

Clayton E. Parker

Partner

Miami
+1.305.539.3306

clayton.parker@klgates.com

OVERVIEW

Clayton Parker is a partner in the firm's Corporate practice. He has broad experience in representing public and private companies in North America, Latin America, the European Union, Asia (with particular experience in The People's Republic of China), and Australia. Clayton also represents private equity firms, and their portfolio clients,' hedge funds, venture capital funds, and entrepreneurs in diverse legal matters with a particular emphasis on initial public offerings, secondary offerings, SEC filings, Sarbanes-Oxley compliance, mergers and acquisitions, reverse merger transactions, private placements, secured lending, antitrust, employment issues, licensing and leasing agreements, distribution agreements, and joint ventures. The industries in which Clayton has significant involvement include telecommunications, life sciences, manufacturing, shipping, internet-based services, alternative energy, tobacco, software, government contracting, biotech, and beverages.

His experience includes representation of corporations, partnerships and joint ventures, asset and stock acquisitions and dispositions, employment issues, commercial lending, security agreements, guaranties, mortgages, loan agreements, mergers, compliance, antitrust, patents, trademarks, copyrights, licensing and leasing agreements, reorganizations, director and officer representation, distribution agreements, due diligence, environmental counseling, franchising, private placements, public offerings, and proxy contests.

PROFESSIONAL BACKGROUND

Clayton practiced as a certified public accountant. In addition, he served as in-house counsel for an American company that owned several television and radio stations in the Northeastern United States, and general counsel for a case that went to the United States Supreme Court.

ACHIEVEMENTS

- Recognized by *Chambers USA* for Corporate/M&A and Private Equity in Florida: South, 2015-2026
- Listed in *The Best Lawyers in America*® for Corporate Law and Mergers and Acquisitions, 2015-2022
- Finalist, “Top Dealmaker of the Year” 2016 - South Florida Daily Business Review
- 2015 M&A Lawyer of the Year - Florida, Corporate LiveWire Legal Awards

- 2015 Corporate International IPO Transaction Attorney of the Year - Florida
- Finalist, “Top Dealmaker of the Year” 2015 - South Florida Daily Business Review
- Named “Top Dealmaker of the Year” 2011 and 2013 - South Florida Daily Business Review
- America's Most Honored Professionals
- Rated AV Preeminent Legal Ability and Ethical Standards
- Top Lawyers in South Florida - South Florida Legal Guide

PROFESSIONAL / CIVIC ACTIVITIES

- American Bar Association
- American Institute of Certified Public Accountants
- Certified Public Accountant
- Dade County Bar Association
- Florida Institute of Certified Public Accountants

SPEAKING ENGAGEMENTS

- Speaker, “Considerations for Chinese Companies: Completing a Listing on a US Exchange,” Dealflow Media's IPO Conference, Beijing, China, April 2011
- Speaker, “Going Public in the United States: Special Considerations for Non-US Companies,” The DTC Energy Colloquium, Denver, Colorado, March 2014

EDUCATION

- J.D., University of Miami School of Law, 1983
- B.B.A., University of Notre Dame, 1979

ADMISSIONS

- Bar of Florida

THOUGHT LEADERSHIP *POWERED BY HUB*

- 8 September 2026, Venezuela's Reopening: Investment, Infrastructure, and Technology Opportunities in a Rebuilding Latin America

NEWS & EVENTS

- 4 June 2026, K&L Gates Receives Nearly 235 Firm, Individual Rankings in 2026 *Chambers USA* Guide
- 14 April 2026, K&L Gates Advises Dolphin Entertainment, Inc. on US$15 Million PIPE Investment
- 12 January 2026, K&L Gates Advises Lightwave Logic, Inc. on US$35 Million Underwritten Public Offering
- 19 August 2025, K&L Gates Advises Anavex Life Sciences Corp. on US$150 Million Offering
- 5 June 2025, K&L Gates Receives More Than 240 Firm, Individual Rankings in 2025 *Chambers USA* Guide
- 8 May 2025 , K&L Gates Advises AI Technology Company on Initial Public Offering
- 6 December 2024, K&L Gates Advises Dolphin Entertainment in Acquisition of Elle Communications
- 6 June 2024, K&L Gates Receives More Than 200 Firm, Individual Rankings in 2024 *Chambers USA* Guide
- 1 June 2023, K&L Gates Receives Firm, Individual Rankings in 2023 *Chambers USA* Guide
- 18 August 2022, More Than 350 K&L Gates Lawyers Named Among 2023 Best Lawyers in America, Ones to Watch
- 1 June 2022, K&L Gates Receives Firm, Individual Rankings in 2022 *Chambers USA* Guide
- 19 August 2021, Nearly 300 K&L Gates Lawyers Named Among 2022 Best Lawyers in America, Ones to Watch
- 24 May 2021, Chambers USA 2021 Guide Recognizes K&L Gates Corporate Practice, Lawyers Among Leaders
- 23 April 2020, K&L Gates, Lawyers Recognized in 2020 Chambers USA Guide
- 26 April 2019, Chambers USA 2019 Guide Ranks K&L Gates, Lawyers Among Leaders
- 23 June 2016, K&L Gates, Lawyers Recognized as Leaders in Chambers USA 2016 Guide
- 17 February 2016, K&L Gates Team Backs $310 Million Pharma Deal
- 20 May 2015, Chambers USA 2015 Guide Recognizes K&L Gates, Lawyers as Industry Leaders

OTHER MEDIA MENTIONS

- Mentioned, “Dolphin Entertainment: Acquires Special Projects for $5 Million,” *Troubled Company Reporter*, 17 October 2023
- Mentioned, "Dolphin Entertainment Acquires Socialyte and Lytehouse for Undisclosed Amount," *WWD*, 14 November 2022

AREAS OF FOCUS

- Mergers and Acquisitions
- Capital Markets
- Corporate Governance
- Emerging Growth and Venture Capital
- Private Equity Transactions
- Public Companies

INDUSTRIES

- Consumer Goods and Services
- Financial Services
- Healthcare
- Life Sciences
- Private Equity
- Sports

REPRESENTATIVE EXPERIENCE

- Represented LiqTech International Inc. (NASDAQ: LIQT), manufacturer of ceramic silicon carbide filters and membranes and a developer of automated filtration systems, in its underwritten public offering of US$20 million of common stock. Represented LiqTech in a simultaneous debt cancellation that involved repayment of US$3 million of senior debt and the cancellation of US$3 million more in exchange for shares of common stock in a concurrent private placement.
- Represented Lightwave Logic, Inc. (NASDAQ: LWLG), a technology platform company, in its underwritten public offering of 1.7 million shares of its common stock at a public offering price of US$3.00 per share as a take-down off of its existing Form S-3 shelf registration statement, resulting in gross proceeds of approximately US$35 million.
- Advised Chicago, Illinois-based Lincoln Park Capital, an investment group and asset management firm, regarding a US$40 million PIPE investment in Boston, Massachusetts-headquartered X4 Pharmaceuticals, Inc. (NASDAQ: XFOR), a biopharmaceutical company developing and commercializing novel therapeutics for the treatment of rare diseases of the immune system.
- Advised Chicago, Illinois-based Lincoln Park Capital, an investment group and asset management firm, in its US$12 million PIPE investment in Gelteq Limited (NASDAQ: GELS). Gelteq Limited is a Victoria, Australia-

headquartered clinical and science-based company that is focused on developing and commercializing white label gel-based delivery solutions for prescription drugs, nutraceuticals, pet care, and other products.

- Advised Anavex Life Sciences Corp. (NASDAQ: AVXL) in a US$150 million at-the-market public offering of common stock with TD Securities (USA) LLC acting as placement agent. New York, New York-based Anavex is a clinical-stage biopharmaceutical company focused on developing innovative treatments for Alzheimer's disease; Parkinson's disease; schizophrenia; neurodevelopmental, neurodegenerative, and rare diseases, including Rett syndrome; and other central nervous system disorders.
- Advised Chicago, Illinois-based Lincoln Park Capital, an investment group and asset management firm, regarding a US$12 million PIPE investment in Delaware-headquartered Acurx Pharmaceuticals, Inc. (NASDAQ: ACXP), a late-stage biopharmaceutical company.
- Advised Chicago, Illinois-based Lincoln Park Capital, an investment group and asset management firm, regarding a US$15 million PIPE investment in Delaware-headquartered SeaStar Medical Holding Corporation (NASDAQ: ICU), a commercial-stage healthcare company.
- Advised Ruanyun Edai Technology Inc. (NASDAQ: RYET), a leading AI-powered education technology company in China, in its initial public offering of 3.75 million ordinary shares at a public offering price of US$4.00 per share, for aggregate gross proceeds of approximately US$15 million.
- Represented CDT Environmental Technology Investment Holdings Limited (NASDAQ: CDTG), a Shenzhen, China-based waste treatment company, in its initial public offering and listing on The Nasdaq Stock Market. The offering was conducted on a firm commitment basis.
- Represented Kingswood Capital Partners, LLC as the lead book-runner in the initial public offering of SolarMax Technology, Inc. (NASDAQ: SMXT), a Riverside, California-based integrated solar and renewable energy company that engages in the solar business. Kingswood Capital Partners, LLC is one of the leading wealth management and investment banking firms headquartered in New York City, New York.
- Advised Chicago, Illinois-based Lincoln Park Capital, an investment group and asset management firm, regarding a US$50 million PIPE investment in Cincinnati, Ohio-headquartered Workhorse Group Inc. (NASDAQ: WKHS).
- Advised Chicago, Illinois-based Lincoln Park Capital, an investment group and asset management firm, regarding a US$30 million PIPE investment in Toronto, Canada-headquartered Cybin Inc. (NYSE: CYBN), (NEO: CYBN).
- Advised Chicago, Illinois-based Lincoln Park Capital, an investment group and asset management firm, regarding a US$100 million PIPE investment in Miami, Florida-headquartered Veru Inc. (NASDAQ: VERU).
- Advised Chicago, Illinois-based Lincoln Park Capital, an investment group and asset management firm, regarding a US$15 million PIPE investment in Texas-based Heart Test Laboratories, Inc. (NASDAQ: HSCS).
- Advised Chicago, Illinois-based Lincoln Park Capital, an investment group and asset management firm, regarding a US$50 million PIPE investment in Connecticut-headquartered Chicken Soup for the Soul Entertainment, Inc. (NASDAQ: CSSE).

- Advised Chicago, Illinois-based Lincoln Park Capital, an investment group and asset management firm, on a US$10 million PIPE investment in Connecticut-based Aspira Women's Health Inc. (NASDAQ: AWH).
- Represented QualTek USA, LLC in its acquisition of Broken Arrow Communications, Inc. ("BACOM"). QualTek USA, LLC provides communication infrastructure construction services.
- Represented Enochian Biosciences, a Los Angeles-based biopharmaceutical company focused in identifying, developing, manufacturing, and commercializing gene-modified cell therapy, in its Registered Direct Offering of US$29 million of common stock.
- Represented a public provider of genomic cancer testing services and its subsidiaries in connection with the refinancing of its revolving and term debt with a syndicate of financial institutions.
- Represented Anavex Life Sciences, a New York-based biopharmaceutical company engaged in developing therapies to treat Alzheimer's, Parkinson's, and other central nervous system diseases, in its registered direct offering of US$50 million of common stock.