

General Counsel Services

Internet & Online Business Transactions

**Strategic Transactions & Capital Financings**

Technology & Cloud Services

Start-Ups & Emerging Companies

## **STRATEGIC TRANSACTIONS & CAPITAL FINANCINGS**



**WHEN CLIENTS WANT LEGAL ADVICE  
AS A VEHICLE FOR GROWTH,  
THEY TURN TO  
HORZEPA SPIEGEL & ASSOCIATES.**

**WELCOME TO HS&A**

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Horzepa Spiegel & Associates provides sophisticated legal services to business owners, business founders, and entrepreneurs. With offices in Texas and New York, the firm works in partnership with clients, delivering personal service, and balancing legal issues with business realities. Our clients benefit from legal counsel and business advice grounded in the practical concerns of business executives. We advise established businesses, emerging companies, and start-ups on managing legal risks while forming profitable commercial relationships to maximize opportunities and drive growth.

## STRATEGIC TRANSACTIONS & CAPITAL FINANCINGS

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Horzepa Spiegel & Associates advises businesses from start-ups to established companies on formation strategies, exit strategies, acquisition transactions, and capital financings to fund growth at all stages. We work with clients to gain a complete understanding of their opportunities, challenges, and goals. Our approach is to step into our clients' shoes and look at the business from the perspective of its executives. This allows us to evaluate specific transactions or choices in a total business context, making our legal counsel a resource for growth.

## SECURING INVESTMENTS; MAINTAINING CONTROL

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For businesses raising money, we advise on securing the right kinds and amounts of investments while allowing original owners to maintain control. We assist founders and owners with recognizing the tradeoffs of different financing and governance options, and advise on the transactions most appropriate for a client's objectives. We advise on strategic relationships such as business alliances and joint ventures that do not change the ownership of a company, but still present important choices in structure, duration, scope, and control.

## ADVISING INVESTORS ON RISKS AND REWARDS

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We advise investors on striking a balance between risk and reward by defining and documenting the terms of their investment and by properly safeguarding their rights as a shareholder. We represent early-stage angel and institutional investors who benefit from our experience representing growing companies in capital financings and strategic transactions involving changes in control. By drawing on our experience with start-ups and emerging companies, we can advise early-stage investors on the risks of an investment and assist them in drafting terms to protect their investment from those risks.

## PURCHASES, SALES, AND EXIT STRATEGIES

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We counsel businesses and individuals on purchases and sales of equity interests, business assets, or entire companies. We advise owners selling part or all of their businesses on consummating a clean transaction without lingering liability or tied up capital. We also assist purchasers with avoiding the problems that arise after a sale by examining the assets, interests, or business to be bought during the early stages of the transaction.

## AREAS OF WORK

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Our work in strategic transactions and capital financings includes counsel on:

- **Mergers and consolidations of companies**
- **Sale and purchase of a company via equity interests**
- **Sale and purchase of business assets**
- **Strategic relationships/joint ventures**
- **Private equity financings**
- **Debt facilities**
- **Shareholder and voting agreements**

## HS&A OFFICES

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Horzepa Spiegel & Associates is headquartered in Houston, Texas, and serves the New York metropolitan area through its office in New York City.

Our offices operate as one firm and through our substantial investment in our information technology infrastructure, all of our lawyers, regardless of location, are available to our clients, anywhere in the world.

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BALANCING LEGAL ISSUES AND BUSINESS REALITIES

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