



## JILL R. POLK

### OF COUNSEL

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Jill Polk is a member of the firm's Corporate Services group and practices primarily in the areas of securities, corporate governance and mergers and acquisitions. In her practice, she regularly advises clients on general corporate and securities matters, including securities law compliance, capital raising and reorganization projects, Exchange Act reporting and board and committee matters.

Jill's securities experience includes representing both issuers and underwriters in connection with public and private securities offerings, tender offers, secondary stock sales and shelf registrations and takedowns. In addition, she counsels a range of public companies on regular Exchange Act reporting and compliance, and initial and continued listing on national securities exchanges.

In her corporate governance practice, Jill counsels boards of directors, committees and management on fiduciary duties and responsibilities, insider trading liabilities and executive and equity compensation practices.

### EDUCATION

- University of Illinois College of Law at Urbana-Champaign (J.D., *magna cum laude*, 2004)
  - Order of the Coif
- Eastern Illinois University (B.A., *summa cum laude*)
  - University & Department Honors

### PROFESSIONAL ACTIVITIES

- The Missouri Bar

## EXPERIENCE

### **\$25 Million Share Exchange for Technology Company**

Completed a \$25 million share exchange transaction between our client, a consumer technology company in the residential real estate industry, and a financial technology company serving prospective home buyers using a technology-enabled real estate platform.

### **Equity Financing of Company Acquisition**

### SERVICES AND INDUSTRIES

Corporate

Emerging Companies

Securities Regulation and

Litigation

Securities and Corporate

Finance

Private Equity and Venture

Capital

Entrepreneurship Through

Acquisition

### ADMISSIONS

Missouri

Equity financing of acquisition by public company.

**\$20 Million Preferred Stock Private Placement, Warrant Issuance**

\$20 million preferred stock private placement and warrant issuance for public company.

**Going Private Transaction for Bank Holding Company**

Exchange Act registration of bank holding company and subsequent going private transaction upon enactment of JOBS Act.

**Initial Fundraising for Food Industry Startup**

Initial fundraising for food industry startup and subsequent capital raises.

**Successful Resolution of Securities Class Actions**

Successful resolution of securities class actions related to proposed acquisition asserting claims of breach of fiduciary duty by target corporation in acquisition.

**Tender Offer Takeover**

Representation of publicly traded company in tender offer takeover.

**Successful Licensure for Client in Illinois Medical Marijuana Industry**

Assisted our client in preparing detailed applications for licenses to grow and dispense medical marijuana in an intensely competitive process under Illinois's 2014 Compassionate Use of Medical Cannabis Pilot Program Act. Over 370 applications were filed in Illinois for just 81 licenses. Our client won a license to operate a medical marijuana dispensary in suburban Chicago.

**\$85 Million IPO, Initial Nasdaq Listing**

Initial public offering of \$85 million of common stock of outdoor recreation company and initial listing on the Nasdaq Global Market.

**IPO for Medical Device Manufacturer**

Initial public offering of medical device manufacturer via reverse merger, registration of exchange offer and immediate listing on the Nasdaq Capital Market.

**\$675 Million Senior Notes Exchange**

Represented manufacturing client in exchange of \$675 million of publicly traded senior notes.

**Shelf Registration Statements, Takedowns for Beverage Company**

Filing of multiple shelf registration statements and subsequent takedowns for large publicly traded beverage company.