

DEAL REPORT
CORPORATE TRANSACTIONS
2021



THE HOLLAND & HART DIFFERENCE

Joe Holland and Steve Hart were highly trained lawyers who also happened to be Rocky Mountain climbers. Over 70 years ago, they came together to build a firm to buck the trend of “establishment-oriented, monopolistic old firms.” Their philosophy was simple: keep going up, and if you get stuck, there is always another route to the top. This is where the spirit of the firm’s pioneering and innovation began.

As in mountain climbing, team interdependence has always been the spirit of Holland & Hart. It is part of what makes us different. Today, we work with regional, national, and international clients of all sizes to tackle virtually any kind of legal issue. We help our clients ascend the “mountains” they face, in the most efficient, innovative way possible.

Leslie Boyle, Corporate Practice Group Leader
303.295.8022 | lsboyle@hollandhart.com
555 17th Street Street, Suite 3200, Denver, CO 80202
hollandhart.com

2021

A SAMPLING OF OUR CLIENTS' TRANSACTIONS

We are honored to partner with a diverse range of clients driving innovation and economic growth as they establish and deepen customer connections. In 2021 alone, our Corporate team completed more than 135 transactions valued at over \$4.2 billion.

Since our founding, our firm's approach and decisions have been driven by our core values—our commitment to our people and our dedication to deliver excellent service to our clients.

We invite you to peruse a sampling of our clients' transactions from our corporate practice group. These highlight the accomplishments of just some of our clients that are successfully operating in the technology, finance, healthcare, energy, outdoor recreation, pet care, cannabis, construction, aerospace, and food, beverage, and consumer products industries.



MERGERS AND ACQUISITIONS

This year, our expansive M&A team helped over 60 clients with a variety of transactions, including mergers, acquisitions, joint ventures, dispositions, and private equity transactions.

Some of our 2021 transactions included:



AbsenceSoft Inc., a portfolio company of Bow River Capital Software Growth Equity Fund, in connection with the recapitalization of AbsenceSoft with Norwest Venture Partners.



ActiveProspect, Inc. in connection with the acquisition of LeadsBridge, Inc.

BayMedica, Inc.

BayMedica, Inc. in connection with its acquisition by InMed Pharmaceuticals, Inc.



Bow River Capital Software Growth Equity Fund in connection with its majority recapitalization of Xyleme, Inc.



Century Gaming, Inc.

Century Gaming, Inc. dba Century Gaming Technologies in connection with its agreement to be acquired by Accel Entertainment, Inc., a leading distributed gaming operator in the US, in a cash and stock transaction.

Clearway Energy Group, LLC

Clearway Energy Group, LLC, through its wholly owned subsidiary, Renew Development HoldCo LLC, in connection with the negotiation of an MIPSAs for the acquisition of a solar project in Southwest Power Pool, including real estate due diligence.

Conrad & Bischoff Inc.

Conrad & Bischoff Inc. in connection with its acquisition by Parkland Corporation.



Destination Pet, LLC in connection with its acquisition of over 25 veterinary hospitals and pet care centers in 2021.



eLum Technologies, Inc. in connection with the sale of 100% of the issued and outstanding shares of capital stock from its shareholders to a Cayman Islands exempted limited partnership.



FINEOS Corporation in its acquisition of Digin Technologies LLC dba Spraoi.



Graham Group Ltd. in its acquisition of Milender White Inc.



Healthcare Building Solutions, Inc. in connection with a sale transaction whereby the Company sold all of its outstanding equity to a subsidiary of LatticeWork Capital Management.



Infomedia Ltd in its acquisition of SimplePart, LLC.



Jackson Hole Real Estate Associates

Jackson Hole Real Estate Associates in connection with its equity sale to Compass, Inc.

Leeward Renewable Energy, LLC

Leeward Renewable Energy, LLC in the acquisition from Tri Global Energy of:

- The 400 MW Honey Creek Solar project located in White County, Indiana
 - The 200 MW Hoosier Line Wind project located in White County, Indiana
 - The 150 MW Blackford Solar project located in Blackford County, Indiana
 - The 200 MW Blackford Wind project located in Blackford County, Indiana
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Pacific Pipe Company, Inc.

Pacific Pipe Company, Inc. in connection with its acquisition by Core & Main, Inc.

PayneWest Insurance, Inc.

PayneWest Insurance, Inc. in connection with a transaction whereby Marsh & McLennan Agency LLC acquired PayneWest Insurance, Inc. in a reverse subsidiary merger transaction.



Rubico Acquisition Corp.

Rubico Acquisition Corp. in its acquisition of the Caesars Entertainment Inc. and VIVI Properties Inc. racing & entertainment property Harrah's Louisiana Downs Casino, Racing & Entertainment.

Scout Clean Energy LLC

A subsidiary of Scout Clean Energy LLC in connection with the acquisition from Azimuth Renewables, LLC of Stockton Lake Solar, LLC which owns an early stage 112 MW solar development project in Polk County, Missouri.

Small Mine Development, LLC

The owners of Small Mine Development, LLC in connection with the sale of 100% of their ownership interest in the Company to an Employee Stock Ownership Plan (ESOP).

Western's Smokehouse Company, LLC

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

Whittaker & Associates, Inc.

Whittaker & Associates, Inc., an accounting firm based in Boise, in connection with its sale to KDP, LLP, an Oregon accounting firm.



VENTURE CAPITAL/EMERGING GROWTH

This past year, we served the diverse legal needs of emerging companies throughout all stages of development, from forming tax-efficient business structures, to debt and equity financing, to planning for and executing on exit strategies.

Some of our 2021 transactions included:

Brimstone Energy

Brimstone Energy in connection with its \$5.1M Seed financing.

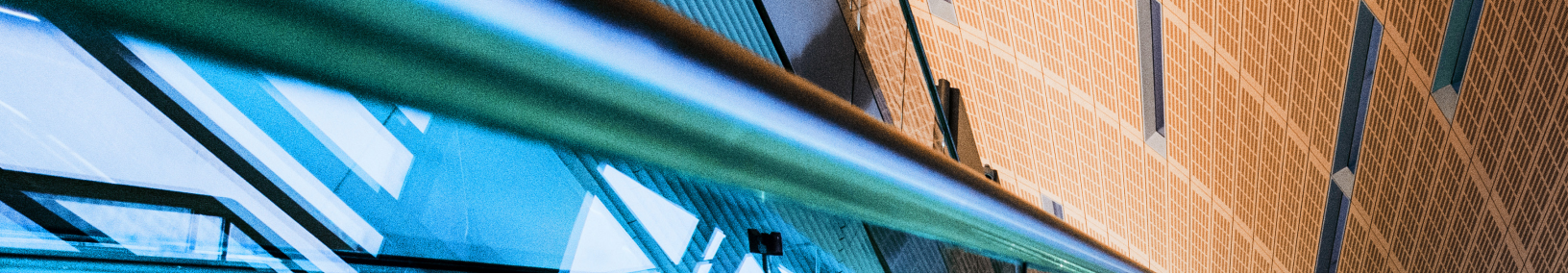
Carrick-Harvest

Veritas Fine Cannabis family of companies in connection with its \$6M Series B financing.



CircleUp Growth Partners in connection with the following investments:

- \$6M Series A investment in Everything Legendary.
 - Series A investment in Mented Cosmetics, Inc.
 - \$4M Series A investment in Simple Skiff Beverages, Inc., a Delaware corporation, dba Ohza Mimosas.
 - \$3.5M Series A investment in Los Sundays.
 - \$7M Series A investment in Serenity Kids.
 - \$10.5M Series Seed investment in GEM Health Inc.
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E.S. Nutrition, Inc. dba Elite Sweets in connection with its Series Seed financing.

Fabric Global

Fabric Global in connection with its Series Seed offering.

FRONTMAN™

Frontman, Inc. in connection with its \$1.25M Series Seed financing round.



Kitu Life Inc. d/b/a Super Coffee in connection with its \$106M Series C financing.

Mindful Foods, Inc.

Mindful Foods, Inc. in connection with its Series A financing.



NextWorld Evergreen in connection with the following investments:

- \$45M investment in Sambazon, Inc. in its Series F Preferred Stock financing.
- Series B investment in The Citizenry, Inc.



PowerPlant Ventures in connection with its \$40M Series C investment in Miyoko's Creamery.



Purely Elizabeth LLC in connection with its Series B financing.



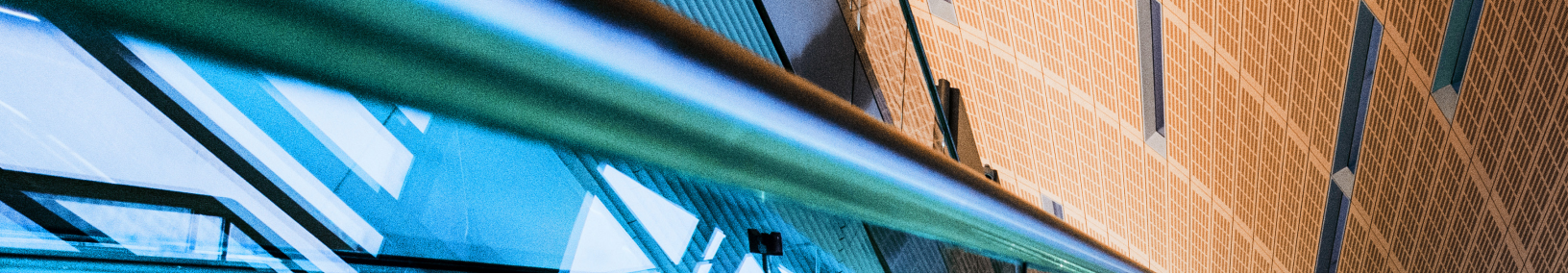
Rowan Petcare, Inc. in connection with their Series Seed financing.



Shameless Pets Inc. in connection with their Series A Preferred financing.



Stratia LLC in connection with its Series Seed financing.



Suffolk Tech LLC in connection with the following investments:

- Series B investment in Wint – Wi Ltd.
- SAFE investment in Flexbase Technologies, Inc.
- Series B Investment in Canvas Construction, Inc.
- Series C Investment in HqO, Inc.



The Last Gameboard, Inc. in connection with its \$4M Series Seed Preferred equity financing.



The Pro's Closet Inc. in connection with its \$40M Series B Preferred financing.



Verdant Microgrid, LLC in connection with a \$150M exclusive financing agreement for the development of microgrid projects with ClearGen, LLC.



PROJECT DEVELOPMENT AND FINANCE

We work side by side with our energy and infrastructure clients to build strong projects. Our extensive experience developing, financing, and buying and selling projects allows us to step in at any stage of a project's life-cycle to help complete the development of a facility, a financing, a purchase or sale, or any other transaction.

Some of our 2021 transactions included:

Clearway Energy Group, LLC

Clearway Energy Group, LLC in connection with the negotiation of a Turbine Supply Agreement and Long-Term Supply Agreement with the Cedar Creek wind farm.

D.E. Shaw Renewables

Hunter Solar, LLC in connection with the tax equity and debt financing of approximately \$75M for its 75 MW AC solar power plant and related facilities located in Colorado.

Hoosier Energy Rural Electric Cooperative, Inc.

Hoosier Energy Rural Electric Cooperative, Inc. in its Power Purchase Agreement (PPA) with Clēnera's affiliate, Rustic Hills Solar LLC.



Leeward Renewable Energy

Leeward Renewable Energy in connection with a PPA with Guzman Energy for the 145 MW Panorama Wind Farm in Colorado



Southern California Public Power Authority (SCPPA) in connection with its entry into a 20-year PPA for the procurement of energy, capacity, and environmental attributes from three geothermal projects located in Inyo County, California, owned and operated by Coso Geothermal Power Holdings, LLC.



SunShare, LLC in connection with a \$30M investment from Ember Infrastructure.



SECURITIES AND CAPITAL MARKETS

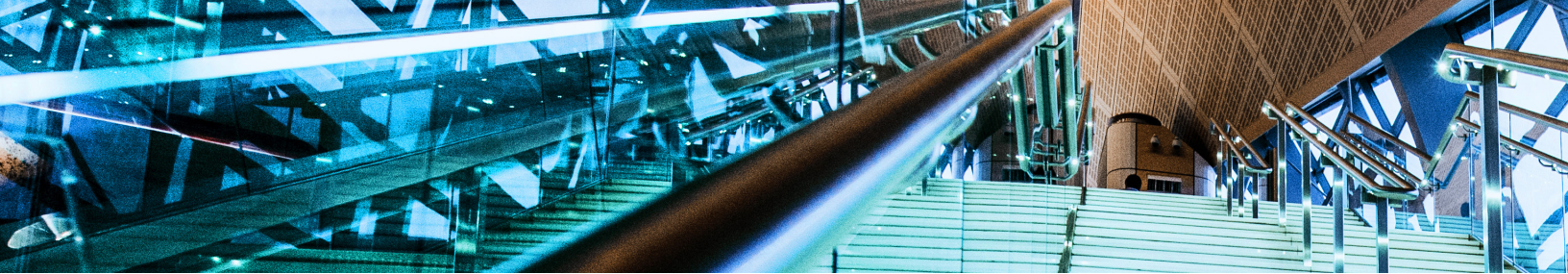
Our team utilized their experience, knowledge, responsiveness, and sophistication in the ever-changing areas of securities and capital markets to guide clients through the many opportunities and challenges that were presented over the uncertain times of the last year.

Some of our 2021 transactions included:

Comrit Investments I, LP in connection with tender offers totaling \$44.2M for shares of the following real estate investment trusts (REITs):

- NorthStar Healthcare Income, Inc.
- Steadfast Apartment REIT, Inc.
- Griffin-American Healthcare REIT III, Inc.
- Griffin-American Healthcare REIT IV, Inc.
- KBS Real Estate Investment Trust III, Inc.
- Griffin Capital Essential Asset REIT, Inc.
- InvenTrust Properties Corp.
- Pacific Oak Strategic Opportunity REIT, Inc.
- KBS Real Estate Investment Trust II, Inc.
- SmartStop Self-Storage REIT, Inc.
- Sila Realty Trust
- Phillips Edison & Company
- CIM Real Estate Finance Trust, Inc.
- CNL Healthcare Properties, Inc.
- Benefit Street Partners Realty Trust, Inc.
- NorthStar Healthcare Income, Inc.
- KBS Real Estate Investment Trust II, Inc.
- Pacific Oak Strategic Opportunity REIT, Inc.
- SmartStop Self Storage REIT, Inc.
- Griffin Realty Trust, Inc.
- CIM Real Estate Finance Trust, Inc.
- Sila Realty Trust
- Resource REIT, Inc.





DCP Midstream, LP

DCP Midstream, LP and its wholly owned subsidiary DCP Midstream Operating, LP in connection with its issuance of \$400M in 3.250% senior notes due in 2032 at a price to the public of 100% of their face value.

SM Energy Co.

SM Energy Company in connection with its cash tender offer for all of its 6.125% Senior Notes due in 2022 and up to \$172.3M aggregate principal amount of its 5.000% Senior Notes due 2024.

SM Energy Company in connection with its public offering of \$400M aggregate principal amount of 6.500% Senior Notes due in 2028.



OUR FIRM

Founded in 1947, Holland & Hart is a full-service Am Law 200 firm with offices in eight states and in Washington, D.C. We deliver integrated legal solutions to regional, national, and international clients of all sizes in a diverse range of industries. For more information, visit www.hollandhart.com or on Twitter: @HollandHart

RECOGNITION

- 84 attorneys and 37 of the firm's practice areas (by market) recognized by *Chambers USA 2021*
- 177 attorneys and 28 "Lawyers of the Year" recognized by *The Best Lawyers in America*® 2022, and 58 attorneys named 2022 Best Lawyers: Ones to Watch
- National Tier 1 ranking for Technology Law by *U.S. News – Best Lawyers "Best Law Firms"* since 2011
- National Tier 1 ranking for Environmental Law, Litigation – Environmental, Technology Law, and Natural Resources Law by 2022 *U.S. News – Best Lawyers "Best Law Firms"*
- Ranked in 28 practice areas nationally and in 149 regional practice areas by 2022 *U.S. News – Best Lawyers "Best Law Firms"*
- 40 attorneys named to the 2021 Super Lawyers or Rising Stars lists by *Mountain States Super Lawyers*®
- 44 attorneys named to the 2022 Super Lawyers or Rising Stars lists by *Colorado Super Lawyers*®
- Ranked as a top 5 Mountain West firm by Vault, 2017-2021

DIVERSITY & INCLUSION

- Best Place to Work for LGBTQ Equality, Human Rights Campaign Foundation's Corporate Equality Index, 2020-2022
- 2019 Sustained Diversity Champion, Colorado Pledge to Diversity
- Mansfield Rule Certified Plus for four consecutive years, 2017-2021
- Ranked Tenth on Am Law's 2020 A-List: Female Equity Partner Scorecard
- In 2020, recognized as one of the 60 Best Law Firms for Women by *Working Mother* for the 10th time, earning a place in the Hall of Fame
- In 2021, achieved Gold Standard Certification by the Women in Law Empowerment Forum for eleven consecutive years, 2011-2021
- Named to Law360's list of "Ceiling Smashers" for firms with the highest representation of female equity partners, 2017-2021
- Selected as an ExxonMobil "Outside Counsel Diversity Leader" in 2019



HOLLAND & HART ^{LLP} 

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Montana
Nevada
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Utah
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Wyoming