

Securities & Capital Markets

Your company is committed to setting and meeting ambitious goals. But life as a public company continues to grow in complexity and challenges. There is the critical process of raising capital, connecting with investors and research analysts, complying with Securities and Exchange Commission (SEC) reporting regulations, retaining talent, and contending with the seemingly constant barrage of new regulations and stock exchange rules that impact corporate governance. Mintz Levin lawyers, across our eight offices, help clients deal with securities offerings, compliance, and related issues every day. And since Mintz Levin has worked with so many companies from inception to life in the public markets — spanning industries as diverse as biotech, medtech, cleantech, shipping, information technology, and communications and media — our advice is offered with a deep understanding of the unique challenges you face in taking your company to the next level.

Mintz Levin's securities lawyers don't work in an ivory tower: We provide practical, focused, real-world advice that our clients put to strategic advantage every day. Our experience includes representing our clients in hundreds of initial public offerings (IPOs) and follow-on offerings in the public equity market, assisting our clients in navigating the complex disclosure requirements involved in public company reporting, Sarbanes-Oxley and Dodd-Frank Act compliance, corporate governance, shareholder relations, equity compensation planning, and board and committee-level counsel and strategic advice. We work with you to obtain the financing you need and to manage the thicket of public company regulations so you can get on with what you really want to be doing: growing your business.



Quick Facts

- Recognized industry knowledge in high-value sectors such as life sciences/biotechnology and clean technology
- More than 60 public offerings since 2013, with an aggregate deal value of over \$4 billion
- Counsel to the world's leading investment banks and many industry-focused niche and specialty firms
- Securities counsel to more than 50 public companies — a number of which are based in other countries

Service Offerings

- Board and committee advice
 - Provide counsel concerning the requirements and restrictions imposed on boards and board committees by securities laws
- Capital-raising transactions
 - IPOs, underwritten follow-ons and registered directs, PIPEs, confidentially marketed public offerings, SPACs, and equity and debt offerings, including Rule 144A convertible notes
- Corporate governance strategies
 - Sarbanes-Oxley and Dodd-Frank compliance and related governance issues
- Executive and equity compensation planning and implementation
 - Structure and implement employee benefit plans and equity compensation packages under SEC's "short-swing profit" reporting and liability rules, Section 13 and Section 16 reporting, and 10b5-1 plans
- SEC and stock exchange reporting
 - Periodic and current reports, disclosure controls and procedures, and stock exchange listing standards
- Securities education and training
 - Ensure clients stay current with regulations and best practices
- Shareholder communications and reporting
 - Manage the annual meeting process, Regulation FD compliance, and institutional shareholder issues
- Mergers and acquisitions involving public company securities
 - Deal structuring, SEC disclosure and filings, corporate takeover defenses, and strategy
- Policies and procedures
 - Implement codes of conduct, insider trading policies and programs, and other means of managing life as a public company

Case Study

A Mintz Levin team represented Myriad Genetics, one of the life sciences industry's pioneers in the development and commercialization of molecular diagnostic tests of gene mutations that predispose individuals to diseases such as breast, ovarian, and prostate cancer, in the spin-off to its shareholders of its pharmaceuticals research and development business. We have represented Myriad Genetics since its earliest private financing in 1992, taking the company public in 1995, and have served as primary outside legal counsel in all financings and corporate and securities matters. The spin-off transaction resulted in a new and independent public company, Myrexix, which was funded with \$188 million in cash to pursue its drug development efforts. Our work on the spin-off transaction involved providing corporate structuring, securities, and tax advice to both entities; the preparation, filing, and clearance of a Form 10 registration statement with the SEC; providing corporate governance advice to Myrexix's new board of directors; and listing the new company's shares on the NASDAQ Global Market.

Representative Clients

- Alphatec Holdings, Inc.
- ARIAD Pharmaceuticals, Inc.
- BG Medicine, Inc.
- Catasys
- ChyronHego Corporation
- Cyclacel Pharmaceuticals, Inc.
- EnerNOC, Inc.
- ImmunoGen, Inc.
- Myriad Genetics, Inc.
- Myrexix, Inc. (formerly Myriad Pharmaceuticals, Inc.)
- Navios Maritime Acquisition
- NeuroMetrix, Inc.
- OXiGENE, Inc.
- QIAGEN N.V.
- Rosetta Genomics Ltd.
- Synta Pharmaceuticals Corp.
- Targacept, Inc.
- Vertex Pharmaceuticals Incorporated

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