

WES SCOTT

Partner



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Wes Scott serves as counsel to various public and private companies primarily with respect to corporate finance, regulatory compliance, mergers and acquisitions and corporate governance. Utilizing his experience and strong technical knowledge of the federal and state securities laws and regulations, Wes' corporate practice involves assisting clients with:

- Public securities offerings
- SEC reporting compliance
- Stock exchange listing compliance
- Private placements
- Corporate governance
- Mergers and acquisitions
- General corporate matters

Education

- J.D., *magna cum laude*, University of Memphis Cecil C. Humphreys School of Law
- M. Taxation, University of Mississippi
- B. Accy, *summa cum laude*, University of Mississippi,
 - CALI Award Recipient, Securities Regulation and Federal Taxation of Business Entities
 - Federation of Schools of Accountancy - Outstanding Student Award
 - National Football Foundation and College Football Hall of Fame Scholar Athlete Award
 - SBC Cotton Bowl Classic Scholar Athlete Award

Bar Admissions

- Tennessee

Experience

- Counsel to bank holding company in its initial public offering involving aggregate proceeds of approximately \$45 million.
- Counsel to bank holding company in registration of \$675 million of securities on universal shelf registration statement.

- Counsel to healthcare company in follow-on offerings of common stock involving aggregate proceeds of approximately \$340 million and senior unsecured debt offering involving aggregate proceeds of approximately \$300 million.
- Counsel to life sciences company in its acquisition of a multi-national distribution company involving aggregate proceeds of approximately \$140 million.
- Counsel to NYSE-listed REIT in follow-on offerings of common stock involving aggregate proceeds of approximately \$210 million.
- Counsel to NYSE-listed REIT in follow-on offerings of common stock involving aggregate proceeds of approximately \$165 million.
- Counsel to NASDAQ-listed REIT in follow-on offerings of common stock and senior common stock involving aggregate proceeds of approximately \$65 million.
- Counsel to NYSE- and NASDAQ-listed REITs in the implementation and administration of at-the-market offering programs involving aggregate proceeds of approximately \$75 million.
- Counsel to affiliated REITs in connection with two-step merger involving aggregate proceeds of approximately \$195 million.
- Counsel to NYSE-listed corporation in various mergers and acquisitions involving aggregate proceeds of approximately \$345 million.
- Counsel to public companies regarding their registration, reporting and compliance requirements with the SEC under the Securities Act and the Exchange Act.

Professional

- Member, American Bar Association
 - Business Law Section - Corporate Governance Committee
 - Business Law Section - Federal Regulation of Securities Committee
- Member, Tennessee Bar Association

Prior Affiliations

- Associate, Bass, Berry & Sims PLC (Memphis, TN)

Articles

- "Up-C IPO Structure" by Marc Adesso, Wes Scott and Shane Morris on CapMarketsLaw
- "Will the Median Employee Please Stand Up? The Seemingly Unavoidable Pay Ratio Rule" by Marc Adesso, Wes Scott, and James Bristol on CapMarketsLaw

Bulletins

- Qualification of the Unqualified: SEC Approves PCAOB Rule Regarding Auditors' Reports
- SEC on a Tear Updating Various C&DIs
- Not an Oopsie: The Up-C IPO Structure
- The Seemingly Unavoidable Pay Ratio Rule
- Days Late and \$2.6 Million Short: The Failure to File Timely Ownership Reports Is Costly
- 12 Years After SOX, The SEC Has Not Become Complacent About Compliance

Media Mentions

- "Why Investors Prefer Holding Companies," Richard T. Hills and Wes Scott quoted in Bank Director magazine

Events

- Wes Scott and Marc Adesso present at Donnelly Financial Solutions "Proxy Statement Interactive Seminar"