

Carlos Ramirez

Partner



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San Diego

Capital Markets
Emerging Companies
Venture Capital

Carlos practices corporate and securities law, with an emphasis on private and public company representation and capital markets transactions. He represents companies throughout their life cycles, including in private and public financings, mergers and acquisitions, corporate governance matters, and Securities and Exchange Commission reporting and compliance. He also advises venture capital funds and investment banking firms in connection with financings.

Carlos routinely represents issuers and investors in complex securities offerings, including initial public offerings (IPOs), follow-on offerings, 144A offerings and private placements.

Carlos' select recent transaction experience includes advising:

- Beta Bionics in its \$234.6 million IPO and concurrent \$17 million private placement
- Tvardi Therapeutics in its merger with Cara Therapeutics
- Uber in its \$4 billion investment-grade bond offering, \$1.5 billion 4.5% senior notes offering and \$1.15 billion 0% convertible senior notes offering
- Candid Therapeutics in its \$370 million capital raise and three-way merger
- Artiva Biotherapeutics in its \$167 million IPO
- RayzeBio in its \$357.6 million IPO and \$4.1 billion acquisition by Bristol Myers Squibb
- Immunome in its \$172.5 million follow-on offering and \$200 million follow-on offering
- Structure Therapeutics in its \$300 million private investment in public equity (PIPE) and \$547.5 million follow-on offering
- CalciMedica in its PIPE of up to \$55 million and \$10.2 million follow-on offering
- Morphimmune in its merger with Immunome and \$125 million private placement
- ViaCyte in its sale to Vertex Pharmaceuticals for \$320 million
- Uber in its sale of a 50% stake in Careem's Super App to e&
- The Honest Company in its \$474.8 million IPO
- Metacrine in its \$85 million IPO
- Vir Biotechnology in its \$142.9 million IPO and \$345 million follow-on offering
- Acadia Pharmaceuticals in several equity offerings with an aggregate value of \$525 million

- Allogene Therapeutics in its \$324 million IPO and \$632.5 million follow-on offering

Carlos serves as a member of Cooley's diversity committee and is actively engaged in the firm's diversity, equity and inclusion initiatives. In 2020, he was honored with a "Top Lawyers Under 40" Award from the Hispanic National Bar Association.

Carlos is a member of the board of directors of San Diego Squared (SD2), a San Diego STEM-focused nonprofit established in 2020 to connect underrepresented students to the power of STEM by providing access to education, mentorship and the resources they need to lead the talent pipeline.

Prior to law school, Carlos was a senior associate in the audit practice for Deloitte, where he served both private and public companies conducting audits and reviews of financial statements and internal controls. He is a former certified public accountant (CPA) in the state of California (license inactive).

Education

Northwestern University Pritzker School of Law
JD, 2013

Loyola Marymount University
BBA, Business Law, 2007

Loyola Marymount University
BSA, Accounting, 2007

Admissions & Credentials

California

Rankings & Accolades

Hispanic National Bar Association: Top Lawyers Under 40

Memberships & Affiliations

American Bar Association (ABA)

San Diego County Bar Association

Hispanic National Bar Association (HNBA)