

#### PRACTICE CONTACT

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## FINANCE

Our attorneys are skilled in structuring, devising, negotiating, and documenting a broad range of finance transactions. We represent commercial banks, other financial institutions, and institutional lenders in all types of complex commercial financings. We regularly assist our clients in connection with credit facilities, asset-based lending, second lien and mezzanine financing, note purchase transactions, real estate financing, development and construction financing, receivables financing and factoring, acquisition financing, structured finance, debtor-in-possession financing, defeasance transactions, and loan restructurings and workouts. We provide counsel in related finance matters as well, including letters of credit and other credit enhancements, intercreditor and subordination matters, and creditors' rights issues.

In addition, Vorys attorneys regularly negotiate, prepare and review documentation relating to swaps and numerous other derivatives products, including the 1992 and 2002 forms of the ISDA Master Agreement and related schedules, annexes, confirmations, definitions, clearing documents and other ISDA publications, including netting opinions and protocols. We regularly advise clients on derivatives regulatory matters, including the evolving landscape of clearing, reporting, recordkeeping and other requirements and exemptions under Dodd-Frank.

Vorys is also well known for its focus on the representation of borrowers, both public and private. We negotiate, prepare, and review numerous forms of loan and financing documentation, including syndicated credit facilities for working capital, long-term, and acquisition purposes, private placements, and cross-border facilities providing for multi-currency borrowing options and the global pledging of collateral security. We also advise our corporate clients in all types of related finance and treasury matters, including compliance and reporting issues, local tax incentive programs, aircraft financing and equipment leasing.

In our financing work, we often draw upon the knowledge of attorneys who specialize in related fields that may affect our clients' finance matters, such as bankruptcy, real estate, tax, environmental law, intellectual property, and information technology. We approach our representation of clients in complex financing engagements as a team, in order to provide our clients with the specific experience and in-depth knowledge that are required for their particular transactions.