

FisherBroyles

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Office: New York and London

Practice Areas: Financial Services & Lending; FinTech and Blockchain; General Corporate; International; Internet & eCommerce; Private Investment Funds; Securities & Private Equity; Technology

Bar Admissions: New York; England & Wales, Registered Foreign Lawyer

Education: Syracuse University, JD, 2003; Maxwell School, MPA, 2003; University of Illinois, BS, 2000; Harvard University, 1996

Experience: Goldman, Sachs & Co., Assistant General Counsel; Silver Lake, Counsel; Barclays, Counsel; Vaultsy, Co-Founder; US Securities and Exchange Commission; Morgan, Lewis & Bockius LLP

Michael Pierson is Managing Partner of the firm's Global Corporate practice and oversees the corporate team located in each of the firm's locations. He serves on the firm's Executive Committee, is a member of the Diversity and Inclusion Committee, and serves as chair of the FinTech and Blockchain Executive Committee. The primary focus of his practice is acquisition, regulatory, and securities law matters for U.S. and non-U.S. banking, financial institutions, private fund, and corporate clients. Over the course of his career, he has advised U.S. and non-U.S. private funds, broker-dealers and investment management clients, from some of the largest and most prominent market participants to firms engaged in specialized aspects of the securities businesses, including FinTech companies and investment boutiques. He serves as counsel to both emerging and established companies, family offices, and private funds, and he counsels blockchain clients on a variety of securities-law related issues.

Mr. Pierson began his career as an attorney at the U.S. Securities and Exchange Commission where he was responsible for the regulation of the securities markets, broker-dealers, exchanges, clearing agencies, transfer agents and securities information processors. At Morgan Lewis, he counseled private funds, broker-dealers, and investment management clients on a range of matters, including securities regulation, mergers & acquisitions, and fund formation. Mr. Pierson served as assistant general counsel to Goldman Sachs where he advised both the firm's internal private equity groups and its securities division. Mr. Pierson also served as counsel to Silver Lake and to Barclays. Prior to joining FisherBroyles, he served as co-founder and general counsel to a technology company, which partnered with one of the world's largest media, advertising, and communications groups.

Representative Transactions Include

SILVER LAKE

ATLANTA | AUSTIN | BOSTON | CHARLOTTE | CHICAGO | CINCINNATI | CLEVELAND | COLUMBUS | DALLAS
DENVER | DETROIT | HOUSTON | LONDON | LOS ANGELES | MIAMI | NAPLES | NEW YORK | PALO ALTO
PHILADELPHIA | PRINCETON | SALT LAKE CITY | SEATTLE | WASHINGTON D.C.

- Silver Lake Partners re fund formation, fund documentation, and investor communications for Silver Lake Partners III, L.P., its third fund with \$9.6 billion of committed capital
- Silver Lake Partners in an attempted leveraged buy-out of Huawei Technologies' mobile division for \$4 billion

GOLDMAN, SACHS & CO.

- Goldman, Sachs & Co. and its sales and trading and principal investments businesses, including the Securities Division, Equities and Derivatives Sales and Trading, Goldman Sachs Principal Strategies, and Goldman Sachs Principal Strategic Investments, collectively generating revenues of \$25.56 billion in 2006, \$31.23 billion in 2007, and \$9.06 billion in 2008
- Goldman, Sachs & Co. in its minority investments in: Investars; Asset4; Medley Global Advisors; TrimTabs Investment Research, Inc.; Connotate; Epocrates, Inc.; Lusight; iSupply; Quantitative Services Group, LLC; JL McGregor & Company; and Wall Street on Demand

MORGAN, LEWIS & BOCKIUS LLP

- E*TRADE Financial Corporation in its acquisition of Harris Direct LLC for \$700 million
- Legg Mason, Inc. and Citigroup, Inc. in a \$437 billion asset swap with a transaction value of \$3.7 billion
- E*TRADE Financial Corporation in an acquisition of BrownCo, an online brokerage service of JPMorgan Chase & Co. for \$1.6 billion
- AmeriTrade Holding Corporation in its acquisition of, and subsequent merger with, TD Waterhouse Group, Inc. for \$2.9 billion
- Wachovia Corporation in its acquisition of Golden West Financial Corporation for \$24.2 billion
- The Bank of New York Company, Inc. in its \$16 billion merger with Mellon Financial Corporation

US SECURITIES AND EXCHANGE COMMISSION

- Proposed rulemaking related to the fair administration and governance of, and increased transparency for, SRO corporate structures and reporting requirements
- Governance and management structure review of the New York Stock Exchange related to the compensation package of the NYSE's chief executive
- Approved the formation, trading, and listing requirements for broad and narrow-based indexes and funds, exchange-traded funds (ETFs), and hybrid products

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- Granted certain regulatory approvals related to of the purchase of an electronic communications network (ECN), Brut LLC, by The Nasdaq Stock Market for \$190 million

Publications

- Beyond Disclosure– The Emergence of ESG as a C-Suite Risk Factor Part III, May 26, 2021
- Beyond Disclosure – The Emergence of ESG as a C-Suite Risk Factor Part II, April 26, 2021
- Beyond Disclosure – The Emergence of ESG as a C-Suite Risk Factor, March 31, 2021
- FINRA and NFA Issue Compliance Guidance, February 19, 2021
- SEC Issues No Enforcement Statement and Requests for Comment Regarding the Custody of Digital Asset Securities by Special Purpose Broker-Dealers, January 7, 2021
- SEC Expands Private Offering Investor Pool, August 28, 2020
- CFTC Issues Final Interpretive Guidance regarding the “Actual Delivery” Exception to Retail Commodity Transactions Involving Virtual Currency, July 6, 2020
- SEC Provides COVID-19 Relief to Small Businesses for Crowdfunding Offerings, May 20, 2020
- Force Majeure Provisions In A Coronavirus Age, March 20, 2020
- SEC Releases Statement on “Framework for ‘Investment Contract’ Analysis of Digital Assets” and Grants First No-Action Letter on Digital Assets, April 5, 2019

FisherBroyles UK LLP (“FisherBroyles UK”) is a limited liability partnership registered in England and Wales with registered number OC426505, and which practices from 1 Ropemaker Street, London, EC2Y 9HT. A list of members of FisherBroyles UK is available for inspection at that address. FisherBroyles UK is authorised and regulated by the Solicitors Regulation Authority with registered number 658162. FisherBroyles UK is connected with its affiliate in the US, FisherBroyles LLP, although they are two separate legal entities. The word “partner” denotes a member of FisherBroyles UK or an employee or consultant with equivalent standing and qualifications.