

Rakesh Gopalan

Partner

Charlotte

rakesh.gopalan@troutman.com

D 704.916.2374



Rakesh guides public and private clients through the complexities of their key securities and corporate governance matters, as well as complex technology transactions. He draws from a deep understanding of the capital markets and regulatory landscape to help clients advance their business objectives while mitigating risk.

OVERVIEW

Rakesh is a trusted advisor to companies, ranging from established market leaders to emerging companies. The two primary planks of his practice include securities, capital markets and corporate governance, as well as technology transactions. His securities practice includes representing both issuers and underwriters in initial public offerings (IPOs), public and private follow-on offerings, establishing shelf registration statements and at-the-market (ATM) programs, private investments in public equity (PIPE) transactions, and tender and exchange offers, as well as representing public companies on ongoing corporate governance and SEC disclosure and reporting requirements. Rakesh is experienced across industry sectors, including life sciences, pharmaceuticals and medical devices, technology services, financial services and fintech, energy, insurance, and consumer packaged goods.

With broad experience across outsourcing and supply chain matters, Rakesh's technology transactions practice offers forward-thinking strategies to structure, negotiate, and execute transactions for both vendors and customers. He handles a wide range of transactions, including fintech, business process (BPO) information technology outsourcing (ITO) and insourcing, cloud-computing solutions, enterprise resource system (ERP) deployment and restructuring, large-scale technology platform implementations, software and software-as-a-service (SaaS), as well as other vendor and supply chain licensing and procurement matters.

Rakesh is a passionate advocate for inclusion in the practice of law, having co-founded the Charlotte Asian Pacific American Bar Association, and actively participates in several boards, committees, and initiatives to help build the pipeline of diverse candidates and remove barriers to success.

REPRESENTATIVE MATTERS

Initial Public Offerings

- Representation of a digital advertising technology company in an initial public offering of equity securities.
- Represented an investment bank in a \$35 million IPO of common stock by a commercial-stage pharmaceutical company that focuses on the development and commercialization of pharmaceutical products for the treatment

of dermatological conditions.

- Represented an investment bank in a \$42 million IPO of common stock by a clinical-stage biopharmaceutical company.
- Represented a boutique investment bank in a \$28.75 million IPO of common stock by an emerging RNA oncology company.
- Represented a brokerage and investment banking firm in a \$63 million IPO of common stock by a specialty distributor and select manufacturer of environmentally friendly disposable foodservice products and related items.
- Represented an international biopharmaceutical company as issuer's counsel in its U.S. IPO of American Depository Shares and subsequent trading on Nasdaq.
- Represented the underwriters and joint book-running managers of an investment bank in the U.S. IPO of a pharmaceutical company.

Follow-On Equity Offerings

- Represented the placement agent in a public offering of a clinical-stage biotechnology company in the oncology space.
- Represented a privately held clinical-stage biopharmaceutical company in the private placement of convertible preferred stock.
- Represented a placement agent in connection with a private offering of common stock by a clinical stage company focused on the research, development, and commercialization of transformative therapies for cancer and other inflammatory conditions.
- Represented a *Fortune* 50 financial services issuer in connection with multiple shelf registrations and sales of debt and equity securities.
- Represented a *Fortune* 500 food retail company in general corporate and ongoing securities matters, followed by \$2.4 billion sale to a *Fortune* 50 company.
- Represented public companies in connection with determining compliance obligations for SEC's conflict minerals rule.

Other Securities Programs and Transactions

- Representation of issuers and placement agents in the negotiation, establishment and launch of multiple at-the-market (ATM) programs for the offering and sale of equity securities.
- Representation of issuers and placement agents in connection with warrant inducement transactions focused on the inducement of investors to exercise outstanding warrants to purchase equity securities.
- Representation of issuers in connection with registration rights agreements and/or the preparation and filing with the SEC of a registration statement registering the resale of privately issued securities.

1934 Act and Corporate Governance

- Represented a Nasdaq-listed leading data analytics and digital operations and solutions company in connection with its ongoing SEC reporting requirements and corporate governance matters.
- Represented a Nasdaq-listed biopharmaceutical company that acquires, develops, and commercializes innovative pharmaceutical and biotechnology products in connection with its ongoing SEC reporting requirements and corporate governance matters.
- Represented a Nasdaq-listed commercial-stage pharmaceutical focusing on the development and commercialization of products for the treatment of dermatological conditions in connection with its ongoing SEC reporting requirements and corporate governance matters.

- Represented a Nasdaq-listed clinical-stage biopharmaceutical company focused on cell and gene therapies for hematologic cancers, solid tumors, and rare genetic diseases in connection with its ongoing SEC reporting requirements and corporate governance matters.
- Represented a Nasdaq-listed company focused on the development of intravenous tramadol for the U.S. market in connection with its ongoing SEC reporting requirements and corporate governance matters.
- Represented a Nasdaq-listed buy-side and sell-side advertising technology company in connection with its ongoing SEC reporting requirements and corporate governance matters.
- Represented a NYSE-listed global yarn manufacturer in connection with its ongoing SEC reporting requirements and corporate governance matters.
- Represented a NYSE-listed global thread manufacturer and grocery chain retailer in connection with its ongoing SEC reporting requirements and corporate governance matters.

Technology (Including Fintech) and Outsourcing Transactions

- Represented a private university in connection with deployment of an enterprise-wide human resource management (ERP) cloud solution.
- Represented a national publicly traded retailer in connection with the negotiation of a multimillion-dollar renewal and expansion of its point of sale system on the Oracle technology platform, utilizing both on-premise and cloud-based services.
- Represented a leading manufacturer of wearable devices for the pharmaceutical research industry in connection with its core technology partnerships.
- Represented a global investment management firm in connection with the negotiation of a multimillion-dollar license and services agreement for Blackrock's Aladdin technology platform, a comprehensive asset management platform.
- Represented a publicly traded private security and protection company in connection with a global fintech and payments initiative.
- Represented a global investment management firm in connection with the comprehensive fintech, business process, and information technology services outsourcing to two captive offshore services companies.
- Represented a global leader in total cash management, secure logistics, and payment solutions in the launch of an innovative new fintech platform as well as its acquisition of a privately held provider of ATM services in the U.S. and in connection with potential transactions in, and offerings of, cryptocurrency.
- Represented a large publicly traded utility and energy services company in connection with a transformational business process outsourcing of its accounts payable, accounts receivable, corporate accounting, human resources, supply chain services, and general finance services to an India-based global leader in IT services, consulting, and business solutions.
- Represented a manufacturer of medical-grade biometric monitoring technologies in connection with the negotiation of arrangements with a provider of global data connectivity hardware and SaaS.
- Represented a publicly traded leader in education loan management and business processing solutions in connection with its partnership with a Card-as-a-Service (CaaS) platform offering robust cloud-based end-to-end credit card technology services to financial institutions.
- Represented a *Fortune 500* publicly traded global electrical, communications, and utility distribution and supply chain solutions company in connection with a transformative business process outsourcing of its accounts payable, accounts receivable, corporate accounting, HR, marketing, and supply chain services.
- Represented a large food and beverage distributor in connection with a \$100 million+ technology outsourcing and warehouse automation transaction involving the purchase of a large-scale engineered materials handling logistics system and associated licenses and services.
- Served as outside general counsel for a cutting edge fintech solutions provider, including corporate structuring advice and negotiating SaaS agreements with several leading financial institutions.
- Represented a publicly traded innovative food and product packaging solutions company in connection with a

comprehensive renegotiation of its business process outsourcing services, including financial and accounting services.

- Represented one of the nation's largest financial institutions in connection with the outsourcing of all of its facilities and real estate management, including its corporate headquarters, and for operationally critical infrastructure and project management services, for approximately \$300 million.
- Represented one of the nation's largest financial institutions in connection with the negotiation and implementation of a \$50 million+ multiyear brokerage and clearing technology platform.
- Represented one of the nation's largest financial institutions in connection with the negotiation and implementation of a \$50 million+ multiyear trust accounting services technology platform.
- Represented a large publicly traded utility and energy services company in connection with a business process outsourcing related to facilities and property management services.

AWARDS

- *Legal 500 United States* for Fintech; Media, Technology and Telecoms: Outsourcing; Media, Technology and Telecoms: Technology Transactions (2021, 2022, 2023)
- Recipient, "Diversity & Inclusion Award," *North Carolina Lawyers Weekly* (2021)
- Member, Editorial Advisory Board, *Law360* (2020)
- *North Carolina Rising Stars* – Business/Corporate (2014, 2015); Technology: Transactions (2016-2020), *Super Lawyers, Thomson Reuters*
- "Next generation lawyer," Technology: Transactions, *Legal 500 United States* (2018, 2019)
- "Leading Lawyer," Technology: Transactions, North Carolina, *Legal 500 United States* (2016-2018)

TOP AREAS OF FOCUS

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

ALL AREAS OF FOCUS

- Capital Markets
- Corporate
- Corporate Governance
- Life Sciences Transactions
- Mergers + Acquisitions
- Technology

PROFESSIONAL/COMMUNITY INVOLVEMENT

- Board of Directors, Girls on the Run International (2018-2024; chair, 2021-2023)
- Co-founder, Board of Directors, Charlotte Asian Pacific American Bar Association (2008-present)
- Alumni Council, 2015 fellow, Leadership Council on Legal Diversity
- Board of Directors, Community Building Initiative, 2014-2015

- Law Council, Washington and Lee University School of Law Alumni Association, 2012-2016
- Co-chair, Charlotte Legal Diversity Clerkship Program, 2010-2012
- Member, Diversity & Inclusion Committee, Mecklenburg County Bar, 2010-2013

EDUCATION AND CERTIFICATIONS

EDUCATION

- Washington and Lee University School of Law, J.D., *cum laude*, 2006
- University of Virginia, B.A., 2002

BAR ADMISSIONS

- North Carolina

SPEAKING ENGAGEMENTS

- Speaker, “2025 Public Company Seminar”, Troutman Pepper Webinar, October 29, 2025.
- Presenter, “Securities Law Compliance,” Corporate & Regulatory Compliance Boot Camp 2025, Financial Poise, September 10, 2025.
- Speaker, Troutman Pepper’s 2024 Public Company Seminar, October 24, 2024.
- Presenter, “Securities Law Compliance,” Corporate & Regulatory Compliance Boot Camp 2024, Financial Poise, September 19, 2024.
- Moderator, “How financial leaders are innovating and adjusting to today’s economic landscape,” Invest: Charlotte 2022/2023 Launch Conference, August 2023.
- Presenter, “Securities Law Compliance,” Corporate & Regulatory Compliance Boot Camp 2022 – Part 2, Financial Poise, September 28, 2022.
- Moderator, “Lessons from History: From Vincent Chin to the Pandemic,” May 25, 2022.
- Presenter, “Securities Law Compliance,” Corporate & Regulatory Compliance Boot Camp 2021, Financial Poise, August 11, 2021.
- Moderator, “Meet the General Counsel,” May 11, 2021.
- Speaker, “SEC Compliance and Disclosure Update,” May 19, 2020.
- Presenter, “Securities Law Compliance,” Corporate & Regulatory Compliance Boot Camp 2020, Financial Poise, April 8, 2020.
- Presenter, “Drafting Clickwrap and Browsewrap Agreements: Avoiding Enforceability Pitfalls,” Strafford Publications, March 24, 2020.
- Speaker, “SEC Compliance and Disclosure Update,” March 10, 2020.
- Presenter, “Fintech Update: Legal Regulation and Innovation Trends,” November 5, 2019.
- Moderator, “What is Blockchain and Is It Important for You to Be Prepared?,” The Charlotte CFO Leadership Council, May 9, 2019.
- Presenter, “Securities Law Compliance,” Corporate & Regulatory Compliance Boot Camp 2019, Financial Poise, March 14, 2019.
- Speaker, “SEC Compliance and Disclosure Update,” April 17, 2018.
- Panelist, “Contracting for the Future,” Deloitte 2017 Outsourcing Provider Forum, Westlake, TX, September 5, 2017.
- Speaker, “Drafting Clickwrap and Browsewrap Agreements: Avoiding Enforceability Pitfalls,” Strafford Publications, July 6, 2017.

- Panelist, "Going Public from a Legal Perspective," KPMG and New York Stock Exchange IPO Bootcamp, May 9, 2017.
- Panelist, "Negotiations: Learn by Doing," Minority Corporate Counsel Association's General Counsel Summit, April 21, 2017.
- Moderator, "Winning the Outsourcing Battle: Creating and Preserving Value," Becker's Hospital Review 2nd Annual CIO/HIT + Revenue Cycle Conference, Chicago, IL, July 27, 2016.
- Panelist, "Contracting for Value," Atlanta Chapter of the International Association of Outsourcing Professionals, February 27, 2015.
- Speaker, RR Donnelley Proxy Statement Interactive Lunch Seminar, November 13, 2014.
- Co-presenter, "Practical Tips for Engaging and Disengaging from Technology and Business Process Outsourcing," Presentation to the Charlotte Chapter of the Association of Corporate Counsel, August 23, 2012.

PUBLICATIONS

- Co-author, "SEC Considers Shift to Semiannual Reporting for Public Companies," *Troutman Pepper Locke*, October 8, 2025.
- Co-author, "SEC Expands Confidential Filing Options for Companies Submitting Draft Registration Statements," *Troutman Pepper Locke*, March 11, 2025.
- Co-author, "Considerations for REIT or MLP Formation by Healthcare Not-for-Profit Organizations," Becker's Hospital CFO, June 23, 2015.

MEDIA COMMENTARY

- Quoted, "US Mulls End to Quarterly Reporting," *Accounting & Business Magazine*, December 19, 2025.
- Quoted, "Key Principles in Securities Law Compliance," *Financial Poise* and *National Law Journal*, November 12, 2025.
- Quoted, "End of Quarterly Reporting Would Pose New Challenges for US Public Companies," *Law.com*, October 15, 2025.
- Quoted, "Troutman Pepper Gains McGuireWoods Securities Pros in NC," *Law360*, January 30, 2024.