



William T. Manierre

Partner

San Francisco
Four Embarcadero Center
Seventeenth Floor
San Francisco, CA 94111

Tel: 415.774.3283
Fax: 415.434.3947
wmanierre@sheppardmullin.com

PRACTICE AREAS

- Corporate

OVERVIEW

William T. Manierre is a partner in the Corporate Practice Group in the firm's San Francisco office.

Areas of Practice

Mr. Manierre specializes in corporate and securities matters, mergers and acquisitions, and commercial transactions. Mr. Manierre is an experienced transactional attorney who takes a "hands-on" approach to the negotiation, structuring and documentation of complex business relationships.

Mr. Manierre represents public corporations, closely held and emerging companies and foreign corporations with U.S. operations and investments. His practice includes:

General Corporate: Representation of business enterprises (including corporations, partnerships, LLCs and sole proprietorships) concerning their organization, governance, reorganization and liquidation.

Mergers and Acquisitions: Purchase and sale of businesses, including asset sale transactions, stock transfers and mergers, and related legal matters such as regulatory filings, noncompetition covenants and employment agreements.

Securities: Federal and state securities laws, including public and private offerings, proxy solicitations, Exchange Act reporting and broker-dealer and investment advisor matters.

EDUCATION

- J.D., University of California, Hastings, 1975, *Order of the Coif, Thurston Society*, Executive Editor, *The Hastings Law Journal*
- B.A., Yale University, 1970, *cum laude*

MEMBERSHIPS

- Member, Business Law Section, State Bar of California
- Member, State Bar - CEB Business & Intellectual Property Law Advisory Committee
- Member, Association for Corporate Growth
- Member, ProVisors
- Member, Corporations Committee, United States Law Firm Group
- Member, Corporations Committee, 1988-1991, State Bar of California

- Arbitrator, National Association of Securities Dealers, 1980's and 1990's
- Member, Berkeley Fair Campaign Practices Commission, 1988-1998, Past Chairman, 1994-1997

ARTICLES

Author, "Dissolving the Corporation," Chapter 7 of Counseling California Corporations (Continuing Education of the Bar 2000 and subsequent revisions through 2009).

Co-author, "Selected Developments in California Corporations Law and Federal Securities Law," Business Law Section of the State Bar of California (each year 1989-1996).

Author, "Legislative Efforts to Slay the White Dragon," California Legislative Bulletin (January 1990).

SPEECHES

- Speaker, "Dissolving California Entities," San Francisco Bar Association, 2009.
- Panelist, "Buying or Selling a Troubled Business Asset," Sheppard Mullin MCLE Credit Crunch, 2009.
- Moderator, "Financing California Businesses," Continuing Education of the Bar, 2007.
- Panelist, "Protecting Corporate Officers and Directors in a Post Sarbanes-Oxley World," Continuing Education of the Bar, 2004.
- Panelist, "Mergers and Acquisitions in California: The Art of Doing Deals," National Business Institute, 2002.
- Panelist, "Business Buy-Sell Agreements," Continuing Education of the Bar, 2002, 2000.
- Panelist, "Basics of Accounting and Finance, What Every Practicing Lawyer Needs to Know," Practicing Law Institute, 2000.
- Panelist, "Legal Opinions: The ABA's Silverado Report and other Precious Gems," Contra Costa Bar Association, 1992.
- Panelist, "A Special Program on Legal Opinions," Business Law Section of the State Bar of California, 1989.
- Panelist, "Buying and Selling a Business," Continuing Education of the Bar, 1985.