

Benjamin Alexander

Partner

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Ben Alexander is a corporate and securities attorney representing start-up enterprises, venture-backed companies, family-owned businesses and publicly-traded companies in areas including corporate finance, mergers and acquisitions, licensing, e-commerce, securities compliance and corporate governance.

Ben's experience includes public offerings and private placements of securities, mergers, acquisitions, reverse mergers, IPOs, PIPEs, '33 Act registration statements, going private transaction, equity compensation plans, contested proxy solicitations, asset based lines of credit, industrial development and revenue bonds, sales of public companies, and '34 Act and blue sky compliance. His experience also includes counseling, medical technology, software, Internet and new media organizations on licensing, joint ventures and strategic alliances, as well as general corporate matters. He is admitted to practice law in California and Rhode Island.

Ben also advises clients on the corporate and securities issues arising in bankruptcy or other distress situations, including SEC compliance during the pendency of a bankruptcy case and the issuance of shares under a Chapter 11 plan. He handles distressed asset transactions and has represented buyers, sellers, secured creditors and assignees in assignments for the benefit of creditors, 363 sales and foreclosure sales.

Previously, as general counsel of a public company trading on the NASDAQ Global Market, Ben advised the company's management team in areas including corporate finance, corporate governance, SEC registrations and reporting, Sarbanes-Oxley compliance, employment law, litigation management, intellectual property law, licensing and contracting.

Before entering the legal profession, Ben worked as a systems engineer, specializing in

Services

- Corporate
- Mergers & Acquisitions
- Corporate Financing Transactions
- Manufacturing & Distribution
- Corporate Structuring & Operations
- Family Business Planning
- Joint Ventures & Strategic Alliances
- Licensing

digital circuit design, programming and systems integration.

Professional Affiliations

- Member, Lake County Bar Association

Awards

- Listed, *The Best Lawyers in America*®, Corporate Law, 2027
- Listed, Southern California Super Lawyers, 2015-2023

Bar Admissions

- California
- Rhode Island

Education

- University of Pennsylvania (J.D., *cum laude*, 1992)
 - Order of the Coif
 - University of Pennsylvania Law Review, Legal Research and Writing Fellowship
 - Marymount University (B.S., 1989)
 - Computer Science
 - Mathematics Minor
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Representative Experience

- Exchange Offer and Merger of Thermo Instrument Systems into Thermo Electron
- Merger of Thermo Optek into Thermo Instrument Systems
- Exchange Offer and Merger of Thermedics into Thermo Electron
- W. W. Williams Reverse Stock Split Going-Private Transaction
- Acquisition of Hercules Aerospace by Alliant TechSystems
- Acquisition of Heilongjiang Xing An Group Mining Companies by Songzai International Holding Group, Inc.
- Fidelity Management and Research's Rule 144A and Regulation S Offering of \$750,000,000 7.57% Debentures and \$250,000,000 7.49% Debentures
- Lotus Pharmaceuticals PIPE Placement of \$5,000,000 Series A Convertible Preferred Shares
- Representation of dissident stockholder in proxy contest for Alliant TechSystems
- Representation of dissident stockholder in proxy contest for National Convenience Stores and acquisition of National Convenience Stores by Diamond Shamrock
- Spin-off of Kandant, Inc.
- COLT Telecom Initial Public Offering of 26,700,000 Ordinary Shares in the form of ordinary shares and ADRs (£73,425,000) and Registered Offering of 314,000 Units consisting of One 12% Senior Discount Note and One Warrant to Purchase 7.8 Ordinary Shares (\$175,450,000)
- Novamerican Steel Initial Public Offering of 2,200,000 Common Shares (\$30,800,000)

Publications

March 16, 2016

Real Estate Firms Test Waters with New Reg A+ Offerings

Law 360

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Law 360

January 22, 2016

23 Greenberg Glusker Attorneys Named to Super Lawyers 2016

Super Lawyers

August 12, 2014

Sterling Family Trust Completes \$2 Billion Sale of Los Angeles Clippers to Steve Ballmer

Greenberg Glusker Press Release

March 31, 2014

Traps for the Unwary – Transfers of Personal Property Without Delivery

July 10, 2013

New SEC Rules