

Q. Who brings both transactional prowess and industry savvy to the private equity space?

A. **Manatt.**
Private Equity.

**The value of
deep industry
knowledge.**



Hanley-Wood
Unitranche Refinancing

\$145 million

Counsel to Hanley-Wood,
a portfolio company of
Oaktree Capital Management
July 2013



Avidbank Holdings, Inc.
Private Placement of
Common Stock

\$16 million

Counsel to Avidbank Holdings, Inc.
June 2013



Hanley-Wood
Add-On Term Loan Financing

\$40 million

Counsel to Hanley-Wood,
a portfolio company of
Oaktree Capital Management
May 2013



Hanley-Wood
1st and 2nd Lien Financing

\$105 million

Counsel to Hanley-Wood,
a portfolio company of
Oaktree Capital Management
January 2013



BMG Rights Management
(a joint venture of Bertelsmann AG
and Kohlberg Kravis Roberts & Co.)
Acquisition of Famous Music
and Virgin UK Catalogs

Counsel to Buyer
December 2012



HOULIHAN LOKEY

Precision Aviation Group
Sale to PNC RiverArch Capital

Counsel to Houlihan Lokey
December 2012

TAX CREDIT CO.SM

Tax Credit Co.
Recapitalization by
Veronis Suhler Stevenson

Counsel to Tax Credit Co.
November 2012



Big Strike, LLC
Acquisition of Green Mochi, LLC

Counsel to Buyer,
Big Strike, LLC, a portfolio company
of The Gores Group
November 2012



Candle Lamp Company, LLC
Acquisition of The Sterno Group

Counsel to Buyer,
Candle Lamp Company, LLC, a
portfolio company of Westar Capital
October 2012



MerchantWarehouse.com, LLC
Acquisition of Beacon Payments,
LLC

Counsel to Buyer,
MerchantWarehouse.com, LLC, a
portfolio company of Parthenon
Capital Partners
October 2012



Valutech Outsourcing, LLC
Sale of Majority Interest to
Golden Gate Capital and Clover
Technologies Group, LLC

Counsel to Seller
October 2012

THE GORES GROUP

P-Wave Holdings, LLC
Senior Secured Credit Facility
provided to Powerwave
Technologies

\$35 million

Counsel to P-Wave Holdings, LLC,
a portfolio company of The Gores Group
September 2012



Cydcor, Inc.
Leveraged Buyout of U.S. and
Canadian Business Operations
Assets from Golden Gate Capital
and JP Capital Partners

Counsel to Executive Management
of Cydcor, Inc.
September 2012

The Yucaipa Companies, LLC
Private Equity Investment in
Amalgamated Bank

\$50 million

Counsel to Investor,
The Yucaipa Companies, LLC
April 2012



EZ Lube, LLC
Sale to Henley Pacific LA, LLC

\$43 million

Counsel to Seller,
EZ Lube, LLC, a portfolio company
of Goldman Sachs Capital Partners
and GSO Capital Partners
March 2012



INGrooves
Acquisition of Fontana Distribution,
LLC, a subsidiary of Universal
Music Group

Counsel to Buyer,
INGrooves, a portfolio company
of Shamrock Capital
March 2012



BMG Rights Management
(a joint venture of Bertelsmann AG
and Kohlberg Kravis Roberts & Co.)
Acquisition of R2M Music

Counsel to Buyer
February 2012



True Grits School Uniforms, Inc.
Sale to Parker School Uniforms,
a portfolio company of
Blue Sage Capital

Counsel to Seller
February 2012



Triodos Bank
Equity Investment in New Resource
Bank's Private Placement of 1.75
million shares of stock

Counsel to Investor,
Triodos Bank
January 2012



RIGHTS MANAGEMENT

BMG Rights Management
(a joint venture of Bertelsmann AG
and Kohlberg Kravis Roberts & Co.)
Acquisition of Bug Music, Inc.

Counsel to Buyer
October 2011



Colchis Income Fund
Formation of the Fund

Counsel to the Fund Sponsor,
Colchis Capital Advisors
September 2011



Kindred Healthcare, Inc.
Acquisition of Professional
Healthcare, LLC, a portfolio
company of Mainsail Partners

Counsel to Buyer
September 2011



Outcome Resources
Sale to a Private Equity Fund

Counsel to Seller
September 2011

Stevco, Inc.
Sale of Its Farming, Cold Storage,
Sales and Distribution Business to
Teays River Investments, LLC

Counsel to Seller
April 2011

The right capabilities in the right industries

In today's private equity space, the need for in-depth industry experience cannot be overstated. As large funds develop specialty niches—and as sector-specific funds proliferate—investors increasingly zero in on industries where deep knowledge of the legal and regulatory landscape can make a real difference in the market. This makes them an especially good fit with Manatt, a law firm with a long track record of success in industries that are now fertile ground for private equity activity.

The entertainment and digital media space offers a strong case in point. As interest in all types of content providers lures private equity investors into an arena that may be outside their comfort zones, we can offer them the reassurance of a player with solid credentials in both traditional and new media. As such, we provide them with the know-how and broad range of contacts they need to make inroads in what is, for them, less familiar territory.

We are equally well equipped to serve their needs in the healthcare, energy, and financial services sectors—industries in which our attorneys and practice groups have long been deeply entrenched. In all these industries, we offer seasoned multidisciplinary teams that combine our vaunted transactional prowess with a comprehensive suite of legal services tailored to the particular needs of private equity portfolios—employee benefits, intellectual property, real estate, labor, environmental, and tax.

In short, we have the industry savvy, the legal firepower, and the deep bench strength to help private equity investors identify and seize the opportunities they now seek.

INDUSTRY EXPERIENCE:

- Financial services
- Healthcare
- Digital media
- Entertainment and media
- Technology
- Consumer products
- Energy
- Transportation and infrastructure
- Real estate
- Insurance

AREAS OF FOCUS:

- Mergers
- Debt financing
- Stock and asset purchases
- Going-private transactions
- Cross-border and domestic deals
- Leveraged and management buyouts
- Strategic acquisitions and spin-offs
- Private equity investments and acquisitions
- Tender and exchange offers
- Unsolicited offers and takeover defenses
- Fairness opinions
- Special committee representations
- Proxy contests
- Share exchanges

