



## Corporate Finance, Governance & Securities

### SECURITIES

Foster Swift attorneys have extensive experience representing issuers, underwriters, and lenders in offerings of debt, equity, and other financial instruments. Our clients range from start-ups to small cap publicly-traded companies. From venture capital financing and private placements to IPOs, our attorneys have the skills and experience required to meet your needs.

Our attorneys frequently advise on numerous federal and state laws, including the Securities Act of 1933, the Securities Exchange Act of 1934, the Sarbanes-Oxley Act of 2002, the Dodd-Frank Wall Street Reform and Consumer Protection Act, the Michigan Uniform Securities Act (2002), and the rules of various stock exchanges, including the NYSE and NASDAQ.

Specifically, some of our areas of expertise include:

- Private Placements
- Registered Offerings
- Blue Sky Compliance
- Broker/Dealer Registrations and Compliance
- SEC Filings, including registration statements and Forms 10-K, 10-Q and 8-K
- Proxy Solicitations
- Investment Advisor Registration and Compliance

### CORPORATE GOVERNANCE

The demands of proper corporate governance have increased in recent years. Foster Swift attorneys regularly advise public and private companies, boards of directors, and executive officers regarding the entire spectrum of corporate governance issues, including fiduciary duties, shareholder relations, and compliance with federal and state regulations.

Specifically, some of our areas of expertise include:

- Fiduciary Duties
- Conflicts of Interest
- Shareholder Proposals

### ATTORNEYS

#### Shareholder

Matt G. Hrebec

### RELATED PRACTICES

Finance, Real Estate & Bankruptcy Law

Financial Institution Law

Financial Institution Regulation & Compliance

Public Finance - Bond

- Articles and Bylaws
- Boards of Directors Nominations
- Audit Committee Oversight Duties
- Internal Controls
- Compensation Committee Duties and SEC Compliance
- Shareholder Relations

Foster Swift has been named a Tier 1 firm in **Corporate Governance Law** in Lansing by *U.S. News – Best Lawyers®* "Best Law Firms" in 2014, 2016, 2017, 2018, 2019, 2020 and 2021.

### **CORPORATE FINANCE**

Foster Swift has an experienced and skilled corporate finance practice. Our clients include private and publicly-traded businesses in their roles as borrowers, lenders, investors, buyers, and sellers. We regularly represent corporations, investment funds, banks, and equity investors in an array of financing transactions.

Specifically, some of our areas of expertise include:

- Venture Capital and Angel Investment
- "Going Private" Transactions
- Mezzanine Financing
- Traditional Secured and Unsecured Bank Debt
- Bond Financings
- Joint Ventures
- Recapitalizations and Restructurings

### **PUBLICATIONS & ALERTS**

Corporate Transparency Act: Big Brother is Now Watching Small Businesses, *Focus Magazine - Lansing Regional Chamber of Commerce*, December 12, 2022

Year End Budgeting and Housekeeping Best Practices for Businesses, *Foster Swift Business & Tax Law News*, October 27, 2022

Funding Capital Improvement Projects: Financing Options for Michigan Libraries, *Foster Swift Municipal Law News*, February 12, 2019

UCC Article 9 Revised Effective as of July 1, *Foster Swift Business & Corporate Law Report*, July 23, 2013

SEC Proposes Rules to Permit General Solicitation for Private Placement Offerings Limited to Accredited Investors, *Foster Swift Business & Corporate Law Report*, September 7, 2012

JOBS Act Aims to Ease Access to Capital, *Foster Swift Business & Corporate Law Report*, May 2, 2012

SEC Issues New Rule on Accredited Investors, *Foster Swift Business & Corporate Law Report*, May 2012



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**NEWS**

Foster Swift Best Lawyers® 2023 "Ones to Watch", *Best Lawyers in America*, August 18, 2022

Best Lawyers® 2022 "Lawyer of the Year", August 19, 2021

Foster Swift Attorneys Named to 2022 Best Lawyers in America®, August 19, 2021

Nine Attorneys Listed as Top Lawyers 2020, *Grand Rapids Magazine*, December 11, 2020

Foster Swift Listed in "Best Law Firms" 2021, *Best Lawyers*, November 5, 2020

Eight Foster Swift Attorneys Included in GR Magazine Top Lawyers 2019, *Grand Rapids Magazine*, December 2, 2019

Foster Swift Listed in Best Lawyers® "Best Law Firms" 2020, November 1, 2019

Foster Swift Rated Tier 1 in 27 Practice Areas in Best Lawyers® "Best Law Firms", November 1, 2018

44 Foster Swift Attorneys Named to 2016 Best Lawyers in America® Roster, August 21, 2015

Foster Swift Attorney Randall Harbour named to position in the American Bar Association, August 20, 2013

Iris Linder Weighs in on Crowdfunding, "*Join the crowd - with caution*" - *Michigan Lawyers Weekly*, April 30, 2012

**EVENTS**

Environmental Impacts to Consider in Business Brokerage Activities, *Michigan Business Brokers Association*, May 4, 2023

State Corporate Rights in Bankruptcy, *United States Trustee Regional Training*, May 11, 2022

The New Michigan Uniform Securities Act, *ICLE Seminar*, October 2009

Bridge Financings of Emerging Growth Companies – What Lawyers Representing Investors and Companies Need to Know, *ABA Annual Meeting*, August 2008

The Winning Legal Strategies for Doing VC Deals Conferences, *Reed Logic (audio/print seminar)*, 2006

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