

LEGAL EXPERIENCE

SECURITIES OFFERINGS AND COMPLIANCE

- Initial public offerings (IPOs); primary and secondary equity and debt offerings; private placements/Reg D offerings and exemptions.
- Rule 144 transactions.
- Equity forward sale agreements.
- Share repurchase plans.
- All SEC, NYSE and LSE reports and compliance.

GENERAL COMPLIANCE AND LITIGATION/ARBITRATION ISSUES

- Investment Company Act of 1940 ('40 Act), Investment Advisers Act of 1940 (IIA), Alternative Investment Fund Managers Directive (AIFMD) and Broker-Dealer compliance.
- Anti-Money Laundering (AML) and Foreign Account Tax Compliance Act (FATCA) compliance.
- Office of Foreign Assets Control (OFAC) and Foreign Corrupt Practices Act (FCPA) compliance.
- Sarbanes-Oxley (SOX), Dodd-Frank Wall Street Reform and Consumer Protection Act (Dodd-Frank), New York State Department of Financial Services Cybersecurity (NYSDFS), General Data Protection Regulation (GDPR) and Privacy Law.
- Health Insurance Portability and Accountability Act (HIPAA) compliance.
- Prudential Regulation Authority/Financial Conduct Authority (PRA/FCA) and Lloyd's of London market regulation/compliance.
- Oversight of all securities, tax, insurance, employment and commercial litigation, arbitration and audit matters, including participation in litigation and arbitration proceedings in the UK, US and Bermuda.

CORPORATE OPERATIONAL

- Formation and project management of business platforms and joint ventures in the US and Europe.
- Negotiation of real estate and IT lease/sub-lease and licensing agreements.
- Negotiation of Director & Officer (D&O), Errors & Omissions (E&O) and general liability and property insurance coverage.

CORPORATE AND CAPITAL MARKETS

- Negotiation and documentation of full range of structured finance/secured instruments and financial transactions, including credit facilities, asset-backed securities (ABS) and collateralized debt obligations (CDOs), catastrophe bonds/insurance-linked securities (ILS) and lease/sale-leaseback arrangements.
- Negotiation and documentation of derivative transactions using ISDA Master agreements.
- Negotiation of international and cross border transactions.
- Incorporation and licensing of corporations and partnerships in the US (Delaware), UK and offshore.

EXECUTIVE COMPENSATION

- 10b5-1 Share Sale Plans.
- 401(k) qualified and non-qualified deferred compensation plans.
- Long-term Incentive (LTIP) and equity-based compensation plans.
- Share option plans and director share plans.
- Executive compensation & benefits and executive service/employment agreements.

CORPORATE SECRETARIAL

- Preparation of materials and minutes for regular meetings of boards of directors and committees of NYSE- and LSE-listed companies.
- Preparation of proxy statements/annual reports and oversight of general/special shareholder meetings for private and SEC regulated companies.
- Preparation and review of annual D&O questionnaires and work associated with the qualification and independence of directors.