

Eric S. Wu

SHAREHOLDER

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Eric S. Wu has a capital markets background that allows him to serve his clients as a reliable resource and practical adviser.

Eric concentrates his practice in business transactions, finance and corporate counseling. He has a special focus on helping publicly-traded companies anticipate, navigate, and resolve the legal issues surrounding capital-raising securities transactions, mergers and acquisitions, SEC periodic reporting, executive compensation, proxy and shareholder matters and corporate governance practices.

Eric represents issuers in a wide variety of SEC-registered public offerings and private placements of debt and equity securities, including:

- Initial public offerings
- Follow-on and registered shelf offerings
- Rule 144A offerings of high-yield, convertible and investment grade debt securities to institutional investors
- Exchange offers

Eric regularly counsels numerous public companies on compliance with SEC periodic reporting and other disclosure obligations under the federal securities laws. He is well-versed on the corporate governance requirements and listing standards of various stock exchanges. Eric also renders practical advice on the legal issues regarding public company corporate governance, Sarbanes-Oxley and Dodd-Frank Act compliance, anti-takeover strategies, compensation matters and fiduciary duties of company boards and committees.

As a result of his diverse client base, Eric advises numerous companies in complex corporate transactions, including proxy contests, consent solicitations, tender offers and going-private transactions.

Prior to joining Polsinelli, Eric practiced for five years in the Washington, D.C. office of a Wall Street law firm.

Capabilities

- Securities & Corporate Finance
- Debt & Equity Capital Markets
- SEC Disclosure, Corporate Governance & Listed Company Compliance
- Corporate & Transactional

Education

- Georgetown University Law Center (LL.M., 2005)
 - Securities and Financial Regulation
- Northwestern University School of Law (J.D., 2001)
- University of California, Berkeley (B.A., 1997)
 - Economics

Bar Admissions

- Illinois
- District of Columbia
- Missouri, 2012

Recognition

- U.S. Securities and Exchange Commission, Division of Corporation Finance – Legal Extern, 2005

Matters

- Represented a NASDAQ-listed client of Polsinelli, as lead counsel to the issuer, in its \$375 million Rule 144A/Reg. S offering of senior notes and related guarantees from certain subsidiaries.
- Represented a NASDAQ-listed client of Polsinelli, as lead counsel to the issuer, in its \$158.7 million secondary public offering of common stock by a selling stockholder.
- Represented a Polsinelli client in its up listing to NASDAQ and its related underwritten public offering of common stock.
- Represented a NASDAQ-listed client of Polsinelli, as lead counsel to the issuer, in its \$250 million Rule 144A/Reg. S offering of second-lien senior secured notes with registration rights and related guarantees from the issuer's subsidiaries.
- Represented a NASDAQ-listed client of Polsinelli, as lead counsel to the issuer, in its firm commitment follow-on public offerings of common stock and its at-the-market offering of common stock.
- Represented a NASDAQ-listed client of Polsinelli, as lead counsel to the issuer, in the completed registered public offering to its common stockholders of subscription rights to purchase units consisting of Series A convertible preferred stock and common stock purchase warrants, and the subsequent issuance of subscribed securities.
- Represented an industrial company in its initial public offering of \$165 million of common stock and listing on NASDAQ.
- Represented an NYSE-listed company in its \$480 million acquisition of operational assets and regional customer segment from another NYSE-listed company.
- Represented a foreign private issuer in its \$443 million cross-border initial public offering of units and dual listing on the NYSE and a foreign stock exchange.
- Represented an NYSE-listed company in its \$150 million Rule 144A offering of convertible senior notes and the related NYSE supplemental listing of additional shares of common stock.
- Represented an NYSE-listed company in its \$48 million public offering of common stock.
- Represented a NASDAQ-listed company in its \$73 million public offering of common stock.

- Acted as special corporate counsel to a domestic NYSE-listed company in its \$21.6 billion sale of a controlling interest to a leading overseas telecommunications company.
- Represented a NASDAQ-listed company in its \$92 million public offering of common stock and its Rule 144A/Regulation S offering of \$80 million of debt securities.
- Represented an NYSE-listed company in consent solicitations relating to secured notes issued by its subsidiaries and amendments to the indentures governing the secured notes.
- Represented a privately held financial services company in its acquisition of the convertible preferred stock of an NYSE-listed financial services firm.
- Represented a NASDAQ-listed company in its continuous shelf offering of common stock relating to its outstanding warrants listed on NASDAQ and its secondary offering of warrants and options issued as underwriter compensation.
- Acted as special corporate counsel to an NYSE-listed company in its merger with a NASDAQ-listed company and the related filing of a registration statement and proxy statement for common stock issued as merger consideration.