

Denver
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PROFESSIONAL PRACTICE

Bartlit Beck Herman Palenchar & Scott LLP, 2008-Present, Partner (since 2012)

Munger, Tolles & Olson LLP, 2004-2008, Associate

Brigham Young University, 1997-2001, Assistant Professor of Political Science

General corporate and securities law, with significant experience in mergers and acquisitions, financings, hedge funds and securities work. Practice includes negotiated acquisitions; leveraged buyouts; corporate finance including public equity and debt offerings; mezzanine and bank debt; hedge funds; securities law disclosure and compliance; and proxy contests.

Fluent in German

REPRESENTATIVE ENGAGEMENTS

Mergers & Acquisitions

Represented acquirers, target companies and equity sponsors in stock and asset purchase transactions ranging from approximately \$5 million to over \$1 billion in software, gaming, energy and other industries

Advised boards of directors, structured transactions, drafted and negotiated asset purchase agreements, stock purchase agreements and merger agreements; navigated regulatory issues

Debt Financings

Represented senior, junior and mezzanine lenders, borrowers, and equity investors in leveraged buyouts, secured loans, high yield offerings, debtor in possession financings and debt restructurings valued from \$3 million to \$1.6 billion

Experience with revolving, term, syndicated, non-syndicated and multiple tranche facilities

EDUCATION & HONORS

University of Chicago Law School, 2004, J.D., with Honors

University of Chicago Law Review

Massachusetts Institute of Technology, 1997, PhD

Chancellor Fellowship,
Alexander von Humboldt
Foundation

Jacob Javits Fellowship,
U.S. Dept. of Education

Max Weber Fellowship,
Harvard University's
Center for European
Studies

Harvard College, 1991,
B.A., with High Honors

Phi Beta Kappa

BAR ADMISSIONS

California
Colorado

PROFESSIONAL ACTIVITIES AND COMMUNITY SERVICE

Chair, Schools Committee,
Rocky Mountain Harvard
University Club: helping
oversee interviewing and
admissions process of
applicants to Harvard

www.bartlit-beck.com

College from Colorado and Wyoming

Drafted and negotiated credit agreements, investment agreements, intercreditor agreements and other loan documents; negotiated indentures and high-yield notes

Equity Offerings

Represented public and private companies in preferred stock offerings, private issuances of public securities, issuances of options and warrants, and a voluntary stock registration

Drafted and negotiated securities purchase agreements, stockholder and voting agreements, co-sale and pre-emptive rights agreements, certificates of designations, options and warrants

SEC Compliance

Advised public companies and stockholders with respect to disclosure and compliance issues, including preparation and review of committee charters, corporate policies and procedures, and other matters relating to the Securities Act, the Securities Exchange Act, the Sarbanes-Oxley Act, the Investment Company Act and California and Delaware law

Drafted and filed registration statements, annual and quarterly reports, proxy statements, beneficial ownership and other filings with the SEC

Hedge Funds

Represented principal business sponsors of and investors in formations and spin-offs of new private equity and hedge funds ranging from \$20 million to over \$1 billion in committed capital

Drafted and negotiated limited partnership, general partner and investment management agreements

Advised clients with respect to the Investment Company Act and compliance matters

Proxy Contests

Drafted proxy statement and other SEC filings and helped advise client in successful defense of marine services company in a proxy contest initiated by a 20% stockholder involving nine separate stockholder proposals raising questions of first impression under corporate, securities and U.S. maritime trade laws