



## Michael L Zuppone

Partner, Corporate Department

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**Michael L. Zuppone** is a partner in the Corporate practice of Paul Hastings and is based in the firm's New York office. He serves as the chair of the firm's Securities and Capital Markets practice group.

He practices primarily in the area of securities and capital markets representing public and private companies, underwriters, and investors in domestic and international equity and debt securities offerings, including IPOs, follow-on offerings, Rule 144A offerings, PIPEs, and other private placements.

Mr. Zuppone also practices in the area of general corporate and securities law and often consults with management and boards of directors with respect to ongoing disclosure obligations and compliance with stock exchange, Sarbanes-Oxley and Dodd Frank corporate governance requirements. Mr. Zuppone's practice also includes counseling sponsors in connection with the formation of private equity funds and portfolio transactions. He also has substantial experience in mergers, acquisitions, dispositions, and joint ventures involving public and private companies. He regularly counsels investment professionals regarding securities, broker-dealer, and investment advisor regulations. Mr. Zuppone is a member the firm's blockchain and digital asset working group and advises clients on ICOs, other cryptographic or digital token offerings and related broker-dealer and alternative trading system licensing and compliance matters.

Prior to entering private practice, Mr. Zuppone served as a branch chief in the New York Regional Office of the U.S. Securities and Exchange Commission where he administered the office's full disclosure program, supervising the review of initial public offering documents of startup and small business issuers.

### Accolades and Recognitions

- Ranked as a top attorney in Capital Markets: REITs by Chambers USA and in Capital Markets: Equity Offerings and Real Estate Investment Trusts by Legal 500 US
- Recognized by Expert Guides in the Guide to the World's Leading Corporate

### New York

T: 1(212) 318-6906

F: 1(212) 230-7752

### Practice Areas

Securities Litigation

Securities and Capital  
Markets

Mergers and Acquisitions

Emerging Growth Companies

Master Limited Partnerships  
(MLPs)

Private Investment Funds

Corporate

Investment Management

Real Estate Capital Markets

### Admissions

New York Bar

### Education

Brooklyn Law School, J.D.  
1988

New York University, B.A.  
1985

## Michael L Zuppone (Continued)

Governance Lawyers-United States

### Professional and Community Involvement

- Member, Business Law Section of the American Bar Association
- Member, Association of SEC Alumni and the Securities Industry and Financial Markets Association-Compliance & Legal Society
- Admitted to the State Bar Association of New York

### Education

- Brooklyn Law School, J.D., 1988
- New York University, B.A., 1985

### News

#### December 21, 2017

Cando Partners and Wilshire-Canon Properties Sell Beverly Hills Golden Triangle Office Building to Douglas Emmett

#### June 05, 2017

Paul Hastings Practices and Lawyers Score Top Rankings in Chambers USA 2017

#### March 01, 2017

Teton Advisors Completes Acquisition of Keeley Asset Management

#### November 14, 2016

Teton Advisors to Acquire Keeley Asset Management

#### June 21, 2016

Dynegy Inc. Announces Public Offering of Tangible Equity Units

#### June 08, 2016

Paul Hastings Practices and Lawyers Score Top Rankings in Chambers USA 2016

#### May 27, 2016

Brocade Completes Acquisition of Ruckus Wireless

#### April 08, 2016

Brocade to Acquire Ruckus Wireless

## **Michael L Zuppone** (Continued)

**November 30, 2015**

GAMCO Investors, Inc. Spins Out Subsidiary Associated Capital Group, Inc.

**June 02, 2015**

Paul Hastings Represents NeoStem in Public Offering of Common Stock

**May 20, 2015**

Paul Hastings Practices and Lawyers Score Top Rankings in Chambers USA 2015

**April 20, 2015**

Paul Hastings Represents Joint Book Runners in Blackstone Mortgage Trust, Inc.'s \$702 Million Public Offering of Class A Common Stock Undertaken to Supply Equity Financing for the Acquisition of GE Portfolio

**January 29, 2015**

Paul Hastings Represents BioMarin in \$911 Million Public Offering of Common Stock

**December 01, 2014**

Paul Hastings Michael Zuppone Addresses Regulators at the SEC Government-Business Forum on Small Business Capital Formation

**June 02, 2014**

Paul Hastings Advises Strategic Hotels & Resorts, Inc. in Connection with its \$435 Million Follow-on Public Offering of Common Stock

**May 27, 2014**

Paul Hastings Practices and Lawyers Score Top Rankings in Chambers USA 2014

**April 08, 2014**

Paul Hastings Represents Citigroup as Sole Book-Running Manager in Sun Communities, Inc.'s \$214 Million Follow-On Public Offering of Common Stock

**April 07, 2014**

Paul Hastings Represents Joint Book Runners in Blackstone Mortgage Trust, Inc.'s \$255 Million Follow-on Public Offering of Class A Common Stock

**January 14, 2014**

Paul Hastings Represents BofA Merrill Lynch, Citigroup, J.P. Morgan and Wells

## **Michael L Zuppone** (Continued)

Fargo Securities as Joint Book Runners In Blackstone Mortgage Trust, Inc.'s  
\$257 Million Follow-On Public Offering Of Class A Common Stock

### **November 27, 2013**

Paul Hastings Represents Citigroup, BofA Merrill Lynch, J.P. Morgan and Wells  
Fargo Securities as Joint Book Runners In Blackstone Mortgage Trust, Inc.'s  
\$172,500,000 Public Offering Of Convertible Senior Notes

### **November 18, 2013**

Paul Hastings Represents Centerline Holding Company in Closing Acquisition by  
Hunt Companies

### **October 22, 2013**

Paul Hastings Represents BioMarin Pharmaceutical Inc. in \$750 Million Offering  
of Convertible Notes

### **August 20, 2013**

Paul Hastings Represents Fox Factory Holdings in IPO on Nasdaq

### **July 12, 2013**

Paul Hastings Represents International Underwriters in SEC-Registered  
Secondary Global Offering of OMAs Shares and ADRs

### **June 12, 2013**

Paul Hastings Advises Centerline Holding Company in connection with  
acquisition by Hunt Companies, Inc.

### **June 05, 2013**

Paul Hastings Extensive Practice Strength Highlighted in The Legal 500 United  
States 2013

### **May 29, 2013**

Paul Hastings Represents Citigroup, BofA Merrill Lynch, J.P. Morgan, Deutsche  
Bank Securities, Wells Fargo Securities and UBS Investment Bank as Joint Book  
Runners In Blackstone Mortgage Trust, Inc.'s \$660 Million Public Offering Of  
Class A Common Stock

### **May 27, 2013**

Paul Hastings Employment Practice Honored with Chambers "Award for  
Excellence" and Firms Leading Practices and Lawyers Ranked in Chambers  
USA 2013

## **Michael L Zuppone** (Continued)

**March 18, 2013**

Paul Hastings Represents BofA Merrill Lynch, Citigroup and BMO Capital Markets as Joint Book Runners in Sun Communities, Inc. Follow-On Public Offering of Common Stock

**November 14, 2012**

Paul Hastings Represents Citigroup and BofA Merrill Lynch as Joint Book Runners in Sun Communities, Inc. Public Offering of Preferred Stock

**October 10, 2012**

Paul Hastings Represents Citigroup as Sole Book-Running Manager in Sun Communities, Inc. Follow-On Public Offering

**September 27, 2012**

Paul Hastings Represents Capital Trust, Inc. in Connection with Agreement to Sell Investment Management Platform to Blackstone

**June 07, 2012**

Paul Hastings Excels in Chambers USA 2012 Guide

**April 23, 2012**

Paul Hastings Advises Strategic Hotels & Resorts on Follow-On Public Offering

**January 17, 2012**

Paul Hastings Represents Citigroup and BofA Merrill Lynch as Joint Book Runners in Sun Communities, Inc. Follow-On Public Offering

**December 22, 2011**

Paul Hastings Represents Strategic Hotels & Resorts, Inc. in Novel Tender Offers Involving a Deferred, Contingent Dividend

**December 02, 2011**

Paul Hastings Represents JP Morgan As Sole Sponsor and Depositary In Coach Secondary Listing on Hong Kong Stock Exchange

**June 27, 2011**

Paul Hastings Represents Strategic Hotels in Acquisition of Remaining Interest in InterContinental Chicago Hotel

**June 10, 2011**

Paul Hastings Excels in Chambers USA 2011 Guide

## **Michael L Zuppone** (Continued)

**June 01, 2011**

Paul Hastings Soars in 2011 Edition of Legal 500 US

**April 05, 2011**

Paul Hastings Advises Capital Trust in Debt Restructuring

**March 21, 2011**

Paul Hastings Earns Top Marks in Chambers 2011 Global Guide

**March 14, 2011**

Paul Hastings Represents Strategic Hotels & Resorts on Acquisition of Four Seasons Properties from Woodbridge and Related Private Placement of Common Stock

**March 04, 2011**

Paul Hastings Vale Deal Awarded Equity Deal of the Year at IFLRs 2011 Asia Awards

**February 14, 2011**

Paul Hastings Advises Gevo on \$107 Million NASDAQ IPO

**December 17, 2010**

Paul Hastings Wins National M&A Award for Advising Marvel Entertainment on \$4 Billion Sale to The Walt Disney Company

**August 02, 2010**

Paul Hastings Advises Crystal River Capital on its Going Private Merger Transaction

**June 14, 2010**

Paul Hastings Garners Top Rankings in Chambers USA 2010 Guide

**June 07, 2010**

Paul Hastings Excels in 2010 Edition of Legal 500 US

**May 19, 2010**

Paul Hastings Advises Strategic Hotels & Resorts on Public Offering & Debt Tender Offer

**May 18, 2010**

Paul Hastings Advises Related Chairman and CEO on \$1.1 Billion Private

## **Michael L Zuppone** (Continued)

Offering to Fund Acquisition of Failed Banks

**April 28, 2010**

Paul Hastings Climbs the Ranks in Chambers 2010 Global Guide

**March 09, 2010**

Paul Hastings Advises Sherborne Investors on London Listing

**March 09, 2010**

Paul Hastings Advises Centerline Capital Group in Comprehensive Restructuring

**September 02, 2009**

Paul Hastings Advises Marvel Entertainment on its \$4 billion Acquisition by Disney

**March 31, 2008**

Paul Hastings Advises Capital Trust in \$113 million Public Offering of Class A Common Stock

**April 30, 2007**

Paul Hastings Advises BioMarin in \$324,875,000 Public Offering of Senior Subordinated Convertible Notes

**April 18, 2007**

Paul Hastings Advises Catalina Marketing Corporation in \$1.7 Billion Buyout By Hellman & Friedman LLC

**March 09, 2007**

Paul Hastings Advises Catalina Marketing Corporation in \$1.7 Billion Buyout By ValueAct Capital

**February 27, 2007**

Paul Hastings Advises Smith & Wollensky Restaurant Group on Merger with Patina Restaurants Group

**August 15, 2006**

Paul Hastings Represents Crystal River Capital, Inc. in Connection with IPO

**August 04, 2006**

Paul Hastings Represents Crystal River Capital, Inc. in Connection with IPO

## **Michael L Zuppone** (Continued)

**May 26, 2006**

Paul Hastings Represents Strategic Hotels & Resorts In The Closing of  
Approximately \$1.2 Billion In Deals Over Ten Months

**February 06, 2006**

Paul Hastings Represents Strategic Hotel Capital, Inc. in Offering of Common  
Stock

## **Insights**

**January 08, 2019**

The “Token Taxonomy Act” Would Exempt Dealings in Utility Tokens from the  
Federal Securities Laws

**May 16, 2016**

Non-U.S. Investment Crowdfunding Platforms Can Offer Securities to U.S.  
Investors under Current Securities Laws

**May 07, 2015**

Pay Versus Performance: SEC Proposal Will Keep Executive Compensation Hot

**March 02, 2015**

The SEC’s Proposed Disclosure Rules for Hedging Transactions by Directors,  
Officers, and Employees

**October 17, 2014**

IPOs in the JOBS Act Era 2014

**April 21, 2014**

NASAA Makes Strong Push to Sway SEC's Mind on Oversight of Reg A Plus

**November 13, 2013**

SEC Proposes Regulation to Implement JOBS Act Crowdfunding Offering  
Provisions

**August 28, 2013**

What's Happening Now: Evaluating Market Opportunities

**July 12, 2013**

SEC Eliminates Prohibition Against General Solicitation and Advertising in Rule



## Michael L Zuppone (Continued)

506 and Rule 144A Offerings

**May 16, 2013**

The JOBS Act

**September 06, 2012**

SEC Proposes Rules Under JOBS Act Eliminating Prohibition Against General Solicitation and Advertising in Certain Reg. D/Rule 144A Offerings

**June 27, 2012**

SEC Finalizes Rule for Compensation Committee Listing Standards and Compensation Consultant Conflicts

**April 23, 2012**

JOBS Act Will Simplify IPO Process and Private Capital Raising

**April 02, 2012**

Demystifying the Recently Enacted Crowdfunding and Private Offering Reforms: Opportunities for Issuers and Investors

**April 02, 2012**

House and Senate Pass Bill Simplifying IPO Process and Private Capital Raising

**March 19, 2012**

House Passes Bill Simplifying IPO Process and Private Capital Formation

**March 07, 2012**

NYSE Implements New Restrictions on Broker Discretionary Voting

**December 05, 2011**

Coach, Inc. Lists on the Hong Kong Stock Exchange: A Harbinger of Things to Come?

**September 19, 2011**

ON POINT: News and Insights from our Global Securities & Capital Markets Practice

**September 09, 2011**

NYSE and Nasdaq Propose Additional Listing Requirements for Reverse Merger Companies

## **Michael L Zuppone** (Continued)

**July 26, 2011**

SECs Proxy Access Rule Thrown Out By Federal Appeals Court

**September 20, 2010**

The SEC Adopts Final Proxy Access Rules

**September 08, 2010**

Summary of 2010 Financial Reform Corporate Governance Key Developments

**July 19, 2010**

Public Companies Subject to Far-Reaching Corporate Governance Reforms

**January 31, 2010**

Survey of 2009 Life Sciences

Private Investment in Public Equity (PIPE) Transactions

**January 31, 2010**

Survey of 2009 Technology

Private Investment in Public Equity (PIPE) Transactions

**July 23, 2009**

Capital-Raising Alternatives for Public Companies in the Current Environment

**July 21, 2009**

Capital-Raising Alternatives for Public Companies in the Current Environment:  
What Every Investment Bank Should Know. *Bloomberg* (July 2009)

**January 26, 2009**

Survey of 2008 Technology Private Investment in Public Equity (PIPE)  
Transactions

**January 26, 2009**

Survey of 2008 Life Sciences Private Investment in Public Equity (PIPE)  
Transactions

**September 24, 2008**

SEC Issues Emergency Orders Imposing Short Sale Restrictions and Temporary  
Ban on Short Sales of Designated Financial Companies

**August 01, 2007**

Lateral Thinking: The SEC's Suggested Mutual Recognition Regime Will Make

## **Michael L Zuppone** (Continued)

The US More Competitive By Opening It Up. *International Financial Law Review*.  
August 2007.

**June 18, 2007**

SEC Formalizes Its Positions on PIPE Transactions

**February 01, 2007**

Proxy Statements 2007: SEC Responds to Executive Compensation Disclosure  
Issues

**January 17, 2007**

SEC Once Again Amends Option Disclosure Requirements

**November 06, 2006**

Amendments to Form 8-K Rules Effective as of November 7, 2006

**October 12, 2006**

Tax Urgency for Backdated (or Misdated) Stock Options: 409A Penalties Absent  
Action in 2006

**September 28, 2006**

Stock Option Grant Practices Under Scrutiny: The SEC Weighs In

**June 19, 2006**

Stock Option Issues Lead to SEC Investigation, Restatements and Litigation

**February 22, 2006**

Executive Compensation and Related Person Disclosure

**August 24, 2005**

SEC Adopts Securities Offering Reform

**December 20, 2004**

SEC Form 8-K Disclosure Rules For Executive and Director Compensation

**June 14, 2004**

Overview of the SECs New Form 8-K Rules

**March 31, 2004**

The NASD Modernizes the Corporate Financing Rule

## **Michael L Zuppone** (Continued)

### **December 01, 2003**

SEC Amends Share Repurchase Safe Harbor and Adopts New Share Repurchase Disclosure Requirement

### **October 01, 2003**

Sarbanes-Oxley Act of 2002: Highlights for Foreign Private Issuers

### **August 01, 2003**

Summary of SEC Rules Governing Use of Non-GAAP Financial Measures and Furnishing of Earnings Releases

### **February 01, 2003**

Final SEC Regulations Require In-House and Outside Counsel to Report Securities Violations

### **December 01, 2002**

Proposed SEC Regulations Require In-House and Outside Counsel to Report Securities Violations

### **October 01, 2002**

Section 302 of the Sarbanes-Oxley Act of 2002: Disclosure Controls and Procedures and the Related CEO and CFO Certification Analysis and Recommendations

### **September 01, 2002**

Accelerated Form 4 Reporting Requirements Under the Sarbanes-Oxley Act of 2002

### **July 01, 2002**

NYSE Standards Committee Proposes Changes to Current Listing Standards

### **July 01, 2002**

SEC Anti-Fraud Rule 10b-5 Broadly Construed by Supreme Court

### **September 01, 2000**

SEC Adopts New Rules Regulating Selective Disclosure And Insider Trading

## **Rankings & Awards**

### **June 05, 2017**

## Michael L Zuppone (Continued)

Recognized by Chambers USA 2017

### **June 08, 2016**

Recognized by Chambers USA 2016

### **March 05, 2012**

Recognized as PERE's Global Award Winner for Transactions and Fund  
Formation

### **January 13, 2009**

Paul Hastings Advises on Middle Market Deal of the ...