

CRAIG A. WOLSON
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EDUCATION AND ACADEMIC HONORS

UNIVERSITY OF MICHIGAN, Ann Arbor, MI

- *Juris Doctor*, 1974
Honors: Articles Editor of *Michigan Law Review*
Best brief in moot court section
Case Club judge
- *Bachelor's Degree, summa cum laude*, 1971
Honors: Phi Beta Kappa, Phi Eta Sigma, Pi Sigma Alpha (honorary fraternities)
James B. Angell Scholar

PROFESSIONAL EXPERIENCE

Consultant and Expert Witness

Have acted as expert witness and/or consultant in numerous cases involving collateralized debt obligations (CDOs), mortgage-backed securities (MBS) and other types of securities, and credit default swaps (CDS), interest rate swaps and currency swaps, including acting on behalf of plaintiff hedge fund in two cases brought against two major commercial/investment banks in federal court, acting on behalf of two major pension funds in case brought against major bank in federal court, acting on behalf of major investment bank defendant in arbitration brought by another major investment bank, and acting on behalf of plaintiffs in class action brought in federal court against two major investment banks.

Securitizations

Negotiated and documented collateralized debt obligations (cash, synthetic and hybrid), asset-backed commercial paper programs, structured investment vehicles (SIVs), collateralized loan obligations, collateralized bond obligations, structured derivatives, securitized credit-linked notes, securitized equipment leases, securitized railroad license agreements, securitized auto loans, securitized project finance loans and obligations of certified capital companies.

Derivatives

Structured, negotiated and/or documented secured and unsecured credit default, interest rate, currency, commodity, equity, market value and cost of funds derivatives, using ISDA agreements and unique forms, and repurchase (“repo”) and reverse repurchase (“reverse repo”) agreements.

Securities Law and Corporate Finance

Negotiated and documented private placements, 144A offerings, Regulation S offerings and public offerings of debt and equity, securitizations, structured derivative products, commercial paper, bank notes, convertible debentures, offshore funds, no action letters, prime brokerage agreements and related matters such as preferred stock terms, shareholder agreements and registration rights agreements; responsible for 1934 Act compliance (annual reports, 10-Ks, 10-Qs, 8-Ks, proxy statements and Section 16 compliance).

Loans and Credit Facilities

Structured, negotiated and/or documented syndicated and single-lender asset-based and other secured loans (including loans secured by inventory, accounts receivable, vehicles, equipment, trademarks, securities, and life insurance); project, lease and other limited recourse financings (of oil and gas refineries and pipelines, 747 aircraft, marine vessels, manufacturing plants, and foundries); acquisition financings; letter of credit transactions supporting rated commercial paper and tax-exempt bonds; workouts; intercreditor agreements; subordination agreements; and synthetic loans.

PROFESSIONAL AFFILIATIONS

CADWALADER, WICKERSHAM & TAFT LLP, Charlotte, NC, *Special Counsel (CWT equivalent of Income Partner)*, 2006-2008

Other affiliations: **Duane Morris LLP**, New York, NY, *Partner*, 2003-2006; **Schulte Roth & Zabel LLP**, New York, NY, *Special Counsel*, 2001-2003; **Mayer, Brown & Platt**, New York, NY, *Counsel*, 1999-2001; **Brown & Wood LLP**, New York, NY, *Counsel*, 1997-1998; **Williams & Harris LLP**, New York, NY, *Partner*, 1995-1997; **Chemical Bank**, New York, NY, *Vice President and Assistant General Counsel*, 1988-1995; **J.D. Mattus Company, Inc.**, Greenwich, CT, *Vice President, Secretary, General Counsel and Director*, 1985-1988; **Thomson McKinnon Securities Inc.**, New York, NY, *Vice President and Assistant General Counsel*, 1981-1985; **Shearman & Sterling**, New York, NY, *Associate*, 1974-1981.

PROFESSIONAL HONORS

Chairman (appointed), **NY City Bar Association Structured Finance Committee**, 2004-08

Member (appointed), **NY City Bar Association Corporation Law Committee**, 1997-2000 & 2003-06

Member (appointed), **NY City Bar Association Project Finance Committee**, 2000-03

Member (appointed), **NY City Bar Association Securities Regulation Committee**, 1994-97

New York Super Lawyer, *Law & Politics Magazine* (national professional magazine), 2006

Who's Who in the World (1989-1990 & 1993-present); **Who's Who in America** (1992-present);

Who's Who in American Law (1986-present); **Who's Who in Finance and Business** (1989-present);

Who's Who in the East (1989-present); **Who's Who of Emerging Leaders** (1987)

PUBLICATIONS

Lead Editor: Article published in February 2009 *Business Lawyer*
Comment letter re American Securitization Forum proposal, 2008
Comment letter to Financial Accounting Standards Board, 2005

Author: Article published in March 1973 *Michigan Law Review*

Co-Author: Article published in June 6, 2009 *Law 360*

SPEAKING ENGAGEMENTS

Speaker: Seminar on Securitization of Project Finance Loans, New York City Bar Association, April 2003

Moderator: Seminar Entitled "What Every Finance Lawyer Needs to Know About Securitization", New York City Bar Association, May 2007

Moderator: Seminar Entitled "The Upheaval in the Subprime Market: The Direct and Indirect Effects of Same on the Structured Finance Market," New York City Bar Association, January 2008