

## Andrew S. Zahn

Partner

Washington, D.C.

### Biography

Andy Zahn has a broad corporate practice, with a particular focus on complex capital markets transactions. He also has significant experience advising companies on SEC disclosure, annual meeting matters (including shareholder proposals), stock exchange listing requirements, Section 16 obligations, and corporate governance matters. As the complexities facing public companies continue to evolve and increase, Andy's public company clients depend on his practical advice on both strategic matters and their day-to-day operations.

Andy represents both public and private companies and underwriters in capital markets transactions, including common and preferred equity and debt offerings. He has significant experience at all stages of a public company's growth, including initial public offerings and capital markets transactions for seasoned issuers. While Andy represents companies in numerous diverse industries, his practice focuses particularly on real estate investment trusts (REITs) in connection with a variety of capital markets transactions and disclosure, corporate governance, and general corporate matters.

### Representative experience

VICI Properties on its US\$2.5bn common stock offering, the largest REIT follow-on offering in history.

VICI Properties on its US\$660m forward common stock offering.



### Phone

+1 202 637 3658

### Fax

+1 202 637 5910

### Email

[andrew.zahn@hoganlovells.com](mailto:andrew.zahn@hoganlovells.com)

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### Practices

Capital Markets

Corporate Governance and Public  
Company Representation

Securities and Public Company  
Advisory

REITs

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### Industries

Manufacturing and Industrials

Real Estate

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### Education and admissions

### Education

VICI Properties on its inaugural and follow-on Rule 144A offerings of US\$4.75bn aggregate principal amount of senior unsecured notes.

Park Hotels & Resorts on its inaugural Rule 144A offering of US\$650m of senior secured notes.

Park Hotels & Resorts on its US\$2.6bn acquisition of Chesapeake Lodging Trust, solidifying Park's position as the second-largest publicly traded lodging REIT by enterprise value.

Park Hotels & Resorts in connection with a US\$1.24bn secondary offering and stock repurchase transaction, resulting in the exit of HNA Group as Park's largest stockholder.

Park Hotels & Resorts in connection with a secondary offering of common stock by affiliates of The Blackstone Group.

Park Hotels & Resorts in connection with its spin-off from Hilton Worldwide Holdings.

Brixmor Property Group on US\$4bn aggregate principal amount of senior unsecured notes offerings.

Brixmor Property Group in connection with multiple secondary offerings of common stock by affiliates of The Blackstone Group.

QTS Realty Trust on its US\$300m public offering of convertible preferred stock.

## Awards and rankings

- Rising Stars, Real Estate, *Law360*, 2023
- Real Estate: Real Estate Investment Trusts (REITs), Recommended, *Legal 500 US*, 2021-2023
- Real Estate: Real Estate Investment Trusts (REITs), Rising Star, *Legal 500 US*, 2019-2020

## Latest thinking and events

- News
  - SEC adopts significant new cybersecurity disclosure requirements

J.D., Stanford Law School, Gerald Gunther Prizes for Outstanding Performance in Capital Markets II, Secured Credit, Payment Systems, Civil Procedure and Torts, 2011

B.A., College of William & Mary, summa cum laude, Phi Beta Kappa, 2008

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## Bar admissions and qualifications

District of Columbia

New York

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- Awards & rankings
  - Hogan Lovells partner Andrew Zahn named among Law360 Rising Stars
- News
  - Looking ahead to expanded share repurchase disclosure
- News
  - Market insights on current and future trends in the REIT industry
- Sponsorships and Speaking Engagements
  - Nareit's REITwise: 2023 Law, Accounting & Finance Conference
- News
  - SEC staff provides guidance on application of revised non-GAAP C&DIs to REIT disclosures