

# Mergers & Acquisitions

## Deal Advisors

Our veteran team of M&A attorneys provides comprehensive guidance to purchasers and sellers of businesses through all aspects of M&A transactions. From initial preparation through structuring, negotiation and documentation, our zealous representation throughout the deal reflects our profound understanding that these are often seminal events in the life of a company; we offer our clients the insight, expertise, and business acumen so necessary for a satisfying conclusion.

Our team has extensive experience guiding clients through the complexities of M&A transactions in markets as diverse as analytical instruments, software, SAAS, industrial controls, pharmaceuticals, biotech, medical devices, transportation, professional services, and oil & gas.

Over the last decade we have represented hundreds of publicly-traded and privately-held companies, both buyers and sellers, in transactions valued from several million dollars to hundreds of millions of dollars; between 2016-2019 we completed 78 strategic and private equity buy-side and sell-side transactions for a total of \$1.5 Billion. In structuring and negotiating the deals, we consistently helped our clients focus on key issues in the areas of risk allocation, tax, securities, and antitrust. See our [2022 M&A Transaction recap](#).

We regularly represent private equity, venture capital, and angel investors with respect to their interests in the sale of portfolio companies, and we routinely advise special committees of boards of directors in considering management buyouts and related party transactions.

## Experience

### Representative Matters:

- Represented **Tivoli Audio LLC**, an iconic high-performance audio company, in its acquisition by Toronto-based Serruya Private Equity to serve as its worldwide flagship consumer electronics brand.
- Represented **Diversified Project Management, Inc.**, a leading provider of owner's project management services in the New England region, in the sale of all of its outstanding capital stock to STV Construction, Inc.
- Represented **Demiurge Studios, Inc.**, an independent game developer, in its acquisition by SEGA Networks, a division of a multinational video game developer, publisher, and interactive entertainment company.
- Represented **Invoke Solutions, Inc.**, a leading technology company that provides a unique,

## Team

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real-time, online platform for Large Scale Focus Groups, in a merger transaction with Academic Management Systems, Inc. (AMS), a company that provides the leading course evaluation software for universities, colleges, health profession schools, and proprietary schools.

- Represented **Spectro Scientific, Inc.**, a leading developer and manufacturer of analytical tools and software for industrial fluids analysis, in connection with the acquisition of On-Site Analysis, Inc. and Wilks Enterprise Inc.
- Represented **Integra Companies, Inc.**, a leading single-source provider of fluid handling solutions for high purity applications, in connection with its acquisition by VWR International (NASDAQ:VWR).
- Represented **Digital Results Group, Inc.**, a leader in the development of innovative technologies that support critical defense, intelligence and security missions, in connection with its acquisition by Novetta.
- Represented **ETEX Holdings, Inc.**, a provider of nanocrystalline calcium-phosphate-based biomaterials that promote the repair and regeneration of bone damaged by trauma or disease, in its merger with Zimmer Holdings, Inc., a developer and manufacturer of orthopedic reconstructive, spinal and trauma devices, dental implants, and related surgical products.
- Represented **Pharmalucence, Inc.**, an injectable radiopharmaceuticals manufacturer, in its acquisition by Sun Pharmaceutical Industries Ltd., India's third largest generic drugmaker.
- Represented **Danlin Industries, Inc.**, a supplier of specialty chemicals to the oil and gas industry, in the sale of all of its outstanding capital stock to Arsenal Capital Partners.
- Represented the Special Committee of the Board of Directors of **SynQor, Inc.**, in connection with a cash-out merger in which the management team acquired 100% of the company's equity.
- Represented **Advanced Precision Products, Inc.**, a leading manufacturer of highly engineered components and products for oil and gas, medical, aerospace, automotive, military and commercial OEMs, in the sale of all of its outstanding capital stock to Precision Engineered Products, LLC.
- Represented **CompuCyte Corporation**, a laser-scanning cytometry instrumentation company, in its acquisition by Thorlabs, Inc., a manufacturer of photonics products.
- Represented **Fluid Management Holdings, LLC**, a holding company owning subsidiaries which provide water hauling, disposal and acid services for oil and gas exploration and production companies, in connection with its acquisition by Prospect Capital Corporation.
- Represented **Avekxa, Inc.**, a leading provider of business driven identity and access management solutions, in connection with its sale to EMC.
- Represented **Crocodoc, Inc.**, a cloud-based provider of HTML5 document viewing software for web and mobile platforms, in its acquisition by Box, Inc. (NYSE:BOX), a leading cloud storage company and content sharing platform.
- Represented **CP Well Testing Holding Corporation**, a provider of hydraulic fracturing flowback and well testing services, in connection with its acquisition by Prospect Capital Corporation.
- Represented **Intelligent Bio-Systems, Inc.**, a developer of advanced DNA sequencing systems, in connection with its acquisition by a subsidiary of Qiagen N.V.
- Represented **Kewill Systems PLC**, in the acquisition of several companies throughout the United States in the transportation management software space.
- Represented **Pixtronix, Inc.**, a creator of multimedia display screens, as general outside

counsel, in connection with several rounds of venture capital financing and in connection with its sale to Qualcomm.

- Represented **Lawrence Pumps, Inc.**, a privately-owned manufacturer of highly engineered critical service centrifugal pumps used in the oil and gas industries, in its sale to Flowserve (NYSE: FLS).
- Represented **Bridgeline Digital, Inc.**, a leading developer of web application management software and web applications, in connection with the acquisition of several web application development companies throughout the United States including Objectware, Inc., Tenth Floor, Inc., Purple Monkey Studios, Inc., New Tilt, Inc., Indigio Group, Inc., TMXInteractive, e.magination, Magnetic Corporation and MarketNet.
- Represented **Prospectiv Direct, Inc.**, a leader in online performance marketing, as general outside counsel and in connection with its sale to Affinion.
- Represented **Aquire Solutions, Inc.**, an innovator in the workforce modeling space, in connection with its acquisition by PeopleFluent.