



Winston offers a comprehensive cross-practice area Public Company Advisory Group, which leverages the collective experience of our Capital Markets and Securities, M&A, Employee Benefits & Executive Compensation, Intellectual Property, Labor & Employment, Complex Commercial and Securities Litigation, and Tax practices, to advise our clients on the wide range of issues they face as public companies. With extensive experience providing top-tier legal counsel to our clients, we have cultivated a deep reservoir of knowledge in SEC reporting and compliance, capital markets, executive compensation, and corporate governance matters, earning the trust of numerous public company clients as their legal advisors in these critical areas.

#### **CLIENT-CENTRIC APPROACH**

At Winston, our dedication to client success drives every aspect of our practice. We recognize that each public company's needs are unique, and we tailor our approach to providing legal services accordingly. By collaborating closely with our clients, we build lasting partnerships founded on trust and a shared commitment to achieving exceptional outcomes.

Our Public Company Advisory Group offers a steady guiding hand, ensuring that our clients navigate challenges with confidence, make informed decisions, and seize opportunities for growth in today's dynamic business landscape. Our experienced attorneys are well-equipped to guide clients through the complexities of corporate governance, securities law, the evolving regulatory environment, and strategic transactions.

#### **GUIDING EXCELLENCE IN PUBLIC COMPANY MATTERS**

Our adept team consists of a diverse group of skilled attorneys throughout the firm who collaborate with each other to deliver pragmatic guidance to clients across all areas of the law faced by a public company. This spans from day-to-day operations matters, securities transactions, and reporting commitments to corporate governance matters

arising within strategic M&A undertakings, management succession planning, change-in-control events, executive and board compensation, takeover defenses, and corporate litigation.

## LITIGATION AND STRATEGIC ADVISORY

In an environment of increasing scrutiny, our litigators possess the skills and experience necessary to represent public companies in various legal actions and advisory matters. From federal securities class actions to shareholder derivative suits, litigation linked to mergers and acquisitions, proxy contests, adversarial proceedings in bankruptcy, state corporate law litigation and trials in Delaware and other jurisdictions, breach of fiduciary duty claims, ERISA class actions, government investigations and enforcement, capital markets and investment banking liability, corporate governance advisory, and auditor liability, we vigorously defend our clients' interests and mitigate potential legal challenges, frequently, early on in the transaction planning phase before any litigation has developed.

## NAVIGATING CAPITAL MARKETS AND BEYOND

Our clients frequently access both public and private institutional capital markets to fund their enterprises. We routinely advise on capital markets offerings and various transactions related to securities, encompassing public and private equity and debt offerings, spin-offs, stock repurchase programs, liability management, and refinancing. Our in-depth familiarity with clients' operations, business goals, and public disclosures, honed through close collaboration on SEC filings and other disclosures, equips us to strategically advise them on a wide range of transactions. We work closely with our clients to draft transaction documents that include vital disclosures required for capital markets transactions, ensuring efficiency and timeliness, particularly when time-to-market for an offering is critical to the client's plans.

## A HOLISTIC APPROACH TO CLIENT SUCCESS

Supported by our broader corporate transactional practices, our team of Public Company Advisory Group attorneys are able to bring to bear the entire firm's experience in mergers and acquisitions, finance, real estate, tax, intellectual property, environmental, restructuring and insolvency, and litigation to our representation of public companies. This collaborative approach enables us to guide our public company clients in a comprehensive manner through every phase of their lifecycle, safeguarding their legal interests while facilitating their growth and evolution.

## Key Contacts

[J. Eric Johnson](#)

[Michael J. Blankenship](#)

[David Sakowitz](#)

[Sey-Hyo Lee](#)

[Charles T. Haag](#)

## Related Capabilities



Mergers & Acquisitions

Litigation/Trials

Private Equity

Real Estate

Restructuring & Insolvency

Securities, M&A & Corporate Governance Litigation

Structured Finance

Tax

Transactions

## Recent Experience

Veradigm Acquisition of Koha Health

Arthur J. Gallagher & Co.'s Acquisition of Cadence Insurance, Inc.

NexPoint Real Estate Finance, Inc. Launches US\$400M Continuous Offering of 9.0% Series B Cumulative Redeemable Preferred Stock

Arthur J. Gallagher Acquisition of Clements Worldwide

## Resources

[Capital Markets & Securities Law Watch](#)

[Public Company Gateway](#)

## Related Insights & News

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Beyond the Finish Line: Navigating IPOs and M&A

MAY 2, 2024

### SPONSORSHIP

Winston & Strawn Sponsors Sidebar Summit

APRIL 24, 2024

### ARTICLE

A Look At Recent Challenges To SEC's Settlement 'Gag Rule'

APRIL 4, 2024

### BLOG

## SEC Grants No-Action Relief to Companies Seeking to Exclude Director Resignation Bylaw Proposals on State-Law Grounds

APRIL 3, 2024

### **BLOG**

## SEC Charges Skechers with Failure to Disclose Related Person Transactions

APRIL 1, 2024

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## Winston Sponsors 36th Annual ROTH Conference

MARCH 17, 2024

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## Second Circuit's Holding That Syndicated Loan Notes Are Not Securities Stands; U.S. Supreme Court Denies Petition for Writ of Certiorari in Kirschner

MARCH 7, 2024

### **BLOG**

## SEC Adopts Final Climate-Related Disclosure Rules

MARCH 6, 2024

### **ARTICLE**

## Managing the Energy Transition: Oil & Gas Industry Response

MARCH 1, 2024

### **BLOG**

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

FEBRUARY 29, 2024