

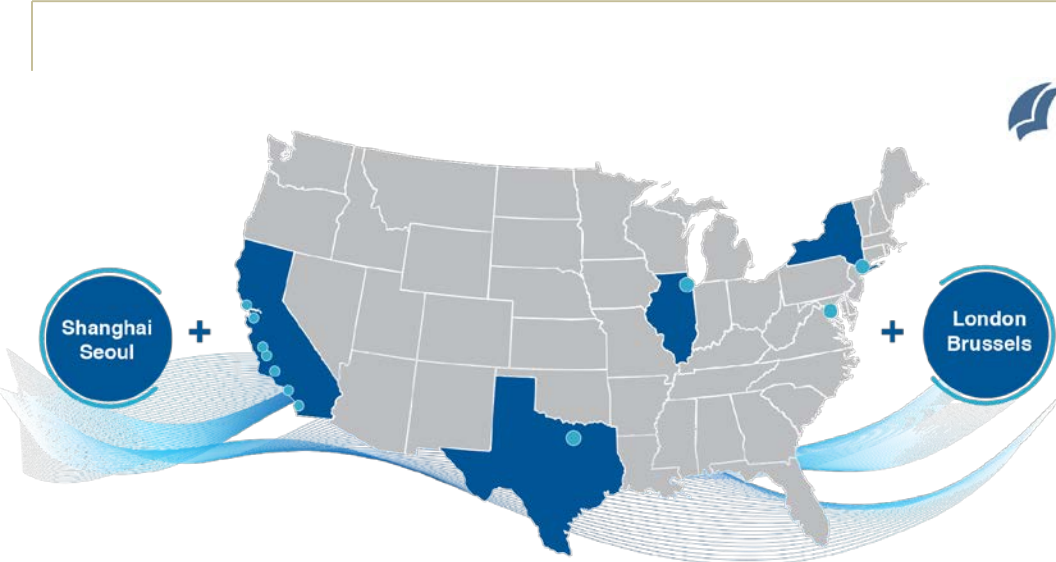


SheppardMullin

Private Equity Solutions



Firm Facts and Stats



PitchBook ▶

The firm was ranked 21st overall for US private equity deals and 6th for private equity deals on the West Coast in PitchBook's 2019 Annual Global League Tables.

The Deal ▶

Two Sheppard Mullin partners have been shortlisted for The Deal's 2020 Middle Market Awards for their work in the private equity sector advising on significant middle-market transactions.

930

Attorneys Firm-wide (approximately)

50

Practices and Industry Teams

15

Firm Offices

B T I ▶
CONSULTING GROUP

Top **10%**

Ranking of all law firms serving large clients in *BTI's 2019 Client Service Survey*

Deep Experience in M&A and Private Equity

Focused, Experienced M&A and Private Equity Teams

Sheppard Mullin has a team of 200+ dedicated M&A lawyers, with more than 50 team members who focus on private equity representation for dozens of private equity sponsors.

Commercial Approach

Our business-oriented M&A/PE teams prioritize client and commercial objectives to deliver results and an exceptional level of service.



Broad Experience and Core Industry Specialties

Sheppard Mullin has a proven track record of closing deals across many industries and is a “go-to” firm with expertise in key business segments.

Full Service Platform

Our M&A/PE Teams leverage the resources of:

- 930 lawyer international firm
- Broad, leading deal practice with all key service functions (tax, leveraged finance, employment, IP, etc.)

Economic Efficiency

Our clients benefit from a sensible and rational approach to legal costs.

Offering Services at each phase of the PE cycle



- Terms & Structure
- Fund Offering/ Regulatory (33 Act, 40 Act and other)
- Fund Documents
- Fund Tax and ERISA
- Management Team & Planning Advice
- GP Arrangements and employment transitions
- Secondary Transfers

- Deeply experienced practitioners in M&A, tax, LBO financing
- Strong practices in key ancillary areas including IP, employment/labor, antitrust, litigation, environmental, real estate
- Key industry and regulatory expertise, including TMT, healthcare, aerospace & defense, FCC, food & beverage, mortgage/ financial services, general industrial and industrial tech

- Strategic M&A
- Recapitalization
 - Capital markets
 - Bank financings
- Restructurings and distressed transactions; bankruptcy

- Serve as outsourced GC or general legal support for in-house counsel
- Focused, practical, coordinated legal team frees up management to drive business
- Cost efficient approach

- IPO or other capital markets exit
- Dispositions of selected assets or subsidiaries
- Full platform sale or divestiture

Representative Private Equity Clients



ANGELO,
GORDON
& CO.



Arlington Capital Partners



CLAYTON
DUBILIER
& RICE



BISON CAPITAL



OAKTREE



ARETEX



GENERAL
ATLANTIC

LITTLEJOHN & CO.

RIORDAN, LEWIS & HADEN



CLEARLIGHT
PARTNERS LLC



CATTERTON

L² CAPITAL PARTNERS



Blue Mountain
CAPITAL MANAGEMENT LLC



CLEARLAKE CAPITAL



Rizvi|Traverse



TOWER THREE
PARTNERS



TPG



SHAMROCK
CAPITAL ADVISORS



INVICTUS
CAPITAL PARTNERS



ARDIAN



SevenMile
CAPITAL PARTNERS



BLUE
WOLF



verlinvest



KLH CAPITAL



SIGNET
Healthcare
Partners



STERLING
PARTNERS



Celerity



GRYPHON
INVESTORS



OFF ROAD
CAPITAL PARTNERS



ELEMENT
partners



SOLIS
CAPITAL PARTNERS



PERELLA
WEINBERG
PARTNERS

WARBURG PINCUS



Caltius
Equity Partners



Norwest Equity Partners



CLESSIDRA
Capital Partners



WATERFALL
Asset Management



JAM
CAPITAL/PARTNERS



NEA

PROVIDENCE EQUITY



WEDBUSH
CAPITAL PARTNERS

Our Industry Strengths

Sheppard Mullin has industry expertise in a wide variety of industries, including:












- Advertising
- Aerospace and Defense
- Automotive
- Blockchain and Digital Currency
- Business Products and Services
- Communications
- Construction
- Consumer Products and Services
- Energy
- Environmental
- Entertainment and Digital Media
- Fashion, Apparel and Beauty
- Financial Services
- Food and Beverage
- Healthcare
- Industrial/Materials
- Information Technology
- Insurance
- Life Sciences/FDA
- Mortgage Banking
- Non-profit
- Privacy and Cybersecurity
- Real Estate
- Retail
- Social Media and Games
- Software/Technology
- Storage
- Transportation



Representative Private Equity Transactions

 <p>Arlington Capital Partners acquisition of AEGIS Technologies</p>	 <p>Bison Capital Asset Management, LLC sale of MV Connect</p>	 <p>Molecular Products (portfolio company of ACP) acquisition of The O.C. Lugo Co., Inc.</p>	 <p>Sole Source Capital, LLC acquisition of Green Farms, Inc./Green Farms of Nevada, Inc.</p>	 <p>Bison Capital Asset Management, LLC investment in Apex Innovative Sciences, Inc.</p>	 <p>Octo Consulting Group, LLC (a portfolio company of ACP) acquisition of all of the membership interests of Connexa, LLC</p>
 <p>Bison Capital Asset Management, LLC Minority Investment in Aqua Expeditions PTE. Ltd.</p>	 <p>Arlington Capital acquisition of Octo Consulting Group</p>	 <p>Gryphon Investors and Transportation Insight acquisition of Nolan Transportation Group</p>	 <p>Bison Capital Asset Management, LLC minority investment in Quixote Studios LLC</p>	 <p>Clearlake Capital Group L.P. acquisition of Perfecto Mobile Ltd.</p>	 <p>Breakwater Investment Management investment in The Madera Group</p>
 <p>Solis Capital Partners growth equity investment into ICOM North America</p>	 <p>Amzak Health Investors, LLC investment in MEI Pharma, Inc.</p>	 <p>Zemax (a portfolio company of Arlington Capital) acquisition by EQT Partners</p>	 <p>Littlejohn & Co. acquisition of Cosmetic Essence, Inc. and Synventive Molding Solutions</p>	 <p>Bison Capital Asset Management, LLC sale of Lime Energy Co. to Willdan Group, Inc. (NASDAQ: WLDN)</p>	 <p>Endeavor Robotics Holdings, Inc. (portfolio company of ACP) sale to FLIR Systems, Inc. (NASDAQ: FLIR)</p>

Representative Private Equity Transactions

<p>LITTLEJOHN & CO.</p> <p>Littlejohn & Co. JV with Harren Capital Partners to acquire Alliance Ground Int'l and Cargo Force</p>	<p> Bison Capital Asset Management complex financing and structuring of its acquisition of Twin Med Holding Corporation</p>	<p> Gryphon Investors acquisition of a majority stake in Potter Electric Signal Company LLC</p>	<p> Opus Equity Partners investments in That's It Nutrition, LLC, Simplex Supplies, Inc. and Lightcap Industries, Inc.</p>	<p> Bison Capital Work-Out and Recapitalization of Sentinel Offender Services, LLC</p>	<p> Signet Healthcare Partners and Crestline Investors investment in Leading Pharma, LLC</p>
<p> Arlington Capital Partners sale of its portfolio company, United Flexible, Inc., to Smiths Group plc</p>	<p> Riordan Lewis & Haden (RLH) acquisition of Cyberspace Solutions LLC, an analytics and cybersecurity company serving the intelligence and defense communities</p>	<p> Polaris Alpha, LLC (portfolio company of Arlington Capital Partners) acquisition of Solidyn, LLC</p>	<p> Arlington Capital Partners acquisition of Tex Tech Industries, Inc., a manufacturer of specialty high performance materials serving the A&D, industrial industries and select sporting applications</p>	<p> Inflexion Private Equity U.S. law aspects of its investment in K2 Partnering Solutions, a global recruitment business for IT/SAP consultants.</p>	<p> United Flexible (portfolio company of Arlington Capital Partners) acquisition of Scotia Technology, a leading designer/manufacturer of precision fixed tubular components for the A&D industry</p>
<p> Arlington Capital Partners acquisition of Molecular Products Groups, Ltd., a leading manufacturer of advanced chemistry-based products serving the healthcare, defense and industrial markets.</p>	<p> Polaris Alpha/EIOR (portfolio company of ACP) acquisition of Proteus Technologies, Inc., a developer of technologies, software and solutions to the aerospace and defense sector.</p>	<p> United Flexible (portfolio company of ACP) acquisition of Kreisler Manufacturing Corporation (OTC:KRSL), a manufacturer of precision metal components and assemblies.</p>	<p> Bison Capital Partners V, L.P. and MV Tech Blocker Corp. investment in MVConnect Holdings, LLC</p>	<p> Arlington Capital Partners acquisition of Onepath Holdings, LLC, a provider of IT management, cloud and deployed services solutions</p>	<p> Riordan, Lewis & Haden investment in Utegration, LLC</p>

Innovative, Dedicated Due Diligence Team

- Internal team of trained low-cost staff attorneys in NY, LA and DC who exclusively provide due diligence-related and document review support
- Team's focus on routine and high-volume corporate activities creates efficiency through expertise
- Allows Sheppard Mullin to provide high-quality services at lower costs and on faster timelines
- The Team specializes in:
 - conducting legal due diligence on behalf of buyers, investors, underwriters, lenders and creditors
 - overseeing and managing the document review and production process on behalf of sellers, issuers, lenders, creditor groups and debtors
 - drafting, reviewing and commenting on disclosure schedules
 - performing document review for bankruptcy cases and creditors' rights litigations
 - drafting legal documents related to the due diligence and document production process, including non-disclosure agreements
 - Small-scale asset purchase transactions
- The team includes a senior M&A and securities attorney who closely manages the team and its work product; 7 full-time low cost staff attorneys based in LA, NY and DC trained specifically to conduct corporate diligence and other routine matters cost-effectively; subject matter specialists as needed; the team provides services 24/7
- Can work on fixed fee due diligence projects



Portfolio Company Program: We Help Drive EBITDA and Exit Value

Accelerating Growth & Efficiency

- We have a dedicated team approach that grows with your company
- We can play the role of *outsourced general counsel and manage legal budgets*
- Highly trained associates at all levels* become “go-to” day to day cost-effective resources for management



Better Processes

- We proactively help to *refine legal processes to accelerate business cycle time*
- We develop *templated approaches and playbooks to reduce contracting and deal delays*
- We can project manage transactions for your company
- We create easily understood purchase agreement forms with simple “*road maps*” that *accelerate tuck-ins* by making the deal documents more accessible for seller’s leadership and seller’s counsel

One-Stop Shop

- We have experts in critical areas: general corporate matters, M&A, corporate governance, executive compensation, debt finance, intellectual property, labor and employment, real estate, tax and other legal areas important to the company’s business
- Our lawyers communicate seamlessly to get the company practical, useable advice to maximize results. This means nothing slips through the cracks.

Controlling Legal Spend

- We represent companies of all sizes every day and know the importance of reducing expenses
- We anticipate issues and deal with any problems that arise quickly
- With experienced lawyers, appropriate leverage and a responsible partner to be your contact and the gatekeeper for your legal functions, we reduce your legal spend. In addition to handling your day-to-day legal needs, we can help you prepare the company for a sale or other corporate transaction more efficiently.
- Reduced legal costs and fewer legal issues help you drive EBITDA and make the company more valuable on exit

Representative Portfolio Company Clients



These clients are backed by the following private equity firms:

- Arlington Capital Partners
- Aurora Capital Group
- Bain Capital
- The Blackstone Group
- The Carlyle Group
- Caltius Equity Partners
- ClearLight Partners, LLC
- Fortress Investment Group
- Littlejohn & Co.
- Norwest Equity Partners
- Perella Weinberg Partners
- Parthenon Capital Partners
- Permira
- Riordan, Lewis & Haden
- Spire Capital
- TA Associates
- TZP Group
- Vista Equity Partners
- Warburg Pincus



SheppardMullin

Brussels | Century City | Chicago | Dallas | London | Los Angeles | New York | Orange County | Palo Alto
San Diego (Downtown) | San Diego (Del Mar) | San Francisco | Seoul | Shanghai | Washington, D.C.

www.sheppardmullin.com