



## Michael Grundei

PARTNER

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Mike is a corporate transactional lawyer focused on finding practical, actionable solutions for a wide range of clients, including public companies (often small- and mid-cap companies listed on NASDAQ), private equity firms and their portfolio companies, large family-owned businesses, development-stage enterprises, and entrepreneurs. Mike is a trusted advisor and often serves as outside general counsel to his clients.

As a Partner in Wiggin and Dana's Corporate Department, he believes legal issues can always be solved in a business-minded way. That is his goal as he assists clients in domestic and cross-border mergers, acquisitions, and divestitures; public offerings and private placements of equity, debt, and hybrid securities, including extensive experience in PIPE transactions; public company compliance with federal and state securities laws and reporting requirements; corporate governance; exchange and tender offers; and general business counseling (including assisting in the organization, development, and financing of growth-stage companies).

For example, Mike has recently advised clients in strategic acquisitions and divestitures; underwritten public offerings; secured-debt-financing transactions; acquisitions by major media companies; and financial restructurings.

Mike's practice spans a broad range of companies and industries, including biotechnology and medical device, paper products and coatings, software and technology, automotive parts, specialty manufacturing and distribution companies, service companies, and investment funds.

Mike earned his law degree from Duke University School of Law and graduated *magna cum laude* from the University of Pennsylvania.

## Education

- Duke University School of Law (J.D., 1989)
- University of Pennsylvania (B.A., 1986)
  - magna cum laude

## Bar Admissions

- Connecticut
- New York

## Experience

- Represented numerous publicly traded companies in connection with their Securities Exchange Act compliance and other securities matters, including Hudson Technologies, Inc. (Nasdaq), Misonix, Inc. (Nasdaq), CAS Medical Systems, Inc. (Nasdaq), Biodel Inc. (Nasdaq), TRC Companies, Inc. (NYSE) and ATMI, Inc. (Nasdaq)
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Represented CAS Medical Systems, Inc. (Nasdaq) in all aspects of its sale, via cash out merger, to a subsidiary of Edwards Lifesciences Corporation (NYSE)

- Represented Hudson Technologies, Inc. (Nasdaq) in connection with the \$220 million acquisition of Airgas Refrigerants, Inc. and related term and revolving debt financings
- Represented Hudson Technologies, Inc. (Nasdaq) in connection with a \$50 million secondary public offering of common stock underwritten by William Blair & Company and Craig-Hallum Capital Group
- Represented Biodel Inc. (Nasdaq) in connection with a \$35 million secondary public offering of common stock underwritten by William Blair & Company and Ladenburg Thalmann
- Represented The Hour Publishing Company in connection with the sale of its media assets to Hearst
- Represented CAS Medical Systems, Inc. (Nasdaq) in connection with the sale of its neonatal intensive care disposables product line to Trinity Medical Devices Inc.
- Represented R Tape Corp. in connection with its sale to Nekoosa Coated Products, a portfolio company of Wingate Partners
- Represented UIL Holdings Corporation (NYSE) in connection with a \$500 million public offering of common stock underwritten by Morgan Stanley, JP Morgan and BofA Merrill Lynch
- Represented Latex Foam International Holdings, Inc. in connection with the corporate aspects of its financial restructuring and emergence from Chapter 11 bankruptcy

## Publications

August 2, 2017

**The SEC Speaks Up on Blockchain-enabled Token Sales**

March 7, 2017

**SEC Issues Rules Governing Exhibit Hyperlinks and HTML Format**

August 14, 2015

**SEC Issues Interpretive Guidance on General Solicitations**

May 15, 2015

**Attention Those With Foreign Affiliates: the Form BE-10 Deadline is Coming Up**

April 13, 2015

**The New "Reg A+" Opens Doors for Private Companies to Raise Capital**

December 16, 2014

**Administrative Dissolution and Revocation of Authority to do Business - The New Penalty in Connecticut for Failing to File Your Annual Report**

June 18, 2014

**Delaware Supreme Court Holds that Fee-Shifting Bylaws are Presumptively Valid**

December 3, 2013

**SEC Proposes Onerous Rules to Implement JOBS Act Provision Allowing Crowdfunding**

July 17, 2013

**SEC Adopts Final Rules Allowing General Solicitation in Private Placements but Takes Other Significant Actions that May Impact Fundraising**

April 15, 2013

**"Follow Us on Twitter" – SEC Makes Clear That Companies May Utilize Social Media Channels for Corporate Communications Under Certain Circumstances**

February 21, 2013

**Smaller Reporting Companies Subject to Say-on-Pay Rules in the 2013 Proxy Season**

January 14, 2013

**Netflix Encounters SEC Inquiry For Social Media Communications**

November 15, 2012

**The SEC's Second Annual Report On Its Whistleblower Program Reemphasizes The Need To Be Prepared For Increased Whistleblowing Activity**

September 10, 2012

**SEC Proposes Rules to Implement JOBS Act Provision Allowing General Solicitation and Advertising in Private Placements**

July 19, 2012

**SEC Issues Final Rules on Compensation Committee Independence and Disclosure**

June 29, 2012

**Proxy Access Makes a Comeback**

May 1, 2012

**Implementing Exclusive Forum Selection Clauses: Now or Never?**

April 4, 2012

**JOBS Act Seeks to Ease Capital Raising for Emerging Growth Companies**

March 30, 2012

**Say-on-Pay: Disclosing Decisions on Frequency of Vote**

February 7, 2012

**SEC's Division of Corporation Finance Issues Guidance on Cybersecurity Disclosure**

January 18, 2012

**Ring in the New Year with a Fresh Look at Public Company Communications in the Era of Social Media**

August 1, 2011

**SEC Proposes Amendments to Regulation D Rule 506 to Disqualify "Bad Actors" From Private Placement Transactions**

December 3, 2010

**SEC Settlement Highlights the Importance of Avoiding Selective Disclosure**

September 17, 2009

**Summary of 2009 Amendments to the Connecticut Business Corporation Act**

July 31, 2008

**SEC Proposes XBRL Tagging of Filings**

February 29, 2000

**SEC Proposes Selective Disclosure Regulations**

October 5, 1998

**Keeping Your Client Whole in a Shark-Infested Marketplace**