



John M. Paris, Jr.

Partner

Virginia Beach, VA

P: 757.473.5308

F: 757.473.0395

jparis@williamsmullen.com



For more than 30 years, John Paris has acted as a trusted partner and quarterback for his clients, both public and private, in various stages of growth. He has extensive experience representing strategic investors, venture capital and private equity firms in transactions and investments. John counsels clients on mergers and acquisitions; strategic joint ventures, licensing and corporate finance; securities offerings; SEC compliance; and general corporate matters. He is the chair of Williams Mullen's Private Equity Practice, vice chair of the Corporate Section and chair of the Emerging Technology Practice. John is one of two co-founders of the Hampton Roads Business Hall of Fame and 757 Angels, the first angel group in the Hampton Roads area.

Almost all of the work John brings to Williams Mullen comes from referrals from existing and former clients, investment bankers, bankers, fellow attorneys, and often from those companies and other firms that John met while representing his clients against them.

John represents clients in a variety of industries including software, cloud infrastructure, financial services, health care, medical devices, IT staffing, medical consulting, pharmaceuticals, manufacturing and distribution, food production, retail and technology. He also advises government contractors, with particular insight on unmanned aerial vehicle (UAV) and systems matters.

John has significant experience structuring, forming and representing venture capital, mezzanine and buyout funds in their investments in portfolio companies. He also assists lenders and borrowers in PIPE transactions, as well as investors and portfolio companies in angel financings.

In addition to representing underwriters and issuers in securities transactions, John helps publicly traded clients comply with corporate laws, securities laws and SEC regulations. He advises clients on 1934 Act

filings, corporate governance, SBICs, franchising matters, REITS, insider-trading compliance, anti-takeover and fiduciary duty matters and has substantial experience in issues surrounding stock-based employee benefit and similar plans.

In addition to his roles with the Hampton Roads Business Hall of Fame and the 757 Angels, John serves as a member of the boards of directors for Virginia Beach Vision and Tidewater Venture Mentors. He is a board member and former president of the Virginia Venture Capital Forum, and he was formerly on the board of the Council for Entrepreneurial Development (CED) and Junior Achievement of Greater Hampton Roads.

John is an adjunct professor at the William & Mary Law School, where he teaches a class on Entrepreneurship and the Law. A frequent speaker, he lectures on M&A transactions, federal and state securities law, funding, venture capital and private equity topics.

He has been ranked by *Chambers USA* for Corporate/M&A Law (2019); listed in *The Best Lawyers in America* for Tax Law and Corporate Law (2011-present); and listed in *Virginia Super Lawyers* for Securities & Corporate Finance (2010-present). He has also been listed as one of the Top Lawyers of Virginia by *CoVa Biz Magazine* (2017-present) and Martindale-Hubbell has rated him an AV attorney, its highest rating available.

John is a Phi Beta Kappa graduate from the University of Virginia. He graduated from the University of Virginia School of Law in 1984.

Practice Areas

- Corporate
- Private Equity and Venture Capital
- Corporate Finance
- Securities & Corporate Governance
- Mergers & Acquisitions
- Entertainment & Sports Law
- Insurance
- Retail
- Petroleum Refining & Marketing
- Interactive Software and Digital Media
- Emerging Technology
- Manufacturing
- Unmanned Systems
- Commercial Contracts
- Outside General Counsel
- Emerging Companies

- Offshore Wind Energy

Experience

- Represented public companies in the banking, consumer finance, IT staffing, consumer products, tax preparation, and software industries in the sale of their companies.
- Represented private equity firm in three formation transactions and multiple acquisitions over the last 17 years.
- Represented numerous private companies in the purchase or sale of businesses over the last five years.
- Represented U.S. buyer in a \$35 million public tender offer of a leading provider of comprehensive spend management and business process automation solutions.
- Represented over 40 companies in seed stage, early growth and expansion stage fund raises over the last five years in transactions with private equity, venture capital, and high net worth investors.
- Represented high net worth investors in over 20 investments in seed stage, early growth stage and expansion stage investments in the last five years.
- Represented public small business investment company (SBIC) in over 45 separate portfolio company investments and subsequent liquidation of those investments and the company itself.
- Represented a Virginia-based medical device company in four separate private capital raises totaling over \$21 million, all from high net worth individuals.
- Represented a software company in the food space in five capital raises over the last five years totaling over \$20 million.
- Represented an online mattress retailer in a \$9 million venture raise and follow-on investments.
- Represented a technology company in the biometrics space in raising \$27 million in private equity and venture capital investments through a series of preferred stock and convertible note offerings and sale to a multinational technology company.
- Represented two public REITs in capital transactions over the last three years.
- Represented many software companies in capital raises, licensing transactions, and sales over the last five years.
- Represented the seller of a U.S. wide network of for-profit schools.
- Represented seller in \$28 million sale of its foundation repair business to a private equity fund.
- Represented community bank in \$221 million merger with competitor, after advising this bank on several private and public capital raises over the last 17 years.
- Represented community bank in \$10 million merger with competitor.
- Represented government contractor seller in the \$24 million sale of its Unmanned Aircraft Systems and C4ISR (Command, Control, Communications, Computers, Intelligence, Surveillance and Reconnaissance) services business.
- Represented seller in the \$6.5 million sale of its medical business.
- Represented seller in the \$10 million sale of its lien release tracking and reporting services business.

- Represented seller in the sale of its subprime auto lending business to a private equity fund.
- Represented many community banks in the sale, issuance, and repurchase of preferred stock to the U.S. Department of the Treasury as part of the TARP Capital Purchase Program.
- Represented numerous clients in the private placement of securities, including the preparation of private placement memoranda or securities purchase agreements and federal and state securities filings under Regulation D.

Education

- University of Virginia School of Law (J.D.), 1984
Phi Beta Kappa
- University of Virginia (B.S.), 1981

Professional Affiliations

- Virginia Bar Association ? Business Law Section Council
- American Bar Association
- Norfolk & Portsmouth Bar Association
- Contributing Author ? *Inside the Minds: Private Equity and Venture Capital Client Strategies*- Chapter titled "Turning Ideas into Cash Flow"

Awards

- *Chambers USA* ? Corporate/M&A (2019-present)
- *The Best Lawyers in America*® ? Tax Law, Corporate Law (2011-present)
- *Virginia Super Lawyers* ? Securities & Corporate Finance (2006-2007, 2010-present)
- *CoVa Biz Magazine* - "Top Lawyers of Coastal Virginia," (2017-present)
- Hampton Roads Technology Council ? Leadership Award, Finalist
- AV-Rated by Martindale-Hubbell