John T. Bradley

Partner

Orange County

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John is a corporate and securities attorney. His strategic approach and creative and practical solutions assist public and private companies in meeting their business and legal goals in their most significant transactional matters.

OVERVIEW

John has more than two decades of experience and in-depth knowledge, which enable him to effectively represent public and private companies in a wide variety of corporate and securities matters. His practice includes representation in mergers and acquisitions on behalf of buyers and sellers; corporate governance and advising senior executives, directors, and public company boards and committees; periodic and other reporting under the Securities Exchange Act of 1934; debt and equity securities offerings, including registered public offerings under the Securities Act of 1933; venture capital financings; software licensing transactions; and drafting and negotiating a wide variety of business agreements. He also counsels clients on a broad range of other business-related matters.

REPRESENTATIVE MATTERS

- Serves as outside general counsel to public and private companies, providing legal advice on all aspects of their businesses.
- Represented a Governance, Risk, and Compliance (GRC) software company in its strategic acquisition by a private equity-backed enterprise, including a substantial equity rollover into the combined entity.
- Represented a software company in its $260 million sale to a large Communications Platform as a Service (CPaaS) provider listed on the Oslo Stock Exchange.
- Represented a Nasdaq public company in a series of securities offerings that collectively raised more than $1 billion in capital, including through multiple public offerings of common stock, warrants, and debt.
- Represented an issuer in its $250 million public offering of limited partnership interests in a direct participation program, including annual offering renewals for the multiyear term of the offering.
- Represented a privately held real estate company in the sale of its business to a NYSE public company subsidiary.
- Represented a Nasdaq public company in its strategic acquisition of a competitor for $77 million through a merger transaction that enabled it to diversify its offerings to higher-margin products and generate a double-digit increase in production capacity and sales volumes.

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- Represented an issuer in its $200 million public offering of limited partnership interests in a direct participation program, including annual offering renewals for the multiyear term of the offering.
- Represented a privately held oil production and exploration company in multiple capital-raising transactions of debt and equity, including related corporate restructuring and joint venture transactions.
- Represented a Nasdaq public company in its acquisition of a competitor through a $175 million stock-for-stock merger transaction that earned the firm Global M&A Network's "U.S.A. Deal of the Year – Middle Markets" Americas M&A Atlas Award.
- Assisted a privately held medical device company in selling its core business to a NYSE public company subsidiary and simultaneously spinning off a new venture to the medical device company's existing owners, which involved complex R&D and IP cross-licensing transactions.
- Represented a NYSE public company in multiple strategic acquisitions of software companies in transactions that enabled the procurement of critical new intellectual properties, as well as in acquisitions of competitors to increase its geographical market penetration and sales volumes.

TOP AREAS OF FOCUS

- Capital Markets
- Mergers + Acquisitions

ALL AREAS OF FOCUS

- Capital Markets
- Corporate
- Corporate Governance
- Emerging Companies + Venture Capital
- Litigation + Trial
- Mergers + Acquisitions

PROFESSIONAL/COMMUNITY INVOLVEMENT

- American Bar Association
- State Bar of California
- Orange County Bar Association
- Association for Corporate Growth

EDUCATION AND CERTIFICATIONS

EDUCATION

- University of California College of the Law, San Francisco, J.D., 1999
- California State University, San Diego, B.S., 1996

BAR ADMISSIONS

- California

SPEAKING ENGAGEMENTS

- Speaker, The SEC Institute's 32nd Annual SEC Reporting and FASB Forum, "MD&A, Gearing Up for Year-End Reporting," San Francisco, CA, Dec. 19-20, 2016.
- Speaker, 2016 Public Company Seminar, "MD&A Disclosure," Irvine, CA, Jan. 26, 2016.
- Speaker, The SEC Institute's 30th Annual SEC Reporting and FASB Forum, "MD&A, Now and the Future," Coronado, CA, Nov. 20-21, 2014.
- Speaker, The SEC Institute's 29th Annual SEC Reporting and FASB Forum, "MD&A Processes," San Diego, CA, Nov. 18-19, 2013.
- Speaker, The SEC Institute's 28th Mid-Year SEC Reporting and FASB Forum, "MD&A – Managing the Risk of High-Risk Disclosure," San Francisco, CA, June 24-25, 2013.

PUBLICATIONS

- Co-author, "Recent Developments in M&A Law," *Orange County Business Journal*, October 18, 2021.
- Co-author, "Delaware Court of Chancery Sustains Caremark Claim Against Audit Committee," *Troutman Sanders*, May 5, 2020.
- Co-author, "Shots Fired: Recent Claims to Terminate M&A Deals Over COVID-19 MAEs," *Troutman Sanders*, April 8, 2020.
- Co-author, "Delaware Chancery Upholds Waiver of Appraisal Rights," *CCR Corp Deal Lawyers*, September-October 2019.
- Co-author, "Stay on the Inside Line: Recent Developments in M&A Law," *Orange County Business Journal*, Sept. 24, 2012.

MEDIA COMMENTARY

- Quoted, "Wilson Sonsini Guides Lyft in 1st of Expected Big IPO Year," *Daily Journal*, March 4, 2019.