



### John J. Gilluly III

MANAGING PARTNER, AMERICAS  
MEMBER, GLOBAL BOARD  
MEMBER, EXECUTIVE COMMITTEE

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John Gilluly represents clients across a range of industries and focuses on capital markets transactions, SEC reporting and compliance, mergers and acquisitions, private equity and venture capital transactions, and corporate governance matters.

## RECENT EXPERIENCE

- Outside corporate and securities counsel to multiple public companies
- Counsel to numerous issuers, venture capital firms and private equity firms in preferred stock and levered transactions
- Representation of an upstream producer on the sale of oil and gas assets to a Special Purpose Acquisition Company (SPAC)
- Representation of a private equity-backed national restaurant company in its US\$780 million acquisition by a public buyer
- Representation of a private equity firm in the US\$2.4 billion sale of upstream oil and gas assets
- Representation of a national restaurant company in the acquisition of its largest franchisee
- Representation of a private equity platform company in its US\$500 million international add-on acquisition
- Representation of a public software company in its US\$4.5 billion take-private transaction
- Representation of a SaaS HCM company in its initial public offering and follow-on offerings
- Representation of a SaaS FinTech company in its initial public offering and follow-on offerings
- Representation of underwriters in follow-on offering of a leading payments company
- Representation of a private equity firm in its leveraged acquisition of multiple employee benefit firms
- Representation of a venture-backed software company in its acquisition by private equity firm

- Corporate
- Mergers and Acquisitions
- Emerging Growth and Venture Capital
- Capital Markets
- Private Equity
- Public Company and Corporate Governance

- Life Sciences
- Financial Services
- Energy and Natural Resources
- Healthcare
- Hospitality and Leisure
- Technology

## CREDENTIALS

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### Admissions

- Texas

### Recognitions

*Chambers USA* has recognized John as a "highly regarded" lawyer for "his active funds practice and his deal focused attitude" and has noted that "peers are enthusiastic in their praise," singling him out as "a smart attorney who is so good with clients." Furthermore, John "brings 'great judgment and the most salient business points' to a diverse range of corporate and securities matters. He is commended for being 'extremely effective in protecting clients' interests."

John has repeatedly been named a Texas Super Lawyer in a research project conducted jointly by *Law & Politics* and *Texas Monthly* magazines. He also has been regularly listed in The Best Lawyers in America and was recognized as the 2021 "Lawyer of the Year" for Securities/Capital Markets in the Austin metro area.

### Education

- B.A., Economics and Business Administration, Rhodes College 1992  
*cum laude*
- J.D., University of Texas 1998  
*Texas Journal of Business Law*

### Memberships

- American Bar Association
- State Bar of Texas

### Civic and Charitable

- Operation Miracle, Dell Children's Hospital

## INSIGHTS

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### Publications

#### **SEC provides additional guidance regarding COVID-19 disclosures**

26 June 2020

Additional guidance for public companies when evaluating their disclosures with respect to business and market disruptions resulting from COVID-19.

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#### **Beyond the Curve: A framework for public company directors**

15 June 2020

A guide for directors navigating the unprecedented complexities public companies face today and over the horizon.

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#### **Lessons in leadership: A conversation with General Mattis and Ambassador Burns**

2 June 2020

DLA Piper's John Gilluly, global co-chair of the firm's Corporate practice, talks with General James Mattis and Ambassador Nick Burns.

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## **SEC adopts amendments to required financial disclosures for acquisitions and dispositions of business**

29 May 2020

Public companies can utilize the new rules on a voluntary basis effective immediately, so long as they adopt the amendments in their entirety.

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## **Post-COVID-19: What to expect in the "next normal"**

30 April 2020

Issues that are front of mind, based on an informal survey of some of the largest companies and most influential global business leaders.

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## **SEC provides additional filing relief and disclosure guidance in light of COVID-19**

6 April 2020

In addition, the Division of Corporation Finance issued disclosure guidance regarding the impact of the pandemic.

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## **Annual shareholder letter considerations and guidance**

1 April 2020

This alert provides an update on practice as of the date of publication as well as general guidance and insights to assist boards of directors and senior management of US public companies as they evaluate their communication strategies.

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## **COVID-19: Stock volatility and your convertible notes (United States)**

23 March 2020

The coronavirus disease (COVID-19) outbreak has created economic uncertainty and historic volatility in global securities markets. While the impact of this volatility on a company's common stock may be clear, the impact on a company's equity-linked securities, like convertible bonds, may be less apparent.

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## **Coronavirus: stock repurchase considerations and guidance for US public companies**

18 March 2020

General guidance and insights to assist boards of directors and senior management of US public companies as they evaluate potential stock repurchases.

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## **Coronavirus: SEC provides guidance for conducting annual meeting (United States)**

17 March 2020

The SEC provides a process for companies to notify shareholders of a change in date, time or location of the annual meeting and guidance on the holding of virtual or hybrid annual meetings and the presentation of shareholder proposals.

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### **Considerations for virtual annual shareholder meetings in light of the coronavirus (United States)**

6 March 2020

With the proxy season upon us, many public companies are grappling with how to responsibly hold annual shareholder meetings in light of the COVID-19 outbreak.

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### **SEC provides filing extension for companies affected by coronavirus (United States)**

5 March 2020

Companies that file public reports that are unable to meet filing deadlines due to the COVID-19 outbreak will have an additional 45 days to file.

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### **Coronavirus considerations and guidance for US public companies (United States)**

3 March 2020

While the situation remains fluid and the specific impacts on most companies are uncertain, the coronavirus COVID-19 outbreak may create risks in all aspects of business.

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## **Events**

- Moderator "Looking forward: COVID-19 and its implications for global economies and international cooperation," May 11, 2020

**LISTEN TO THE WEBINAR PLAYBACK**

## **NEWS**

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### **DLA Piper LLP (US) announces new firm and practice leadership positions**

8 March 2021

DLA Piper LLP (US) is pleased to announce a number of firm and practice leadership changes.

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### **DLA Piper advises Q2 Holdings in its issuance of US\$350 million of convertible senior notes in private exchange and subscription transactions**

14 December 2020

DLA Piper represented Q2 Holdings, Inc. (NYSE: QTWO), a leading provider of digital transformation solutions for banking and lending, in private exchange and subscription transactions with certain holders of its outstanding 0.75% convertible senior notes due 2023 and certain new investors.

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## **DLA Piper launches Sustainability and Environmental, Social and Governance (ESG) portal to help clients thrive in a sustainable future**

2 November 2020

DLA Piper has launched a global Sustainability and Environmental, Social and Governance (ESG) portal to help companies around the world transition to and thrive in a more sustainable future.

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## **DLA Piper advises PROS Holdings, Inc. in its US\$150 million convertible senior notes offering**

16 September 2020

DLA Piper represented PROS Holdings, Inc. in its offering of US\$150 million aggregate principal amount of its convertible senior notes due 2027.

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## **DLA Piper advises the underwriters in Upland Software's US\$119 million common stock offering**

18 August 2020

DLA Piper represented the underwriters in the US\$119 million registered public offering of 3,500,000 shares of common stock of Upland Software, Inc.

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## **DLA Piper advises Needham & Co. as underwriter in Vicor Corporation's US\$115 million common stock offering**

17 June 2020

DLA Piper represented Needham & Company, LLC as underwriter in the US\$115 million public offering of common stock of Vicor Corporation.

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## **DLA Piper advises Q2 Holdings in US\$362 million common stock offering**

19 May 2020

DLA Piper represented Q2 Holdings, Inc., a leading provider of digital transformation solutions for banking and lending, in a US\$362 million underwritten registered public offering of common stock.

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## **DLA Piper advises Luminex in its US\$260 million convertible senior notes offering**

18 May 2020

DLA Piper advised Luminex Corporation, an Austin-based company that develops, manufactures and sells proprietary biological testing technologies and products, in its offering of US\$260 million aggregate principal amount of 3.00% convertible senior notes due 2025.

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## **DLA Piper announces leadership webinar with General James Mattis and Ambassador Nick Burns**

6 May 2020

As part of its ongoing webinar series covering the impacts of the coronavirus disease 2019 (COVID-19), DLA Piper is pleased to announce that the firm will hold a complimentary webinar, "Looking forward: COVID-19 and its implications for global economies and international cooperation," with The Cohen Group on May 11, 2020.

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## MEDIA MENTIONS

- "DLA Piper Forms New Management Team After Strong 2020," *Law360*, March 9, 2021
- "Technology Transactions Is Great Work—If Firms Can Get It" *LegalTech News*, January 7, 2020