



Orazio Spulli

SENIOR COUNSEL

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OFFICE New York

Orazio Spulli focuses on securities and corporate finance, financial institution regulation and corporate matters.

He advises on initial public offerings, subsequent public offerings of equity, debt and hybrid securities, compliance with state and federal securities laws and regulations, mergers and acquisitions and corporate governance matters. He also counsels public companies on Sarbanes-Oxley and corporate governance issues. He is named in The Best Lawyers in America for corporate law and mergers and acquisitions.

His practice focuses on a full range of corporate activities including acquisitions, financings, reorganizations and mergers. In addition, he represents a number of international companies in their acquisitions and operations in the United States. Beginning in the early 1960s, he represented several start-up cable television

EDUCATION

Emory University School of Law, 1965, JD, with honors

Baylor University, 1962, BBA, with honors

BAR ADMISSION

New York

California

companies in a series of acquisitions. These formed the basis for the development of major multiple-system operators.

In addition, Orazio represents financial institutions in connection with regulatory matters and conducting transactions such as conversion of mutual thrift organizations to stock form, formation and capitalization of de novo thrifts and banks, bank and thrift capital formation and merger and acquisition activity. He is also active in advising broker-dealers, investment banks and investment advisers in connection with regulatory matters, mergers and acquisitions, and corporate and securities matters.

Before entering private practice, Orazio served in the Navy's Judge Advocate General's Corp.

LEGAL EXPERIENCE

Represented ADMA Biologics, a biotechnology company, which focuses on the development and commercialization of human plasma and plasma-derived therapeutics, in connection with its US\$26.5 million initial public offering, as well as with a US\$17.5 million private placement of common stock offering to institutional investors.

Represented Professional Diversity Network, a leading provider of social networking sites for diverse professionals, in its initial public offering on Nasdaq.

Represented One Liberty Properties in an underwritten public offering of US\$40.8 million in common stock through Deutsche Bank and two shelf registrations totaling US\$300 million.

PRACTICE AREAS

Mergers & Acquisitions

Litigation

Business

INDUSTRIES

Aviation

Oil & Gas

Shipping

HONOURS & AWARDS

Nominated by *Acritas Stars* as a standout lawyer in a survey of nearly 4,000 general counsel and other senior leaders at legal departments around the world



Represented Topaz Pharmaceuticals, a specialty pharmaceutical company developing and commercializing treatments for the pediatrics and dermatology markets, in its sale to Sanofi Pasteur.

Represented EUSA Pharma, Inc. a UK-based specialty pharmaceutical company in connection with the merger with Cytogen, Inc., a publicly traded biotechnology/pharmaceutical company.

Represented Pulse Electronics in securing a debt and equity investment of approximately US\$102.7 million with certain affiliates of Oaktree Capital Group, LLC, a leading global investment management firm with approximately US\$81 billion under management.

Represented PharmAthene, a biodefense company, in connection with its underwritten public offering of US\$17.3 million in common stock and four registered direct offerings totaling US\$17.5 million in common stock and warrants, as well as with a US\$100 million shelf registration, a US\$50 million shelf registration and two resale shelf registrations totaling US\$23.8 million.

Represented Advancis Pharmaceuticals, Inc. in its US\$60 million initial public offering through Lehman Brothers, Pacific Growth Equities and Thomas Weisel Partners.

Represented American Caresource Holdings, Inc., a Texas-based ancillary health care services management company, in the spinoff, in the form of a registered distribution of common stock, to stockholders of Patient InfoSystems, Inc., its publicly traded parent company.



Represented Lane Capital Partners as underwriters of a follow-on public offering by Novavax, Inc.

Represented HealthCare Ventures in connection with investments in early- to late-stage biotechnology companies.

Represented ADMA Biologics, Inc., in a venture capital investment in preferred stock by Aisling Capital.

Represented Bear Stearns Health Innoventures in a follow-on venture capital investment transaction.

Represented Covance Antibody Systems, Inc., a biopharmaceutical development services company, in its acquisition of assets of Signet Laboratories, Inc., a provider of antibody products and services.

Represented Astralis, Ltd., a publicly traded biotechnology company developing therapeutics for psoriasis, in a strategic alliance with Skypharria PLC, relating to drug development activities.

Represented FEI Technologies, Inc., a biotechnology company developing proprietary devices for drug delivery in their license of technology to Schering AG.

Represented Vuesonix, Inc., a venture backed medical device company in the venture capital investment by Eastern Technology Fund and PA Early Stage Fund.

Represented Elusys Therapeutics, Inc., a biotechnology company developing therapeutics for lupus, in a venture capital investment by Invesco Capital.



Represented Acorda Therapeutics, Inc., a venture-backed biotechnology company.

MEMBERSHIPS

American Bankers Association

Atlanta Bar Association, Corporate Counsel Section, Board of Directors

The Corporate Counselor, Board of Editors

New York Bankers Association

Lawyers Club of New York

State Bar of New York

FIRM NEWS

Los Angeles Business Journal Ranks Squared as Most Admired Law Firm

INSIGHTS

Not all “accidents” are created equal: Airline not liable to passenger injured on international flight

Big Brother’s Access Limited – Canadian Privacy Commissioners Rule Clearview AI’s Facial Recognition Tool in Breach of Canadian Privacy Laws



No lying, no tricks – The duty of honest performance for option rights in entertainment contracts

