



ROLAND S. CHASE

Shareholder

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PRACTICE FOCUS

Securities & Corporate
Governance
General Corporate Advice
Mergers & Acquisitions
Venture Capital & Private
Equity
Corporate & Tax

EDUCATION

Washington and Lee
University, B.A., 1995, *magna
cum laude*: Honors in
Economics

University of Virginia School of
Law, J.D., 2001

- Virginia Law Review
- Virginia Journal of
International Law

BAR ADMISSIONS

American Bar Association
The Florida Bar
Hillsborough County Bar
Association
New York Bar

Roland Chase leads the firm's Securities practice. He has advised and guided public companies in complying with the 1934 Act and regulations, corporate law, and the listing standards and corporate governance rules of Nasdaq, the New York Stock Exchange and NYSE American.

He has represented public and private companies across industries in the offering, sale and purchase of securities. His experience includes public offerings under the 1933 Act, the securities aspects of mergers and acquisitions, resale registrations, tender and exchange offers and private placements. Roland has advised private equity funds on capital raises, including with respect to exemptions from Investment Company Act and Investment Advisers Act registration.

His experience also includes advising executive officers, directors and significant shareholders of public companies on their reporting obligations and potential liability under the U.S. securities laws.

Roland was a co-organizer of the 2017 Florida Director's Institute, a full-day program on corporate governance for public company directors.

Prior to joining Hill Ward Henderson, Roland was a partner with Dentons in the New York area. He also practiced law at Cleary Gottlieb Steen & Hamilton in New York and Frankfurt. His native languages are English and German.

Outside of the office, Roland enjoys swimming and spending time with his wife and two sons.

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New Jersey Bar

HONORS

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EXPERIENCE

- Represent a NYSE-listed manufacturer in its SEC reporting, corporate governance and 1933 Act registration matters.
- Represent a Nasdaq-listed franchisor of staffing services in its SEC reporting, corporate governance and other corporate matters.
- Represent a Nasdaq-listed consumer finance company in its corporate governance, SEC reporting and corporate matters.
- Represent a Nasdaq-listed manufacturer in its SEC reporting and corporate matters, universal shelf and resale registration, and with respect to the securities law aspects of acquisitions.
- Represent an OTC-quoted biotechnology company in its SEC reporting and corporate matters. Represented the company in preparing an underwritten public offering of equity securities and restructuring of its preferred securities, and in connection with a resale registration for the benefit of selling shareholders.
- Represented an OTC-quoted food processor in the proxy process relating to the sale of substantially all of its assets.
- Represented a privately-owned franchisor of staffing services in its reverse merger with a public company.
- Represented two private equity funds focused on real estate in their private placement of limited partnership interests.
- Represented a group of private equity funds focused on healthcare in their private placements of limited partnership interests.
- Represented a group of private equity funds in the renewable energy sector in their private placements of limited partnership interests and with respect to a line of credit.
- Represented a public company in its reverse merger sale to a European institutional financial services provider.
- Represented a NYSE-listed South American steel manufacturer and two of its subsidiaries in their registered exchange offer for equity awards.
- Represented the seller in the sale of a restaurant chain to a private equity group.
- Represented a provider of logistics software solutions in preparing its initial public offering on the NYSE.
- Represented a NYSE American-listed biotechnology company in numerous financing transactions, including five public offerings of

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equity securities, an ATM program, a debt restructuring, and a strategic investment by a foreign company, as well as in all of its SEC reporting matters. Designed an 18-month plan to regain compliance with the listing standards of the NYSE American.

- Represented a private pharmaceuticals company in its reverse merger with a Nasdaq-listed company.
- Represented a Nasdaq-listed biotechnology company in three underwritten public offerings of common stock and warrants to investors in the United States and Europe. Represented the company in the establishment of a committed equity financing facility, two ATM programs and in SEC reporting matters.
- Represented a NYSE-listed REIT in establishing its universal shelf program, an underwritten public offering of common stock and an ATM program, as well as in SEC reporting matters.
- Represented a European computer memory manufacturer in its initial public offering on the NYSE.
- Represented a European bank in its U.S. securities law matters, including in connection with its SEC reporting obligations under the Exchange Act.
- Represented the agents in the initial public offering of a bank holding company on the NYSE.
- Represented a European pharmaceuticals company in its U.S. securities law matters, including in connection with its SEC reporting obligations under the Exchange Act and in the spin-off of its chemicals division.
- Represented a NYSE American-listed special purpose acquisition company (SPAC) in its investment in an Asian financial services firm.
- Represented a private social networking company in its reverse merger with a Nasdaq-listed company.
- Represented a European investor in a hostile tender offer for an environmental technology company.

COMMUNITY & PROFESSIONAL

- German-American Chamber of Commerce
- Boy Scouts of America

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NEWS & INSIGHTS

Seventy Six Hill Ward Henderson Attorneys Cited in The Best Lawyers in America 2022 Publication
Firm News, 8.19.21

Hill Ward Henderson Elects Five Shareholders
Firm News, 1.11.19

ARTICLES & PUBLICATIONS

- "Raising Capital On-Line using Marketplace Lending and Crowdfunding", Florida Small Business & Entrepreneur Forum 2015
- "Crowdfunding - Cutting Edge Funding for Entrepreneurs," University of Tampa MainStreet Speaker Series, 2014
- "The American JOBS Act: A Boost for the Small Business IPO," Association of Corporate Counsel, 2012 (with Marc Mandel)
- "Navigating the Bear Market as a Smaller Reporting Company: Challenges Posed by Current Securities Laws and Stock Exchange Rules," New Jersey State Bar Association - Business Law Section, 2009.