



Edwin Astudillo

Associate

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PRACTICE AREAS

- Corporate

OVERVIEW

Mr. Astudillo is an associate in the Corporate Securities practice group in the firm's Del Mar office.

Areas of Practice

Mr. Astudillo represents public and private companies in general corporate matters with an emphasis in representing companies in securities transactions and mergers and acquisitions. He advises companies in a variety of industries including telecommunications, clean tech, information technology, social interactive entertainment, mobile marketing, pharmaceutical, financial institution, apparel, and endurance and action sports industries.

Mr. Astudillo assists clients in financing their business through venture capital, reverse mergers, private placements, PIPES, and initial and secondary public offerings. He regularly counsels publicly traded companies in matters of SEC compliance and corporate governance. He has also advised both publicly traded and privately held clients in numerous merger and acquisition transactions involving sales of assets, sales of stock and going private transactions.

EDUCATION

- J.D., Pepperdine University School of Law, 2001, *cum laude*
- B.A., California Lutheran University, 1997, *magna cum laude*

ADMISSIONS

- California

EXPERIENCE

REPRESENTATIVE EXPERIENCE

Securities Matters

- Represented public companies in registered direct offerings and PIPE financings involving equity and debt securities raising more than \$185 million
- Represented investors in recapitalization of a public company
- Represented issuer in AIM listing application and public offering
- Represented financial institutions in their initial public offerings

- Represented a non-profit-sponsored community asset-building entity in its initial public offering
- Represented placement agents in secondary public and private offerings
- Represented a bank holding company in a private offering involving New Markets Tax Credits
- Represented a bank holding company in a trust preferred offering
- Represented private companies in debt and equity offerings

M&A Transactions

- Represented private equity group in going-private transaction of Playboy Enterprises, Inc. (NYSE)
- Represented the special committee of the board of directors of Tongjitang Chinese Medicines (NYSE) in a going-private transaction
- Represented the special committee of the board of directors of Pomeroy IT Solutions (NASDAQ) in going-private transaction
- Represented a privately-held solid-state technology company in \$65M sale to a global consumer electronic company
- Represented a social interactive entertainment company in strategic acquisitions
- Represented a construction management company in \$112M stock sale
- Represented a world wide agriculture company in \$80M stock sale
- Represented a public shell in a reverse merger with a Korean mobile advertising company
- Represented a privately-held developer of platforms for web-based applications in a reverse merger with a public shell
- Represented a public bank holding company in acquisition of multiple branches
- Represented a public company in \$25M acquisition of privately-held VoIP company
- Represented an apparel wholesaler in the strategic acquisition of a privately-held outdoor lifestyle retailer
- Represented various closely-held businesses in employee buy-in transactions and restructurings
- Represented a privately held outdoor consumer good company in \$35M stock sale
- Represented a national bank in a merger with another national bank
- Represented a private individual in the acquisition of a regional petroleum distribution company
- Represented the seller of a dry underground utilities engineering company to a private equity firm
- Represented a state-chartered bank in a merger with a bank holding company
- Represented a national bank in a going private transaction
- Represented a US company in the acquisition of a Mexican maquiladora operation

MEMBERSHIPS

- Corporations Committee of the State Bar of California
- M&A Subcommittee of the Corporations Committee of the State Bar of California
- San Diego County Bar Association

- CONNECT Sport Innovators

ARTICLES

Corporate & Securities Law Blog Articles

- "SEC'S Interpretive MD&A Guidance On Liquidity And Capital Resources And Proposed New Rules On Short-Term Borrowing Disclosure," October 11, 2010
- "Smaller Reporting Companies Given Additional Time to Comply with Auditor Attestation Report on Internal Control over Financial Reporting", October 5, 2009

Financial Institution Law Blog Articles

- "Capital Purchase Program - Non-Public Financial Institutions", December 4, 2008
- "Capital Purchase Program - Publicly Traded Financial Institutions", November 21, 2008

Corp Fin Provides Guidance on Section 3(a)(10) Exemption, July 9, 2008

Regulation D: Proposed New Exemption and Other Revisions, August 21, 2007

SEC Issues Interpretive Guidance on ICFR, July 17, 2007