GIBSON DUNN

# Webcast: IPO and Public Company Readiness: Alternatives to IPOs: SPACs and Direct Listings

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Please join us for a one-hour CLE webinar that will provide companies seeking alternative paths to going public with vital information. With the webinar's focus on SPAC transactions and Direct Listings from both the transactional and the regulatory perspectives, attendees will gain valuable insight on new disclosure points from the U.S. Securities and Exchange Commission, expected implementation, and the different ways they can plan for these changes. Key topics include:

- SPAC Primer: An Overview of the SPAC Final Rules
- Preparing for a de-SPAC and CF Staff Review Under the New Rules
- Direct Listing Primer: An Overview of the Direct Listing Rules and Practices
- IPO vs. Direct Listing Considerations
- Trends and Lessons from Recent Direct Listings & de-SPACs

**MCLE CREDIT INFORMATION:** This program has been approved for credit in accordance with the requirements of the New York State Continuing Legal Education Board for a maximum of 1.0 credit hour, of which 1.0 credit hour may be applied toward the areas of professional practice requirement. This course is approved for transitional/non-transitional credit Gibson, Dunn & Crutcher LLP certifies that this activity has been approved for MCLE credit by the State Bar of California in the amount of 1 hour. Gibson, Dunn & Crutcher LLP is authorized by the Solicitors Regulation Authority to provide in-house CPD training. This program is approved for CPD credit in the amount of 1.0 hour. Regulated by the Solicitors Regulation Authority (Number 324652). Neither the Connecticut Judicial Branch nor the Commission on Minimum Continuing Legal Education approve or accredit CLE providers or activities. It is the opinion of this provider that this activity qualifies for up to 1 hour toward your annual CLE requirement in Connecticut, including 0 hour(s) of ethics/professionalism. Application for approval is pending with the Colorado, Illinois, Texas, Virginia, and Washington State Bars.

**PANELISTS: Evan M. D'Amico** is a partner in the Washington, D.C. office of Gibson Dunn, where his practice focuses primarily on mergers and acquisitions. Evan advises companies, private equity firms, boards of directors, and special committees in connection with a wide variety of complex corporate matters, including mergers and acquisitions, asset sales, leveraged buyouts, spin-offs, and joint ventures. He also has experience advising issuers, borrowers, underwriters, and lenders in connection with financing transactions and public and private offerings of debt and equity securities. Evan has particular expertise in advising special purpose acquisition companies (SPACs), operating companies and investors in connection with SPAC business combinations and financing transactions. Evan has been named a Rising Star in mergers and acquisitions by *Super Lawyers* 2016-2019 and in *Best Lawyers: Ones to Watch in America*™ for M&A. In 2019, *The Deal* profiled him as a Rising Star, which recognizes new M&A partners who are "deemed by *The Deal* to be one of the most promising of 2020." Evan was named by *Lawdragon* as one of the 500 Leading Dealmakers in America for 2022 and 2024.

### Related People

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**Mellissa Duru** is a corporate partner in the Washington, D.C. office of Gibson Dunn, where she is a member of the firm's Securities Regulation and Corporate Governance Practice Group. Prior to joining Gibson Dunn, Mellissa served as Deputy Director of the Division of Corporation Finance's Legal Regulatory Policy group at the U.S. Securities and Exchange Commission (SEC). As Deputy Director, Mellissa oversaw transactional filings, rules, interpretative guidance, and exemptive and no-action relief requests within the Division of Corporation Finance's Office of Mergers & Acquisitions, Office of International Corporation Finance, Office of Small Business Policy, Office of Rulemaking, and Office of Structured Finance. Before her role at the SEC, Mellissa was a special counsel in the Securities & Capital Markets practice at a multinational law firm, advising clients on securities regulation, capital markets transactions, and strategic corporate governance. She also served as a Vice Chair of the firm's global Environmental, Social, and Governance (ESG) practice. Mellissa's distinguished SEC career spanned more than 18 years, during which she served as Counsel to SEC Commissioner Kara Stein, Special Counsel in the Division of Corporation Finance's Office of Mergers & Acquisitions, and Cybersecurity Legal and Policy Advisor in the Division of Examinations. She also was selected as the SEC Brookings Institute Legislative Congressional Fellow in the Office of U.S. Senator Jack Reed. Her extensive experience in both private practice and at the SEC has equipped her with deep expertise in a broad range of areas, including 1933 Securities Act and 1934 Securities Exchange Act rules and advisory work, public company reporting obligations, domestic and cross-border M&A transactions, tender offer and going private transactions, proxy solicitations, strategic shareholder engagement and corporate governance advisory work, beneficial ownership reporting, and ESG and cybersecurity disclosure and governance. **Stewart L. McDowell** is a partner in the San Francisco and New York offices of Gibson Dunn where she is Co-Chair of the firm's Capital Markets Practice Group. Stewart represents companies, investors and underwriters in a variety of complex capital markets transactions, including IPOs, convertible and non-convertible debt and preferred equity offerings, PIPEs and liability management transactions. She also represents companies in connection with U.S. and cross-border M&A and strategic investments, SEC reporting, corporate governance and general corporate matters. © 2025 Gibson, Dunn & Crutcher LLP. All rights reserved. For contact and other information, please visit us at www.gibsondunn.com. Attorney Advertising: These materials were prepared for general informational purposes only based on information available at the time of publication and are not intended as, do not constitute, and should not be relied upon as, legal advice or a legal opinion on any specific facts or circumstances. Gibson Dunn (and its affiliates, attorneys, and employees) shall not have any liability in connection with any use of these materials. The sharing of these materials does not establish an attorney-client relationship with the recipient and should not be relied upon as an alternative for advice from qualified counsel. Please note that facts and circumstances may vary, and prior results do not guarantee a similar outcome.

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