

Scott R. Jones

Partner

Berwyn

scott.jones@troutman.com

D 610.640.7853



Boards of directors, independent board committees, and senior management rely on Scott for counseling on general corporate, strategic, governance, disclosure, and transactional matters. He also advises emerging companies throughout their life cycle.

OVERVIEW

Scott focuses his practice in securities, mergers and acquisitions, and private equity transactions. He is particularly experienced in representing issuers, underwriters and investors in public and private offerings of equity and debt securities, and in acquisitions and dispositions of public and private companies. Scott also advises emerging companies in matters ranging from formation and venture financing to exit transactions.

Scott served as the deputy general counsel of Neose Technologies, Inc., a publicly traded clinical-stage biotechnology company. He is a certified public accountant and was an auditor for KPMG's New York office prior to earning his law degree. His clients included financial services companies, mutual funds and high technology companies.

REPRESENTATIVE MATTERS

Securities

- Represented a publicly traded clinical stage pharmaceutical company in an underwritten offering of common stock (which included the sale of shares for a large stockholder).
- Represented a publicly traded clinical stage pharmaceutical company in a "Rule 144A" private placement of convertible notes.
- Represented a privately held clinical stage pharmaceutical company in two venture offerings of preferred stock.
- Advised in the initial public offering of a national restaurant operator and franchisor.
- Represented a publicly traded clinical stage pharmaceutical company in two registered direct public offerings of common stock.
- Represented a publicly traded pharmaceutical company in a venture debt financing.
- Represented a publicly traded biopharmaceutical company in its private placement of equity securities.
- Represented a publicly traded biopharmaceutical company in its establishment of an "At-The-Market" program for selling its common stock.

Transactional

- Represented a privately held clinical stage pharmaceutical company in its \$850 million sale to a large pharmaceutical company.
- Represented a publicly traded clinical research technology company in its going private acquisition by a private equity fund.
- Represented a publicly traded science service company in the acquisition of a publicly traded science equipment manufacturer.
- Represented a publicly traded company's acquisition of the assets of a publicly traded medical technology company.
- Represented a privately held operator of long term care facilities in its \$280 million sale to a private equity fund.
- Represented a publicly traded human resources technology solutions provider in its \$1.3 billion acquisition by a publicly traded technology company.
- Represented a private equity owned logistics company in its \$160 million sale to a private equity fund.
- Represented a publicly traded metal manufacturer in its \$550 million stock-for-stock acquisition of a privately held competitor.
- Represented a publicly traded nationwide operator of private schools in its going private acquisition by a private equity fund.
- Represented a private equity fund in the \$65 million acquisition of a privately held software developer.
- Represented a private equity firm in its \$150 million acquisition of a publicly traded software company.
- Represented a private equity firm in a \$30 million preferred stock investment in a private securities brokerage firm to finance the concurrent acquisition of a publicly traded securities brokerage firm.

TOP AREAS OF FOCUS

- Capital Markets
- Corporate
- Emerging Companies + Venture Capital
- Mergers + Acquisitions

ALL AREAS OF FOCUS

- Capital Markets
- Corporate
- Digital Assets + Blockchain
- Emerging Companies + Venture Capital
- Health Care + Life Sciences
- Life Sciences Transactions
- Mergers + Acquisitions
- Noncompete + Trade Secrets
- Private Equity
- Technology

PROFESSIONAL/COMMUNITY INVOLVEMENT

- Scott serves on the board of Greener Partners, an organization focused on creating healthy communities through food, farms and education; he is also its treasurer and serves on the board's executive and finance committees
- He previously served on the board of the World Affairs Council of Philadelphia, an educational organization dedicated to informing and engaging people on matters of national and international significance

EDUCATION AND CERTIFICATIONS

EDUCATION

- New York University School of Law, J.D.
- Lehigh University, B.S., *with honors*, accounting and finance; received a minor in international relations; elected to Beta Gamma Sigma and Beta Alpha Psi honor fraternities; honor member, Financial Management Association

BAR ADMISSIONS

- Pennsylvania
- New Jersey

SPEAKING ENGAGEMENTS

- Speaker, "Corporate Housekeeping Projects to Tackle Now and Come Out of COVID-19 Stronger," Association of Corporate Counsel – Greater Philadelphia, February 10, 2021.
- Moderator, "The Future: What's Next for the Venture Industry?" and "Raising Angel Money: Info and Insights from Seasoned Investors," New York Venture Summit, July 9-10, 2019.

MEDIA COMMENTARY

- Quoted, "Lease Accounting Change Makes EBITDA an Even Muddier Metric," *Bloomberg Tax*, September 11, 2019.