



## Andrew D. Hudders

### Partner

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#### Practice Areas

Corporate, M&A and Venture Capital | International Business Practice | Securities & Corporate Governance

Andrew Hudders brings a wealth of experience in the securities markets, company financing, M&A and corporate matters. His approach is methodical and disciplined, but he often finds creative solutions that others might have overlooked.

Andrew's corporate practice includes the general representation of well-established, emerging growth companies and companies in the start-up, venture capital stages of their development. He represents these companies in the many aspects of general corporate practice, including corporate formation, board, executive and governance requirements executive compensation and employment-related matters, leasing, operational contracts, strategic alliances and mergers and acquisitions. On the financing side of things, Andrew has long experience in equity and debt transactions, venture capital and private equity investment, equity-based plans, and public.

In securities transactions, Andrew regularly represents companies and placement agents/underwriters in public and private offerings dealing with the FINRA, SEC and state securities requirements. Clients appreciate Andrew's broad exposure to domestic and cross-border transactions in a range of market conditions. Typical transactions include private placements, IPO's, 415 transactions, PIPE's, secondary and resale offerings and going-private transactions. He has extensive experience in SPAC offerings, SPAC business combination transactions and reverse merger transactions and related financings. He advises and assists companies with their SEC reporting obligations, annual meeting requirements, corporate governance and securities compliance. He also helps companies meet their public market listing requirements.

The operating/issuer clients that he represents engage in such diverse industries as computer services, online

services, alternative energy, oil and gas exploration, mining, media, film and television production, beverages and food distribution, and medical devices and medical therapies. Clients are both United States based and based in countries such as Canada, China, Hong Kong, the Netherlands, Singapore, Spain and the United Kingdom, among other locations.

## Representative Merger Transactions

- Represented SPAC in acquisition of corn and other seed bio-engineering company located in Beijing, Peoples Republic of China.
- Represented SPAC in acquisition of financial services software and consulting company located in Beijing, Peoples Republic of China.
- Represented SPAC in acquisition of waste recycling located in North America
- Represented principals in merger of private companies in the beauty care products industry.
- Represented public company in roll-up of digital media companies.
- Represented reverse merger public company in acquisition of bio-energy company and subsequent roll-up acquisitions in United States and United Kingdom.
- Represented Netherlands company acquisition of US public company and US roll-up acquisitions of fresh vegetable and fruit drink companies.
- Represented Canadian target of United States acquisition company in the film, television other media production.
- Represented public company in sale of controlling interest to group of investors.
- Represented SPAC in acquisition of resource company located in Shanghai area of Peoples Republic of China.
- Represented company in roll-up of medical device companies, academic institutional medical licenses and private and public financing.

## Representative Underwriting and Placement Transactions

- Represented Scottish medical therapy development company in United States IPO and listing on NASDAQ.
- Represented placement agent in private placements for software company and emergence from bankruptcy
- Represented underwriter in IPO and secondary offerings by medical devices NASDAQ listed issuer.
- Represented placement agent in 415 shelf takedown for NASDAQ listed electronics issuer.
- Represented placement agent in PIPE transaction for seasoned NASDAQ issuer.
- Represented digital media company issuer in a series of preferred and secured note private placements.
- Represented NASDAQ listed alternative fuels issuer in series of PIPE and strategic investments.
- Represented Chinese target in acquisition by shell company and related PIPE of common stock.
- Represented SPAC foreign private issuer in formation and million initial public offering.
- Represented placement agent in private placement of preferred stock to United States institutional investors by Chinese based issuer.
- Represented bio-products issuer in AIM listing and related Regulation S offering.

- Represented United States issuer based in Western Canada in series of Regulation S offerings for working capital.

## Speaker/Author

- Client Alert: SEC Proposes Limited Broker Registration Exemption for Two Classes of “Finders” – October 14, 2020
- Client Alert: SEC Expands Definition of Accredited Investor, September 8, 2020
- China Business Conference – Columbia Business School, Panelist on Private Equity and Venture Capital Investment In China
- China Business Conference – Columbia Business School, Panelist on China’s investment Landscape and Development of the China Capital Market
- Asia Business Conference – Harvard Business School, Panelist on the U.S. Capital Markets for Smaller Chinese Companies

## Education & Honors

- Cambridge University, Master of Laws in English Law
- Georgetown University Law Center, J.D.
- London School of Economics and Political Science, M.Sc.
- Connecticut College, B.A.

## Bar Admissions

- State of New York
- U.S. District Court, Eastern District of New York