



David M. Czarnecki

Member

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With extensive transactional experience, Dave advises clients across a broad range of matters, including general corporate advice, mergers and acquisitions, private equity transactions, venture capital financings, joint ventures, and entity formations. He brings a strong background in taxation and finance, enabling him to structure transactions with both tax efficiency and economic outcomes in mind.

His experience includes:

- Representing buyers and sellers in mergers and acquisitions
- Advising on capital raising transactions, including venture capital and private equity financings
- Structuring and forming business entities, including partnerships and LLCs.
- Designing and implementing equity compensation arrangements
- Forming private funds and special purpose vehicles, including venture capital and real estate funds

Representative Matters

- Represented **eClinical Solutions LLC**, a global provider of digital clinical software and services, in connection with a growth-equity investment by Summit Partners in 2020, and subsequent majority investment by GI Partners in 2024.
- Represented **Cristcot LLC**, a clinical-stage pharmaceutical company advancing targeted therapies for gastrointestinal diseases, in connection with a \$45M Series B financing, a \$16 convertible bridge financing, and a \$55M Series C financing.
- Represented **Kyrus Tech**, a specialized software development firm for mission-critical cyber

Education

New York University School of Law, LL.M. in Taxation

Washington University School of Law, J.D. (*Order of the Coif*)

Clarkson University, B.S. (*graduated with distinction*)

Admissions

Massachusetts Bar

Delaware Bar

Practice Areas

Corporate

Mergers & Acquisitions

Private Investment Funds & Advisers

Startups & Emerging Companies

Tax Planning

Venture Capital

Industries

AI and Robotics

Consumer Goods & Services

solutions to the Intelligence and Defense Communities, in connection with its sale to SixGen, a company backed by Washington Harbour Partners.

- Represented **Smart Eye**, a Swedish public company and the leader in AI-based eye tracking, in connection with its acquisition of Affectiva, Inc.

Speaking Engagements

Speaker, *Tax Issues for Rollover Equity in M&A Transactions: Key Considerations for Buyers and Sellers*, BARBRI (Formerly Strafford), 2023

Moderator, *Alternatives to M&A: Recaps, Generational Transfers, ESOPs, Targeting a Single-Buyer & More*, XPX New England

Panelist, *Stepping Away from the Closely Held Business*, Massachusetts Bar Association

Moderator, *M&A War Stories: Unexpected Challenges and Creative Solutions*, XPX New England

Panelist, *S Corp Redemptions: Characterization, Tax Consequences Post-Tax Reform, Application of Sections 302 and 301*, Strafford

Panelist, *Should Venture Capital Take Another Look at The Use of Alternative Entities*, ABA Business Law Section Annual Meeting 2018

Speaker, *Meeting of the Venture Capital Financing Subcommittee*, ABA Business Law Section Spring Meeting

Panelist, *T&C's Made Simple*, 2018 VC and M&A Forum

Panelist, *Early Stage Funding*, MassChallenge Bridge to Rhode Island Bootcamp

Presenter, *Venture Backed M&A Waterfall Analysis: Understanding the Impact of Preferred Stock Terms on the Allocation of Transaction Proceeds*, Morse

Speaker, *Choice of Business Entity and Tax Basics*, Babson College

Publications

PPP Fund Exhausts; Important PPP Update for Partnerships and LLCs, COVID-19 Alert

An Overview of the Golden Parachute Payment Rules

Tax Reform and Choice of Business Entity, *Xconomy*

Limited Application of Covenant of Good Faith and Fair Dealing in Earn-outs

FinTech

HealthTech

Life Sciences

Media & Entertainment

Medical Devices

Software-as-a-Service