

**David S. Wolpa**

Partner

Charlotte

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David advises clients on capital markets transactions, securities compliance matters, and corporate governance issues, representing issuers in a wide variety of industries, including life sciences, manufacturing, and technology. He also advises investment banks acting as underwriters or placement agents in public and private issuances of securities.

**OVERVIEW**

David draws from a deep understanding of his clients' businesses and goals to assist them with capital markets transactions, securities compliance, and other transactional matters and corporate governance issues. He advises public and private issuers as well as investment banks on public and private securities issuances (including IPOs); follow-on offerings of equity, debt, and derivative securities; at-the-market (ATM) offerings; private investments in public equity (PIPE) transactions; registered direct offerings; and tender and exchange offers. David also regularly advises public and private corporate clients on their mergers and acquisitions.

As an advisor to senior corporate leadership, David provides forward-thinking advice to boards, committees, and management on issues related to fiduciary duties, public disclosure obligations and practices, stock exchange listing standards, annual reporting, proxy statements, insider trading, and other corporate governance matters. He is experienced across several major sectors, including health care, life sciences, manufacturing, and technology.

**REPRESENTATIVE MATTERS****Initial Public Offerings**

- Represented a company operating a full-service digital advertising platform in its \$15.4 million initial public offering of Class A common stock.
- Represented an underwriter in a \$15.2 million firm commitment initial public offering of common stock and warrants by a clinical-stage biotechnology company focused on developing proprietary new therapies to enhance the function of regulatory T cells.
- Represented an underwriter in a \$25 million initial public offering of ordinary shares by a leading supplier of kitchen and bath products.
- Represented an underwriter in a \$35 million firm commitment public offering of common stock by a commercial-stage pharmaceutical company focused on the development and commercialization of pharmaceutical products for the treatment of dermatological conditions.

- Represented an underwriter in connection with a follow-on public offering of common stock and pre-funded warrants by an emerging RNA oncology company.

## **Follow-On Equity Offerings**

- Represented an underwriter in a \$60 million firm follow-on public offering of common stock by a clinical-stage biotechnology company focused on developing a product to treat nerve tumors that occur in people with neurofibromatosis.
- Represented the placement agent in a public offering of a clinical-stage biotechnology company in the oncology space.
- Represented an underwriter in a firm commitment public offering of common stock and warrants by a clinical-stage biotechnology company developing novel small molecule therapeutics to treat diseases across several therapeutic areas.
- Represented an underwriter in a firm commitment public offering of common stock and warrants by a company developing a next-generation ultrasound technology platform.
- Represented an underwriter in a firm commitment public offering of common stock and warrants by a development-stage medical device company.
- Represented a specialty biopharmaceutical company focused on the development and commercialization of therapies for the treatment of central nervous system diseases in connection with a \$12 million underwritten offering of common stock, pre-funded warrants, and warrants.
- Represented a specialty biopharmaceutical company focused on the development and commercialization of therapies for the treatment of central nervous system diseases in a registered direct offering and concurrent private placement.
- Represented a specialty biopharmaceutical company focused on the development and commercialization of therapies for the treatment of central nervous system diseases in connection with its best efforts public offering of common stock, pre-funded warrants, and warrants.
- Represented a publicly traded, Nasdaq-listed biopharmaceutical company that acquires, develops, and commercializes innovative pharmaceutical and biotechnology products in connection with its \$11.0 million at-the-market registered direct offering.
- Represented a publicly traded innovative biopharmaceutical company developing novel approaches to activate the immune system and address serious medical needs in its at-the-market registered direct offering of common stock.
- Represented a commercial-stage biopharmaceutical company focused on the development and commercialization of pharmaceutical products for the treatment of dermatological conditions in connection with the establishment of an at-the-market program for the offering of common stock.

## **Private Offerings**

- Represented a privately held clinical-stage biopharmaceutical company in the private placement of convertible preferred stock.
- Represented a not-for-profit, member-owned credit union in its \$200 million private offering of subordinated notes.
- Represented a placement agent in the private placement of common stock and warrants by a manufacturer of large-scale, metal fabricated and machined precision components and equipment for the defense industry.

## **Other Securities Programs and Transactions**

- Represented a sales agent in connection with the establishment of a \$14.7 million at-the-market program for the offering of common stock by an in vitro diagnostics company focusing on the detection of sepsis-causing

pathogens and antibiotic resistance genes.

- Represented a sales agent in connection with the establishment of at-the-market program for the offering of common stock by a clinical-stage biotechnology company primarily focused on the discovery, research and development of innovative treatments for central nervous system disorders and other diseases.
- Represented a specialty biopharmaceutical company focused on the development and commercialization of therapies for the treatment of central nervous system diseases in connection with the establishment of an at-the-market program for the offering of common stock.

## Other Transactions

- Represented a publicly traded, Nasdaq-listed specialty biopharmaceutical company focused on the development and commercialization of therapies for the treatment of central nervous system diseases in two separate warrant inducement transactions resulting in proceeds to the issuer.
- Represented a leading provider of sophisticated electronic components, instruments, and communications products in its acquisition of a leading industrial technology company focused on intelligent sensing solutions for defense and industrial applications.

## TOP AREAS OF FOCUS

- Capital Markets
- Corporate Governance
- Mergers + Acquisitions

## ALL AREAS OF FOCUS

- Capital Markets
- Corporate
- Corporate Governance
- Mergers + Acquisitions

## PROFESSIONAL/COMMUNITY INVOLVEMENT

- Member, Mecklenburg County Bar Association

## EDUCATION AND CERTIFICATIONS

### EDUCATION

- Loyola University Chicago School of Law, J.D., *magna cum laude*, 2008, Dean's List; senior member, *Loyola University Chicago Law Journal*
- University of Illinois Urbana-Champaign, B.A., *summa cum laude*, 2004, Phi Beta Kappa; political science and history

### BAR ADMISSIONS

- Illinois
- North Carolina

## **SPEAKING ENGAGEMENTS**

- Speaker, "2025 Public Company Seminar," Troutman Pepper Locke Webinar, October 29, 2025.
- Speaker, Troutman Pepper's 2024 Public Company Seminar, October 24, 2024.

## **PUBLICATIONS**

- Co-author, "INVEST Act Passage by House of Representatives Could Bring Major Changes to Capital Markets ," *Troutman Pepper Locke*, December 12, 2025.
- Co-author, "Texas Stock Exchange Announces Approval by SEC," *Troutman Pepper Locke*, October 1, 2025.
- Co-author, "New Texas Stock Exchange Aims at Nasdaq and NYSE," *Troutman Pepper Locke*, April 8, 2025.
- Author, "New SEC Rules Encourage Companies to Go Public," *Law360*, July 16, 2018.

## **MEDIA COMMENTARY**

- Quoted, "TXSE Regulatory Approval Signals 'Potentially Meaningful Competition' for NYSE, Nasdaq," *Traders Magazine*, October 9, 2025.
- Quoted, "NYSE, Nasdaq Place Big Bets on 'Y'all Street', but TXSE Has an Ace Up Its Sleeve," *The Dallas Morning News*, August 11, 2025.
- Quoted, "5 Takeaways From Texas Stock Exchange's SEC Filing," *Law360*, April 18, 2025.
- Quoted, "Troutman Pepper Gains McGuireWoods Securities Pros in NC," *Law360*, January 30, 2024.