



Rick A. Werner

Partner | Co-Chair - Capital Markets and Securities Practice Group

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PRACTICES Corporate, Capital Markets and Securities, Regulatory Compliance, Mergers and Acquisitions, Mining and Metals, Corporate Strategic M&A, Public Company Transactions, Emerging Companies and Venture Capital, Corporate Governance, Canada, Healthcare and Life Sciences, Life Sciences, Pharmaceuticals, Medical Device and Technology, Vehicle Electrification

Rick A. Werner is a member of the firm's Executive Committee and co-chairs the firm's Capital Markets and Securities Practice. Rick represents issuers, investment banks and investors in a wide range of corporate transactions that include securities offerings, cross-border listings, venture capital financings and other forms of private equity investment, mergers and acquisitions, joint ventures and recapitalizations. Rick also advises clients on general corporate matters, securities compliance and reporting, and securities exchange compliance.

Rick's experience with public and private securities offerings includes initial and secondary offerings of equity and convertible securities, "at-the market" offerings, rights offerings, registered direct offerings and private investments in public equity (PIPEs). Rick also advises clients on alternative public offering transactions such as reverse mergers, de-SPACs, spin-offs and direct listings.

QUALIFICATIONS

EDUCATION

- B.A., Dartmouth College, 1997
- J.D., University of California Los Angeles School of Law, 2000

ADMISSIONS

- California
 - New York
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PUBLICATIONS AND SPEAKING ENGAGEMENTS

- "8 Tips On Mining Disclosures For Foreign Issuers," co-author, *Law360*, November 6, 2023.

SELECTED CLIENT REPRESENTATIONS

- Represented Gold Royalty Corp., a precious metals-focused royalty and streaming company, in its \$90 million initial public offering and listing on the NYSE.
- Represented Pulmatrix, Inc., a clinical-stage biopharmaceutical company, in a reverse merger and financings that resulted in over \$100 million of gross proceeds.
- Represented AYRO, Inc., a designer and manufacturer of electric, purpose-built delivery vehicles, in a reverse merger and financings that resulted in approximately \$100 million of gross proceeds.
- Represented VBI Vaccines Inc., a biopharmaceutical company driven by immunology, in multiple financings for gross proceeds in excess of \$200 million.
- Represented Eightco Holdings, Inc., a leading technology-driven e-commerce company, in its public spin-off on to Nasdaq and related financings that resulted in \$42 million of gross proceeds.
- Represented PhaseRx, Inc., a biopharmaceutical company, in its \$18.5 million initial public offering and Nasdaq listing.
- Represented Purple Biotech Ltd., a clinical-stage company developing therapies that seek to overcome tumor immune evasion and drug resistance, in its Nasdaq listing and multiple financings for gross proceeds of approximately \$80 million.
- Represented RedHill Biopharma Ltd, a specialty biopharmaceutical company, in multiple financings for gross proceeds of approximately \$220 million.
- Represented Kolibri Global Energy Inc., a North American energy company focused on finding and exploiting energy projects in oil, gas, and clean and sustainable energy, in its “MJDS” dual listing on Nasdaq.
- Represented NanoVibronix Inc., a medical device company, in its initial listing on Nasdaq and multiple financings for gross proceeds of approximately \$20 million.
- Represented U.S. GoldMining Inc., an exploration and development company, in its \$20 million initial public offering and Nasdaq listing.