



Justin S. Reinus

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Justin is recognized as a notable lawyer in Southern California and Texas, counseling clients on securities offerings, corporate governance matters, disclosure obligations and other public company advisory matters.

Justin regularly works with clients on initial public offerings and other equity offerings, high yield, investment-grade and convertible debt offerings, tender offers, exchange offers, spin-offs and other capital markets transactions. He also regularly advises companies on corporate governance issues and compliance with reporting obligations under U.S. federal securities laws and stock exchange rules.

Justin represents clients in the construction, restaurant, manufacturing, retail, technology and cannabis industries. He also works extensively with REITs and other real estate focused companies. Notable clients include Chuy's Holdings, Inc., Ducommun Inc., Granite Construction Incorporated, NexPoint Real Estate Finance, Inc., NexPoint Residential Trust, Inc., VineBrook Homes Trust, Inc. and Verano Holdings Corp.

Key Matters

Some of the experience represented below may have been handled at a previous firm.

Representative Experience

- Represented NexPoint Real Estate Finance, Inc., a NYSE-listed real estate investment trust, in connection with its “at-the-market” equity offering program pursuant to which it may sell shares of its common stock and Series A preferred stock having an aggregate sales price of up to \$100 million.
- Represented NexPoint Real Estate Finance, Inc., a NYSE-listed real estate investment trust, in connection with the public offering of \$75 million of its 5.75% Senior Notes due 2026 in which Raymond James & Associates, Inc. served as sole book-running manager.
- Represented NexPoint Hospitality Trust, a REIT with a portfolio of 11 hotel properties located across five states and six major metropolitan markets in the United States, in connection with its initial public offering.
- Represented NexPoint Residential Trust, Inc. in connection with its \$100 million at-the-market equity offering.
- Represented NexPoint Residential Trust, Inc., in connection with its \$85.5 million public offering of common stock.
- Advised one of the largest diversified construction and construction materials companies in the U.S. in connection with its \$536 million stock-for-stock acquisition of a global water management, construction, and drilling company.
- Represented a leading supplier of nuclear components and fuel in connection with a private offering of \$400 million of 5.375% Senior Notes due 2026, exempt from the registration requirements of the Securities Act of 1933.
- Advised FTS International, Inc., one of the largest providers of hydraulic fracturing services in North America, in connection with its \$403.7 million initial public offering of common stock.
- Advised one of the nation’s premier retailers in connection with a tender offer to purchase for cash up to \$400 million of outstanding debt securities.
- Represented a leading global provider of climate control solutions in connection with its offering of \$350 million of 3.000% Notes due 2023.
- Advised a leading provider of optical components, modules, and subsystems for the core optical transport, service provider, enterprise and data center markets in connection with its \$144 million public offering of Common Stock.
- Represented NexPoint Advisors, L.P. (“NexPoint”), an affiliate of Highland Capital Management, L.P., in connection with an investment by funds affiliated with NexPoint in a \$125 million Preferred Stock Equity Commitment with Jernigan Capital, Inc., a NYSE-listed real estate investment trust that invests in and provides loans to developers and operators of self-storage facilities.
- Represented a leading manufacturer and marketer of bare and plated copper wire products in connection with its issuance of \$260 million of 10.750% Senior Secured Notes due 2021 in a Rule 144A and Regulation S offering.
- Advised a diversified industrial growth company in connection with a proxy contest initiated by an activist investor.
- Advised FTS International, Inc., one of the largest providers of hydraulic fracturing services in North America, in connection with its offer to purchase its outstanding 6.250% Senior Secured notes due 2022 and its concurrent offer to repay its term loan due 2021. The offers were conducted as a modified Dutch auction with a maximum aggregate payment amount of \$50 million.
- Represented a producer of fabricated aluminum products in connection with its issuance of \$375 million of 5.875% Senior Notes due 2024 in a Rule 144A and Regulation S offering and its related exchange offer.
- Represented one of the nation’s premier retailers in connection with the offering by its wholly owned subsidiary of \$500 million of 3.450% Senior Notes due 2021.
- Advised a Dallas-based publicly traded business development company in connection with its tax-free spin-off of a diversified industrial growth company.

- Represented a provider of energy products and services as well as a defense contractor in connection with the \$1.0 billion spin-off of one of its lines of business.
- Represented FTS International, Inc., one of the largest providers of hydraulic fracturing services in North America, in connection with a Rule 144A and Regulation S offering of \$350 million of Senior Secured Floating Rate Notes due 2020.
- Represented NexPoint Residential Trust, Inc., a REIT focused on multifamily properties, in connection with its spin-off from NexPoint Credit Strategies Fund, a non-diversified, closed-end investment company.
- Represented one of the nation's premier retailers in connection with the offering by its wholly owned subsidiary of \$550 million of 4.500% Senior Notes due 2034.
- Represented one of the nation's premier retailers in connection with the offering by its wholly owned subsidiary of \$500 million of 3.625% Senior Notes due 2024.
- Represented FTS International, Inc., one of the largest providers of hydraulic fracturing services in North America, in connection with a Rule 144A and Regulation S offering of \$500 million of 6.25% Senior Secured Notes due 2022 in a private transaction that is exempt from the registration requirements of the Securities Act of 1933.
- Advised a provider of energy products and services as well as a premier advanced technology and mission critical defense contractor in its entry into a cooperation agreement with an activist investor.
- Represented a real estate development company in connection with its issuance of \$750 million of 6.875% Senior Notes due 2021 in a Rule 144A and Regulation S offering.
- Represented one of the nation's premier retailers in connection with the offering by its wholly owned subsidiary of \$400 million of 4.375% Senior Notes due 2023.
- Advised Chuy's Holdings, Inc., a fast-growing, full-service restaurant concept offering a distinct menu of authentic, freshly prepared Mexican and Tex Mex inspired food, in connection with a \$107.5 million secondary public offering of Common Stock by selling stockholders.
- Advised Chuy's Holdings, Inc., a fast-growing, full-service restaurant concept offering a distinct menu of authentic, freshly prepared Mexican and Tex Mex inspired food, in connection with its \$129.4 million secondary public offering of Common Stock by selling stockholders.
- Represented a special purpose acquisition company in connection with the completion of its \$56 million tender offer for shares of its Common Stock, enabling the company to consummate its initial business transaction.
- Represented a leading manufacturer and marketer of bare and plated copper wire products in connection with its tender offer to purchase for cash any and all of its 9.75% Senior Secured Notes due 2015.
- Represented a leading manufacturer and marketer of bare and plated copper wire products in connection with its issuance of \$250 million of 8.500% Senior Secured Notes due 2017 in a Rule 144A and Regulation S offering.
- Advised Chuy's Holdings, Inc., a fast-growing, full-service restaurant concept offering a distinct menu of authentic, freshly prepared Mexican and Tex Mex inspired food, in connection with its \$87.2 million initial public offering of Common Stock.
- Represented a producer of fabricated aluminum products in connection with its issuance of \$225 million of 8.250% Senior Notes due 2020 in a Rule 144A and Regulation S offering and its related exchange offer.
- Represented one of the world's largest engineering, procurement, and construction firms in connection with its issuance of \$500 million of 3.375% Senior Unsecured Notes due 2021.
- Represented a leading manufacturer and marketer of wire products in connection with its issuance of \$100 million of 11.50% /12.50% Senior PIK Toggle Notes due 2015 in a Rule 144A and Regulation S offering.

Recent Experience

Representing Chuy's Holdings in its US\$605M Sale to Darden Restaurants

Granite Construction Incorporated Closes \$373.75M Offering of Convertible Senior Notes
American States Water Co. \$200M At-The-Market Offering
NexPoint Storage Partners Completes \$5.3M Exchange of Series E Preferred Stock for Series F Preferred Stock
NexPoint Storage Partners Closes \$71.7 Million Private Offering of 8.50% Series F Cumulative Redeemable Preferred Stock
NexPoint Real Estate Finance Closes \$15M Follow-On Offering of 5.75% Senior Unsecured Notes Due 2026
NexPoint Real Estate Finance, Inc. Launches US\$400M Continuous Offering of 9.0% Series B Cumulative Redeemable Preferred Stock
Crowe LLP's Carveout Sale of its Health Care Consulting Business
VineBrook Homes Trust Closes Internalization of Manager
VineBrook Homes Trust Closes \$63.7 Million Private Offering of 9.50% Series B Cumulative Redeemable Preferred Stock

Recognitions

- "Rising Star," *California Super Lawyers* (2018, 2021-2024)
- "Rising Star," *Texas Super Lawyers* (2014-2018, 2021-2024)
- Key Lawyer in the 2022 edition of *The Legal 500 US*
- "Ones to Watch," *Best Lawyers* (2021)
- "Best Lawyers in Dallas," *D Magazine* (2015-2016)

Credentials

EDUCATION

Justin received his B.S., *cum laude*, from the University of Southern California. He earned his J.D., *magna cum laude*, from Southern Methodist University Dedman School of Law where he was inducted into the Order of the Coif.

ADMISSIONS

- California
- Texas

Related Insights & News

Speaking Engagements

- Speaker, "Preparing to be Public: Corporate Governance Considerations," Orange County Bar Association, Corporate Counsel Section, Newport Beach, CA, June 2019

- Presenter, “Corporate Governance and SEC Developments,” Association of Corporate Counsel, Dallas, TX, February 2019
 - Speaker, “Activism and Corporate Governance Update,” Orange County Bar Association, Corporate Counsel Section, Newport Beach, CA, November 2018
 - Presenter, “Preparing for the 2016 Proxy Season,” Dallas Bar Association, Dallas, TX, January 2016
 - Guest Lecturer, “The Fundamentals of Securities Law,” University of Texas-Dallas, Dallas, TX, March 2015, July 2015, October 2015, and July 2016
 - Presenter, “Preparing for your Annual Meeting – Developments in Compliance and Corporate Governance,” Dallas Bar Association, Dallas, TX, January 2013
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SPONSORSHIP

Winston & Strawn Sponsors Nareit’s REITwise 2025 Law, Accounting & Finance Conference

MARCH 25, 2025

SPONSORSHIP

Winston & Strawn Sponsors 37th Annual Roth Conference

MARCH 16, 2025

BLOG

SEC Issues New Guidance on Exclusion of Shareholder Proposals

FEBRUARY 28, 2025

BLOG

SEC Issues New Guidance on Eligibility to File Schedule 13Gs

FEBRUARY 24, 2025

SPONSORSHIP

Winston Sponsors Nareit’s REITwise: 2024 Law, Accounting & Finance Conference

MARCH 19, 2024

SPONSORSHIP

Winston Sponsors 36th Annual ROTH Conference

MARCH 17, 2024

BLOG

Navigating the Application of a Clawback Policy to Restatements and Recovery Periods Before October 2, 2023

FEBRUARY 29, 2024

BLOG

Human Capital Disclosures after the Supreme Court’s Recent Affirmative Action Decision

FEBRUARY 12, 2024

SPONSORSHIP

Winston & Strawn Sponsors Nareit's REITwise 2023

MARCH 21-23, 2023

BLOG

SEC Adopts Final Compensation Clawback Rules; Companies Should Begin Preparing for New Requirements

NOVEMBER 7, 2022

RECOGNITIONS

Winston & Strawn Recognized in *The Legal 500 U.S.* 2022

JUNE 8, 2022

SPONSORSHIP

Winston Sponsors NaREIT: REITworks 2021 Virtual Conference

SEPTEMBER 20-23, 2021

Capabilities

Transactions

Capital Markets

Public Companies