

Shy Baranov

**Partner**

Tel Aviv

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About

Shy Baranov is a partner and the head of the firm's International department and a senior member of the Securities and Corporate Finance team under the firm's U.S. Securities department.

Shy has extensive experience in advising and representing Israeli companies from across many sectors, including life sciences, software, hardware, manufacturing, and services, in relation to their planned activities in the U.S. market.

Having worked in the Boston office, Shy's depth of practical experience and in-depth knowledge of U.S. law in general, and U.S. securities law in particular, greatly benefit clients, especially with regards to public and private debt and equity financings. He regularly advises investment banks and underwriters on a wide range of financing transactions in the U.S., including initial public offerings (IPOs), follow-on offerings, ATM, PIPE and other kinds of transactions.

He handles complex issues such as reporting obligations, the sale of shares by interested parties, compliance with NASDAQ, FINRA, SEC requirements, and representing Israeli and U.S. clients versus said authorities. Shy also brings vast experience in advising Israeli companies on the acquisitions of U.S. companies, the formation of joint ventures in the U.S., and much more.

In 2013 Shy returned to the firm's Tel Aviv offices and established the International department, which provides a complete package of legal services to Israeli companies transacting in the U.S., as well as to U.S. companies with respect to their activities in Israel.

Education

- Bachelor of Laws, LL.B. from Tel Aviv University
- Bachelor of Arts, B.A. in Mathematics from Tel Aviv University

Bar Admissions

- Israel, 1998

Practices

- Capital Markets
- Corporate
- Life Sciences
- Mergers & Acquisitions
- Corporate Governance And Board Advisory
- Legal Counselling To Public Companies
- Public Offerings - Capital Raising And Debt
- Companies Dual Listing

- New York, 2002

Representative Client Work

Equity Offerings and Public Listings

- Represented **Radcom Ltd.** (Nasdaq: RDCM) as U.S. and Israeli counsel in its two follow on public offering of ordinary shares raising an aggregate amount of more than \$55M.
- Represented **Alcobra Ltd.** (formerly Nasdaq: ADHD) as U.S. and Israeli counsel in its Initial Public Offering and three follow on public offerings raising an aggregate amount of \$134M.
- Represented **Bioblast Pharma, Ltd.** (formerly Nasdaq: ORPN) as U.S. and Israeli counsel in its Initial Public Offering and a follow on public offering raising an aggregate approximate amount of \$42M.
- Represented **BiomX Ltd.** in its \$24M Series Preferred A and \$32M Series Preferred B financings.
- Represented **Syqe Medical Ltd.** in its \$30M Series Preferred A financing.
- Represented **Aegis Capital Corp.**, lead underwriter in the \$8.6M public offering of Micronet Enertec Offering, Inc. (NASDAQ: MICT).
- Represented **Cellect Biotechnology** (Nasdaq: APOP) in its \$8.4M public offering and listing of its American Depository Shares (ADSs) in the United States, as a result of which, Cellect became a dually-listed company, both on Nasdaq and on TASE.
- Represented the US investment bank **Rodman & Renshaw** in two public offerings of an aggregate of \$20M for Kitov Pharmaceuticals (Nasdaq: KTOV).

Mergers and Acquisitions

- Represents **BiomX Ltd.** as Israeli counsel in its \$254M merger with Chardan Healthcare Acquisition corp. a special purpose acquisition company and related investment of at least \$50M (closing pending).
- Represents **Pointer Telocation Ltd.** (Nasdaq, TASE: PNTR) as U.S. and Israeli counsel in its sale valued at \$140M in cash and stock (closing pending).
- Represented **Alcobra Ltd.** (formerly Nasdaq: ADHD) as U.S. and Israeli counsel in its reverse IPO merger with Arcturus Therapeutics Inc. ("**Arcturus**") at a transaction valued at \$117M.
- Represented **Alcobra Ltd.** (formerly Nasdaq: ADHD) as U.S. and Israeli counsel in an asset purchase agreement for the sale of its Abuse-Deterrent Amphetamine Immediate-Release (ADAIR) development assets to an investor group. The agreement was signed simultaneously with the closing of the merger between

Alcobra and Arcturus mentioned above. The investor group undertook to invest \$3M in an OTC listed company that will own the ADAIR assets and continue its development. Arcturus Therapeutics Ltd will own 30% of the OTC listed company's shares.

- Represented **Bioblast Pharma Ltd.** (formerly Nasdaq: ORPN) as U.S. and Israeli counsel in its reverse IPO merger with Enlivex Therapeutics Ltd., at a transaction valued at \$117M.
- Represented **Bioblast Pharma Ltd.** (formerly Nasdaq: ORPN) as U.S. and Israeli counsel in an Asset Purchase Agreement with Seelos Therapeutics, Inc. in consideration of royalties and \$20M guaranteed and milestones based cash consideration.