

William C. Hermann

PARTNER

Chicago

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Bill Hermann is a partner in the firm's Corporate and Securities Department. He is experienced in securities issuances and compliance, mergers and acquisitions and general corporate matters for both public and private clients. He has played leadership roles in initial public offerings, secondary public offerings, Rule 144A transactions and follow-on registrations, and private placements of both debt and equity securities.

Bill has extensive experience in preparing periodic reports, registration statements and other filings with the Securities and Exchange Commission. His practice also includes stock and asset purchases and sales and securitizations as well as the formation and structuring of various companies, joint ventures and investment funds while representing issuers, underwriters and institutional investors. He also has lectured and prepared client memoranda on corporate governance and Sarbanes-Oxley-related issues.

Representative Matters

- Lead corporate and securities attorney to a large apartment real estate investment trust (REIT) in over 30 public equity and debt offerings as well as various private offerings of debt and equity securities and strategic investment transactions
- Counsel to a large aviation, defense and aerospace company in the registration of \$1 billion of debt securities and the public offering and underwritten issuance of \$600 million of Notes due 2013 and \$400 million of Notes due 2033 and associated listing on the Luxembourg Stock Exchange
- Representation of a large apartment REIT in each of the five major merger and acquisition transactions in which it has acquired other publicly traded real estate investment trusts

Admitted

Illinois, 1990

Education

Indiana University Maurer School of Law, J.D., *magna cum laude*, 1990

- Order of the Coif
- Editorial Staff, *Indiana Law Journal*

University of Notre Dame, B.A., Economics, 1983

Practice Focus

Business Contracts

Corporate Counseling

Corporate Finance and Securities

ESG Counsel and Sustainable Finance

General Corporate

Investment Management

Mergers and Acquisitions

Private Funds: Fund/Sponsor Representation

Private Investment in Public Entities (PIPEs)

Real Estate Investment Trusts (REITs)

Rule 144A and Other Exempt

- Counsel to an investor in connection with its investment in Class A Common Stock and Options of, and bridge loan to, a financial services company
- Counsel to a large office REIT in connection with its reorganization and offering of \$1.44 billion of commercial mortgage pass through certificates
- Representation of a large apartment REIT in its joint venture with other publicly traded REITs that created a broadband Internet provider to apartment communities
- Counsel to a large office REIT in its initial public offering of common stock in connection with its formation through the consolidation of four real estate opportunity funds
- Counsel to an inland cruise boat company in a secondary offering of its shares of common stock
- Counsel to a real estate opportunity fund in its formation and organization, including structuring of a REIT and operating partnership and negotiating terms with investors. Subsequently negotiated with investors terms of combination of this and other three opportunity funds with and into a publicly traded office REIT as noted above

Offerings

Sarbanes-Oxley Compliance

SEC and Stock Exchange
Compliance

SEC Registered Offerings
(Debt and Equity)

Memberships

Chicago Bar Association

National Association of Real Estate Investment Trusts

Publications

- Co-author, "SEC Proposes New Rules to Update Statistical Disclosures for Banking Registrants," *The Banking Law Journal*, January 2020
- Co-author and contributing editor, "Audit Committee Guide 2003 - A Handbook of Audit Committee Responsibilities," 2003
- "Arbitration of Securities Disputes: Rodriguez and New Arbitration Rules Leave Investors Holding a Mixed Bag," 65 *Indiana Law Journal* 697, 1990

Notable Engagements



Fintech Company Acquisition

February 8, 2023

Chapman represented YieldX, a portfolio management technology company, in its acquisition by FNZ, a global wealth management platform. The acquisition of YieldX is part of FNZ's growth plan to expand its wealth management solutions in the US and around the globe. The sale of YieldX to FNZ was structured as a tax efficient forward triangular merger and followed a regulatory strategy and several successful venture round financings in which Chapman worked closely with the YieldX founders.