

## MICHAEL D. LANDRY

Member

New Orleans

T: 504.593.0852

F: 504.596.0852



### OVERVIEW

Mike Landry is co-chair of the firm's Securities Law Practice Group. He focuses on securities, mergers and acquisitions, intellectual property, employment, and other corporate and business law matters. He assists clients in essential business matters such as SEC filings, corporate reorganizations, and debt restructuring. Michael has experience representing both angel investors and early-stage companies in purchase agreements, investors rights agreements, and other milestones of new business ventures.

Mike spent five weeks in a Jesuit mission in a small town in eastern Guatemala, teaching children in a nearby village to read and write in Spanish, which to this day influences his own outlook on life. Following a clerkship with Judge Morey Sear on the U.S. District Court for the Eastern District of Louisiana, Michael joined Stone Pigman in 1988 based on its reputation for excellence.

### REPRESENTATIVE MATTERS

- Represented a NASDAQ-listed public company in preparing and filing annual, quarterly, and current Exchange Act reports, proxy statements, and other SEC filings.
- Represented an insurance company in investing capital in an oil and gas exploration company, including extensive due diligence and negotiation of stock purchase agreement and related documents.
- Represented angel investors in investing capital in a start-up software company, including drafting and negotiation of a convertible notes purchase agreement, an investors rights agreement, a new operating agreement, and other related agreements.
- Represented an early-stage luxury toothpaste company in raising capital from a group of individual angel investors, including preparation of private placement memorandum and subscription agreements and filing of Form D.
- Represented Hospital Service District No. 1 of the Parish of Ouachita in the sale of the Greenwood Regional Medical Center hospital in West Monroe, Louisiana for approximately \$80,000,000 and the establishment of the Living Well Foundation.
- Represented Quality Distribution, Inc. in its acquisition of 100% of the outstanding shares of stock of Boasso America Corporation, an intermodal service company providing tank container services and associated equipment sales.
- Represented Gerhardt Holding Company and its operating subsidiaries, together a leading provider of services and components for industrial engines and turbines, in a sale of substantially all of their assets to CISERV USA, Inc., a subsidiary of Wärtsilä Corporation.
- Represented a regional health services company in a corporate reorganization, stock repurchase, and debt restructuring.

### PRACTICE AREAS

Corporate and Business Law

Securities

Mergers and Acquisitions

Intellectual Property

Employment

### BAR ADMISSIONS

Louisiana

### EDUCATION

Harvard Law School, J.D., *magna cum laude*, 1987

- Associate Editor, *Harvard International Law Journal*, 1985-86

The Fletcher School, M.A. in International Relations, 1987

University of Notre Dame, *summa cum laude*, 1983

- Phi Beta Kappa

### CLERKSHIPS

Law clerk to the Honorable Morey L. Sear, U.S. District Court, 1987-88.

- Represented a continuing care retirement community in connection with its restructuring and the formation of a management company.
- Represented underwriters in connection with the issuance of bonds by another continuing care retirement community.
- Represented numerous health care providers in both acquisitions and sales of businesses, including hospitals, nursing homes, and home health agencies.
- Represented a Louisiana governmental board in connection with the negotiation of a software license and service agreement.
- Negotiated a patent license agreement for Quality Distribution, Inc. with respect to tank container technology.
- Represented Advanced Metering Data Systems, L.L.C., a company providing wireless automatic meter reading technology and services, in connection with technology licensing and service agreements.
- Represented various companies in drafting and negotiating executive and other employment, consulting, noncompetition, confidentiality, and intellectual property rights agreements.

#### **PROFESSIONAL AND CIVIC ACTIVITIES**

- Louisiana State Bar Association member and Chair of the Corporate and Business Law section.
- American Bar Association member.
- Mike served for several years as an Assistant Bar Examiner for the Corporate section of the Louisiana State Bar examination.

#### **HONORS & AWARDS**

- *Best Lawyers in America* 2019 – 2023.
- *New Orleans Magazine* "Top Lawyer" 2012 – 2022.