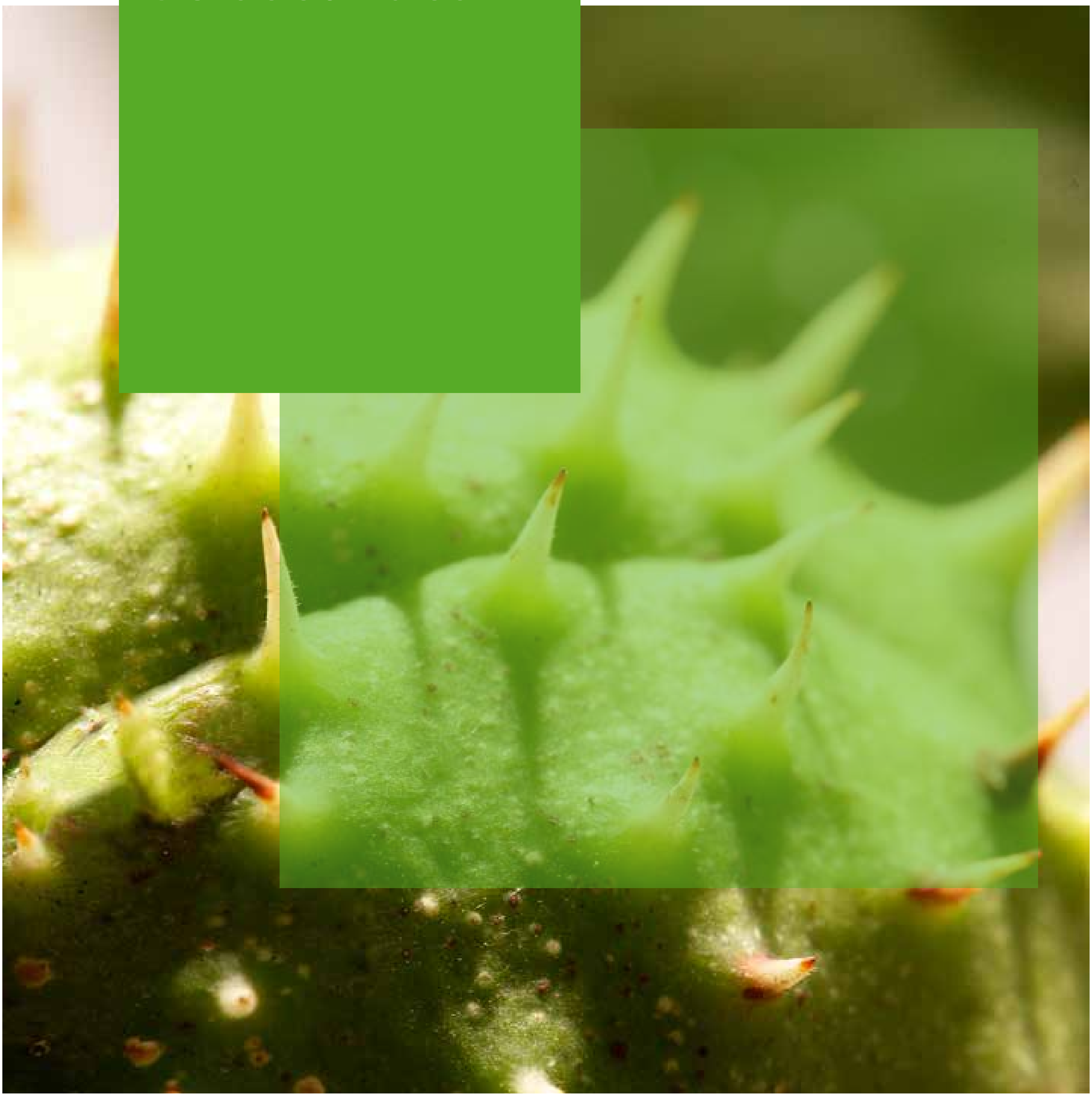
Simmons & Simmons

US securities



"Their advantage is that they offer a magic circle service at a more competitive price..."
Chambers & Partners 2015

Core strengths

The Simmons & Simmons US securities practice has extensive experience in debt and equity capital markets, with a particular focus on Rule 144A offerings. We regularly advise a wide range of investment banks, large international corporates and other financial institutions on US securities law issues.

With US securities lawyers based in London and support across our 19 offices, we are able to provide a worldwide service to meet our clients' needs. Our knowledge of different local markets and practices is enhanced by the regular contact that we have with local regulatory and stock exchange bodies, including the London Stock Exchange.

Our services

Our US securities team in London, which is led by two US-qualified partners, focuses on:

- IPOs and global equity offerings, including listings on the London Stock Exchange's Main Market and AIM
- Structured debt issues and securitisations placed into the United States
- US MTN programmes and standalone 144A debt issues
- US securities advice in the context of M&A transactions

The scope of our practice includes preparing 144A prospectuses, delivering 10b-5 letters and co-ordinating due diligence exercises, and advising generally on compliance with US securities laws. Our US securities team works closely with other members of our corporate, capital markets and other specialist teams within Simmons & Simmons to ensure that all our transactions are completed as smoothly and efficiently as possible.

"The team has a hands-on, partner-led service."

Chambers & Partners 2015

Expertise in practice

Abu Dhabi National Energy Company

- advising the Abu Dhabi National Energy Company (TAQA) in its debut international capital markets issue comprising $1bn bonds due 2016, $1.5bn bonds due 2036 and €750m bonds due 2013, offered pursuant to Rule 144A and Regulation S. Goldman Sachs acted as bookrunner and joint lead manager on the transaction, the largest international bond offering by a Middle Eastern company

UK Ministry of Defence

- advising the UK Ministry of Defence as selling shareholder on the £1.3bn IPO of QinetiQ, the international defence and security technology company, as to US securities law and disclosure matters

J.P. Morgan Cazenove

- advising J.P. Morgan Cazenove as sole bookrunner on the £37.8m placing by Imagination Technologies Group plc including a Rule 144A private placement

J.P. Morgan Cazenove and Evolution Securities

- advising J.P. Morgan Cazenove and Evolution Securities as joint bookrunners, joint lead managers and joint sponsors on the proposed £200m IPO of Prime plc on the Main Market including Rule 144A private placement

HSBC and Citi

- advising HSBC and Citi as joint bookrunners on the proposed London listing and 144A offering of GDRs by Aamal Company Q.S.C.

Numis Securities and Investec

- advising Numis Securities as nominated adviser and bookrunner, and Investec as joint lead manager, on the IPO on AIM of healthcare provider Circle Holdings plc including US securities law advice

J.P. Morgan Cazenove and Numis Securities

- J.P. Morgan Cazenove and Numis Securities on a £82m share issue by way of firm placing and placing and open offer undertaken by UNITE Group plc

J.P. Morgan Cazenove and Numis Securities

- J.P. Morgan Cazenove and Numis Securities on a £107.4m firm placing and placing and open offer undertaken by St. Modwen Properties PLC

Rothschild, Investec and Espirito Santo

- Rothschild as sponsor and Investec and Espirito Santo as joint bookrunners, brokers and underwriters to Workspace Group plc on its rights issue to raise approximately £66.3 million

Deutsche Bank and RBS Hoare Govett

- Deutsche Bank and RBS Hoare Govett on a £60 million cashbox placing by Bovis Homes

Deutsche Bank

- Deutsche Bank AG, London Branch on the £100m share issue by way of placing being undertaken by Drax Group plc

Rothschild, J.P. Morgan Cazenove and Panmure Gordon

- Rothschild as joint sponsor and financial adviser and J.P. Morgan Cazenove and Panmure Gordon as joint sponsors and joint bookrunners on a £88m rights issue and class 1 acquisition by RPC Group Plc

Macquarie and Liberum

- Macquarie and Liberum as joint bookrunners to AIM-quoted Sirius Minerals Plc, in connection with a £55m share placing

J.P. Morgan Cazenove and Panmure Gordon

- J.P. Morgan Cazenove and Panmure Gordon on the £341.3m share issue by way of placing and open offer and firm placing undertaken by SIG plc

Key international contacts

Key contact biographies can be viewed at simmons-simmons.com

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