industries.
- A national paperboard manufacturer in the acquisition of paperboard companies in the southeast.
- A southeastern-based private equity firm in the acquisition of a government-contractor specializing in night vision technology and in follow-on acquisitions.
- A provider of health care services internationally and contract research organization in its sale to a large public company.
- A NYSE-listed payment processing company in its acquisition of a division specializing in payment processing for the petroleum industry.
- A leading military supplier of goggles, sunglasses and eye shields in an acquisition by a world-wide designer and manufacturer of premium sunglasses and other optics products.
- A developer, manufacturer and marketer of cycling and other exercise apparel in an acquisition by a global fitness equipment company.
- A developer and producer of unconventional natural gas properties in the acquisition of a producer with natural gas properties in the U. S. and Canada.

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