



JANICE V. SHARRY

Partner

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PRACTICES: Energy, Power and Natural Resources, Capital Markets and Securities, Corporate Governance, Mergers and Acquisitions, Corporate Strategic M&A, Shareholder Activism, Project Finance and Development, Public Company Transactions, Energy Investment Funds and MLPs, Investment Management, Corporate, Canada, Procurement and Supply Chain Management, Food, Beverage and Restaurant; **INDUSTRIES:** Aviation, Hospitality; **TRENDING ISSUES:** IPO Readiness Program

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Jan Sharry has been recognized by *Chambers USA*, *Chambers and Partners*, 2008-2020, as a leading corporate securities and mergers and acquisitions lawyer. Over the course of her distinguished career, Jan has served as a trusted advisor to numerous corporations (public and privately held) and private equity firms navigating complex multi-national transactions and capital raises. For more than 35 years, her straightforward, common sense approach to difficult negotiations and legal issues has provided executives and their boards with creative and workable solutions aimed at achieving timely, cost-effective results.

EDUCATION AND CLERKSHIPS

- J.D., Southern Methodist University Dedman School of Law, 1977, *magna cum laude*; Order of the Coif; Research Editor, *Southwestern Law Journal*
- B.A., Knox College, 1973, *cum laude*; Phi Beta Kappa

Whether Jan is negotiating large transactions for companies such as American Airlines Group, Inc., WhiteWave Foods or Rise Energy, advising a Board of Directors or one of its committees on fiduciary duty or conflicts issues, assisting in an initial public offering for companies such as Matador Resources Corporation, providing counsel for the issuance of new debt or equity securities, advising public companies on their SEC filings and press releases, counseling companies dealing with disgruntled shareholders, or assisting private equity firms in their acquisition, divestiture or restructurings of portfolio companies, Jan is regularly sought after by clients seeking guidance on some of their most important matters and transactions.

ADMISSIONS

- Texas

Jan's value to her clients is evident in the way she approaches their matters. Jan recognizes that project management and communication skills are essential in delivering the best possible work product to clients at the lowest possible price point. Jan is never interested in promoting a viewpoint or position that does not further the end result desired by her clients. As a result, Jan knows that the first step in any successful representation is to listen to clients in order to gain an understanding of their goals and strategy. Armed with this understanding, Jan is able to devise a plan and a team tailored to meet a client's particular business needs and objectives. Once a plan is formulated, Jan communicates frequently with her clients in order to make any necessary adjustments to strategy and approach called for by the situation.

Jan's legal talents are bolstered by her impressive resume of experience across a wide array of industries including experience in the energy, aviation, healthcare and food industries. Jan's experience includes work on many transactions having a value in excess of \$1.0 billion and others which involve crisis situations or "bet the company" type issues. Not surprisingly, Jan is well-known by many in the C-suite and on the Boards of some of the country's most successful businesses. Jan's experience with the issues faced by these

businesses has made Jan a sought after author and speaker on issues such as crisis management, negotiating tactics, achieving win-win situations, women in the boardroom, and issues relating to fiduciary duties and securities compliance. Jan is also a frequent contributor to the *Huffington Post* on leadership issues.

Outside of the firm, Jan is an active member of the Executive Women's Roundtable (having served as their chair for a number of years) and serves on the Steering Committee of the Women of Tocqueville for the United Way and the Executive Leadership Team for the Go Red for Women Luncheon. Jan also currently serves on the Board of Directors of the Dallas Women's Foundation, is the Chair of the Dallas chapter of the International Women's Forum, and serves on the Board of Trustees at Knox College.

Selected Client Representations

- Represented The WhiteWave Foods Company in its \$195 million acquisition of So Delicious Dairy Free.
- Represented The WhiteWave Foods Company in its \$600 million acquisition of the organic food brand, Earthbound Farm, from its existing shareholders, Kainos Capital and founders Drew and Myra Goodman.
- Advised American Airlines in connection with: A twelve-year Capacity Purchase Agreement (CPA) with Republic Airways Holdings, the first large regional jet service deal of its kind in American's history; A four-year CPA with Sky West Airlines, Inc. to handle various flights with regional aircraft on behalf of American.
- Advised Rise Energy Partners, LP in the sale of its interests in various oil and gas producing properties offshore southern California to Memorial Production Partners LP for more than \$270 million.
- Represented Service King Collision Repair Centers in the sale of its operations to a private equity fund managed by The Carlyle Group.
- Represented Matador Resources Company, an independent oil and gas company, in its initial public offering of \$178.6 million of common stock, including shares sold by the selling shareholders.
- Led deal team that represented Panda Power funds in its secured financing for the development of natural gas-fired

power plants in Temple and Sherman, Texas. Recognized as the 2012 North American Merchant Power Deal of the Year by *Project Finance*.

- Represented a Fortune 100 company in the acquisitions of publicly-held corporations and other entities both in and outside of bankruptcy.
- Represented a NYSE listed company in the sale of senior notes and preferred stock and the refinancing of senior credit facility.
- Represented a NASDAQ listed oil and gas exploration company in the acquisition of a Toronto Stock Exchange listed oil and gas exploration and production company.
- Represented a leveraged buy-out group in a number of strategic acquisitions, including acquisitions of oil and gas, healthcare, aviation and retail operations.
- Represented a Fortune 100 company in three separate divestitures of non-strategic subsidiaries.
- Represented various companies in the acquisitions of television and radio stations.
- Represented New York-based investment banking firms in underwritten equity and debt offerings (including initial public offerings and Rule 144A transactions).
- Counseled a project development corporation in the formation of a joint venture for the development of Texas merchant power plant and various acquisitions.
- Advised a number of large investment partnerships with investments in various companies, including investments in publicly-held entities, technology-related investments and other venture capital transactions.
- Represented various companies in proxy contests (both offensively and defensively) and in designing various anti-takeover mechanisms and strategies.
- Represented NYSE, AMEX and NASDAQ listed companies in capital raising activities, both in the United States and internationally.

Professional Recognition

- Named in *The Best Lawyers in America*, Woodward/White, Inc., for Corporate Law, 2006-2020
- Recognized by *Chambers USA*, Chambers and Partners, as one of the leading practitioners in Texas for Corporate/M&A, 2008-2020; Capital Markets: Debt and Equity, 2014-2015

- Named a *Texas Super Lawyer*, Thomson Reuters, 2003-2019
- Recognized in *Legal 500 U.S.*, 2020
- Selected for inclusion in *Dallas Business Journal's* list of Who's Who in Energy, American City Business Journals, 2015
- Named one of the Best Lawyers in Dallas by *D Magazine*, D Magazine Partners, 2003-2012, 2015, 2019
- Named by *Lawyer Monthly Magazine*, Parity Media Ltd., to the Women in Law Awards, 2014
- Recognized by *D Magazine*, D Magazine Partners, as one of DFW's Top M&A Dealmakers, 2014
- Named as 2013 Dealmaker of the Year, *Dallas Business Journal's* M&A Awards, American City Business Journals, 2013
- Named one of the top 2013 Women in Business by *Dallas Business Journal*, American City Business Journals, 2013
- Selected for the *International Who's Who of Aviation Lawyers* in *Who's Who Legal*, Law Business Research Ltd., 2010 and 2012
- Named one of the Best Women Lawyers in Dallas by *D Magazine*, D Magazine Partners, 2010
- Named one of the Top 50 Women Lawyers in Texas, Thomson Reuters, 2005 and 2007
- Named a "Top Notch" Lawyer for Mergers and Acquisitions and Corporate Securities by *Texas Lawyer*, ALM Media Properties, LLC, 2007
- M&A Award for Best Contribution By a Law Firm for Aviall-Boeing transaction, *Dallas Business Journal*, American City Business Journals, 2007
- Atlas Award for Turnaround Deal of the Year (above \$100 million), 2009
- *Martindale Hubbell Law Directory* with a Peer Review Rating of AV Preeminent
- Executive Women's Roundtable of the Dallas Chamber of Commerce
- Board of Directors, Dallas Women's Foundation
- Board of Trustees, Knox College
- State Bar of Texas, Business Law Section
- American Bar Association, Committees on Securities Regulation, Privately Negotiated Acquisitions, and Model Trust Indenture

Professional and Community Activities

- Steering Committee, Women of Tocqueville for the United Way
- Executive Leadership Team, Go Red for Women Luncheon
- 2013-2014 President, International Women's Forum, Dallas Chapter
- Former Chairman and Member of the Board of Directors,