

Jesse Cuevas

Of Counsel

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Jesse is a distinguished attorney focused on capital markets and related transactions, with a robust background in navigating complex equity and debt financings, M&A transactions, and the energy transition. He represents private equity firms, private investment funds, investment banks, and issuers seeking to raise capital, particularly through the public equity and private credit markets.

He was also an M&A banker at Lazard Middle Market and has in-house experience in water, sustainability projects, and impact investing.

Jesse has extensive experience managing legal and compliance issues related to the financial capital markets, including structuring and executing equity and debt financing transactions, M&A and divestitures, and loan transactions. His experience spans all aspects of capital market transactions, including emerging growth issues, initial public offerings, high-yield debt offerings, and special situations investments. Jesse has advised clients across a variety of industries, with a particular focus on energy, healthcare, fintech, AI, cryptocurrencies, biotech, digital entertainment, and electric vehicle manufacturing. He is also skilled in negotiating license agreements, handling intellectual property matters, addressing regulatory and compliance issues, and leading reorganization transactions.

Key Matters

EQUITY OFFERINGS REPRESENTATION

- Makena Capital in its public secondary offering of KKR Real Estate Finance Trust (KREF) shares*
- MatlinPatterson in its public secondary offering of CalAtlantic Homes (CAA) shares*
- Blue Coat Systems, in its dual-track IPO and sale process, which concluded with a \$4.6 billion sale to Symantec*
- The underwriters of multiple public and private equity offerings by Lexicon Pharmaceuticals (LXRX)*
- The underwriters of the public secondary offering of Evercore Partners (EVR) shares*
- Secondary Sellers in the TerraForm Global IPO (TERP – NASDAQ)*
- The underwriters of the Entellus Medical IPO (ENTL – NASDAQ)*
- ContraFect Corp in its IPO (CFRX – unit deal – NASDAQ)*
- The underwriters of the Cobalt Energy IPO (CIE – NYSE)*
- The underwriters of the Kosmos Energy IPO (KOS – NYSE)*
- Miller/Howard High Income Equity Fund in its IPO (HIE – closed end fund – NYSE)*
- InRetail Peru Corp in its IPO (INRETC1 – Lima Stock Exchange)*
- ContraFect Corp (CFRX) in its initial PIPE offering*
- The underwriters in follow-on public offerings for Cobalt International Energy (CIE) shares*
- The underwriters in follow-on public offerings for Kosmos Energy (KOS) shares*
- The underwriters in public offerings of shares, and a public offering of units and warrants to purchase shares, of xG Technology (XGTI)*
- The Bank of Chile (BCH) and selling stockholders in their secondary public offering of shares (Chile)*

DEBT OFFERINGS AND LIABILITY MANAGEMENT TRANSACTIONS REPRESENTATION

- Genstar Capital in a \$300,000,000 Rule 144A/Reg S offering of high-yield bonds in connection with its acquisition of Tekni-Plex, a developer of specialty packaging products*
- The Blackstone Group in a \$1 billion Rule 144A/Reg S offering of high-yield bonds in connection with the creation of a new healthcare IT joint venture between Change Healthcare Holdings, Inc. and McKesson Corporation*
- McAfee LLC in its \$4.75 billion debt refinancing, after the business was acquired by TPG Capital from Intel Corporation*
- Stanford University in multiple public offerings of senior notes (taxable and tax-exempt)*
- Stanford Health Care in multiple public offerings of senior notes*
- Pepperdine University in multiple public offerings of senior notes (taxable and tax-exempt)*
- Bain Capital and its portfolio company The Gymboree Corporation in its debt tender offer and internal restructuring transactions*
- The underwriters in multiple senior notes offerings by eBay, Royal Caribbean Cruises, CSX and Avon Products*
- The underwriters in sovereign debt issuances by Bolivia, Uruguay, El Salvador and Venezuela*

- Tops Holding Corporation, Tops Holding II Corporation and Tops Markets, LLC in multiple issuances of secured high yield bonds and multiple debt tender offers and consent solicitations*
- Intercorp Peru in several senior notes offerings (Peru)*
- InRetail Shopping Malls and InRetail Consumer in senior guaranteed notes offerings, debt tender offers and consent solicitations (Peru)*
- Stanford University and The Bank of Chile in their Commercial Paper and Medium Term Notes programs (Chile)*

M&A TRANSACTIONS REPRESENTATION

- Developed and financed water treatment facilities in Texas, California, New York and Sweden, including direct air capture and green steel facilities*
- Acquired six water utility companies in Arizona and Texas in roll-up strategy*
- Structured and negotiated joint ventures for asset investment programs with Fluence Corp Ltd., Aquatech International LLC and others*
- Structured and negotiated control acquisitions or Series A equity investments into Above Data, Inc., APT Water LLC, Verbotics AI, Industry Training LLC, Elevate Brands, BetterHealth Care Inc., Spesana Inc., The Vets Holding Inc., Second Front Systems, Inc., Moment Health Inc., Offline Labs, LLC and various investment funds, subsidiaries and special purpose vehicles*
- TPG Capital in its \$4.2 billion acquisition of the McAfee Security business from Intel Corporation*
- Genstar Capital in its \$1 billion acquisition of Tekni-Plex, Inc.*
- The Blackstone Group in its creation of a healthcare joint venture between Change Healthcare and McKesson Corporation*
- Blue Coat Systems, in its dual-track sale and IPO process, which concluded with a \$4.6 billion sale to Symantec*
- ALJ Regional Holdings in its acquisition of Phoenix Color from Visant Corporation*
- Time Warner in the spin-off of Time Warner Cable*
- Lazard Ltd. in its acquisition of Goldsmith Agio Helms*
- Lazard Ltd. in its acquisition of Carnegie Wylie (Australia)*

Credentials

ADMISSIONS

- California
- New York

LANGUAGES

- Spanish

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Capabilities

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|--|------------------------|--------------------|--------------------------|-------------------|
| Capital Markets | Corporate Governance | Debt Finance | Environmental | Finance |
| Fund Finance | Mergers & Acquisitions | Private Equity | Private Investment Funds | |
| Project Finance | Public Companies | Structured Finance | Transactions | |
| Cryptocurrencies, Digital Assets & Blockchain Technology | | | Energy | Energy Transition |
| Financial Services | Infrastructure | | | |