



## Michael G. Parisi

Partner

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### *Related Services*

Finance ■ Corporate & Finance ■ Corporate & Business Transactions ■ Private Equity ■ Corporate Debt Finance ■ Asset-Based Lending ■ Private Credit ■ Retail

Mike Parisi is chair of Alston & Bird's Corporate Debt Finance Team. He leads private credit lenders, bank lenders, corporate borrowers, and private equity sponsors in structuring, negotiating, and documenting a variety of asset-based and cash-flow lending transactions, including leveraged buyouts and acquisition financings. Mike has extensive experience in acquisition financing, cross-border financing, unitranche financings, intercreditor and interlender issues, debt restructurings, and secured creditor and bankruptcy rights. His experience extends across a wide range of industries, including software, technology, health care, restaurants and other franchised business models, marine services, retail and consumer products, metals and mining, and manufacturing.

Mike is featured as one of the leading Georgia lawyers for banking and finance in *Chambers USA: America's Leading Lawyers for Business*. He was named to the 2019-2023 editions of *The Best Lawyers in America*® in the area of banking and finance law, and is listed as "highly regarded" by IFLR1000 for Asset Finance and Banking. Mike regularly publishes or contributes to articles in *Practical Law*, and he is a frequent speaker on *Debtwire* podcasts.

### *Representative Experience*

#### ***Financial Transactions: Software, SaaS, and Data Services***

- Represented a private debt fund in connection with a \$250 million credit facility to a U.S./United Kingdom-based software company.
- Represented a private debt fund in connection with a \$105 million credit facility to a healthcare IT business.
- Represented a private debt fund in connection with a \$205 million credit facility to an identity security and cloud software company.
- Represented a leading provider of enterprise management software solutions as borrower in connection with a \$60 million credit facility to finance the acquisition of a collections and recovery business.
- Represented an operating subsidiary of a global software company in connection with a \$375 million credit facility to purchase a business segment of a leading healthcare IT, solutions, and services company.
- Represented an operating group subsidiary of a global software company in connection with a \$52 million credit facility to finance the purchase of a technology company focusing on pension plan valuation and administration.
- Represented a private debt fund in connection with a \$50 million credit facility to a Canadian software company specializing in emergency services solutions.

- Represented a private debt fund in connection with a term loan and upsize ultimately totaling over \$200 million to a software company specializing in e-discovery and information governance.
- Represented a private debt fund in connection with a \$92.5 million credit facility to a healthcare laboratory software company to finance a leveraged buyout.
- Represented a private debt fund in connection with a \$135 million credit facility to an education software platform company.
- Represented a private debt fund in connection with a \$240 million credit facility to a private equity sponsor to finance the acquisition of an automotive software company.
- Represented a private debt fund in connection with a \$75 million credit facility to a MedTech software solutions company focused on the medical device sector.
- Represented a private debt fund in connection with a \$45 million credit facility to a tech company specializing in property management software.

## ***Financial Transactions: Digital Infrastructure and Services***

- Represented a private debt fund in credit totaling over \$340 million to an IT and data infrastructure company to finance the platform and add-on acquisitions.
- Represented a private debt fund in connection with a \$102.5 million financing to acquire a wireless hosting technology company, also involving the financing of a sponsor-backed telecom company.
- Represented a private debt fund in connection with a \$432.5 million credit facility to a telecommunications company.

## ***Financial Transactions: Business Services***

- Represented a financial institution arranging and underwriting \$245 million of first-lien loans provided by a syndicate of commercial lenders to a marine services company.
- Represented a private debt fund in connection with \$60 million senior secured credit facilities to finance the acquisition of video service companies.
- Represented a specialty lender in connection with \$97.5 million senior secured credit facilities to finance the acquisition of an emergency monitoring solutions provider.
- Represented a private debt fund in connection with a \$97.5 million facility to a financial and legal learning services company with a portfolio of licensing, certification, and continuing education brands.
- Represented a private debt fund in connection with \$100 million senior secured credit facilities to finance the acquisition of a keg leasing company.

## ***Financial Transactions: Retail***

- Represented a financial institution, as agent and lender, in connection with a \$150 million senior secured credit facility for a consumer electronics retailer.
- Counseled an international food product distributor in connection with \$50 million of revolving, asset-based loans.
- Represented a financial institution, as agent and lender, in connection with \$25 million split collateral credit facilities to a regional grocery store chain to finance its exit from bankruptcy, including a \$20 million revolving credit facility and a \$5 million first-out portion of a term loan facility.

- Represented a financial institution, as agent and lender, in connection with \$45 million senior secured credit facilities to a fitness club chain.

## ***Financial Transactions: Franchising***

- Represented a private debt fund in connection with \$33 million senior secured credit facilities for a quick-service restaurant franchisee.
- Represented a private debt fund in connection with a \$130 million facility to a quick-serve food chain.
- Represented a private debt fund in connection with a \$60 million credit facility to a Dunkin' Donuts franchisee.

## ***Financial Transactions: Healthcare***

- Represented a private debt fund in connection with a \$238 million financing transaction to support the merger of two dermatology platforms.
- Represented a private debt fund in connection with multiple tranches and upsizes totaling over \$240 million to a veterinary medicine group.
- Represented a private debt fund in connection with multiple facilities to a national dermatology group totaling over \$400 million.
- Represented a private debt fund in connection with a \$97.1 million credit facility to support a private equity firm's acquisition of a dentistry group located in the northeast U.S.
- Represented a private debt fund in connection with a \$112.5 million facility to a care and support provider of individuals with disabilities.
- Represented a private debt fund in connection with both a \$107.5 million facility and a \$80.7 million facility upsize to a leading healthcare provider of infusion therapy.
- Represented a private debt fund in connection with a \$97 million facility to a caregiving support provider located in the southeast and midwest U.S.
- Represented a financial institution, as agent and lender, in connection with a \$250 million senior secured syndicated credit facility for a pharmacy chain.
- Represented a financial institution, as co-lead arranger and agent, in connection with an \$86 million senior secured credit facility for the leveraged buyout of a medical products company by a private equity sponsor.
- Represented a financial institution, as agent and lender, in connection with a \$116 million senior secured credit facility to finance the operation and acquisition of skilled nursing and long-term care facilities.
- Represented a financial institution, as agent and lender, in connection with a \$50 million senior secured credit facility for a medical accounts receivable consulting company.
- Represented a financial institution arranging and underwriting a \$95 million senior secured syndicated credit facility for a specialty pharmaceutical company.
- Represented a financial institution, as agent and lender, in connection with a \$125 million senior secured syndicated credit facility for a medical device distributor.

## ***Financial Transactions: Industrials and Manufacturing***

- Represented a financial institution, as agent and lender, in connection with a \$150 million facility to a steel manufacturing company specializing in rail, energy, and other industrial end markets.

- Represented a financial institution, as agent, lead arranger, and lender, in connection with a \$75 million revolving facility to an energy, oil and gas, and mining company.
- Represented a financial institution, as agent and lender, in connection with \$110 million split collateral multicurrency credit facilities to finance the acquisition of a global recycling company.
- Represented a financial institution arranging and underwriting \$100 million of revolving, asset-based loans and \$150 million of term loans, in each case provided by a syndicate of commercial lenders to a leading manufacturer of iron castings and steel forgings.
- Represented a financial institution arranging and underwriting \$72 million of first-lien loans provided by a syndicate of commercial lenders to a manufacturer of products for packaging applications.
- Represented a private debt fund in connection with a \$105 million facility to a company specializing in battery-based energy storage.

## ***Financial Transactions: Entertainment***

- Represented a commercial lender, as holder of senior secured debt, in connection with the recapitalization of an entertainment company, including a refinancing of an existing last-out term loan held by the former private equity sponsor with secured mezzanine debt provided by a specialty lender and exchange of existing mezzanine debt with junior subordinated notes.
- Represented a financial institution underwriting and providing \$30 million of first-lien loans to a creator and operator of entertainment concepts.

## ***Restructuring and Special Situations***

- Represented a direct lender in debt restructuring for a technology company involving the conversion of a portion of senior debt to equity and infusion of junior capital to support the execution of a restructuring plan and a successful exit.
- Represented a direct lender in connection with a consensual change of control transaction pursuant to which the lender group acquired a majority of the equity interests in a distressed technology company and structured a management incentive plan to bridge to a successful exit.
- Advised a direct lender in structuring and executing a consensual change of control transaction involving a new private equity partner to jointly fund a turnaround plan for a distressed retail business.
- Advised an asset manager in providing financing for a manufacturing company with significant environmental liabilities emerging from a bankruptcy and acquired in a 363 sale by a private equity sponsor.
- Represented a direct lender in connection with empaneling an independent board of directors to execute upon a restructuring plan followed by a distressed M&A transaction pursuant to which the lender group acquired a majority of the equity interests of a healthcare company.
- Represented a financial institution, as agent, in connection with split collateral credit facilities to a regional grocery store chain to finance its exit from bankruptcy, including a revolving credit facility and a first-out term loan facility.
- Advised agent for a syndicate of lenders in a debt restructuring for a healthcare business involving refinancing a portion of first lien indebtedness with new junior capital and structuring a holdco credit facility for additional liquidity.

## ***Publications & Presentations***

### ***Publications***

- “TriMark: Are “Sacred Rights” Still Sacrosanct?” *Pratt’s Journal of Bankruptcy Law*, Vol. 17, No. 8, November/December 2021.
- “An Expert’s View: Middle Market Loan Developments and Trends,” *Practical Law Finance*, Thomson Reuters, February 24, 2021.
- “PE Credit Considerations After IntegraMed Ch. 7 Ruling,” *Law360*, September 1, 2020
- Mike Parisi | The Current State of Play in the Leveraged Loan Market
- “Charlotte Russe Restructuring: Turnaround Blueprint or Retail Anomaly?” *Chain Store Age*, April 2, 2018.
- “When Vendors Are Consigned to a Lower Authority,” *Pratt’s Journal of Bankruptcy Law*, June 2016.
- “Avoiding Lender Liability: When Words and Actions Matter,” *The Secured Lender*, December 2015.

## ***Presentations***

- “2022 Debt Market Update,” ACG Atlanta: M&A South 2022, Alpharetta, GA, February 7 - 9, 2022.
- “Alston & Bird Attorneys Discuss K-shaped Recovery, Market Share-Hungry Funds and Lender Protections,” *Middle Market* podcast, Debtwire, October 25, 2021.
- “Middle Market Financing Trends,” ABA Business Law Section Virtual Spring Meeting, webinar, April 20, 2021.

## ***Education***

- Emory University (J.D., 2005)
- Union College (B.S., 2001)

## ***Admitted to Practice***

- Georgia
- New York