



Douglas M. Worley

PARTNER

Doug currently serves clients primarily in the area of tax credit financing and has 13 years of overall transactional experience. He has represented investors on projects involving state and federal historic tax credits and New Markets Tax Credits in connection with financings of more than \$200 million.

Prior to tax credit financing, Doug also counseled public and private companies in mergers and acquisitions, securities compliance and corporate governance matters, issues related to closely held businesses and commercial transactions. He has worked with management of these companies on more than \$1 billion of acquisitions, divestitures and corporate restructurings, with emphasis in the manufacturing, construction/pipe rehabilitation and energy sectors. Additionally, he has represented and advised companies with respect to various organizational, commercial and transaction-related agreements.

Doug has also represented and advised New York Stock Exchange and Nasdaq listed companies regarding securities compliance and corporate governance matters under federal and state securities laws, including the Securities Exchange Act of 1934, the Securities Act of 1933 and the Sarbanes-Oxley Act of 2002.

Prior to joining the firm, Doug was a CPA and certified internal auditor for six years.

St. Louis, MO

Direct: 314.345.6221

Fax: 314.480.1505

doug.worley@huschblackwell.com

Practices

Banking & Finance
Mergers & Acquisitions
Securities & Corporate Governance
Closely Held Business

Representative Experience

- Represented the community development subsidiary of a *Fortune* 150 national bank as an investor in the following tax credit transactions:
 - \$76.5 million rehabilitation of historic buildings into retail, hotel and apartments (utilizing Federal and State NMTCs, Federal Historic Tax Credits, and Brownfield Tax Credits)
 - \$45 million modernization and upgrading of a commercial dairy facility
 - \$19 million development of a commercial baking facility
- Represented a Nasdaq-listed company in connection with its \$17 million participation in the United States Treasury Department's Troubled Asset Relief Program Capital Purchase Program and all of the related securities filing
- Represented a New York Stock Exchange listed company in the \$330 million sale of its natural gas distribution assets
- Represented a *Fortune* 150 multinational company in the restructuring of one of its largest manufacturing subsidiaries

Professional Associations & Memberships

- The Bar Association of Metropolitan St. Louis, Securities Regulations and Business Organizations committees
- The Missouri Bar
- Missouri Society of Certified Public Accountants

Admissions

- Missouri, 1997

Education

- J.D., University of Missouri - Columbia School of Law, 1997
Journal of Dispute Resolution, Managing Editor
- B.S., Accounting, University of Missouri - Columbia, 1988

Publications & Presentations

- Panelist, "Life as a Transactional Attorney," University of Missouri School of Law, 2008