



# Matthew E. Waters

Shareholder, Providence, RI, Newport, RI

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## PRACTICE AREAS

[Public Finance](#)

[Business & Corporate](#)

[Venture Capital](#)

[Real Estate](#)

## EDUCATION

Boston University School  
of Law (J.D., 2012)

Columbia University  
(M.A., 2008)

The George Washington  
University (B.A., *cum  
laude*, 2002)

## ADMISSIONS

Rhode Island

Massachusetts

New York

## OVERVIEW

Matt is a member of the firm's [Public Finance](#) and [Business & Corporate Law](#) Groups. He regularly represents LPs in private equity and other alternative investments and his practice encompasses a broad array of corporate and transactional matters, including mergers and acquisitions, commercial and public finance, real estate, entity formation and dissolution, and tax matters. Among other things, he has experience negotiating limited partnership agreements and in drafting asset purchase, stock purchase, and merger agreements, including associated due diligence. Matt brings a diverse blend of local and global perspectives to his work. At the Rhode Island Division of Taxation, he served as Senior Legal Counsel, helping draft a set of corporate income tax regulations for the State of Rhode Island. He also has experience working overseas for a law firm serving the international shipping industry and he is proficient in Mandarin.

## REPRESENTATIVE MATTERS

- Represented the State of Rhode Island in numerous alternative investments in the \$15 to \$50 million dollar range.
- Represented local buyer in management buyout of seller subsidiary company.
- Represented retiring seller in business partnership buyout of local tax and accounting firm.
- Represented seller in connection with asset sale and operations transfer of local nursing facility businesses.
- Represented seller in connection asset sale of local ophthalmology practice to private equity buyer.
- Provided comprehensive legal support to large New England gas station and convenience store operator, including real estate acquisitions and dispositions, leasing activity, and permitting and licensing work.
- Conducted due diligence, drafted merger agreement and prepared disclosure schedules on behalf of seller in private merger/stock sale of short-line railroad company

- Represented multinational public company in the power management space as seller in a proposed cross-border carveout deal, as buyer in a proposed asset deal, and as buyer in a \$30 million merger agreement, including conducting due diligence, drafting due diligence memos, and drafting disclosure schedules.
- Represented buyers in asset purchase of popular Rhode Island small bakery chain, including management of local licensing elements, closing, and drafting disclosure schedules.
- Drafted loan agreement and associated notes on behalf of nationally-chartered bank in extension of loan facilities totaling \$80 million to tech company borrower.
- Represented regional heavy construction company in \$25 million bank financing transaction, including management of due diligence items, reviewing and commenting on loan documents, drafting resolutions, and coordinating closing.
- Counseled borrower in connection with \$2 million bank financing for construction of fast food restaurant.
- Drafted comprehensive share purchase, real estate transfer and settlement agreement on behalf of owners of local home fixture company in connection with estate dispute.
- Drafted legal opinions for bank finance transactions, including \$175 million credit agreement for the benefit of RI health care provider, \$10 million credit facility for MA medical supply company and \$2 million construction loan.

## HONORS

- Selected as Best Lawyers: Ones to Watch, 2021 -2024 in the fields of Corporate Law and Public Finance Law.
- Named a Rhode Island *Rising Star* by *Super Lawyers*, 2015 – 2023.
- Editor, Boston University Law Review

## PROFESSIONAL AFFILIATIONS

- Member, National Association of Public Pension Attorneys
- Member, Rhode Island Bar Association
- Member, Maritime Law Association of the United States

## IN THE COMMUNITY

- Member, Board of Directors, Willett Free Library