

REPRESENTATIVE ACQUISITION AND DIVESTITURE TRANSACTIONS

The following is a list of representative acquisitions and divestitures in which our attorneys have acted as lead counsel to large publicly-traded and privately held companies. These transactions, in industries as diverse as biotechnology, information technology, utilities, manufacturing, transportation, medical devices and health care services, have an aggregate value of several billion dollars.

CORPORATE ACQUISITIONS AND JOINT VENTURES

- Representing **Anticimex International AB**, a leading global pest control company and portfolio company of Swedish private equity group EQT, for over five years in connection with Anticimex's entry and expansion into the United States pest control market through the acquisition of more than 100 pest control businesses in the United States.
- Representing **PetVet Care Centers, LLC**, a portfolio company of KKR & Co., and one of the largest corporate veterinary practice networks in the U.S., with various M&A, general corporate, antitrust, environmental, immigration, healthcare regulatory, employment, and real estate matters.
- Represented **Swedencare AB** (publ), a veterinary supplies company, in its \$475 million acquisition of the Garmon Corp. d/b/a NaturVet, a market leader in the manufacture and distribution of pet supplement products.
- Represented **HARMAN International**, an audio and electronics company, in its acquisition of Savari, Inc., a designer and manufacturer of wireless electronic equipment for the automotive industry. This deal was conducted via pre-arranged chapter 11 bankruptcy cases.
- Represented **Zensar Technologies, Inc.**, an India-based outsourcing company, in its acquisition of M3bi, LLC, a data engineering and digital engineering firm.
- Represented **PathWell Health, Inc.**, a technology-enabled home health care business, in its acquisition of Caring Angels Home Health LLC, a home care agency operating in Virginia and West Virginia.
- Represented **Swedencare AB** (FRA: 7XY), a veterinary supplies company, in its acquisition of Fulfillment Advantage Ventures, Inc., a Florida-based a business-to-consumer (B2C) logistics company focused on home delivery and fulfillment services for the pet industry.
- Represented **Cibes US Holding Inc.**, a subsidiary of Cibes Lift Group AB, a Swedish based manufacturer and distributor of low-speed lifts, in its acquisition of American Elevator of Atlanta, Inc. a Georgia-based home elevator, LULA elevator, stair lift and vertical platform lift distributor.
- Represented **6kAdditive, LLC**, a subsidiary of 6K, in its acquisition of Specialty Metallurgical Products Co., Inc, a manufacturer of specialty metallurgical.
- Represented **SimplyProtein for Pets, Inc.**, a portfolio company of KKR & Co. Inc., in its carve-out acquisition of a line of products from Nestlé Purina Petcare, subsidiary of Nestlé (OTCMKTS: NSRGY).
- Represented **Southfield Capital Partners**, through its portfolio companies Integrated Companies and Milrose Consultants, in its acquisition of Special Inspection Services Engineering, a leading provider of construction support services.
- Represented **Your Family Entertainment AG** (FRA:RTV) in connection with an investment by Genius Brands International Inc. (NASDAQ:GNUS).
- Represented Indiana-based infrastructure services provider **Midwestern Electric** in its acquisition by Canadian PE firm, CAI Capital Partners. Midwestern Electric provides specialty electrical services to municipal and state owners of traffic infrastructure in the Midwest.
- Represented **Swedencare AB**, a veterinary supplies company, in its acquisition of Vetio Animal Health Group, a contract development and manufacturing organization focusing on animal health products.
- Represented **Hudson Technologies, Inc.**, in its acquisition of Airgas-Refrigerants, Inc. (ARI), a subsidiary of Airgas, Inc., an Air Liquide company and leading U.S. supplier of industrial gases.

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- Represented **Probi AB** (publ), a Swedish publicly traded bioengineering company that develops probiotics, in Probi's acquisition of the assets and operations of TNTGamble, Inc. d/b/a Nutraceutix, a Washington State-based manufacturer and supplier of probiotics.
- Represented **DMG Media**, the consumer media company of Daily Mail and General Trust plc (LSE), in connection with its acquisition of Elite Daily, Inc.
- Represented **Harman International Industries, Incorporated** (NYSE), a leader in the premium audio and infotainment industry, in its acquisition of I.P.S.G. International Product Group Pty. Ltd. and VFX Systems Pty Ltd., manufacturers and distributors of audio equipment based in Melbourne, Australia.
- Represented **Starbreeze AB** (NASDAQ OMX), a Swedish-based creator, publisher and distributor of computer and video games, in its acquisition by merger of Geminose, Inc., an independent studio based in Los Angeles, CA.
- Represented **S. Retirement Partners, Inc.**, a portfolio company of Kohlberg & Company, in its acquisition of Insurance One Management, Inc. (d/b/a Don Crawford & Associates), an employee benefits and insurance brokerage company.
- Represented **Blue Orange Digital**, a data science, machine learning, and data visualization firm, in selling a minority stake of the company to Oliver Wyman, a global management consulting firm and business of Marsh McLennan.
- Represented **Lesjöfors AB**, a wholly-owned subsidiary of Beijer Alma AB (NASDAQ OMX), and its U.S.-based subsidiary Lesjöfors Springs America, Inc., in the acquisition of the North American power spring business of Sandvik, Inc.
- Represented **Gyros AB**, a Sweden-based pioneer in automated nanoliter-scale immunoassays, in connection with the acquisition of Protein Technologies, Inc., a U.S.-based leading provider of peptide synthesis instrumentation and reagents, creating Gyros Protein Technologies AB.
- Represented **BeoCare Group, Inc.**, a portfolio company of Luxembourg-based private equity firm Leeward Ventures, in its acquisition of the specialty medical textile business of Shelby Elastics of North Carolina.
- Represented **AudioNova International B.V.**, through its AN Direct business line, in its structured acquisition of SC Industries LLC, a direct to consumer retailer of hearing aids and personal sound amplification devices. AN Direct's acquisition of SCI represents its entry into the US direct to consumer hearing aid market. AN Direct is a portfolio company of HAL Investments, B.V., a private equity firm based in Rotterdam, The Netherlands.
- Represented **ViskoTeepak Holding Ab Ltd.**, a Finnish company, and its wholly-owned U.S. subsidiary, in the acquisition of Vista International Packaging, LLC and in the related acquisition financing with Bank of America, N.A as the lender. ViskoTeepak is a leading international manufacturer of cellulose, fibrous, and plastic casings for the food industry.
- Represented **Higher One, Inc.**, a leading provider of cost-saving efficiencies for higher education institutions, in an acquisition of a payment services division of Sallie Mae, Inc.
- Represented **Assa Abloy AB** (OMX) in its acquisition of Alarm Controls Corporation, a manufacturer of security products and Frameworks Manufacturing Inc., a manufacturer of aluminum doors and window frames.
- Represented **Genpact Limited** (NYSE), a global leader in digitally-powered business process management and services, in several transactions including:
 - its acquisition of the assets and operations of CTTS, Inc., an Ohio-based outsourcing and technical services provider;
 - its acquisition of the assets and operations of Paragon Strategic Solutions, Inc. d/b/a Inpoint Services, a division of Aon Corporation specializing in reinsurance services;
 - its acquisition of U.S.-based Triumph Engineering Corp., a provider of engineering and technical services to the aviation, energy and oil and gas industries;

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- its acquisition of Jawood Business Process Solutions, L.L.C., a leading provider of business services to the healthcare payer industry;
 - its acquisition of certain customer relationships in India, Europe and the United States from Birlasoft Inc.;
 - its acquisition of Commonwealth Informatics, Inc., a market-leading provider of cloud-based drug safety analytics products and services; and
 - its acquisition of LeaseDimensions, a Portland, OR-based, lease and loan servicing company with services across Business Process Management and Information Technology.
- Represented **Medivir AB** (NASDAQ Stockholm), a research-based pharmaceutical company with a research focus on oncology, in its acquisition of substantially all of the assets relating to the remetinostat and birinapant lead molecules from TetraLogic Pharmaceuticals Corporation.
 - Represented **Swedish Orphan Biovitrum AB** (publ) (STO:BVT) in the acquisition of the marketed biologics Kepivance® (palifermin) and Stemgen® (ancestim) and the licensing of worldwide, exclusive rights to Kineret® (anakinra) for its current approved indication from Amgen (NASDAQ:AMGN).
 - Represented **DexKo Global Inc.**, a portfolio company of KPS Capital Partners, in transactions including:
 - its acquisition of substantially all of the assets of Kodiak Products Co., Inc., a manufacturer of disc brakes and related components, parts, and accessories headquartered in Fort Worth, Texas; and
 - its acquisition of substantially all of the assets of Henderson Wheel & Trailer Supply, Inc., a manufacturer and distributor of trailer axles, parts, and accessories headquartered in Salt Lake City, Utah.
 - its acquisition of the Hercules Cold Storage Doors product line from an affiliate of Kingspan plc. Chase Industries, a Seneca company, is a leading provider of cold storage doors products.

CORPORATE DIVESTITURES AND SPIN-OFFS

- Represented **CiDRA Holdings LLC**, a technology and product development company providing services which focus on slurry flow management and asset/process optimization, in the spin out of its CiDRA Concrete Systems, Inc. (SMARThatch) business and associated financing and partnership agreements.
- Represented **Breakthrough Technology Group ("BTG")**, a New Jersey-based cloud services company in its sale of an approximately 70% equity interest to an affiliate of ABRY Partners, a Boston-based private equity group.
- Represented **Wentworth Laboratories, Inc.**, a global supplier of probe cards and wafer probing products for the semiconductor test industry, in the sale of its SaberProbe-based vertical probe card assets and related intellectual property to WinWay Technology Co., Ltd.
- Represented **Higher One Holdings, Inc.** (NYSE), an innovative student financial services firm founded in New Haven, Connecticut, in the sale of its OneAccount Student Checking and Refund Management Disbursement Services businesses to Customers Bank, a subsidiary of Customers Bancorp, Inc. We also represented the company in the sale of its Campus Labs data analytics business to an affiliate of Leeds Equity Partners.
- Represented **Olink AB**, a Swedish company which provides innovative products and services for protein biomarker research and development, in connection with Olink's sale of its DuoLink® Technology product line to Sigma-Aldrich International GmbH.
- Represented **CAS Medical Systems, Inc.** (NASDAQ), a leading developer of innovative, non-invasive vital signs monitoring technologies and products that deliver accurate, reliable patient data, in several transactions including:
 - sale of its neonatal intensive care disposables product line to Trinity Medical Devices Inc.;

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- sale of its 740 SELECT Vital Signs Monitor product line to ZOE Medical, Inc.; and
 - sale of its non-invasive blood pressure measurement medical products line to SunTech Medical, an affiliate of HALMA plc.
 - Represented **Wendon Company, Inc.**, a Connecticut-based manufacturer and supplier of ruggedized enclosures, fabricated parts, precision machining and mini tools to both the commercial and military markets, in Wendon's sale to Princetel, Inc. of its business line related to the development, manufacturing and sale of custom slip ring assemblies.
- COMPANY SALES**
- Represented fintech company **LoanBeam**, a provider of income calculation and verification technology endorsed by government-sponsored entities (GSEs) Fannie Mae and Freddie Mac, in connection with its sale to LoanLogics.
 - Represented **Frontier Home Health and Hospice LLC**, a provider of healthcare facilities, in connection to the \$110 million sale of substantially all operating assets of client's Alaska, Colorado, Idaho, Washington and Wyoming home health and hospice operations to Encompass Health (NYSE: EHC), a rehabilitation health care service.
 - Represented **Your Family Entertainment AG**, a company that produces and distributes high-quality entertainment programs for children and families, in its sale to Genius Brands International, Inc., a leading global kids media company.
 - Represented **Midwestern Electric**, an Indiana-based leading infrastructure services provider with a particular focus on providing specialty electrical services to the municipal and state owners of traffic infrastructure in the U.S. Midwest, in connection with the sale of its business to CAI Capital Partners, a Vancouver-based private equity firm.
 - Represented **The Marlin Company**, a digital signage service for workplace communication, in connection with Marlin's sale to AppSpace, a workplace experience software provider.
 - Represented **AdvanceLaw**, a legal marketplace, in its sale to MitraTech, a provider of legal and compliance software.
 - Represented **Spark Digital**, a media, entertainment and technology company, in its sale to intive Group GmbH, a German strategic and portfolio company of MidEuropa Partners.
 - Represented **Partner Consulting**, a Northeast telecommunications consulting firm, in connection to the sale to Pixel Health, a digital healthcare technology.
 - Represented **Greenparc**, a tech-enabled hotel and facilities management company, in its sale to Succession Investor Group, a Minneapolis, Minnesota-based private equity firm.
 - Represented **Knowledge Matters LLC**, a leading provider of career-based simulations in the K-12 and college market, in its sale to eDynamic Learning, a portfolio company of Gauge Capital.
 - Represented **Tuscan Imports, Inc.**, a distributor of bespoke Italian outdoor kitchen equipment, in its sale to Salt Creek Capital.
 - Represented **Graphik Dimensions LLC**, a North Carolina based provider of customized framed wall décor products, in connection with its sale to Circle Graphics, Inc., a portfolio company of H.I.G.
 - Represented **BroadcastMed, Inc.**, a company that provides healthcare video content marketing and education in connection with the sale of all its equity securities to an affiliate of 424 Capital.
 - Represented **WPG Fasteners, Inc. d/b/a Apple Outdoor Supply ("WPG")**, a wholesaler of shed, barn, outdoor furniture, and playset hardware and essentials, in connection with the sale of all of its assets to Blevins, Inc.
 - Represented **Americom Technology, Inc. ("Americom")**, a provider of communications and utility services throughout the Mountain West, in connection with the sale to Crestone Services Group, LLC, a Denver-based communications and utility infrastructure services company.

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- Represented **iDevices, LLC**, a leader in IoT home product and app development, in connection with its merger with an affiliate of Hubbell Incorporated (Delaware), a manufacturer of electrical and electronic products for a broad range of non-residential and residential construction, industrial and utility applications.
- Represented **Ximedica, LLC**, a medical device development company, in its sale to Veralent, Inc., an affiliate of Summit Partners, a Boston, Massachusetts-based alternative investment firm.
- Represented **Aviation Marine Insurance Services, Inc.**, a specialty insurance brokerage, in its sale to Newfront Insurance, a tech-enabled, venture backed insurance brokerage.
- Represented **Highway Toll Administration, LLC** in connection with the sale of its business to American Traffic Solutions, a portfolio company of Platinum Equity Partners.
- Represented **Cormorant Pharmaceuticals AB**, a Swedish pharmaceuticals company, in its sale to Bristol-Myers Squibb, in which Bristol-Myers acquired all of Cormorant's outstanding capital stock and obtained full rights to Cormorant's lead antibody candidate, HuMax-IL8 (a Phase 1/2 monoclonal antibody targeted against interleukin-8).
- Represented **Galecto Biotech AB**, a Swedish company, in an agreement with Bristol-Meyers Squibb Company where Bristol-Meyers obtained an exclusive option to purchase Galecto Biotech and gain worldwide rights to its lead compound, TD139, a novel inhaled inhibitor of galectin-3 in Phase 1 development for the treatment of idiopathic pulmonary fibrosis (IPF).
- Represented **Laurane Medical**, its principals and certain of its affiliates in a series of key strategic transactions, including Laurane Medical's sale of its manually-driven bone biopsy devices and related kits to Merit Medical Systems, Inc.
- Represented **SurgiQuest**, a company that develops, manufactures and markets innovative access technologies for minimally invasive surgery, in the sale of SurgiQuest by merger into a subsidiary of ConMed Corporation.
- Represented **AxioMx, Inc.** in connection with the sale of its business to Abcam plc, a publicly traded UK company.
- Represented **Northeast Radiology of Connecticut, LLC** and its affiliates in connection with the sale of its technical radiology business to Alliance Healthcare Services, Inc.
- Represented **Muscle Maker Franchising, LLC**, the franchisor of Muscle Maker Grill restaurants which has approximately 55 locations in 11 states throughout the United States, in connection with the sale of its business to Muscle Maker Brands, LLC, an affiliate subsidiary of Muscle Maker, Inc.
- Represented **SJ Levinson & Sons** in the sale of their broker-dealer business specializing in transaction analysis and automated execution services in the U.S. equity markets to Plia Systems, Inc.
- Represented **Tri-Town Precision Plastics, Inc.**, a provider of custom injection molding services, in the sale of its business to a subsidiary of Smith & Wesson (NASDAQ).
- Represented **IGI Corp.**, a leading supplier of coatings for the graphic arts and security industries, in connection with its sale to Nekoosa Coated Products, a portfolio company of Wingate Partners.
- Represented **HistoRx, Inc.**, a developer of diagnostic testing to improve physicians' ability to optimize patient outcomes, in its sale by merger to Genoptix, Inc., a subsidiary of Novartis (NYSE).

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- Represented **Leslie's Jewelry MFG Corp**, a manufacturer of gold jewelry, in the sale of substantially all of its assets to Quality Gold, Inc.
 - Represented **AboveNet, Inc.** (NYSE), a provider of high-bandwidth connectivity solutions, in connection with its \$2.2 billion sale to Zayo Group, LLC, a provider of bandwidth infrastructure solutions.
 - Represented **CT Gardens, Inc.**, a Connecticut home and garden retail chain operating under the myAgway brand, in the sale of substantially all of its assets and operations to affiliates of CapitalSouth.
 - Represented **Premacure Holding AB** in its sale to Shire plc. Premacure AB is developing a protein replacement therapy for the prevention of retinopathy of prematurity (ROP), a rare and potentially blinding disorder that inflicts primarily premature infants. Shire purchased Premacure AB for an upfront payment and certain contingent payments based on the achievement of pre-specified development and commercial milestones.
 - Represented **HHA Services, Inc.**, a multi-generation family business based in Michigan, in its sale to ABM Industries Incorporated (NYSE). HHA is a leading provider of food and facility management services to hospitals, healthcare systems, long-term care facilities and retirement communities.
 - Represented **Trans-Lite, Inc.**, a multi-generation family business based in Connecticut, in the sale of its business to the US subsidiary of Finland-based Teknoware Oy. Trans-Lite is a supplier of lighting systems for the rail industry.
 - Represented **The Hour Publishing Company** in the sale to Hearst of its newspaper and media assets related to the operation of The Hour daily newspaper and the Wilton Villager and The Stamford Times weekly newspapers.
- Our attorneys handled all aspects of these transactions on behalf of our clients, providing initial advice on structuring each transaction, negotiating each transaction, and providing antitrust, intellectual property, securities, tax, labor and employment and other advice.