



## Sean Kelly

Partner

New York  
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**Sean advises clients on structured finance transactions involving a broad range of asset classes.**

Sean focuses on Rule 144A, Regulation S and 4(a)(2) asset-backed securitizations, term and warehouse asset-based financings, forward flow arrangements as well as repurchase facilities. His experience with various esoteric assets includes PACE assessments, equipment, unsecured consumer loans, insurance commission receivables, life insurance policies, film distribution rights, subprime auto loans, shipping containers, mortgages, railcars, and aircrafts. Sean advises numerous industry participants, including underwriters, issuers, investors, liquidity providers, borrowers, lenders, and rating agencies. He also has represented financial institutions in fund finance as well as working capital transactions.

In addition to Sean's extensive finance experience, his diverse legal background includes advising corporate clients on government and regulatory affairs, serving as a federal law clerk, and litigating complex commercial matters.

## Recent Experience

KeyBank N.A. Seventh Amendment of an ABL Receivables Credit Facility

Petros PACE Finance, LLC's Sale to Athene Holding Ltd.

Dominion Financial Services: Mortgage-Backed Notes Series 2021-1

Liberty Commercial Finance Private Placement of US\$30M of Unsecured Notes

Petros-Barclays Warehouse Facility for C-PACE Assets

Liberty Commercial Finance Investment from Copley Equity Partners

## Recognitions

- *Best Lawyers: Ones to Watch in America*, Banking and Finance Law, 2021-2022
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## Activities

- Member, Equipment Leasing and Finance Association (ELFA), Energy Subcommittee, 2021
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## Credentials

### EDUCATION

Sean received his B.S., *cum laude*, in 2002 and his M.A., *cum laude*, in 2003 from Rutgers University. He received his J.D. in 2008 from Georgetown University Law Center.

### ADMISSIONS

- New Jersey
- New York

### CLERKSHIPS

- USDC - District of New Jersey for the Honorable Lois H. Goodman

## Related Insights & News

- Panelist, "Underwriting & Legal: C-PACE Credit Underwriting and the Legal Closing Process," PACENation, June 2021
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### SPONSORSHIP

Winston & Strawn Sponsors, Partners Speak at SFVegas 2024

FEBRUARY 25, 2024

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### SPONSORSHIP

Winston & Strawn Sponsors ABS East Conference 2023

OCTOBER 23, 2023

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## PRO BONO IN ACTION

Winston Helps Black Farmers Obtain Up to \$500,000 to Help Remediate USDA's Discriminatory Lending Practices  
SEPTEMBER 26, 2023

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## SPONSORSHIP

Winston & Strawn Sponsors, Attorneys Speak at DealCatalyst's Specialty Lender Finance Conference 2023  
SEPTEMBER 18, 2023

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## SPONSORSHIP

Winston & Strawn Sponsors, Partners Speak at SFVegas 2023  
FEBRUARY 26 - MARCH 1, 2023

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## RECOGNITIONS

Winston & Strawn Attorneys Recognized in *Best Lawyers: Ones to Watch in America 2022*  
AUGUST 19, 2021

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## PRESS RELEASE

Winston & Strawn Names 11 New U.S. Partners  
DECEMBER 16, 2020

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## RECOGNITIONS

Winston & Strawn Attorneys Recognized in *Best Lawyers: Ones to Watch 2021*  
AUGUST 20, 2020

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## RECOGNITIONS

Winston Recognized in *Airfinance Journal's Guide To Lawyers 2020*  
AUGUST 3, 2020

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## IN THE MEDIA

Winston Pro Bono Work on Conviction Sealing Featured in *The New York Times*  
JULY 4, 2018

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## Capabilities

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Transactions

Debt Finance

Fund Finance

Finance

Structured Finance

Automotive & Mobility

Financial Services

Maritime & Admiralty