P. Rupert Russell

PARTNER

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AREAS OF EXPERTISE

Corporate, Mergers & Acquisitions, Debt Financing, Venture Capital, Corporate Securities, Investment Funds & Advisers, Healthcare

Overview

Mr. Russell joined the Firm's Corporate Department as a partner in 2005. Mr. Russell has considerable experience advising business clients on the structuring, negotiation and documentation of complex transactions, including mergers and acquisitions, alliances, securities offerings, syndicated credit facilities, venture capital and business formation transactions for public and private clients, domestic and foreign. He has worked with a variety of industries, ranging from investment funds, technology, healthcare, agriculture, to manufacturing, in transactions ranging in size from a few million dollars to over $40 billion.

Mr. Russell represents various public companies on periodic reporting, corporate governance and capital markets transactions. Mr. Russell has been involved on many public and private mergers and acquisitions transactions, a number of which have been multi-billion transactions. Mr. Russell frequently represents fund clients on their investment portfolio transactions, including in well-known pre-IPO internet companies. Mr. Russell also represents clients on complex debt financings, including for clients ranging from homebuilding suppliers, mattress sales, to beer distributors on complex syndicated credit facilities. Mr. Russell's recent work has also focused on peer to peer lending and Mr. Russell has represented various funds on significant peer to peer lending related transactions. Mr. Russell also has expertise on advising international clients on investing in the U.S.

Experience

Mr. Russell has been responsible for many billions of dollars of M&A transactions, including one public company acquisition alone of more than $40 billion. Mr. Russell now focuses on "middle market" transactions. These have most recently varied from the sale of an online publishing business to a famous educational institution, to the acquisition by a large industrial conglomerate of a licensed transportation contractor, to the acquisition of various investment advisory businesses.

Mr. Russell advises NYSE, Nasdaq and OTC public company clients including on capital markets transactions, ranging from underwritten offerings for healthcare and medical device clients to most recently a rights offering and shelf-takedown for an agricultural client.

Mr. Russell has been responsible for a long list of secured and unsecured commercial debt transactions for clients, including recently for clients involved in industries ranging from beer distribution to peer to peer lending and on complex bank credit facilities ranging from $2 million to more than $300 million.

Publications/Speaking

Mr. Russell speaks regularly at the Bar Association of San Francisco providing an Annual Update on Dodd Frank and JOBS Act.

9.9.18 / Articles

Reporting Obligations of Variable Interest Entities

5.10.17 / Articles

Guarding Against Challenges to Director Equity Compensation

6.30.16 / Articles

The Latest Trend In Non-GAAP Reporting

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4.11.16 / Articles

Watch Out: Increasing Scrutiny by the SEC of your Dealings with Regulators

Professional Activities

Since 1984 Mr. Russell has practiced as a corporate and securities lawyer, first in the London office of Clifford Chance (including assignments to its Amsterdam office and to Lloyd's of London) and then in the London and Miami offices of Baker & McKenzie. In 1994, Mr. Russell joined Morrison & Foerster and worked between then and August 1999 in the firm's Los Angeles office (including assignments in the Hong Kong and New York offices). Mr. Russell was in the San Francisco office of Morrison & Foerster from 1999 to 2005 and was a partner of Morrison & Foerster between 2000 and 2005. Mr. Russell was a founder of both the British American Bar Association of Southern California and of the British American Bar Association of Northern California. Mr. Russell has been a member of Ross Town Council since July 1, 2016 and was formerly a member between 2010 and 2014. He was also the Mayor of Ross between 2012 and 2013.

Education

Oxford University, England
in law, 1980

Admissions

California State Bar
England

Accolades

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