



→ Adam Shipley

Partner

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Adam Shipley is a partner in the firm's Corporate Practice Group in New York City.

Areas of Practice

Adam advises buyers and sellers in acquisition of company transactions, growth capital transactions and cross border transactions. Adam has extensive experience in transactions in the industrial, manufacturing, healthcare, life sciences and energy sectors, though he has advised on matters in many other industry sectors as well (representative experience by industry follows under the Experience heading).

Adam also advises insurance companies/underwriters regarding transactional risk (representations and warranties insurance) matters, and leads the firm's transactional risk advisory team.

Finally, Adam acts on behalf of companies in various sectors (healthcare, life sciences, consulting, hospitality) as outside legal adviser/general counsel.

Recent Representations

- LSNE, a portfolio company of Permira, sale to PCI Pharma Services
- Lockton Insurance investment management collaboration/transaction with Creative Planning, LLC
- Private equity sponsor acquisition of landfill gas facility
- Acquisition of contract pharmaceutical manufacturer in Spain
- Private equity sponsor acquisition of amusement park
- Private equity sponsor investments in a Canadian helium mining company
- Private equity owned company in a dividend recapitalization
- Amazon.com acquisition of Fairway Market locations in New York and New Jersey in bankruptcy 363 sale
- Ardian North America Direct Buyouts acquisition of Acousti Engineering Company of Florida
- Private equity sponsor acquisition of a hospitality/tourism company
- Cigna Inc. in the design and implementation of a national risk-sharing strategic alliance with Oscar Health
- Medical practice software company sale to private equity backed strategic buyer
- Primary Energy, a portfolio company of Fortistar) sale to Primary Energy to SDCL Energy Efficiency Income Trust

- AKA Enterprise Solutions sale to HSO, a portfolio company of The Carlyle Group
- Fortune 500 company acquisition of a venture backed company (party names and deal terms not publicly disclosed)
- Ardian North America Direct Buyouts acquisition of Colonial Bag Corporation
- Jinxin Fertility Group U.S. \$390 million global offering and IPO on the Main Board of the Hong Kong Stock Exchange
- Fluent, Inc. (Nasdaq:FLNT) acquisition of AdParlor
- Fidelis Care \$3.75 billion sale to Centene Corporation
- Guzman Energy Group \$130 million equity and mezzanine financing by Vision Ridge Partners and ZOMA Capital
- Aretex Capital Management spin-off and creation of a new private equity platform, including funding provided by Goldman Sachs and ICG Capital
- Aretex Capital Partners acquisition of Alerian
- Aretex Capital Management acquisition of senior securities of Building Energy 1 Holdings plc
- Aretex Capital Management acquisition of minority equity interest in Surgical Specialties Corporation
- Off Road Capital Partners acquisition of the Santa Monica Pier amusement park
- Ardian North America Direct Buyouts acquisition of Revere Plastics Systems
- Montefiore Medical Center joint venture with Crystal Run Healthcare
- CA, Inc. (Nasdaq: CA) acquisition of Runscope Inc.
- Ardian North America Direct Buyouts acquisition of Dynamic Technologies S.p.A.

Honors

Rising Star, San Diego *Super Lawyers*, 2020-2021

Experience

Pharmaceutical, Medical Device and Medical Technology

- Advised Lyophilization Services of New England, Inc., a portfolio company of Permira, in its sale to PCI Pharma Services.
- Advised Nipro Corporation, a medical device manufacturer and distributor headquartered in Japan, in its acquisition of Infraredx, Inc., a manufacturer of medical imaging systems.
- Advised Aretex Capital Management in the secondary acquisition of minority equity interest in Surgical Specialties Corporation.
- Legal and transactions adviser to Livivos, Inc., a company with a development stage medical diagnostic technology.
- Advised Multi Modal Imaging Corporation, an IP licensing company that holds IP relating to advanced MRI technology used in executive health/human longevity services, in its venture financing by and joint venture with an affiliate of the Malaysian conglomerate Genting Berhad.

- Advised DR Systems, Inc., a manufacturer of medical imaging information systems, in its sale to Merge Healthcare.
- Advised Fosun Group, an investment conglomerate headquartered in Shanghai, China, in its investment in Saladax Biomedical, Inc., a development stage pharmaceutical company.
- Advised private equity backed company in its acquisition of contract pharmaceutical manufacturer in Spain.
- Advised Kleiner Perkins Caufield & Byers in the spin-off and Series A Preferred Stock financing of True North Therapeutics, Inc., a development stage pharmaceutical company.
- Advised venture capital sponsor Kleiner Perkins Caufield & Byers in its financing of iPierian, Inc., a development stage pharmaceutical company.
- Advised Elcelyx, Inc., a development stage pharmaceutical company, in its spin-off of certain assets.
- Advised Atara Biotherapeutics, Inc. and its sister companies (Nina Biotherapeutics, Inc., Pinta Biotherapeutics, Inc., and Santa Maria Biotherapeutics) in a Series A Preferred Stock financing.

Healthcare

- Advised Cigna Inc. in the design and implementation of a national risk-sharing strategic alliance with Oscar Health.
- Advised the Archdiocese of New York, the corporate member of Fidelis Care, New York's largest Medicaid managed care plan, in the \$3.75 billion sale of Fidelis Care to Centene Corporation, the nation's largest Medicaid managed care plan provider.
- Advised Jinxin Fertility Group in its U.S. \$390 million global offering and IPO on the Main Board of the Hong Kong Stock Exchange.
- Advised Montefiore Medical Center in its joint venture with Crystal Run Healthcare.
- Advised March Vision Care, a vision care benefits administrator, in its sale to UnitedHealth Group.
- Advised Visalia Medical Clinic, a multi-specialty medical group practice, in its affiliation with the Kaweah Delta Health Care District through the creation of the Kaweah Delta Medical Foundation.
- Advised two large medical groups in Orange County, California in their consolidation.
- Advised Heritage Development Organization (an affiliate of Heritage Provider Network) in its Physician Network Development and Care Coordination Collaboration Agreement with Fresenius Medical Care.
- Advised Sansum Clinic in its acquisition of Sansum Clinic Pharmacy.
- Advised two surgery centers in Southern California in their sale to a private equity sponsor.
- Advised buyer in its acquisition of a dialysis center in Houston, Texas.

Information Technology, Software and Online

- Advised a Fortune 500 company in the acquisition of a venture backed company.
- Advised CA, Inc. (Nasdaq:CA) in its acquisition of Runscope Inc., a developer and provider of API applications.
- Advised Fluent, Inc. (Nasdaq:FLNT) in its acquisition of AdParlor.
- Advised I Drive Safely, LLC, a provider of online driver safety schools in more than 40 states, in its sale to Compass Capital Partners.

- Advised TargetSolutions, Inc., a provider of online management solutions for public agencies, in its sale to RedVector.com, LLC.
- Advised SiliconSystems, Inc., a manufacturer of solid state memory devices, in its sale to Western Digital Corporation.
- Advised Pomeroy IT Solutions, Inc., a provider of information technology products and services, in its sale to Platinum Equity, LLC.
- Advised Z57, Inc., a leading provider of web sites, lead management and lead generation solutions for real estate agents, in its sale to Constellation Software, Inc.
- Advised Scorestream, Inc., a mobile app for high school and local sports scores and updates, in its Series Seed Preferred Stock financing.
- Advised Samba Holdings, Inc., a provider of driver safety data to employers and school districts, in its sale to Cerca Group, LLC.
- Advised Lenco Mobile Inc., a provider of internet and mobile phone advertising solutions, in its acquisition of Superfly Advertising, Inc.
- Advised Lenco Mobile Inc., a provider of internet and mobile phone advertising solutions, in its acquisition of iLoop Mobile, Inc.
- Advised Trooval.com, Inc. in its sale of Series A-1 Preferred Stock to venture capital group North Bridge Venture Partners.
- Advised a medical practice software company sale to private equity backed strategic buyer.

Energy & Natural Resources

- Advised Primary Energy Recycling Corp, a portfolio company of Fortistar, in its sale of 50% of the equity of Primary Energy to SDCL Energy Efficiency Income Trust;
- Advised Guzman Energy Group in its \$130 million equity and mezzanine financing facility investment by Vision Ridge Partners and ZOMA Capital.
- Advised Aretex Capital Partners in its secondary acquisition from ZZ Capital of its stake in Building Energy 1 Holdings plc, a global independent power producer of renewable energy.
- Advised private equity sponsor in its acquisition of a landfill gas facility.
- Advised private equity sponsor in investments in a Canadian helium mining company.

Hospitality & Entertainment

- Advised Off Road Capital Partners in the acquisition of the Santa Monica Pier amusement park.
- Advised Rizvi Traverse Management in its going private transaction of Playboy Enterprises, Inc.
- Advised a private equity sponsor in the acquisition of a hospitality/tourism company.
- Advised a private investor in the acquisition of three franchise restaurants.

Investment Management & Financial

- Advised Lockton Insurance in its investment management collaboration/transaction with Creative Planning, LLC.
- Advised Aretex Capital Partners in its acquisition of Alerian, the developer of the energy benchmark Alerian MLP Index.

- Advised Lockton Insurance in a joint venture with Antarctica Capital to create a business focused on insurance capital markets.
- Legal and transactions adviser to Livivos, Inc., a company with a development stage medical diagnostic technology.
- Advised Frontera Investment, Inc., a chain of retail check cashing, payday loan, wire and pawn stores, in its sale of Series A Preferred Stock to Metropolitan Retail Capital, LLC.

Manufacturing, Construction & Industrial

- Ardian North America Direct Buyouts in the acquisition of Acousti Engineering Company of Florida, a specialty ceiling and flooring subcontractor for acoustically sensitive projects.
- Advised Ardian North America Direct Buyouts in its acquisition of Colonial Bag Corporation, a manufacturer of industrial strength bags.
- Advised Ardian North America Direct Buyouts in its acquisition of Revere Plastics Systems, a manufacturer of plastic injection molded products.
- Advised Ardian North America Direct Buyouts in its acquisition of Dynamic Technologies S.p.A., a manufacturer of automobile engine components.
- Advised Trench Plate Rental Co., a provider of trench protection equipment service and solutions to the construction industry, in its sale to Oaktree Capital Management, L.P.
- Advised Electro Rent Corporation, a lessor and reseller of electrical test equipment with operations in the United States, China and Europe, in its sale to Platinum Equity in a \$382 million going private transaction.
- Advised National Technical Systems, Inc., a provider of testing, inspection and certification solutions, in its sale to Aurora Capital Group.
- Advised Hunter Industries Incorporated, a manufacturer of irrigation equipment, in its acquisition of FX Luminaire, Inc., a manufacturer of landscape lighting fixtures.
- Advised Kratos Defense & Security Solutions, Inc. (Nasdaq:KTOS) in its tender offer for up to \$175 million aggregate principal amount of its 7.000% Senior Secured Notes.

Retail & Service

- Advised Amazon.com in its acquisition of Fairway Grocery Store locations in a bankruptcy auction.
- Advised AKA Enterprise Solutions, a technology consulting services firm, in its sale to HSO, a portfolio company of The Carlyle Group located in the Netherlands.
- Advised Aladdin Bail Bonds in its sale to Endeavour Capital Partners.
- Advised Eplica, Inc., a temp worker agency, in its acquisition of assets from Contractor's Employment Services, Inc.
- Advised a private equity owned company in a dividend recapitalization.

Articles

- JOBS Act Eases IPOs
The Recorder, 02.07.2013

Blog Posts

- "Clean Up on Aisle 12! The Obamacare Pop-Up Store is Open but Stocks are Limited," November 3, 2017
- "ACA Cost-Sharing Reductions– A Momentary Reprieve and Ongoing Doubts," August 25, 2017
- "Final Market Stabilization Rules – How Stable is Stable?" April 21, 2017
- "Smaller Reporting Companies Given Additional Time to Comply with Auditor Attestation Report on Internal Control over Financial Reporting," October 5, 2009
- "SEC approves NYSE Rule change regarding Broker Non-Votes," July 15, 2009

Practices

Corporate

Mergers and Acquisitions

Emerging Company & Venture Capital

Public Company Corporate Governance and Compliance

Healthcare

Industries

Emerging Company & Venture Capital

Healthcare

Private Equity

Education

J.D., Notre Dame Law School, *cum laude*, 2006

B.A., Vanderbilt University, *cum laude*, with honors, 2003

Admissions

New York

California