



## Chris Groll

Partner

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**Clients rely on Chris's pragmatic approach to guide them through mergers, acquisitions, dispositions, and general business issues.**

### PRACTICES

Corporate  
 Emerging Growth  
 Employee Stock Ownership Plans (ESOPs)  
 Mergers and Acquisitions  
 Venture Capital and Private Equity

### INDUSTRIES

Technology, Communications, and Media  
 Real Estate and Construction

### EDUCATION

Stanford University, J.D., 1994  
 Dartmouth College, A.B., 1989

### BAR ADMISSIONS

Colorado  
 California (inactive)

With nearly 30 years of experience in a variety of industries, such as aggregates, cement and construction, food and beverage, technology, consumer products, professional services, and manufacturing, Chris advises individuals as well as small and large companies.

Chris represents both buyers and sellers in a variety of M&A transactions and acts as outside general counsel for several privately held companies. Her experience also includes distressed transactions, venture capital financings, private debt and equity financings, and ESOP transactions.

Leveraging her experience and industry acumen, Chris works with clients to evaluate and make strategic decisions about forming new entities and establishing business relationships. She also counsels clients on day-to-day business and contract matters.

Chris currently leads the firm's Mergers and Acquisitions practice and is the Chair of the firm's Partnership Admission Committee.

### EXPERIENCE

#### Mergers & Acquisitions

- Strategic Acquisitions, Dispositions, and Asset Exchanges
- Joint Venture Arrangements
- Restructurings and Reorganizations
- Private Equity Transactions
- ESOP Transactions
- Exit Strategies

#### Emerging Growth and Venture Capital

- Formation
- Financing
- Exit Strategies

#### Corporate Counseling and Transactions

- Business Succession Planning
- Commercial Contracts
- Corporate Governance

- Counseling to Management and Boards of Directors
- Nonprofit Organizations

## CLIENT RESULTS

### Building Materials and Construction Industry Transactions

#### Colas Inc. and Related Entities

- Colas Inc. and its affiliates in an asset sale and asset exchange transaction involving assets located in Michigan, North Carolina, Wyoming, Nebraska, and South Dakota.
- Strawser Construction Inc., a subsidiary of Colas Inc., in its sale of an asphalt manufacturing and storage plant located in Tennessee.
- Simon Contractors, a subsidiary of Colas Inc., in its acquisition of aggregate assets and real property and in its sale of several plants and terminals and associated leases, all in Wyoming.
- Delta Asphalt, Inc., Apex Paving Co. and Ballou Pavement Solutions Inc., all subsidiaries of Colas Inc., in the sale of concrete assets, the acquisition of hot-mix asphalt, road construction and aggregates quarries and facilities, all in Missouri.
- Barrett Paving Materials, Inc., a subsidiary of Colas Inc., in its acquisition, through Upstone Materials Inc., of asphalt and ready mix plants and aggregate quarries in 12 locations in northern New York.

#### Holcim (US) Inc. and Related Entities

- Holcim (US) Inc. (HUS) and its affiliates in their dispositions of slag cement facilities, cement terminals and a cement plant and related assets in Illinois, and Massachusetts, Michigan, Minnesota, Montana, New Jersey, New York, and Ohio. These dispositions were directly related to the global merger between HUS's parent company, Holcim Ltd, and Lafarge S.A.
- Aggregate Industries Management, Inc. in the sale of certain of its ready-mix and aggregates assets located in Indiana, Wisconsin, Nevada, New Hampshire and Massachusetts.

Suffolk Tech LLC, an affiliate of Suffolk Construction Company, in its Series Seed investment in Trade Hounds Inc.; its Series B investment in WhyHotel Inc.; its SAFE investment in EquipmentShare.com Inc.; its convertible note financing investment in Envelope City, Inc.; its convertible note investment in Maverick Work Wear, Inc.; and its investment in Agora Systems, Inc.

Votorantim Cementos North America, through certain subsidiaries, in its acquisition of substantially all of the assets of United Materials LLC.

Small Mine Development, LLC, a 500+ employee company that builds and operates underground mines, in the sale of 100% of their ownership interest in the Company to an Employee Stock Ownership Plan (ESOP).

## Food and Beverage Industry Transactions

Odell family members in the sale of a controlling interest in Odell Brewing Company, Inc. to existing management and a newly formed employee stock ownership plan (ESOP).

Wyoming Whiskey, Inc. in forming a strategic partnership with the Edrington Group, a global leading spirits producer.

Quiznos in its sale of substantially all of its assets from QCE LLC and its subsidiaries to High Bluff Capital Partners.

Prairie Smokehouse Partners, LLC, a wholly owned subsidiary of Western's Smokehouse Partners, LLC, in the acquisition of substantially all of the assets of Sky Snacks, LLC.

## Manufacturing Industry Transactions

Scott's Liquid Gold-Inc. in its acquisition of the Prell®, Denorex® and Zincon® brands from Ultimark Products, Inc.

A privately held manufacturer of cable connectors in the sale of substantially all of its assets for an undisclosed price.

An international manufacturer of polyethylene and polyvinyl chloride piping in the sale of two of its subsidiaries in separate transactions.

## Technology, Communications and Media Industry Transactions

Gorilla Logic, LLC, a Boulder-based company, in its growth investment from Sverica Capital Management LP.

Haulynx, Inc. in its consummation of a strategic joint venture with a wholly owned subsidiary of U.S. Xpress Enterprises Inc.

Sharp Shooter/Spectrum Venture, L.L.C. in the disposition of 100% of its membership interests to Magic Memories (USA) Ltd.

## Other Transactions

Arcadis in its acquisition of all of the outstanding shares of E2 ManageTech, Inc.

American Armored Transport, Inc. and its sole shareholder, Charles Freitag, in the sale of all of the stock in American Armored Transport, Inc. to Brinks Global Services USA, Inc.

Nurse-Family Partnership, on a pro bono basis, in its merger with Child First, Inc.

Impello Biosciences, Inc. in its conversion from an LLC to a corporation and its sale and issuance of a confidential amount of preferred stock in two closings.

PayneWest Insurance, Inc., in its merger with Marsh & McLennan Agency

LLC.

A northwest title agency business in its sale to a private equity investor.

## **PUBLICATIONS**

"10 Tips to Mitigate the Risk of Deal Breakups in the Era of COVID-19," *Holland & Hart News Update*, 08/12/2020

## **SPEAKING ENGAGEMENTS**

"Negotiating and Structuring Your Next M&A Deal: Latest Deal Points Study Info," *Mergers & Acquisitions Subsection CLE Breakfast Series*, 05/01/2018

"Develop Honest Relationships," *LeftFoot Podcast*, 01/24/2017

"Leaky Pipeline Roundtable at Denver Law," *Law School Transparency Women in the Law mini-series*, radio panel participant, 12/05/2016

## **RECOGNITION**

- *Chambers USA: America's Leading Lawyers for Business*, Corporate/M&A, 2012-2021
- *The Best Lawyers in America*®, Corporate Law 2016-2022; Venture Capital Law, 2013-2022
- *The Legal 500*, Mergers & Acquisitions
- *Law Week Colorado*, Barrister's Best, People's Choice: M&A Lawyer, 2019
- Colorado Super Lawyers®, Business/Corporate Law, 2010; Mergers & Acquisitions, 2011-2021
- *Martindale-Hubbell*® AV Preeminent®, Level 5 Rating
- Member of winning team and \$25,000 donation prize at Women in Law Hackathon, a team pitch competition designed to generate innovative ideas that tackle recruitment, advancement, and retention of experienced women in law firms, sponsored by Diversity Lab.

## **PROFESSIONAL AND CIVIC AFFILIATIONS**

- Colorado Bar Association, Member
- American Bar Association, Member
- Meals on Wheels, Volunteer
- Capitol Hill Community Services Soup Kitchen, Volunteer
- Brothers Redevelopment Paint-A-Thon, Volunteer
- Association for Corporate Growth Denver, former member, Board of Directors
- Can Do Multiple Sclerosis, former member, Board of Directors