

Debt Financing

Sklar Kirsh's Debt Finance Practice focuses on the representation of lenders and borrowers in structuring, negotiating and documenting loan transactions, including syndicated secured and unsecured senior credit facilities, subordinated facilities, asset based loans, convertible note offerings, leveraged acquisition and recapitalization financings and venture debt. From term sheet negotiations through diligence, documentation and closing, our finance professionals are adept at advancing the momentum of the deal and driving to close.

Sklar Kirsh's finance attorneys are also able to assist if a transaction does not work out as hoped at the closing table, having significant experience in guiding lenders and borrowers through complex restructurings and workouts, including conducting Article 9 foreclosure sales.

Our attorneys have represented a broad range of lenders, including institutional lenders, private equity funds, family offices and high net worth individuals. We also regularly represent borrowers across a wide range of industries, including advertising, alternative energy, apparel, consumer products, entertainment and media, manufacturing, medical devices, restaurants/hospitality, social media and technology.

REPRESENTATIVE MATTERS

Represented Yantra Inc. in its acquisition by Riveron, a business advisory firm backed by Kohlberg & Company. Also sold in the transaction were affiliated companies in Canada and India: Yantra Innovation Labs Inc. and Yantra Tech Innovation Lab Private Limited, respectively. The Yantra companies specialize in providing technology and advisory consulting services and have a broad range of expertise to address the technology needs of CFOs. Read more about the deal [here](#).

Represented Reserved Media Group (Lost In) in its acquisition from BuzzFeed Media Enterprises, Inc. of various digital media and social media assets related to the "Bring Me!" digital content line. This acquisition was a continuation of RMG's multi-prong rollup strategy and will significantly bolster its content library and expand its reach to millions of travelers worldwide. Read more about the deal [here](#).

Represented Growing Generations, a full-service surrogacy and egg donation agency, in its sale to North Star Fertility Partners ("North Star"). Growing Generations matches surrogates, prospective parents, and egg donors, and provides support services throughout the surrogacy and egg donation journey. North Star is owned by Cortec Group, a private equity firm based in New York.

Represented The Roberts Container Corporation, a provider of custom and turnkey packaging for cosmetic and beauty products, in the sale to Albea Beauty Solutions USA, LLC ("Albea"). Albea, together with its affiliate Innovative Beauty Group, is an international

beauty packaging and design business headquartered in France. Read more about the deal [here](#).

Represented Jon Skogmo, Mike Skogmo and Anton Reut, the founders and former executives of Jukin Media, in their acquisition and roll up of LOST iN and various other digital media and social media assets, and the related \$4mm of seed financing, to launch their latest business – LOST iN. Read more about the deal [here](#).

Represented Bridge in its acquisition by Boundless Immigration. Bridge is a full-service immigration provider to companies of all sizes. By combining the unique strengths of purpose-built software and best-in-class legal experts, Bridge helps companies execute efficient and organized immigration processes, provide a superior experience to international employees, and run a more proactive and informed immigration functions. Read more about the deal [here](#).

Represented The Outdoor Recreation Group (“TORG”) in a majority recapitalization transaction with HNB Capital, LLC. TORG is a leading manufacturer and distributor of high-value outdoor and sporting goods with a portfolio of in-house premium brands, licensed brands, and OEM private label brands.

Represented Bandwagon Brokerage, a specialty produce company, in its sale to Wholesale Produce Supply, a leading fresh produce logistics and inventory management solutions provider and a Cross Rapids Capital portfolio company. Read more about the deal [here](#).

Served as California counsel for Fried Frank, assisting its client Becton, Dickinson and Company (NYSE: BDX), a leading global medical technology company, in its acquisition of ZebraSci, a pharmaceutical services company.

Represented 8020 Consulting, LLC, a provider of financial consulting services, in an investment from ShoreView Industries, a Minneapolis-based private equity firm. Read more about the deal [here](#).

Represented Komar Alliance, LLC, a market leading supplier in the sewn products and industrial packaging industry, in its strategic acquisition of Pacific Paper Converting, Inc. (dba Papercutters), a paper cutter specializing in food service, bakery, industrial and agricultural papers.

Represented InnovateMR, LLC, a global online sampling technology firm, in its significant growth investment from CIVC Partners, a Chicago-based private equity firm. The investment will provide Innovate with additional capital and resources to support its growth. Read more about the deal [here](#).

Represented Green Hasson & Janks, an LA-based accounting, tax and advisory firm, in its acquisition of Orlando, Mitts, Moore & Company, a San Jose-based accounting firm. Read more about the deal [here](#).

Represented Pixelogic in its investment in MetaMedia, an entertainment technology company, to accelerate its global expansion. Read about the deal [here](#).

Represented leading podcaster Roman Mars in his sale of 99% Invisible to SiriusXM. Read about the deal [here](#).

Represented leading colorist, Yvan Lucas, in connection with the negotiation of his employment arrangements for his new position as Senior Colorist at Company 3. Read about the deal [here](#).

Represented Roku, Inc., a company that has pioneered streaming to the TV, in its acquisition of the branded content division of Funny or Die, Inc., the comedy video website and film/television production company. Read about the deal [here](#).

Represented media executive, Sam Bergen, in connection with the negotiation of his employment agreement for his new position as Chief Marketing Officer at Illumination Entertainment. Read about the deal [here](#).

Represented Ohmega Technologies, a leading manufacturer of advanced embedded thin-film resistive materials, in connection with its sale to Arcline Investment Management, a growth-oriented private equity firm with \$1.5 billion of committed capital. Read about the deal [here](#).

Represented music executive, Matthew Graham, in connection with the negotiation of his executive compensation package to become Managing Partner and Head of the Music Division of Range Media Partners, LLC. Read about the deal [here](#).

Represented media executive, Brian Sullivan, in connection with the negotiation of his executive compensation package to become Chief Executive Officer of NEP Group, Inc., a portfolio company of The Carlyle Group. Read about the deal [here](#).

Represented CineVizion in its sale to Platinum Equity, as part of Platinum's larger acquisition of Deluxe Entertainment's distribution business. The transaction reunites CineVizion's founders Cyril Drabinsky and Warren Stein, the former long-time CEO and COO of Deluxe, back in those roles. Read about the deal [here](#).

Represented Datassential, the leading provider of data, intelligence and market research to the food service industry, in its significant growth investment from Spectrum Equity, a leading growth equity firm investing in the information economy. The investment represents the first institutional capital into Datassential and positions the company to continue its rapid growth while supporting the expansion of its client services team, staff of analysts and experts, sales and marketing capabilities and new product innovation. Read about the deal [here](#).

Represented HHS Construction, LLC and HHS Communications, LLC, a leading provider of infrastructure services to major telecommunications and cable providers primarily in Southern California and adjacent geographies, in its sale to Congruex LLC, a national end-to-end provider of design, engineering, construction, construction management and maintenance services to broadband service providers. Read about the deal [here](#).

Represented Live Nation Entertainment in connection with its acquisition of Los Angeles-based concert promoter Spaceland Presents, including its local music venues Echoplex, the Echo and the Regent.

Represented a medical device company in the sale of substantially all of its assets to a strategic acquirer for a purchase price of \$1.3 million.

Represented the owners of a cosmetics company in their sale of the company to a private equity firm.

Represented a lighting fixture manufacturer in connection with the sale of its assets to a private equity buyer for a purchase price of \$15,000,000.

Represented Bandai Namco Holdings USA Inc. in its \$26.1 million acquisition of an 80% controlling stake in the business of Nippon Imports, LLC, a collectible toy sales company. The new joint venture will operate as Bandai Namco Collectibles LLC d/b/a Bluefin.

Represented a family office in a \$2.5 million equity investment into DB Coworking Holdings Corp., the owner and operator of a chain of collaborative workspace locations.

Represented celebrity stylist, Karla Welch, in connection with her collaboration with Justin Bieber and the launch of x karla and the Hanes x karla apparel line inspired by Justin Bieber.

Represented Byron Allen's company, Allen Media, in connection with a mid-nine figure, syndicated credit facility.

Represented the owners of leading frozen food innovator The Perfect Bite Co. in a growth capital investment made by an affiliate of New Water Capital L.P., a Boca Raton-based private equity firm.

Represented a strategic investor in a \$500,000 seed investment in a startup developing specialized video chat applications.

Represented a family office in a \$5 million Series C investment in a multistate expanding chain of car washes.

Represented a manufacturer and wholesale supplier of custom colored plastic bags and poly bags in connection with the sale of all of its assets to a strategic buyer.

Represented our client, a family office, as lead investor in a \$5 million Series B investment in a leading online wine distributor. We had previously represented the client in a secured convertible loan which converted into the Series B shares.

Represented Art Brand Studios, LLC in its acquisition of Wild Wings, LLC, which publishes, manufactures, and distributes wildlife, sporting, and nostalgic/Americana art prints and art-related products.

Represented Mar Vista Entertainment, a leading producer of made for television films, in a recently closed eight-figure revolving credit facility provided by Bank of America Merrill Lynch.

Represented Byron Allen's Entertainment Studios in its purchase of the Weather Group, LLC, parent company of *The Weather Channel* television network and Local Now streaming service.

Represented Byron Allen's, Entertainment Studios, in connection with multiple P&A loans for widely released theatrical motion pictures, including *47 Meters Down*, *Hostiles*, and *Chappaquiddick*.

Represented a post-production company in an eight figure acquisition and the related private placement of acquisition financing

(notes and equity).

Represented minority partner in a joint venture purchasing a digital media company in the automotive industry.

Represented a founder/sponsor in a joint venture with a major movie studio for the purpose of developing digital gaming applications that incorporate the studio's intellectual property.

Represented the purchasers of a hotel in connection with structuring the joint venture operating agreement among the hotel manager and several capital partners.

Represented minority partner in a joint venture in formation and organization of a company providing management services to directors of digital and web content

Represented Catalent, Inc., the New Jersey-based leading global provider of advanced delivery technologies and development solutions for drugs, biologics and consumer health products, in its acquisition of Pharmatek Laboratories, Inc., a San Diego-based specialist in drug development and clinical manufacturing.

Represented JMJD Ventures LLC in connection with its purchase of the Junkfood Clothing Company business, a vintage-inspired, licensed-graphics tee business, from Delta Apparel, Inc. (NYSE MKT:DLA) for approximately \$28M.

Represented Angeleno Investors III, L.P. in its follow on investment in Series E Preferred Stock of Renew Financial Holdings Inc. which specializes in affordable financing for renewable energy and energy efficiency projects.

Represented a family office in connection with adapting governance, transfer, and other relevant requirements of family holding companies for transition from individual to corporate trustees of family trusts.

Represented a family office in connection with intergenerational leveraging of equity in family-controlled businesses.

Represented a family office in a joint venture with another family office to acquire an aerospace parts manufacturer.

Represented a family office in connection with its \$6,000,000 investment for a control-position in an established restaurant chain.

Represented a family office in connection with tax, securities, and partnership issues related to the transfer of investment fund and other limited partnership interests between family-controlled holding companies.

Represented a family with substantial private equity and hedge fund investments in the formation of family holding company and related recapitalizations and inter-generational transfers and gifts.

Represented a family in connection with the exchange and restructuring of real estate assets held in multifamily entities.

Represented a family in restructuring holding companies to facilitate liquidity for family trusts by creating separate structures for real estate, alternative, and more freely-tradable assets.

Represented several families in the formation of family office entities and in the formation of alternative investment vehicles for joint investment activities.

Represented siblings in creating ownership and governance structures for the development and exploitation of multi-generational family assets, including intellectual property rights in television and film properties.

Represented a family office in its various fund investments and equity investments in operating companies, which representation included providing fund review and analysis, review and analysis of equity investment documents, and negotiation of investment documentation.

Restructured and/or worked-out multiple loan portfolios for an institutional lender as part of its liquidation.

Represented a mini-major media company in connection with its P&A facility and film ultimates credit facility.

Represented a major men's clothing retailer in connection with its DIP financing.

Represented an Administrative Agent in a \$300M syndicated, unsecured working capital and acquisition line of credit to a leading manufacturer of seasonal gift products.

Represented a film production company in connection with a \$250M syndicated slate and working capital facility.

Represented an institutional lender in numerous aircraft financing loans.

Represented an institutional lender in connection with \$400M of credit facilities to a private equity fund and its principals secured by securities.

Represented a mini-major media company in its \$350M corporate debt and equity re-capitalization.

Represented a women's apparel company in restructuring its term facility and equity participation of the lender.

Represented a hedge fund in several senior secured asset based loans accompanied by warrants and/or preferred stock grants.

Represented a purchaser of a portion of the revenue streams from the film library of a significant cofinancier of two major motion picture studios.

Represented a television production company in connection with its \$30M secured term loan facility.

Represented Corbel Structured Equity Partners in connection with its \$6.25M secured term loan to a sand mining company, the proceeds of which were used in part for the acquisition of the sand mine property and a barge.

Represented Prospect Park, LLC, an entertainment production and management company, in connection with a production tax credit financing.

Represented Hero Ventures, LLC, holder of a license from Marvel to develop and operate a touring superhero show based on the Marvel comics characters, in connection with a working capital line of credit.

Represented international machinery manufacturer in connection with a \$15M credit facility

Represented a producer and distributor of television and motion picture content in connection with an eight figure senior secured credit facility.

Represented two out of three joint venture partners in formation and organization of a company providing music event promotional services.

Represented a telecommunications company in a joint venture with a developer of application management and hosting services to provide internet-based supply chain applications to the client's customer base.

Represented a content producer in a joint venture with a distributor to launch television channels in South America.

Represented a production company in a joint venture with a writer/director to develop and produce motion pictures.

Represented a founder in restructuring talent management and movie production joint ventures, including spin off of entities and assets and separation of revenue streams.

Represented a co-founder of a premiere technology, design, R&D, and consulting services company in a complex spin-out transaction.

Represented a US holding company in the reorganization, financing and establishment of a greater presence in the U.S. of a group of French animation production companies featuring highly popular French cartoon characters.

Represented Innovative Dining Group in restructuring and capital raising transactions for expansion of branded upscale dining

brands.

Represented Michael Mina, the founder and award-winning chef of Mina Group, a restaurant management company specializing in creating and operating innovative restaurant concepts around the world, in connection with an investment by Paxion Capital Partners, a private equity firm.

Represented a private equity fund portfolio company in connection with the private equity fund's repurchase of membership interests from the former owner.

Represented Bespoken Holdings, Inc. in its corporate formation and acquisition of seed IP.

Represented Next Point Bearing Group, LLC, in its purchase of the business and assets of Alliance Bearing Industries, Inc., a direct importer and supplier of bearings, out of bankruptcy in a Section 363 asset sale; also negotiated the asset backed leverage facility that financed the transaction.

Represented a men's clothing e-tailer based in Hong Kong in connection with the first tranche of a \$2.5 million Series B financing. The transaction involved extensive interaction with co-counsel in the Cayman Islands as well investor's counsel located in India.

Represented two senior executives in the negotiation of their employment agreements and equity grants in connection with the acquisition of a leading performance auto parts company by a private equity fund.

Represented the U.S. investor in the launch of a Canadian motion picture distribution company, which was structured as a joint venture involving both equity and debt financing.

Represented a seller in connection with the sale of its aircraft fastener business and assets for \$20M.

Represented an individual in connection with the sale of a travel insurance business for a combination of cash and an earn-out in an aggregate amount equal to \$50M.

Represented the buyer of a digital imaging systems developer in an asset purchase transaction.

Represented a Japanese electronics manufacturer in the acquisition of a US-based distributor.

Represented an acquirer in a stock purchase transaction in connection with its acquisition of an online community and brand for \$13,125,000.

Represented Prospect Park, LLC, an entertainment production and management company, in connection with an investment by ABRY Partners, LP, a private equity fund, to launch an online television network.

Represented Sharp Freight Systems, Inc., an intermodal and truckload brokerage and transportation logistics firm, in connection with the sale of its business and assets to Echo Global Logistics, Inc., a publicly-traded provider of technology-enabled transportation and supply chain management services.

Represented Yogitoes, Inc., a producer of performance towels specifically designed for yoga, in connection with the sale of its business and assets to Manduka, LLC, a producer of yoga mats and products.

Represented Next Point Aerospace Group, LLC in the acquisition of Sheffield Manufacturing, Inc., a North American producer of precision-machined components for the aerospace industry, in a leveraged buyout structured as a reverse triangular merger. Also negotiated the asset-based leveraged facility that financed the transaction.

Represented LendAmend LLC, a provider of syndicated loan amendment services, in its acquisition by FIS (NYSE: FIS), the one of the world's largest suppliers of banking and payments technology.

Represented Art Brand Studios, LLC, an affiliate of Next Point Capital Corporation, in the acquisition of Windermere Holdings, LLC, a producer and distributor of artwork designed or inspired by Thomas Kinkade.

Represented Hybrid Promotions, LLC, a leading supplier of branded, licensed and private label apparel, in connection with a strategic investment by Altamont Capital Partners.

Represented a private investor in an equity purchase of an international medical device company. The transaction was structured as an as-is, where-is acquisition and completed on an accelerated time-table.

Represented independent music group [PIAS] as local M&A counsel in connection with its acquisition of French record label and distributor Harmonia Mundi.

Represented Entertainment Studios in its acquisition of Freestyle Releasing, a multi-platform distributor of feature films.

Represented a private buyer in the purchase of the assets of Urologix, the market leader for in-office minimally invasive medical products for the treatment of Benign Prostatic Hyperplasia (BPH).
