



## George S. Lawler

PARTNER

glawler@wtplaw.com

TOWSON

T: 410.832.2040

F: 410.339.4053

### BIOGRAPHY

Over the past 30 years Mr. Lawler has represented public and private companies in hundreds of M&A transactions, including acquisitions, dispositions and MBOs. He is the former co-chair of the firm's Corporate and Securities Section and he advises clients on corporate governance matters and other transactions and business structuring issues both nationally and internationally. His representation has included companies in software and hardware, homeland security, manufacturing, real estate development, retail, financial services, biotechnology, renewable energy, government contracting, food and beverage, private investment, broker-dealers and investment advisers.

### RECOGNITIONS

- AV Peer Review Rated: Martindale-Hubbell
- Listed in *Best Lawyers in America*, 2009 - present
- 2016 *Best Lawyer's* "Lawyer of the Year" in the areas of Leveraged Buyouts and Private Equity Law and Venture Capital Law
- Listed in Maryland *Super Lawyers*, 2008 - present

### MEMBERSHIPS & ACTIVITIES

### PRACTICES & INDUSTRIES

Private Capital

Mergers & Acquisitions

Securities

Business and Corporate

Nonprofit Corporate Services

International

### EDUCATION

University of Maryland School of Law, 1978, J.D., with honors, Top 5%, Order of the Coif

Northwestern University, 1973, M.B.A.

University of Notre Dame, 1972, B.A.

### ADMISSIONS

Maryland

- Former Co-Chair: Corporate and Securities Section
  - Member: American Bar Association
  - Member: Maryland State Bar Association
  - Planning Board Member: Advanced Business Law Institute
- 

## **PRIVATE CAPITAL**

- Representation of clients in hundreds of private offerings
- Representation of companies in venture capital transactions
- Representation of private equity funds, hedge funds and real estate funds
- Representation of software and hardware companies, homeland security companies, manufacturers, real estate developers, homebuilders, retailers, financial services companies, biotechnology companies, renewable energy companies, government contractors, food and beverage companies, venture capital investment vehicles and private investment companies/hedge funds, broker-dealers and investment advisers
- Representing emerging growth companies for private placements, venture capital financing and initial public offerings

## **MERGERS & ACQUISITIONS**

- Representation of private and public companies in merger and acquisition transactions.
- Represented outer-garment manufacturer in \$300 million sale to private equity fund.
- Represented health care provider in \$24 million sale to private equity fund that included an equity rollover.
- Represented government contractor specializing in supporting technical teams on new technologies and products, including NASA, in \$50 million sale to strategic acquirer.
- Represented government contractor specializing in security assignments in \$15 million sale to strategic acquirer.
- Represented health care insurer in acquisition of another insurer.
- Represented imaging technology company in \$40 million acquisition by strategic acquirer that included \$25 million earn-out.
- Represented construction company in sale to strategic acquirer.
- Represented investment advisory corporation in acquisition of another RIA.
- Represented software design firm in merger into strategic acquirer.

## **SECURITIES**

- Representation of emerging companies in establishment of equity-based incentive programs, including options and restricted stock
- Represented real estate companies, investment funds, hardware and software companies, biotech companies, brewing companies, government contracting companies, restaurants, health care companies including providers, device companies, pharmaceutical companies, health care data companies and others, finance companies, private equity funds, EB-5 sponsor, beef processing company, homeland security companies, sport apparel manufacturer, and many others in a wide variety of private securities offerings including the following:
  - Equity Member Interests of Limited Liability Companies, including Preferred Equity Interests
  - Convertible Promissory Notes
  - Straight Debt
  - Common Stock
  - Preferred Stock
  - Units Comprised of Combination of Debt and Equity
  - Limited Partnership Interests

## **BUSINESS & CORPORATE LAW**

- Advising companies and boards of directors on corporate governance matters

## **NONPROFIT CORPORATE SERVICES**

- Counsel nonprofit organizations on corporate documents and corporate governance matters as well as private placements by for-profit subsidiaries and related securities matters

## **INTERNATIONAL PRACTICE**

- Counsel clients on international matters, working with the firm's IP and tax attorneys, including licensing, research and development agreements and joint ventures, U.S. subsidiaries, mergers and acquisitions, investments in foreign entities, capital-raising by foreign entities in the U.S., and other transactions and business structuring issues

---

---

## **PRESENTATIONS & PUBLICATIONS**

Lecturer: University of Baltimore School of Law

Lecturer: Maryland State Bar Association

Writer on Securities-Related Topics

Presentation of Seminars on Securities-Related and Corporate Topics