



Structured Finance and Securitization

With our extensive international platform and vast cross-border experience, our Structured Finance and Securitization team delivers integrated advice and support across a range of transactions in numerous jurisdictions.

We have substantial experience in a wide array of ABS in both the US and Europe that includes US and European CLOs, Asset-Backed Commercial Paper programs, CMBS, RMBS as well as securitization of esoteric assets such as renewable energy and energy efficiency assets, tobacco fees, small business loans, ships, IP and aircraft, and whole business securitizations and project finance securitizations. We are one of the leading firms in the United States in the rapidly developing area of solar securitisation.

Our team includes not only practitioners with years of hands-on experience in these diverse transactions, but also thought leaders who are known in the industry for their creative problem-solving and their entrepreneurial track record in designing and executing new programs.

The team is supported by our leading corporate, regulatory and tax teams and works together with DLA Piper's real estate, litigation, bankruptcy, IP licensing, franchising, insurance and renewable energy lawyers around the globe.

CAPABILITES

Our Securitization practice consists of experienced lawyers globally and have represented issuers, leading financial institutions in all capacities and other transaction parties on a wide range of international and securitization transactions.

We have deep experience of property structured finance including CMBS and RMBS, CDOs and CLOs as well as leading experience in esoteric assets such as auto, ships, aircraft and project finance securitizations, tobacco fee securitization, IP securitization and whole business securitization.

EXPERIENCE

- Goldman Sachs as primary deal counsel in several recent US CLOs and Ares Management as collateral manager of several recent US CLOs and one recent European CLO.
- An investment firm in the creation of a securitization program to fund the aggregation of portfolios of commercial solar projects.
- FGA Capital as originator on two substantial securitizations of portfolios of auto-loan receivables, the first of which was the first

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- Derivatives
- Litigation, Arbitration and Investigations
- Real Estate
- Tax

- Energy and Natural Resources
- Financial Services

transaction in the UK to be issued under the Prime Collateralised Securities ("PCS") initiative (an initiative backed by, among others, the Bank of England and the European Central Bank to define and promote standards of 'best practice' in the asset backed market). The transaction was structured to permit the senior notes to be recognized as eligible collateral for credit operations within the European Central Bank and for the purposes of the Bank of England's Discount Window Facility. The transaction was documented using the Bank of England recommended format for UK Auto Loan Transactions. The latter deal involved the securitization of over £1.3 million in auto loan receivables through a loan note facility provided by way of a multi-bank revolving structure.

- UniCredit as the arrangers on a highly structured synthetic securitization by the bank in respect of a portfolio of around €1 billion in loan assets. The structure involved the issue of floating rate credit enhancement notes meeting significant risk transfer requirements to achieve regulatory capital reductions with the Bank of Italy.
- Created the legal architecture for a national program for securitizing legal fees awarded to outside counsel in the landmark multi-state tobacco settlement, which resulted in aggregate fee awards of over US\$14 billion. Served as transaction counsel on a series of securitizations under the program aggregating over US\$5 billion of notional legal fee amount. Underwriting firms included Deutsche Bank Securities, Lehman Brothers and UBS. The first transaction closed under this program, Litigation Settlement Monetized Fee Trust I™, was a multi-borrower transaction named Asset-Backed Securities Deal of the Year for 2001 by International Securitization Report.
- Banco Santander S.A. on the issue by Besaya ECA Limited of US\$470 million secured variable rate notes due 2016 listed on the Irish Stock Exchange. The transaction involved the securitization of a portfolio of international export credit loans.
- Oxford Finance, LLC in the collapsing of an existing securitization of life science loans into a new securitization issuance.
- Dignity plc on the issue of notes in connection with its whole business securitization tap, the proceeds of which would be used to fund the acquisition of a large group of funeral businesses. The securitization involved the issue by Dignity Finance plc of (in total) £50,250,000 Class A Secured 6.310 per cent Notes due 2023 and £40,750,000 Class B Secured 8.151 per cent Notes due 2031.
- Blackstone on its purchase of a large portfolio of commercial real estate loans (with a face value in excess of £1.3 billion) from The Royal Bank of Scotland. This transaction involved a joint venture purchaser, as well as senior financing provided by the seller, which was subsequently securitized. The assets in this portfolio are secured by properties located throughout the United Kingdom.
- CAN Capital, a leading provider of small business loans and merchant cash advances, as deal counsel in a complex securitization of small business loans and merchant cash advances.

INSIGHTS

Publications

For funds participating in commodities markets: Understanding pool operator and commodity trading advisor registration

8 June 2022

As commodities markets present more investment opportunities and investors enter these markets or expand their activities in the commodities markets, it is important for funds to understand the CFTC regulations applicable to CPOs and CTAs.

SEC proposes rules affecting share repurchases

11 January 2022

The SEC says the proposed rules are intended to reduce "information asymmetries" between issuers and investors.

DLA Piper's global CLO team sponsors the new edition of Creditflux's Guide to CLOs

3 November 2021

We are delighted to announce that DLA Piper has sponsored the 2nd edition of Creditflux's 'Guide to CLOs', a fully updated and accessible, comprehensive resource on the market for collateralized loan obligations.

Brexit - impacts and changes for securitisations in the UK and Europe

29 January 2021

Securitisation remains one of the most effective and efficient forms of financing to support business growth and development. In spite of years of regulatory interference, delay and badly developed regulation the market continues to operate, admittedly at significantly reduced levels. The UK now has the opportunity to re-establish a securitisation regulatory regime that is effective and more appropriate to the risk and structures involved. This is however likely to be some way off as participants initially continue to operate within the current regulatory framework.

Non-performing loans - new EU measures

22 December 2021

On 9 December 2020 the negotiators from the Economic and Monetary Affairs Committee and the European Council reached agreement on amendments to the Capital Requirements Regulation and the Securitisation Regulation (the Regulations). On 15 December, the European Council issued the final compromise text to the Permanent Representatives Committee. The formal adoption of the final texts is targeted for February 2021. Under the terms of the Withdrawal Agreement between the UK and the EU, any EU law that is legally binding at the end of the transition period (31 December 2020) will continue to apply in the UK after that date. We await confirmation on whether these amendments (or a version of these amendments) will be adopted in the UK.

Assessing ESG factors in the energy sector

27 October 2020

[ESG HANDBOOKS AND GUIDES](#)

A reference tool for energy companies as they discuss and refine their ESG programs.

CFTC final cross-border rule replaces cross-border guidance

3 September 2020

The Final Rules establish a standard of review that the CFTC will apply to comparability determinations that emphasizes a holistic, outcomes-based approach.

Interval Funds - at the Intersection of Liquidity, Transparency, and Valuation

1 MAR 2017

What can interval funds do that other pooled investment vehicles in the marketplace cannot do (or must do differently)?

Global Financial Markets Insight - Issue 10, 2016

28 JUL 2016

[FINANCE AND MARKETS GLOBAL INSIGHT](#)

On 23 June 2016, the UK electorate voted to leave the European Union in a so-called Brexit referendum. The exit result was a surprise for many working in the finance sector. The change will impact the position of the UK under critical legislation such as the Capital Requirements Regulation, European Market Infrastructure Regulation, Market Abuse Regulation and many other Regulations and Treaties applicable in the UK. We will also see a change as to the role of the UK in significant market initiatives such as the Capital Markets Union. It is likely that these changes will present both threats and opportunities. Until policy is clearer, we will comment on some of the existing challenges caused by EMIR and similar EU Regulations.

CFTC approves final cross-border guidance of the swap provisions of the Dodd-Frank Act

12 JUL 2013

The Final Guidance aims to set forth the CFTC's policy on the application of the swap provisions of the Commodities Exchange Act to cross-border activities

European Commission and CFTC announce a path forward on cross-border regulation of OTC derivatives

11 JUL 2013

A high-level joint understanding

With long-awaited trading rules, SEC positions itself as an extraterritorial regulator

6 MAR 2013

How are the US & EU reforming the rating agencies?

14 Aug 2012

Would registration with the SEC harm US private equity advisors' global competitiveness?

22 Mar 2012

Did Dodd-Frank hit or miss the securitization bull's eye?

29 Feb 2012

[Events](#)

[Previous](#)

Creditflux CLO Symposium 2022 - Connecting the US and European CLO community

10 May 2022 | 9:00 - 18:00 BST

Fireside chat: Dispatches from the CLO trenches

29 March 2022 | 10:10 - 10:30 EDT
New York

CLO Symposium 2021

9 September 2021 | 11:00 - 12:00 ET
Webinar

Creditflux CLO Market Update

10 February 2021 | 10:00 - 12:30 ET
Webinar

Creditflux CLO Investor Summit

12-13 November 2020
Webinar

Investors' and Issuers' Perspective

29 September 2020 | 11:00 - 12:00 ET
Webinar

Creditflux CLO Symposium

8 September 2020 | 10:00 - 11:00 ET
Webinar

NEWS

DLA Piper adds securities partner Grant Buerstetta to its New York City office

1 June 2022

DLA Piper is expanding its Finance practice with the arrival of Grant Buerstetta as partner in the firm's New York City office. Buerstetta will be a member of the Finance practice's Structured Finance subgroup.

DLA Piper's Deborah Meshulam and Michael Fluhr co-edit ABA book on Cryptocurrency and Digital Asset Regulation

12 April 2022

DLA Piper is proud to announce that Deborah Meshulam and Michael Fluhr have co-edited the book *Cryptocurrency and Digital Asset Regulation: A Practical Guide for Multinational Counsel and Transactional Lawyers*.

DLA Piper advises Aligned Energy on US\$1.725 billion of structured sustainable debt financing, including largest-ever inaugural data center securitization

25 August 2021

DLA Piper represented Aligned Energy in the largest inaugural data center securitization and first-ever green data center securitization.

DLA Piper advises Sabey Data Centers in its US\$175 million issuance of securitized notes

12 July 2021

DLA Piper represented Sabey Data Centers, a privately owned multi-tenant data center owner, developer and operator, in its recent issuance of US\$175 million of securitized notes at a fixed rate coupon of 1.881 percent, which set a record for the lowest new issue spread to benchmark rates in the sector.

DLA Piper advises Sound Point Capital in acquisition of CVC Credit's US direct lending unit

14 June 2021

DLA Piper represented Sound Point Capital Management, LP in its recent acquisition of the US direct lending platform of CVC Credit.

DLA Piper advises Stack Infrastructure in its issuance of US\$400 million of securitized notes

19 March 2021

DLA Piper represented Stack Infrastructure, Inc. in its issuance of US\$400 million of securitized notes at a fixed rate coupon of 1.877%.

Jay Williams joins DLA Piper's Structured Finance practice in New York

12 February 2021

DLA Piper announced today that Jay Williams has joined the firm as a partner in its Structured Finance practice, based in New York.

DLA Piper advises Stack Infrastructure in its issuance of US\$325 million of securitized notes

1 September 2020

DLA Piper represented Stack Infrastructure, Inc. in its issuance of US\$325 million of securitized notes at a coupon of 1.89%.
