



Private Equity

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STRADLEY
RONON

OUR PRACTICE

Stradley Ronon is a trusted advisor to middle-market private equity funds and their portfolio companies through every stage of the investment life cycle. Our practice focuses on the value-creating transactions of our fund clients, as well as the representation of sponsor-backed portfolio companies. In addition, we advise private equity and other private investment funds on formation and regulatory matters, leveraging the deep industry knowledge of the attorneys in our nationally recognized investment management practice.



YOUR CHALLENGES

We understand the complex challenges our private equity clients face in creating and sustaining equity value. That's why we view our clients as business partners and make their success our goal.

Whether it's on the buy or sell side, transaction costs can significantly impair value, which is why our attorneys are skilled at executing transactions expeditiously and cost-effectively. That begins with structuring a transaction that is tax-efficient, facilitates effective governance post-closing and enables exit scenarios that maximize the

rate-of-return objectives of the client. It also includes efficiently identifying the legal and business risks inherent in an investment transaction, and properly pricing or allocating such risks.

We appreciate the distinct challenges and pressures newly sponsored companies face as they operate with new bank debt and confront recently established growth objectives. Following closing, we are often engaged to assist fund clients in the active management and operation of portfolio companies, including mergers & acquisitions, corporate governance, incentive

OUR EXPERIENCE

Leveraged Buyouts

Represented a buyout fund client in the \$170 million leveraged buyout of a leading hair care products company.

Leveraged Recapitalizations

Represented a buyout fund client in the \$50 million leveraged recapitalization of a for-profit post-secondary education company.

Dividend Recapitalization

Represented the portfolio company of private equity sponsors in a \$20 million leveraged dividend recapitalization in the transportation industry.

Going-Private Transactions

Represented buyout fund client in the \$125 million leveraged going-private acquisition of a Nasdaq-listed company in the educational products industry.

equity and management compensation, employment matters and credit facility compliance.

OUR EXPERIENCE

Investment Transactions

With decades of collective experience, our seasoned private equity attorneys bring market-informed knowledge to a wide range of sophisticated private equity transactions for an array of private equity funds, including buyout funds in various leveraged acquisitions and recapitalizations, mezzanine funds in subordinated lending and equity financings, and growth equity funds in minority growth investments. In addition, we draw upon the resources and experiences of our professionals across a variety of disciplines, including tax, leveraged finance, employee benefits, intellectual property and environmental law, to provide an integrated approach to executing transactions.

What's more, we recognize we cannot be successful partners without an in-depth understanding of the industries in which our clients operate so that we anticipate and address legal needs as – or before – they emerge. This has enabled us to guide our clients through unique investment challenges in industries such as business services, manufacturing, health care, financial services, consumer products, hospitality, software, technology, education, packaging and distribution.

Leveraged Finance

Our finance attorneys provide sophisticated legal representation to borrowers and lenders in support of leveraged acquisitions and sales in all types of commercial lending transactions, including asset-based, secured and unsecured, cash flow, senior, second lien and mezzanine. Many of these engagements involve complex capital structures, including transactions with senior, second lien, tranche B, mezzanine and subordinated debt components, as well as preferred stock and other equity components.

Portfolio Company Representation

As corporate counsel to a number of portfolio companies, we regularly advise corporate development teams on their merger and acquisition activity, as well as boards of directors and management teams on credit

facility compliance, incentive equity arrangements, corporate governance, employment, litigation and general commercial matters.

Fund Formation

We are counsel to a number of fund sponsors in all phases of the fund formation process, including structuring private investment funds, negotiating with lead investors, complying with tax and regulatory concerns, and implementing equity and retention arrangements for fund professionals. In handling these matters, we draw upon the strength of our Investment Management/ Mutual Funds Practice Group – recognized as one of the premier practices in the United States – whose attorneys have deep and comprehensive knowledge of private funds and the legal landscape in which they operate.

OUR SERVICES

Members of our transaction teams work closely with one another to provide integrated, seamless and efficient services on a full range of legal issues for our clients, including those related to:

- Corporate
- Securities
- Employment
- Tax
- ERISA
- Executive Compensation
- Leveraged Finance
- Intellectual Property
- Investment Funds

Leveraging their vast experience, our private equity attorneys have handled a wide range of investment transactions and exits, including:

Management Buyouts

Represented an international restaurant group in a leveraged buyout by certain members of the management team.

Growth Equity Investments

Represented growth equity fund client in the \$50 million growth equity investment in a leading medical equipment parts supplier.

Portfolio Company M&A

Represented a former portfolio company (and later Nasdaq-listed public company) in more than two dozen stock and asset acquisitions of private companies with transaction values as high as \$50 million.



For more information on our Private Equity Practice, visit www.stradley.com/private-equity.



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ABOUT STRADLEY RONON

For more than 90 years, Stradley Ronon has helped private and public companies – from small businesses to Fortune 500 corporations – achieve their goals. With eight offices and more than 200 attorneys, Stradley Ronon is proud to help companies manage their legal challenges and grow their businesses.

www.stradley.com

LOCATIONS

Pennsylvania
Washington, D.C.
New York
New Jersey
Illinois
Delaware



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