Tucker Ellis LLP

Private Equity

Overview

First and foremost, we are deal-makers. We understand that our job is to facilitate closing our clients' deals, not to create legal obstacles. Our team has the know-how and experience necessary to advise sponsors, investors, executives, and companies in matters throughout the entire deal process: from financing the acquisition of a business – to operating and expanding it – to its eventual sale. We make it a priority to learn our clients' businesses, goals, and objectives at the outset. This enables us to customize our approach to complement their preferences and ensure we meet their needs.

We bring a coordinated, multidisciplinary team to every transaction, drawing upon seasoned experts in as many practice areas as the deal requires. Our client service teams combine our broad experience in corporate counseling and governance; securities law; federal, state, and local taxes; environmental law; employment and benefits; and intellectual property matters.

Our client service team also provides cost effective, day-to-day, ongoing representation to private equity portfolio companies across many different industries.

We continue to prove, through our commitment to alternative fee arrangements, that we are willing to have real "skin-in-the-game." Our commitment to sharing transaction risks aligns our interests with our clients, allowing us to be true partners in their success. Tucker Ellis focuses on what really matters to our clients – achieving results – and we offer creative and flexible alternative fee arrangements to serve them best.

Read the latest insights about Private Equity on our *Lingua Negoti Blog*.

Areas of Emphasis

- Structuring and negotiating all aspects of transactions
- Mergers, acquisitions, and divestitures, including management buyouts and other leveraged buyouts, going private transactions, and strategic alliances
- Acquisition and growth financing
- Corporate governance
- Business counseling

Experience

- Represented a New York City-based private equity firm with more than 100 investments in the corporate reorganization and credit facility amendment related to one of its portfolio companies

- Represented a private equity firm with $4 billion in assets under management on the $1.1 billion sale of a retail pharmacy chain headquartered in New York, New York, to a publicly traded company
- Represented a private equity firm with more than $8 billion in assets under management on the merger of two nationwide outpatient radiation oncology centers
- Represented a private equity firm with more than $3 billion in assets under management on the acquisition of two respiratory care companies
- Represented Fulton Technologies, Inc. and Mill City Communications, portfolio companies of Resilience Capital Partners, in the sale of substantially all of their assets to ADDvantage Acquisition Corp.
- Represented LKD Aerospace, LLC, a portfolio company of Resilience Capital Partners, in its acquisition of Systron Donner Inertial, Inc. from Carros Sensors Holdco Limited and its subsequent sale to EMCORE Corporation
- Represented Luminance Holdco, Inc., a portfolio company of Resilience Capital Partners, in its acquisition of the Emerson Air Comfort Products ceiling fan business of Emerson Electric Co.
- Represented Daboosh Investments, LLC, an independent sponsor, in its acquisition of GenerX Generators, Inc.
- Represented the shareholders of Intergulf Corporation in the sale of the company to Kinderhook Industries
- Represented the shareholders of The Channel Company in the sale of the company to Stone Goff Partners
- Represented a private equity firm on the acquisition of a provider of skilled home nursing, hospice, and attendant care services across 10 states
- Represented a private equity firm on a bid for a publicly traded company that owns and operates a chain of healthcare facilities in the United States, the United Kingdom, and Germany
- Represented a private equity firm on a bid for a hospital chain in exchange for a purchase price of more than $360 million
- Advised a portfolio company of a private equity firm client on a merger transaction and hospital system joint venture for the provision of freestanding and facility-based radiation oncology clinics
- Advised a private equity firm on the rollup and consolidation of multistate sleep center clinics
- Represented the shareholders of Trademark Global Inc. in the sale of a controlling interest to Blue Point Capital Partners
- Represented Foundation Investment Partners in the acquisition of, as well as senior and mezzanine debt financing for, Advanced Probing Systems, a global leader in the manufacturing of probe needles used in wafer sort testing, LCD probe testing,

nanotechnology, and other industrial applications, and the subsequent refinancing of the business

- Represented a private equity firm in the acquisition of a lumber company as a platform acquisition
- Represented the shareholders of a digital metrics marketing firm in the sale of the firm to a private equity firm's platform company, including equity rollovers
- Represented the management team of a manufacturing company with revenue exceeding $500 million in the sale of the company by one private equity firm to another private equity firm, including management retention agreements, bonus plans, equity rollover, employment agreements, and restricted stock
- Represented a private equity firm in the acquisition of a public national franchise company in a going-private transaction and related financing
- Represented the shareholders of a high-profile Michigan-based software and benefits compliance company in the sale/merger of the company into a subsidiary of Axcel Partners / KKR