



## James O'Grady

Partner

New York

T: +1 646.414.6849

jogrady@lowenstein.com

James focuses on capital markets and securities law, representing companies, investment banks, and investors in public and private offerings and SEC compliance. He advises public companies and investment funds regarding SEC reporting obligations and governance.

His transaction experience includes initial public offerings, follow-on offerings, secondary resales, private investments in public equity (PIPEs), registered directs (RDs), confidentially marketed public offerings (CMPOs), rights offerings, reverse mergers, convertible preferred equity and debt offerings, tender offers, and other transaction structures. He also has experience with cross-border financing transactions.

In addition, James advises companies and investors in connection with mergers and acquisitions and restructuring transactions. His recent concentration has been on technology and life sciences companies in the small- to mid-cap markets, but he has also advised companies ranging from private start-ups to large public companies.

## EXPERIENCE

---

- > Represented AzurRx BioPharma, Inc. (NASDAQ: AZRX), a clinical stage biopharmaceutical company, in connection with its \$10 million registered direct offering of common stock and warrants.
- > Represented Abingworth Bioventures V LP, an international investment group dedicated to collaborating with life sciences entrepreneurs, as the selling stockholder in an underwritten secondary offering of common stock of Personalis, Inc. (NASDAQ: PSNL), a Menlo Park based cancer genomics company.
- > Represented AzurRx BioPharma (NASDAQ: AZRX), a biopharmaceutical company specialized in connection with a private placement of convertible preferred stock and warrants and exchange of, as consideration in the private placement, its outstanding convertible promissory notes, for a combined value of \$22.1 million.
- > Represented an investor in connection with the private exchange of approximately \$277 million aggregate principal amount of outstanding indebtedness for approximately \$297 million aggregate principal amount of newly issued unsecured Senior Notes of R.R. Donnelley & Sons Company (NYSE: RRD), a global provider of multichannel business communications services and marketing solutions.
- > Represented an investor as the backstop counterparty in connection with the \$287.7 million exchange offer of 9.25% Senior Unsecured Notes for new 12.5% Senior Secured Notes of Vericast Corp.
- > Represented investment funds affiliated with Park West Asset Management LLC in connection with an investment (as part of a follow-on closing) into a \$70 million (aggregate) Series D convertible preferred round for Shift Technologies, Inc.
- > Represented an investor in connection with a note repurchase by Vericast Corp. of \$50 million in Senior Unsecured Notes.
- > Represented an investor in their investment of \$60 million into a Series F convertible preferred stock financing round of up to \$100 million for ThredUp, Inc.

## NEWS & INSIGHTS

---

### Publications

- > February 20, 2020  
"Boardroom Hot Topics: ESG, Purpose And Stakeholders," *Law360*  
Valeska Pederson Hintz, James O'Grady

### In the Media

- > July 19, 2019  
**James O'Grady** comments for *Forbes* on the initial public offering (IPO) by Medallia, which saw its stock price rise 76 percent on its first day of trading. Observing that, on the first day of an IPO, it can be difficult to assess whether the IPO pricing was appropriate, O'Grady says, "A stock trading up early on will typically trigger underwriters exercising their 'greenshoe,' or overallotment option, to buy up more shares—additional proceeds that do go to the issuing company, though at the lower (and more dilutive price)."

> January 2-7; May 8, 2019

Lowenstein's 2019 promotion of seven lawyers to partner and six to counsel (including three women in each category) is noted in **Bloomberg Law – Big Law Business**. These promotions are also highlighted in **LawFuel**, **The Deal**, and the Commerce and Industry Association of New Jersey's (CIANJ) **Business Beat** newsletter, with **Lesley P. Adamo**, **Dmitry Andreev**, **Marc S. Kurzweil**, **James B. O'Grady**, **Eileen Overbaugh**, **Peter Slocum**, and **Julie Levinson Werner** highlighted as newly elected partners and **Brandon Fierro**, **Joseph G. Jones**, **Robert Lynn**, **Brianne Perlman**, **Nedda N. Salehi**, and **Leah Satlin** listed as promoted to counsel. **Gary M. Wingens** is quoted regarding the critical role these lawyers will play in the firm's continued success. **Law360** notes our partner elevations in an article highlighting firms' Q1 promotions. (*subscription required to access certain content*) **View Lowenstein's news announcement about these promotions.**

## SPEAKING ENGAGEMENTS

---

> Attendee, **RNA Revolution Conference**, ROTH Capital Partners, New York, NY, July 17, 2019

## EDUCATION

---

> Columbia University School of Law (J.D. 2007), Finance Editor, *Columbia Business Law Review*

> Columbia Business School (M.B.A. 2007)

> Harvard University (B.A. 2000), cum laude

## ADMISSIONS

---

> New York