



Dave Player

Associate

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Dave's practice focuses on representing institutional investors in negotiating transactions with private equity funds and other alternative assets, including fund formations, reinvestments, and direct investments, as well as sales and acquisitions of fund interests in secondary portfolio transactions.

- Corporate
- Private Equity
- Global Investment Funds

MERGERS, ACQUISITIONS, JOINT VENTURES

- Represented private equity firm in US\$75 million acquisition of multi-state distributor of construction equipment
- Represented private equity firm in US\$8 million acquisition of Louisiana oilfield services company
- Represented public company in US\$730 million acquisition of a hospital network
- Represented biopharmaceutical manufacturer owned by state university in sale to two multinational corporations
- Represented institutional investor in connection with purchase of minority stake in a deep water wind farm development
- Represented local supplier of construction materials in US\$21 million sale of family business to larger national competitor
- Represented privately-held independent investment advisory firm in sale of business

ENTITY FORMATION & DISSOLUTION

- Assisted foreign corporation with winding up and dissolving Texas-based subsidiary
- Assisted start-up companies in drafting formation documents, including company agreements, shareholder agreements, employment contracts, and restricted stock plans
- Guided clients through formations, conversions, forward mergers, reorganizations, freeze-out mergers, and dissolutions for various forms of business entities, including corporations, LLCs, limited partnerships, and trusts, organized in Texas, Delaware and other states

EQUITY & DEBT OFFERINGS

- Prepared governing and offering documents for investments in newly-formed pharmacy business structured as a Texas series LLC
- Represented private investment firm in US\$330 million oil and gas investment partnership

- Represented public company in entering into US\$750 million unsecured credit facility with group of national banks
- Drafted disclosure statements, subscription agreements, stock awards, promissory notes, and other documents in connection with new equity offerings
- Handled filings on behalf of clients to comply with securities laws, including periodic filings (Form 10-K, Form 10-Q, Form 8-K), new offerings (Form D, blue sky filings), and Section 16 reporting (Form 3, Form 4)

CORPORATE GOVERNANCE

- Served as outside counsel for special committee appointed by board of directors of closely-held Texas corporation to investigate potential derivative claims
- Assisted compensation committee of large public company in adopting new executive compensation plan and drafted restricted stock agreements
- Reviewed and delivered report of public company's governance procedures and past practices of board of directors, with guidance to implement best practices
- Advised clients on potential liability for disclosure and regulatory obligations, and shareholder derivative claims relating to fiduciary duties, shareholder oppression, and breach of contract

CREDENTIALS

Admissions

- Texas

Recognitions

- Named a "Pro Bono Superstar" as one of the top three UT law graduates with the most pro bono hours

Education

- J.D., University of Texas 2014
- B.A., University of Texas 2011
Plan II Honors Program

Memberships

- Inducted into Friar Society at UT Austin

INSIGHTS

Publications

- "Eminent Domain, Denbury, and the Keystone XL Pipeline" 8 J. Oil Gas & Energy L. 177 (2013)