



Dora Mao

Senior Counsel

San Francisco

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Practice Areas

- Structured Finance
- Corporate
- M&A and Private Equity
- Mortgage Related Securities
- Equity Capital Markets
- Fintech

Honors

- Articles Editor, *California Law Review*, 1986-1987

Education

- J.D., University of California, Berkeley School of Law, 1987
- B.A., Social Studies, Harvard University, 1984, *magna cum laude*

Memberships

- State Bar of California

Dora Mao, senior counsel in the San Francisco office, has extensive experience in complex capital markets transactions, including securitizing personal loans, small business loans, PACE (property assessed clean energy) assessments, commercial mortgage loans, franchisee loans, home equity loans, reverse mortgages, utility receivables, equipment leases, trade receivables, insurance premiums, consumer debt and agency and non-agency residential mortgage loans. Her clients include issuers, underwriters, borrowers and lenders in structured finance transactions.

In addition, she advises financial services clients regularly in connection with Dodd-Frank Act compliance, Regulation AB and other securities law and regulatory compliance matters, warehouse facilities, purchase and sale agreements and template development, servicing rights and repurchase facilities. She has also advised nonprofits in connection with financing affordable housing and economic development.

In 2012, she was seconded part-time to a finance company client, where she assisted in drafting and implementing compliance policies and procedures and related training materials.

Dora is also experienced in a broad range of securities and commercial transactions, including private and public offerings of equity and debt, mergers and acquisitions, and commercial loan origination. She has represented both issuers and investors in a wide variety of equity and debt issuances.

Dora was Partner-in-Charge of the San Francisco office of the firm from 2000 through 2003 and serves on the firm's Opinion Committee and Professional Development Committee. She served on the Board of Directors of the Girl Scouts of Northern California from 2004 through 2012 and the Board of Trustees of San Francisco University High School from 2007 through 2014.

Representative Engagements

Her transactions include:

- Representing the sponsor and issuer in the first public offerings

of private label residential mortgage-backed securities since the financial crisis, including filing a shelf registration statement.

- Representing the arranger and lender in structuring an innovative warehouse loan facility to finance marketplace consumer loans.
- Representing the lender in providing warehouse financing for “fix and flip” mortgage loans.
- Representing the sponsor of a financing program providing mortgage financing for employees.
- Representing the originator in sales of consumer loans to a private equity fund.
- Filing a shelf registration statement on behalf of a securitizer of equipment leases.
- Assisting clients in developing specialty lending programs.

Publications

- Co-author, “SEC Adopts Final Reg AB II Rules,” Orrick Alert
- Co-author, “SEC Adopts Final Rules Relating to NRSROs and Third-Party Due Diligence Reports,” Orrick Alert
- Co-author, “Credit Risk Retention – Joint Regulatory Re-Proposed Rules,” Orrick Alert

Admissions

- California