

## Private Equity and Venture Capital

We represent private equity and venture capital firms and portfolio companies in financing and acquisition transactions. Our services to funds and their managers include: fund formation; assistance with initial and follow-on investments; corporate governance issues for portfolio companies; and the negotiation and implementation of various exit strategies, such as the sale of the company, an IPO or other public offering, a private refinancing, or the secondary sale of the fund's investment interest. We counsel funds and their managers with respect to regulatory matters under the Investment Advisers Act of 1940, the Investment Company Act of 1940, the Dodd-Frank Wall Street Reform and Consumer Protection Act, the Financial Services and Markets Act (UK) and the Alternative Investment Fund Managers Directive (EU), and other financial regulations. We also advise funds and their managers in their various activities and obligations as investors in public and private companies.

We assist managers, funds, and their portfolio companies in transactions with investors and co-investors, and in their strategies for financing and growth, including acquisitions, distressed debt transactions, and public and private offerings.

We also help startup and emerging companies prepare for and negotiate initial rounds of investment and provide advice on all aspects of their business. Our entrepreneurial culture, flexible approach, and understanding of evolving market terms enable us to craft solutions that will meet the needs of growing companies.

Represented venture fund in connection with venture investments in an existing portfolio company in the manufacturing and consumer product space and in connection with the fund's ongoing relationship with its portfolio company.

Advised founding member of an early stage company in connection with an angel financing of a state-of-the-art health and wellness business.

Represented a healthcare appliance manufacturer in a \$40 million secured financing for the acquisition of a product line from a Fortune 50 manufacturer.

Represented a health care appliance manufacturer in a \$75 million syndicated financing with secured credit facilities in the United States, the Far East, and Europe.

Represented a university and hospital with substantially all of its operations in the Middle East in various secured loan financings.

Represented a not-for-profit finance fund that borrows funds from major banks and institutions and lends the loan proceeds to community businesses across the country. Represented the fund, in its capacity as borrower, in connection with loan agreements with various major banks, foundations, and financial institutions and provided ongoing advice in connection with managing obligations for a borrower with obligations under multiple credit and loan facilities.

Represented a communications company in a \$35 million syndicated secured term and revolving loan financing.

Represented acquisition vehicle, as borrower, in \$30 million secured term loan and revolving credit financing of management buy out of the securities of a manufacturing company.

Represented a U.S. banking institution that acted as agent and lender in a syndicated \$300 million revolving credit refinancing of a major insurance company.

Represented one of the leading satellite network providers in structuring and financing a telecom joint venture project in India.

Represented a Fortune 50 financial services firm in structuring and financing a major energy company's Brazilian operations.

Serve as principal outside counsel to international private equity fund specializing in commodities-related transactions.

Serve as principal outside counsel to technology-focused venture capital fund.

Served as principal outside counsel to European venture capital fund and handled range of legal and business matters, including fund formation, selection and management of portfolio companies, sale of portfolio companies, and other general fund matters.

Represented major holiday collectables company in acquisition by private equity fund; continue to serve as principal outside counsel to company for all corporate, intellectual property, and litigation matters.

Represented venture capital and private equity funds in fund formation, transfer of limited partnership interests and other general fund matters.

Assisted various venture capital and private equity funds with preparation and filing of Section 16(b) and Schedule 13D filings.

Represented major pharmaceutical company in venture capital investments in biotech companies.

Represented venture capital fund in investment in medical device companies.

Represented client in roll-up of neonatology practices.

Represented client in roll-up of home healthcare companies.

Represented client in roll-up of outpatient surgery centers.

Represented biotech company in a private placement of debt and equity securities.

Represented private equity fund in its investment in a retirement center.

Represented a private equity fund in its investment in specialty hospital roll-up.

Represented a private equity fund in its investment in an orthopedics roll-up.

Represented fund in various investments in energy companies.

Represented the fund sponsors in the formation of private equity and venture capital investment funds.