

# Fabian VanCott



## Edward H. Weaver

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## Practice Areas:



Business Transactions &  
Corporate Law



Venture Capital &  
Financial

## Biography

Edward H. Weaver joined Fabian VanCott in the summer of 2016. Edward represents clients primarily in the areas of corporate finance, mergers and acquisitions and corporate governance. Edward advises and assists companies seeking private capital by structuring and negotiating equity and debt financing transactions (including seed, angel, venture capital and bridge financings) and completing federal and state disclosure, notice and filing requirements. Edward helps companies seeking access to public capital markets with public offerings and public company disclosure, including '33 Act registrations and '34 Act reporting requirements. When acquisition or exit opportunities arise, Edward is experienced in representing companies in asset purchases, stock purchases and reorganizations. In handling complex transactions, Edward is able to draw upon the tax and non-tax expertise of other Fabian VanCott attorneys skilled in the firm's core competency areas. Edward also assists clients with corporate, limited liability company and joint venture formation, and compliance with corporate, partnership and limited liability company governing documents and state laws.

## Professional

Admitted to practice law in the state and federal courts of the State of Utah.

## Representative Projects

Edward represents both sides (issuer and investor) in private placements of securities. In addition, he has extensive experience in completing the Securities and Exchange Commission and blue sky compliance and disclosure requirements associated with the sale of securities in non-public offerings.

With respect to mergers and acquisitions, Edward has represented both sides (target and acquirer) in management buyouts, financial and strategic acquisitions, and merger transactions, including reverse mergers involving public reporting companies.

Edward has represented issuers in '33 Act registrations and '34 Act reporting, including the preparation of registration statements and annual, quarterly and current reports and Section 16 filings.

In the practice of general corporate law, Edward has represented companies and management in the preparation of shareholder voting and buy/sell agreements; development of form contracts; and the negotiation, review and drafting of promissory notes, security agreements and other loan transactions.

Edward also has experience representing issuers and broker-dealers in the preparation and submission of responses to SEC and FINRA comment letters.

## Education

J.D., University of San Diego School of Law, 2004

M.B.A., University of San Diego School of Business Administration, 2005

B.S. and B.A., University of Utah, 1999; Economics and Spanish majors; Phi Beta Kappa and Phi Kappa Phi

## Publications & Presentations

Author, "Seven Tips for Companies Going Public Through a Management-Underwritten Initial Public Offering," 14 May 2009.

Author, "FINRA Comments Are Leaving Startup Companies "Shell" Shocked," 13 April 2009.

Author, "Fair Disclosure During PIPE Transactions," 9 Feb. 2009.

Author, "Tax Consequences of the Reverse Merger Structured as a Stock-for-Stock Exchange," 25 Sep. 2006.