

Billy Rohrlich

Shareholder Chair, Corporate, Securities/Mergers & Acquisitions Practice Group

Practices: Corporate, Securities/M&A; Healthcare; Mid-Market Public Companies

Industries: Emerging & Mid-Market Companies; Healthcare; Higher Education; Life Sciences

Billy Rohrlich is chair of the firm's Corporate, Securities/Mergers & Acquisitions Practice Group. Billy has extensive experience in representing both public and private companies in connection with merger transactions, purchasing and selling assets of a business or division, acquisitions of stock and other equity interests of an entity, reorganizations, and other business combination transactions. He devotes a substantial part of his practice to representing issuers, venture capital firms and other investors with respect to a wide-range of securities offerings, such as public offerings of debt and equity securities, Rule 144A transactions, PIPE (private investment in public equity) transactions, and private placements of debt and equity securities. Billy also represents public companies with their ongoing reporting obligations under the Securities Exchange Act of 1934 and other corporate governance and securities law compliance matters.

In addition, Billy represents companies in a broad range of industries with general business matters, including borrowings under credit facilities with banks and other lenders, buyouts of shareholders and other equity holders, and drafting and negotiating contracts for a variety of business transactions.

Prior to joining Winstead in 2007, Billy practiced law at a large international law firm, where his practice focused on corporate and securities matters.

Representative Experience

Corporate Finance and Securities Matters

- Represented specialty infrastructure construction company in (i) going public transaction via merger with special purpose acquisition company (SPAC) ("de-SPAC transaction") resulting in an implied enterprise value of approximately \$800 million and (ii) transfer of listing of common stock and warrants to NYSE
- Represented NYSE-listed restaurant and entertainment company in connection with Rule 144A offering of \$295 million of senior secured notes
- Represented NASDAQ-listed biotechnology company in connection with an underwritten follow on public offering of common stock and initial public offering of publicly-traded warrants
- Represented NASDAQ-listed biotechnology company in connection with \$20 million registered direct offering of common stock
- Represented NASDAQ-listed biotechnology company in connection with "at the market" public offering of up to \$10 million of common stock
- Represented OTCBB-traded biotechnology company in connection with an equity line of credit arrangement with a private equity firm for the sale of up to \$7 million of registered common stock



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Education

University of Florida
– LL.M., Taxation, 2004
– Graduate Tax Scholar
– Research Assistant to Professor Michael A. Oberst

South Texas College of Law
– J.D., 2003
– *South Texas Law Review*
– Order of the Lytae
– Phi Delta Phi International Law Fraternity

Texas A&M University
– B.B.A., Accounting, 2000

- Represented OTCQX-traded biotechnology company in connection with a registered direct offering of \$15 million of common stock and warrants
- Represented privately-held medical device company in connection with a \$25 million private placement of preferred stock to several venture capital firms
- Representation of a healthcare-focused venture capital firm in various investments in healthcare, pharmaceutical and biotechnology businesses

Mergers and Acquisitions

- Represented NYSE-listed pharmaceutical company in connection with a \$102 million acquisition of 100% of the stock of a privately-held pharmaceutical company
- Represented privately-held energy services company in connection with a \$100 million sale of 100% of its stock to a large international risk assurance company
- Represented privately-held energy services company in connection with a \$49 million sale of 100% of its equity interests to a NASDAQ-listed company
- Represented international hotel management company in connection with \$40 million acquisition of substantially all of the assets of domestic hotel management company
- Represented international waste services company in connection with \$35 million acquisition of 100% of the equity interests in privately-held waste services company
- Represented privately-held trucking company in connection with a \$780 million sale of substantially all of its assets to NYSE-listed company
- Represented privately-held medical device company in connection with a \$110 million sale of substantially all of its assets to NYSE-listed company
- Represented NYSE-listed engineering and construction company in connection with \$50 million acquisition of 100% of the stock of a subsidiary of NYSE-listed exploration and production company
- Represented certain shareholders of a commodities import and export company in connection with approximately \$300 million sale of its operating subsidiaries to a privately-held commodities import and export company

Professional & Community Service

- State Bar of Texas
- The Florida Bar
- American Heart Association, Former Executive Leadership Team for Montgomery County Heart Ball
- American Heart Association, Former Chair of Finance Committee for Montgomery County Heart Ball
- Montgomery County A&M Club, Former Member of Board of Directors
- Houston Bar Association
- The Woodlands Bar Association

Awards & Recognition

- Texas Rising Star, Thomson Reuters, 2010, 2014-2018
- Houston's Top Lawyers, *H Texas*, 2014, 2016-2017
- BTI M&A Client Service All-Star, 2021

Admissions

- Texas, 2003
- Florida, 2004