



# Paul Hess

## Director + Chair, Securities Practice

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Paul assists clients of all sizes in the areas of business, securities, mergers and acquisitions, and corporate governance matters. He advises clients, including start-ups, small and growing companies, mid-market businesses, and public companies, across a variety of industries. He joined Kegler Brown in 1990.

### Business

Paul advises clients in a wide variety of business law and general corporate matters, including business structure selection, issues involving organization, reorganization, and acquisition and liquidation of various entities. Paul has also advised boards of directors and officers of both public and private corporations, limited liability companies and partnerships regarding their duties and responsibilities to the those entities and to their shareholders, members or partners.

### Securities

Paul has a wealth of experience in advising clients in the legal, technical and financial aspects of raising capital through the public and private offering of equity and debt securities. He routinely counsels clients regarding the planning and conducting of private placements and public offerings, including IPOs, leading them through the complex areas of federal and state regulatory requirements involved in capital financings. Paul assists clients in finance matters, from small private placements for newer businesses, to institutional and venture capital financings for mid-stage businesses, to IPOs for emerging businesses, to ongoing compliance by public companies with federal securities laws and stock exchange requirements.

### Mergers + Acquisitions

Paul counsels clients regarding complex business transactions, including mergers, acquisitions, divestitures, recapitalizations, reorganizations, joint ventures and strategic alliances, and routinely represents buyers and sellers in the purchase and sale of businesses, subsidiaries and divisions.

### Corporate Governance

Paul also represents and advises officers and directors, including CEOs, boards of directors and special committees, on a variety of corporate governance issues. His practice includes advising public and private companies in developing and maintaining sound corporate governance principles.

### Professional Affiliations

- + American Bar Association, Business Law Section, Federal Regulation of Securities, Mergers and Acquisitions and Legal Opinions committees, member
- + Columbus Bar Association, Securities and Business Law committees, past chair
- + Ohio State Bar Association, Corporation Law Section, member

### Bar Admissions

- + Ohio

### Education

- + University of Michigan Law School (J.D., 1986), Order of the Coif, Magna Cum Laude
- + University of Michigan (B.A., 1983), with Highest Distinction, and with High Honors in Economics