



## Corporate Governance



### At a Glance

#### Customized Service

From startups to established industry leaders, we provide tailored advice and guidance for you to meet your business goals.

#### Honored By Peers

Our corporate attorneys are ranked as top practitioners locally and nationally by Super Lawyers, Best Lawyers in America, and D Magazine. Our corporate practice is listed among top-tier firms in M&A, venture capital law, and corporate law.

#### Uniquely Tech-Focused

We have represented technology clients for more than 25 years and are uniquely positioned to guide them through inception to sale.

### Overview

**From entrepreneurs and start-up companies to Fortune 50 corporations, Munck Wilson Mandala is focused on serving companies driven by innovation. We have experience in a broad range of corporate practice areas. In each of them, our goal is the same — to help you grow and succeed, seizing new opportunities and avoiding potential pitfalls along the way.**

Munck Wilson Mandala provides guidance to public and private companies and their directors, officers, and shareholders regarding corporate governance issues and corporate “best practices.”

Our attorneys provide counsel and comprehensive solutions regarding a diverse mix of corporate governance matters including complex corporate transactions, fiduciary duties, and disclosure issues. Clients include public and private companies and not-for-profit entities, as well as their boards of directors, audit committees and other special committees.

Our attorneys have experience assisting management in complying with the Securities Act of 1933, Securities Exchange Act of 1934, Sarbanes-Oxley Act, Delaware and other state laws, as well as NYSE, AMEX and Nasdaq regulations.

We are also experienced in advising boards, board committees and executive officers of private and public companies and other entities. As part of our core corporate practice, our lawyers have counseled directors on their fiduciary duties, standards of conduct, liability issues and corporate governance matters, as well as federal securities law compliance matters.

**Our Services and Areas of Focus Include:**

- Analysis and advice regarding governance policies and internal control systems
- Analysis and advice regarding duties under Sarbanes-Oxley, applicable state law, and traditional governance issues including preparation and review of committee charters, codes of conduct and other compliance materials
- Preparation of periodic filings with the SEC and state securities regulators
- Practices, policies, operations, and legal compliance audits of corporate clients
- Applicable fiduciary duties regarding mergers and acquisitions, going-private transactions, recapitalizations, and other strategic initiatives
- Executive compensation and employee benefit plans