

## Alexander T. Yarbrough

Partner

Charlotte New York

[alexander.yarbrough@troutman.com](mailto:alexander.yarbrough@troutman.com)

D 704.998.4077



Alex helps U.S. and international companies and investment banks implement strategies that achieve long-term financial and business success in the capital markets. His technical knowledge and collaborative approach help clients achieve their goals through efficient execution, clear disclosure, and practical risk management.

### OVERVIEW

Alex is a trusted advisor to businesses across the lifecycle, guiding capital markets transactions, M&A, and corporate governance. He represents domestic and foreign private issuers (FPIs), as well as underwriters, across the full spectrum of securities offerings, including initial public offerings (IPOs), follow-on public offerings, Rule 144A and Regulation S debt and equity offerings, and private placements such as PIPE transactions. Alex's work with FPIs includes advising on multijurisdictional offerings, ADR programs, and, where applicable, Canadian MJDS filings.

Drawing on deep deal experience, Alex leads disclosure and diligence workstreams; drafts and reviews registration statements and prospectus materials; and negotiates underwriting, purchase, and subscription agreements. For cross-border transactions, he coordinates U.S. and local counsel, investment banks, auditors, transfer agents, depositaries, and securities exchanges to align timelines and regulatory requirements. Alex's capital markets practice also includes shelf registrations and takedowns, at-the-market (ATM) programs, convertible and high-yield debt offerings, and related corporate governance and disclosure considerations.

Alex also provides practical, board-level counseling to public companies on Exchange Act reporting and disclosure, including Forms 10-K, 10-Q, 8-K, proxy statements, and Section 13/16 compliance for domestic issuers, and Forms 20-F, 40-F and 6-K, home-country governance practices, and exchange-specific exemptions and disclosures for FPIs. He regularly advises on insider trading policies, disclosure controls and procedures, committee charters and governance frameworks, and Nasdaq/NYSE listing and compliance matters.

### REPRESENTATIVE MATTERS

- Represented a NYSE-listed provider of cash and valuables management, digital retail solutions, and ATM managed services in connection with an \$800 million Rule 144A offering of senior notes.
- Represented FC Barcelona in its definitive business combination agreement with a publicly traded special purpose acquisition company (SPAC), with a transaction value of the pro-forma company at an estimated enterprise value of approximately \$1 billion.

- Represented a bitcoin self-mining company in the completion of a business combination with a publicly traded special purpose acquisition company (SPAC) and listing on Nasdaq.
- Represented a clinical-stage rare disease biopharmaceutical company in the completion of a reverse merger transaction, listing on Nasdaq, and \$78.9 million concurrent private investment in public equity (PIPE) offering.
- Represented a Canadian clinical-stage biotechnology company developing targeted therapies in an \$80 million public offering of common shares.
- Represented a Canadian clinical-stage biotechnology company developing targeted therapies in an \$40.3 million public offering of common shares.
- Represented the underwriters in connection with the initial public offering of a regional bank holding company with gross proceeds of approximately \$50.2 million.
- Represented a provider of additive manufacturing and 3D printed technologies in its \$20.1 million follow-on public offering and uplisting to Nasdaq.
- Represented a Canadian-based rare earths mining company in an \$23.4 million registered direct offering of common shares and concurrent private placement.
- Represented a contract development and manufacturing organization (CDMO) in concurrent public offerings with gross proceeds of \$35.6 million.
- Represented a biopharmaceutical company in its \$45.2 million initial public offering.
- Represented an underwriter in connection with a \$75 million bought deal public offering of common stock.
- Represented a biotechnology company in its initial public offering and subsequent follow-on offering, totaling approximately \$20.6 million.
- Represented a specialty health sciences company in its follow-on public offerings totaling \$14.2 million and “at-the-market offerings,” totaling \$35 million.
- Represented an artificial intelligence driven platform provider and course designer in its initial public offering of \$15 million.
- Represented a German-based company in its €30 million Rule 144A offering of ordinary bearer shares in the U.S.

## AWARDS

- *Best Lawyers in America®: Ones to Watch: Life Sciences Practice (2024-2026)*

## TOP AREAS OF FOCUS

- [Capital Markets](#)
- [Corporate](#)
- [Corporate Governance](#)
- [Mergers + Acquisitions](#)

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- [Corporate Governance](#)
- [Health Care + Life Sciences](#)
- [Life Sciences Transactions](#)
- [Mergers + Acquisitions](#)

## EDUCATION AND CERTIFICATIONS

### EDUCATION

- Seton Hall University School of Law, J.D.
- Florida State University, B.S., business management; international affairs

### BAR ADMISSIONS

- New York
- Florida
- New Jersey
- North Carolina

### COURT ADMISSIONS

- U.S. District Court, Middle District of Florida

## SPEAKING ENGAGEMENTS

- Speaker, Foreign Issuer Seminar, January 27, 2026.
- Speaker, "2025 Public Company Seminar," Troutman Pepper Locke Webinar, October 29, 2025.

## PUBLICATIONS

- Co-author, "US Insider Reporting Requirements Coming for Directors and Officers of Foreign Private Issuers," *Troutman Pepper Locke*, December 23, 2025.
- Co-author, "SEC Considers Shift to Semiannual Reporting for Public Companies," *Troutman Pepper Locke*, October 8, 2025.
- Co-author, "SEC Considers Changes to Definition of Foreign Private Issuer," *Troutman Pepper Locke*, June 16, 2025.
- Co-author, "New Texas Stock Exchange Aims at Nasdaq and NYSE," *Troutman Pepper Locke*, April 8, 2025.
- Co-author, "SEC Expands Confidential Filing Options for Companies Submitting Draft Registration Statements," *Troutman Pepper Locke*, March 11, 2025.