Heath D. Linsky

Partner

Atlanta

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OVERVIEW

Heath represents real estate-based companies, including public nonlisted and listed REITs, private REITs, and private real estate funds on securities offerings, mergers and acquisitions, and joint ventures. He has decades of experience and intricate knowledge of the retail capital markets distribution channel.

Heath advises clients on corporate governance, audit, and special committee matters; general securities law compliance; and fund formation and organization, including real estate funds.

Additionally, Heath has served as chair of various committees with the Institute for Portfolio Alternatives, and is also active in NAREIT and ADISA. Heath also regularly presents on REIT and securities law topics at conferences.

REPRESENTATIVE MATTERS

- Represented Steadfast Apartment REIT, Inc., a non-traded public REIT, in connection with its $7 billion merger with Independence Realty Trust, Inc. (NYSE: IRT)
- Represented a software and services focused private equity firm in its sale of a portfolio retail company.
- Represented Steadfast Apartment REIT, Inc. in its acquisitions of Steadfast Income REIT, Inc. and Steadfast Apartment REIT III, Inc., with a $3.3 billion resulting company.
- Issuer counsel to numerous public, non-listed REITs' initial public and follow-on offerings totaling over $20 billion.
- Counsel to numerous perpetual life, NAV REITs in their private offerings to invest in various real estate classes, including but not limited to multifamily and wireless assets.
- Counsel to numerous closed-end REITs in their private offerings to invest in data center assets, wireless infrastructure assets, and multifamily assets.
- Counsel to various closed-end and open-end private real estate funds in their private offerings to invest in various asset classes.
- Counsel to an Opportunity Zone Fund in connection with its $50 million private offering to invest in qualifying opportunity zone investments.
- Counsel to Delaware Statutory Trusts in connection with their private offerings to facilitate Section 1031

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transactions.

- Counsel to a private venture capital fund in connection with its private offering to acquire certain portfolio investments.
- Counsel to create a stapled-security list on the Australian Stock Exchange with a U.S. REIT subsidiary.

AWARDS

- *Best Lawyers in America*®: Corporate Law (2027)
- *Chambers USA*: REITs, USA Nationwide (2013-2015; 2019-2026)
- *Legal 500 United States*: REITs (2011-2016, 2018-2019)

TOP AREAS OF FOCUS

- Capital Markets
- Corporate
- Investment Funds + Investment Management Services
- Mergers + Acquisitions
- Real Estate Investment Trusts (REITs)

EDUCATION AND CERTIFICATIONS

EDUCATION

- Emory University School of Law, J.D., 1997
- Emory University, B.A., 1994

BAR ADMISSIONS

- Georgia

SPEAKING ENGAGEMENTS

- Speaker, IMN's Winter Real Estate Private Funds, January 21-23, 2026.
- Speaker, "Hot Topics for Real Estate Funds and REITs," Troutman Pepper Locke, October 22, 2025.
- Speaker, "The Tax and Securities Regulatory Outlook for Real Estate Funds and REITs," Troutman Pepper Locke, May 19, 2025.
- Speaker, "Outlook for Permanent Capital Vehicles," IMN's Winter Forum on Real Estate Opportunity & Private Fund Investing, January 22-24, 2024.
- Speaker, "Equity Structures: Deal-By-Deal vs. Fund," The 24th Annual US Real Estate Opportunity and Private Fund Investing Forum, June 19-21, 2024.

PUBLICATIONS

- Co-author, "SEC Approves FINRA Rule 2210 Amendments Permitting Projections and Targeted Returns; Broader Rule 2210 Modernization Proposal Pending," *Troutman Pepper Locke*, October 27, 2026.
- Co-author, "SEC's Registered Offering Reform Proposal: A Potential Game-Changer for Public Non-Traded REITs," *Troutman Pepper Locke*, May 27, 2026. Republished in the *Fall 2026 issue of Real Estate Finance*

Journal.

- Co-author, "Impact of NASAA REIT Guidelines Amendments to Non-Traded REIT Sponsors – Effective January 1, 2026," *Troutman Pepper Locke*, December 30, 2025.
- Co-author, "Court Vacates SEC's Share Repurchase Rule," *Troutman Pepper*, December 20, 2023.
- Co-author, "SEC Unable to Correct Defects of Share Repurchase Disclosure Modernization Rule," *Troutman Pepper*, December 4, 2023.
- Co-author, "SEC Postpones Effective Date of Share Repurchase Disclosure Modernization Rule," *Troutman Pepper*, December 1, 2023.
- Co-author, "DOL Proposed Rule: New Definition of "Investment Advice Fiduciary"," *Troutman Pepper*, November 8, 2023.
- Co-author, "New Disclosure Requirements for Public Real Estate Investment Trusts' Share Repurchases," *The Real Estate Finance Journal*, Fall 2023.
- Co-author, "Proposed Legislation Adds Rural Opportunity Zones," *Troutman Pepper*, July 24, 2023.
- Co-author, "New Disclosure Requirements for Public REITs' Share Repurchases," *Troutman Pepper*, June 9, 2023.