

## Peter Bogdanow



### Associate

1717 Main Street  
Suite 3700  
Dallas, TX 75201  
P: 214.659.4558  
F: 214.915.1408  
peterbogdanow@andrewskurth.com

Peter Bogdanow has a broad transactional practice where he advises clients in a variety of industries (including financial services, manufacturing, technology, investments, energy, real estate and private equity) in their business development strategies. He has extensive experience with mergers and acquisitions, private equity and venture capital investments, fund formation, securities offerings and other forms of corporate finance. His clients include private equity funds and their related portfolio companies, venture capital funds, operating companies ranging from early stage companies to mature public companies and other strategic and financial investors. He also has experience with regulatory matters, including the Dodd-Frank Act.

### REPRESENTATIVE EXPERIENCE

Peter's mergers and acquisitions and private equity experience includes representing both buyers and sellers in acquisitions, leveraged buyouts, joint ventures, restructurings and minority investments, including the representation of the following:

- ZaZa Energy LLC, a private held oil and gas exploration and production company, in its pending combination with Toredor Resources corporation, a publicly traded oil and gas exploration and production company;
- IESI, a large United States non-hazardous waste management company, in acquisitions of various companies having an aggregate value in excess of \$300 million;
- Trinity Hunt Partners, in acquisitions and sales of portfolio companies;
- vAuto, Inc. (a high-tech automotive inventory management tool and the second fastest growing software company in the country) in its sale to AutoTrader.com;
- Controlling shareholder of private company in the leveraged recapitalization of one of its portfolio companies, which resulted in the sale of a majority of the shareholders equity and debt interests in the portfolio company;
- Manufacturing company in the purchase of a manufacturing plant and the associated business line from a public manufacturing company.

Peter's venture capital experience includes representation of sponsors in the organization and financing of new ventures as well as investors providing seed or later stage capital to private companies. He also has advised companies on the offering of securities in the public and private markets as well as on their general reporting requirements under the 1934 Act. His experience includes representation of the following:

### INDUSTRIES

Banking/Financial Services  
Credit Financing  
Finance  
Investment Funds  
Manufacturing and Sales  
Private Equity  
Technology and Emerging Companies  
Venture Capital

### PRACTICES

Banking/Financial Services  
Corporate  
Economic Recovery and Government Opportunities  
Mergers and Acquisitions  
Private Equity  
Real Estate  
Finance/Capital Markets  
Securities  
Structured Finance and Securitization  
Venture Capital

### EDUCATION

JD, 2001, *magna cum laude*, University of Pennsylvania Law School, *University of Pennsylvania Law Review*, Senior Editor, Order of the Coif  
AB, 1996, *with honors*, American History, Brown University

### ADMISSIONS

New York 2002  
Texas 2008

## Peter Bogdanow

- Individual investor in preferred stock investment and restructuring of a medical device company;
- Venture capital fund in Series A round investment in three local companies;
- Two public pharmaceutical companies in PIPE transactions;
- Media company in preferred equity financing round with large institutional investor;
- Technology company in bridge financing consisting of convertible notes and warrants; and
- Investor in data management company in preferred equity financing.

In addition, Peter has advised individual investors and private equity funds on the formation of and investment in private equity funds and venture capital funds and fund managers on compliance obligations, including registration requirements under the Dodd-Frank Act. He has significant experience representing investors in the secondary market for interests in private equity funds. Examples of his experience in this area include the representation of the following:

- Large fund of funds in the secondary purchase of limited partnership interests in over 50 private equity funds;
- Large institutional investor in the investment in a distressed debt fund;
- Management company in the creation of a secondary fund of existing portfolio companies;
- Individual investor in evaluation of various investment funds, including hedge funds, private equity funds, distressed debt funds and venture capital funds; and
- Management company in the negotiation of employment arrangements with principals of a newly established healthcare fund.

Peter's finance experience includes representing both borrowers and lenders in secured and unsecured credit facilities, bridge financing and other financing arrangements, including warrants, convertible notes and other instruments, including the representation of the following:

- Media company in post Chapter 11 lending facility;
- Local technology company and pharmaceutical company in bridge financing;
- Media broadcasting company and chemicals company in syndicated lending facilities;
- Broker-dealer in liquidity facility secured by investment securities; and
- Sponsor in leveraged acquisition of transportation company.

### PUBLICATIONS

- SEC Proposes "Family Office" Exemption Under Dodd-Frank (October 27, 2010)
- What Financial Regulatory Reform Means to Private Funds (August 5, 2010)
- Dodd-Frank Wall Street Reform and Consumer Protection Act: Corporate Governance and Executive Compensation Provisions (July 21, 2010)
- Administration Unveils Over-The-Counter Derivatives Reform (August 28, 2009)
- Congress Pushes Forward Executive Compensation Regulation and Say on Pay Legislation (August 18, 2009)
- "Obama Administration Announces Financial Regulatory Overhaul" (June 24, 2009)
- Ups and Downs for Legacy CMBS: TALF Expands, but S&P Signals Downgrades (May 29, 2009)
- Treasury Expands Opportunities for Fund Managers in the Legacy Securities Program (April 13, 2009)
- Treasury Announces Public-Private Investment Program (March 30, 2009)

### BRIEFINGS, SEMINARS & SPEECHES

- "Purchase Price Adjustments in Acquisition Transactions," Association of Attorney-Accountants, North Texas Chapter
- "Dodd-Frank, Am I Too Big To Fail?," Institute of Internal Auditors, Dallas Chapter