



# Paolo M. Pasicolan

**Principal**

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## Education

**University of Maryland**

**School of Law**

**(J.D., *cum laude*, 2006)**

**Ateneo de Manila University**

**(B.A., *cum laude*, 1999)**

## Bar Admissions

**District of Columbia, 2011**

**Maryland, 2006**

## Court Admissions

**United States District Court for  
the District of Maryland**

Paolo Pasicolan focuses his practice on executive compensation, employee benefits, tax, and ERISA litigation.

His clients include large and small, private and public, foreign and domestic companies, partnerships, LLCs, non-profit organizations, governmental entities, churches, plan fiduciaries, and individuals. Paolo has represented buyers, sellers, lenders, borrowers, and underwriters on ERISA, compensation, and benefit matters in hundreds of mergers, acquisitions, and financings.

His experience includes:

- negotiating employment, severance and consulting agreements for key executives and reviewing forms of offer letters and employment agreements for management and rank-and-file employees
- designing, analyzing, and amending cash, equity and deferred compensation plans and agreements, which include payments structured to be exempt from or comply with Section 409A
- advising on compensation and benefit matters in over 200 mergers, acquisitions and financings, representing buyers, sellers, lenders, borrowers and underwriters
- addressing plan failures through voluntary correction programs
- amending pension and welfare plans to comply with changes in applicable law and best practices
- assisting litigators in raising claims and defenses relating to benefit plans and executive compensation
- drafting and reviewing proxy materials, registration statements, and current and periodic reports for public companies; reviewing reporting and disclosure of purchases, sales, and transfers of shares by Section 16 insiders
- assisting in the establishment and certification of qualified performance-based compensation under Section 162(m)

Before joining Miles & Stockbridge, Paolo was an associate with DLA Piper's Employee Benefits and Executive Compensation practice.