

#### Practice Areas

- Corporate
- Investment Management Group

#### Education

- J.D., New York University School of Law, Phi Beta Kappa, 1987
- B.A., New York University, magna cum laude, 1984

#### Bar Admissions

- New York (1987)

## Richard S. Frazer

Partner  
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Richard S. Frazer joined Pryor Cashman as a partner in 1998. Rich has focused on corporate finance and mergers and acquisitions, and has represented domestic and foreign companies and investment banks in connection with public and private debt and equity securities offerings.

Rich has wide-ranging experience representing clients in their mergers, acquisitions, dispositions, joint ventures and other strategic alliances involving cross-border transactions, tender offers, recapitalizations, spin-offs, asset and stock purchases and leveraged buyouts across many industries, including information technology, software, telecommunications, media, apparel, restaurant, food and beverage, pharmaceuticals and retail.

Rich's practice also encompasses Securities and Exchange Commission (SEC) compliance, both for newly public companies, and established small, mid-sized and larger capitalization issuers, providing counseling regarding disclosure and regulatory obligations under the Securities Exchange Act of 1934 and the requirements of Sarbanes-Oxley.

Rich also advises his clients with regard to general contract negotiations and executive compensation and employment matters. In addition, Rich has represented private equity funds and investment advisors in connection with hedge fund formation and has assisted numerous life sciences and technology companies in their formation, corporate governance and raising of venture capital financing.

#### Previous Positions

- Hertzog, Calamari & Gleason, Partner (1991-98)
- Stroock & Stroock & Lavan, Associate (1986-91)

#### Publications

- Author, *New Accounting Rule For M&A Transactions*, Pryor Cashman Legal Update, April 2008
- Co-Author (with Melissa Tomkiel), *Mandatory Disclosure Of Calorie Content Of Menu Items*, Pryor Cashman Legal Update, February 2008

#### Professional Affiliations

- New York State Bar Association

## Other Activities

- When Rich isn't attending food and wine tastings or discovering the hottest new restaurant in the five boroughs, he is a frequent contributing food writer to [www.Alwayshungryny.com](http://www.Alwayshungryny.com), [www.Chowhound.com](http://www.Chowhound.com) and [www.TheDailyMeal.com](http://www.TheDailyMeal.com).
- Member, James Beard Foundation

## News

- Two Pryor Cashman Clients Launch New Restaurants
- Pryor Cashman Represents Delta Galil In Acquisition Of Major Apparel Brand
- Pryor Cashman Represents Henry Schein in Acquisition of Alpha Scientific Medical
- Pryor Cashman Represents Cowen and Company, LLC as Underwriter in Bionovo's \$30 Million Public Offering
- Pryor Cashman Client Greg Adler Acquires Ownership Interest in Sher Plastics
- Managing Partner Ronald Shechtman Profiled by BizNow
- Pryor Cashman Represents Placement Agents in Registered Direct Offering
- Pryor Cashman Closes Acquisition of Video Chat Provider Camfrog by Paltalk
- Pryor Cashman Restaurant Group Helps Clients Get Naked
- Pryor Cashman Client Alwayshungryny.com Nominated for Prestigious James Beard Media Award
- Pryor Cashman Client China Medicine Corporation Executes \$70 Million Equity Financing Agreement
- Pryor Cashman Represents Quontic Bank Holdings Corp. in Acquisition of Golden First Bank
- Pryor Cashman Represents Javelin Pharmaceuticals in Registered Direct Offering
- Pryor Cashman's Restaurant, Food & Beverage Practice and Their Clients Are Thriving
- Pryor Cashman Team Closes Biotechnology Financing
- Pryor Cashman Represents Bio Exchange GmbH in Transaction Relating to Equity Investment in Vapiano Group
- Pryor Cashman Assists Nanoosh Restaurant Chain's Continuing Expansion
- Pryor Cashman Represents Henry Schein, Inc. in Acquisition of Ocean Medical Supply, Inc.
- Pryor Cashman Client Javelin Pharmaceuticals Completes Registered Direct Offering
- Partner Richard Frazer Authors Article on New Accounting Rule for M&A Transactions

- Partner Richard Frazer Quoted in Entrepreneur Article on How to Start a Restaurant
- Pryor Cashman Represented Purchaser in Biggest NYC Commercial Property Sale of 2007
- Partner Richard Frazer Authors Legal Update on Mandatory Disclosure of Calorie Content Of Menu Items
- Pryor Cashman is Proud Sponsor of Vendy Awards
- Pryor Cashman Closes Three Major Apparel Deals
- Partner Richard Frazer Quoted in Pizza Today
- Pryor Cashman Client Javelin Pharmaceuticals, Inc. Closes Takedown of Shelf Registration
- Pryor Cashman Represents Henry Schein Inc. in Acquisition of Discus Dental Software
- Pryor Cashman Closes \$1.8 Billion Record-Size Office Building Transaction in Record Time
- Pryor Cashman Represents Selling Stockholders in IPG Photonics IPO
- Pryor Cashman Structures Sale of Klein Candy to Core-Mark Holding for \$55 Million
- Pryor Cashman Negotiates Acquisition of Main Street Restaurant Group