



*Partner*

## P. GREGORY GIORDANO

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### Areas of Practice

Gaming & Administrative Law;  
Business Entities & Transactions;  
Emerging Industries  
& Organizations

### Bar Admissions

Nevada

### Court Admissions

U.S. District Court,  
District of Nevada  
U.S. Court of Appeals,  
Ninth Circuit  
Supreme Court of California  
U.S. District Court,  
Northern District of California

### Education

J.D., Santa Clara University  
School of Law, 1981

Notre Dame de Namur  
University, Business  
Administration/Accounting  
and History, summa cum laude,  
1978

### Offices

#### LAS VEGAS

2300 West Sahara Avenue, Suite 1200  
Las Vegas, NV 89102  
P: 702.873.4100 F: 702.873.9966

#### RENO

100 West Liberty Street, Tenth Floor  
Reno, NV 89501  
P: 775.788.2000 F: 775.788.2020

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### PROFESSIONAL BACKGROUND

Mr. Giordano served with the Nevada State Gaming Control Board from 1989 to 1993 as the chief of the corporate securities division. In that position, he oversaw licensing investigations, and the analysis and monitoring of publicly traded corporations associated with Nevada gaming licensees. These included mergers and acquisitions, public and private financings, and compliance activities of the business operations of publicly traded corporations and their subsidiaries. He has also supervised the investigations for approvals and the subsequent monitoring of all gaming activities conducted outside the state of Nevada by Nevada gaming licensees.

### REPRESENTATIVE ENGAGEMENTS

- Served as acting general counsel and compliance officer for the SLS Las Vegas Hotel and Casino.
- Represented a buyer in obtaining the state and local gaming regulatory approvals required in connection with the \$32 million acquisition of a major hotel/casino and its related financing
- Represented a buyer in obtaining the state and local gaming regulatory approvals required in connection with the \$5 million acquisition of a 50% interest in a small hotel/casino.
- Represented a buyer in the negotiation and purchase of a small casino for \$8 million and in obtaining the state and local gaming regulatory approvals required in connection with it.
- Represented a hotel/casino borrower in obtaining the state gaming regulatory approvals required in connection with its new \$185 million loan to finance an expansion project.
- Represented a Nevada publicly traded gaming company for Nevada gaming purposes in connection with two separate financing transactions involving both public offerings and private placements of debt and equity securities with a combined value of over \$2 billion.
- Represented a consortium of noteholders for Nevada gaming purposes in connection with the default and workout of publicly registered notes issued by a Nevada gaming company.
- Represented an underwriter for Nevada gaming purposes in connection with its underwriting of over \$2.4 billion of financing provided to finance the leveraged buyout of a Nevada publicly traded gaming company.

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- Represented a number of Nevada publicly traded gaming companies in obtaining state gaming regulatory approvals for delayed or continuous public offerings of securities
- Represented a number of institutional investors in obtaining waivers from the Nevada state gaming authorities of shareholder findings of suitability requirements in connection with their ownership of equity securities in Nevada publicly traded gaming companies.
- Represented a private equity company in connection with its foreclosure and acquisition of a major hotel/casino.
- Represented a private equity company in connection with the filing of applications required to obtain the state and local gaming and liquor regulatory approvals necessary to acquire a majority equity interest in a major hotel/casino.
- Represented a bank/underwriter for Nevada gaming purposes in connection with its underwriting of a \$750 million bond offering by a publicly traded Nevada gaming company.
- Represented a publicly traded Nevada gaming company for Nevada gaming purposes in connection with two joint venture agreements for the development of new hotel/casinos in the Las Vegas area.
- Represented a publicly traded seller for Nevada gaming purposes in the \$2.1 billion sale of its hotel/casinos to a privately held company.
- Represented a publicly traded Nevada gaming company buyer in obtaining the state and local gaming regulatory approvals required in connection with two separate strategic acquisitions of other publicly traded Nevada gaming companies with a combined value of \$14.3 billion

### *International Gaming*

- Represented an Asia-based private equity company in acquiring a Las Vegas resort/casino.
- Represented a Swiss company and a United Kingdom company in connection with their obtaining Nevada gaming licenses and regulatory approvals to operate casino/resorts in Nevada.
- Represented a United Kingdom institutional investor in connection with obtaining a waiver of the usual Nevada gaming finding of suitability requirements as a large shareholder of a publicly traded Nevada gaming company.
- Represented a Canadian company in connection with its application for a finding of suitability as a large shareholder of a publicly traded Nevada gaming company.
- Represented an Australia-headquartered manufacturer and distributor of gaming devices concerning various Nevada gaming regulatory and compliance matters.
- Assisted in the representation of a Japanese manufacturer and distributor of gaming devices in connection with its Nevada gaming licensing and registration.

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## **ADDITIONAL INFORMATION**

### *Speaking Engagements*

- Government, Regulation & Compliance Roundtable Panel, 26th Executive Development Program – Nov. 16, 2016
- IMGL Autumn Conference Panel Presentation on AML in Europe, US and Asia in Dublin, Ireland – Oct. 25, 2016
- “What is Gambling?” Panel Presentation @ ABA 20th Annual Gaming Law Minefield Nat’l Institute – Feb 22, 2016



## **AWARDS AND RECOGNITION**

*The Best Lawyers in America*® - Gaming Law

*Super Lawyers* - Gaming, Administrative Law

Chambers USA - Gaming & Licensing



## **PROFESSIONAL ASSOCIATIONS**

Vice Chair, ABA Solo, Small Firm and General Practice Division -  
Gaming Law Committee

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