



Partner

## P. Gregory Giordano

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### Areas of Practice

Gaming & Administrative Law

### 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

B.S., Business Administration and Accounting, and History, Notre Dame de Namur University, 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

Prior to becoming a private practice gaming attorney, Mr. Giordano first served as a Deputy Nevada Attorney General representing the Nevada Gaming Control Board ("NGCB") and Nevada Gaming Commission ("NGC"), and then served, for four years, as the Chief of the Corporate Securities Division of the NGCB. In that position, he oversaw licensing investigations, 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 business operations of publicly traded corporations and their subsidiaries. He also supervised the investigations for approvals and the subsequent monitoring of all gaming activities conducted outside the State of Nevada by Nevada gaming licensees, including multiple investigations conducted in foreign countries.

Mr. Giordano has decades of unmatched expertise in the details of Nevada gaming law and related licensing and regulatory procedures. He is the Chief Editor and Author of the State Bar of Nevada's Gaming Law Practice and Procedure Manual, Vice Chairman of the Executive Committee of the State Bar of Nevada's Gaming Law Section, and Co-Vice Chair of the American Bar Association's Business Law Section's Gaming Law Committee. Mr. Giordano is a member of the Gaming Law Advisory Board of the UNLV William S. Boyd School of Law and a member of the Editorial Board Advisory Committee for the UNLV Gaming Law Journal.

Mr. Giordano's clients include gaming companies, financial institutions doing business with gaming companies, institutional investors and lenders from around the world, underwriters of gaming business leveraged buyouts and acquisition financings, lenders finding their loans to gaming companies requiring appointment of receivers or assistance in bankruptcy, and vendors to gaming companies having to address compliance obligations and possible licensing or gaming related approval issues. Mr. Giordano is also a member of the Gaming Compliance Committees of numerous U.S. and international gaming companies, and also serves as Special Counsel to and Chairman of these critical Committees.

He is ranked in the Chambers USA Guide of leading lawyers in Gaming & Licensing Law in both categories of "Nevada" and "USA-Nationwide."

Client references highlight that Mr. Giordano "has a valuable perspective on the practical realities of how investigations work and how to guide clients through the process." "Greg is very knowledgeable, and he has deep experience, good judgment and people skills."

### Representative Engagements

- Represent Hard Rock International, as Nevada Gaming Counsel, in its agreement to acquire the operations of The Mirage Hotel and Casino in Las

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Vegas for \$1.075 billion and enter into a long-term lease agreement with VICI Properties Inc. for the real estate property of The Mirage.

- Represent a major publicly traded gaming company in the acquisition of multiple casino operations in multiple states, including gaming and business licensing matters related to the acquisitions.
- Represent a publicly traded auto/truck stop travel centers company in the acquisition and licensing of multiple plaza casino operations located on interstate highways in Nevada, including related suitability/licensing applications and hearings before the Nevada Gaming Control Board and the Nevada Gaming Commission.
- Represent an active institutional investor based in New York as its outside gaming counsel and handle on a national basis all of its gaming regulatory filings in connection with its investments in the stock of various publicly traded companies involved in the U.S. gaming industry.
- Represent two downtown Las Vegas hotel/casinos in connection with all Nevada gaming regulatory compliance requirements, including preparing the gaming application for the development of a new casino resort hotel planned for downtown Las Vegas.
- Represent a Nevada-based national gaming company in connection with all Nevada gaming regulatory compliance requirements, including assisting executives in connection with findings of suitability/licensing applications and hearings before the Nevada Gaming Control Board and the Nevada Gaming Commission.
- Served as Acting General Counsel and Compliance Officer for the SLS Las Vegas Hotel and Casino
- Represented buyer in obtaining state and local gaming regulatory approvals required in connection with the \$32 million acquisition of a major hotel/casino and its related financing
- Represented buyer in obtaining state and local gaming regulatory approvals required in connection with the \$5 million acquisition of a 50% interest in a small hotel/casino
- Represented buyer in the negotiation and purchase of a small casino for \$8 million and in obtaining state and local gaming regulatory approvals required in connection with its purchase
- Represented hotel/casino borrower in obtaining 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 its debt and equity securities, having 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 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 state and local gaming and liquor regulatory approvals necessary to acquire a majority equity interest in a major hotel/casino
- Represented 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 Nevada publicly traded gaming company for Nevada gaming purposes in connection with two separate 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 Nevada publicly traded gaming company buyer in obtaining state and local gaming regulatory approvals required in connection with two separate, strategic acquisitions of other Nevada publicly traded gaming companies having a combined value of \$14.3 billion

### International Gaming

- Represent a publicly traded company headquartered in Tokyo, Japan, in connection with all Nevada gaming regulatory compliance and reporting requirements, including advising on their future plans to undertake new gaming activities in Nevada. The company is a developer, manufacturer and seller of pachislot and pachinko machines and other game machines and peripheral equipment worldwide, and a developer and owner of casino resort businesses.
- Represented an Asian-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 for each to operate casino-resorts in Nevada
- Represented a United Kingdom-based institutional investor in connection with it obtaining a waiver from 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
- Represents an Australian-headquartered manufacturer and distributor of gaming devices concerning various Nevada gaming regulatory and compliance

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## Publications and Speaking Engagements

- Chief Editor and Author, State Bar of Nevada's Gaming Law Practice and Procedure Manual
- Co-Editor, Nevada Gaming Lawyer magazine, official legal publication of the State Bar of Nevada's Gaming Law Section
- IMGL Spring Conference Panel Presentation, "Sports Betting: Lessons the USA Can Learn from Europe" – March 28, 2019
- 26th Executive Development Program, "Government, Regulation & Compliance Roundtable Panel," – Nov. 16, 2016
- IMGL Autumn Conference Panel Presentation on AML in Europe, US and Asia in Dublin, Ireland – Oct. 25, 2016
- ABA 20th Annual Gaming Law Minefield National Institute Panel Presentation, "What is Gambling?" – Feb 22, 2016



### Awards and Recognition

- Chambers USA Guide– Gaming & Licensing Law/Nevada and Gaming & Licensing Law/USA-Nationwide (2017-2021)
- The Best Lawyers in America® – Gaming Law (2005-2022)
- Super Lawyers – Gaming and Administrative Law (2007-2020)



### Professional Associations

- Vice Chairman of the Executive Committee of the State Bar of Nevada's Gaming Law Section
- Co-Vice Chair of the American Bar Association's Business Law Section's Gaming Law Committee
- Member of the Gaming Law Advisory Board of the UNLV William S. Boyd School of Law
- Member of the Editorial Board Advisory Committee for the UNLV Gaming Law Journal
- Sustaining Life Fellow of the American Bar Foundation

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