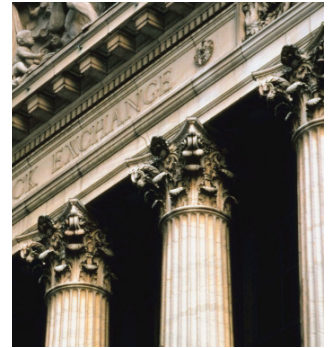


Global Capital Markets

World-Class Practice



King & Spalding is among the most active and highly regarded international law firms in the area of corporate finance. Our Capital Markets team consists of more than 45 lawyers in Atlanta, Houston, London, New York, Palo Alto, Dubai, Abu Dhabi and Moscow. We represent both issuers and underwriters, including major investment banks, in public and private offerings of equity and debt securities. Our team has specific expertise across a broad range of industries, including biotech, healthcare & pharmaceuticals, consumer products, energy & natural resources, financial institutions, manufacturing, media & entertainment, real estate, retail & restaurants, technology & telecommunications and transportation & logistics.

Our transactions are national and international in scope and vary in size from public, billion-dollar deals to small, private transactions. In addition to our capital raising transactions, we are active in a range of equity and liability management transactions such as share repurchases, exchange offers, tender offers and consent solicitations.

Nationally Recognized

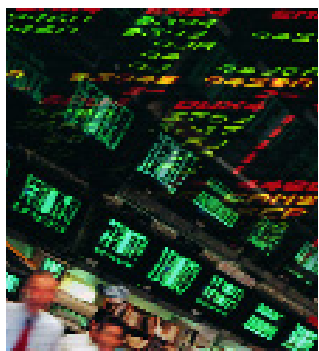
- Since 2002, King & Spalding has served as counsel in over 165 corporate finance transactions involving more than \$100 billion in value.
- Sixteen King & Spalding corporate and finance lawyers earned individual spots in the 2014 edition of *Chambers USA*.
- Sources say “King & Spalding is first-class – it has the deepest bench in town.”
- King & Spalding is ranked among the most active U.S. law firms for private finance, according to Reuters Loan Pricing Corporation.
- In *Corporate Counsel’s* “Go-To Law Firm” list, King & Spalding consistently ranks among the firms most mentioned overall for total representations in corporate transactions and securities law.

Transaction Experience

We have extensive experience in a full range of corporate finance transactions, including:

- initial and secondary public offerings
- Rule 144A offerings
- PIPE and other private placements investments
- shelf registrations and takedowns
- medium-term note programs
- investment-grade and high-yield debt offerings
- equity linked securities
- American Depositary Share offerings
- Eurodollar offerings
- AIM market listings
- spin-off transactions
- issuer tender offers
- exchange offers
- consent solicitations

In its 2014 edition, the IFLR 1000 recognized King & Spalding as one of the world’s leading law firms advising on finance and corporate matters.



IPOs

- Representing **Citigroup** in pending \$500 million initial public offering by Southeastern Grocers (NASDAQ)
- Represented **Nivalis Therapeutics, Inc.** in \$77 million initial public offering (NASDAQ)
- Represented **Wing Stop Inc.** in a \$110 million initial public offering (NASDAQ)
- Represented **Endochoice** in \$95 million initial public offering (NYSE)
- Represented **Piedmont Office Realty Trust** in \$200 million initial public offering (NYSE)
- Represented **CelluTissue Holdings** in \$125 million initial public offering (NYSE)
- Represented **FleetCor Technologies** in \$335 million initial public offering (NYSE)
- Represented **Resaca Exploitation** in \$105 million initial public offering (LSE/AIM)
- Represented **Credit Suisse** in IPO for Ignite Restaurant Group's \$86 million initial public offering (NASDAQ)
- Represented **Credit Suisse** in Dual Track IPO/Auction for Logan's Roadhouse
- Representing **SunTrust Robinson Humphrey** in \$115 million initial public offering for Natural Grocers by Vitamin Cottage, Inc. (NYSE)
- Represented **Caribou Coffee Company** in \$90 million initial public offering (NASDAQ)
- Represented **Citigroup** in \$95 million initial public offering of Comverge Inc. (NASDAQ)
- Represented **Friedman Billings Ramsey** in \$80 million initial public offering of Liquidity Services, Inc. (NASDAQ)
- Represented **Consolidated Communications, Inc.** in \$204 million initial public offering (NASDAQ)
- Represented **ev3 Inc.** in \$164 million initial public offering (NASDAQ)
- Represented **Great Wolf Resorts, Inc.** in \$274 million initial public offering (NASDAQ)
- Represented **Feldman Mall Properties, Inc.** in \$139 million initial public offering (NYSE)

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Other Representative Transactions

- Represented **Barclays Capital** in \$103 million secondary offering of common stock for 3D Systems Corporation.
- Represented **Cooper Industries** in \$500 million offering of senior notes.
- Represented **Cousins Properties Inc.** in a \$330 million secondary offering of common stock.
- Represented **Credit Suisse** in a secondary offering of 1.5 million shares of common stock of Life Time Fitness, Inc. for gross proceeds of \$83 million.
- Represented the **Islamic Development Bank (IDB)** in a \$750 million *Sukuk* dual-listed on the London Stock Exchange and Bursa Malaysia.
- Represented **Novelis Inc.** in private offerings of approximately \$2.7 billion of high yield notes.
- Represented **Rock-Tenn Company** in two offerings of high yield notes for aggregate gross proceeds of \$300 million.
- Represented **Sprint Nextel Corporation** in connection with the structuring and \$412 million initial public offering of Virgin Mobile USA, Inc., a venture founded by Sprint Nextel and The Virgin Group.
- Represented **SunTrust Banks, Inc.** in registered offerings of over \$2 billion of common stock, \$2.75 billion of senior notes, an "at the market" offering of common stock, a tender offer for \$750 million of certain preferred and hybrid securities, the sale of \$4.85 billion of preferred stock and warrants under TARP and the sale of \$576 million of floating rate notes guaranteed by the FDIC.
- Represented **United Parcel Service, Inc.** in registered offerings of over \$9 billion of senior notes.