



James F. Verdonik

E: jfv@wardandsmith.com

P: 919.277.9188

F: 919.277.9177

Post Office Box 33009
Raleigh, NC 27636-3009

Professional Experience

Jim leads the firm's Securities practice. He focuses his practice on matters involving corporate and securities law. He advises entrepreneurs, businesses, and investors about how to combine the best business and legal strategies when raising capital, commercializing technology and growing and selling their businesses. Jim also assists investors and entrepreneurs in negotiating investment terms and other transactions.

Jim's transactional work includes public and private securities offerings, venture capital investments, mergers and acquisitions, and corporate partnership transactions on behalf of both public and private companies. He has advised companies in more than a billion dollars of capital raising transactions. Jim has extensive experience with clients in both the biotechnology and information technology industries. Jim regularly counsels boards of directors, company founders, management teams, shareholders, and investors in public and private companies about their relationships with one another on matters that include director fiduciary duties, shareholder rights, corporate governance, securities disclosure issues, management compensation, and conflicts of interest.

Jim's book *Crowdfunding: A Legal Guide to Investment and Platform Regulation* (Thomson Reuters 2016) analyzes securities laws through the prism of Crowdfunding capital raising practices. He writes a column about business and legal issues for Triangle Business Journal, which has been republished by several dozen newspapers around the country, including in the country's primary technology centers, such as Boston and Silicon Valley. Jim has served on advisory boards to two governors about state policies to encourage the growth of technology businesses. He authored a North Carolina statute that granted tax credits to investors in technology companies and other entrepreneurial businesses and provided advice to drafters of North Carolina's crowdfunding law. He has been rated by his peers as being "preeminent" in his fields of law.

Practice Concentrations

- Blockchain
- Corporate
- Crowdfunding
- Cryptocurrency
- Licensing
- Mergers and Acquisitions
- Venture and Seed Capital
- Private Placements
- Public Offerings
- Securities Disclosures

Education

J.D., *cum laude*, Fordham University School of Law, 1977.
[Fordham Law Review](#).

B.A., Fordham University, 1971

Admitted to Practice

North Carolina, 1985

All state courts in North Carolina

Honors and Distinctions*

Council for Entrepreneurial Development's "Outstanding Service Provider Award"

Greater Raleigh Chamber of Commerce's "Outstanding Service to the Business Community Award"

The Best Lawyers in America, 1995-2018

"Legal Elite," Business North Carolina, 2007

"Super Lawyer," North Carolina Super Lawyers, 2006-2007



Representative Experience

A dozen initial public offerings and many other secondary offerings - primarily for technology and science related businesses

Dozens of venture capital, private equity, angel and other investments ranging in size from \$100 thousand to \$20 million

Crowdfunding offerings and advice to Crowdfunding Platforms

Mergers and acquisitions of both private and public companies

Two proxy contests for public companies

Multiple PIPES transactions for small public companies ranging from \$1 million to \$10 million

Multiple public shell mergers and SPAC transactions

Commercial loan transactions ranging from \$5 million to \$50 million

License transactions with over \$1 billion in royalty and milestone payments

Proxy statements, Annual Reports on Form 10-K and other disclosure documents filed with the SEC for more than two dozen public companies

Advising Boards of Directors and Special Committees about fiduciary duties in major transactions, including M & A transactions, conflicts of interest, and bankruptcy.

Professional and Community Affiliations

Council for Entrepreneurial Development (former member, board of directors)

Greater Raleigh Chamber of Commerce (former chairman, Venture Capital Task Force)

National Association of Corporate Directors (former member, board of advisors for the Research Triangle Chapter)

North Carolina Bar Association — Sections: Business Law; Corporate Counsel; Intellectual Property Law

North Carolina Technology Association (member, Board of Advisors)

** Please see the following websites for an explanation of the membership standards for the following recognitions: www.bestlawyers.com; businessnc.com/special-sections/legal-elite/; and www.superlawyers.com/north-carolina.*