

Joseph A. Hoffman



Partner

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INDUSTRIES

Private Equity

PRACTICE AREAS

Private Equity
Corporate/Securities
Intellectual Property

EDUCATION

JD, 1981, honors, The University of Texas School of Law
BA, 1978, *summa cum laude*, St. Vincent College

ADMITTED

Texas 1981

Joe practices in all areas of corporate and securities laws, including representation of issuers in public and private offerings of securities in a variety of industries, corporate finance, mergers and acquisitions (domestic and foreign), recapitalizations and restructurings, and corporate governance and intellectual property related matters.

REPRESENTATIVE EXPERIENCE

- Represented public telecommunications company traded on NASDAQ-NMS in foreign placement of senior subordinated notes and warrants, acquisition of three interexchange carriers, and subsequent public offerings of securities
- Counsel to Nasdaq-NMS company regarding a tax-free spin-off
- Served as special counsel to NYSE board of directors determining strategic alternatives
- Counsel to private equity group in sale of software company to NASDAQ-NMS Fortune 100 technology company
- Counsel to issuers in public and private offerings of securities, including representation of golf equipment manufacturer/distributor in its initial public offering
- Counsel to private equity group in an acquisition of construction-related fabrication and distribution company, involving multiple levels of debt and equity financing, and its subsequent acquisition by a NYSE company
- Represented NASDAQ-NMS health products supply and distribution company in a number of acquisitions of domestic and foreign distributors
- Represented a family held business in a recapitalization and subsequent investment by a private equity group
- Represented public telecommunications company traded on NASDAQ-NMS with its acquisition by an NYSE company
- Advised public bank holding company traded on the AMEX in its acquisition by private company
- Represented NYSE bank holding company in connection with an FDIC-assisted reorganization and public rights offering
- Represented AMEX bank holding company in underwritten offering of common stock and trust preferred securities
- Represented private telecommunications company in its acquisition of a division of an international NYSE company

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- Advised clients in Pre IPO planning and restructuring matters

ARTICLES/PUBLICATIONS

- "Doing Deals: The Eight Traits of Successful Negotiators" Inside the Minds: ExecBlueprints, Aspatore Books (2005)
- "The Essential Dos and Don'ts of Acquisition Due Diligence" Inside the Minds: ExecBlueprints, Aspatore Books (2005)
- "The Legal Pitfalls of M&A Transactions" Inside the Minds: ExecBlueprints, Aspatore Books (2005)
- "Securities Regulations" Doing Business in Texas: A Guide for Foreign Investors Doing Business in the Lone Star State, First and Second Editions (2003)
- "The Power of Experience" Inside the Minds of Leading Deal Makers, Aspatore Books (2002)

BRIEFINGS, SEMINARS & SPEECHES

Keynote Speaker - National Investment Bankers Association Conference, Sarbanes-Oxley Act of 2002

Guest Lecturer - Securities Regulation, Edwin L. Cox School of Business, MBA Program

Speaker

- Audit Committee Legal Responsibilities, Audit Committee Breakfast Series
- Taking Your Company Public Seminar Protection of Intellectual Property Rights in International Commerce, Applied Manufacturing Conference
- Professional Development Program, Advanced Business Drafting Course, State Bar of Texas

PROFESSIONAL/CIVIC AFFILIATIONS

Member

- Dallas Bar Association (Corporate Counsel, Securities and Energy Practice Groups)
- State Bar of Texas (Business Law and Intellectual Property Law Sections)
- Texas Bar Foundation

Listed

- Client transaction awarded the "Retail Manufacturing/Distribution & Goods/Services Deal of the Year" at the M&A Advisor 5th Annual Financing Awards (2007)
- Finalist for Advisor on Best Merger or Strategic Deal for the July 2005 - June 2006 year at the 2006 Dallas Business Journal M&A Awards