



Gregory R. Samuel

Partner

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PRACTICES Capital Markets and Securities, Mergers and Acquisitions, Corporate Governance, Corporate, FinTech Virtual Currency and Blockchain, Higher Education, Emerging Companies and Venture Capital

Greg Samuel has more than 30 years of experience advising both public and private companies in the areas of corporate securities and mergers and acquisitions. He also represents investment banks as underwriters and placement agents in capital markets transactions. Greg cares deeply about his clients and delivers strategic solutions and comprehensive advice to help them achieve their goals.

Clients rely on Greg's experience in the areas of securities and public filings, including initial and secondary public offerings, Rule 144A offerings, Regulation A offerings, rights offerings, private placements, securities law compliance, and corporate governance. Greg also has counseled a multitude of buyers and sellers of public and private companies through multimillion-dollar mergers and acquisitions.

Greg was selected for inclusion *The Best Lawyers in America* for corporate law, 2006-2022 (Woodward/White, Inc.), and was chosen as one of *D Magazine's* "Best Lawyers in Dallas," 2007-2009 and 2011-2021 (D Magazine Partners).

Greg is a Life Fellow of the Texas Bar Foundation, an honor that recognizes his outstanding contributions to the legal profession and commitment to the community. He is also a member of the board of trustees of Christian Care Centers, Inc.

QUALIFICATIONS

EDUCATION

- J.D., Vanderbilt University Law School, 1985, Articles Editor, *Vanderbilt Law Review*, 1984-1985
- B.B.A., Abilene Christian University, 1982, *summa cum laude*

ADMISSIONS

- New York
 - Texas
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PUBLICATIONS AND SPEAKING ENGAGEMENTS

- “Legal Considerations in Connection with IPOs,” speaker, KPMG LLP IPO Bootcamp, Dallas, Texas, November 8, 2019.
 - “IPO Readiness Program,” speaker, Dallas Growth Summit, Dallas, Texas, January 11, 2018.
 - “Cybersecurity,” panelist, SEC Hot Topics Institute, Dallas, Texas, September 14, 2017.
 - “Communications with Analysts and Investors,” speaker, Deloitte's Next Generation CFO Academy I, Westlake, Texas, September 12, 2017.
 - “Corporate Directors in the Post - ‘Great Recession’ Era - Have Their Fiduciary Duties Changed?” SMU Cox School of Business, January 20, 2015.
 - “The Role of Corporate Directors in Dealing with Shareholder Activism,” KPMG Audit Committee Roundtable, Dallas, Texas, June 2, 2014.
 - “IPO Preparation Seminar: What you need to know in 2012,” presentation co-sponsored by NASDAQ and Protiviti, February 29, 2012.
 - “Should I Take Personal Notes in Board Meetings?” Boardmember.com, August 6, 2010.
 - “Developments involving shareholder access and proxy statement disclosure,” co-author with Bill Nelson and William Stafford, *Journal of Securities Law, Regulation & Compliance*, Volume 3, Number 3, April 26, 2010.
 - “Board of Directors Guide 2010,” Co-Author, Haynes and Boone Presentation, March 2010.
 - “Preparing for the 2010 Annual Meeting: Developments Involving Shareholder Access and Proxy Statement Disclosure,” 32nd Annual Conference of the University of Texas School of Law on Securities Regulation and Business Law, Dallas, Texas, February 2010.
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PROFESSIONAL AFFILIATIONS AND ENGAGEMENTS

- Texas Bar Foundation, Life Fellow
 - Member, Board of Trustees, Christian Care Centers, Inc.
 - Presiding Officer, 37th Annual Conference on Securities Regulation and Business Law, University of Texas, 2015
 - Chairman of the Business Law Section of the State Bar of Texas, 2012-2013
 - Council of the Business Law Section of the State Bar of Texas, 2006-2008, 2010-2012
 - Chairman of the Corporations Committee of the Business Law Section of the State Bar of Texas, 2003-2006
 - Member, University Council of Abilene Christian University
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SELECTED CLIENT REPRESENTATIONS

- Engage2learn, a provider of professional development coaching and technology tools serving districts in the public K-12 market, in its sale of equity (recapitalization) to Leeds Equity Partners, a New York-based private equity firm.
- A \$105 million common stock offering for a publicly traded infrastructure company
- A \$50 million common stock offering for an online generosity company
- A \$285 million follow-on common stock offering for a publicly traded provider of human capital management software
- A \$300 million investment grade debt offering for a publicly traded flow management products manufacturer
- A \$92 million leveraged recapitalization dividend for a publicly traded international restaurant chain
- A \$271 million sale of an international provider of mobile video solutions for law enforcement to a publicly traded global leader in mission-critical communications for public safety and security

- A \$212 million issuance of debt and equity in connection with a prepackaged Chapter 11 reorganization of a satellite communications and telecommunications network infrastructure services company
 - A \$500 million investment grade debt offering for a publicly traded flow management products manufacturer
 - A \$102 million sale of certain wireless network deployment and wireline businesses for a telecom services provider
 - A \$61 million common stock offering for a publicly traded infrastructure company
 - A \$29 million stock-for-stock merger for a publicly traded social media company
 - A \$32 million sale of a medical device company
 - A \$144 million follow-on common stock offering for a publicly traded provider of human capital management software
 - A \$50 million sale of a professional services firm to an international consulting firm
 - A \$115 million initial public offering of a provider of human capital management software
 - A \$116 million acquisition of a publicly traded DIRECTV service provider
 - A \$100 million 144A offering of high yield debt for a telecom services provider
 - A \$168 million private placement of preferred stock for a publicly traded lighting manufacturer
 - A \$70 million sale of a publicly traded golf equipment manufacturer to an international sporting goods conglomerate
 - A \$225 million private placement of Senior Secured Notes for a telecom services provider
 - A \$227 million initial public offering for a diversified entertainment and communications company
 - A \$57 million follow-on common stock offering for a publicly traded provider of air freight charter services
 - A \$36 million initial public offering for a provider of air freight charter services
 - A \$28 million public offering for a regional restaurant chain
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AWARDS AND RECOGNITION

- Listed in *The Best Lawyers in America*, Woodward/White, Inc., for Corporate Law, 2006-2022
- Listed in "Best Lawyers in Dallas," *D Magazine*, D Magazine Partners, 2007-2009, 2011-2021
- Named a *Texas Super Lawyer*, Thomson Reuters, in Securities and Corporate Finance, 2003-2019
- Recognized as a Top Rated Lawyer in Securities Law by American Lawyer Media and Martindale Hubbell, 2013
- Listed in "Best Lawyers in America in Corporate Law," *Corporate Counsel* magazine, ALM Media Properties, LLC, 2006
- *Martindale Hubbell Law Directory* with a Peer Review Rating of AV Preeminent