Justin A. Wood

Partner

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OVERVIEW

Justin represents lenders and borrowers in all aspects of financing transactions, including structuring, documenting, negotiating, amending and working out term and revolving credit facilities, syndicated credit facilities, asset-based loans, debtor-in-possession financing, high yield notes offerings, and acquisition financing. Justin's clients include public and privately held companies across a range of industries, money-center and regional banks, private equity sponsors, and emerging companies. Justin's experience includes advising companies on routine corporate and commercial law matters, private equity sponsors on acquisitions and leveraged recapitalizations, multinational corporations on cross-border financings, and both lenders and borrowers in turnarounds, workouts and restructurings.

REPRESENTATIVE MATTERS

Finance Transactional Representative Experience

Lender Counsel

- Counsel to a national bank as administrative agent on a $97.7 million syndicated construction loan facility provided for the construction of an outlet mall.
- Counsel to a regional bank in connection with a $7 million sponsor-backed acquisition financing facility.
- Counsel to a national bank in connection with a $10 million asset-based revolving credit facility to a tool supplier.
- Counsel to a national bank in connection with a $93 million capitalization and floor plan financing facility provided to a privately held car dealer.
- Counsel to a national bank in connection with a $7.5 million secured monthly recurring revenue facility provided to a health care IT provider.
- Counsel to a national bank in connection with a $12 million secured monthly recurring revenue facility provided to a personalization software provider.
- Counsel to a national bank in connection with a $14 million revolving credit and term loan facility provided to an insurance brokerage franchisor.
- Counsel to a private equity investor in connection with a $15 million term loan provided to a privately held mortgage lender.

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- Counsel to a fund as administrative agent on a $50 million equipment financing facility to a manufacturing company.
- Counsel to a national bank in connection with a $20 million revolving credit and term loan facility provided to a publicly held specialty finance company.
- Counsel to a national bank in connection with a $69 million term loan and revolving credit facility provided to a national logistics services company.
- Counsel to a regional bank in connection with a $30 million revolving credit and term loan facility provided to a specialty tiling manufacturer.
- Counsel to a regional bank in connection with a $5.8 million revolving credit and term loan facility provided to a bank holding company.

Borrower Counsel

- Represented a fuel retailer in modification and restructure of $160 million syndicated revolving and term loan facility.
- Counsel to a publicly held multinational pulp and paper manufacturer in connection with a $600 million asset-based revolving credit facility.
- Counsel to a publicly held biotechnology firm in connection with a $50 million revolving credit facility.
- Counsel to a privately held motor fuel retail station operator in connection with a $160 million term loan and revolving credit facility.
- Counsel to ARRIS Group, Inc., a publicly held provider of the leading provider of “last mile” equipment for hybrid fiber-coaxial broadband technology, in connection with a $2.175 billion acquisition financing facility for its acquisition of the Motorola Home business from Google Inc.
- Counsel to a privately held shoe retailer and its private equity sponsor in connection with a $20 million asset-based revolving credit facility.
- Counsel to a publicly held multinational wood products company in connection with a $57 million asset-based credit facility.
- Counsel to AGCO, a publicly held multinational agricultural equipment manufacturer, in connection with a $1 billion senior credit facility in connection with its acquisition of a grain storage facility manufacturer.
- Counsel to a publicly held network, communications and IT services provider in connection with a $135 million revolving credit facility.
- Counsel to a publicly held clothing retailer in connection with a $15 million letter of credit facility.
- Counsel to a publicly held regional wireline telecommunications company on a $370 million credit facility in connection with its spin-off from a publicly-held company.
- Counsel to ScanSource, Inc., a publicly held value added reseller of specialty technology products, in connection with a $300 million syndicated revolving credit facility.
- Counsel to a publicly held internet technology company in connection with a $130 million term loan and revolving credit facility in connection with the company’s acquisition of a division of a public company.
- Counsel to Zale Corporation, a then-publicly held jewelry retailer, in connection with a $650 million asset-based credit facility.
- Counsel to a publicly held homebuilder in connection with various financing transactions, including the restructuring of a senior secured credit facility and the issuance of convertible debt securities.
- Counsel to a publicly held sub-prime consumer receivables financing company in the securitization of portfolios of secured consumer auto loans.
- Counsel to Skyway Capital in connection with various refinancings of portfolio companies.
- Counsel to a private equity sponsor in connection with various leveraged recapitalizations of portfolio companies.

Corporate Transactional Representative Experience

- Counsel to ScanSource, Inc., a publicly held value added reseller of specialty technology products, in connection with various commercial law and trade credit matters.
- Counsel to a publicly held network, communications and IT services provider in connection with a $300 million secured high yield notes offering.
- Counsel to a publicly held multinational pulp and paper manufacturer in connection with a $413 million secured high yield notes offering and a $600 million senior notes offering.
- Counsel to a privately held residential real estate brokerage firm in connection with various corporate and commercial law matters.
- Counsel to Mangrove Equity Partners in connection with the following transactions:
  - the acquisition and financing of a craft beer canning equipment manufacturer and a related bolt-on acquisition;
  - the acquisition and financing of a value-added reseller of 3-D printers and a related bolt-on acquisition;
  - the acquisition and financing of a manufacturer of molded products used in Navy vessels;
  - the acquisition and financing of aerospace fuel system maintenance and repair service provider;
  - the acquisition and financing of Canadian manufacturer of consumer goods;
  - the acquisition, financing, and sale of a manufacturer and distributor of pharmaceuticals; and
  - the acquisition and financing of a natural gas drilling parts supplier.

Turnaround, Workout, and Restructuring Representative Experience

- Counsel to a money-center bank as administrative agent in the successful restructuring of a $164 million syndicated revolving credit facility in the U.S. Bankruptcy Court for the District of Delaware.
- Counsel to a national bank in connection with post-default modifications to a $50 million credit facility provided to the taxi medallion operator.
- Counsel to a national bank in connection with amendments to an $11 million asset-based credit facility provided to an oil and gas services company.
- Counsel to a privately held food distributor in connection with an out-of-court restructuring and sale process.
- Counsel to a privately held car haul and logistics company in connection with a $20 million debtor-in-possession credit facility, a $33.5 million replacement DIP facility, and various finance-related matters during the pendency of bankruptcy proceedings in the U.S. Bankruptcy Court for the District of Delaware.
- Counsel to a publicly held multinational pulp and paper manufacturer in connection with a $600 million ABL credit facility and an $850 million secured high yield notes issuance in connection with the company's emergence from bankruptcy proceedings and the following other matters:
  - a $206 million secured debtor-in-possession credit facility and various amendments thereto;
  - a restructuring involving the launch of an exchange offer and concurrent offering of up to approximately $1.2 billion in secured notes;
  - a plan of arrangement and recapitalization filed in a Canadian court involving a proposed offering of up to approximately $1.6 billion in secured notes; and
  - various finance-related matters during the pendency of bankruptcy proceedings in the U.S. Bankruptcy Court for the District of Delaware.
- Counsel to a regional bank in connection with a document, collateral and perfection review of a $57 million portfolio of loans made to various affiliates of a national car dealership in anticipation of the borrowers' bankruptcy.
- Counsel to various banks and borrowers in connection with credit facility amendments and workouts.
- Counsel to a money-center bank in connection with various loan sale transactions.

AWARDS

- *Legal 500 United States*: Finance: Commercial Lending (2024)
- *Best Lawyers in America®:* Commercial Finance Law (2024-2027), Banking and Finance Law (2026-2027)
- *Chambers USA:* Banking and Finance, North Carolina (2025-2026); “Up and Coming” (2023-2024)
- Recognized as a Secured Finance Network (SFNet) “40 Under 40” recipient (2020)
- Recognized as a Georgia Super Lawyer “Rising Star” in Banking and Corporate Law (2013, 2017)

TOP AREAS OF FOCUS

- Asset-Based Lending
- Bankruptcy + Restructuring
- Finance + Banking

ALL AREAS OF FOCUS

- Asset-Based Lending
- Bankruptcy + Restructuring
- Finance + Banking
- Financial Services
- Private Equity
- Secured Lender Representation
- Syndicated Loans

PROFESSIONAL/COMMUNITY INVOLVEMENT

Current

- Board of Directors, Communities in Schools of North Carolina (2017-Present)
- President, Commercial Finance Association Raleigh-Durham Chapter (2014-Present), Board of Directors (2013-Present)
- Member, Association for Corporate Growth
- Member, Turnaround Management Association
- President, NC Triangle Vanderbilt Alumni Association (2012-Present)

Past

- Board of Directors, Vanderbilt Alumni Association (2014-2017)
- Board of Directors, New American Pathways, Inc. (2014-2016)
- Leadership Raleigh, Class of 2015
- Big Brother, Big Brothers, Big Sisters of Metro Atlanta (2007-2012)
- Board of Directors, Refugee Family Services, Inc. (2010-2014)

EDUCATION AND CERTIFICATIONS

EDUCATION

- Vanderbilt University Law School, J.D., 2006
- Vanderbilt University, B.A., *cum laude*, 2003

BAR ADMISSIONS

- Georgia
- North Carolina

COURT ADMISSIONS

- Supreme Court of Georgia

CLERKSHIPS

- Hon. James E. Massey, U.S. District Court, Northern District of Georgia, 2006-2007

SPEAKING ENGAGEMENTS

- Moderator, "Annual M&A South Debt Market Update," M&A South 2025, February 3-5, 2025.
- Moderator, "Debt Markets Update Panel 2024," 2024 ACG M&A South Conference, February 6, 2024.
- Speaker, "Recurring Revenue Financing: Structuring, Documentation, and Financial Covenants," Strafford Webinar, July 7, 2022.
- Speaker, "Recurring Revenue Financing: Structuring, Documentation, and Financial Covenants," Strafford Webinar, February 18, 2021.
- North Carolina Bar Association, 2019 Business Law Institute, Panelist: *Financing Alternatives for Growth and Acquisition*, February 2019.
- "Recurring Revenue Loan Facilities," Webinar, April 24, 2018.
- State Bar of Georgia, Secured Lending, *Equity Interests – Key Considerations When Enforcing Remedies*, February 2018.
- State Bar of Georgia, Secured Lending, *Default Planning and Enforcement: Best Practices and Recent Developments*, February 2016.
- Author, "Director Duties and Creditor Protections in the Zone of Insolvency: A Comparison of the United States, Germany, and Japan," *Penn State International Law Review*, August 28, 2007.

PUBLICATIONS

- Co-author, "What's Ahead for the Leveraged Loan Market," *Middle Market Growth*, May/June 2020.